

PLANNING COMMISSION

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CITY OF RIVERBANK

Planning Commission Meeting

Riverbank Community Center

3600 Santa Fe Street

Riverbank, CA 95367

SPECIAL PLANNING COMMISSION MEETING

TUESDAY, AUGUST 4, 2026 — 6:00 P.M.

(THE AGENDA PACKET IS ONLINE AT [HTTPS://RIVERBANKCA.PORTAL.CIVICCLERK.COM/](https://riverbankca.portal.civicclerk.com/))

1. **CALL TO ORDER**

2. **ROLL CALL**

3. **CONFLICT OF INTEREST**

Any Planning Commission Member or Staff who has a direct Conflict of Interest on any scheduled agenda item to be considered is to declare their conflict at this time.

4. **PUBLIC HEARING - (Public Notice for item 4.1 was published on July 1, 2026, in the Riverbank News).**

Item 4.1. RIVER WALK SPECIFIC PLAN (DEPT. FILE NO. 20-0026)

PROJECT LOCATION: The proposed River Walk Project is located in the unincorporated area of Stanislaus County adjacent to the City of Riverbank. The Project Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue, south of the Stanislaus River and approximately two miles northwest of downtown Riverbank. The overall Project Area includes approximately 1,522 acres. The River Walk Specific Plan Area includes approximately 997 acres within the overall Project Area.

PROJECT DESCRIPTION: The proposed River Walk Project includes approval of the River Walk Specific Plan, an amendment to the City of Riverbank's General Plan, Sphere of Influence amendment, annexation of the approximately 997-acre Specific Plan Area into the City of Riverbank, rezoning, approval of a Development Agreement between the City and the project applicant, and the extension of infrastructure and utilities necessary to serve future development within the Specific Plan Area. The remaining land within the approximately 1,522-acre Project Area would be included within the proposed Sphere of Influence Amendment and held as Reserve land for possible long-range planning at a future time.

A Development Agreement is proposed to address the applicant's obligations and

the City's requirements related to the orderly development of the River Walk Specific Plan Area, including but not limited to infrastructure, utilities, public improvements, phasing, financing, fees, dedications and other terms necessary to implement the Specific Plan.

The Project Area includes 61 Assessor's Parcel Numbers and additional non-parcelized areas, including rights-of-way. The Assessor's Parcel Numbers within the Project Area are:

074-001-001, 074-001-015, 074-001-016, 074-001-003, 074-001-011, 074-001-012, 074-001-013, 074-001-005, 074-001-008, 074-001-009, 074-001-017, 074-001-018, 074-001-019, 074-001-020, 074-002-020, 074-002-019, 074-002-018, 074-002-017, 074-002-025, 074-002-024, 074-002-014, 074-002-013, 074-002-011, 074-002-028, 074-002-026, 074-002-006, 074-002-010, 074-002-031, 074-002-021, 074-002-030, 074-002-029, 074-002-034, 074-002-007, 074-002-033, 074-002-032, 074-002-001, 074-003-022, 074-003-021, 074-003-020, 074-003-016, 074-003-013, 074-003-012, 074-003-023, 074-003-002, 074-003-015, 074-003-014, 074-003-011, 074-003-010, 074-003-019, 074-003-018, 074-003-024, 074-003-008, 074-003-007, 074-003-006, 074-003-005, 074-003-004, 074-003-003, 074-005-012, 074-005-013, 074-005-010 and 074-005-011.

The River Walk Specific Plan proposes a mixed-use development with a range of residential densities, neighborhood-serving mixed-use areas, parks, recreation, open space, greenways, trails, landscaping, pedestrian and bicycle facilities and supporting infrastructure. Proposed land use categories include Low Density Residential, Medium Density Residential, High Density Residential, Mixed Use, Park, Dual Use Park/Ponding Basin, Buffer/Greenway/Open Space - Bluff, Buffer/Greenway/Open Space - Canal, Buffer/Greenway/Open Space - River Park and Reserve.

The existing Project Area is predominantly used for agricultural operations, including almond, walnut and cherry orchards, fallow land, rural residential uses, agricultural accessory structures, private irrigation facilities, a horse ranch, a commercial nursery business, truck storage, an approximately 150-acre solar farm and the Modesto Rifle Club. Modesto Irrigation District canals, easements and irrigation facilities are also located within the Project Area.

The proposed Project is intended to provide for orderly long-term planning, expand the City's Sphere of Influence, allow for future annexation and development of the Specific Plan Area and increase the supply and variety of housing within the City of Riverbank planning area.

The City has prepared an Environmental Impact Report (SCH: 2021060098) for the River Walk Specific Plan in accordance with the California Environmental Quality Act. The Environmental Impact Report evaluates the potential environmental effects of the proposed Project and identifies mitigation measures where applicable. Significant and unavoidable impacts of development of the River Walk Specific Plan subject to mitigation measures include the following: Aesthetics; agricultural resources; greenhouse gases, climate change, and energy; noise; public services and recreation; transportation and circulation; utilities; and cumulative impacts.

5. ADJOURNMENT

AFFIDAVIT OF POSTING

I hereby certify, under penalty of perjury, under the laws of the State of California, that the foregoing agenda was posted at the meeting location, on the North City Hall public exterior bulletin board, South City Hall public exterior Bulletin, Riverbank Community Center exterior bulletin, and the City's website 72 hours prior to the meeting in accordance to the California Ralph M. Brown Act. Posted this 30th Day of July 2026

/s/**Gabriela Hernandez, CMC, City Clerk**



ADA COMPLIANCE STATEMENT

In compliance with the Americans with Disabilities Act, and the Governor's Executive Order N-29-20, the City will make every effort to make reasonable modifications or accommodations from individuals with disabilities. Contact the Administration Dept. at (209) 863-7122 or the City Clerk at cityclerk@riverbank.org at least (48) hours prior to the meeting to enable the City to make reasonable arrangements for accessibility.

NOTICE REGARDING NON-ENGLISH SPEAKERS

Pursuant to California Constitution Article III, Section IV, establishing English as the official language for the State of California, and in accordance with California Code of Civil Procedures Section 185, which requires proceedings before any State Court to be in English, notice is hereby given that all proceedings before the Planning Commission shall be in English and anyone wishing to address the Council is required to have a translator present who will take an oath to make an accurate translation from any language not English into the English language.



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TELECONFERENCE/VIRTUAL PLATFORM PUBLIC PARTICIPATION COMMENT PROCEDURES FOR CITY PLANNING COMMISSION MEETING HELD IN CONFORMANCE WITH THE BROWN ACT

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- Government Channels: SPECTRUM — 2
- YouTube Live — City of Riverbank
- Via ZOOM Platform (See instructions below)

SUBMITTING PUBLIC COMMENTS FOR THE RECORD

Written comments must be received before 4:00 p.m. on the date of the meeting in order for them to be distributed to the Commission prior to consideration of the matter.

Written comments will **not be read aloud** at the meeting, but will be reported as received for the record. If you do not receive an acknowledgment of receipt within an hour of submission or by 5:00 p.m., please call the City Clerk's Office at (209) 863-7198 or the Administration Dept. at (209) 863-7122.

ACCEPTABLE METHODS OF SUBMITTING COMMENTS **BEFORE THE 5:00 PM DEADLINE**

- **Via Mail Service:** Mail comments to City of Riverbank, Attn: City Clerk, 6707 Third Street, Suite A, Riverbank, CA 95367. (Call 209-863-7198 / 209-863-7122 to ensure they were received.)
- **Via Email:** Director of Community Development - jmann@riverbank.org
(Note: This technology is not a guaranteed method.)
*Indicate Agenda Item # in the *subject line*. (Call 209-863-7198 / 209-863-7122 to ensure receipt.)
- **Oral Comments In-Person:** The Chair will ask the public if anyone wishes to comment. At that time you may approach the podium.
- **Oral Comments Via Zoom:** The Chair will announce when public comments may be made for a limit of 3 minutes on the agenda item being considered, at which time you will:
 - **Using a computer** — click on the "raise hand" feature in the webinar controls. This will alert staff that you wish to speak, and you will be unmuted.
 - **Using a Phone** — press *9 to "raise the hand." This will alert staff that you wish to speak, and you will be unmuted.
 - (Please make sure the volume on your device is on and that any nearby device or any nearby device is turned down.)

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**CITY OF RIVERBANK
PLANNING COMMISSION
STAFF REPORT**

ITEM NO: 4.1 **August 4, 2026**

APPLICATION: River Walk Specific Plan (Department File No. 20-0026). Planning Commission consideration of recommendations to the City Council concerning the Final Environmental Impact Report, General Plan Amendment, River Walk Specific Plan, pre-zoning, Sphere of Influence expansion, Municipal Services Review update, annexation and Development Agreement.

CEQA: Final Environmental Impact Report, State Clearinghouse No. 2021060098. The Final EIR identifies significant and unavoidable environmental effects, mitigation measures, alternatives and a Mitigation Monitoring and Reporting Program.

PROJECT PLANNERS: Joshua E. Mann, Director of Community Development

APPLICANT: River Walk, LLC (authorized representative: Matthew Arnaiz)

EIR CONSULTANT: De Novo Planning Group (Steve McMurtry)

ACRONYMS: CEQA - California Environmental Quality Act
DA - Development Agreement
DEIR - Draft Environmental Impact Report
FEIR - Final Environmental Impact Report
GPA - General Plan Amendment
LAFCo - Local Agency Formation Commission
MMRP - Mitigation Monitoring and Reporting Program
MSR - Municipal Services Review
NEV - Neighborhood Electric Vehicle
RWSP - River Walk Specific Plan
SOI - Sphere of Influence

ATTACHMENTS: A - [Final River Walk Specific Plan, dated May 15, 2025](#)
(weblinks in [blue](#)) B - [Draft Environmental Impact Report, Volume I](#) and [Draft Environmental Impact Report, Volume II, dated January 31, 2024](#)
C - [Final Environmental Impact Report, Volume I](#) and [Final Environmental Impact Report, Volume II, dated June 2026](#)
D - CEQA Findings of Fact and Statement of Overriding Considerations
E - Resolution recommending Certification of the FEIR and Approval of CEQA Findings of Fact, Statement of Overriding Considerations, and the Mitigation Monitoring and Reporting Program for the General Plan Amendment and RWSP
F - Resolution recommending approval of RWSP General Plan Amendment
G - Resolution recommending approval of the RWSP and Draft Ordinance amending the Riverbank Municipal Code by rezoning the subject properties Specific Plan #4 (SP-4)
H - Resolution recommending that the City Council authorize Staff to submit an Annexation Application to Stanislaus County LAFCo

- I - Annexation Alternatives for Application to Stanislaus County LAFCo
- J - Resolution recommending that the City Council Adopt an Ordinance to Approve and Authorize Execution of a Development Agreement for the River Walk Specific Plan Project
- K - Resolution of the Planning Commission Recommending that the City Council Deny the River Walk Project

I. PROJECT SUMMARY

A. Project Location and Planning Boundaries

The River Walk Project is in unincorporated Stanislaus County adjacent to the City of Riverbank. The Project is generally north of Patterson Road/State Route 108, east of McHenry Avenue, south of the Stanislaus River and approximately two miles northwest of downtown Riverbank.

The Final EIR evaluates an overall Project Area of approximately 1,522 acres. This is the proposed SOI Expansion Area and includes land designated Reserve. Within that larger area, the RWSP covers approximately 997.18 acres and 22 parcels. The approximately 997-acre Specific Plan Area is proposed for annexation, pre-zoning and development. Land within the larger SOI Expansion Area but outside the Specific Plan Area is not proposed for annexation or development as part of the current action.

The Final EIR uses several defined boundaries: the SOI Expansion Area encompasses the entire 1,522-acre Project Area; the Specific Plan Area encompasses the approximately 997 acres proposed for annexation and development; and the Berghill Boundary identifies portions of the Specific Plan Area controlled by the project applicant.

B. Existing Conditions

Existing uses are predominantly agricultural and include almond, walnut and cherry orchards, row crops, irrigated and fallow land. The Project Area also contains rural residences and accessory structures, a horse ranch, commercial nursery, truck storage, an approximately 150-acre solar facility and the Modesto Rifle Club. MID canals, drainage facilities, agricultural irrigation improvements, a bluff and an older levee are important site features.

The Specific Plan Area contains 22 parcels and 17 residential buildings. The portion of the SOI Expansion Area outside the Specific Plan Area contains 39 parcels and 22 residential buildings. The existing City limits are east of the Project, and the Specific Plan Area is outside the existing City limits and adjacent to the City's existing SOI.

C. Proposed Development Program

The RWSP is a long-range mixed-use plan intended to guide development over approximately 15 to 20 years. It provides conventional and age-restricted residential neighborhoods, mixed-use commercial areas, a community core, a private active-adult clubhouse, parks, a trail system, open space, drainage facilities, roadways and public utilities.

Component	Acres	Final plan / environmental envelope
Residential villages	555.90	Up to 2,432 units: 1,550 LDR, 702 MDR and 180 HDR
Mixed Use	67.71	Commercial, office, service, retail, clubhouse and residential options, subject to the cumulative Project cap
Park	43.34	Public park and recreation uses
Bluff, ditch, river park and dual-use basin	202.65	Buffer, greenway, open space, trail and drainage functions

Component	Acres	Final plan / environmental envelope
Reserve	64.21	Agricultural or reserve use pending any future approvals
Rights-of-way	63.37	Roadway and circulation facilities
Total	997.18	2,432-2,682 dwelling units and 341,000-836,000 square feet of nonresidential Mixed-Use development

Source: Final River Walk Specific Plan, Table 4.1.1, as informed by the Final EIR and Errata.

The Final EIR evaluates the environmental impacts associated with a maximum of 2,682 dwelling units within the approximately 997-acre Specific Plan Area. Accordingly, the proposed RWSP and related approval documents limit total residential development to no more than 2,682 dwelling units. This total includes up to 2,432 units within the 18 residential villages, consisting of 1,550 LDR units, 702 MDR units and 180 HDR units, together with residential development permitted within the Mixed-Use areas.

The RWSP allows units to be transferred among villages and parcels to provide flexibility as individual development plans are prepared. These transfers do not create additional residential development capacity. All transfers and adjustments must remain within the applicable density ranges, satisfy the criteria established by the RWSP and may not cause total development within the Specific Plan Area to exceed 2,682 dwelling units. Transfers affecting more than 30 percent of the unit allocation assigned to a transferring or receiving parcel require Planning Commission review.

The Final Specific Plan and Final EIR also identify a nonresidential Mixed-Use program ranging from approximately 341,000 to 836,000 square feet. The ultimate combination of residential and nonresidential uses within the Mixed-Use areas may vary, provided the total development remains within the land-use program and environmental impact analysis approved for the Project. Any future proposal to exceed the 2,682-unit residential limit or the maximum nonresidential development analyzed in the Final EIR would require City consideration of the necessary land-use amendments and evaluation under CEQA to determine whether additional environmental review is required.

D. Requested Actions & Future Approvals

This Project requires a sequence of actions by the Planning Commission, City Council, Stanislaus LAFCo and City staff. At the current hearing, the Planning Commission acts in an advisory capacity and may recommend approval, recommend approval with modifications, or recommend denial. The City Council is the final City decision-making body for the Final EIR and the requested legislative land-use entitlements. The City Council may also authorize the City to submit SOI and annexation applications to LAFCo. LAFCo is an independent agency and is the final decision-making body for the proposed SOI amendment and annexation. Approval of these actions would establish the planning, zoning and environmental framework for River Walk but would not authorize subdivision of the property or construction. Individual development phases would require additional applications and approvals.

Actions Currently Requested

The Planning Commission is being asked to make recommendations to the City Council regarding the following actions:

1. Certify the EIR and adopt the CEQA Findings of Fact, Statement of Overriding Considerations and MMRP
2. Approve a General Plan Amendment addressing the proposed land-use designations and circulation changes within the Project Area
3. Adopt the River Walk Specific Plan
4. Pre-zone the approximately 997-acre Specific Plan Area to the River Walk Specific Plan zoning designation. The pre-zoning would become effective upon annexation

5. Approve a Development Agreement between the City and River Walk, LLC
6. Authorize submission of an application to Stanislaus LAFCo for amendment of the City's SOI, together with an updated MSR, plan for services and other supporting materials required by LAFCo
7. Authorize submission of an application to Stanislaus LAFCo for annexation of the approximately 997-acre Specific Plan Area

If the City Council approves these actions, the City would submit the SOI amendment and annexation applications to LAFCo. LAFCo may approve, condition, modify or deny the applications. City approval of the Project would not guarantee LAFCo approval.

Potential Future Actions and Approvals

Approval of the current actions would not authorize immediate development or construction. As individual phases are proposed, the Project may require the following additional actions and approvals:

1. A comprehensive infrastructure phasing plan addressing water, wastewater, drainage, circulation, parks, trails and other required facilities
2. An NEV transportation plan
3. Vesting tentative subdivision maps, parcel maps and final maps
4. Subdivision improvement plans and agreements
5. Formation of an infrastructure CFD and formation of, or annexation to, a services and maintenance CFD
6. Water-supply verification and other utility-capacity determinations for individual development phases
7. Architecture and site plan review, design review and any required conditional use permits
8. Grading plans, encroachment permits, improvement permits and building permits
9. Additional permits or approvals from Stanislaus County, Caltrans, MID and other agencies with jurisdiction over affected roads, utilities, waterways or infrastructure

Each future application would be reviewed for consistency with the General Plan, RWSP, Development Agreement, MMRP and the development program analyzed in the Final EIR. A future proposal that exceeds the approved development envelope or results in new or substantially more severe environmental effects would be evaluated under CEQA to determine whether additional environmental review is required.

II. CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA) REVIEW

A. Environmental Review Process

The City is the lead agency under CEQA. The City circulated the Notice of Preparation beginning June 4, 2021 and held a public scoping meeting on June 17, 2021. Twenty-nine agency, organization and individual comments were received during the NOP process and considered in preparing the Draft EIR.

The City released the Draft EIR and Notice of Availability on January 31, 2024. The public review period was extended through May 16, 2024 to accommodate Spanish translation, distribution and review of additional technical information and requests for additional review time. The Draft EIR was available for 106 days, compared with the normal 45-day EIR review period.

The City held an informational public presentation on February 27, 2024. A joint City Council and Planning Commission workshop was held July 9, 2025. No formal action was taken at either meeting. The City received 11 agency comment letters and 69 citizen comment letters on the Draft EIR. The

Final EIR, released in June 2026, includes the Draft EIR, comments, responses, errata and the final MMRP.

B. Final EIR

The Final EIR incorporates the Draft EIR, comments received during the public review period, written responses to those comments, revisions to the environmental analysis and the final MMRP. Together, these materials constitute the environmental document the City will consider when acting on the Project.

At this current stage, the Planning Commission serves in an advisory capacity and does not certify the Final EIR. If the Commission recommends approval of the Project, it would also recommend that the City Council certify that the Final EIR was completed in compliance with CEQA, was presented to and reviewed by the Council before project approval and reflects the City's independent judgment and analysis, consistent with CEQA Guidelines section 15090.

C. Significant and Unavoidable Effects

The proposed CEQA findings identify the following categories of Project-level or cumulative impacts as significant and unavoidable after feasible mitigation. Approval of the Project would therefore require the City Council to adopt a Statement of Overriding Considerations under CEQA Guidelines section 15093.

1. Aesthetics and visual character, including cumulative degradation of regional visual character.
2. Conversion of Important Farmland, including approximately 661.33 acres of Prime Farmland, 165.80 acres of Farmland of Statewide Importance and 27.16 acres of Unique Farmland, totaling approximately 854.29 acres, and the cumulative loss of agricultural resources.
3. Greenhouse gas emissions, conflict with applicable greenhouse-gas reduction planning and cumulative climate-change effects.
4. Construction noise, traffic noise at existing receptors, shooting-range noise at new sensitive receptors and cumulative noise exposure.
5. Physical effects of agricultural conversion associated with park and recreational facility construction and use, including cumulative effects.
6. Conflicts involving multimodal circulation policies, vehicle miles traveled, transportation safety and cumulative VMT effects.
7. Construction or expansion of wastewater, water and stormwater facilities and cumulative effects on those utility systems.

D. Impacts Reduced to Less Than Significant

The EIR identifies mitigation measures that reduce other potentially significant effects to less-than-significant levels. These measures address agricultural compatibility, air quality and toxic air contaminants, biological resources, cultural and tribal resources, geology and soils, hazards and hazardous materials, hydrology and water quality, vibration and utility capacity. If the Project is approved, the City must adopt and enforce these measures through the MMRP and applicable conditions, agreements, maps, plans and permits.

Agricultural mitigation requires permanent conservation at a 1:1 ratio or payment of qualifying in-lieu fees consistent with the City's Sustainable Agricultural Strategy and applicable LAFCo agricultural-preservation policy. The Final EIR determines that this mitigation offsets some effects but does not eliminate the significant and unavoidable conversion of Important Farmland.

E. Alternatives

The EIR evaluates four alternatives: No Project/No Build, Increased Density, Lower Density and No Reserve. The No Project alternative would avoid most development impacts and is environmentally superior. Under CEQA, when the No Project alternative is environmentally superior, the EIR must identify another environmentally superior alternative. The EIR identifies the Lower Density alternative as the environmentally superior development alternative.

The proposed CEQA findings conclude that the alternatives would not achieve the Project purpose and objectives to the same degree as the proposed Project or are otherwise infeasible based on land-use, policy, housing, economic and planning considerations. Those conclusions are proposed findings for the City Council and are not predetermined by this staff report.

F. Findings, Statement of Overriding Considerations and MMRP

If the City Council approves the Project, Public Resources Code sections 21081 and 21081.6 and CEQA Guidelines sections 15091, 15093 and 15097 require written findings, adoption of all feasible mitigation, a statement explaining why identified Project benefits outweigh significant unavoidable effects and a program to monitor implementation of mitigation.

The proposed Statement of Overriding Considerations identifies housing supply and age-restricted housing, employment and economic activity, infrastructure investment, support for retail activity, tax revenue and long-term fiscal benefits as Project benefits. Whether those benefits outweigh the significant unavoidable effects is a policy determination for the City Council. The Planning Commission may make a recommendation on that determination.

G. Relationship to Future Development

The EIR analyzes full buildout of the Specific Plan at a project level where sufficient detail is available and at a program level for less-defined portions. Future applications that are consistent with the approved RWSP, General Plan and analyzed environmental envelope may rely on the certified EIR to the extent allowed by CEQA. The City must conduct subsequent environmental review when a later proposal exceeds the analyzed development envelope, causes new or substantially more severe impacts, or otherwise triggers additional review under CEQA. The RWSP also prohibits exceptions, deviations and unit transfers from increasing total unit counts or nonresidential square footage beyond the approved maximum.

III. LAND USE AND BOUNDARY ACTIONS

A. General Plan Amendment

The City's 2005–2025 General Plan, adopted in 2009, established the long-range land-use framework for the Project Area. The General Plan anticipated substantial future growth northwest of the existing City and identified this area for a combination of residential, mixed-use, civic, open-space, agricultural-conservation and Reserve uses. It also anticipated that a specific plan would be prepared for large future growth areas to define the location and character of development and establish the infrastructure, public services, financing and implementation measures necessary to support that development. Accordingly, the River Walk Project does not introduce an entirely new growth concept into an area that the General Plan left unplanned. It provides more detailed planning for an area already identified for potential urban development and long-range City planning.

Within the approximately 997-acre Specific Plan Area, the existing General Plan applies Agricultural Resource Conservation Area, Buffer/Greenway/Open Space, Civic, Clustered Residential/Reserve, Lower Density Residential, Medium Density Residential, Higher Density Residential and Mixed-Use designations. These designations were established at a general planning level and do not account in detail for rights-of-way, drainage facilities, topography, the Stanislaus River and bluff, canals or other site constraints. The Final EIR estimates that the residential designations shown on the existing General Plan could theoretically accommodate approximately 4,702 dwelling units if developed at the maximum densities calculated on gross acreage. This figure represents planning capacity rather than an approved or reasonably anticipated development program.

The proposed GPA would refine and redistribute the existing designations to correspond with the more detailed River Walk land-use plan. The amendment would increase the area designated for Lower Density Residential development, reduce or relocate portions designated for Medium and Higher Density Residential development and adjust the location and acreage of Mixed-Use development. It would also separately identify parks, dual-use park and drainage basins, the river and bluff corridors,

canal buffers, open space, Reserve land and roadway rights-of-way. The Final EIR characterizes these changes as largely a reshuffling of previously established land uses to address topography, access, drainage, infrastructure and other engineering considerations and to provide a more coordinated community design.

Although the proposed map redistributes the General Plan designations, the RWSP proposes a substantially lower residential program than the theoretical maximum capacity of the existing General Plan. The RWSP provides for approximately 2,432 to 2,682 dwelling units. The GPA would also refine or relocate certain roadways identified in the General Plan Circulation Element so the circulation network corresponds with the Specific Plan's village layout, access points and infrastructure plan.

The approximately 525 acres within the larger SOI Expansion Area but outside the Specific Plan Area would not be annexed or developed as part of the current Project. Those lands would remain designated Reserve. The Reserve designation does not authorize a particular urban use or guarantee future development. Any future development proposal would require separate land-use entitlements, public hearings, infrastructure and service planning, fiscal review and environmental review under CEQA. Approximately 64 acres within the Specific Plan Area would also remain designated Reserve under the proposed land-use plan.

Because a specific plan must be consistent with the General Plan, the City Council would need to adopt the GPA before or concurrently with adoption of the RWSP. In making its recommendation, the Planning Commission should consider whether the proposed redistribution of land uses and refinement of the circulation network remain consistent with the General Plan's broader goals for orderly growth, housing, community design, mobility, infrastructure, fiscal sustainability, parks and open-space protection.

B. River Walk Specific Plan and Pre-Zoning

Government Code sections 65450 through 65457 authorize preparation and adoption of specific plans. The RWSP establishes the land-use plan, development standards, circulation network, utility framework, parks and open-space program, design guidelines, financing concepts and administration procedures for the approximately 997-acre Specific Plan Area.

The approximately 997-acre Specific Plan Area would be pre-zoned to the Specific Plan zoning designation. The pre-zoning would not take effect as City zoning until LAFCo approves annexation. Following annexation, the RWSP would govern development within the Plan Area and would supersede otherwise applicable zoning provisions where the RWSP establishes a specific standard.

C. Sphere of Influence, Municipal Services Review and Annexation

The Project proposes to expand the City's SOI to encompass approximately 1,522 acres. The SOI establishes a long-range planning boundary and does not itself annex land or authorize development. The approximately 997-acre Specific Plan Area is proposed for annexation. The remaining land in the SOI Expansion Area would remain unincorporated and is not proposed for development through the current action.

LAFCo has independent authority over the SOI amendment and annexation and will consider logical boundaries, agricultural and open-space impacts, service capacity, water supply, fiscal effects and consistency with LAFCo policy. The City must provide an updated MSR or other service information required by LAFCo, a plan for services, pre-zoning, environmental documentation and boundary exhibits. City approval would authorize submittal but would not predetermine LAFCo's decision. At the time of the Council hearing, the Council may consider alternative annexation scenarios for the 997-acre Specific Plan Area. Such alternatives are included as attachments and the Planning Commission may consider offering a recommendation on the available options.

D. Development Agreement

Government Code sections 65864 through 65869.5 authorize a city to enter into a development agreement with a person having a legal or equitable interest in real property. A development agreement is a legislative contract that may vest specified development rights in exchange for

negotiated obligations and public benefits. The Planning Commission makes a recommendation on the DA. The City Council may approve the DA by ordinance, approve it with revisions accepted by both parties or decline to approve it.

The DA is between the City of Riverbank and River Walk, LLC. It defines the Developer Property as approximately 769 gross acres within the approximately 997-acre Specific Plan Area. The overall Project also includes a proposed SOI amendment covering approximately 1,522 acres. The DA would apply to the Developer Property and would establish the rights and obligations governing its development.

The DA preserves the City's authority to review subsequent discretionary applications, impose lawful conditions, conduct required public hearings and undertake any additional environmental review required by CEQA. The City may also withhold processing or approval of subsequent applications when the Developer is not complying with the Project approvals or DA, has unpaid fees or reimbursements, or when additional information is required under CEQA.

The following items summarize important provisions included in the Development Agreement (DA):

Topic	Current June 2026 working draft
Parties / property	City of Riverbank and River Walk, LLC. The DA defines the Developer Property as approximately 769 gross acres within the approximately 997-acre Specific Plan Area.
Effective date / annexation	Effective on the DA ordinance's effective date. The DA becomes null and void if annexation is not completed within five years.
Term	20 years, with five-year extensions when the Developer has installed at least \$10 million in public infrastructure before each extension; maximum cumulative term of 35 years.
Vested rights	Vests development under the Project Approvals and Subsequent Approvals, subject to stated exceptions for state and federal law, building codes, other agencies, health and safety emergencies, and other DA provisions.
Phasing	A comprehensive infrastructure phasing plan must be accepted as complete before any tentative or parcel map application is filed or processed.
Infrastructure	Developer is obligated to construct the identified backbone water, wastewater, roadway, storm-drainage, park, trail, buffer, greenway and open-space facilities, subject to City review and acceptance.
Buffer/Greenway Area Along Stanislaus River	Regarding wastewater, the provision identifies that 225 equivalent dwelling units can go forward before the planned backbone conveyance improvements have been installed for future development of the plan area, subject to analysis to verification of capacity and safety.
Financing / services	There is an area designated as "buffer/greenway/open space" along the northern boundary of the plan area and adjacent to the Stanislaus River. The developer is agreeing at their cost to design and construct amenity improvements in this area, such as public access, recreation, connectivity, trailhead improvements, signage, and benches. Designs and plans will be approved by the Community Development Director.
Fees / credits	Allows an infrastructure CFD and requires a new services and maintenance CFD or annexation to CFD 2016-01. The draft states that City general funds and bonding capacity are not obligated.
	The Citywide SDF schedule will be set at the first residential building permit, then increased annually by the City's standard index for impact fees. The developer will be required to install nearly all of the backbone infrastructure and parkland required for development, and it is expected many of the fee obligations will be offset by direct construction.
	In addition, a public benefit fee is included for the City's discretionary use. Public Benefit Fees are proposed at \$1,750 per LDR/MDR unit and \$500 per HDR unit. This equates to approximately \$4 million dollars collected by the City through full buildout of the project.

Topic	Current June 2026 working draft
Administration	Annual compliance review; assignment with City consent; major amendments require Council approval, while defined minor amendments and operating memoranda may be approved administratively.

Source: Draft River Walk Development Agreement. Terms remain subject to revision and City Council action.

IV. MAJOR PLAN COMPONENTS

A. Housing, Community Core and Age-Restricted Development

The RWSP organizes residential development into 18 villages offering a range of detached and attached housing products. These may include single-family homes, accessory dwelling units, duplexes, courtyard and cluster housing, townhomes, condominiums, apartments, senior apartments, assisted-living facilities and memory-care facilities.

The Final Specific Plan identifies Villages C through O (a total of 13 villages) for age-restricted active-adult development. Villages A, B and P through R are not identified as age restricted. The DA establishes a contractual age restriction for Village C and Villages F through O (a total of 11 villages). In those villages, households must include at least one resident who is 55 years of age or older, subject to applicable law and exceptions for other qualified residents. The age restrictions would be implemented through recorded restrictions and CC&Rs that include age-verification procedures. Villages D and E are identified as age restricted in the Specific Plan but are not included among the villages contractually restricted by the DA.

The community core is intended to serve as the primary gathering place for River Walk. It would include the private active-adult clubhouse, parks and recreational amenities, small-scale retail and service uses and potential higher-density housing. Additional Mixed-Use areas along Patterson Road would accommodate neighborhood- and visitor-serving commercial uses, offices, services and residential uses permitted by the RWSP.

B. Circulation and Mobility

The RWSP establishes a circulation network of arterial, collector and local streets, with primary connections to Patterson Road and McHenry Avenue. The plan also includes bicycle and pedestrian facilities, the River Walk Trail and an NEV network serving the active-adult portion of the community. Final roadway alignments, improvement timing and design details would be established through tentative maps, improvement plans and coordination with the City, Stanislaus County and Caltrans.

The Final EIR identifies significant and unavoidable impacts related to vehicle miles traveled and conflicts with applicable multimodal transportation policies. It also identifies mitigation addressing safety conditions on State and local transportation facilities. Operational congestion and level-of-service information is included to support transportation planning, although level of service is no longer considered an environmental impact under CEQA.

The DA assigns the Developer responsibility for specified roadway improvements. These include widening and frontage improvements along approximately 2,640 feet of Patterson Road, construction of the Coffee Road project entrance, related Coffee Road improvements, a new traffic signal at Patterson Road and Coffee Road, internal collector streets, required rights-of-way and utility relocation. Additional traffic analysis, mitigation measures and fair-share contributions may be required as individual development phases are reviewed under the MMRP and subsequent approval process.

C. Water, Wastewater and Storm Drainage

The DA makes the Developer responsible for constructing the water infrastructure needed to serve River Walk. The identified improvements include three new wells, a two-million-gallon water storage tank and booster pump, two pressure-regulating stations, 12-inch transmission mains and related facilities. Improvements would be installed in phases based on approved engineering studies and the

demands of each development phase. At least one new well is currently anticipated for the first phase. Existing agricultural irrigation serving remaining agricultural lands and downstream users must also be maintained or appropriately modified in coordination with MID.

For wastewater service, the DA requires an engineering analysis to verify available capacity in the City's downstream collection system and identify any necessary improvements. The planned system includes backbone gravity mains, three lift stations and offsite force mains. The South lift station must be operational before issuance of the first residential building permit. The existing system may initially have capacity for up to approximately 225 single-family residential equivalents, subject to verification. Additional river-crossing and conveyance improvements would be required as later phases are developed. The City also plans to expand its wastewater treatment plant capacity from approximately 1.8 to 2.29 million gallons per day. The Project would pay applicable wastewater capacity fees and may advance eligible improvement costs under a City-approved fee-credit or reimbursement agreement.

The DA also makes the Developer responsible for the unified storm-drainage system serving the Specific Plan Area. Temporary drainage basins may be used when permitted, but they must be maintained by the Developer until permanent facilities are completed and accepted by the City. Final drainage improvements must comply with City low-impact-development standards and obtain all required permits or approvals from agencies with jurisdiction over discharges, canals, drainage facilities and the Stanislaus River.

The above requirements are further intended to be memorialized in the backbone infrastructure phasing plan, which will include specific timing requirements of each major improvement item for applicable phases.

D. Parks, Trails and Open Space

The RWSP includes approximately 246 acres of parks, recreational facilities and open space. This total consists of approximately 43.34 acres of parkland, 41.01 acres of dual-use park and stormwater-basin land and 161.64 acres of bluff, canal and river-park buffers, greenways and open space. The River Walk Trail would connect residential neighborhoods with parks, the community core and regional facilities while maintaining appropriate separation from sensitive natural areas.

The DA makes the Developer responsible for approximately 204 acres of parks, trails, buffers, greenways and open space. The separate 41-acre dual-use basin system is addressed as part of the Project's storm-drainage obligations. Park improvements include an approximately 15.5-acre community park and neighborhood parks distributed throughout the Specific Plan Area.

Parks and open-space facilities must be provided as development occurs. Before residential occupancy reaches 25 percent of the minimum permitted density within a subdivision map, sufficient facilities must be available for public use or the subdivision conditions must establish an approved schedule for their completion. The Developer is responsible for maintaining these facilities until they are formally accepted by the City.

E. Public Services, Financing and Fiscal Considerations

Police, fire protection, solid-waste collection and other public services would be extended to the Specific Plan Area following annexation and as development occurs. The DA allows the Developer to request formation of an infrastructure CFD, subject to required City findings and approval. It also requires formation of a new services and maintenance CFD or annexation to CFD 2016-01 to fund police services and maintenance of parks, trails, open space, landscaping, lighting and stormwater facilities. The Developer would pay the costs of forming and administering these financing districts. The DA does not require the City to use its general fund or bonding capacity to finance Project infrastructure.

It is possible that new school facilities will not be needed in the plan area because most of the proposed residential development would be age-restricted active-adult housing. However, the RWSP also includes non-age-restricted villages and allows certain qualified-resident exceptions within the age-

restricted areas. The affected school districts would retain responsibility for determining whether the Project generates a need for additional school facilities. The Project would also remain subject to applicable statutory school impact fees and other school district requirements.

The DA establishes the applicable Citywide SDF schedule when the first residential building permit is issued. Those fees would then increase annually pursuant to the impact fee index used by the City for remaining Project buildout. Fees are generally due at building permit issuance, although the City Manager may approve written deferral of fees governed by the DA. City-approved credits or reimbursements may be available for qualifying water, wastewater, transportation and park improvements. The City Council may also establish a separate Plan Area Fee supported by an adopted nexus study.

The City is in the process of updating its Citywide impact fee schedule, as it has not received a comprehensive review and update since 2015. The DA establishes that the updated impact fee schedule will apply to development of the Project.

V. PLANNING COMMISSION CONSIDERATIONS

The Planning Commission's role is to review the Project and make recommendations to the City Council based on the Final EIR, proposed entitlements, DA, public testimony and the entire administrative record. The Final EIR informs the City's decision by disclosing the Project's environmental effects, mitigation measures and alternatives. It does not require the City to approve or deny the Project. In formulating its recommendations, the Planning Commission should consider the Project as an integrated land-use, environmental, infrastructure and boundary proposal.

Relevant considerations include the following:

1. Whether the proposed SOI amendment and annexation of the approximately 997-acre Specific Plan Area provide for orderly and contiguous growth and the efficient extension of City services, and whether the contemplated growth advances and implements the City's existing General Plan.
2. Whether the proposed housing supply, active-adult community, range of residential products, mixed-use areas, parks and community amenities support the requested General Plan Amendment and adoption of the RWSP.
3. Whether the conversion of approximately 854.29 acres of Important Farmland is acceptable after considering the proposed mitigation, applicable LAFCo policies, the availability of other designated growth areas, and overriding considerations.
4. Whether the Project's significant and unavoidable effects related to aesthetics, agriculture, greenhouse gas emissions, noise, recreation, transportation and utilities are outweighed by the identified housing, economic, infrastructure and community benefits.
5. Whether the proposed infrastructure, public services, phasing and financing programs adequately address the Project's effects and protect the City and existing residents throughout the anticipated buildout.
6. Whether the proposed circulation system, roadway improvements, safety measures, VMT mitigation and interagency commitments adequately address local and regional transportation needs.
7. Whether the DA provides an appropriate balance between the vested rights granted to the Developer and the Developer's infrastructure, financing, fee, maintenance and public-benefit obligations.
8. Whether the General Plan Amendment, RWSP, pre-zoning, DA, SOI request and annexation proposal are internally consistent and establish a clear development program limited to no more than 2,682 dwelling units and the nonresidential development analyzed in the Final EIR.
9. Public and agency testimony supporting, opposing or requesting modifications to the Project.

VI. DECISION PATHS

A. If the Planning Commission Recommends Approval

A Planning Commission recommendation of approval would not certify the Final EIR or approve the Project. The City Council is the final City decision-making body. If the Planning Commission recommends approval, it should adopt the applicable resolutions, with any modifications stated on the record, recommending that the City Council:

1. Certify the Final EIR in accordance with CEQA Guidelines section 15090.
2. Adopt the CEQA Findings of Fact, Statement of Overriding Considerations and MMRP, including all feasible mitigation measures identified for the Project.
3. Approve the General Plan Amendment and related land-use and circulation exhibits.
4. Adopt the River Walk Specific Plan.
5. Introduce and adopt an ordinance pre-zoning the approximately 997-acre Specific Plan Area to the River Walk Specific Plan zoning designation, effective upon annexation.
6. Introduce and adopt an ordinance approving the DA between the City and River Walk, LLC.
7. Authorize staff to submit the SOI amendment, MSR update, plan for services and annexation applications to Stanislaus LAFCo.
8. Authorize staff to make non-substantive corrections and conforming edits to the approval documents and ensure that they consistently reflect the maximum of 2,682 dwelling units, the approved nonresidential development program and the environmental review requirements applicable to future development.

If the Planning Commission recommends approval subject to modifications, the motion and resolutions should clearly identify each requested change. Any material modification to the DA would require acceptance by both parties. Changes affecting the Project description or environmental effects would need to be evaluated before City Council action to determine whether additional CEQA analysis is required.

B. If the Planning Commission Recommends Denial

The Planning Commission may recommend denial based on the Project's environmental effects, land-use or growth policies, infrastructure and service considerations, the terms of the DA or other reasons supported by the record. If the Planning Commission recommends denial, it should:

1. State the specific reasons for its recommendation during deliberations so the resolution and administrative record clearly document the Commission's basis.
2. Adopt a resolution recommending that the City Council deny the General Plan Amendment, RWSP, pre-zoning, DA and related SOI, MSR and annexation requests.
3. Recommend that the City Council not authorize submission of the SOI amendment and annexation applications to LAFCo.

A denial recommendation does not require the Planning Commission to recommend certification of the Final EIR or adoption of the CEQA Findings of Fact, Statement of Overriding Considerations or MMRP. If the City Council ultimately denies the Project, CEQA does not require certification of the Final EIR or adoption of findings supporting Project approval, consistent with Public Resources Code section 21080(b)(5) and CEQA Guidelines section 15270. If the City Council instead considers approving the Project, it must complete all required CEQA actions before approving any Project entitlement.

VII. PUBLIC NOTICE

On July 1, 2026, notice of the August 4, 2026, special Planning Commission hearing was mailed through the United States Postal Service to property owners within 500 feet of the Project Area. The hearing notice was published in the Riverbank News and physically posted at City Hall North, City Hall South and the Riverbank Community Center on July 1, 2026. Hearing information and Project documents were also made available on the City's River Walk Project webpage. The project applicant posted two public notice signs on the Project site, including one along McHenry Avenue and one near

the intersection of Patterson Road and Coffee Road. Hard copies of the Final EIR in English and Spanish were made available for public review at City Hall North, City Hall South and the Riverbank Library.

Respectfully submitted and approved:

Joshua E. Mann
Joshua E. Mann
Director of Community Development

ATTACHMENT “A”

Final River Walk Specific Plan, dated May 2025

AVAILABLE AT:

[https://www.riverbank.org/DocumentCenter/View/5433
/River-Walk-Specific-Plan_-Final](https://www.riverbank.org/DocumentCenter/View/5433/River-Walk-Specific-Plan_-Final)

HARD COPIES AVAILABLE AT:

CITY HALL NORTH AND SOUTH: 6707 THIRD STREET

RIVERBANK LIBRARY: 3442 SANTA FE STREET

ATTACHMENT “B”

Draft Environmental Impact Report, Volume I and Draft Environmental Impact Report, Volume II, dated January 31, 2024

Draft Environmental Impact Report, Volume I AVAILABLE AT:

[https://www.riverbank.org/DocumentCenter/View/3977
/River-Walk-SP_Public-DEIR-Vol-1-1-31-24-final](https://www.riverbank.org/DocumentCenter/View/3977/River-Walk-SP_Public-DEIR-Vol-1-1-31-24-final)

Draft Environmental Impact Report, Volume II AVAILABLE AT:

[https://www.riverbank.org/DocumentCenter/View/3989
/River-Walk-SP_Public-DEIR-Vol-2-Appendices--1-31-24](https://www.riverbank.org/DocumentCenter/View/3989/River-Walk-SP_Public-DEIR-Vol-2-Appendices--1-31-24)

HARD COPIES AVAILABLE AT:

CITY HALL NORTH AND SOUTH: 6707 THIRD STREET

RIVERBANK LIBRARY: 3442 SANTA FE STREET

ATTACHMENT “C”

Final Environmental Impact Report, Volume I and Final Environmental Impact Report, Volume II, dated June 2026

Final Environmental Impact Report, Volume I AVAILABLE AT:

<https://www.riverbank.org/DocumentCenter/View/5431>

Final Environmental Impact Report, Volume II AVAILABLE AT:

<https://www.riverbank.org/DocumentCenter/View/5432>

HARD COPIES AVAILABLE AT:

CITY HALL NORTH AND SOUTH: 6707 THIRD STREET

RIVERBANK LIBRARY: 3442 SANTA FE STREET



FINDINGS OF FACT / STATEMENT OF OVERRIDING CONSIDERATIONS

FOR THE

RIVER WALK SPECIFIC PLAN (SCH: 2021060098)

JUNE 2026

Prepared for:

City of Riverbank, Development Services Department
6707 3rd Street
Riverbank, CA 95367
(209) 863-7128

Prepared by:

De Novo Planning Group
1020 Suncast Lane, Suite 106
El Dorado Hills, CA 95762
(916) 580-9818

D e N o v o P l a n n i n g G r o u p

A Land Use Planning, Design, and Environmental Firm



FINDINGS OF FACT / STATEMENT OF OVERRIDING CONSIDERATIONS

FOR THE

RIVER WALK SPECIFIC PLAN

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FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS

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FINDINGS FOR THE RIVERWALK SPECIFIC PLAN

REQUIRED UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT
(Public Resources Code, § 21000 et seq.)

I. INTRODUCTION

The California Environmental Quality Act (CEQA) (Public Resources Code (PRC), § 21000 et seq.) requires the City Council of the City of Riverbank (City Council), as the CEQA lead agency's decision-making body, to: 1) make written findings when it approves a project for which an environmental impact report (EIR) was certified, and 2) identify overriding considerations for any significant and unavoidable impacts identified in the EIR. (PRC, § 21081.)

This document explains the City Council's findings regarding the significant and potentially significant impacts identified in the EIR prepared for the Riverwalk Specific Plan (Project) and the City Council's ultimate determinations of the feasibility of the Project alternatives considered in the EIR. The statement of overriding considerations in Section VII, below, identifies the economic, social, technical, and other benefits of the Project that the City Council has determined override the significant and unavoidable environmental impacts that would result from the Project and therefore make them acceptable considering those benefits.

As required under CEQA, the Final EIR describes the Project, significant environmental impacts of the Project, and potentially feasible mitigation measures and alternatives that would substantially lessen or avoid those impacts. The information and conclusions contained in the Final EIR reflect the City's independent judgment.

The Final EIR (which includes the Draft EIR, comments, responses to comments, and revisions to the Draft EIR) for the Project, examined the proposed Project and four alternatives to the Project including: (1) No Project (No Build) Alternative; (2) Increased Density Alternative; (3) Lower Density Alternative; and (4) No Reserve Alternative.

The Findings and Statement of Overriding Considerations are presented for adoption by the City Council, as the City's findings under CEQA and the CEQA Guidelines (California Code Regs., title 14, § 15000 et seq.) relating to the Project. The Findings provide the written analysis, substantial evidence, and conclusions of the City Council regarding the Project's significant environmental impacts, mitigation measures, and alternatives to the Project, as well as the overriding considerations that, in the City Council's view, justify approval of the Project, despite its significant unavoidable environmental effects.

II. GENERAL FINDINGS AND OVERVIEW

Project Overview

The overall Project Area includes several distinct planning boundaries defined below. The following terms are used throughout this EIR to describe planning area boundaries within the Project Area:

- Sphere of Influence (SOI) Expansion Area – includes the area covered by the proposed Sphere of Influence Amendment and encompasses the entire Project Area, including the Reserve land.
- Specific Plan Area - includes all lands identified and included within the River Walk Specific Plan. The Specific Plan Area is proposed to be annexed into the City of Riverbank as part of the proposed Project. The Specific Plan Area is a portion of the SOI Expansion Area.
- Berghill Boundary – includes areas within the Specific Plan Area that are controlled by the project applicant.
- Project area - includes the SOI expansion area, including the Specific Plan and Berghill Boundary. The Project Area has the same boundary as the SOI Expansion Area.

The current uses in the Project Area are predominantly agricultural operations, including almond and walnut orchards in the eastern/southeastern portion of the Project Area and cherry orchards and agricultural land in the western/central portion of the Project Area. The land in the north/northwestern portion of the Project Area contains agricultural land and various trees including Eucalyptus and Willow trees. In the Specific Plan Area, there are 22 parcels with a total of 17 residential buildings. Outside of the Specific Plan Area but within the Project Area, there are 39 parcels with a total of 22 residential buildings. Many of the residential and rural agricultural residences have accessory structures on-site, including storage buildings, shop buildings, and barn structures. Additionally, one horse ranch exists within the Project Area. The Project Area also includes a commercial nursery business and truck storage area. Additionally, an approximately 150-acre solar farm and the Modesto Rifle Club exist in the southwest portion of the Project Area directly northeast of the intersection of Patterson Road and McHenry Avenue; and the Morris Nursery exists in the southeastern corner of the Project Area directly northwest of the intersection of Patterson Road and Rock Creek Road.

The Modesto Irrigation District (MID) provides the water supply for the existing agricultural uses and maintains two easements in the Project Area. An MID main canal with a crossing is located approximately 950 feet to the west and approximately 0.45 miles to the east of the intersection of Patterson Road and Coffee Road in the southern portion of the Project Area. The canal enters the southwest portion of the Project Area and runs to the northeast, eventually curving to exit the Project Area in the southeast. A series of private irrigation ditches and pipes distribute the MID water from the on-site canals throughout the Project Area for agricultural use.

The proposed project includes the expansion of the City of Riverbank Sphere of Influence (SOI), and approval and subsequent implementation of the Specific Plan as a means of increasing the housing

supply in Stanislaus County and the State of California. The Sphere of Influence expansion covers approximately 1,522 acres. The Specific Plan covers approximately 997 acres of the Sphere of Influence expansion area, and includes an annexation into the Riverbank City limits, extension of infrastructure to the annexed area to serve development, and the subsequent development of the annexed area for the following land uses: Low Density Residential, Medium Density Residential, High Density Residential, Mixed-Use, and Parks/Recreation, including all infrastructure and utilities necessary to service the development.

The Specific Plan is a Mixed-Use development project that provides for a range of residential housing densities, neighborhood-scale retail, commercial and health/medical services, private clubhouse, public recreation, a pedestrian/bicycle trail system, and extensive open space and landscaping. The Specific Plan provides an opportunity for an active adult community on a portion of the Specific Plan Area, with the remaining portion designed for all ages.

The underlying purpose of the proposed Project is the expansion of the City of Riverbank Sphere of Influence, and approval and subsequent implementation of the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California.

The underlying project purpose of providing housing for the county and state is in part a response to, and is driven by, strong policy direction from the Legislature, which has declared that “California has a housing supply and affordability crisis of historic proportions. The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives.” (Gov. Code Section 65589.5[a][2][A].) “California housing has become the most expensive in the nation. The excessive cost of the state's housing supply is partially caused by activities and policies of many local governments that limit the approval of housing, increase the cost of land for housing, and require that high fees and exactions be paid by producers of housing.” (*Id.*, Section 65589.5[a][1][C].) “Among the consequences of those actions are discrimination against low-income and minority households, lack of housing to support employment growth, imbalance in jobs and housing, reduced mobility, urban sprawl, excessive commuting, and air quality deterioration.” (*Id.*, Section 65589.5[a][1][B].) “An additional consequence of the state's cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California's cumulative housing shortfall therefore has not only national but international environmental consequences.” (*Id.*, Section 65589.5[a][2][I].) The Project is intended to directly address these legislative concerns.

Consistent with the above-described underlying purpose and state policy considerations, the primary objectives of the Specific Plan are to establish the framework for a new mixed-use community, allowing residents to live in a community where they can enjoy a high quality of life with abundant opportunities for outdoor recreation and social activities. The following goals have been established as a framework to achieving the primary objectives for the Specific Plan and for purposes

of satisfying the requirement, in CEQA Guidelines section 15124[b], to identify a “statement of objectives” for the Project:

- Goal 1: Develop a mix of residential housing products to accommodate a variety of desires in the market.
- Goal 2: Prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.
- Goal 3: Develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space.
- Goal 4: Promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction.
- Goal 5: Respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area.
- Goal 6: Achieve a safe and efficient circulation system for all users and modes of transportation.
- Goal 7: Highlight village identity while promoting community amenities.

Refer to Chapter 2.0, Project Description, of the Draft EIR (with Errata changes presented in the Final EIR) for a more complete description of the proposed Project.

PROCEDURAL BACKGROUND

Public Circulation of Notice of Preparation: The City of Riverbank circulated a Notice of Preparation (NOP) of an EIR for the proposed Project beginning on June 4, 2021, to State Clearinghouse, State Responsible Agencies, State Trustee Agencies, Other Public Agencies, and Organizations and Interested Persons. A public scoping meeting was held on June 17, 2021, to present the project description to the public and interested agencies, and to receive comments from the public and interested agencies regarding the scope of the environmental analysis to be included in the Draft EIR. Concerns raised in response to the NOP were considered during preparation of the Draft EIR. The IS, NOP, and comments received on the NOP by interested parties are presented in Appendix A of the Draft EIR (with Errata changes presented in the Final EIR). The commenters are provided below.

1. Native American Heritage Commission – Sacramento (6-09-21)
2. Central Valley Flood Protection Board – Sacramento (6-14-21)
3. Department of Toxic Substances Control – Sacramento (6-15-21)
4. Stanislaus County Resident (6-17-21)
5. California Department of Conservation – Sacramento (6-21-21)
6. Modesto Resident (6-21-21)
7. Modesto Resident (6-29-21)
8. Soluri Meserve, A Law Corporation – Sacramento (6-29-21)
9. Stanislaus LAFCo – Modesto (6-29-21)

10. San Joaquin Valley Air Pollution Control District – Modesto (6-30-21)
11. Soluri Meserve, A Law Corporation – Sacramento (7-1-21)
12. City of Modesto (7-2-21)
13. Farmland Working Group – Turlock (7-4-21)
14. Not identified (7-4-21)
15. Riverbank Resident (7-4-21)
16. Stanislaus County (7-5-21)
17. Modesto Resident (7-5-21)
18. Modesto Resident (7-5-21)
19. Modesto Resident (7-5-21)
20. Riverbank Resident (7-5-21)
21. Not identified (7-6-21)
22. Not identified (7-6-21)
23. California Department of Fish and Wildlife – Fresno (7-6-21)
24. Central Valley Concerned Citizens - Escalon (7-6-21)
25. Central Valley RWQCB – Rancho Cordova (7-6-21)
26. Modesto Resident (7-6-21)
27. Modesto Resident (7-6-21)
28. Modesto Resident (7-6-21)
29. Not identified (7-6-21)

Notice of Availability of Draft EIR and Draft EIR: The City published a Notice of Availability (NOA) for the Draft EIR on January 31, 2024, inviting comment from the public, agencies, organizations, and other interested parties. The NOA was filed with the State Clearinghouse (SCH # 2021060098) and the County Clerk and was published in a local newspaper pursuant to the public noticing requirements under CEQA. The City extended the public review period to May 16, 2024, to accommodate a variety of community requests, including a Spanish translation, dissemination of additional technical information, and general requests for more time to review the document. The Draft EIR was available for public review and comment from January 31, 2024, through May 16, 2024, for a total of 106 days. (Compare Public Resources Code § 21091(a) [normal public review period for EIR is 45 days].)

The Draft EIR contains a description of the Project, description of the environmental setting, identification of Project impacts, and mitigation measures for impacts found to be significant, as well as an analysis of potentially feasible Project alternatives, identification of significant irreversible environmental changes, growth-inducing impacts, and cumulative impacts. The Draft EIR identifies issues determined to have no impacts or less-than-significant impacts and provides detailed analysis of potentially significant and significant impacts. Comments received in response to the NOP were considered in preparing the analysis in the Draft EIR.

Final EIR: The City of Riverbank received 11 comment letters from public agencies, and 69 comment letters from citizens on the Draft EIR during the public review period. A Final EIR was prepared in accordance with CEQA Guidelines Section 15088 and released to the public in June 2026 prior to a Planning Commission hearing.

The comments received after the release of the Draft EIR did not provide evidence of any “significant new information” that would require recirculation of the Draft EIR pursuant to CEQA Guidelines Section 15088.5.

RECORD OF PROCEEDINGS AND CUSTODIAN OF RECORD

For purposes of CEQA and the findings set forth herein, the record of proceedings for the City’s findings and determinations consists of the following documents and testimony, at a minimum:

- The NOP, comments received on the NOP, and all other public notices issued by the City in relation to the Project (e.g., NOA).
- The Draft EIR and Final EIR, including comment letters, and technical materials cited in the documents.
- All non-draft and/or non-confidential reports and memoranda prepared by the City and consultants in relation to the EIR.
- Minutes and/or transcripts of the discussions regarding the Project and/or Project components at public hearings held by the City.
- Staff reports associated with Planning Commission and City Council meetings on the Project.
- All other materials, in addition to those described above, must be included in a CEQA record of proceedings as set forth in PRC § 21167.6(e).

The City Clerk is the custodian of the administrative record. The documents and materials that constitute the administrative record are available for review at the City of Riverbank Planning Division, 6617 3rd St, Riverbank, CA 95367. Some of these materials may also be viewed online at:

<https://www.riverbank.org/609/River-Walk-Project>

Public Resources Code Section 21002 provides that “public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects[.]” Further, the procedures required by CEQA “are intended to assist public agencies in systematically identifying both the significant effects of proposed projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects.” (*Id.*) Section 21002 also provides that “in the event specific economic, social, or other conditions make infeasible such project alternatives or such mitigation measures, individual projects may be approved in spite of one or more significant effects thereof.”

The mandate and principles established by the Legislature in PRC § 21002 are implemented, in part, through the requirement in PRC Section 21081 that agencies must adopt findings before approving projects for which an EIR is required. This same requirement is also set forth in CEQA Guidelines Section 15091. Subdivision (a) of the latter provides the following direction regarding findings:

- (a) No public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects,

accompanied by a brief explanation of the rationale for each finding. The possible findings are:

- (1) Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR.
- (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agencies or can and should be adopted by such other agency.
- (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR.

(See also PRC, § 21081, subd. (a)(1)-(3).)

As defined by CEQA, “feasible” means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors. (PRC, § 21061.1; see also CEQA Guidelines, § 15126.6(f)(1) [determining the feasibility of alternatives] and § 15364.)

Regarding project alternatives, “[t]he issue of feasibility arises at two different junctures: (1) in the assessment of alternatives in the EIR and (2) during the agency’s later consideration of whether to approve the project.” (*California Native Plant Society v. City of Santa Cruz* (2009) 177 Cal. App. 4th 957, 981 (CNPS), citing *Mira Mar Mobile Community v. City of Oceanside* (2004) 119 Cal.App.4th 477, 489 (*Mira Mar*).) “But ‘differing factors come into play at each stage.’” (CNPS, *supra*, 177 Cal.App.4th at p. 981.) “For the first phase—inclusion in the EIR—the standard is whether the alternative is *potentially* feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489 [italics original]; CEQA Guidelines, § 15126.6, subd. (a).) “By contrast, at the second phase—the final decision on project approval—the decision-making body evaluates whether the alternatives are *actually* feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981 [italics original], citing CEQA Guidelines, § 15091, subd. (a)(3).) “At that juncture, the decisionmakers may reject as infeasible alternatives that were identified in the EIR as potentially feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489.)

“While it is up to the EIR preparer to identify alternatives as potentially feasible, the decision making body ‘may or may not reject those alternatives as being infeasible’ when it comes to project approval.” (CNPS, *supra*, 177 Cal.App.4th at p. 999, quoting *Sierra Club v. County of Napa* (2004) 121 Cal.App.4th 1490, 1504 (*Sierra Club*).) “Rejection by the decision makers does not undermine the validity of the EIR’s alternatives analysis.” (CNPS, *supra*, 177 Cal.App.4th at p. 999, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489.) “Like mitigation measures, potentially feasible alternatives ‘are suggestions which may or may not be adopted by the decisionmakers.’” (CNPS, *supra*, 177

Cal.App.4th at p. 999, quoting *No Slo Transit, Inc. v. City of Long Beach* (1987) 197 Cal.App.3d 241, 256.)

“When it comes time to decide on project approval, the public agency’s decision making body evaluates whether the alternatives are *actually* feasible.” (*CNPS, supra*, 177 Cal.App.4th at p. 999, citing *Mira Mar, supra*, 119 Cal.App.4th at p. 489, and CEQA Guidelines, § 15091, subd. (a)(3) [original italics].) “While staff may draft the necessary findings, the decision making body is responsible for the ultimate determination of feasibility, which cannot be delegated.” (*CNPS, supra*, 177 Cal.App.4th at p. 999, citing CEQA Guidelines, §§ 15025, subd. (b)(2), § 15091, subd. (a)(3).) “At this final stage of project approval, the agency considers whether ‘[s]pecific economic, legal, social, technological, or other considerations ... make infeasible the mitigation measures or alternatives identified in the environmental impact report.’” (*CNPS, supra*, 177 Cal.App.4th at p. 1000, citing Pub. Resources Code, § 21081, subd. (a)(3).) “Broader considerations of policy thus come into play when the decision-making body is considering actual feasibility than when the EIR preparer is assessing potential feasibility of the alternatives.” (*CNPS, supra*, 177 Cal.App.4th at p. 1000.) Thus, “it does not subvert the CEQA environmental review process for the ultimate decision maker to reject as infeasible alternatives identified in the EIR.” (*Ibid.*)

At the decision-making stage, “‘feasibility’ under CEQA encompasses ‘desirability’ to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, and technological factors.” (*City of Del Mar v. City of San Diego, supra*, 133 Cal.App.3d at p. 417; *CNPS, supra*, 177 Cal.App.4th at p. 1001; *San Diego Citizenry Group v. County of San Diego, supra*, 219 Cal.App.4th at p. 17.) The concept of “feasibility” also encompasses the question of whether a particular alternative promotes the underlying goals and objectives of a project or does so well as a proposed project does. (See *Sierra Club, supra*, 121 Cal.App.4th at pp. 1506-1509 [upholding CEQA findings rejecting alternatives in reliance on applicant’s project objectives]; *CNPS, supra*, 177 Cal.App.4th at p. 1001 [“an alternative ‘may be found infeasible on the ground it is inconsistent with the project objectives as long as the finding is supported by substantial evidence in the record’”], quoting Kostka & Zischke, Practice Under the Cal. Environmental Quality Act [Cont.Ed.Bar 2d ed. 2009], § 17.30, p. 825); *Citizens for Open Government v. City of Lodi* (2012) 205 Cal.App.4th 296, 314-315 [court upholds lead agency decision not to select the “reduced project size alternative” because “it would not ‘entirely fulfill’ the project objective of developing a project site with a regional shopping center, [and] it would be ‘substantially less effective’ than the proposed project in fulfilling unmet retail demands, enhancing the city’s fiscal resources through sales and property taxes, creating new jobs, or reversing retail sales leakage”]; *In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings* (2008) 43 Cal.4th 1143, 1165, 1166 (*Bay-Delta*) [“a lead agency may structure its EIR alternative analysis around a reasonable definition of underlying purpose and need not study alternatives that cannot achieve that basic goal”]; and *Sequoia Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 715 (*Sequoia Hills*) [court upholds finding rejecting lower density housing alternative as infeasible, citing city council’s conclusion that the fact that “‘the houses would be necessarily more expensive than those of the proposed project’ and would defeat the project objective of providing the ‘the least expensive single-family housing for the vicinity’”].)

In addition, a proposed alternative may also be found to be *legally infeasible*. (*Sequoyah Hills, supra*, 23 Cal.App.4th at p. 715 [proposed reduced housing alternative would have violated Government Code Section 65589.5, the Housing Accountability Act].) Moreover, an alternative may also be determined to be *economically infeasible*. To demonstrate this kind of infeasibility, lead agency decisionmakers must identify substantial evidence showing that “the marginal costs of the alternative as compared to the cost of the proposed project are so great that a reasonably prudent property owner would not proceed with the [alternative].” (*Uphold Our Heritage v. Town of Woodside* (2007) 147 Cal.App.4th 587, 600; see also *San Franciscans Upholding the Downtown Plan v. City and County of San Francisco* (2002) 102 Cal.App.4th 656, 693-694.)

With respect to a project for which significant impacts cannot be feasibly avoided or substantially lessened, a public agency decision-making body may nevertheless approve the project if the body first adopts a statement of overriding considerations setting forth the specific reasons why the body believes that the project’s benefits outweigh its significant unavoidable adverse environmental effects. (Pub. Resources Code, §§ 21001, 21002.1(c), 21081(b).)

CEQA Guidelines Section 15093 provides the following direction regarding a statement of overriding considerations:

- (a) CEQA requires the decision-making agency to balance, as applicable, the economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project against its unavoidable environmental risks when determining whether to approve the project. If the specific economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered “acceptable.”
- (b) When the lead agency approves a project which will result in the occurrence of significant effects which are identified in the final EIR but are not avoided or substantially lessened, the agency shall state in writing the specific reasons to support its action based on the final EIR and/or other information in the record. The statement of overriding considerations shall be supported by substantial evidence in the record.
- (c) If an agency makes a statement of overriding considerations, the statement should be included in the record of the project approval and should be mentioned in the notice of determination. This statement does not substitute for, and shall be in addition to, findings required pursuant to Section 15091.

MITIGATION MONITORING PROGRAM

A Mitigation Monitoring Program has been prepared for the Project and, if the Project is approved, will be adopted concurrently with these Findings. (See PRC, § 21081.6, subd. (a)(1).) The City will use the Mitigation Monitoring Program to track compliance with Project mitigation measures.

FINDINGS’ RELIANCE ON ENVIRONMENTAL IMPACT REPORT AS SUPPORTING EVIDENCE

In adopting these Findings, the City Council finds that the Final EIR was presented to the City Council, the decision-making body of the lead agency, which reviewed and considered the information in the Final EIR prior to approving the Project. By these findings, the City Council ratifies, adopts, and incorporates the analysis, explanation, findings, responses to comments, and conclusions of the Final EIR. The City Council finds that the Final EIR was completed in compliance with CEQA. The Final EIR represents the independent judgment of the City.

SEVERABILITY

If any term, provision, or portion of these Findings or the application of these Findings to a particular situation is held by a court to be invalid, void, or unenforceable, the remaining provisions of these Findings, or their application to other actions related to the Project, shall continue in full force and effect unless amended or modified by the City, unless determined otherwise by the court.

ORGANIZATION OF FINDINGS BELOW

The findings below are organized as follows. The first set of impacts presented are those that would be significant and unavoidable for the project. Though feasible mitigation measures are adopted for many of these impacts, the measures do not reduce the impacts to less than significant levels. The second set of impacts are those that, in the absence of mitigation, would be significant, but with adopted mitigation measures can be reduced to less than significant levels. The third and final set of impacts presented are those that are less than significant even in the absence of mitigation measures. Under CEQA, findings need not identify those impacts. The City Council has included them, however, for informational purposes.

III. FINDINGS AND RECOMMENDATIONS REGARDING SIGNIFICANT AND UNAVOIDABLE IMPACTS

A. AESTHETICS

1. IMPACT 3.1-1: PROJECT IMPLEMENTATION MAY RESULT IN SUBSTANTIAL ADVERSE EFFECTS ON SCENIC VISTAS AND RESOURCES OR SUBSTANTIAL DEGRADATION OF VISUAL CHARACTER.
 - (a) Potential Impact. The potential for the Project to result in substantial adverse effects on scenic vistas and resources or substantial degradation of visual character is discussed on pages 3.1-7 through 3.1-9 of the Draft EIR.
 - (b) Mitigation Measure. No feasible mitigation measures were identified.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Development of the proposed Project would result in new developments adjacent to the Stanislaus River and its riparian habitat but would not result in any direct disturbance to the river or habitat. Development of the proposed Project would eliminate most of the orchard/agricultural areas within the Specific

Plan area, but all other areas in the Project Area would remain unchanged. Much of the Specific Plan Area is in the lower area (i.e., Berghill property), which is not visible from the main public roadways fronting the Project Area (i.e., Patterson Road and McHenry Avenue). The residents who live within the Project Area predominately along the top of the bluff and outside the Specific Plan Area would have the most notable visual changes because of their proximity to the new development and their views of the existing uses in the Berghill Property.

The proposed Project would result in the conversion of land in the Specific Plan Area from agricultural uses to a developed use. There are no designated scenic vistas or resources that would be impacted. Nevertheless, the “attractive” aesthetics of the agricultural areas in the Specific Plan Area would be visually changed in perpetuity. There are a variety of design elements, such as open space, park, landscaping, and natural features in the Specific Plan area that will provide “attractive” elements to the human environment. However, the proposed Project would permanently convert the agricultural and undeveloped uses to a developed use and would create a change in the visual characteristics of the site that is generally considered less “attractive” than the existing condition. This is considered a significant and unavoidable impact. There is no feasible mitigation available that would lessen the severity of this impact or reduce it to a less than significant level.

Based on the above, the impact would remain significant and unavoidable.

- (2) Given the nature of this impact, which cannot be avoided with the development of the Project area, specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Because the significant adverse impact cannot feasibly be substantially lessened or avoided, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to substantial adverse effects on scenic vistas and resources or substantial degradation of visual character, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.2: CUMULATIVE DEGRADATION OF THE EXISTING VISUAL CHARACTER OF THE REGION.

- (a) Potential Impact. The potential for the Project to result in a cumulative impact on the existing visual character of the region is discussed on page 4.0-4 of the Draft EIR.

- (b) Mitigation Measure. No feasible mitigation measures were identified.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Under cumulative conditions, buildout of the General Plan for Riverbank and the surrounding jurisdictions could result in changes to the visual character and quality of the City of Riverbank through development of undeveloped areas and/or changes to the character of existing communities. Development of the proposed Project, in addition to other future projects in the area, would change the existing visual and scenic qualities of the City. There are no mitigation measures that could reduce this impact while also achieving the Project purpose and objectives. For these reasons, cumulative impacts on the visual character of the region are significant, and the proposed Project's contribution thereto is a cumulatively considerable and significant and unavoidable impact.
 - (2) Given the nature of this impact, which cannot be avoided with the development of the Project area, specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the cumulatively considerable, and thus significant, environmental impact. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Because the cumulatively considerable (i.e., significant) adverse impact cannot feasibly be substantially lessened or avoided, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on the existing visual character of the region, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

B. AGRICULTURAL RESOURCES

- 1. IMPACT 3.2-1: THE PROPOSED SPECIFIC PLAN HAS THE POTENTIAL TO RESULT IN THE CONVERSION OF FARMLANDS, INCLUDING PRIME FARMLAND, UNIQUE FARMLAND, AND FARMLAND OF STATEWIDE IMPORTANCE, AS SHOWN ON THE MAPS PREPARED PURSUANT TO THE FARMLAND MAPPING AND MONITORING PROGRAM OF THE CALIFORNIA RESOURCES AGENCY, TO NON-AGRICULTURAL USES.
 - (a) Potential Impact. The potential for the Project to result in the conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring

Program of the California Resources Agency, to non-agricultural uses is discussed on pages 3.2-18 through 3.2-22 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measures 3.2-1 and 3.2-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Development of the proposed Project would result in the permanent conversion of approximately 661.33 acres of Prime Farmland, 165.80 acres of Farmland of Statewide Importance, and 27.16 acres of Unique Farmland, as shown on Figure 3.2-1, to non-agricultural use. The loss of the 854.29 acres of Important Farmland would have a potentially significant environmental impact.

Mitigation Measure 3.2-1 requires the Project applicant to conserve farmland in accordance with the City of Riverbank's Sustainable Agricultural Strategy. This requires conservation of equal value to the land that will be converted at a 1:1 ratio, in perpetuity, or pay in-lieu fees that would functionally achieve the conservation intent. Mitigation Measure 3.2-2 requires consistency with the Stanislaus LAFCo Agricultural Preservation policy, consistent with the City's Sustainable Agricultural Strategy. While the implementation of these mitigation measures would assist in offsetting some impacts from farmland conversion by preserving farmland, the proposed Project would still result in the permanent conversion and loss of 854.29 acres of Important Farmland within Stanislaus County. Based on the above, the impact would remain significant and unavoidable.

- (2) Given the nature of this impact, which cannot be fully avoided with the development of the Project area even with the use of agricultural conservation easements (see *V Lyons Farming LLC v. County of Kern* (2024) 100 Cal.App.5th 412, 421-437), specific economic, social, legal, technological, or other considerations make infeasible the imposition of any additional mitigation measures beyond those identified in the Final EIR and described above. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Mitigation Measures 3.2-1 and 3.2-2 are feasible and are hereby adopted, rendering them enforceable. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on

the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural uses, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.4: CUMULATIVE IMPACT ON AGRICULTURAL RESOURCES.

(a) Potential Impact. The potential for the Project to result in a cumulative impact on agricultural resources is discussed on pages 4.0-5 and 4.0-6 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.2-1 and 3.2-2.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

(1) Remaining Impacts. As described in Section 3.2, Agricultural Resources, development of the proposed Project would result in a conversion of 661.33 acres of Prime Farmland, 165.80 acres of Farmland of Statewide Importance, and 27.16 acres of Unique Farmland as shown on the map prepared under the Farmland Mapping and Monitoring Program (FMMP), to nonagricultural uses. The loss of Important Farmland as classified under the FMMP is considered a potentially significant environmental impact. Development under the Specific Plan inherently involves the conversion of high-quality agricultural land. Mitigation Measure 3.2-1 requires the Project applicant to conserve farmland of equal value to the land that will be converted at a 1:1 ratio, in perpetuity, or pay in-lieu fees that would functionally achieve the conservation intent. Mitigation Measure 3.2-2 requires participation in the City's Sustainable Agricultural Strategy. While the implementation of these mitigation measures would assist in preserving farmland, the proposed Project would still result in the permanent conversion and loss of 854.29 acres of Important Farmland within Stanislaus County.

For the reasons discussed above, cumulative impacts related to agricultural resources would be significant, and the proposed Project's contribution to those impacts would be cumulatively considerable and significant and unavoidable.

(2) Given the nature of this impact, which cannot be fully avoided with the development of the Project area even with the use of agricultural conservation easements (see *V Lyons Farming LLC v. County of Kern* (2024) 100 Cal.App.5th 412, 421-437), specific economic, social, legal, technological, or other considerations make infeasible the imposition of any additional mitigation measures beyond those identified in the Final EIR and described above. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Mitigation Measures 3.2-1 and 3.2-2 are feasible and are hereby adopted, rendering them enforceable. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than

significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on agricultural resources, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

C. GREENHOUSE GASES, CLIMATE CHANGE AND ENERGY

1. IMPACT 3.7-1: PROJECT IMPLEMENTATION COULD GENERATE GREENHOUSE GAS EMISSIONS, EITHER DIRECTLY OR INDIRECTLY, THAT MAY HAVE A SIGNIFICANT IMPACT ON THE ENVIRONMENT.

- (a) Potential Impact. The potential for the Project to generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment is discussed on pages 3.7-26 through 3.7-31 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measure 3.7-1.

- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Estimated maximum GHG emissions associated with construction of the proposed Project are summarized in Table 3.7-1 in Section 3.7 of the Draft EIR.¹ As presented in the table, short-term construction emissions of GHGs are estimated at a maximum of approximately 3,546 metric tons of carbon dioxide equivalent (MTCO₂e) per year.

Estimated operational GHG emissions associated with the proposed Project are summarized in Table 3.7-2. As shown, a conservative estimate for the unmitigated annual GHG emissions associated with the proposed Project would be approximately 34,364 MT CO₂e. Additionally, Table 3.7-3 provides the annual emissions associated with the proposed Project after accounting for these Project design features that would further reduce Project emissions, as well as the mitigation included in Mitigation Measure 3.7-1, where quantification was possible. As shown in the above tables, the Project with design features (including those required by Title 24) and mitigation measures incorporated (where quantification

¹ Emissions in Table 3.7-1 account for the required construction-related control measures required by the SJVAPCD, including watering exposed surfaces, watering unpaved construction roads, limiting vehicle speeds on unpaved roads, and sweeping paved roads.

was possible) would reduce total operational GHG emissions by approximately 1,762 MT CO₂e per year.

Mitigation Measure 3.7-1 provides GHG reduction measures to reduce Project emissions to the maximum extent feasible. However, even with implementation of Mitigation Measures 3.7-1, it cannot be guaranteed that the proposed Project would reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets (such as those under AB 1279) are met. Mitigation Measure 3.7-1 includes two distinct categories of measures as described in CalEEMod User Guide. “Quantitative” measures include those measures that when implemented have a measurable reduction in emissions as reflected in the model outputs, or with separate outside the model calculations. Examples would be the usage of energy-efficiency appliances. “Qualitative or Supporting Measures” include those measures that are not currently quantified by CalEEMod. The CalEEMod User Guide notes that methods for quantifying these measures have not yet been developed, are not fully supported by available research, or require specific details that are difficult to address under a methodology with general applicability. Although not quantitatively evaluated, qualitative or supporting measures may achieve emissions reductions and co-benefits on their own or may enhance the ability of quantified measures to attain expanded reductions and co-benefits. User-selected qualitative or supporting measures are noted in the CalEEMod output report but are not quantified. The quantified measures, in conjunction with Project features discussed above, are anticipated to reduce GHG emissions. It is anticipated that the Qualitative or Supporting Measures would provide additional, or co-benefits toward reducing GHG emissions.

However, there are no additional, feasible mitigation measures to reduce Project VMT (beyond what is already required by Mitigation Measure 3.13-2, as provided in Section 3.13: Transportation and Circulation), which is the main contributor to the Project’s carbon emissions. Based on the above, the impact would remain significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measure identified in the Final EIR and described above. Mitigation Measure 3.7-1 is feasible and is hereby adopted, rendering it enforceable. These considerations include (i) the City’s inability to guarantee that the proposed Project will reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets are met and (ii) the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

(3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to generation of greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.7-2: PROJECT IMPLEMENTATION COULD CONFLICT WITH AN APPLICABLE PLAN, POLICY, OR REGULATION ADOPTED FOR THE PURPOSE OF REDUCING THE EMISSIONS OF GREENHOUSE GASES.

(a) Potential Impact. The potential for the Project to conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases is discussed on pages 3.7-31 through 3.7-39 of the Draft EIR.

(b) Mitigation Measure. Implement Mitigation Measure 3.7-1.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

(1) Remaining Impacts. As shown in Table 3.7-4 in Section 3.7, based on proposed Project attributes, many of the key project attributes identified by the CARB cannot be guaranteed to be implemented due to the Project's location in a growing (rather than built out) City. Appendix D notes that for projects that do not meet the criteria shown in Table 3.7-4, they can nevertheless be consistent with the Scoping Plan if they would either be net zero or would comply with an air district threshold addressing SB 32. With the requirement for all electricity supplied by utilities such as PG&E or other providers such as the Modesto Irrigation District to be carbon neutral by 2045, the residential units would support the State's goal of carbon neutrality. Nevertheless, due to the uncertainty of the level of electric vehicle penetration, the Project would not necessarily be net zero, even with mitigation, by 2045.

Over time, as EV penetration increases and transit improves, VMT will be reduced. Here, there is substantial evidence to support the finding that emissions from mobile sources will decrease by 2045, consistent with the Scoping Plan. First, the Project would have EV-ready parking spaces, making it easy for future owners to charge EV vehicles, encouraging the purchase of such vehicles. Second, the state is committed to improving EV infrastructure and the sale of gas-powered vehicles must cease in 2035, suggesting that by 2045 most state residents would own EVs. Therefore, even though the Project is not consistent with all the local guidance in the Scoping Plan, sufficient evidence exists to conclude that the Project would not impede the State from reaching its climate goals.

Nevertheless, out of an abundance of caution, this EIR concludes that because the Project is inconsistent with several attributes that the CARB suggests projects should include, impacts would be significant and unavoidable as related to the Scoping Plan.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include (i) the suburban nature of the Project, (ii) its location in the Central Valley as opposed to within a denser, more urban metropolitan area, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conflicts with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
3. **IMPACT 4.9: CUMULATIVE IMPACT ON CLIMATE CHANGE FROM INCREASED PROJECT-RELATED GREENHOUSE GAS EMISSIONS.**
 - (a) Potential Impact. The potential for the Project to result in cumulative impacts on climate change from increased project-related greenhouse gas emissions is discussed on pages 4.0-11 and 4.0-12 of the Draft EIR.
 - (b) Mitigation Measure: Mitigation Measure 3.7-1.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. As described in Impact 3.7-1 in Section 3.7, to reduce GHG emissions, mitigation strategies have been developed either for the Project as a whole, or for the individual components of the overall Project. Mitigation Measure 3.7-1 provides GHG reduction measures to reduce Project emissions to the maximum extent feasible. However, even with implementation of Mitigation Measures 3.7-1, it cannot be guaranteed that the proposed Project would reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets (such as those under AB 1279) are met.

However, there are no additional, feasible mitigation measures to reduce Project VMT, which is the main contributor to the Project's carbon emissions. Therefore, the impact related to whether the Project generates greenhouse gas emissions either directly or indirectly that may have a significant impact on the environment would remain cumulatively considerable and significant and unavoidable.

Overall, the proposed Project generally does not conflict with, and is consistent with, applicable plans, policies, and regulations adopted for the purpose of reducing the emissions of greenhouse gases. Specifically, the Project is generally consistent with the State's long-term climate goals and strategies except for reducing VMT. The analysis includes an assessment of the Project's consistency with the CARB's 2022 Scoping Plan, Air District requirements, and the latest applicable RTP/SCS. This assessment includes a consistency analysis with regulations or requirements adopted to reduce greenhouse gas emissions and evaluates Project specific GHG emissions and the extent to which they can be reduced by effective mitigation strategies including Project design features and mitigation measures.

For the reasons discussed above, this EIR concludes out of an abundance of caution that the impact related to consistency with the Scoping Plan is cumulatively considerable and significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measure identified in the Final EIR and described above. Mitigation Measure 3.7-1 is feasible and is hereby adopted, rendering it enforceable. These considerations include (i) the suburban nature of the Project, (ii) its location in the Central Valley as opposed to within a denser, more urban metropolitan area, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on climate change from increased project-related greenhouse gas emissions, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

D. NOISE

1. IMPACT 3.11-1: CONSTRUCTION OF THE PROPOSED PROJECT MAY GENERATE SIGNIFICANT NOISE.

- (a) Potential Impact. The potential for the Project to generate significant noise during construction is discussed on pages 3.11-15 through 3.11-17 of the Draft EIR.
- (b) Mitigation Measure. Mitigation Measures 3.11-1 and 3.11-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. As indicated in Table 3.11-11 in Section 3.11, activities involved in construction would generate maximum noise levels ranging from 82 to 96 dB Lmax at 50 feet. Noise would also be generated during the construction phase by increased truck traffic on area roadways. A significant Project-generated noise source would be truck traffic associated with transport of heavy materials and equipment to and from construction sites. This noise increase would be of short duration and would likely occur primarily during daytime hours, consistent with the City's Noise Ordinance.

Per the Table 3.11-6 standards, daytime construction noise would be limited to 70 dBA Lmax under the City's General Plan standards. With construction noise levels ranging between 82 to 96 dBA Lmax at 50 feet, construction noise control measures achieving a reduction of 12 to 26 dBA would be required when construction activity occurs within 50 feet of an existing residential use. This would primarily occur during construction of Village B, which borders existing single-family homes to the east.

Use of a temporary construction barrier 8-foot in height would typically reduce construction noise by up to 5-6 dBA, resulting in maximum noise levels of 77-91dBA Lmax. This would still result in construction noise levels exceeding the City's Table 3.11-6 standard of 70 dBA Lmax. Therefore, with implementation of Mitigation Measures 3.11-1 and 3.11-2, temporary construction noise impacts would be significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and described above. Mitigation Measures 3.11-1 and 3.11-2 are feasible and are hereby adopted, rendering them enforceable. These considerations include (i) the technical infeasibility of reducing temporary construction-related noise impacts to less than significant levels and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds

that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with construction noise, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.11-3: THE PROPOSED PROJECT MAY GENERATE UNACCEPTABLE TRAFFIC NOISE LEVELS AT EXISTING RECEPTORS.

- (a) Potential Impact. The potential for the Project to generate unacceptable traffic noise levels at existing receptors is discussed on pages 3.11-18 through 3.11-21 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Tables 3.11-13 and 3.11-14 in Section 3.11 indicate where increases in traffic noise levels due to the Project exceed the FICON criteria for increases in traffic noise. Table 3.11-15 indicates where significant traffic noise increases will occur, and the segments which the Project would result in an exceedance of the City of Riverbank exterior noise levels standard, under the Cumulative Plus RWSP condition. Based upon Tables 3.11-13, and 3.11-14, the Project would cause increased noise levels exceeding the FICON substantial increase criteria shown in Table 3.11-10, which would be a potentially significant impact.

Potential mitigation measures would require increasing the height of existing sound walls, building new off-site sound walls, including traffic calming measures to reduce vehicle speeds, and/or using quieter pavement technologies. Generally, construction of new sound walls is not practical due to the openings for driveway accesses which would compromise any barrier effectiveness. Increasing the heights of existing sound walls requires additional engineering of footings and is also not practical. Additionally, City General Plan Policy NOI 1.5 states that “[s]ound walls are prohibited as a method for reducing noise exposure that could be addressed through other means.” Sound walls are not feasible or recommended in this case. Traffic calming measures generally have not been found to reduce overall traffic noise levels by a significant amount.

With the use of quiet pavement on Coffee Road, noise level increases are expected to be in the range of 0.0 to 1.3 dBA. Approximately 6,600 feet (approximately 1.25 miles) of quiet pavement would be required. See Figure 3.11-3 for approximate required pavement locations. However, the implementation of quiet pavement on Coffee Road may not be considered practical or feasible due to overall costs and

long-term maintenance coordination and requirements. Therefore, these traffic noise impacts would remain significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include (i) the undesirability of sound walls, (ii) the long-term costs of quiet pavement, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with unacceptable traffic noise levels at existing receptors, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
3. IMPACT 3.11-4: THE PROPOSED PROJECT MAY BE SUBJECT TO SHOOTING RANGE NOISE AT NEW SENSITIVE RECEPTORS.
- (a) Potential Impact. The potential for the Project to be subject to shooting range noise at new sensitive receptors is discussed on pages 3.11-21 through 3.11-24 of the Draft EIR.
 - (b) Mitigation Measures. Mitigation Measures 3.11-4 through 3.11-5.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Effects of Mitigation and Remaining Impacts. As shown in Figure 3.11-2 in Section 3.11, the maximum noise levels emanating from the shooting range are predicted to exceed the City of Riverbank 70 dBA L_{max} standard on Villages D, E, F, H, I, J, P, and Q without mitigation. Saxelby Acoustics developed noise control solutions to reduce the maximum noise level to below 70 dBA at as many of the Specific Plan residential Villages as possible.

Shooting range noise control may be achieved by the addition of an acoustically absorptive sound wall, partial enclosure of the shooting area, and acoustical panels in the pistol range area. The noise control measures, the first four of which, as well as the sixth, would have to be implemented at the shooting range, although they would be funded by the Specific Plan applicants. As shown on Figure 3.11-5, implementation of these five noise control measures would reduce maximum noise levels to below 70 dB on Villages D, F, H, I, J, and Q as well as a partial section of Village E. Shooting range noise control may be further improved by enclosing the back (south side) of the rifle range firing line.

Successful implementation of Mitigation Measures 3.11-4 through 3.11-5 would ensure that potential rifle range noise impacts are reduced to a less-than-significant level. Measure 3.11-4 is assured of success if the Project is implemented, as the obligations therein are under the sole control of the applicant. Measure 3.11-5, however, is not assured of ultimate success. Although it creates obligations for the applicant, the measure will only be fully effective if the shooting range operator agrees to make certain on-site improvements at the applicant's request. Although Measure 3.11-5 would require the applicant to fund the proposed improvements, neither the applicant nor the City has any way to ensure the cooperation of the shooting range operator. For that reason, the EIR conservatively assumes that the impact will be significant and unavoidable due to a lack of cooperation by the shooting range operator.

Figure 3.11-8 shows the resulting noise levels on the project site with implementation of Mitigation Measure 3.11-4, which requires the construction of 8- to 10-foot-tall sound walls on the project site. Based upon this Figure, which assumes that the construction of the improvements called for in Mitigation Measure 3.11-5 does not occur, noise levels from shooting range operations are predicted to range from 71 to 79 dBA L_{max} , after construction of on-site sound walls. This would exceed the City of Riverbank 70 dBA L_{max} noise standard by up to 9 dBA for daytime shooting events. Therefore, this would remain a significant and unavoidable impact.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measures 3.11-4 and 3.11-5 are feasible and are hereby adopted, rendering them enforceable. If successfully implemented, these measures will reduce the significant effect to a less significant level. Mitigation Measure 3.11-5, however, is not certain to achieve a reduction of noise emanating from the above-described shooting range, as the success of the measure will depend on cooperation from the shooting range operator, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond those described in this paragraph. These considerations include (i) the inability of the applicant or the City to force the shooting range operator to make the improvements set forth in that measure and (ii) City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with the potential for the Project to be subject to shooting range noise at new sensitive receptors, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
4. IMPACT 4.17: CUMULATIVE EXPOSURE OF EXISTING AND FUTURE NOISE-SENSITIVE LAND USES TO INCREASED NOISE RESULTING FROM CUMULATIVE DEVELOPMENT.
- (a) Potential Impact. The potential for the Project to result in cumulative exposure of existing and future noise-sensitive land uses to increased noise resulting from cumulative development is discussed on pages 4.0-23 through 4.0-25 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.11-1, 3.11-2, 3.11-4, and 3.11-5.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Remaining Impacts. As discussed in Section 3.11, under cumulative conditions, sensitive receptors located adjacent to Coffee Road exceed the City's 60 dB L_{dn} exterior noise level standard for transportation noise sources. Under Cumulative Plus RWSP conditions, these roadways will continue to exceed the City standards. The Project's contributions range between 1.6 dB and 4.3 dB L_{dn}. These increases exceed the FICON criteria. Table 3.11-15 indicates where significant traffic noise increases will occur, and the segments which the Project would result in an exceedance of the City of Riverbank exterior noise levels standard, under the Cumulative Plus RWSP condition.
- Potential mitigation measures would require increasing the height of existing sound walls, building new off-site sound walls, including traffic calming measures to reduce vehicle speeds, and/or using quieter pavement technologies. Under the Cumulative scenario shown in Table 3.11-15, each roadway segment which shows a significant impact could include future overlays of alternative quiet pavement. However, the implementation of these types of measures along this 2.3-mile roadway segment, which is located within the jurisdiction of Stanislaus County, may not be considered practical due to overall costs and benefits at all locations, as well as jurisdictional considerations. Therefore, this would have a cumulatively significant unavoidable impact.
- Additionally, noise generated by construction would be temporary, and would not add to the permanent noise environment or be considered as part of the cumulative context. Activities involved in construction would generate maximum noise levels ranging from 82 to 96 dB L_{max} at 50 feet. Noise would also be generated during the construction phase by increased truck traffic on area roadways. A significant Project-generated noise source would be truck traffic associated with transport of

heavy materials and equipment to and from construction sites. This noise increase would be of short duration and would occur primarily during daytime hours, consistent with the City's Noise Ordinance.

The proposed project, when considered alongside all past, present, and probable future projects (inclusive of buildout of the various General Plans within Stanislaus County), would be expected to cause significant and unavoidable cumulative construction noise impacts. The proposed Project would have a cumulatively considerable contribution to this cumulatively considerable impact associated with construction noise.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and described above. Mitigation Measures 3.11-1, 3.11-2, 3.11-4, and 3.11-5 are feasible and are hereby adopted, rendering them enforceable. These considerations include (i) the technical infeasibility of reducing temporary construction-related noise impacts to less than significant levels, (ii) the long-term costs of quiet pavement, (iii) the inability of the applicant or the City to force the shooting range operator to make the improvements set forth in Mitigation Measure 3.11-5, and (iv) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts related to noise, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

E. PUBLIC SERVICES AND RECREATION

1. IMPACT 3.12-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO INCREASE THE USE OF EXISTING NEIGHBORHOOD AND REGIONAL PARKS OR OTHER RECREATIONAL FACILITIES, SUCH THAT SUBSTANTIAL PHYSICAL DETERIORATION OF THE FACILITY WOULD OCCUR OR BE ACCELERATED, AND IT WILL REQUIRE THE CONSTRUCTION OF PARK AND RECREATIONAL FACILITIES WHICH MAY CAUSE SUBSTANTIAL ADVERSE PHYSICAL ENVIRONMENTAL IMPACTS.
 - (a) Potential Impact. The potential for the Project to require the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts is discussed on pages 3.12-23 through 3.12-24 of the Draft EIR.

(b) Mitigation Measures. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. While the proposed project would increase the demand for parks and other recreational facilities based on the population growth, the amount of parkland and open space provided within the Specific Plan Area sufficiently meets the City's General Plan parkland requirements. Furthermore, the Crossroads West Specific Plan, located within the City of Riverbank and in proximity to the Project site, will provide an opportunity to expand the Regional Sports Park with an additional 11 acres upon development to a total of 22 acres. No additional need for park space is required, and it is not anticipated that any substantial physical deterioration of existing facilities would occur or be accelerated.

Project implementation would require the construction of park facilities, which may cause substantial adverse physical environmental impact. Potential environmental impacts associated with the future construction of park and other recreational facilities within the Specific Plan Area are addressed throughout this EIR. This EIR analyzes the physical environmental effects that may occur because of development and introduction of new urban land uses within the Specific Plan Area. Each future park, if constructed, would fall within the range of environmental impacts disclosed in this EIR, and would be subject to relevant mitigation measures included in this EIR.

It is noted, however, that development of park land within the Specific Plan Area would contribute to significant and unavoidable impacts as discussed in this EIR. Therefore, consistent with the analysis included in this Draft EIR, impacts related to constructing new park facilities to serve the proposed project are considered significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of developing parks but rather relate to the impacts of development of the overall Project, of which new parks will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than significant levels, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with requiring the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.18: CUMULATIVE IMPACT ON PUBLIC SERVICES AND RECREATION.

- (b) Potential Impact. The potential for the Project to result in cumulative impacts related to public services and recreation is discussed on pages 4.0-25 through 4.0-27 of the Draft EIR.
- (b) Mitigation Measures. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Remaining Impacts. Under cumulative conditions, past, present, and probable future projects would result in increased demand for public services and recreational facilities. The impact fees developed and reviewed by the City will recover future development's proportionate share of City-related capital asset costs. Fees, as applied only to new developments, represent future development's proportionate share of public services and facilities capital costs. It is important to note that impact fees may not be used to correct existing deficiencies, but may be used to pay for increased demand for public facilities or increased demand upon existing capital facilities provided that those facilities are needed to serve additional development and have the capacity to do so, given relevant level-of-service standards. The construction of public facilities to serve past, present, and probably future projects may be required, which could cause substantial adverse physical environmental impacts. The construction and operation of future public facilities required to serve cumulative development could potentially cause cumulatively significant impacts, but such physical impacts cannot be fully defined at this time because the exact facilities are not proposed or known. Any future public facility would undergo its own environmental review to determine physical environmental impacts once it is contemplated and proposed for construction.

Nevertheless, the proposed Project, when considered alongside all past, present, and probable future projects (inclusive of buildout of the various General Plans within Stanislaus County), would be expected to cause significant cumulative public services or recreation impacts. As such, cumulative impacts on public services and recreation would be significant and unavoidable. This impact is associated with the development of the parks within the footprint of the Specific Plan Area. These physical impacts associated with development in the Specific Plan, such as

agricultural conversion, etc., have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a significant and unavoidable impact (i.e., loss of prime farmland). The development of parks would contribute to physical impacts, including those that have been determined to be cumulatively significant and unavoidable. The project will be required to implement mitigation measures under each physical environmental impact identified. The topic does not require separate mitigation.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of developing parks but rather relate to the impacts of development of the overall Project, of which new parks will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be reduced to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts related to public services and recreation, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

F. TRANSPORTATION AND CIRCULATION

- 1. IMPACT 3.13-1: IMPLEMENTATION OF THE SPECIFIC PLAN COULD CONFLICT WITH A PROGRAM, PLAN, ORDINANCE OR POLICY ADDRESSING THE CIRCULATION SYSTEM, INCLUDING TRANSIT, ROADWAY, BICYCLE, AND PEDESTRIAN FACILITIES.
 - (a) Potential Impact. The potential for the Project to conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities is discussed on pages 3.13-16 through 3.13-18 of the Draft EIR.
 - (b) Mitigation Measure. Mitigation Measure 3.13-1.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Effects of Mitigation and Remaining Impacts. The Specific Plan includes sidewalks on proposed streets, and a comprehensive on-site trail system to be provided.

Proposed improvements to SR 108 (Patterson Road) will include sidewalks. The Specific Plan does not physically disrupt an existing pedestrian facility. It is highly likely that some residents will travel on foot to reach destinations that are relatively close to their residences, such as commercial areas, parks, clubhouse, and trails. The extent to which safety issues could occur on these pedestrian facilities has been considered.

With implementation of planned improvements on SR 108 (Patterson Road), a 400-foot gap will remain between the Specific Plan's sidewalk on Patterson Road and the existing sidewalk that ends west of Oakdale Road. Increased pedestrian volume in this area represents a potential safety concern. This has a potentially significant impact.

As the previously approved Crossroads West Specific Plan proceeds, the MID Main Canal trail will become a likely pedestrian route between the Specific Plan Area, the Riverbank Sports Complex and Crossroads Shopping Center. Increased pedestrian activity across SR 108 is a safety issue due to the speed of vehicles in this area. This has a potentially significant impact.

Implementation of Mitigation Measure 3.13-1 would require the Project applicant to design and fund improvements to create an all-weather route to the MID trail and to address the gap in facilities east of the Project Area on SR 108. Because improvements to State facilities are subject to Caltrans approval, there is no assurance that Caltrans would approve the improvements included under Mitigation Measure 3.13-1. Because the City of Riverbank cannot ensure installation, Impact 3.13-1 may not be fully mitigated, and this impact is significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-1 is feasible and is hereby adopted, rendering it enforceable. If successfully implemented, it will reduce the significant effect to a less than significant level. Mitigation Measure 3.13-1, however, is not certain of implementation, in that it will require approval of Caltrans, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-1. These considerations include (i) the inability of the applicant or the City to force Caltrans to approve the improvements contemplated in Mitigation Measure 3.13-1 and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conflicts with a program, plan, ordinance or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
2. IMPACT 3.13-2: IMPLEMENTATION OF THE SPECIFIC PLAN COULD CONFLICT WITH OR BE INCONSISTENT WITH CEQA GUIDELINE SECTION 15064.3, SUBDIVISION (B).
- (a) Potential Impact. The potential for the Project to conflict with or be inconsistent with CEQA Guideline section 15064.3, subdivision (b), is discussed on pages 3.13-18 through 3.13-23 of the Draft EIR.
- (b) Mitigation Measure. Mitigation Measure 3.13-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Effects of Mitigation and Remaining Impacts. Table 3.13-5 in Section 3.13 compares total model area VMT under base year and 2042 conditions with and without the proposed Specific Plan. As shown, the residential uses within the proposed Specific Plan generate 76,730 VMT under the base condition, while non-residential uses generate 168,900 VMT. The Specific Plan generates a total of 245,630 VMT. NCC model Year 2042 total regional VMT is also presented for comparison. Under year 2042 conditions, the change caused by the proposed Specific Plan is less, (i.e., 163,195 VMT). This reduction would be expected to result as additional development occurs in the Modesto-Riverbank areas of northern Stanislaus County. The Specific Plan's mixed-use retail areas would provide additional options for future residential development and incrementally reduce the length of shopping trips made in this area.

With regards to residential development, because no reliable forecasts for the City of Riverbank or Stanislaus County are available, it is not possible to determine whether the Specific Plan's residences will generate VMT per capita rate that is 15 percent below the current area average (based on the geographic area covered by the regional travel demand model), as required under the OPR recommendation. Thus, it must be presumed that the VMT impact of the proposed residences is potentially significant.

With regards to non-residential uses, the net increase in regional VMT caused by the Specific Plan's non-residential uses is the difference between the overall difference in total regional VMT (195,682 VMT) and the VMT caused by residential uses (76,730 VMT) is 118,952 VMT. Because this increase exceeds the OPR

directive's threshold of no net increase in regional VMT, the impact of the Specific Plan's non-residential uses on regional VMT is also potentially significant.

Though not all individual VMT reduction measures may be applicable, Mitigation Measure 3.13-2 is considered generally feasible because it is within the applicant's purview to implement and has been found to be effective in peer-reviewed academic studies. However, the precise effectiveness of a given VMT reduction strategy is difficult to accurately measure. Because there is no assurance that Mitigation Measure 3.13-2 would fully mitigate these VMT impacts, these impacts are significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-2 is feasible and is hereby adopted, rendering it enforceable. Mitigation Measure 3.13-2, however, is not certain to mitigate impacts to less than significant levels. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-2. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with conflicts with or inconsistencies with CEQA Guideline section 15064.3, subdivision (b), as more fully stated in the Statement of Overriding Considerations in Section VII, below.

3. **IMPACT 3.13-3: IMPLEMENTATION OF THE SPECIFIC PLAN COULD SUBSTANTIALLY INCREASE HAZARDS DUE TO A GEOMETRIC DESIGN FEATURE (E.G., SHARP CURVES OR DANGEROUS INTERSECTIONS) OR INCOMPATIBLE USES (E.G., FARM EQUIPMENT).**

- (a) **Potential Impact.** The potential for the Project to substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment) is discussed on pages 3.13-24 and 3.13-25 of the Draft EIR.
- (b) **Mitigation Measure.** Mitigation Measures 3.13-3 and 3.13-4.
- (c) **Findings.** Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. As indicated in the traffic operations analysis presented in Appendix G, there are two locations where development would result in significant safety impacts on State facilities. At the McHenry Avenue / Ladd Road / Patterson Road intersection, the Specific Plan would cause the queue of peak hour traffic to exceed the available storage length in the southbound left turn lane and in the eastbound left turn lane. This is a potentially significant safety impact.

Implementation of Mitigation Measure 3.13-3 requires the applicant to contribute its pro rata fair share to the cost of improvement to the McHenry Avenue / Ladd Road / Patterson Road intersection. While this improvement would eliminate the identified safety impact, there is no guarantee that funding would be available for the balance of construction cost. In addition, these improvements would be subject to the design requirements and approval of Caltrans, and there is no guarantee that Caltrans will permit their construction. Because the City of Riverbank cannot ensure installation, Impact 3.13-3 may not be fully mitigated, and this impact is significant and unavoidable.

Implementation of Mitigation Measure 3.13-4 requires the applicant to construct a westbound left turn lane on SR 108 at the Skittone Road intersection. While this improvement would fully mitigate the identified safety impact, this improvement would be subject to the design requirements and approval of Caltrans, and there is no guarantee that Caltrans will permit its construction. Because the City of Riverbank cannot ensure installation, Impact 3.13-3 may not be fully mitigated, and this impact is significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measures 3.13-3 and 3.13-4 are feasible and are hereby adopted, rendering them enforceable. If successfully implemented, they will reduce the significant effect to a less than significant level. These measures, however, are not certain of implementation, in that they will require approval from Caltrans, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measures 3.13-3 and 3.13-4. These considerations include (i) the inability of the applicant or the City to force Caltrans to approve the improvements contemplated in these measures and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to substantially increased hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment), as more fully stated in the Statement of Overriding Considerations in Section VII, below.

4. **IMPACT 4.19: UNDER CUMULATIVE CONDITIONS, THE PROPOSED PROJECT WOULD CONFLICT WITH OR BE INCONSISTENT WITH CEQA GUIDELINES SECTION 15064.3, SUBDIVISION (B).**

- (a) Potential Impact. The potential for the Project to conflict with or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b), under cumulative conditions is discussed on pages 4.0-27 and 4.0-28 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measure 3.13-2.

- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. As noted previously, with regards to residential development, because no relatable forecasts for the City of Riverbank or Stanislaus County are available, it is not possible to determine whether the Specific Plan's residences will generate VMT per capita rate that is 15 percent below the current area average, as required under the OPR directive.

With regards to non-residential uses, the net increase in regional VMT caused by the Specific Plan's non-residential uses is the difference between the overall difference in total regional VMT (195,160 VMT) and the VMT caused by residential uses (74,640 VMT) is 120,520 VMT. This increase exceeds the OPR directive's threshold of no net increase in regional VMT.

Mitigation Measure 3.13-2 in Section 3.13 requires the Project Applicant to implement feasible VMT related mitigation measures / strategies which could reduce the VMT generated by the proposed land uses. Though not all individual VMT reduction measures may be applicable, Mitigation Measure 3.13-2 is considered generally feasible because it is within the applicant's purview to implement and has been found to be effective in peer-reviewed academic studies. However, the precise effectiveness of a given VMT reduction strategy is difficult to accurately measure.

For a specific project to have a less than significant impact related to VMT, the project must demonstrate that per capita VMT would be 15 percent below the regional average. Because future development would be equal to the regional average, or above average (or less than average but not fully 15 percent less than average), impacts related to VMT would be cumulatively significant. Exceptions to this would be infill projects, or small projects which include VMT reducing strategies.

Due to the size of the Project, the incremental contribution to this cumulative VMT impact would be cumulatively considerable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-2 is feasible and is hereby adopted, rendering it enforceable. Mitigation Measure 3.13-2, however, is not certain to mitigate impacts to less than significant levels. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-2. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact may not be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with conflicts with or inconsistencies with CEQA Guidelines Section 15064.3, subdivision (b), under cumulative conditions, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

G. UTILITIES AND SERVICE SYSTEMS

1. IMPACT 3.14-1: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE CONSTRUCTION OF NEW WASTEWATER TREATMENT OR COLLECTION FACILITIES OR EXPANSION OF EXISTING FACILITIES, THE CONSTRUCTION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.
 - (a) Potential Impact. The potential for the Project to require or result in the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects, is discussed on pages 3.14-15 through 3.14-17 of the Draft EIR.
 - (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Sanitary sewer will be provided to the Specific Plan Area through the installation of force mains, pump stations, and a network of gravity flow sewer mains.

The installation of the conveyance system improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a less significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). Consistent with the conclusions made throughout this EIR, installation of the wastewater collection and conveyance system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing wastewater collection and conveyance system infrastructure but rather relate to the impacts of development of the overall Project, of which wastewater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.14-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE RELOCATION OR CONSTRUCTION OF NEW OR EXPANDED WATER FACILITIES, THE CONSTRUCTION OR RELOCATION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.

- (a) Potential Impact. The potential for the Project to require or result in the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects is discussed on pages 3.14-33 and 3.14-34 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Domestic water service will be provided to the Specific Plan Area through the installation of a pressurized water system made up of onsite wells, water tanks, water mains, and a pressure regulating station.

The installation of the improvements will be within the footprint of the Specific Plan Area. The impacts associated with development in the Specific Plan have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a less significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). Consistent with the conclusions made throughout this EIR, installation of the water distribution system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing water distribution system infrastructure but rather relate to the impacts of development of the overall Project, of which water distribution infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

3. IMPACT 3.14-5: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE RELOCATION OR CONSTRUCTION OF NEW OR EXPANDED STORMWATER DRAINAGE FACILITIES, THE CONSTRUCTION OR RELOCATION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.

- (a) Potential Impact. The potential for the Project to require or result in the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects, is discussed on pages 3.14-50 through 3.14-55 of the Draft EIR.

(b) Mitigation Measure. Mitigation Measures 3.14-2 and all measures addressing the direct physical impact of development of the overall Project.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Stormwater will be collected through a network of gutters, inlets, and storm drains that will direct storm water to storm water basins constructed within the Specific Plan Area. All stormwaters would be pre-treated in accordance with current NPDES requirements and would be detained prior to discharge into the MID canals or the Stanislaus River. Basins would be capable of storing the 50-year storm volume in accordance with City of Riverbank standards.

The installation of the improvements will be within the footprint of the Specific Plan Area. Some physical impacts associated with development in the Specific Plan, such as agricultural conversion, etc., have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a significant and unavoidable impact (i.e., loss of prime farmland). The installation of improvements would contribute to physical impacts, including those that have been determined to be significant and unavoidable.

Mitigation Measure 3.14-2 requires the Project applicant to submit a drainage plan to the City of Riverbank for review and approval. Nevertheless, consistent with the conclusions made throughout this EIR, installation of the stormwater drainage system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Mitigation Measure 3.14-2 is feasible and is hereby adopted, rendering it enforceable. The measure requires that, “[p]rior to the issuance of a grading permit, the Project applicant shall submit a drainage plan to the City of Riverbank for review and approval. The plan shall include an engineered storm drainage plan that demonstrates attainment of pre-Project runoff requirements prior to release and describes the volume reduction measures and treatment controls used to reach attainment consistent with the Riverbank Low Impact Development Design and Specifications Manual and the Riverbank Storm Drain System Master Plan.” The other mitigation measures relevant to the construction of stormwater drainage infrastructure do not specifically relate to the impacts of installing such infrastructure but rather relate to the impacts of development of the overall Project, of which stormwater drainage infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described

earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than significant levels, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

4. IMPACT 4.21: CUMULATIVE IMPACT ON WASTEWATER UTILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on wastewater utilities is discussed on pages 4.0-29 through 4.0-32 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Sanitary sewer will be provided to the Specific Plan Area through the installation of force mains, pump stations, and a network of gravity flow sewer mains. Figure 2.0-15 illustrates the preliminary sanitary sewer plan.

The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed sanitary sewer system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of wastewater infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the wastewater collection and conveyance system infrastructure to serve the proposed Project would have a cumulatively significant and significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing wastewater collection and conveyance infrastructure but

rather relate to the impacts of development of the overall Project, of which wastewater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on wastewater utilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

5. IMPACT 4.22: CUMULATIVE IMPACT ON WATER UTILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on water utilities is discussed on pages 4.0-32 through 4.0-35 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Domestic water service will be provided to the Specific Plan Area through the installation of a pressurized water system made up of onsite wells, water tanks, water mains, and a pressure regulating station. The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed water system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of water infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the water conveyance system infrastructure to serve the proposed Project would have a cumulatively significant and significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing water conveyance infrastructure but rather relate to the impacts of development of the overall Project, of which water infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on water utilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

6. IMPACT 4.23: CUMULATIVE IMPACT ON STORMWATER FACILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on stormwater facilities is discussed on pages 4.0-35 through 4.0-39 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Stormwater will be collected through a network of gutters, inlets, and storm drains that will direct storm water to storm water basins constructed within the Specific Plan Area. The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed stormwater system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of stormwater infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the stormwater collection system infrastructure to serve the

proposed Project would have a cumulatively significant and significant and unavoidable impact.

(2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing stormwater collection system infrastructure but rather relate to the impacts of development of the overall Project, of which stormwater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be reduced to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

(3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on stormwater facilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

IV. FINDINGS AND RECOMMENDATIONS REGARDING POTENTIALLY SIGNIFICANT IMPACTS WHICH ARE MITIGATED TO A LESS THAN SIGNIFICANT LEVEL

A. AGRICULTURAL RESOURCES

1. IMPACT 3.2-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO RESULT IN CONFLICTS WITH ADJACENT AGRICULTURAL LANDS OR INDIRECTLY CAUSE CONVERSION OF AGRICULTURAL LANDS.

(a) Potential Impact. The potential for the Project to result in conflicts with adjacent agricultural lands or indirectly cause conversion of agricultural lands is discussed on pages 3.2-24 through 3.2-26 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.2-3.

(c) Findings. Existing agricultural operations that are located adjacent to the Specific Plan Area may be adversely impacted by the increased human presence in the Specific Plan Area. Additionally, future residents within the Specific Plan Area may be adversely affected by active agricultural operations associated with managing these lands. The General Plan addresses transitional areas between urban uses and ongoing agricultural operations with several land use designations that can serve as a buffer, including use of the Multi-Use Recreation/Resource Management (MUR/R), Agricultural resource

Conservation Area (AG), and Reserve (R). For the proposed Project, the City has utilized the Reserve (R) designation as a buffer land use for all areas proximate to the proposed developed within the Plan Area. The areas with a Reserve designation would not be converted to non-agricultural uses under the proposed Project, instead they would be reserved under their agricultural use. If and when development is eventually proposed in the Reserve Area, land planners will have to consider whether to include buffers within the Reserve Area to avoid conflicts with land uses occurring within the Specific Plan area.

Patterson Road provides a buffer between the southern portion of the Plan Area and existing agricultural operations located to the south. The Stanislaus River provides a buffer between the northern portion of the Plan Area and existing agricultural operations located to the north. There are no agricultural uses requiring buffer to the east.

Riverbank General Plan Policy CONS-3.2 includes provisions for protecting agricultural operations from encroachment of urban use using buffers. The buffers protect residential development from the effects of existing agricultural operations, and they are designed to protect the feasibility of ongoing agricultural activities on nearby lands (reduction in the effects of noise, dust, and the application of agricultural chemicals on residential development). This existing policy requires the width of the buffer to be 300 feet, except that the width of the buffer may be reduced where a project applicant demonstrates that a narrower buffer would protect the feasibility of ongoing agricultural activities on nearby lands and reduce the effects of noise, dust and the application of agricultural chemicals on residential development. Buffer areas may remain as open space or may be used for stormwater management; renewable energy production; community recreation amenities; or any other allowed use consistent with this policy. This existing policy provides mitigating effects on this potential impact, ensuring that the impact is less than significant. Mitigation Measure 3.2-3 requires Right to Farm language be incorporated into the Final Map for approval and recordation against the affected property. With the implementation of Mitigation Measures 3.2-3, the proposed Project would not result in conflicts with adjacent agricultural lands would result in a less than significant impact regarding this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.2-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with adjacent agricultural lands or indirectly cause conversion of agricultural lands will be mitigated to a less than significant level.

B. AIR QUALITY

1. **IMPACT 3.3-1: PROJECT OPERATIONS COULD RESULT IN A CUMULATIVELY CONSIDERABLE NET INCREASE OF ANY CRITERIA POLLUTANT FOR WHICH THE PROJECT REGION IS IN NON-ATTAINMENT, AND COULD CONFLICT OR OBSTRUCT IMPLEMENTATION OF THE DISTRICT'S AIR QUALITY PLAN.**
 - (a) **Potential Impact.** The potential for the Project to result in a cumulatively considerable net increase of any criteria pollutant for which the Project region is in non-attainment and could conflict or obstruct implementation of the District's air quality plan is discussed on page 3.3-24 through 3.3-25 of the Draft EIR.
 - (b) **Mitigation Measures.** Mitigation Measures 3.3-1 through 3.3-3.
 - (c) **Findings.** Table 3.3-8 in Section 3.3 of the Draft EIR shows the proposed Project unmitigated emissions, and Table 3.3-9 shows the proposed Project mitigated emissions. As shown in Table 3.3-8 and Table 3.3-9, operational emissions would exceed the SJVAPCD thresholds of significance for ROG, and PM₁₀, even after considering a variety of proposed Project characteristics within the modeling. Therefore, the proposed Project is required to implement all feasible mitigation to reduce criteria pollutant emissions to below the applicable SJVAPCD thresholds of significance. The proposed Project would be required to implement Mitigation Measure 3.3-1, which would ensure that individual Projects within the footprint of the proposed Project would reduce emissions to less than the applicable SJVAPCD thresholds of significance for criteria pollutants.

Additionally, Table 3.3-10 provides the proposed Project's mitigated emissions in comparison to this screening threshold. As shown in Table 3.3-10, even after accounting for a variety of proposed Project characteristics that would reduce proposed Project emissions, the overall proposed Project would generate greater than 100 pounds per day of emissions for CO, ROG, and PM₁₀. Therefore, the proposed Project is required to implement Mitigation Measure 3.3-2, which requires the project applicant(s) for individual development projects to develop an AAQA to determine if increase from an individual development project would cause or contribute to a violation of State or National Air Quality Standards. If the individual development project is shown to cause or contribute to a violation of State or National Air Quality Standards, additional mitigation is required to be implemented (such as those identified under Mitigation Measure 3.3-1), in consultation with the SJVAPCD, to reduce such emissions sufficiently to ensure that the individual development project would not cause or contribute to a violation of State or National Air Quality Standards.

Further, the proposed Project is required to implement Mitigation Measure 3.3-3, which requires each individual development Project to prepare and submit a Rule 9510 Indirect Source Review application that meets all SJVAPCD requirements, as applicable. It should be noted that many of the mitigation measures that may be utilized within the

Rule 9510 Indirect Source Review application may also overlap with the mitigation measures utilized to comply with Mitigation Measure 3.3-1 and Mitigation Measure 3.3-2, as applicable. Therefore, with implementation of Mitigation Measures 3.3-1, 3.3-2, and 3.3-3, the SJVAPCD Indirect Source Review process will result in significant reductions in air emissions, which will ensure that the Project will not conflict with or obstruct implementation of the applicable air quality plan, would be considered to have a ***less than significant*** impact.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.3-1 through 3.3-3 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in a cumulatively considerable net increase of any criteria pollutant for which the Project region is in non-attainment, and could conflict or obstruct implementation of the District's air quality plan will be mitigated to a less than significant level.

2. IMPACT 3.3-4: THE PROPOSED PROJECT HAS THE POTENTIAL FOR PUBLIC EXPOSURE TO TOXIC AIR CONTAMINANTS.

(a) Potential Impact. The potential for the Project to result in public exposure to toxic air contaminants is discussed on page 3.3-37 through 33-41 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.3-4.

(c) Findings. While implementation of the proposed Project, including the Specific Plan, would not result in an increased exposure of sensitive receptors to localized concentrations of TACs, there is a potential for future commercial business activity, as permitted under the Specific Plan, to result in increased exposure of sensitive receptors to localized concentrations of TACs. The emission sources could be stationary sources and/or mobile sources (i.e., diesel truck traffic). Because, at the early stage of land use planning for the Mixed Use areas, the City does not yet know the precise locations, configurations, and sizes of any future business/facility that may generate sufficient levels of TACs to create the possibility of adverse health effects, it is premature, at the Specific Plan stage, to undertake an overall health risk assessment for the Specific Plan. Future health risk assessments will be performed where warranted, as required by Mitigation Measure 3.3-4. After implementation of Mitigation Measure 3.3-4, the individual development projects within the Plan Area that have the potential to generate significant health risks would be mitigated to below the applicable SJVAPCD health risk thresholds.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.3-4 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the

EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in public exposure to toxic air contaminants will be mitigated to a less than significant level.

C. BIOLOGICAL RESOURCES

1. IMPACT 3.4-1: THE POTENTIAL TO HAVE A SUBSTANTIAL DIRECT OR INDIRECT EFFECT ON SPECIAL-STATUS INVERTEBRATE SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF AN ANIMAL COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.

(a) Potential Impact. The potential for the Project to have a substantial direct or indirect effect on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an animal community, or a drop in population levels below self-sustaining levels is discussed on page 3.4-34 through 3.4-38 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.4-1 and 3.4-2.

(c) Findings. Habitat for California linderiella (*Linderiella occidentalis*), midvalley fairy shrimp (*Branchinecta mesovallensis*), Molestan blister beetle (*Lytta molesta*), Vernal pool fairy shrimp (*Branchinecta lynchi*), and Vernal pool tadpole shrimp (*Lepidurus packardii*), is not found on-site. In its comments on the Notice of Preparation, the California Department of Fish and Wildlife did not identify any of these species as ones that might occur in the Project area.

Potential habitat for obscure bumble bee (*Bombus caliginosus*), crotch bumble bee (*Bombus crotchii*), and western bumble bee (*Bombus occidentalis*) is found on-site. Additionally, three occurrences of VELB have been documented within one mile of the Project Area: 0.1 miles west, 0.75 miles west, and 0.5 miles east. The Specific Plan is designed to place new development in areas that are previously disturbed by agricultural activity, and to conserve those areas that are undisturbed (i.e., riparian corridor along the Stanislaus River and bluff area). There is no elderberry plants located within the agricultural fields that are planned for development. Elderberry plants are located within the Stanislaus River riparian corridor but will remain in open space and will not be disturbed. The Offsite Sewer Line will not directly disturb elderberry plants. VELB will not be affected by the proposed Project.

Mitigation Measure 3.4-1 requires a preconstruction survey for VELB habitat and avoidance, and compensatory mitigation measures should habitat be found. Mitigation Measure 3.4-2 requires preconstruction survey for special-status bumble bees and avoidance and mitigation measures should bumble bees be found. With implementation of the above mitigation measures, the proposed Project would have a

less than significant impact on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an invertebrate community, or a drop in population levels below self-sustaining levels.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-1 and 3.4-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoids or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to have a substantial direct or indirect effect on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an animal community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

2. **IMPACT 3.4-2: THE POTENTIAL TO HAVE SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS REPTILE AND AMPHIBIAN SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF A REPTILE OR AMPHIBIAN COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.**

(a) **Potential Impact.** The potential to have substantial direct or indirect effects on special-status reptile and amphibian species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a reptile or amphibian community, or a drop in population levels below self-sustaining levels is discussed on pages 3.4-38 through 3.4-43 of the Draft EIR.

(b) **Mitigation Measures.** Mitigation Measures 3.4-3 and 3.4-4.

(c) **Findings.** The proposed Project is not anticipated to affect California red-legged frog, California tiger salamander, Northern California legless lizards, or western spadefoot because appropriate habitat is not present. The Stanislaus River, riparian area, and irrigation ditches provide both aquatic and upland habitat for two special status species: giant garter snake and western pond turtle. The Stanislaus River and riparian area will remain open space and will not be disturbed. The western pond turtle is a relatively common species in the region and the potential for presence is relatively high. On the other hand, giant garter snakes are an uncommon species in Stanislaus County and is not expected to be present regardless of aquatic or upland habitat in the Project Area and Offsite Sewer Line. These species have not been observed in the Project Area, or in the immediate vicinity.

Filling the irrigation ditches and the land immediately adjacent to the irrigation ditches would present a potential impact on western pond turtles if they were present at the time of construction. Preconstruction surveys would be necessary to ensure that no

individuals are present in the construction zone during construction. Mitigation Measure 3.4-3 requires a survey of the area for western pond turtles, and if present, the Project applicant would implement measures to avoid or minimize impacts on individuals of that species. Mitigation Measure 3.4-4 requires avoidance and mitigation measures for giant garter snakes.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-3 and 3.4-4 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to have substantial direct or indirect effects on special-status reptile and amphibian species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a reptile or amphibian community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

3. IMPACT 3.4-3: THE POTENTIAL TO HAVE SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS BIRD SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF A BIRD COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.

- (a) Potential Impact. The potential for the Project to have substantial direct or indirect effects on special-status bird species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a bird community, or a drop in population levels below self-sustaining levels is discussed on pages 3.4-43 and 3.4-51 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.4-5 through 3.4-7.
- (c) Findings. The Project Area is largely undeveloped, and most of the area has been previously used for agricultural uses. The exception is the riparian area, levee, buffer area, and Stanislaus River, which contain mostly undisturbed habitat. Field surveys did not reveal the presence of any special-status species. However, the powerlines throughout the Project Area, and trees found in the riparian and buffer areas can provide nesting opportunities for a variety of birds. During field surveys there was no evidence of nesting; however, new nests can be constructed in future breeding cycles. Suitable foraging habitat is located on and around the Project Area, and the Offsite Sewer Line. This includes foraging habitat for burrowing owls and Swainson's hawk, among other species of birds. The proposed project would require permanent disturbance to the foraging habitat to develop the Project Area. The Offsite Sewer Line would have a temporary impact given that the sewer line would be undergrounded and the surface area would be restored/revegetated. As such, Mitigation Measures 3.4-5 through 3.4-7 would be required.

Mitigation Measure 3.4-5 requires avoidance surveys for burrowing owl and, if needed, avoidance and minimization approaches would be developed in consultation with CDFW. Implementation of the above mitigation measures would ensure that potential impacts to burrowing owl are reduced to a less than significant level.

Mitigation Measure 3.4-6 requires preconstruction surveys for nesting Swainson's hawk and other raptors during the nesting season (February 1 through August 31). Nesting buffers may be required if found. This measure also requires the Project Applicant to conserve foraging habitat of equal value to the land that will be converted at a 0.5:1, 0.75:1, or 1:1 ratio based on the distance of the portion of the project relative to the closest nest tree. Here, the use of conservation easements at a 0.5:1, 0.75:1, or 1:1 ratio is a legitimate expression of state and local police powers given it is presented in the CDFW Staff Report regarding Mitigation for Impacts to Swainson's Hawks (*Buteo swainsoni*) in the Central Valley of California (1994). It also follows the conservation strategies used locally in the City's Sustainable Agricultural Strategy, which functions as a dual-purpose agricultural conservation program, while also functionally conserving the habitat qualities of agricultural land for species like the Swainson's hawk, among others. Although the developed farmland/Swainson's hawk foraging habitat is not replaced and does not necessarily reduce the impact to an insignificant level, an equivalent area of comparable farmland is permanently protected from a similar fate providing mitigation benefits. Further, the requirement of rough proportionality between the mitigation measure and the impact of the development project is met. For every acre of farmland/Swainson's hawk foraging habitat permanently lost to development within a usable proximity for foraging, another acre of farmland is permanently protected from development. Here, it is intended that Mitigation Measure 3.4-6 mitigates for the loss of foraging habitat following CDFW's recommendation. CDFW concludes in their Staff Report regarding Mitigation for Impacts on Swainson's Hawks (*Buteo swainsoni*) in the Central Valley of California (1994) that incorporation of these mitigation measures into a CEQA document would reduce a project's impact to a Swainson's hawk(s) to less than significant levels. As such, this impact would be reduced to a less than significant level with the implementation of mitigation.

Mitigation Measure 3.4-7 requires preconstruction surveys for active nests of special-status birds in all areas of suitable habitat within 500 feet of project disturbance. If active nests or behaviors indicating that active nests are present, are observed, appropriate buffers around the nest sites would be determined by a qualified biologist to avoid nest failure resulting from project activities. Implementation of the above mitigation measures would ensure that potential impacts to nesting special status birds are reduced to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-5 through 3.4-7 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them

enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to have substantial direct or indirect effects on special-status bird species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a bird community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

4. **IMPACT 3.4-4: THE POTENTIAL FOR SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS MAMMAL SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION OF THE RANGE OF A LISTED SPECIES, ELIMINATION OF A MAMMAL COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.**

(a) **Potential Impact.** The potential for substantial direct or indirect effects on special-status mammal species, including through substantial reduction of habitat, substantial reduction of the number or restriction of the range of a listed species, elimination of a mammal community, or a drop in population levels below self-sustaining levels, is discussed on pages 3.4-51 through 3.4-53 of the Draft EIR.

(b) **Mitigation Measures.** Mitigation Measure 3.4-8.

(c) **Findings.** Development of the Project Area would eliminate foraging habitat for special-status bats by removing the agricultural areas. This has an indirect effect on bat species in the region. Development would not directly affect these bat species because it is not expected to result in injury or death to individual bats or roosts. Nevertheless, mitigation would be required. Mitigation Measure 3.4-8 requires a survey for bat roosts, as well as buffers, if needed, around the roost sites.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-8 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for substantial direct or indirect effects on special-status mammal species, including through substantial reduction of habitat, substantial reduction of the number or restriction of the range of a listed species, elimination of a mammal community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

5. **IMPACT 3.4-6: THE POTENTIAL TO CAUSE A SUBSTANTIAL ADVERSE EFFECT ON PROTECTED WETLANDS AND JURISDICTIONAL WATERS.**

(a) **Potential Impact.** The potential for the Project to cause a substantial adverse effect on protected wetlands and jurisdictional waters is discussed on pages 3.4-55 through 3.4-57 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-9.

(c) Findings. The Stanislaus River, riparian area, and MID facilities will not be directly affected, and do not require permitting. The network of agricultural ditches is all anticipated to be deemed non-jurisdictional, although the final jurisdictional determination is made by the regulatory agencies during a consultation and/or permit process. The Project applicant for parcels that contain any of these agricultural ditches must consult with the USACE, CDFW, and RWQCB to ensure that the regulatory agency does not claim jurisdiction and require a permit for construction activities. If the regulatory agencies take jurisdiction over these facilities, the Project applicant for the parcels with the facilities would be required to obtain a permit and provide compensatory mitigation in accordance with the regulatory agency's requirements. There are no other wetlands that are proposed for disturbance. Nevertheless, mitigation is proposed that ensures proper mitigation of any wetlands that might unexpectedly be encountered during the planning and development process.

Mitigation Measure 3.4-9 requires that, if construction activities would disturb the agricultural ditch within the Project Area, the property owner/applicant proposing the activity shall verify with federal and state regulators that the facility is non-jurisdictional or qualifies under the agricultural ditch exemption. If the facilities do not qualify for the exemption and are determined to be jurisdictional by the regulatory agencies, any fill activity would require authorization for fill from the regulatory agencies (USACE-404 permit, RWQCB-401 certification, 1600 Streambed Alteration Agreement). These agencies, pursuant to the laws governing their activities, will impose any mitigation requirements necessary to account for the loss of, or adverse impacts to, biologically key features. For example, the Clean Water Act typically requires that there be no net loss of wetland values and functions. And Fish and Game Code 1602 authorize CDFW to impose reasonable measures necessary to protect affected fish and wildlife resources. With implementation of the above mitigation measure, the proposed Project would have a less than significant impact on protected wetlands and jurisdictional waters. There would be no substantial adverse effect on state or federally protected wetlands.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-9 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to cause a substantial adverse effect on protected wetlands and jurisdictional waters will be mitigated to a less than significant level.

6. IMPACT 3.4-9: THE POTENTIAL TO CONFLICT WITH AN ADOPTED HABITAT CONSERVATION PLAN.

(a) Potential Impact. The potential for the Project to conflict with an adopted Habitat Conservation Plan is discussed on pages 3.4-60 and 3.4-61 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-10.

(c) Findings. The Project Area is not subject to an HCP or NCCP. However, the Offsite Sewer Line is in San Joaquin County, which has an HCP/NCCP in effect. The San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP), in accordance with ESA Section 10(a)(1)(B) and CESA Section 2081(b) Incidental Take Permits, provides compensation for the Conversion of Open Space to non-Open Space uses which affect the plant, fish and wildlife species covered by the Plan, hereinafter referred to as "SJMSCP Covered Species". In addition, the SJMSCP provides some compensation to offset the impacts of open space land conversions on non-wildlife related resources such as recreation, agriculture, scenic values, and other beneficial Open Space uses.

The Offsite Sewer Line is subject to the SJMSCP given that it is in San Joaquin County. The proposed Project does not conflict with the SJMSCP. Therefore, the proposed Project would have a less than significant impact relative to this topic. Mitigation Measure 3.4-10 requires participation in the SJMSCP for installation of the Offsite Sewer Line.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-10 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with an adopted Habitat Conservation Plan will be mitigated to a less than significant level.

7. IMPACT 3.4-10: THE POTENTIAL TO CONFLICT WITH LOCAL POLICIES OR ORDINANCES PROTECTING BIOLOGICAL RESOURCES, SUCH AS A TREE PRESERVATION POLICY OR ORDINANCE.

(a) Potential Impact. The potential to conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance is discussed on pages 3.4-59 and 3.4-68 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-11.

(c) Findings. The proposed Project is substantially consistent with the local policies and ordinances protecting biological resources, such as a tree preservation policy or ordinance. The Project has been designed with ample open space, park, and trail areas to maintain open space linkages to the extent feasible. The Project would be required to comply with applicable policies to minimize impacts to special-status species and their associated habitat. Where impacts are identified, mitigation measures are presented to minimize, avoid, or compensate to the extent practicable. Therefore, this impact would be considered less than significant. Mitigation Measure 3.4-11 requires compliance with the City's Oak and Landmark Tree Preservation Ordinance.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-11 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance will be mitigated to a less than significant level.

D. CULTURAL AND TRIBAL RESOURCES

1. IMPACT 3.5-1: PROJECT IMPLEMENTATION HAS THE POTENTIAL TO CAUSE A SUBSTANTIAL ADVERSE CHANGE TO AN HISTORICAL RESOURCE AS DEFINED IN CEQA GUIDELINES §15064.5, A UNIQUE ARCHAEOLOGICAL RESOURCE AS DEFINED IN PUBLIC RESOURCES CODE SECTION 21083.2, OR A TRIBAL CULTURAL RESOURCE, AS DEFINED IN PUBLIC RESOURCES CODE §21074.

- (a) Potential Impact. The potential to cause a substantial adverse change to an historical resource as defined in CEQA Guidelines §15064.5, a unique archaeological resource as defined in Public Resources Code section 21083.2, or a tribal cultural resource, as defined in Public Resources Code §21074, is discussed on pages 3.5-19 through 3.5-25 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.5-1 and 3.5-2.
- (c) Findings. From the preliminary efforts made in the survey and shovel testing as part of the cultural resources assessment, it can be concluded that there are two significant prehistoric period resources within the Berghill Boundary area: ML-20-02 and ML-20-03, that may contain information related to the prehistoric use and occupancy of the sites. Mitigation Measure 3.5-1 addresses the potential impacts to these two significant prehistoric period resources. They appear to qualify as “historical resources” within the meaning of CEQA and are treated as such for purposes of mitigation. Although confidentiality laws prevent the City from disclosing the location of these two sites, they can be avoided and preserved. Because Mitigation Measure 3.5-1 will require such avoidance and preservation, potential impacts to Resources ML-20-02 and ML-20-03 would be less than significant with the implementation of mitigation.

The portions of the Specific Plan Area that have not been field surveyed will warrant complete coverage surveys if those property owners seek development entitlements beyond the long-range planning effort provided by the Specific Plan. Additionally, all areas outside the Specific Plan Area, but within the Project Area, will warrant complete coverage surveys if those property owners seek development entitlements beyond the long-range planning effort provided by the proposed SOI Expansion. As such, no development or other physical change would occur in areas that have not been subject to a survey. Should these areas be planned for development in the future, a separate

environmental review would occur to evaluate the physical environmental changes that they propose and the potential impacts to cultural resources (via field surveys, building evaluations, etc., as applicable) would be analyzed. As with most projects in the region that involve ground-disturbing activities, there is the potential for discovery of previously unknown unique archaeological resources, historical resources of an archaeological nature, or tribal cultural resources. The locations of any such resources are not yet known, however, it is anticipated that if resources are discovered they will be avoided.

Mitigation Measure 3.5-1 addresses the potential impacts to Resources ML-20-2 and ML-20-3, which are the only two significant prehistoric period resources known to exist within areas that have been surveyed. Mitigation Measure 3.5-2 provides methods by which any such future discovered subsurface resources can be analyzed before they are potentially destroyed. In some circumstances, such resources could be preserved in place, thereby ensuring that there are no substantial adverse changes in the attributes that make those resources qualify as unique archaeological resources, historical resources of an archaeological nature, or tribal cultural resources.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.5-1 and 3.5-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to cause a substantial adverse change to an historical resource as defined in CEQA Guidelines §15064.5, a unique archaeological resource as defined in Public Resources Code section 21083.2, or a tribal cultural resource, as defined in Public Resources Code §21074, will be mitigated to a less than significant level.

2. **IMPACT 3.5-2: PROJECT IMPLEMENTATION HAS THE POTENTIAL TO DISTURB HUMAN REMAINS, INCLUDING THOSE INTERRED OUTSIDE OF FORMAL CEMETERIES.**

- (a) **Potential Impact.** The potential to disturb human remains, including those interred outside of formal cemeteries, is discussed on pages 3.5-24 and 3.5-25 of the Draft EIR.
- (b) **Mitigation Measures.** Mitigation Measure 3.5-3.
- (c) **Findings.** While no human remains were found during field surveys of the Berghill Property, and there are no records or literature documenting a previous find in the Project Area, implementation of the following mitigation measure would ensure that all construction activities which inadvertently discover human remains implement state-required consultation methods to determine the disposition and historical significance of any discovered human remains. Mitigation Measure 3.5-3 provides the appropriate procedures if subsurface deposits believed to be human in origin are discovered during construction and/or ground disturbance. This would include all work being halted within

a 100-foot radius of the discovery for the appropriately qualified professionals to evaluate the find and provide recommendations on how to proceed. If the appropriately qualified professional determines that the find is not human remains, work may resume immediately and no agency notifications are required. However, if the appropriately qualified professional determines that the find is human remains, procedures are outlined in Mitigation Measure 3.5-3 on how to proceed to ensure that the County Coroner is contacted for an evaluation, and appropriate mitigation or treatment measures are developed based on the findings of the coroner. The intent of this requirement is to ensure that any human remains found is evaluated and protected from significant adverse impacts. Implementation of Mitigation Measure 3.5-3 as previously stated, would ensure that the potential to disturb human remains, including those interred outside of formal cemeteries, would be reduced to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.5-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to disturb human remains, including those interred outside of formal cemeteries, will be mitigated to a less than significant level.

E. GEOLOGY AND SOILS

1. IMPACT 3.6-2: IMPLEMENTATION AND CONSTRUCTION OF THE PROPOSED PROJECT MAY RESULT IN SUBSTANTIAL SOIL EROSION OR THE LOSS OF TOPSOIL.

(a) Potential Impact. The potential for the Project to result in substantial soil erosion or the loss of topsoil is discussed on pages 3.6-21 through 3.6-24 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.6-1.

(c) Findings. Erosion factor K indicates the susceptibility of soil to sheet and rill erosion by water. Values of K range from 0.02 to 0.69. Other factors being equal, the higher the value, the more susceptible the soil is to sheet and rill erosion by water. Within the Project Area, the erosion factor Kf varies from 0.02 to 0.37, which is considered a low to moderate potential for erosion. Furthermore, because the Project Area is essentially flat, the erosion potential is considered slight. Regardless of the potential for erosion, there is always the potential for human-caused erosion associated with construction activities or through the operational phase of a project. Grading, excavation, removal of vegetation cover, and loading activities associated with construction activities temporarily expose soils and increase the potential for soil erosion and sedimentation during rain events. Construction activities can also result in soil compaction and wind erosion effects that can adversely affect soils and reduce the revegetation potential at construction sites and staging areas.

In accordance with the National Pollutant Discharge Elimination System (NPDES) Stormwater Program, Mitigation Measure 3.6-1 requires an approved Storm Water Pollution Prevention Plan (SWPPP) designed to control erosion and the loss of topsoil to the extent practicable using Best Management Practices (BMPs) that the Regional Water Quality Control Board (RWQCB) has deemed effective in controlling erosion, sedimentation, runoff during construction activities. The RWQCB has stated that these erosion control measures are only examples of what should be considered and should not preclude new or innovative approaches currently available or being developed. The specific controls are subject to review and approval by the RWQCB and are existing regulatory requirements. Implementation of Mitigation Measures 3.6-1 would ensure that the proposed Project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.6-1 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to result in substantial erosion or the loss of topsoil will be mitigated to a less than significant level.

2. IMPACT 3.6-5: THE PROPOSED PROJECT HAS THE POTENTIAL TO DIRECTLY OR INDIRECTLY DESTROY A UNIQUE PALEONTOLOGICAL RESOURCE OR SITE OR UNIQUE GEOLOGIC FEATURE.

- (a) Potential Impact. The potential for the Project to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature is discussed on pages 3.6-26 through 3.6-28 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measure 3.6-2.
- (c) Findings. The field surveys have not revealed any surface evidence of paleontological resources. Regardless, it is always possible that undiscovered paleontological resources could be encountered during ground-disturbing activities. Damage to or destruction of a paleontological resource would be considered a potentially significant impact under local, state, or federal criteria. Implementation of Mitigation Measure 3.6-2 would ensure steps would be taken to reduce impacts to paleontological resources in the event that they are discovered during construction, including stopping work in the event potential resources are found, evaluation of the resource by a qualified paleontologist and appropriate handling and disposition of any potential resource. To the extent that any unique paleontological resources that might be found cannot be preserved in place, they will be made available for study by experts at the University of California Museum of Paleontology, who will be able to obtain from them any scientific information that they can contribute to ongoing advances in the field of paleontology. This mitigation measure would reduce this impact to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.6-2 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature will be mitigated to a less than significant level.

F. HAZARDS AND HAZARDOUS MATERIALS

1. IMPACT 3.8-1: POTENTIAL TO CREATE A SIGNIFICANT HAZARD TO THE PUBLIC OR THE ENVIRONMENT THROUGH THE ROUTINE TRANSPORT, USE, OR DISPOSAL OF HAZARDOUS MATERIALS OR THROUGH REASONABLY FORESEEABLE UPSET AND ACCIDENT CONDITIONS INVOLVING THE RELEASE OF HAZARDOUS MATERIALS INTO THE ENVIRONMENT.

(a) Potential Impact. The potential to create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials or through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment is discussed on pages 3.8-23 through 3.8-28 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.8-1 through 3.8-4.

(c) Findings. The Phase I ESA for the Berghill Property has revealed evidence of a historical recognized environmental condition and environmental issues in connection with the Project Area. Based on the conclusions of the Phase I ESA, an Operations and Maintenance (O&M) Program should be implemented to safely manage the suspect ACMs and LBP located at the subject property. Additionally, existing areas containing above ground storage tanks and storage of farm equipment would require soil sampling to assess the soil in these areas. Further, according to the Phase I ESA, the key site manager indicated there are four onsite agricultural water wells and one domestic well for the onsite residence. Should other groundwater wells be present onsite, the proper well abandonment permit would be obtained.

Areas within the Specific Plan Area, but outside the Berghill property, were part of a CEQA Hazards Assessment, which is limited to database searches, aerial reconnaissance, and literature and map review. While there has been no evidence of an environmental concern in these areas based on the Hazards Assessment, these areas did not include a site investigation or property owner questionnaires/interviews. It is anticipated that there are wells, storage tanks, buildings, and agricultural activities that present environmental concerns that warrant additional site investigation and potentially soil and groundwater testing. A Phase I ESA prepared for these areas would provide the additional site-specific information needed to determine if, and where, soil and groundwater testing may be warranted.

There is no evidence of a REC within the Specific Plan Area. Nevertheless, the Phase I ESA and Hazards Assessment has identified potential environmental concerns that should be evaluated further prior to ground disturbance. Implementation of the following mitigation measures will be required.

Mitigation Measure 3.6-1, contained in Section 3.6, Geology and Soils, ensures compliance with existing regulatory requirements to prepare a SWPPP designed to control erosion and the loss of topsoil to the extent practicable using best management practices (BMPs) that the RWQCB has deemed effective in controlling erosion, sedimentation, and runoff during construction activities.

Mitigation Measure 3.8-1 requires the Project applicant for any property in the Specific Plan Area, except for the Berghill property, to submit a Phase I ESA for the property. The purpose of the Phase I ESA is to supplement the research and analysis that has already been prepared for this area as part of the CEQA Hazards Assessment which is limited to database searches, aerial reconnaissance, and literature and map reviews. The Berghill property is excluded from this mitigation measure because a Phase I ESA has already been prepared for this property.

Mitigation Measure 3.8-2 requires the Project Applicant to hire a qualified consultant to perform additional soil and site testing. There may be additional areas identified in the Phase I ESAs prepared for areas outside the Berghill Property in accordance with Mitigation Measure 3.8-1; however, the following areas of the Berghill Property have already been deemed to have potentially hazardous conditions present:

- The residential units and adjoining structures.
- The remnant construction and/or farming materials (i.e., remnant pipes, etc.).
- The soils in the area where farming equipment and above ground tanks have been stored.

A soil sampling and analysis workplan is also required to be submitted for approval by the Stanislaus County Department of Environmental Resources prior to the work. The measure also includes steps to take if the sampling results indicate the presence of agrichemicals that exceed commercial screening levels, or if asbestos-containing materials and/or lead are found in buildings.

Further, Mitigation Measure 3.8-3 requires the applicant to submit a Hazardous Materials Business Plan (HMBP) to the Stanislaus County Division of Environmental Resources (CUPA) for review and approval.

Lastly, Mitigation Measure 3.8-4 requires any ground disturbance activities within 50 feet of a well to obtain a well abandonment permit from Stanislaus County Department of Environmental Resources, and properly abandon the onsite wells, pursuant to review

and approval of the City Engineer and the Stanislaus County Department of Environmental Resources.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.8-1 through 3.8-4 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials or through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment will be mitigated to a less than significant level.

G. HYDROLOGY AND WATER QUALITY

1. IMPACT 3.9-1: THE PROPOSED PROJECT HAS THE POTENTIAL TO VIOLATE WATER QUALITY STANDARDS OR WASTE DISCHARGE REQUIREMENTS OR OTHERWISE SUBSTANTIALLY DEGRADE SURFACE OR GROUND WATER QUALITY.

- (a) Potential Impact. The potential to violate water quality standards or waste discharge requirements or otherwise substantially degrade surface or ground water quality is discussed on pages 3.9-27 through 3.9-31 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.9-1 and 3.9-2.
- (c) Findings. The ongoing operational phase of the proposed Project requires the final discharge of stormwater into the on-site detention basins. The discharge of stormwater must be treated through BMPs prior to its discharge. The City of Riverbank implements best management practices to the extent they are technologically achievable to prevent and reduce pollutants.

Additionally, there are various non-structural and structural stormwater BMPs that can be implemented to reduce water pollution. Non-structural BMPs are typically aimed at prevention of pollution through public education and outreach. Non-structural BMPs include: school educational programs, newsletters, website information, commercial, billboards/advertisements, river cleanups, and storm drain stenciling. Structural BMPs are aimed at the physical collection, filtering, and detaining of stormwater. Structural BMPs include items such as drop inlet filters, vault filters, hydrodynamic separators, surface detention basins, and underground detention facilities.

The mitigation measures would ensure that BMPs are implemented during construction and operation to reduce the amount of pollution in stormwater discharged from the Project Area into the on-site MID facilities. The management of water quality through obtaining a General Industrial Stormwater Permit and implementing BMPs is intended to ensure that water quality does not degrade to levels that would violate water quality

standards. With implementation of the mitigation measures, the implementation of the proposed Project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.9-1 and 3.9-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to violate water quality standards or waste discharge requirements or otherwise substantially degrade surface or ground water quality will be mitigated to a less than significant level.

H. NOISE

1. IMPACT 3.11-2: CONSTRUCTION OF THE PROPOSED PROJECT MAY RESULT IN VIBRATION IMPACTS.

(a) Potential Impact. The potential to result in construction vibration is discussed on pages 3.11-17 and 3.11-18 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.11-3.

(c) Findings. Except for vibratory compactors, the Table 3.11-12 data indicates that construction vibration levels anticipated for the Project are less than the 0.2 in/sec threshold at 25 feet. Use of vibratory compactors within 26 feet of the adjacent buildings could cause vibrations more than 0.2 in/sec. Sensitive receptors which could be impacted by construction-related vibrations, especially vibratory compactors/rollers, are potentially located within 26 feet, or less, from future development. It is noted that, due to the size and location of the Specific Plan Area, most construction activities would occur at distances further than 26 feet.

Mitigation Measure 3.11-3 requires that compaction less than 26 feet from the adjacent residential structures be accomplished by using static drum rollers which use weight instead of vibrations to achieve soil compaction. As an alternative to this requirement, pre-construction crack documentation and construction vibration monitoring could be conducted to ensure that construction vibrations do not cause damage to any adjacent structures. Implementation of the Mitigation Measure 3.11-3 will ensure that these potential impacts are reduced to a less-than-significant level. Sensitive receptors will not be subjected to vibrations more than 0.2 in/sec.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.11-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the

potential to generate construction vibration will be mitigated to a less than significant level.

I. UTILITIES AND SERVICE SYSTEMS

1. IMPACT 3.14-2: THE PROPOSED PROJECT HAS THE POTENTIAL TO RESULT IN A DETERMINATION BY THE WASTEWATER TREATMENT AND/OR COLLECTION PROVIDER WHICH SERVES THE PROJECT THAT THE PROVIDER DOES NOT HAVE ADEQUATE CAPACITY TO SERVE THE PROJECT'S PROJECTED DEMAND IN ADDITION TO THE PROVIDER'S EXISTING COMMITMENTS.

(a) Potential Impact. The potential to result in a determination by the wastewater treatment and/or collection provider which serves the project that the provider does not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments is discussed on pages 3.14-14 through 3.14-19 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.14-1.

(c) Findings. The proposed Specific Plan would require sewer allocation for each phase of development as the phase is constructed through 2040. Allocation of available sewer capacity would be made at the time payment of the appropriate connection fees is made to the City to cover a pro-rata fair share of the capital cost for the sewer capacity. The WWTP upgrades, if built, are anticipated to increase capacity of the plant by 0.69 mgd once funding is secured, of which the proposed Specific Plan will require 0.64 mgd at buildout. The first 5-10 years of construction phases may be adequately served by the WWTP upgrades that add 0.69 mgd; however, it may be necessary for additional WWTP upgrades based on other development that occurs throughout the City. Overall, the Specific Plan's capacity needs may exceed the wastewater discharge requirements from the wastewater treatment provider, which will depend on future project demands and WWTP upgrade implementation. WWTP upgrades are dependent on financing, as well, as design, engineering, and construction schedule that is not yet secure. This is a potentially significant impact, however, mitigation that limits construction to only those units that have secured capacity would ensure that there is no exceedance of sewer capacity. With implementation of the following mitigation measure the proposed project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.14-1 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in a determination by the wastewater treatment and/or collection provider which serves the project that the provider does not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments will be mitigated to a less than significant level.

V. FINDINGS AND RECOMMENDATIONS REGARDING THOSE IMPACTS WHICH ARE LESS THAN SIGNIFICANT OR LESS THAN CUMULATIVELY CONSIDERABLE

Specific impacts within the following categories of environmental effects were found to be less than significant even in the absence of mitigation, as set forth in more detail in the Draft EIR.

Aesthetics and Visual Resources: The following specific impacts were found to be less than significant: 3.1-2 and 3.1-3.

Agricultural Resources: The following specific impact was found to be less than significant: 3.2-2.

Air Quality: The following specific impacts were found to be less than significant: 3.3-2, 3.3-3, and 3.3-5.

Biological Resources: The following specific impacts were found to be less than significant: 3.4-5, 3.4-7, and 3.4-8.

Geology and Soils: The following specific impacts were found to be less than significant: 3.6-1, 3.6-3, and 3.6-4.

Greenhouse Gases, Climate Change, and Energy: The following specific impacts were found to be less than significant: 3.7-3, and 3.7-4.

Hazards and Hazardous Materials: The following specific impacts were found to be less than significant: 3.8-2, 3.8-3, 3.8-4, 3.8-5, and 3.8-6.

Hydrology and Water Quality: The following specific impacts were found to be less than significant: 3.9-2, 3.9-3, 3.9-4, and 3.9-5.

Land Use, Population, and Housing: The following specific impacts were found to be less than significant: 3.10-1, 3.10-2, and 3.10-3.

Public Services and Recreation: The following specific impacts were found to be less than significant: 3.12-2, 3.12-4, and 3.12-5.

Transportation and Circulation: The following specific impact was found to be less than significant: 3.13-4.

Utilities: The following specific impacts were found to be less than significant: 3.14-4 and 3.14-6.

The Project was found to have a less than cumulatively considerable contribution to specific impacts within the following categories of environmental effects as set forth in more detail in the Draft EIR.

Aesthetics and Visual Resources: The following specific impacts were found to be less than cumulatively considerable: 4.1 and 4.3.

Land Use and Population: The following specific impact was found to be less than cumulatively considerable: 4.15 and 4.16.

Utilities: The following specific impact was found to be less than cumulatively considerable: 4.24.

The above impacts are less than significant or less than cumulatively considerable for one of the following reasons:

- The EIR determined that the impact is less than significant for the Project;
- The EIR determined that the Project would have a less than cumulatively considerable contribution to the cumulative impact; or
- The EIR determined that the impact is beneficial (would be reduced) for the Project.

VI. PROJECT ALTERNATIVES

A. IDENTIFICATION OF PROJECT OBJECTIVES

An EIR is required to identify a range of reasonable alternatives to the project. The “range of potential alternatives to the proposed project shall include those that could feasibly accomplish most of the basic objectives of the project and could avoid or substantially lessen one or more of the significant effects.” (CEQA Guidelines § 15126.6(c).) “Among the factors that may be taken into account when addressing the feasibility of alternatives are site suitability, economic viability, availability of infrastructure, general plan consistency, other plans or regulatory limitations, jurisdictional boundaries (projects with a regionally significant impact should consider the regional context), and whether the proponent can reasonably acquire, control or otherwise have access to the alternative site (or the site is already owned by the proponent).” (CEQA Guidelines § 15126.6(f)(1).)

The underlying purpose of the proposed Project is the expansion of the City of Riverbank Sphere of Influence, and approval and subsequent implementation of the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California.

The underlying project purpose of providing housing for the county and state is in part a response to, and is driven by, strong policy direction from the Legislature, which has declared that “California has a housing supply and affordability crisis of historic proportions. The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives.” (Gov. Code Section 65589.5[a][2][A].) “California housing has become the most expensive in the nation. The excessive cost of the state's housing supply is partially caused by activities and policies of many local governments that limit the approval of housing, increase the

cost of land for housing, and require that high fees and exactions be paid by producers of housing.” (*Id.*, Section 65589.5[a][1][C].) “Among the consequences of those actions are discrimination against low-income and minority households, lack of housing to support employment growth, imbalance in jobs and housing, reduced mobility, urban sprawl, excessive commuting, and air quality deterioration.” (*Id.*, Section 65589.5[a][1][B].) “An additional consequence of the state’s cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California’s cumulative housing shortfall therefore has not only national but international environmental consequences.” (*Id.*, Section 65589.5[a][2][I].) The Project is intended to directly address these legislative concerns.

Consistent with the above-described underlying purpose and state policy considerations, the primary objectives of the Specific Plan are to establish the framework for a new mixed-use community, allowing residents to live in a community where they can enjoy a high quality of life with abundant opportunities for outdoor recreation and social activities. The following goals have been established as a framework to achieving the primary objectives for the Specific Plan and for purposes of satisfying the requirement, in CEQA Guidelines section 15124[b], to identify a “statement of objectives” for the Project:

- Goal 1: Develop a mix of residential housing products to accommodate a variety of desires in the market.
- Goal 2: Prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.
- Goal 3: Develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space.
- Goal 4: Promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction.
- Goal 5: Respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area.
- Goal 6: Achieve a safe and efficient circulation system for all users and modes of transportation.
- Goal 7: Highlight village identity while promoting community amenities.

The Project goals and objectives, presented above, were developed by the City in response to the Legislature’s repeated determinations in recent years that California is facing a statewide housing crisis, and the City’s desire to facilitate the construction of new housing in the face of the housing crisis. The City staff has responded with adequate attention to the economic, environmental, and social costs of reduced housing density by establishing a quantified target density that provided the City with significant flexibility to evaluate different scenarios for residential projects on the Project site.

B. ALTERNATIVES ANALYSIS IN EIR

The alternatives analysis provides a summary of the relative impact levels of significance associated with each alternative for each of the environmental issue areas analyzed in the Draft EIR. The environmental analysis for each of the alternatives is included in Chapter 5.0.

1. NO PROJECT (NO BUILD) ALTERNATIVE:

The **No Project (No Build) Alternative** is discussed on pages 5.0-6, 5.0-7, and 5.0-8 through 5.0-17 of the Draft EIR. Under the No Project (No Build) Alternative development of the Plan Area would not occur, and the Plan Area would remain in its current existing condition. The current uses in the Project Area are predominantly agricultural operations, including almond and walnut orchards in the eastern/southeastern portion of the Project Area and cherry orchards and agricultural land in the western/central portion of the Project Area. Under this alternative, the Plan Area would not be annexed to the City and would remain subject to County planning indefinitely. The Stanislaus County General Plan designates most of the Project Area as Agriculture (AG), and a small portion (5 acres including APNs 074-005-012, 074-005-013, 074-005-010, 074-005-011) of the eastern Project Area as Urban Transition (UT). The Stanislaus County Zoning Ordinance currently designates the majority of the Project Area for General Agriculture 40 Acre (A-2-40) uses, and a limited portion (APNs 074-005-012, 074-005-013, 074-005-010, 074-005-011) as General Agriculture 10 Acre (A-2-10). It is noted that the No Project (No Build) Alternative would fail to meet the Project objectives. See Figure 5.0-1, No Project (No Build) Alternative, in Chapter 5.0 of the Draft EIR which shows the existing site conditions.

Environmental Findings: Environmental benefits of this alternative over the proposed Project include the reduction of impacts to all impacts and environmental topics, including: Aesthetics, Agricultural Resources, Air Quality, Biological Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change and Energy, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Population, and Housing, Noise, Public Services and Recreation, Transportation and Circulation, and Utilities.

Feasibility Considerations: While the City recognizes the environmental benefits of the No Project (No Build) Alternative, this alternative would not achieve the underlying purpose of the Project or any of the Project objectives. Specifically, this alternative would not: expand the City of Riverbank Sphere of Influence or approve and implement the River Walk Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California; develop a mix of residential housing products to accommodate a variety of desires in the market; prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place; develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space; promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction; respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area; achieve a safe and efficient circulation system for all users and modes of transportation; or highlight village identity while promoting community amenities.

In short, the No Project (No Build) Alternative represents a lost opportunity to build housing and therefore to make progress towards ameliorating the statewide housing crisis. In the City Council's judgment, this would be an undesirable outcome from a public policy standpoint. The City Council notes that in 2017, in amending a law known as the Housing Accountability Act (Stats. 2017, ch. 368), the Legislature found that, "[a]ccording to reports and data, California has accumulated an unmet housing backlog of nearly 2,000,000 units and must provide for at least 180,000 new units annually to keep pace with growth through 2025." (Gov. Code, § 65589.5(a).) "California's overall homeownership rate is at its lowest level since the 1940s. The state ranks 49th out of the 50 states in homeownership rates as well as in the supply of housing per capita. Only one-half of California's households are able to afford the cost of housing in their local regions." (*Ibid.*) This housing crisis "threatens the economic, environmental, and social quality of life in California." (*Ibid.*) "The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives." (*Ibid.*) "An additional consequence of the state's cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California's cumulative housing shortfall therefore has not only national but international environmental consequences." (*Ibid.*)

Two years later, the Legislature enacted the Housing Crisis Act of 2019 (Stats. 2019, ch. 654), the centerpiece of which is Government Code section 66300. In passing this legislation, the Legislature found that "[t]he housing crisis harms families across California and has resulted in all the following:

- (A) Increased poverty and homelessness, especially first-time homelessness.
- (B) Forced lower income residents into crowded and unsafe housing in urban areas.
- (C) Forced families into lower cost new housing in greenfields at the urban-rural interface with longer commute times and a higher exposure to fire hazard.
- (D) Forced public employees, health care providers, teachers, and others, including critical safety personnel, into more affordable housing farther from the communities they serve, which will exacerbate future disaster response challenges in high-cost, high-congestion areas and increase risk to life.
- (E) Driven families out of the state or into communities away from good schools and services, making the ZIP Code where one grew up the largest determinate of later access to opportunities and social mobility, disrupting family life, and increasing health problems due to long commutes that may exceed three hours per day."

(2019 Cal. Legis. Serv. Ch. 654 (S.B. 330), § 2(a)(6).)

CEQA takes concerns of these kinds into account. The Legislature intends that public agencies, in regulating private activities affecting the environment, "shall regulate such activities so that major consideration is given to preventing environmental damage, *while providing a decent home and satisfying living environment for every Californian.*" (PRC § 21000(g), italics added.) Public Resources

Code Section 21159.26 states that “[w]ith respect to a project that includes a housing development, a public agency may not reduce the proposed number of housing units as a mitigation measure or project alternative for a particular significant effect on the environment if it determines that there is another feasible specific mitigation measure or project alternative that would provide a comparable level of mitigation. This section does not affect any other requirement regarding the residential density of that project.”

The No Project (No Build) Alternative would not provide any new housing, and thus would not meet, to any degree, the above-described project purpose, project objectives, or statewide policies favoring the production of new housing. The No Project (No Build) Alternative would lead to an undesirable policy outcome. The City Council therefore rejects the No Project (No Build) Alternative infeasible. (See Public Resources Code Section 21081, subdivision [a][3].)

2. INCREASED DENSITY ALTERNATIVE:

The **Increased Density Alternative** is discussed on pages 5.0-7, and 5.0-17 through 5.0-27 of the Draft EIR. Under the Increased Density Alternative, the proposed Project would be developed with the same amenities as described in the Project Description, but the density of the residential uses would be increased, and the total development footprint would be equal to the proposed Specific Plan. This alternative would include development of more apartments and auto court multi-family units than under the proposed Project. Under the Increased Density Alternative, the same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. However, this alternative would include development of 50 percent medium- and high-density units, and 50 percent low density units. The residential and mixed-use areas would be clustered in the central and southern portions of the Project site at increased densities to allow for an increase in park areas in the northwestern portion of the Plan Area. This alternative would also plan for parks, trails, circulation improvements, and utility improvements in a similar way as the proposed Project. Additionally, the Mixed-Use areas would provide an estimated 341,000 to 836,000 sf of commercial/retail uses, identical to the proposed Project. Under this alternative, the proposed Mixed Use areas near the northwestern Plan Area entry point would be relocated along Patterson Road where the other proposed Mixed Use areas are proposed. See Figure 5.0-2, Increased Density Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The Increased Density Alternative would reduce impacts related to 24 impact statements, increase impacts related to one impact statement, and equal impacts related to 38 impact statements. Impacts related to Aesthetics, Air Quality, Biological Resources, Hydrology and Water Quality, and Transportation and Circulation would be reduced compared to the Project. The remaining resources areas (Agricultural Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change, and Energy, Hazards and Hazardous Materials, Land Use, Population and Housing, Noise, Public Services, and Utilities) would have equal or greater impacts to the Project.

In general, the physical environmental footprint of the Increased Density Alternative, in terms of areas to be graded and developed, would be approximately the same as that of the Project. As the Draft EIR stated, “the total disturbance area would be equal to the Project.” (DEIR, p. 5.0-20.) The

primary reason for impact reductions under the Increased Density Alternative is the more compact form of development it embodies, in which many single-family homes would be replaced with medium-density and high-density residential units. As described on page 5.0-7, “[u]nder the Increased Density Alternative, the same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. However, this alternative would include development of 50 percent medium and high density units, and 50 percent low density units. The residential and mixed use areas would be clustered in the central and southern portions of the Project site at increased densities to allow for an increase in park areas in the northwestern portion of the Plan Area.” In contrast, assuming a total of up to 2,432 residential dwelling units within its residential designations, the Specific Plan component of the proposed Project would include 1,550 low density units, 702 medium density units, and 180 high density units. (DEIR, p. 2.0-8.) Thus, low density units would make up approximately 64 percent of total residential units.

The discussion of the Increased Density Alternative’s impacts relating to vehicle miles traveled (VMT), as found on DEIR page 5.0-24, reveals the main environmental benefit of the more compact form of development that would occur under this alternative. This benefit comes from the facts that “the trip rate[s] for medium and high density residential units are less than for low density residential units,” and that, as a result, total VMT would be reduced under this alternative. On pages 5.0-19 and 5.0-20, the Draft EIR explains that, because of diminished VMT, “[o]verall, the Increased Density Alternative would result in reduced air emissions when compared to the proposed Project.”

Feasibility Considerations: Although the alternative would provide the same overall number of housing units as the Project would produce, the mix would be different. As noted above, this alternative includes development of 50% medium and high density units, and 50% low density units, while the proposed Project, in contrast, would result in a greater mix and variety of housing types, with a greater emphasis on lower density units. As noted above, low density units would make up approximately 64 percent of total residential units under the Project.

The Draft EIR explains that, compared with the proposed Project, the Increased Density Alternative would be less effective than the Project in meeting the project objective to “[d]evelop a mix of housing products to accommodate a variety of desires in the market.” The Draft EIR also concludes that the alternative would also be less effective than the Project in meeting the objective to “[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.” (See DEIR, p. 5.0-50.) Importantly, for residents to be able to age in place, the community in which they live will need to include a variety of housing types and densities consistent with the needs of individuals, couples, and families as they grow older. For example, people often live in multi-family or other high-density housing in their younger years before they can afford to purchase single family homes. At that point in their lives, they are starting their careers, and their purchasing power is limited. Later, as they make a better living, these people opt to purchase, and live in, single family homes in which they can raise children if they choose to do so. When these people get older (e.g., after their children have grown up), they may lose interest in continuing to bear the burdens of maintaining such homes; or they may find the burdens of home maintenance to be too taxing physically. Older people may want to move into condominiums or

town homes with smaller yards requiring less upkeep (or no yards at all). Ultimately, even older people may choose to move into facilities offering options such as “independent living,” “assisted living,” “skilled nursing care,” “memory care,” and “hospice.” They may seek out facilities that are physically close to where their adult children live. The proposed project has been carefully designed to embody a land use mix that can accommodate all these housing types and options, thereby allowing individuals to live in the same community over the course of several decades. The Increased Density Alternative, in contrast, has not been designed with this approach in mind. Its overabundance of higher density uses would allow younger people to live in apartments but would provide far fewer options for the purchase of single-family homes.

Importantly, the Project site is located within a geographic area in which nearby residential use consists of rural residences and traditional one- and two-story single-family homes. As the Draft EIR states on page 3.10-3, “[t]he Project Area is bounded on the north by the Stanislaus River and Stanislaus County Limits, on the south by Patterson Road, on the west by McHenry Avenue, and on the east by single-family residential subdivisions, one of which is within the city limits and the other is to the north within the unincorporated county. Uses immediately adjacent to the south and southwest of the Project Area include agricultural uses and residential uses, including ranchettes and large estates lots. Uses directly southeast of the Project Area include agricultural uses and a single-family residential subdivision. Other existing uses east of the southerly portion of the Project Area include a single-family residential subdivision and a commercial center. Uses immediately west of the Project Area include active agricultural land and the Del Rio Country Club, including a golf course and associated single-family residential subdivision. Other nearby uses include agricultural uses and residential uses, including ranchettes and large estates lots to the north, northeast, and northwest across the Stanislaus River.

Given the low density character of existing development in the areas close to the Project site, the City Council is concerned that the comparatively larger amount of land planned for higher land use densities in the Increased Density Alternative would make the alternative, in comparison to the Project, less compatible with surrounding uses, which have relatively low densities. For this reason, the City Council considers the policy outcome embodied in the Increased Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project. Although the Project would include 702 medium density units and 180 high density units, these higher density uses would make up only about 36 percent of the total residential units rather than 50 percent. The Project will provide substantial amounts of higher density housing but will predominately be a single-family community. The Project, the City Council believes, is a better “fit” for the general area in which it would be located.

Although the City Council appreciates the environmental benefits associated with a reduction in overall VMT, the City Council notes that the air quality effects of the Project can be rendered less than significant with mitigation. (DEIR, pp. 3.3-24 – 3.3-41 [air quality impacts], 4.0-7 [cumulative air quality effects], 5.0-47 [Table 5.0-4].) In the Council’s legislative judgment, foregoing the reductions in VMT that could be achieved through the alternative are an acceptable tradeoff for the benefits of improved compatibility that would occur under the Project. The Council has engaged in a reasonable

balancing of these competing environmental, economic, and social considerations and has found in favor of land use compatibility concerns.

The City Council notes, too, that the Project applicant is seeking approval of the Specific Plan as found in the proposed Project, and is not seeking approval of the Increased Density Alternative. The applicant's proposal presumably reflects its own expert assessment of market conditions and financial considerations such as the cost of infrastructure and the need, at the end of the day, to realize a reasonable rate of return on investment. The Specific Plan also reflects the professional input from the applicant's engineers, consultants, attorneys, and other development experts. If the City Council were to approve the Increased Density Alternative, there would be no certainty that the applicant would pursue that alternative with the same vigor with which it would pursue the Project, or that the applicant would pursue the alternative at all.

Under the circumstances, the City Council is inclined to give weight to the Project applicant's professional expert judgment regarding the precise housing mix to propose on the subject properties. Approval of a Specific Plan substantially different than the one proposed seems less likely to result in the actual construction of housing, which is a policy imperative for both the City Council and the Legislature. Considering the importance of housing construction, the City Council sees no reason to impose on the applicant a development mix and configuration at odds with what the applicant has proposed. As the courts have said, a local agency decision-making body "may approve *a developer's choice of a project* once its significant adverse environmental effects have been reduced to an acceptable level that is, all avoidable significant damage to the environment has been eliminated and that which remains is otherwise acceptable." (*Laurel Hills v. City Council* (1978) 83 Cal.App.3d 515, 521, italics added.) Importantly, the applicant has agreed to all mitigation measures proposed in the EIR, and all of them have been adopted and will be implemented. As set forth in the Statement of Overriding Considerations attached to these findings, the City Council finds the remaining significant unavoidable impacts to be acceptable tradeoffs for the benefit of the Project.

For all of these reasons, including (i) the failure of the Increased Density Alternative to meet two key project objectives to the same extent that the Project would, (ii) concerns about the comparative compatibility of the Increased Density Alternative with surrounding land uses, and (iii) the Council's perception that the Project is more economically viable than the Alternative, the City Council considers the policy outcome embodied in the Increased Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project and to be infeasible within the meaning of CEQA. (See Public Resources Code Section 21081, subdivision [a][3].)

3. LOWER DENSITY ALTERNATIVE:

The **Lower Density Alternative** is discussed on pages 5.0-7, and 5.0-27 through 5.0-35 of the Draft EIR. Under the Lower Density Alternative, the proposed Project would be developed in such a way to promote larger lot sizes and to reduce the overall footprint of the developed areas. This alternative would include development of custom homes on approximately 8,000 sf lots, as compared to the 5,000 sf or larger lot sizes for the low density residential units proposed by the Project. Under the Lower Density Alternative, the number of residential units constructed in the Plan Area would be reduced by 25 percent compared to the proposed Project. Under the proposed

Project, 2,432 to 2,682 residential units would be constructed; this alternative would result in construction of 1,824 to 2,011 units. This alternative would also plan for parks, trails, circulation improvements, and utility improvements. Additionally, the Mixed Use areas would provide an estimated 341,000 to 836,000 sf of commercial/retail uses, identical to the proposed Project. See Figure 5.0-3, Lower Density Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The Lower Density Alternative would reduce impacts related to 30 impact statements and would have equal impacts related to 33 impact statements. Environmental benefits of this alternative over the proposed Project include the reduction or slight reduction of impacts related to Aesthetics, Air Quality, Biological Resources, Hydrology and Water Quality, Transportation and Circulation, and Utilities. The remaining resources areas (Agricultural Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change and Energy, Hazardous and Hazardous Materials, Land Use, Population and Housing, Public Services and Recreation, and Utilities) would have equal or similar impacts to the Project.

Feasibility Considerations: While the City Council recognizes the environmental benefits of the Lower Density Alternative, this alternative would not achieve the Project's underlying purpose as well as the Project would and would not meet all the Project objectives. The underlying project purpose includes the approval and subsequent implementation of the Specific Plan as a means of *increasing the housing supply* in Stanislaus County and the State of California. Under the Lower Density Alternative, the number of residential units constructed in the Plan Area would be reduced by 25 percent compared to the proposed Project. Whereas the proposed Project would yield between 2,432 and 2,682 residential units, the alternative would result in construction of only 1,824 to 2,011 units. This substantial reduction in the number of housing units makes the Lower Density Alternative a substantially less effective vehicle for addressing the statewide housing crisis.

Relatedly, the Lower Density Alternative would fail to meet the project objective to “[d]evelop a mix of housing products to accommodate a variety of desires in the market” because only low density residential units would be provided. For the same reason, the alternative would be less effective than the Project in meeting the project objective to “[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.” (DEIR, p. 5.0-50.) Large lots would be inappropriate for many people 55 years and older who will not want the maintenance responsibilities that go with large lots.

Considering the Legislature's repeated determinations in recent years that California is facing a statewide housing crisis, the City Council has good reason to exercise its legislative discretion to facilitate the construction of as much new housing as is economically feasible consistent with sound land use planning. As noted earlier, Government Code Section 65889.5, subdivision (a)(1)(A), states that “[t]he lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California.” Subdivision (a)(1)(D) of that section adds that “[m]any local governments do not give adequate attention to the economic, environmental, and social costs of decisions that result in disapproval of housing development

projects, reduction in density of housing projects, and excessive standards for housing development projects.”

The applicant has proposed a Specific Plan that would yield between 2,432 to 2,682 residential units, and presumably has concluded that it is economically feasible to pursue all of them. That being the case, the City Council sees no need to reduce the yield by 25 percent. The applicant’s proposal presumably reflects its own expert assessment of market conditions and financial considerations such as the cost of infrastructure and the need, at the end of the day, to realize a reasonable rate of return on investment. The Specific Plan also reflects the professional input from the applicant’s engineers, consultants, attorneys, and other development experts. If the City Council were to approve the Lower Density Alternative, there would be no certainty that the applicant would pursue that alternative with the same vigor with which it would pursue the Project, or that the applicant would pursue the alternative at all.

Under the circumstances, the City Council is inclined to give weight to the Project applicant’s professional expert judgment regarding the housing numbers to propose on the subject properties. Approval of a Specific Plan substantially different than the one proposed would be certain to yield fewer housing units, contrary to state policy strongly encouraging housing construction. Considering the clear social benefits of new housing, the City Council sees no reason to force the applicant to reduce the proposed housing yield. As the courts have said, a local agency decision-making body “may approve *a developer’s choice of a project* once its significant adverse environmental effects have been reduced to an acceptable level that is, all avoidable significant damage to the environment has been eliminated and that which remains is otherwise acceptable.” (*Laurel Hills v. City Council* (1978) 83 Cal.App.3d 515, 521, italics added.) Importantly, the applicant has agreed to all mitigation measures proposed in the EIR, and all of them have been adopted and will be implemented. As set forth in the Statement of Overriding Considerations attached to these findings, the City Council finds the remaining significant unavoidable impacts to be acceptable tradeoffs for the benefits of the Project.

For all of these reasons, including (i) the failure of the Lower Density Alternative to meet the underlying project purpose as well as the Project would, (ii) the alternative’s failure to meet the project objective to “[d]evelop a mix of housing products to accommodate a variety of desires in the market,” (iii) the alternative’s comparative ineffectiveness in meeting the project objective to “[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place,” and (iv) the Council’s perception that the Project is more economically viable than the Alternative, the City Council considers the policy outcome embodied in the Lower Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project and to be infeasible within the meaning of CEQA. (See Public Resources Code Section 21081, subdivision [a][3].)

4. NO RESERVE ALTERNATIVE:

The **No Reserve Alternative** is discussed on pages 5.0-7, 5.0-8, and 5.0-35 through 5.0-46 of the Draft EIR. Under the No Reserve Alternative, the proposed Project would be developed with the same amenities as described in the Project Description, but the Reserve Area located outside the

Specific Plan Area would be removed from the Project Area. The same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. This alternative would also plan for parks, trails, circulation improvements, and utility improvements in a similar way as the proposed Project. Additionally, the Mixed Use areas would provide an estimated 341,000 to 836,000 square feet of commercial/retail uses, identical to the proposed Project. However, the Reserve Area would be removed from the Project area. As such, the Project Area would be reduced from 1,522 acres under the proposed Project to 997 acres. The SOI expansion would include all 997 acres. See Figure 5.0-4, No Reserve Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The No Reserve Alternative would result in equal impacts in all areas and for all impacts, except for one Land Use related impact statement (Impact 3.10-3: Potential to Induce Substantial Population Growth). (See DEIR, pp. 3.10-33 – 3.10-36, 5.0-48 [Table 5.0-4].) Notably, the effect is less than significant for the proposed project, despite the inclusion of the Reserve area within the overall Project area. (Id. at p. 3-10-36.) The reasons for this conclusion were expanded on page 2.0-161 of the Final EIR (Response G-63):

- On page 3.10-34, the Draft EIR states that “[g]rowth inducement may constitute an adverse impact if the growth is not consistent with or accommodated by the land use plans and growth management plans and policies for the area affected. Local land use plans typically provide for land use development patterns and growth policies that allow for the orderly expansion of urban development supported by adequate urban public services, such as water supply, roadway infrastructure, sewer service, and solid waste service.” Under this description of how growth inducement may result in adverse impacts, the City stands by its conclusion, set forth on page 3.10-36, that the Project’s growth-inducing impacts will be less than significant.
- The expansion of the SOI, by itself, does not per se result in significant growth-inducing impacts, as land within an SOI cannot be developed by the City unless and until, at some future date, the City rezones the property and Stanislaus LAFCo approves the annexation of that territory into the City – an outcome that will have to be preceded by substantial planning efforts and additional environmental review. Such planning and environmental review will ensure that any expansion of the City’s boundaries and the areas in which urban services will be provided will occur on an orderly basis.
- Similarly, the assignment of the Reserve (R) designation to additional property does not per se result in significant growth-inducing impacts. The R designation is a City of Riverbank General Plan land use designation that does not denote any specific land use but rather is an overlay designation that specifies additional requirements related to timing of development, analysis required by the City, infrastructure and service standards, and related topics. Before making Reserve areas eligible for consideration for urban development, the City will hold a public hearing and make required findings. The establishment of this as a use is not growth inducing, as it does not propose any growth or guarantee that any growth would occur. The General Plan speaks to this fact on page

Land-11 when it states, “*This designation does not necessarily imply urban development, but rather could be areas to preserve in natural open space or for agricultural use, for example.*” It is speculative to draw a conclusion that the Reserve areas will be urban development before any consideration or evaluation has been performed. It is also considered speculative to draw a conclusion that the Reserve area will not be ultimately become urban development. The only definitive conclusion that can be drawn is that the Reserve areas will undergo more evaluation and consideration. Any environmental analysis conducted in the present would be so general as to not be meaningful, and thus is not required by CEQA. (See, e.g., *East Oakland Stadium Alliance v. City of Oakland* (2023) 89 Cal.App.5th 1226, 1250 [“[w]hen the environmental impact from a particular project feature cannot be reliably ascertained and estimated, it is properly characterized as speculative”]; *Rodeo Citizens Assn. v. County of Contra Costa* (2018) 22 Cal.App.5th 214, 226 [“[a]n EIR is required to evaluate a particular environmental impact only to the extent it is ‘reasonably feasible’ to do so”]; [Santa Rita Union School District v. City of Salinas](#) (2023) 94 Cal.App.5th 298, 350 [EIR “was not required to engage in ‘sheer speculation’” based on non-specific and uncertain information about events or development that might occur in the future], quoting *Marin Municipal Water District v. KG Land California Corporation* (1991) 235 Cal.App.3d 1652, 1662.) Here, the City has the right to exercise its legislative discretion to establish land uses in its General Plan, which includes the establishment of a Reserve designation. If there is a proposal for development in the Reserve areas, then it would become a ripe time to perform an analysis of that proposal. There is currently no proposal for development the Reserve area.

Despite the strength and persuasiveness of this reasoning, the City acknowledges that the inclusion of a Reserve area within an expanded SOI would have some limited practical real-world consequences, in that it represents the first step in a *possible* scenario that could ultimately – with many planning and environmental steps remaining to do – result in additional development such as new housing. As the Draft EIR explains on page 5.0-43, under the No Reserve Alternative “[t]he land in the Reserve Area and outside the Specific Plan Area would not be available for future City land use planning without future entitlements (such as SOI expansion and annexation). As such, the No Reserve Alternative would result in a reduction in indirect environmental impacts related to land use. Therefore, impacts relating to land use would be reduced under this alternative.” In other words, the No Reserve Alternative would leave an additional governmental/political barrier to development in place. From a physical environmental impact standpoint, there is no physical change to the Reserve area under the proposed Project or this alternative, regardless of the SOI boundary, so there are no physical environmental impacts under either alternative.

The main difference between these alternatives is that land within an SOI boundary is less restricted from future land development, whereas land outside of an SOI boundary would be more restricted, and would require more governmental approvals that lead to land development. This is a political impact, not an environmental impact. While the property owners of the Reserve area have not

expressed any desire to annex into the City or develop their property, and there is no imminent expectation for development of this area in the foreseeable future, leaving additional governmental/political impediments makes it more likely that the Reserve area would remain undeveloped in the future, or at least for a more extended time frame. This impediment to development, which results in a diminished likelihood of ultimate future development of the Reserve area, would be considered a reduced long-term environmental consequence for essentially all environmental topics.

It is noted that the City staff (personal communication with Donna Kenny) has expressed a desire to establish an SOI that extends to McHenry Avenue as a logical boundary for the City's SOI, regardless of whether the Reserve area is developed or maintained as open space or agricultural uses in the future. The exclusion of the Reserve area under this alternative would conflict with the City's desire that has been expressed.

Feasibility Considerations: Because the Alternative does not reduce the severity of any of the significant unavoidable effects of the Project, the City Council need not assess the feasibility of the No Reserve Alternative, as adopting the alternative would do nothing to serve the "substantive mandate" of CEQA, by which agencies should reduce the severity of *significant* environmental effects where feasible. (See Pub. Resource Code Section 21002; *Mountain Lion Foundation v. Fish & Game Com.* (1997) 16 Cal.4th 105, 134.) Even so, the City Council has determined that the alternative is less desirable than the Project from a public policy standpoint and does not provide the same level of benefits as the proposed Project. In the City Council's judgment, the alternative is less effective than the proposed Project in meeting the fundamental purpose of expanding the City's SOI and approving and implementing the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California. As noted above, the City Council views McHenry Road as a logical boundary line for the SOI. The proposed Project would accomplish that objective, while the No Reserve Alternative would not. While the City Council recognizes the potential long-term environmental benefits of this alternative, this alternative would not achieve the fundamental project purpose as well as the proposed Project. Thus, though nothing in CEQA requires the City Council to address the feasibility of the No Reserve Alternative, the City Council has determined that the alternative is infeasible insofar as it represents a public policy outcome less desirable than what would occur under the proposed Project. (See Public Resources Code Section 21081, subdivision [a][3].)

5. ENVIRONMENTALLY SUPERIOR ALTERNATIVE:

CEQA requires that an environmentally superior alternative be identified among the alternatives that are analyzed in the EIR. If the No Project Alternative is the environmentally superior alternative, an EIR must also identify an environmentally superior alternative among the other alternatives (CEQA Guidelines § 15126.6(e)(2)). The environmentally superior alternative is that alternative with the least adverse environmental impacts when compared to the proposed Project.

As shown on Table 5.0-4 of the Draft EIR (on pages 5.0-47 through 5.0-49), a comparison of alternatives is presented. As shown in the table, the No Project (No Build) Alternative is the

environmentally superior alternative. As indicated above, however, the City Council has rejected that alternative as infeasible.

As required by CEQA, when the No Project (No Build) Alternative is the environmentally superior alternative, the environmentally superior alternative among the others must be identified. The Increased Density Alternative would reduce impacts related to 24 impact statements, increase impacts related to one impact statement, and equal impacts related to 38 impact statements. The Lower Density Alternative would reduce impacts related to 30 impact statements and would have equal impacts related to 33 impact statements. The No Reserve Alternative would result in equal impacts in all areas and for all impacts, except for one Land Use related impact statement. Therefore, the Lower Density Alternative would be the next environmentally superior alternative. As indicated above, however, the City Council has rejected that alternative as infeasible.

VII. STATEMENTS OF OVERRIDING CONSIDERATIONS

As described in detail in Section III of these Findings, the following significant and unavoidable impacts could occur with implementation of the Project:

- Impact 3.1-1: Project implementation may result in substantial adverse effects on scenic vistas and resources or substantial degradation of visual character.
- Impact 3.2-1: The proposed Specific Plan has the potential to result in the conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural uses.
- Impact 3.7-1: Project implementation could generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment.
- Impact 3.7-2: Project implementation could conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases.
- Impact 3.11-1: Construction of the proposed Project may generate significant noise.
- Impact 3.11-3: The proposed Project may generate unacceptable traffic noise levels at existing receptors.
- Impact 3.11-4: The proposed Project may be subject to shooting range noise at new sensitive receptors.
- Impact 3.12-3: The proposed Project has the potential to increase the use of existing neighborhood and regional parks or other recreational facilities, such that substantial physical deterioration of the facility would occur or be accelerated, and it will require the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts.
- Impact 3.13-1: Implementation of the Specific Plan would conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities.
- Impact 3.13-2: Implementation of the Specific Plan would conflict with or be inconsistent with CEQA Guideline section 15064.3, subdivision (b).

- Impact 3.13-3: Implementation of the Specific Plan could substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment).
- Impact 3.14-1: The proposed Project has the potential to require or result in the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects.
- Impact 3.14-3: The proposed Project has the potential to require or result in the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects.
- Impact 3.14-5: The proposed Project has the potential to require or result in the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects.
- Impact 4.2: Cumulative Degradation of the Existing Visual Character of the Region.
- Impact 4.4: Cumulative Impact on Agricultural Resources.
- Impact 4.9: Cumulative Impact on Climate Change from Increased Project-Related Greenhouse Gas Emissions
- Impact 4.17: Cumulative Exposure of Existing and Future Noise-Sensitive Land Uses to Increased Noise Resulting from Cumulative Development.
- Impact 4.18: Cumulative Impact on Public Services and Recreation (Significant and Unavoidable and Less than Cumulatively Considerable)
- Impact 4.19: Under Cumulative conditions, the proposed Project would conflict with or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b).
- Impact 4.21: Cumulative Impact on Wastewater Utilities.
- Impact 4.22: Cumulative Impact on Water Utilities.
- Impact 4.23: Cumulative Impact on Stormwater Facilities.

The following statements identify the reasons why, in the City Council's judgment, the benefits of the Project outweigh its significant and unavoidable effects. The substantial evidence supporting the enumerated benefits of the Project can be found in the preceding findings, in the Project itself, and in the record of proceedings as defined in Section II. Each of the overriding considerations set forth below constitutes a separate and independent ground for finding that the benefits of the Project outweigh its significant adverse environmental effects and is an overriding consideration warranting approval. Thus, if a court were to find that any particular benefit is not supported by substantial evidence, the City Council would rely on whatever benefit(s) that the court did find were supported by substantial evidence.

The City finds that the Project would have the following economic, social, technological, and environmental benefits:

1. **Expansion of the City's Housing Stock.** One objective of the Project references developing a mix of residential housing products to accommodate a variety of desires in the market. Considering the Legislature's repeated determinations in recent years that California is facing a statewide housing crisis, State has provided the City with good reason to exercise its legislative discretion to facilitate the construction of new housing. Government Code

Section 65889.5, subdivision (a)(1)(A), states that “[t]he lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California.” Subdivision (a)(1)(D) of that section adds that “[m]any local governments do not give adequate attention to the economic, environmental, and social costs of decisions that result in disapproval of housing development projects, reduction in density of housing projects, and excessive standards for housing development projects.” The Project will provide housing resources to meet the demands of a growing population of the region, thereby helping to lessen upward pressure on housing costs. By adding new residential units in the City, the Project directly addresses the crisis, thereby furthering state housing policy while providing additional places for Riverbank residents to live.

Another objective of the Project references prioritizing age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place. According to the California Department of Housing and Community Development, “[i]t is critical that individuals have access to housing that suits their needs during each stage of their lives. As people age, they often find themselves facing new or additional housing challenges. Senior households often have special housing needs related to physical disabilities/limitations, fixed incomes, and healthcare costs.” Additionally, Government Code Section 65583(a)(7)) requires “[a]n analysis of any special housing needs, such as those of the elderly, persons with disabilities, including a developmental disability, as defined in Section 4512 of the Welfare and Institutions Code; large families, farmworkers, families with female heads of households, and families and persons in need of emergency shelter...”² The Project would provide age-restricted housing for seniors, which is an identified special housing need in California.

2. **Create Employment Opportunities for Local Residents.** The Project will have a positive impact on employment levels in the City by generating diversity in employment opportunities, including near-term construction, home sales, and materials sales jobs. In the longer term, employment opportunities will include maintenance, contracting/renovation, landscaping, home resales, retail and food services, and other services. The Project population will also generate demand for local goods and services, increasing economic activity in the City. Consequently, it is reasonably expected that the City and its residents will enjoy the economic and social benefits from added employment opportunities and economic activity created by the Project. The River Walk Specific Plan Fiscal Impact Analysis (EPS #252024, Economic & Planning Systems, Inc., November 2025) (“FIA”) quantifies these employment and economic activity benefits. At full Project buildout, the Project is estimated to add over 5,000 new residents and over 1,100 new permanent employees in the commercial mixed-use areas, for a total of over 6,100 “persons served” (defined as 100% of

² See: <https://www.hcd.ca.gov/planning-and-community-development/housing-elements/building-blocks/seniors>

residents plus 50% of employees). The residential population will generate approximately \$72.1 million in annual retail expenditures within the region, of which approximately 70% is estimated to be captured within the City of Riverbank. The commercial component of the Project alone is projected to generate approximately \$95.4 million in annual taxable retail sales from onsite retail activity at full buildout, supporting jobs in food and beverage, food services, general merchandise, clothing and apparel, and other retail and service categories. These figures represent a substantial and sustained addition to the City's economic base.

3. **Contribute to and Fund Needed Infrastructure Improvements.** The Project consists of new development that will be required to contribute to needed infrastructure improvements by paying its fair share towards infrastructure improvements. The Project will also construct or contribute to funding other infrastructure improvements that will benefit additional development projects and City residents and visitors. Such infrastructure improvements include, without limitation: (i) extension and improvement of water supply, wastewater collection, and stormwater drainage systems needed to serve the Project and surrounding development; (ii) roadway improvements and new street connections, including improvements to Patterson Road and McHenry Avenue, that will benefit existing and future residents and businesses; (iii) a new pedestrian and bicycle trail system providing connectivity along the Stanislaus River bluff and through the Project Area; (iv) a Modesto Irrigation District trail and multi-use path crossing; (v) new and expanded parks and recreational facilities, including neighborhood parks, a regional trail system, and a community clubhouse; and (vi) regional utility infrastructure, including offsite sewer lines designed to serve capacity beyond the Project itself. These improvements advance the City's General Plan goals and provide lasting public benefit.
4. **Increase Customer Base for Retail Activity.** The Project will provide additional residents to the City who will have disposable income to support the City's retailers and increase retail activity.
5. **Generate Economic Benefits from Taxes.** The Project will provide increased property tax revenue to the City, local schools, and other agencies. Additionally, residents will purchase items that will generate additional sales tax revenue. The Project also includes 76.76 acres of mixed uses, which would generate sales tax revenue. These revenues will benefit the City and other local governmental agencies, and their residents and constituencies, by providing needed revenue for the provision of required services and amenities. Specific to the City of Riverbank, these revenues will go to the City's General Fund, which is the primary source of funding for the construction, operation and maintenance of a number of essential City services, programs and facilities, including fire and police services, recreation programs, transit operations and administrative functions, among other things. These economic benefits are quantified in the River Walk Specific Plan Fiscal Impact Analysis (EPS #252024, Economic & Planning Systems, Inc., November 2025) ("FIA"), which was prepared using the City's FY 2024–25 Adopted Budget as the base fiscal year. The FIA finds the following at full Project buildout (2,707 residential units and 644,000 square feet of nonresidential commercial space): (a) the Project will generate approximately \$4.01 million in annual

General Fund revenues for the City of Riverbank, against approximately \$2.23 million in annual General Fund expenditures attributable to the Project, producing an annual General Fund surplus of approximately \$1.78 million (approximately \$658 per residential unit) that can be used to fund City services benefiting all residents; (b) the Project will generate approximately \$2.09 million per year in additional revenues to the City's Community Facilities District (CFD) 2016-1, which funds ongoing services and maintenance costs including police services and street, parks, storm drainage, and landscaping maintenance; (c) when General Fund and CFD 2016-1 revenues are combined, the Project is projected to generate a net annual benefit to the City of approximately \$1,430 per residential unit at buildout; (d) the Project will generate approximately \$1.23 billion in new assessed valuation at buildout, with approximately \$1.23 million in annual property tax revenue allocated to the City's General Fund and an additional \$686,000 per year allocated to the Stanislaus Consolidated Fire Protection District; (e) the Project will generate approximately \$147.7 million in annual taxable sales at full buildout (combining market-support sales from new residents and employees with onsite retail activity), yielding approximately \$1.48 million per year in Bradley-Burns local sales tax revenue to the City at the 1% rate; and (f) the Stanislaus Consolidated Fire Protection District, which currently operates at a deficit relative to Project-generated costs during the residential-only phases of development, is projected to achieve an annual surplus of approximately \$210,000 at full buildout once the nonresidential component is developed and special assessment revenues are fully realized. The FIA is part of the record before the City Council and constitutes substantial evidence supporting these fiscal benefit findings.

6. **Positive Long-Term Fiscal Impact on City and Fire District Services.** According to the FIA, the Project will produce a positive net fiscal impact for the City of Riverbank at full buildout. The Project generates more revenue than it requires in City services—producing an annual General Fund surplus of approximately \$1.78 million (approximately \$658 per residential unit) and a combined General Fund and CFD 2016-1 annual net benefit of approximately \$1,430 per residential unit. This means that the Project will contribute to the fiscal health of the City rather than creating a fiscal burden, allowing the City to sustain and improve the quality of services it provides to all residents. The FIA also finds that the Project will generate approximately \$2.09 million annually for CFD 2016-1, which funds police services, parks and street maintenance, storm drainage, and landscaping. These are services that directly benefit all City residents. The Project's fiscal contribution to CFD 2016-1 will help ensure that these services can be maintained at adequate levels as the City's population grows. With respect to the Stanislaus Consolidated Fire Protection District, the FIA acknowledges that the Project will create a short-term operating deficit during the residential-only phases of development (approximately \$346,000 annually at 50% residential buildout). However, at full buildout—when the Project's approximately 644,000 square feet of nonresidential commercial space is occupied and special benefit assessment revenues from commercial parcels are fully realized—the Fire District is projected to achieve an annual operating surplus of approximately \$210,000. This trajectory reflects the importance of timely nonresidential development and is consistent with the Project's mixed-use design, which pairs residential growth with commercial development to ensure long-term service funding

adequacy. The City Council finds that the Project's overall positive fiscal impact—as documented in the FIA and supported by substantial evidence in the record—constitutes a significant economic benefit that weighs in favor of approving the Project notwithstanding its significant unavoidable environmental effects.

CONCLUSION

The City Council has balanced these benefits and considerations against the significant unavoidable environmental effects of the Project and has concluded that the impacts are outweighed by these benefits. After balancing environmental impacts against Project benefits, the City Council has concluded that the benefits the City will derive from the Project, as compared to existing and planned future conditions, outweigh the risks. The City Council believes the Project benefits outlined above override the significant and unavoidable environmental costs associated with the Project.

In sum, the City Council adopts the mitigation measures in the Final EIR, adopts the final Mitigation Monitoring and Reporting Plan, and approves the Project, after finding that any residual or remaining effects on the environment resulting from the Project, identified as significant and unavoidable in the preceding Findings of Fact, are acceptable due to the benefits set forth in the preceding Statement of Overriding Considerations.

**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026 - ____**

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
RECOMMENDING THAT THE CITY COUNCIL CERTIFY THE FINAL
ENVIRONMENTAL IMPACT REPORT (STATE CLEARINGHOUSE NO. 2021060098),
ADOPT CEQA FINDINGS OF FACT AND A STATEMENT OF OVERRIDING
CONSIDERATIONS, AND ADOPT THE MITIGATION MONITORING AND
REPORTING PROGRAM FOR THE RIVER WALK SPECIFIC PLAN PROJECT**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) encompasses an overall Project Area of approximately 1,522 acres in unincorporated Stanislaus County adjacent to the City of Riverbank, including an approximately 997-acre Specific Plan Area proposed for annexation and development; and

WHEREAS, the Project includes the River Walk Specific Plan, a General Plan Amendment, pre-zoning, an amendment to the City's Sphere of Influence, an updated Municipal Services Review, annexation of the Specific Plan Area, a Development Agreement and related approvals necessary to implement the Project (collectively, the "Project"); and

WHEREAS, the City of Riverbank is the lead agency for environmental review of the Project under the California Environmental Quality Act, Public Resources Code section 21000 et seq. ("CEQA"), and the State CEQA Guidelines, California Code of Regulations, title 14, section 15000 et seq; and

WHEREAS, the City circulated a Notice of Preparation beginning June 4, 2021, and held a public scoping meeting on June 17, 2021, to receive comments concerning the scope of the environmental analysis; and

WHEREAS, the City published a Notice of Availability and released the Draft Environmental Impact Report ("Draft EIR") for public review on January 31, 2024, and extended the public review period through May 16, 2024, providing a total public review period of 106 days; and

WHEREAS, the City received 11 comment letters from public agencies and 69 comment letters from members of the public during the Draft EIR review period and prepared written responses to the environmental issues raised in those comments; and

WHEREAS, the City prepared and released the Final Environmental Impact Report for the River Walk Specific Plan, State Clearinghouse No. 2021060098, on July 1, 2026 ("Final EIR"); and

WHEREAS, the Draft EIR, Final EIR, comments and responses to comments, errata, technical appendices, Mitigation Monitoring and Reporting Program and other

information added by the City collectively constitute the Environmental Impact Report for the Project ("EIR"); and

WHEREAS, the EIR identifies significant environmental effects that can be avoided or substantially lessened through mitigation and also identifies significant and unavoidable effects that would remain after implementation of all feasible mitigation measures; and

WHEREAS, CEQA requires the City Council, before approving the Project, to certify the Final EIR, make written findings concerning the Project's significant environmental effects and alternatives, adopt a statement of overriding considerations for significant and unavoidable effects and adopt a program to monitor implementation of mitigation measures; and

WHEREAS, on August 4, 2026, the Planning Commission held a duly noticed special public hearing to consider the EIR and the proposed Project and received the staff report, staff and applicant presentations, public testimony and all other evidence submitted into the record; and

WHEREAS, the Planning Commission has reviewed and considered the EIR, the proposed CEQA Findings of Fact and Statement of Overriding Considerations, the Mitigation Monitoring and Reporting Program and the entire record before making its recommendation to the City Council.

NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF RIVERBANK, CALIFORNIA DOES HEREBY RESOLVE AS FOLLOWS:

1. The Planning Commission finds that the above Recitals are true and correct and are incorporated herein by reference.
2. The Planning Commission has independently reviewed and considered the EIR and the information contained in the administrative record. The Planning Commission recommends that, after reviewing and considering the EIR before taking action on the Project, the City Council certify that: (a) the Final EIR has been completed in compliance with CEQA; (b) the Final EIR was presented to the City Council and the City Council reviewed and considered the information contained in the Final EIR before approving the Project; and (c) the Final EIR reflects the City's independent judgment and analysis.
3. The Planning Commission recommends that the City Council adopt the CEQA Findings of Fact attached as **Exhibit A**. The recommended findings address the Project's significant and potentially significant environmental effects, the mitigation measures incorporated into the Project, the responsibility of other public agencies and the feasibility of mitigation measures and Project alternatives.

4. The Planning Commission recommends that the City Council find that all feasible mitigation measures have been required or incorporated into the Project and that certain significant and unavoidable environmental effects would remain after implementation of those measures.
5. Pursuant to Public Resources Code section 21081 and CEQA Guidelines section 15093, the Planning Commission recommends that the City Council adopt the **Statement of Overriding Considerations** included in **Exhibit A** and find that the specific economic, legal, social, technological and other benefits of the Project outweigh and render acceptable the significant and unavoidable environmental effects identified in the EIR.
6. Pursuant to Public Resources Code section 21081.6 and CEQA Guidelines section 15097, the Planning Commission recommends that the City Council adopt the **Mitigation Monitoring and Reporting Program** attached as **Exhibit B**. The Mitigation Monitoring and Reporting Program is designed to ensure that the mitigation measures adopted for the Project are implemented and enforced during Project implementation by the City, affected landowners, successors in interest and other parties identified in the program.
7. The Planning Commission recommends that the City Council require all mitigation measures identified in the EIR and Mitigation Monitoring and Reporting Program to be fully enforceable through the Project approvals, conditions of approval, Development Agreement, subsequent maps and permits or other legally enforceable measures.
8. The City Clerk is the custodian of the administrative record for the Project. The documents and materials constituting the record are available for review at the City of Riverbank Community Development Department - Planning Division, 6617 3rd Street, Riverbank, California 95367, and certain materials are also available through the City's River Walk Project webpage.
9. Based on the EIR, the CEQA Findings of Fact, the staff report and other substantial evidence in the record, the Planning Commission recommends that the City Council certify the Final EIR, adopt the CEQA Findings of Fact and Statement of Overriding Considerations and adopt the Mitigation Monitoring and Reporting Program for the Project.
10. If any section, subsection, sentence, clause, phrase or portion of this Resolution is held invalid or unconstitutional by a court of competent jurisdiction, that decision shall not affect the validity of the remaining portions of this Resolution. The Planning Commission declares that it would have adopted this Resolution and each section, subsection, sentence, clause, phrase and portion thereof regardless of the fact that any one or more portions are declared invalid

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a special meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Joshua E. Mann
Director of Community Development

Michael “Syd” Halterman
Planning Commission Chair

Attachments:

Exhibit “A” – CEQA Findings and Statement of Overriding Considerations

Exhibit “B” – RWSP Mitigation and Monitoring Reporting Program

EXHIBIT A

**CEQA FINDINGS OF FACT AND
STATEMENT OF OVERRIDING CONSIDERATIONS**

RIVER WALK SPECIFIC PLAN

The July 2026 CEQA Findings of Fact and Statement of Overriding Considerations are attached separately and incorporated into this Resolution by reference.



FINDINGS OF FACT / STATEMENT OF OVERRIDING CONSIDERATIONS

FOR THE

RIVER WALK SPECIFIC PLAN (SCH: 2021060098)

JUNE 2026

Prepared for:

City of Riverbank, Development Services Department
6707 3rd Street
Riverbank, CA 95367
(209) 863-7128

Prepared by:

De Novo Planning Group
1020 Suncast Lane, Suite 106
El Dorado Hills, CA 95762
(916) 580-9818



D e N o v o P l a n n i n g G r o u p

A Land Use Planning, Design, and Environmental Firm



FINDINGS OF FACT / STATEMENT OF OVERRIDING CONSIDERATIONS

FOR THE

RIVER WALK SPECIFIC PLAN

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FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS

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FINDINGS FOR THE RIVERWALK SPECIFIC PLAN

REQUIRED UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT
(Public Resources Code, § 21000 et seq.)

I. INTRODUCTION

The California Environmental Quality Act (CEQA) (Public Resources Code (PRC), § 21000 et seq.) requires the City Council of the City of Riverbank (City Council), as the CEQA lead agency's decision-making body, to: 1) make written findings when it approves a project for which an environmental impact report (EIR) was certified, and 2) identify overriding considerations for any significant and unavoidable impacts identified in the EIR. (PRC, § 21081.)

This document explains the City Council's findings regarding the significant and potentially significant impacts identified in the EIR prepared for the Riverwalk Specific Plan (Project) and the City Council's ultimate determinations of the feasibility of the Project alternatives considered in the EIR. The statement of overriding considerations in Section VII, below, identifies the economic, social, technical, and other benefits of the Project that the City Council has determined override the significant and unavoidable environmental impacts that would result from the Project and therefore make them acceptable considering those benefits.

As required under CEQA, the Final EIR describes the Project, significant environmental impacts of the Project, and potentially feasible mitigation measures and alternatives that would substantially lessen or avoid those impacts. The information and conclusions contained in the Final EIR reflect the City's independent judgment.

The Final EIR (which includes the Draft EIR, comments, responses to comments, and revisions to the Draft EIR) for the Project, examined the proposed Project and four alternatives to the Project including: (1) No Project (No Build) Alternative; (2) Increased Density Alternative; (3) Lower Density Alternative; and (4) No Reserve Alternative.

The Findings and Statement of Overriding Considerations are presented for adoption by the City Council, as the City's findings under CEQA and the CEQA Guidelines (California Code Regs., title 14, § 15000 et seq.) relating to the Project. The Findings provide the written analysis, substantial evidence, and conclusions of the City Council regarding the Project's significant environmental impacts, mitigation measures, and alternatives to the Project, as well as the overriding considerations that, in the City Council's view, justify approval of the Project, despite its significant unavoidable environmental effects.

II. GENERAL FINDINGS AND OVERVIEW

Project Overview

The overall Project Area includes several distinct planning boundaries defined below. The following terms are used throughout this EIR to describe planning area boundaries within the Project Area:

- Sphere of Influence (SOI) Expansion Area – includes the area covered by the proposed Sphere of Influence Amendment and encompasses the entire Project Area, including the Reserve land.
- Specific Plan Area - includes all lands identified and included within the River Walk Specific Plan. The Specific Plan Area is proposed to be annexed into the City of Riverbank as part of the proposed Project. The Specific Plan Area is a portion of the SOI Expansion Area.
- Berghill Boundary – includes areas within the Specific Plan Area that are controlled by the project applicant.
- Project area - includes the SOI expansion area, including the Specific Plan and Berghill Boundary. The Project Area has the same boundary as the SOI Expansion Area.

The current uses in the Project Area are predominantly agricultural operations, including almond and walnut orchards in the eastern/southeastern portion of the Project Area and cherry orchards and agricultural land in the western/central portion of the Project Area. The land in the north/northwestern portion of the Project Area contains agricultural land and various trees including Eucalyptus and Willow trees. In the Specific Plan Area, there are 22 parcels with a total of 17 residential buildings. Outside of the Specific Plan Area but within the Project Area, there are 39 parcels with a total of 22 residential buildings. Many of the residential and rural agricultural residences have accessory structures on-site, including storage buildings, shop buildings, and barn structures. Additionally, one horse ranch exists within the Project Area. The Project Area also includes a commercial nursery business and truck storage area. Additionally, an approximately 150-acre solar farm and the Modesto Rifle Club exist in the southwest portion of the Project Area directly northeast of the intersection of Patterson Road and McHenry Avenue; and the Morris Nursery exists in the southeastern corner of the Project Area directly northwest of the intersection of Patterson Road and Rock Creek Road.

The Modesto Irrigation District (MID) provides the water supply for the existing agricultural uses and maintains two easements in the Project Area. An MID main canal with a crossing is located approximately 950 feet to the west and approximately 0.45 miles to the east of the intersection of Patterson Road and Coffee Road in the southern portion of the Project Area. The canal enters the southwest portion of the Project Area and runs to the northeast, eventually curving to exit the Project Area in the southeast. A series of private irrigation ditches and pipes distribute the MID water from the on-site canals throughout the Project Area for agricultural use.

The proposed project includes the expansion of the City of Riverbank Sphere of Influence (SOI), and approval and subsequent implementation of the Specific Plan as a means of increasing the housing

supply in Stanislaus County and the State of California. The Sphere of Influence expansion covers approximately 1,522 acres. The Specific Plan covers approximately 997 acres of the Sphere of Influence expansion area, and includes an annexation into the Riverbank City limits, extension of infrastructure to the annexed area to serve development, and the subsequent development of the annexed area for the following land uses: Low Density Residential, Medium Density Residential, High Density Residential, Mixed-Use, and Parks/Recreation, including all infrastructure and utilities necessary to service the development.

The Specific Plan is a Mixed-Use development project that provides for a range of residential housing densities, neighborhood-scale retail, commercial and health/medical services, private clubhouse, public recreation, a pedestrian/bicycle trail system, and extensive open space and landscaping. The Specific Plan provides an opportunity for an active adult community on a portion of the Specific Plan Area, with the remaining portion designed for all ages.

The underlying purpose of the proposed Project is the expansion of the City of Riverbank Sphere of Influence, and approval and subsequent implementation of the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California.

The underlying project purpose of providing housing for the county and state is in part a response to, and is driven by, strong policy direction from the Legislature, which has declared that “California has a housing supply and affordability crisis of historic proportions. The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives.” (Gov. Code Section 65589.5[a][2][A].) “California housing has become the most expensive in the nation. The excessive cost of the state's housing supply is partially caused by activities and policies of many local governments that limit the approval of housing, increase the cost of land for housing, and require that high fees and exactions be paid by producers of housing.” (*Id.*, Section 65589.5[a][1][C].) “Among the consequences of those actions are discrimination against low-income and minority households, lack of housing to support employment growth, imbalance in jobs and housing, reduced mobility, urban sprawl, excessive commuting, and air quality deterioration.” (*Id.*, Section 65589.5[a][1][B].) “An additional consequence of the state's cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California's cumulative housing shortfall therefore has not only national but international environmental consequences.” (*Id.*, Section 65589.5[a][2][I].) The Project is intended to directly address these legislative concerns.

Consistent with the above-described underlying purpose and state policy considerations, the primary objectives of the Specific Plan are to establish the framework for a new mixed-use community, allowing residents to live in a community where they can enjoy a high quality of life with abundant opportunities for outdoor recreation and social activities. The following goals have been established as a framework to achieving the primary objectives for the Specific Plan and for purposes

of satisfying the requirement, in CEQA Guidelines section 15124[b], to identify a “statement of objectives” for the Project:

- Goal 1: Develop a mix of residential housing products to accommodate a variety of desires in the market.
- Goal 2: Prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.
- Goal 3: Develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space.
- Goal 4: Promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction.
- Goal 5: Respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area.
- Goal 6: Achieve a safe and efficient circulation system for all users and modes of transportation.
- Goal 7: Highlight village identity while promoting community amenities.

Refer to Chapter 2.0, Project Description, of the Draft EIR (with Errata changes presented in the Final EIR) for a more complete description of the proposed Project.

PROCEDURAL BACKGROUND

Public Circulation of Notice of Preparation: The City of Riverbank circulated a Notice of Preparation (NOP) of an EIR for the proposed Project beginning on June 4, 2021, to State Clearinghouse, State Responsible Agencies, State Trustee Agencies, Other Public Agencies, and Organizations and Interested Persons. A public scoping meeting was held on June 17, 2021, to present the project description to the public and interested agencies, and to receive comments from the public and interested agencies regarding the scope of the environmental analysis to be included in the Draft EIR. Concerns raised in response to the NOP were considered during preparation of the Draft EIR. The IS, NOP, and comments received on the NOP by interested parties are presented in Appendix A of the Draft EIR (with Errata changes presented in the Final EIR). The commenters are provided below.

1. Native American Heritage Commission – Sacramento (6-09-21)
2. Central Valley Flood Protection Board – Sacramento (6-14-21)
3. Department of Toxic Substances Control – Sacramento (6-15-21)
4. Stanislaus County Resident (6-17-21)
5. California Department of Conservation – Sacramento (6-21-21)
6. Modesto Resident (6-21-21)
7. Modesto Resident (6-29-21)
8. Soluri Meserve, A Law Corporation – Sacramento (6-29-21)
9. Stanislaus LAFCo – Modesto (6-29-21)

10. San Joaquin Valley Air Pollution Control District – Modesto (6-30-21)
11. Soluri Meserve, A Law Corporation – Sacramento (7-1-21)
12. City of Modesto (7-2-21)
13. Farmland Working Group – Turlock (7-4-21)
14. Not identified (7-4-21)
15. Riverbank Resident (7-4-21)
16. Stanislaus County (7-5-21)
17. Modesto Resident (7-5-21)
18. Modesto Resident (7-5-21)
19. Modesto Resident (7-5-21)
20. Riverbank Resident (7-5-21)
21. Not identified (7-6-21)
22. Not identified (7-6-21)
23. California Department of Fish and Wildlife – Fresno (7-6-21)
24. Central Valley Concerned Citizens - Escalon (7-6-21)
25. Central Valley RWQCB – Rancho Cordova (7-6-21)
26. Modesto Resident (7-6-21)
27. Modesto Resident (7-6-21)
28. Modesto Resident (7-6-21)
29. Not identified (7-6-21)

Notice of Availability of Draft EIR and Draft EIR: The City published a Notice of Availability (NOA) for the Draft EIR on January 31, 2024, inviting comment from the public, agencies, organizations, and other interested parties. The NOA was filed with the State Clearinghouse (SCH # 2021060098) and the County Clerk and was published in a local newspaper pursuant to the public noticing requirements under CEQA. The City extended the public review period to May 16, 2024, to accommodate a variety of community requests, including a Spanish translation, dissemination of additional technical information, and general requests for more time to review the document. The Draft EIR was available for public review and comment from January 31, 2024, through May 16, 2024, for a total of 106 days. (Compare Public Resources Code § 21091(a) [normal public review period for EIR is 45 days].)

The Draft EIR contains a description of the Project, description of the environmental setting, identification of Project impacts, and mitigation measures for impacts found to be significant, as well as an analysis of potentially feasible Project alternatives, identification of significant irreversible environmental changes, growth-inducing impacts, and cumulative impacts. The Draft EIR identifies issues determined to have no impacts or less-than-significant impacts and provides detailed analysis of potentially significant and significant impacts. Comments received in response to the NOP were considered in preparing the analysis in the Draft EIR.

Final EIR: The City of Riverbank received 11 comment letters from public agencies, and 69 comment letters from citizens on the Draft EIR during the public review period. A Final EIR was prepared in accordance with CEQA Guidelines Section 15088 and released to the public in June 2026 prior to a Planning Commission hearing.

The comments received after the release of the Draft EIR did not provide evidence of any “significant new information” that would require recirculation of the Draft EIR pursuant to CEQA Guidelines Section 15088.5.

RECORD OF PROCEEDINGS AND CUSTODIAN OF RECORD

For purposes of CEQA and the findings set forth herein, the record of proceedings for the City’s findings and determinations consists of the following documents and testimony, at a minimum:

- The NOP, comments received on the NOP, and all other public notices issued by the City in relation to the Project (e.g., NOA).
- The Draft EIR and Final EIR, including comment letters, and technical materials cited in the documents.
- All non-draft and/or non-confidential reports and memoranda prepared by the City and consultants in relation to the EIR.
- Minutes and/or transcripts of the discussions regarding the Project and/or Project components at public hearings held by the City.
- Staff reports associated with Planning Commission and City Council meetings on the Project.
- All other materials, in addition to those described above, must be included in a CEQA record of proceedings as set forth in PRC § 21167.6(e).

The City Clerk is the custodian of the administrative record. The documents and materials that constitute the administrative record are available for review at the City of Riverbank Planning Division, 6617 3rd St, Riverbank, CA 95367. Some of these materials may also be viewed online at:

<https://www.riverbank.org/609/River-Walk-Project>

Public Resources Code Section 21002 provides that “public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects[.]” Further, the procedures required by CEQA “are intended to assist public agencies in systematically identifying both the significant effects of proposed projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects.” (*Id.*) Section 21002 also provides that “in the event specific economic, social, or other conditions make infeasible such project alternatives or such mitigation measures, individual projects may be approved in spite of one or more significant effects thereof.”

The mandate and principles established by the Legislature in PRC § 21002 are implemented, in part, through the requirement in PRC Section 21081 that agencies must adopt findings before approving projects for which an EIR is required. This same requirement is also set forth in CEQA Guidelines Section 15091. Subdivision (a) of the latter provides the following direction regarding findings:

- (a) No public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects,

accompanied by a brief explanation of the rationale for each finding. The possible findings are:

- (1) Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR.
- (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agencies or can and should be adopted by such other agency.
- (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR.

(See also PRC, § 21081, subd. (a)(1)-(3).)

As defined by CEQA, “feasible” means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors. (PRC, § 21061.1; see also CEQA Guidelines, § 15126.6(f)(1) [determining the feasibility of alternatives] and § 15364.)

Regarding project alternatives, “[t]he issue of feasibility arises at two different junctures: (1) in the assessment of alternatives in the EIR and (2) during the agency’s later consideration of whether to approve the project.” (*California Native Plant Society v. City of Santa Cruz* (2009) 177 Cal. App. 4th 957, 981 (CNPS), citing *Mira Mar Mobile Community v. City of Oceanside* (2004) 119 Cal.App.4th 477, 489 (*Mira Mar*).) “But ‘differing factors come into play at each stage.’” (CNPS, *supra*, 177 Cal.App.4th at p. 981.) “For the first phase—inclusion in the EIR—the standard is whether the alternative is *potentially* feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489 [italics original]; CEQA Guidelines, § 15126.6, subd. (a).) “By contrast, at the second phase—the final decision on project approval—the decision-making body evaluates whether the alternatives are *actually* feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981 [italics original], citing CEQA Guidelines, § 15091, subd. (a)(3).) “At that juncture, the decisionmakers may reject as infeasible alternatives that were identified in the EIR as potentially feasible.” (CNPS, *supra*, 177 Cal.App.4th at p. 981, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489.)

“While it is up to the EIR preparer to identify alternatives as potentially feasible, the decision making body ‘may or may not reject those alternatives as being infeasible’ when it comes to project approval.” (CNPS, *supra*, 177 Cal.App.4th at p. 999, quoting *Sierra Club v. County of Napa* (2004) 121 Cal.App.4th 1490, 1504 (*Sierra Club*).) “Rejection by the decision makers does not undermine the validity of the EIR’s alternatives analysis.” (CNPS, *supra*, 177 Cal.App.4th at p. 999, citing *Mira Mar*, *supra*, 119 Cal.App.4th at p. 489.) “Like mitigation measures, potentially feasible alternatives ‘are suggestions which may or may not be adopted by the decisionmakers.’” (CNPS, *supra*, 177

Cal.App.4th at p. 999, quoting *No Slo Transit, Inc. v. City of Long Beach* (1987) 197 Cal.App.3d 241, 256.)

“When it comes time to decide on project approval, the public agency’s decision making body evaluates whether the alternatives are *actually* feasible.” (*CNPS, supra*, 177 Cal.App.4th at p. 999, citing *Mira Mar, supra*, 119 Cal.App.4th at p. 489, and CEQA Guidelines, § 15091, subd. (a)(3) [original italics].) “While staff may draft the necessary findings, the decision making body is responsible for the ultimate determination of feasibility, which cannot be delegated.” (*CNPS, supra*, 177 Cal.App.4th at p. 999, citing CEQA Guidelines, §§ 15025, subd. (b)(2), § 15091, subd. (a)(3).) “At this final stage of project approval, the agency considers whether ‘[s]pecific economic, legal, social, technological, or other considerations ... make infeasible the mitigation measures or alternatives identified in the environmental impact report.’” (*CNPS, supra*, 177 Cal.App.4th at p. 1000, citing Pub. Resources Code, § 21081, subd. (a)(3).) “Broader considerations of policy thus come into play when the decision-making body is considering actual feasibility than when the EIR preparer is assessing potential feasibility of the alternatives.” (*CNPS, supra*, 177 Cal.App.4th at p. 1000.) Thus, “it does not subvert the CEQA environmental review process for the ultimate decision maker to reject as infeasible alternatives identified in the EIR.” (*Ibid.*)

At the decision-making stage, “‘feasibility’ under CEQA encompasses ‘desirability’ to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, and technological factors.” (*City of Del Mar v. City of San Diego, supra*, 133 Cal.App.3d at p. 417; *CNPS, supra*, 177 Cal.App.4th at p. 1001; *San Diego Citizenry Group v. County of San Diego, supra*, 219 Cal.App.4th at p. 17.) The concept of “feasibility” also encompasses the question of whether a particular alternative promotes the underlying goals and objectives of a project or does so well as a proposed project does. (See *Sierra Club, supra*, 121 Cal.App.4th at pp. 1506-1509 [upholding CEQA findings rejecting alternatives in reliance on applicant’s project objectives]; *CNPS, supra*, 177 Cal.App.4th at p. 1001 [“an alternative ‘may be found infeasible on the ground it is inconsistent with the project objectives as long as the finding is supported by substantial evidence in the record’”], quoting Kostka & Zischke, Practice Under the Cal. Environmental Quality Act [Cont.Ed.Bar 2d ed. 2009], § 17.30, p. 825); *Citizens for Open Government v. City of Lodi* (2012) 205 Cal.App.4th 296, 314-315 [court upholds lead agency decision not to select the “reduced project size alternative” because “it would not ‘entirely fulfill’ the project objective of developing a project site with a regional shopping center, [and] it would be ‘substantially less effective’ than the proposed project in fulfilling unmet retail demands, enhancing the city’s fiscal resources through sales and property taxes, creating new jobs, or reversing retail sales leakage”]; *In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings* (2008) 43 Cal.4th 1143, 1165, 1166 (*Bay-Delta*) [“a lead agency may structure its EIR alternative analysis around a reasonable definition of underlying purpose and need not study alternatives that cannot achieve that basic goal”]; and *Sequoia Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 715 (*Sequoia Hills*) [court upholds finding rejecting lower density housing alternative as infeasible, citing city council’s conclusion that the fact that “‘the houses would be necessarily more expensive than those of the proposed project’ and would defeat the project objective of providing the ‘the least expensive single-family housing for the vicinity’”].)

In addition, a proposed alternative may also be found to be *legally infeasible*. (*Sequoyah Hills, supra*, 23 Cal.App.4th at p. 715 [proposed reduced housing alternative would have violated Government Code Section 65589.5, the Housing Accountability Act].) Moreover, an alternative may also be determined to be *economically infeasible*. To demonstrate this kind of infeasibility, lead agency decisionmakers must identify substantial evidence showing that “the marginal costs of the alternative as compared to the cost of the proposed project are so great that a reasonably prudent property owner would not proceed with the [alternative].” (*Uphold Our Heritage v. Town of Woodside* (2007) 147 Cal.App.4th 587, 600; see also *San Franciscans Upholding the Downtown Plan v. City and County of San Francisco* (2002) 102 Cal.App.4th 656, 693-694.)

With respect to a project for which significant impacts cannot be feasibly avoided or substantially lessened, a public agency decision-making body may nevertheless approve the project if the body first adopts a statement of overriding considerations setting forth the specific reasons why the body believes that the project’s benefits outweigh its significant unavoidable adverse environmental effects. (Pub. Resources Code, §§ 21001, 21002.1(c), 21081(b).)

CEQA Guidelines Section 15093 provides the following direction regarding a statement of overriding considerations:

- (a) CEQA requires the decision-making agency to balance, as applicable, the economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project against its unavoidable environmental risks when determining whether to approve the project. If the specific economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered “acceptable.”
- (b) When the lead agency approves a project which will result in the occurrence of significant effects which are identified in the final EIR but are not avoided or substantially lessened, the agency shall state in writing the specific reasons to support its action based on the final EIR and/or other information in the record. The statement of overriding considerations shall be supported by substantial evidence in the record.
- (c) If an agency makes a statement of overriding considerations, the statement should be included in the record of the project approval and should be mentioned in the notice of determination. This statement does not substitute for, and shall be in addition to, findings required pursuant to Section 15091.

MITIGATION MONITORING PROGRAM

A Mitigation Monitoring Program has been prepared for the Project and, if the Project is approved, will be adopted concurrently with these Findings. (See PRC, § 21081.6, subd. (a)(1).) The City will use the Mitigation Monitoring Program to track compliance with Project mitigation measures.

FINDINGS’ RELIANCE ON ENVIRONMENTAL IMPACT REPORT AS SUPPORTING EVIDENCE

In adopting these Findings, the City Council finds that the Final EIR was presented to the City Council, the decision-making body of the lead agency, which reviewed and considered the information in the Final EIR prior to approving the Project. By these findings, the City Council ratifies, adopts, and incorporates the analysis, explanation, findings, responses to comments, and conclusions of the Final EIR. The City Council finds that the Final EIR was completed in compliance with CEQA. The Final EIR represents the independent judgment of the City.

SEVERABILITY

If any term, provision, or portion of these Findings or the application of these Findings to a particular situation is held by a court to be invalid, void, or unenforceable, the remaining provisions of these Findings, or their application to other actions related to the Project, shall continue in full force and effect unless amended or modified by the City, unless determined otherwise by the court.

ORGANIZATION OF FINDINGS BELOW

The findings below are organized as follows. The first set of impacts presented are those that would be significant and unavoidable for the project. Though feasible mitigation measures are adopted for many of these impacts, the measures do not reduce the impacts to less than significant levels. The second set of impacts are those that, in the absence of mitigation, would be significant, but with adopted mitigation measures can be reduced to less than significant levels. The third and final set of impacts presented are those that are less than significant even in the absence of mitigation measures. Under CEQA, findings need not identify those impacts. The City Council has included them, however, for informational purposes.

III. FINDINGS AND RECOMMENDATIONS REGARDING SIGNIFICANT AND UNAVOIDABLE IMPACTS

A. AESTHETICS

1. IMPACT 3.1-1: PROJECT IMPLEMENTATION MAY RESULT IN SUBSTANTIAL ADVERSE EFFECTS ON SCENIC VISTAS AND RESOURCES OR SUBSTANTIAL DEGRADATION OF VISUAL CHARACTER.

- (a) Potential Impact. The potential for the Project to result in substantial adverse effects on scenic vistas and resources or substantial degradation of visual character is discussed on pages 3.1-7 through 3.1-9 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Development of the proposed Project would result in new developments adjacent to the Stanislaus River and its riparian habitat but would not result in any direct disturbance to the river or habitat. Development of the proposed Project would eliminate most of the orchard/agricultural areas within the Specific

Plan area, but all other areas in the Project Area would remain unchanged. Much of the Specific Plan Area is in the lower area (i.e., Berghill property), which is not visible from the main public roadways fronting the Project Area (i.e., Patterson Road and McHenry Avenue). The residents who live within the Project Area predominately along the top of the bluff and outside the Specific Plan Area would have the most notable visual changes because of their proximity to the new development and their views of the existing uses in the Berghill Property.

The proposed Project would result in the conversion of land in the Specific Plan Area from agricultural uses to a developed use. There are no designated scenic vistas or resources that would be impacted. Nevertheless, the “attractive” aesthetics of the agricultural areas in the Specific Plan Area would be visually changed in perpetuity. There are a variety of design elements, such as open space, park, landscaping, and natural features in the Specific Plan area that will provide “attractive” elements to the human environment. However, the proposed Project would permanently convert the agricultural and undeveloped uses to a developed use and would create a change in the visual characteristics of the site that is generally considered less “attractive” than the existing condition. This is considered a significant and unavoidable impact. There is no feasible mitigation available that would lessen the severity of this impact or reduce it to a less than significant level.

Based on the above, the impact would remain significant and unavoidable.

- (2) Given the nature of this impact, which cannot be avoided with the development of the Project area, specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Because the significant adverse impact cannot feasibly be substantially lessened or avoided, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to substantial adverse effects on scenic vistas and resources or substantial degradation of visual character, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.2: CUMULATIVE DEGRADATION OF THE EXISTING VISUAL CHARACTER OF THE REGION.

- (a) Potential Impact. The potential for the Project to result in a cumulative impact on the existing visual character of the region is discussed on page 4.0-4 of the Draft EIR.

- (b) Mitigation Measure. No feasible mitigation measures were identified.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Remaining Impacts. Under cumulative conditions, buildout of the General Plan for Riverbank and the surrounding jurisdictions could result in changes to the visual character and quality of the City of Riverbank through development of undeveloped areas and/or changes to the character of existing communities. Development of the proposed Project, in addition to other future projects in the area, would change the existing visual and scenic qualities of the City. There are no mitigation measures that could reduce this impact while also achieving the Project purpose and objectives. For these reasons, cumulative impacts on the visual character of the region are significant, and the proposed Project's contribution thereto is a cumulatively considerable and significant and unavoidable impact.
 - (2) Given the nature of this impact, which cannot be avoided with the development of the Project area, specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the cumulatively considerable, and thus significant, environmental impact. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Because the cumulatively considerable (i.e., significant) adverse impact cannot feasibly be substantially lessened or avoided, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on the existing visual character of the region, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

B. AGRICULTURAL RESOURCES

1. IMPACT 3.2-1: THE PROPOSED SPECIFIC PLAN HAS THE POTENTIAL TO RESULT IN THE CONVERSION OF FARMLANDS, INCLUDING PRIME FARMLAND, UNIQUE FARMLAND, AND FARMLAND OF STATEWIDE IMPORTANCE, AS SHOWN ON THE MAPS PREPARED PURSUANT TO THE FARMLAND MAPPING AND MONITORING PROGRAM OF THE CALIFORNIA RESOURCES AGENCY, TO NON-AGRICULTURAL USES.
 - (a) Potential Impact. The potential for the Project to result in the conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring

Program of the California Resources Agency, to non-agricultural uses is discussed on pages 3.2-18 through 3.2-22 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measures 3.2-1 and 3.2-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Development of the proposed Project would result in the permanent conversion of approximately 661.33 acres of Prime Farmland, 165.80 acres of Farmland of Statewide Importance, and 27.16 acres of Unique Farmland, as shown on Figure 3.2-1, to non-agricultural use. The loss of the 854.29 acres of Important Farmland would have a potentially significant environmental impact.

Mitigation Measure 3.2-1 requires the Project applicant to conserve farmland in accordance with the City of Riverbank's Sustainable Agricultural Strategy. This requires conservation of equal value to the land that will be converted at a 1:1 ratio, in perpetuity, or pay in-lieu fees that would functionally achieve the conservation intent. Mitigation Measure 3.2-2 requires consistency with the Stanislaus LAFCo Agricultural Preservation policy, consistent with the City's Sustainable Agricultural Strategy. While the implementation of these mitigation measures would assist in offsetting some impacts from farmland conversion by preserving farmland, the proposed Project would still result in the permanent conversion and loss of 854.29 acres of Important Farmland within Stanislaus County. Based on the above, the impact would remain significant and unavoidable.

- (2) Given the nature of this impact, which cannot be fully avoided with the development of the Project area even with the use of agricultural conservation easements (see *V Lyons Farming LLC v. County of Kern* (2024) 100 Cal.App.5th 412, 421-437), specific economic, social, legal, technological, or other considerations make infeasible the imposition of any additional mitigation measures beyond those identified in the Final EIR and described above. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Mitigation Measures 3.2-1 and 3.2-2 are feasible and are hereby adopted, rendering them enforceable. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on

the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural uses, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.4: CUMULATIVE IMPACT ON AGRICULTURAL RESOURCES.

(a) Potential Impact. The potential for the Project to result in a cumulative impact on agricultural resources is discussed on pages 4.0-5 and 4.0-6 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.2-1 and 3.2-2.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

(1) Remaining Impacts. As described in Section 3.2, Agricultural Resources, development of the proposed Project would result in a conversion of 661.33 acres of Prime Farmland, 165.80 acres of Farmland of Statewide Importance, and 27.16 acres of Unique Farmland as shown on the map prepared under the Farmland Mapping and Monitoring Program (FMMP), to nonagricultural uses. The loss of Important Farmland as classified under the FMMP is considered a potentially significant environmental impact. Development under the Specific Plan inherently involves the conversion of high-quality agricultural land. Mitigation Measure 3.2-1 requires the Project applicant to conserve farmland of equal value to the land that will be converted at a 1:1 ratio, in perpetuity, or pay in-lieu fees that would functionally achieve the conservation intent. Mitigation Measure 3.2-2 requires participation in the City's Sustainable Agricultural Strategy. While the implementation of these mitigation measures would assist in preserving farmland, the proposed Project would still result in the permanent conversion and loss of 854.29 acres of Important Farmland within Stanislaus County.

For the reasons discussed above, cumulative impacts related to agricultural resources would be significant, and the proposed Project's contribution to those impacts would be cumulatively considerable and significant and unavoidable.

(2) Given the nature of this impact, which cannot be fully avoided with the development of the Project area even with the use of agricultural conservation easements (see *V Lyons Farming LLC v. County of Kern* (2024) 100 Cal.App.5th 412, 421-437), specific economic, social, legal, technological, or other considerations make infeasible the imposition of any additional mitigation measures beyond those identified in the Final EIR and described above. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. Mitigation Measures 3.2-1 and 3.2-2 are feasible and are hereby adopted, rendering them enforceable. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than

significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on agricultural resources, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

C. GREENHOUSE GASES, CLIMATE CHANGE AND ENERGY

1. IMPACT 3.7-1: PROJECT IMPLEMENTATION COULD GENERATE GREENHOUSE GAS EMISSIONS, EITHER DIRECTLY OR INDIRECTLY, THAT MAY HAVE A SIGNIFICANT IMPACT ON THE ENVIRONMENT.

- (a) Potential Impact. The potential for the Project to generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment is discussed on pages 3.7-26 through 3.7-31 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measure 3.7-1.

- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Estimated maximum GHG emissions associated with construction of the proposed Project are summarized in Table 3.7-1 in Section 3.7 of the Draft EIR.¹ As presented in the table, short-term construction emissions of GHGs are estimated at a maximum of approximately 3,546 metric tons of carbon dioxide equivalent (MTCO₂e) per year.

Estimated operational GHG emissions associated with the proposed Project are summarized in Table 3.7-2. As shown, a conservative estimate for the unmitigated annual GHG emissions associated with the proposed Project would be approximately 34,364 MT CO₂e. Additionally, Table 3.7-3 provides the annual emissions associated with the proposed Project after accounting for these Project design features that would further reduce Project emissions, as well as the mitigation included in Mitigation Measure 3.7-1, where quantification was possible. As shown in the above tables, the Project with design features (including those required by Title 24) and mitigation measures incorporated (where quantification

¹ Emissions in Table 3.7-1 account for the required construction-related control measures required by the SJVAPCD, including watering exposed surfaces, watering unpaved construction roads, limiting vehicle speeds on unpaved roads, and sweeping paved roads.

was possible) would reduce total operational GHG emissions by approximately 1,762 MT CO₂e per year.

Mitigation Measure 3.7-1 provides GHG reduction measures to reduce Project emissions to the maximum extent feasible. However, even with implementation of Mitigation Measures 3.7-1, it cannot be guaranteed that the proposed Project would reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets (such as those under AB 1279) are met. Mitigation Measure 3.7-1 includes two distinct categories of measures as described in CalEEMod User Guide. “Quantitative” measures include those measures that when implemented have a measurable reduction in emissions as reflected in the model outputs, or with separate outside the model calculations. Examples would be the usage of energy-efficiency appliances. “Qualitative or Supporting Measures” include those measures that are not currently quantified by CalEEMod. The CalEEMod User Guide notes that methods for quantifying these measures have not yet been developed, are not fully supported by available research, or require specific details that are difficult to address under a methodology with general applicability. Although not quantitatively evaluated, qualitative or supporting measures may achieve emissions reductions and co-benefits on their own or may enhance the ability of quantified measures to attain expanded reductions and co-benefits. User-selected qualitative or supporting measures are noted in the CalEEMod output report but are not quantified. The quantified measures, in conjunction with Project features discussed above, are anticipated to reduce GHG emissions. It is anticipated that the Qualitative or Supporting Measures would provide additional, or co-benefits toward reducing GHG emissions.

However, there are no additional, feasible mitigation measures to reduce Project VMT (beyond what is already required by Mitigation Measure 3.13-2, as provided in Section 3.13: Transportation and Circulation), which is the main contributor to the Project’s carbon emissions. Based on the above, the impact would remain significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measure identified in the Final EIR and described above. Mitigation Measure 3.7-1 is feasible and is hereby adopted, rendering it enforceable. These considerations include (i) the City’s inability to guarantee that the proposed Project will reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets are met and (ii) the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

(3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to generation of greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.7-2: PROJECT IMPLEMENTATION COULD CONFLICT WITH AN APPLICABLE PLAN, POLICY, OR REGULATION ADOPTED FOR THE PURPOSE OF REDUCING THE EMISSIONS OF GREENHOUSE GASES.

(a) Potential Impact. The potential for the Project to conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases is discussed on pages 3.7-31 through 3.7-39 of the Draft EIR.

(b) Mitigation Measure. Implement Mitigation Measure 3.7-1.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

(1) Remaining Impacts. As shown in Table 3.7-4 in Section 3.7, based on proposed Project attributes, many of the key project attributes identified by the CARB cannot be guaranteed to be implemented due to the Project's location in a growing (rather than built out) City. Appendix D notes that for projects that do not meet the criteria shown in Table 3.7-4, they can nevertheless be consistent with the Scoping Plan if they would either be net zero or would comply with an air district threshold addressing SB 32. With the requirement for all electricity supplied by utilities such as PG&E or other providers such as the Modesto Irrigation District to be carbon neutral by 2045, the residential units would support the State's goal of carbon neutrality. Nevertheless, due to the uncertainty of the level of electric vehicle penetration, the Project would not necessarily be net zero, even with mitigation, by 2045.

Over time, as EV penetration increases and transit improves, VMT will be reduced. Here, there is substantial evidence to support the finding that emissions from mobile sources will decrease by 2045, consistent with the Scoping Plan. First, the Project would have EV-ready parking spaces, making it easy for future owners to charge EV vehicles, encouraging the purchase of such vehicles. Second, the state is committed to improving EV infrastructure and the sale of gas-powered vehicles must cease in 2035, suggesting that by 2045 most state residents would own EVs. Therefore, even though the Project is not consistent with all the local guidance in the Scoping Plan, sufficient evidence exists to conclude that the Project would not impede the State from reaching its climate goals.

Nevertheless, out of an abundance of caution, this EIR concludes that because the Project is inconsistent with several attributes that the CARB suggests projects should include, impacts would be significant and unavoidable as related to the Scoping Plan.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include (i) the suburban nature of the Project, (ii) its location in the Central Valley as opposed to within a denser, more urban metropolitan area, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conflicts with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
3. **IMPACT 4.9: CUMULATIVE IMPACT ON CLIMATE CHANGE FROM INCREASED PROJECT-RELATED GREENHOUSE GAS EMISSIONS.**
 - (a) Potential Impact. The potential for the Project to result in cumulative impacts on climate change from increased project-related greenhouse gas emissions is discussed on pages 4.0-11 and 4.0-12 of the Draft EIR.
 - (b) Mitigation Measure: Mitigation Measure 3.7-1.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. As described in Impact 3.7-1 in Section 3.7, to reduce GHG emissions, mitigation strategies have been developed either for the Project as a whole, or for the individual components of the overall Project. Mitigation Measure 3.7-1 provides GHG reduction measures to reduce Project emissions to the maximum extent feasible. However, even with implementation of Mitigation Measures 3.7-1, it cannot be guaranteed that the proposed Project would reduce GHG emissions to the full extent needed to ensure that the State GHG reduction targets (such as those under AB 1279) are met.

However, there are no additional, feasible mitigation measures to reduce Project VMT, which is the main contributor to the Project's carbon emissions. Therefore, the impact related to whether the Project generates greenhouse gas emissions either directly or indirectly that may have a significant impact on the environment would remain cumulatively considerable and significant and unavoidable.

Overall, the proposed Project generally does not conflict with, and is consistent with, applicable plans, policies, and regulations adopted for the purpose of reducing the emissions of greenhouse gases. Specifically, the Project is generally consistent with the State's long-term climate goals and strategies except for reducing VMT. The analysis includes an assessment of the Project's consistency with the CARB's 2022 Scoping Plan, Air District requirements, and the latest applicable RTP/SCS. This assessment includes a consistency analysis with regulations or requirements adopted to reduce greenhouse gas emissions and evaluates Project specific GHG emissions and the extent to which they can be reduced by effective mitigation strategies including Project design features and mitigation measures.

For the reasons discussed above, this EIR concludes out of an abundance of caution that the impact related to consistency with the Scoping Plan is cumulatively considerable and significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measure identified in the Final EIR and described above. Mitigation Measure 3.7-1 is feasible and is hereby adopted, rendering it enforceable. These considerations include (i) the suburban nature of the Project, (ii) its location in the Central Valley as opposed to within a denser, more urban metropolitan area, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on climate change from increased project-related greenhouse gas emissions, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

D. NOISE

1. IMPACT 3.11-1: CONSTRUCTION OF THE PROPOSED PROJECT MAY GENERATE SIGNIFICANT NOISE.

- (a) Potential Impact. The potential for the Project to generate significant noise during construction is discussed on pages 3.11-15 through 3.11-17 of the Draft EIR.
- (b) Mitigation Measure. Mitigation Measures 3.11-1 and 3.11-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. As indicated in Table 3.11-11 in Section 3.11, activities involved in construction would generate maximum noise levels ranging from 82 to 96 dB Lmax at 50 feet. Noise would also be generated during the construction phase by increased truck traffic on area roadways. A significant Project-generated noise source would be truck traffic associated with transport of heavy materials and equipment to and from construction sites. This noise increase would be of short duration and would likely occur primarily during daytime hours, consistent with the City's Noise Ordinance.

Per the Table 3.11-6 standards, daytime construction noise would be limited to 70 dBA Lmax under the City's General Plan standards. With construction noise levels ranging between 82 to 96 dBA Lmax at 50 feet, construction noise control measures achieving a reduction of 12 to 26 dBA would be required when construction activity occurs within 50 feet of an existing residential use. This would primarily occur during construction of Village B, which borders existing single-family homes to the east.

Use of a temporary construction barrier 8-foot in height would typically reduce construction noise by up to 5-6 dBA, resulting in maximum noise levels of 77-91dBA Lmax. This would still result in construction noise levels exceeding the City's Table 3.11-6 standard of 70 dBA Lmax. Therefore, with implementation of Mitigation Measures 3.11-1 and 3.11-2, temporary construction noise impacts would be significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and described above. Mitigation Measures 3.11-1 and 3.11-2 are feasible and are hereby adopted, rendering them enforceable. These considerations include (i) the technical infeasibility of reducing temporary construction-related noise impacts to less than significant levels and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds

that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with construction noise, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.11-3: THE PROPOSED PROJECT MAY GENERATE UNACCEPTABLE TRAFFIC NOISE LEVELS AT EXISTING RECEPTORS.

- (a) Potential Impact. The potential for the Project to generate unacceptable traffic noise levels at existing receptors is discussed on pages 3.11-18 through 3.11-21 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Tables 3.11-13 and 3.11-14 in Section 3.11 indicate where increases in traffic noise levels due to the Project exceed the FICON criteria for increases in traffic noise. Table 3.11-15 indicates where significant traffic noise increases will occur, and the segments which the Project would result in an exceedance of the City of Riverbank exterior noise levels standard, under the Cumulative Plus RWSP condition. Based upon Tables 3.11-13, and 3.11-14, the Project would cause increased noise levels exceeding the FICON substantial increase criteria shown in Table 3.11-10, which would be a potentially significant impact.

Potential mitigation measures would require increasing the height of existing sound walls, building new off-site sound walls, including traffic calming measures to reduce vehicle speeds, and/or using quieter pavement technologies. Generally, construction of new sound walls is not practical due to the openings for driveway accesses which would compromise any barrier effectiveness. Increasing the heights of existing sound walls requires additional engineering of footings and is also not practical. Additionally, City General Plan Policy NOI 1.5 states that “[s]ound walls are prohibited as a method for reducing noise exposure that could be addressed through other means.” Sound walls are not feasible or recommended in this case. Traffic calming measures generally have not been found to reduce overall traffic noise levels by a significant amount.

With the use of quiet pavement on Coffee Road, noise level increases are expected to be in the range of 0.0 to 1.3 dBA. Approximately 6,600 feet (approximately 1.25 miles) of quiet pavement would be required. See Figure 3.11-3 for approximate required pavement locations. However, the implementation of quiet pavement on Coffee Road may not be considered practical or feasible due to overall costs and

long-term maintenance coordination and requirements. Therefore, these traffic noise impacts would remain significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible the imposition of any mitigation measures that could avoid or substantially lessen the significant environmental impact. These considerations include (i) the undesirability of sound walls, (ii) the long-term costs of quiet pavement, and (iii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
 - (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with unacceptable traffic noise levels at existing receptors, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
3. IMPACT 3.11-4: THE PROPOSED PROJECT MAY BE SUBJECT TO SHOOTING RANGE NOISE AT NEW SENSITIVE RECEPTORS.
- (a) Potential Impact. The potential for the Project to be subject to shooting range noise at new sensitive receptors is discussed on pages 3.11-21 through 3.11-24 of the Draft EIR.
 - (b) Mitigation Measures. Mitigation Measures 3.11-4 through 3.11-5.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Effects of Mitigation and Remaining Impacts. As shown in Figure 3.11-2 in Section 3.11, the maximum noise levels emanating from the shooting range are predicted to exceed the City of Riverbank 70 dBA L_{max} standard on Villages D, E, F, H, I, J, P, and Q without mitigation. Saxelby Acoustics developed noise control solutions to reduce the maximum noise level to below 70 dBA at as many of the Specific Plan residential Villages as possible.

Shooting range noise control may be achieved by the addition of an acoustically absorptive sound wall, partial enclosure of the shooting area, and acoustical panels in the pistol range area. The noise control measures, the first four of which, as well as the sixth, would have to be implemented at the shooting range, although they would be funded by the Specific Plan applicants. As shown on Figure 3.11-5, implementation of these five noise control measures would reduce maximum noise levels to below 70 dB on Villages D, F, H, I, J, and Q as well as a partial section of Village E. Shooting range noise control may be further improved by enclosing the back (south side) of the rifle range firing line.

Successful implementation of Mitigation Measures 3.11-4 through 3.11-5 would ensure that potential rifle range noise impacts are reduced to a less-than-significant level. Measure 3.11-4 is assured of success if the Project is implemented, as the obligations therein are under the sole control of the applicant. Measure 3.11-5, however, is not assured of ultimate success. Although it creates obligations for the applicant, the measure will only be fully effective if the shooting range operator agrees to make certain on-site improvements at the applicant's request. Although Measure 3.11-5 would require the applicant to fund the proposed improvements, neither the applicant nor the City has any way to ensure the cooperation of the shooting range operator. For that reason, the EIR conservatively assumes that the impact will be significant and unavoidable due to a lack of cooperation by the shooting range operator.

Figure 3.11-8 shows the resulting noise levels on the project site with implementation of Mitigation Measure 3.11-4, which requires the construction of 8- to 10-foot-tall sound walls on the project site. Based upon this Figure, which assumes that the construction of the improvements called for in Mitigation Measure 3.11-5 does not occur, noise levels from shooting range operations are predicted to range from 71 to 79 dBA L_{max} , after construction of on-site sound walls. This would exceed the City of Riverbank 70 dBA L_{max} noise standard by up to 9 dBA for daytime shooting events. Therefore, this would remain a significant and unavoidable impact.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measures 3.11-4 and 3.11-5 are feasible and are hereby adopted, rendering them enforceable. If successfully implemented, these measures will reduce the significant effect to a less significant level. Mitigation Measure 3.11-5, however, is not certain to achieve a reduction of noise emanating from the above-described shooting range, as the success of the measure will depend on cooperation from the shooting range operator, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond those described in this paragraph. These considerations include (i) the inability of the applicant or the City to force the shooting range operator to make the improvements set forth in that measure and (ii) City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with the potential for the Project to be subject to shooting range noise at new sensitive receptors, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
4. IMPACT 4.17: CUMULATIVE EXPOSURE OF EXISTING AND FUTURE NOISE-SENSITIVE LAND USES TO INCREASED NOISE RESULTING FROM CUMULATIVE DEVELOPMENT.
- (a) Potential Impact. The potential for the Project to result in cumulative exposure of existing and future noise-sensitive land uses to increased noise resulting from cumulative development is discussed on pages 4.0-23 through 4.0-25 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.11-1, 3.11-2, 3.11-4, and 3.11-5.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Remaining Impacts. As discussed in Section 3.11, under cumulative conditions, sensitive receptors located adjacent to Coffee Road exceed the City's 60 dB L_{dn} exterior noise level standard for transportation noise sources. Under Cumulative Plus RWSP conditions, these roadways will continue to exceed the City standards. The Project's contributions range between 1.6 dB and 4.3 dB L_{dn}. These increases exceed the FICON criteria. Table 3.11-15 indicates where significant traffic noise increases will occur, and the segments which the Project would result in an exceedance of the City of Riverbank exterior noise levels standard, under the Cumulative Plus RWSP condition.

Potential mitigation measures would require increasing the height of existing sound walls, building new off-site sound walls, including traffic calming measures to reduce vehicle speeds, and/or using quieter pavement technologies. Under the Cumulative scenario shown in Table 3.11-15, each roadway segment which shows a significant impact could include future overlays of alternative quiet pavement. However, the implementation of these types of measures along this 2.3-mile roadway segment, which is located within the jurisdiction of Stanislaus County, may not be considered practical due to overall costs and benefits at all locations, as well as jurisdictional considerations. Therefore, this would have a cumulatively significant unavoidable impact.

Additionally, noise generated by construction would be temporary, and would not add to the permanent noise environment or be considered as part of the cumulative context. Activities involved in construction would generate maximum noise levels ranging from 82 to 96 dB L_{max} at 50 feet. Noise would also be generated during the construction phase by increased truck traffic on area roadways. A significant Project-generated noise source would be truck traffic associated with transport of

heavy materials and equipment to and from construction sites. This noise increase would be of short duration and would occur primarily during daytime hours, consistent with the City's Noise Ordinance.

The proposed project, when considered alongside all past, present, and probable future projects (inclusive of buildout of the various General Plans within Stanislaus County), would be expected to cause significant and unavoidable cumulative construction noise impacts. The proposed Project would have a cumulatively considerable contribution to this cumulatively considerable impact associated with construction noise.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and described above. Mitigation Measures 3.11-1, 3.11-2, 3.11-4, and 3.11-5 are feasible and are hereby adopted, rendering them enforceable. These considerations include (i) the technical infeasibility of reducing temporary construction-related noise impacts to less than significant levels, (ii) the long-term costs of quiet pavement, (iii) the inability of the applicant or the City to force the shooting range operator to make the improvements set forth in Mitigation Measure 3.11-5, and (iv) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts related to noise, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

E. PUBLIC SERVICES AND RECREATION

1. IMPACT 3.12-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO INCREASE THE USE OF EXISTING NEIGHBORHOOD AND REGIONAL PARKS OR OTHER RECREATIONAL FACILITIES, SUCH THAT SUBSTANTIAL PHYSICAL DETERIORATION OF THE FACILITY WOULD OCCUR OR BE ACCELERATED, AND IT WILL REQUIRE THE CONSTRUCTION OF PARK AND RECREATIONAL FACILITIES WHICH MAY CAUSE SUBSTANTIAL ADVERSE PHYSICAL ENVIRONMENTAL IMPACTS.
 - (a) Potential Impact. The potential for the Project to require the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts is discussed on pages 3.12-23 through 3.12-24 of the Draft EIR.

(b) Mitigation Measures. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. While the proposed project would increase the demand for parks and other recreational facilities based on the population growth, the amount of parkland and open space provided within the Specific Plan Area sufficiently meets the City's General Plan parkland requirements. Furthermore, the Crossroads West Specific Plan, located within the City of Riverbank and in proximity to the Project site, will provide an opportunity to expand the Regional Sports Park with an additional 11 acres upon development to a total of 22 acres. No additional need for park space is required, and it is not anticipated that any substantial physical deterioration of existing facilities would occur or be accelerated.

Project implementation would require the construction of park facilities, which may cause substantial adverse physical environmental impact. Potential environmental impacts associated with the future construction of park and other recreational facilities within the Specific Plan Area are addressed throughout this EIR. This EIR analyzes the physical environmental effects that may occur because of development and introduction of new urban land uses within the Specific Plan Area. Each future park, if constructed, would fall within the range of environmental impacts disclosed in this EIR, and would be subject to relevant mitigation measures included in this EIR.

It is noted, however, that development of park land within the Specific Plan Area would contribute to significant and unavoidable impacts as discussed in this EIR. Therefore, consistent with the analysis included in this Draft EIR, impacts related to constructing new park facilities to serve the proposed project are considered significant and unavoidable.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of developing parks but rather relate to the impacts of development of the overall Project, of which new parks will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than significant levels, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with requiring the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 4.18: CUMULATIVE IMPACT ON PUBLIC SERVICES AND RECREATION.

- (b) Potential Impact. The potential for the Project to result in cumulative impacts related to public services and recreation is discussed on pages 4.0-25 through 4.0-27 of the Draft EIR.
- (b) Mitigation Measures. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Under cumulative conditions, past, present, and probable future projects would result in increased demand for public services and recreational facilities. The impact fees developed and reviewed by the City will recover future development's proportionate share of City-related capital asset costs. Fees, as applied only to new developments, represent future development's proportionate share of public services and facilities capital costs. It is important to note that impact fees may not be used to correct existing deficiencies, but may be used to pay for increased demand for public facilities or increased demand upon existing capital facilities provided that those facilities are needed to serve additional development and have the capacity to do so, given relevant level-of-service standards. The construction of public facilities to serve past, present, and probably future projects may be required, which could cause substantial adverse physical environmental impacts. The construction and operation of future public facilities required to serve cumulative development could potentially cause cumulatively significant impacts, but such physical impacts cannot be fully defined at this time because the exact facilities are not proposed or known. Any future public facility would undergo its own environmental review to determine physical environmental impacts once it is contemplated and proposed for construction.

Nevertheless, the proposed Project, when considered alongside all past, present, and probable future projects (inclusive of buildout of the various General Plans within Stanislaus County), would be expected to cause significant cumulative public services or recreation impacts. As such, cumulative impacts on public services and recreation would be significant and unavoidable. This impact is associated with the development of the parks within the footprint of the Specific Plan Area. These physical impacts associated with development in the Specific Plan, such as

agricultural conversion, etc., have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a significant and unavoidable impact (i.e., loss of prime farmland). The development of parks would contribute to physical impacts, including those that have been determined to be cumulatively significant and unavoidable. The project will be required to implement mitigation measures under each physical environmental impact identified. The topic does not require separate mitigation.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of developing parks but rather relate to the impacts of development of the overall Project, of which new parks will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact cannot feasibly be reduced to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts related to public services and recreation, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

F. TRANSPORTATION AND CIRCULATION

- 1. IMPACT 3.13-1: IMPLEMENTATION OF THE SPECIFIC PLAN COULD CONFLICT WITH A PROGRAM, PLAN, ORDINANCE OR POLICY ADDRESSING THE CIRCULATION SYSTEM, INCLUDING TRANSIT, ROADWAY, BICYCLE, AND PEDESTRIAN FACILITIES.
 - (a) Potential Impact. The potential for the Project to conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities is discussed on pages 3.13-16 through 3.13-18 of the Draft EIR.
 - (b) Mitigation Measure. Mitigation Measure 3.13-1.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Effects of Mitigation and Remaining Impacts. The Specific Plan includes sidewalks on proposed streets, and a comprehensive on-site trail system to be provided.

Proposed improvements to SR 108 (Patterson Road) will include sidewalks. The Specific Plan does not physically disrupt an existing pedestrian facility. It is highly likely that some residents will travel on foot to reach destinations that are relatively close to their residences, such as commercial areas, parks, clubhouse, and trails. The extent to which safety issues could occur on these pedestrian facilities has been considered.

With implementation of planned improvements on SR 108 (Patterson Road), a 400-foot gap will remain between the Specific Plan's sidewalk on Patterson Road and the existing sidewalk that ends west of Oakdale Road. Increased pedestrian volume in this area represents a potential safety concern. This has a potentially significant impact.

As the previously approved Crossroads West Specific Plan proceeds, the MID Main Canal trail will become a likely pedestrian route between the Specific Plan Area, the Riverbank Sports Complex and Crossroads Shopping Center. Increased pedestrian activity across SR 108 is a safety issue due to the speed of vehicles in this area. This has a potentially significant impact.

Implementation of Mitigation Measure 3.13-1 would require the Project applicant to design and fund improvements to create an all-weather route to the MID trail and to address the gap in facilities east of the Project Area on SR 108. Because improvements to State facilities are subject to Caltrans approval, there is no assurance that Caltrans would approve the improvements included under Mitigation Measure 3.13-1. Because the City of Riverbank cannot ensure installation, Impact 3.13-1 may not be fully mitigated, and this impact is significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-1 is feasible and is hereby adopted, rendering it enforceable. If successfully implemented, it will reduce the significant effect to a less than significant level. Mitigation Measure 3.13-1, however, is not certain of implementation, in that it will require approval of Caltrans, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-1. These considerations include (i) the inability of the applicant or the City to force Caltrans to approve the improvements contemplated in Mitigation Measure 3.13-1 and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to conflicts with a program, plan, ordinance or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.
2. IMPACT 3.13-2: IMPLEMENTATION OF THE SPECIFIC PLAN COULD CONFLICT WITH OR BE INCONSISTENT WITH CEQA GUIDELINE SECTION 15064.3, SUBDIVISION (B).
- (a) Potential Impact. The potential for the Project to conflict with or be inconsistent with CEQA Guideline section 15064.3, subdivision (b), is discussed on pages 3.13-18 through 3.13-23 of the Draft EIR.
- (b) Mitigation Measure. Mitigation Measure 3.13-2.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
- (1) Effects of Mitigation and Remaining Impacts. Table 3.13-5 in Section 3.13 compares total model area VMT under base year and 2042 conditions with and without the proposed Specific Plan. As shown, the residential uses within the proposed Specific Plan generate 76,730 VMT under the base condition, while non-residential uses generate 168,900 VMT. The Specific Plan generates a total of 245,630 VMT. NCC model Year 2042 total regional VMT is also presented for comparison. Under year 2042 conditions, the change caused by the proposed Specific Plan is less, (i.e., 163,195 VMT). This reduction would be expected to result as additional development occurs in the Modesto-Riverbank areas of northern Stanislaus County. The Specific Plan's mixed-use retail areas would provide additional options for future residential development and incrementally reduce the length of shopping trips made in this area.

With regards to residential development, because no reliable forecasts for the City of Riverbank or Stanislaus County are available, it is not possible to determine whether the Specific Plan's residences will generate VMT per capita rate that is 15 percent below the current area average (based on the geographic area covered by the regional travel demand model), as required under the OPR recommendation. Thus, it must be presumed that the VMT impact of the proposed residences is potentially significant.

With regards to non-residential uses, the net increase in regional VMT caused by the Specific Plan's non-residential uses is the difference between the overall difference in total regional VMT (195,682 VMT) and the VMT caused by residential uses (76,730 VMT) is 118,952 VMT. Because this increase exceeds the OPR

directive's threshold of no net increase in regional VMT, the impact of the Specific Plan's non-residential uses on regional VMT is also potentially significant.

Though not all individual VMT reduction measures may be applicable, Mitigation Measure 3.13-2 is considered generally feasible because it is within the applicant's purview to implement and has been found to be effective in peer-reviewed academic studies. However, the precise effectiveness of a given VMT reduction strategy is difficult to accurately measure. Because there is no assurance that Mitigation Measure 3.13-2 would fully mitigate these VMT impacts, these impacts are significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-2 is feasible and is hereby adopted, rendering it enforceable. Mitigation Measure 3.13-2, however, is not certain to mitigate impacts to less than significant levels. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-2. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with conflicts with or inconsistencies with CEQA Guideline section 15064.3, subdivision (b), as more fully stated in the Statement of Overriding Considerations in Section VII, below.

3. **IMPACT 3.13-3: IMPLEMENTATION OF THE SPECIFIC PLAN COULD SUBSTANTIALLY INCREASE HAZARDS DUE TO A GEOMETRIC DESIGN FEATURE (E.G., SHARP CURVES OR DANGEROUS INTERSECTIONS) OR INCOMPATIBLE USES (E.G., FARM EQUIPMENT).**

- (a) **Potential Impact.** The potential for the Project to substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment) is discussed on pages 3.13-24 and 3.13-25 of the Draft EIR.
- (b) **Mitigation Measure.** Mitigation Measures 3.13-3 and 3.13-4.
- (c) **Findings.** Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. As indicated in the traffic operations analysis presented in Appendix G, there are two locations where development would result in significant safety impacts on State facilities. At the McHenry Avenue / Ladd Road / Patterson Road intersection, the Specific Plan would cause the queue of peak hour traffic to exceed the available storage length in the southbound left turn lane and in the eastbound left turn lane. This is a potentially significant safety impact.

Implementation of Mitigation Measure 3.13-3 requires the applicant to contribute its pro rata fair share to the cost of improvement to the McHenry Avenue / Ladd Road / Patterson Road intersection. While this improvement would eliminate the identified safety impact, there is no guarantee that funding would be available for the balance of construction cost. In addition, these improvements would be subject to the design requirements and approval of Caltrans, and there is no guarantee that Caltrans will permit their construction. Because the City of Riverbank cannot ensure installation, Impact 3.13-3 may not be fully mitigated, and this impact is significant and unavoidable.

Implementation of Mitigation Measure 3.13-4 requires the applicant to construct a westbound left turn lane on SR 108 at the Skittone Road intersection. While this improvement would fully mitigate the identified safety impact, this improvement would be subject to the design requirements and approval of Caltrans, and there is no guarantee that Caltrans will permit its construction. Because the City of Riverbank cannot ensure installation, Impact 3.13-3 may not be fully mitigated, and this impact is significant and unavoidable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measures 3.13-3 and 3.13-4 are feasible and are hereby adopted, rendering them enforceable. If successfully implemented, they will reduce the significant effect to a less than significant level. These measures, however, are not certain of implementation, in that they will require approval from Caltrans, which cannot be assured. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measures 3.13-3 and 3.13-4. These considerations include (i) the inability of the applicant or the City to force Caltrans to approve the improvements contemplated in these measures and (ii) the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact may not be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to substantially increased hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment), as more fully stated in the Statement of Overriding Considerations in Section VII, below.

4. **IMPACT 4.19: UNDER CUMULATIVE CONDITIONS, THE PROPOSED PROJECT WOULD CONFLICT WITH OR BE INCONSISTENT WITH CEQA GUIDELINES SECTION 15064.3, SUBDIVISION (B).**

- (a) Potential Impact. The potential for the Project to conflict with or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b), under cumulative conditions is discussed on pages 4.0-27 and 4.0-28 of the Draft EIR.

- (b) Mitigation Measure. Mitigation Measure 3.13-2.

- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. As noted previously, with regards to residential development, because no relatable forecasts for the City of Riverbank or Stanislaus County are available, it is not possible to determine whether the Specific Plan's residences will generate VMT per capita rate that is 15 percent below the current area average, as required under the OPR directive.

With regards to non-residential uses, the net increase in regional VMT caused by the Specific Plan's non-residential uses is the difference between the overall difference in total regional VMT (195,160 VMT) and the VMT caused by residential uses (74,640 VMT) is 120,520 VMT. This increase exceeds the OPR directive's threshold of no net increase in regional VMT.

Mitigation Measure 3.13-2 in Section 3.13 requires the Project Applicant to implement feasible VMT related mitigation measures / strategies which could reduce the VMT generated by the proposed land uses. Though not all individual VMT reduction measures may be applicable, Mitigation Measure 3.13-2 is considered generally feasible because it is within the applicant's purview to implement and has been found to be effective in peer-reviewed academic studies. However, the precise effectiveness of a given VMT reduction strategy is difficult to accurately measure.

For a specific project to have a less than significant impact related to VMT, the project must demonstrate that per capita VMT would be 15 percent below the regional average. Because future development would be equal to the regional average, or above average (or less than average but not fully 15 percent less than average), impacts related to VMT would be cumulatively significant. Exceptions to this would be infill projects, or small projects which include VMT reducing strategies.

Due to the size of the Project, the incremental contribution to this cumulative VMT impact would be cumulatively considerable.

- (2) Changes or alterations have been required in, or incorporated into, the proposed Project that will reduce the severity of the significant environmental effect, as identified in the Final EIR, but may not reduce the effect to a less than significant level. Mitigation Measure 3.13-2 is feasible and is hereby adopted, rendering it enforceable. Mitigation Measure 3.13-2, however, is not certain to mitigate impacts to less than significant levels. Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond Mitigation Measure 3.13-2. These considerations include the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this cumulatively considerable (i.e., significant) adverse impact may not be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with conflicts with or inconsistencies with CEQA Guidelines Section 15064.3, subdivision (b), under cumulative conditions, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

G. UTILITIES AND SERVICE SYSTEMS

1. IMPACT 3.14-1: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE CONSTRUCTION OF NEW WASTEWATER TREATMENT OR COLLECTION FACILITIES OR EXPANSION OF EXISTING FACILITIES, THE CONSTRUCTION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.
 - (a) Potential Impact. The potential for the Project to require or result in the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects, is discussed on pages 3.14-15 through 3.14-17 of the Draft EIR.
 - (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
 - (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Sanitary sewer will be provided to the Specific Plan Area through the installation of force mains, pump stations, and a network of gravity flow sewer mains.

The installation of the conveyance system improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a less significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). Consistent with the conclusions made throughout this EIR, installation of the wastewater collection and conveyance system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing wastewater collection and conveyance system infrastructure but rather relate to the impacts of development of the overall Project, of which wastewater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

2. IMPACT 3.14-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE RELOCATION OR CONSTRUCTION OF NEW OR EXPANDED WATER FACILITIES, THE CONSTRUCTION OR RELOCATION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.

- (a) Potential Impact. The potential for the Project to require or result in the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects is discussed on pages 3.14-33 and 3.14-34 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Domestic water service will be provided to the Specific Plan Area through the installation of a pressurized water system made up of onsite wells, water tanks, water mains, and a pressure regulating station.

The installation of the improvements will be within the footprint of the Specific Plan Area. The impacts associated with development in the Specific Plan have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a less significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). Consistent with the conclusions made throughout this EIR, installation of the water distribution system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing water distribution system infrastructure but rather relate to the impacts of development of the overall Project, of which water distribution infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than significant level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

3. IMPACT 3.14-5: THE PROPOSED PROJECT HAS THE POTENTIAL TO REQUIRE OR RESULT IN THE RELOCATION OR CONSTRUCTION OF NEW OR EXPANDED STORMWATER DRAINAGE FACILITIES, THE CONSTRUCTION OR RELOCATION OF WHICH COULD CAUSE SIGNIFICANT ENVIRONMENTAL EFFECTS.

- (a) Potential Impact. The potential for the Project to require or result in the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects, is discussed on pages 3.14-50 through 3.14-55 of the Draft EIR.

(b) Mitigation Measure. Mitigation Measures 3.14-2 and all measures addressing the direct physical impact of development of the overall Project.

(c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Effects of Mitigation and Remaining Impacts. Stormwater will be collected through a network of gutters, inlets, and storm drains that will direct storm water to storm water basins constructed within the Specific Plan Area. All stormwaters would be pre-treated in accordance with current NPDES requirements and would be detained prior to discharge into the MID canals or the Stanislaus River. Basins would be capable of storing the 50-year storm volume in accordance with City of Riverbank standards.

The installation of the improvements will be within the footprint of the Specific Plan Area. Some physical impacts associated with development in the Specific Plan, such as agricultural conversion, etc., have been analyzed throughout this EIR. For some environmental topics it was determined that the Specific Plan would have a significant and unavoidable impact (i.e., loss of prime farmland). The installation of improvements would contribute to physical impacts, including those that have been determined to be significant and unavoidable.

Mitigation Measure 3.14-2 requires the Project applicant to submit a drainage plan to the City of Riverbank for review and approval. Nevertheless, consistent with the conclusions made throughout this EIR, installation of the stormwater drainage system infrastructure to serve the proposed Project would have a significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Mitigation Measure 3.14-2 is feasible and is hereby adopted, rendering it enforceable. The measure requires that, “[p]rior to the issuance of a grading permit, the Project applicant shall submit a drainage plan to the City of Riverbank for review and approval. The plan shall include an engineered storm drainage plan that demonstrates attainment of pre-Project runoff requirements prior to release and describes the volume reduction measures and treatment controls used to reach attainment consistent with the Riverbank Low Impact Development Design and Specifications Manual and the Riverbank Storm Drain System Master Plan.” The other mitigation measures relevant to the construction of stormwater drainage infrastructure do not specifically relate to the impacts of installing such infrastructure but rather relate to the impacts of development of the overall Project, of which stormwater drainage infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council’s policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described

earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than significant levels, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social and other benefits of the Project override any remaining significant adverse impact of the Project associated with impacts related to the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

4. IMPACT 4.21: CUMULATIVE IMPACT ON WASTEWATER UTILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on wastewater utilities is discussed on pages 4.0-29 through 4.0-32 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:

- (1) Remaining Impacts. Sanitary sewer will be provided to the Specific Plan Area through the installation of force mains, pump stations, and a network of gravity flow sewer mains. Figure 2.0-15 illustrates the preliminary sanitary sewer plan.

The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed sanitary sewer system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of wastewater infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the wastewater collection and conveyance system infrastructure to serve the proposed Project would have a cumulatively significant and significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing wastewater collection and conveyance infrastructure but

rather relate to the impacts of development of the overall Project, of which wastewater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on wastewater utilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

5. IMPACT 4.22: CUMULATIVE IMPACT ON WATER UTILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on water utilities is discussed on pages 4.0-32 through 4.0-35 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Domestic water service will be provided to the Specific Plan Area through the installation of a pressurized water system made up of onsite wells, water tanks, water mains, and a pressure regulating station. The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed water system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of water infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the water conveyance system infrastructure to serve the proposed Project would have a cumulatively significant and significant and unavoidable impact.

- (2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing water conveyance infrastructure but rather relate to the impacts of development of the overall Project, of which water infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be mitigated to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.
- (3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on water utilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

6. IMPACT 4.23: CUMULATIVE IMPACT ON STORMWATER FACILITIES.

- (a) Potential Impact. The potential for the Project to result in cumulative impacts on stormwater facilities is discussed on pages 4.0-35 through 4.0-39 of the Draft EIR.
- (b) Mitigation Measure. No feasible mitigation measures were identified specifically for this impact, but all measures addressing the direct physical impact of development of the overall Project are indirectly applicable here.
- (c) Findings. Based upon the EIR and the entire record before the City Council, the City Council finds that:
 - (1) Remaining Impacts. Stormwater will be collected through a network of gutters, inlets, and storm drains that will direct storm water to storm water basins constructed within the Specific Plan Area. The City of Riverbank Public Works Department will be responsible for the operation and maintenance of the proposed stormwater system upon installation of the improvements. The installation of the improvements will be within the footprint of the Specific Plan Area, as well as the offsite improvement area. The impacts associated with development in the Specific Plan, including the offsite improvement area, have been analyzed throughout the EIR. For some environmental topics it was determined that the Specific Plan would have a less than significant impact, while in other cases it was determined that development would have a significant and unavoidable impact (i.e., loss of prime farmland). This is a physical impact for which the installation of stormwater infrastructure will contribute. Consistent with the conclusions made throughout the EIR, installation of the stormwater collection system infrastructure to serve the

proposed Project would have a cumulatively significant and significant and unavoidable impact.

(2) Specific economic, social, legal, technological, or other considerations make infeasible any additional mitigation measures beyond the measures identified in the Final EIR and throughout these findings. Those measures do not specifically relate to the impacts of installing stormwater collection system infrastructure but rather relate to the impacts of development of the overall Project, of which stormwater infrastructure will be a part. These considerations include, among other things referenced elsewhere in these findings, the City Council's policy decision to pursue and achieve the underlying purpose of the project and the specific project objectives described earlier. To the extent that this significant adverse impact cannot feasibly be reduced to a less than cumulatively considerable (i.e., less than significant) level, the City Council finds that specific economic, social, policy-based, and other considerations identified in the Statement of Overriding Considerations support approval of the Project.

(3) Overriding Considerations. The environmental, economic, social, and other benefits of the Project override any remaining significant adverse impact of the Project associated with cumulative impacts on stormwater facilities, as more fully stated in the Statement of Overriding Considerations in Section VII, below.

IV. FINDINGS AND RECOMMENDATIONS REGARDING POTENTIALLY SIGNIFICANT IMPACTS WHICH ARE MITIGATED TO A LESS THAN SIGNIFICANT LEVEL

A. AGRICULTURAL RESOURCES

1. IMPACT 3.2-3: THE PROPOSED PROJECT HAS THE POTENTIAL TO RESULT IN CONFLICTS WITH ADJACENT AGRICULTURAL LANDS OR INDIRECTLY CAUSE CONVERSION OF AGRICULTURAL LANDS.

(a) Potential Impact. The potential for the Project to result in conflicts with adjacent agricultural lands or indirectly cause conversion of agricultural lands is discussed on pages 3.2-24 through 3.2-26 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.2-3.

(c) Findings. Existing agricultural operations that are located adjacent to the Specific Plan Area may be adversely impacted by the increased human presence in the Specific Plan Area. Additionally, future residents within the Specific Plan Area may be adversely affected by active agricultural operations associated with managing these lands. The General Plan addresses transitional areas between urban uses and ongoing agricultural operations with several land use designations that can serve as a buffer, including use of the Multi-Use Recreation/Resource Management (MUR/R), Agricultural resource

Conservation Area (AG), and Reserve (R). For the proposed Project, the City has utilized the Reserve (R) designation as a buffer land use for all areas proximate to the proposed developed within the Plan Area. The areas with a Reserve designation would not be converted to non-agricultural uses under the proposed Project, instead they would be reserved under their agricultural use. If and when development is eventually proposed in the Reserve Area, land planners will have to consider whether to include buffers within the Reserve Area to avoid conflicts with land uses occurring within the Specific Plan area.

Patterson Road provides a buffer between the southern portion of the Plan Area and existing agricultural operations located to the south. The Stanislaus River provides a buffer between the northern portion of the Plan Area and existing agricultural operations located to the north. There are no agricultural uses requiring buffer to the east.

Riverbank General Plan Policy CONS-3.2 includes provisions for protecting agricultural operations from encroachment of urban use using buffers. The buffers protect residential development from the effects of existing agricultural operations, and they are designed to protect the feasibility of ongoing agricultural activities on nearby lands (reduction in the effects of noise, dust, and the application of agricultural chemicals on residential development). This existing policy requires the width of the buffer to be 300 feet, except that the width of the buffer may be reduced where a project applicant demonstrates that a narrower buffer would protect the feasibility of ongoing agricultural activities on nearby lands and reduce the effects of noise, dust and the application of agricultural chemicals on residential development. Buffer areas may remain as open space or may be used for stormwater management; renewable energy production; community recreation amenities; or any other allowed use consistent with this policy. This existing policy provides mitigating effects on this potential impact, ensuring that the impact is less than significant. Mitigation Measure 3.2-3 requires Right to Farm language be incorporated into the Final Map for approval and recordation against the affected property. With the implementation of Mitigation Measures 3.2-3, the proposed Project would not result in conflicts with adjacent agricultural lands would result in a less than significant impact regarding this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.2-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with adjacent agricultural lands or indirectly cause conversion of agricultural lands will be mitigated to a less than significant level.

B. AIR QUALITY

1. IMPACT 3.3-1: PROJECT OPERATIONS COULD RESULT IN A CUMULATIVELY CONSIDERABLE NET INCREASE OF ANY CRITERIA POLLUTANT FOR WHICH THE PROJECT REGION IS IN NON-ATTAINMENT, AND COULD CONFLICT OR OBSTRUCT IMPLEMENTATION OF THE DISTRICT'S AIR QUALITY PLAN.
 - (a) Potential Impact. The potential for the Project to result in a cumulatively considerable net increase of any criteria pollutant for which the Project region is in non-attainment and could conflict or obstruct implementation of the District's air quality plan is discussed on page 3.3-24 through 3.3-25 of the Draft EIR.
 - (b) Mitigation Measures. Mitigation Measures 3.3-1 through 3.3-3.
 - (c) Findings. Table 3.3-8 in Section 3.3 of the Draft EIR shows the proposed Project unmitigated emissions, and Table 3.3-9 shows the proposed Project mitigated emissions. As shown in Table 3.3-8 and Table 3.3-9, operational emissions would exceed the SJVAPCD thresholds of significance for ROG, and PM₁₀, even after considering a variety of proposed Project characteristics within the modeling. Therefore, the proposed Project is required to implement all feasible mitigation to reduce criteria pollutant emissions to below the applicable SJVAPCD thresholds of significance. The proposed Project would be required to implement Mitigation Measure 3.3-1, which would ensure that individual Projects within the footprint of the proposed Project would reduce emissions to less than the applicable SJVAPCD thresholds of significance for criteria pollutants.

Additionally, Table 3.3-10 provides the proposed Project's mitigated emissions in comparison to this screening threshold. As shown in Table 3.3-10, even after accounting for a variety of proposed Project characteristics that would reduce proposed Project emissions, the overall proposed Project would generate greater than 100 pounds per day of emissions for CO, ROG, and PM₁₀. Therefore, the proposed Project is required to implement Mitigation Measure 3.3-2, which requires the project applicant(s) for individual development projects to develop an AAQA to determine if increase from an individual development project would cause or contribute to a violation of State or National Air Quality Standards. If the individual development project is shown to cause or contribute to a violation of State or National Air Quality Standards, additional mitigation is required to be implemented (such as those identified under Mitigation Measure 3.3-1), in consultation with the SJVAPCD, to reduce such emissions sufficiently to ensure that the individual development project would not cause or contribute to a violation of State or National Air Quality Standards.

Further, the proposed Project is required to implement Mitigation Measure 3.3-3, which requires each individual development Project to prepare and submit a Rule 9510 Indirect Source Review application that meets all SJVAPCD requirements, as applicable. It should be noted that many of the mitigation measures that may be utilized within the

Rule 9510 Indirect Source Review application may also overlap with the mitigation measures utilized to comply with Mitigation Measure 3.3-1 and Mitigation Measure 3.3-2, as applicable. Therefore, with implementation of Mitigation Measures 3.3-1, 3.3-2, and 3.3-3, the SJVAPCD Indirect Source Review process will result in significant reductions in air emissions, which will ensure that the Project will not conflict with or obstruct implementation of the applicable air quality plan, would be considered to have a ***less than significant*** impact.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.3-1 through 3.3-3 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in a cumulatively considerable net increase of any criteria pollutant for which the Project region is in non-attainment, and could conflict or obstruct implementation of the District's air quality plan will be mitigated to a less than significant level.

2. IMPACT 3.3-4: THE PROPOSED PROJECT HAS THE POTENTIAL FOR PUBLIC EXPOSURE TO TOXIC AIR CONTAMINANTS.

(a) Potential Impact. The potential for the Project to result in public exposure to toxic air contaminants is discussed on page 3.3-37 through 33-41 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.3-4.

(c) Findings. While implementation of the proposed Project, including the Specific Plan, would not result in an increased exposure of sensitive receptors to localized concentrations of TACs, there is a potential for future commercial business activity, as permitted under the Specific Plan, to result in increased exposure of sensitive receptors to localized concentrations of TACs. The emission sources could be stationary sources and/or mobile sources (i.e., diesel truck traffic). Because, at the early stage of land use planning for the Mixed Use areas, the City does not yet know the precise locations, configurations, and sizes of any future business/facility that may generate sufficient levels of TACs to create the possibility of adverse health effects, it is premature, at the Specific Plan stage, to undertake an overall health risk assessment for the Specific Plan. Future health risk assessments will be performed where warranted, as required by Mitigation Measure 3.3-4. After implementation of Mitigation Measure 3.3-4, the individual development projects within the Plan Area that have the potential to generate significant health risks would be mitigated to below the applicable SJVAPCD health risk thresholds.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.3-4 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the

EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in public exposure to toxic air contaminants will be mitigated to a less than significant level.

C. BIOLOGICAL RESOURCES

1. IMPACT 3.4-1: THE POTENTIAL TO HAVE A SUBSTANTIAL DIRECT OR INDIRECT EFFECT ON SPECIAL-STATUS INVERTEBRATE SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF AN ANIMAL COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.

(a) Potential Impact. The potential for the Project to have a substantial direct or indirect effect on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an animal community, or a drop in population levels below self-sustaining levels is discussed on page 3.4-34 through 3.4-38 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.4-1 and 3.4-2.

(c) Findings. Habitat for California linderiella (*Linderiella occidentalis*), midvalley fairy shrimp (*Branchinecta mesovallensis*), Molestan blister beetle (*Lytta molesta*), Vernal pool fairy shrimp (*Branchinecta lynchi*), and Vernal pool tadpole shrimp (*Lepidurus packardii*), is not found on-site. In its comments on the Notice of Preparation, the California Department of Fish and Wildlife did not identify any of these species as ones that might occur in the Project area.

Potential habitat for obscure bumble bee (*Bombus caliginosus*), crotch bumble bee (*Bombus crotchii*), and western bumble bee (*Bombus occidentalis*) is found on-site. Additionally, three occurrences of VELB have been documented within one mile of the Project Area: 0.1 miles west, 0.75 miles west, and 0.5 miles east. The Specific Plan is designed to place new development in areas that are previously disturbed by agricultural activity, and to conserve those areas that are undisturbed (i.e., riparian corridor along the Stanislaus River and bluff area). There is no elderberry plants located within the agricultural fields that are planned for development. Elderberry plants are located within the Stanislaus River riparian corridor but will remain in open space and will not be disturbed. The Offsite Sewer Line will not directly disturb elderberry plants. VELB will not be affected by the proposed Project.

Mitigation Measure 3.4-1 requires a preconstruction survey for VELB habitat and avoidance, and compensatory mitigation measures should habitat be found. Mitigation Measure 3.4-2 requires preconstruction survey for special-status bumble bees and avoidance and mitigation measures should bumble bees be found. With implementation of the above mitigation measures, the proposed Project would have a

less than significant impact on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an invertebrate community, or a drop in population levels below self-sustaining levels.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-1 and 3.4-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoids or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to have a substantial direct or indirect effect on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an animal community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

2. **IMPACT 3.4-2: THE POTENTIAL TO HAVE SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS REPTILE AND AMPHIBIAN SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF A REPTILE OR AMPHIBIAN COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.**

(a) **Potential Impact.** The potential to have substantial direct or indirect effects on special-status reptile and amphibian species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a reptile or amphibian community, or a drop in population levels below self-sustaining levels is discussed on pages 3.4-38 through 3.4-43 of the Draft EIR.

(b) **Mitigation Measures.** Mitigation Measures 3.4-3 and 3.4-4.

(c) **Findings.** The proposed Project is not anticipated to affect California red-legged frog, California tiger salamander, Northern California legless lizards, or western spadefoot because appropriate habitat is not present. The Stanislaus River, riparian area, and irrigation ditches provide both aquatic and upland habitat for two special status species: giant garter snake and western pond turtle. The Stanislaus River and riparian area will remain open space and will not be disturbed. The western pond turtle is a relatively common species in the region and the potential for presence is relatively high. On the other hand, giant garter snakes are an uncommon species in Stanislaus County and is not expected to be present regardless of aquatic or upland habitat in the Project Area and Offsite Sewer Line. These species have not been observed in the Project Area, or in the immediate vicinity.

Filling the irrigation ditches and the land immediately adjacent to the irrigation ditches would present a potential impact on western pond turtles if they were present at the time of construction. Preconstruction surveys would be necessary to ensure that no

individuals are present in the construction zone during construction. Mitigation Measure 3.4-3 requires a survey of the area for western pond turtles, and if present, the Project applicant would implement measures to avoid or minimize impacts on individuals of that species. Mitigation Measure 3.4-4 requires avoidance and mitigation measures for giant garter snakes.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-3 and 3.4-4 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to have substantial direct or indirect effects on special-status reptile and amphibian species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a reptile or amphibian community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

3. IMPACT 3.4-3: THE POTENTIAL TO HAVE SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS BIRD SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OR RESTRICTION IN THE RANGE OF A LISTED SPECIES, ELIMINATION OF A BIRD COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.

- (a) Potential Impact. The potential for the Project to have substantial direct or indirect effects on special-status bird species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a bird community, or a drop in population levels below self-sustaining levels is discussed on pages 3.4-43 and 3.4-51 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.4-5 through 3.4-7.
- (c) Findings. The Project Area is largely undeveloped, and most of the area has been previously used for agricultural uses. The exception is the riparian area, levee, buffer area, and Stanislaus River, which contain mostly undisturbed habitat. Field surveys did not reveal the presence of any special-status species. However, the powerlines throughout the Project Area, and trees found in the riparian and buffer areas can provide nesting opportunities for a variety of birds. During field surveys there was no evidence of nesting; however, new nests can be constructed in future breeding cycles. Suitable foraging habitat is located on and around the Project Area, and the Offsite Sewer Line. This includes foraging habitat for burrowing owls and Swainson's hawk, among other species of birds. The proposed project would require permanent disturbance to the foraging habitat to develop the Project Area. The Offsite Sewer Line would have a temporary impact given that the sewer line would be undergrounded and the surface area would be restored/revegetated. As such, Mitigation Measures 3.4-5 through 3.4-7 would be required.

Mitigation Measure 3.4-5 requires avoidance surveys for burrowing owl and, if needed, avoidance and minimization approaches would be developed in consultation with CDFW. Implementation of the above mitigation measures would ensure that potential impacts to burrowing owl are reduced to a less than significant level.

Mitigation Measure 3.4-6 requires preconstruction surveys for nesting Swainson's hawk and other raptors during the nesting season (February 1 through August 31). Nesting buffers may be required if found. This measure also requires the Project Applicant to conserve foraging habitat of equal value to the land that will be converted at a 0.5:1, 0.75:1, or 1:1 ratio based on the distance of the portion of the project relative to the closest nest tree. Here, the use of conservation easements at a 0.5:1, 0.75:1, or 1:1 ratio is a legitimate expression of state and local police powers given it is presented in the CDFW Staff Report regarding Mitigation for Impacts to Swainson's Hawks (*Buteo swainsoni*) in the Central Valley of California (1994). It also follows the conservation strategies used locally in the City's Sustainable Agricultural Strategy, which functions as a dual-purpose agricultural conservation program, while also functionally conserving the habitat qualities of agricultural land for species like the Swainson's hawk, among others. Although the developed farmland/Swainson's hawk foraging habitat is not replaced and does not necessarily reduce the impact to an insignificant level, an equivalent area of comparable farmland is permanently protected from a similar fate providing mitigation benefits. Further, the requirement of rough proportionality between the mitigation measure and the impact of the development project is met. For every acre of farmland/Swainson's hawk foraging habitat permanently lost to development within a usable proximity for foraging, another acre of farmland is permanently protected from development. Here, it is intended that Mitigation Measure 3.4-6 mitigates for the loss of foraging habitat following CDFW's recommendation. CDFW concludes in their Staff Report regarding Mitigation for Impacts on Swainson's Hawks (*Buteo swainsoni*) in the Central Valley of California (1994) that incorporation of these mitigation measures into a CEQA document would reduce a project's impact to a Swainson's hawk(s) to less than significant levels. As such, this impact would be reduced to a less than significant level with the implementation of mitigation.

Mitigation Measure 3.4-7 requires preconstruction surveys for active nests of special-status birds in all areas of suitable habitat within 500 feet of project disturbance. If active nests or behaviors indicating that active nests are present, are observed, appropriate buffers around the nest sites would be determined by a qualified biologist to avoid nest failure resulting from project activities. Implementation of the above mitigation measures would ensure that potential impacts to nesting special status birds are reduced to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.4-5 through 3.4-7 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them

enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to have substantial direct or indirect effects on special-status bird species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a bird community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

4. **IMPACT 3.4-4: THE POTENTIAL FOR SUBSTANTIAL DIRECT OR INDIRECT EFFECTS ON SPECIAL-STATUS MAMMAL SPECIES, INCLUDING THROUGH SUBSTANTIAL REDUCTION OF HABITAT, SUBSTANTIAL REDUCTION OF THE NUMBER OR RESTRICTION OF THE RANGE OF A LISTED SPECIES, ELIMINATION OF A MAMMAL COMMUNITY, OR A DROP IN POPULATION LEVELS BELOW SELF-SUSTAINING LEVELS.**

(a) **Potential Impact.** The potential for substantial direct or indirect effects on special-status mammal species, including through substantial reduction of habitat, substantial reduction of the number or restriction of the range of a listed species, elimination of a mammal community, or a drop in population levels below self-sustaining levels, is discussed on pages 3.4-51 through 3.4-53 of the Draft EIR.

(b) **Mitigation Measures.** Mitigation Measure 3.4-8.

(c) **Findings.** Development of the Project Area would eliminate foraging habitat for special-status bats by removing the agricultural areas. This has an indirect effect on bat species in the region. Development would not directly affect these bat species because it is not expected to result in injury or death to individual bats or roosts. Nevertheless, mitigation would be required. Mitigation Measure 3.4-8 requires a survey for bat roosts, as well as buffers, if needed, around the roost sites.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-8 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for substantial direct or indirect effects on special-status mammal species, including through substantial reduction of habitat, substantial reduction of the number or restriction of the range of a listed species, elimination of a mammal community, or a drop in population levels below self-sustaining levels will be mitigated to a less than significant level.

5. **IMPACT 3.4-6: THE POTENTIAL TO CAUSE A SUBSTANTIAL ADVERSE EFFECT ON PROTECTED WETLANDS AND JURISDICTIONAL WATERS.**

(a) **Potential Impact.** The potential for the Project to cause a substantial adverse effect on protected wetlands and jurisdictional waters is discussed on pages 3.4-55 through 3.4-57 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-9.

(c) Findings. The Stanislaus River, riparian area, and MID facilities will not be directly affected, and do not require permitting. The network of agricultural ditches is all anticipated to be deemed non-jurisdictional, although the final jurisdictional determination is made by the regulatory agencies during a consultation and/or permit process. The Project applicant for parcels that contain any of these agricultural ditches must consult with the USACE, CDFW, and RWQCB to ensure that the regulatory agency does not claim jurisdiction and require a permit for construction activities. If the regulatory agencies take jurisdiction over these facilities, the Project applicant for the parcels with the facilities would be required to obtain a permit and provide compensatory mitigation in accordance with the regulatory agency's requirements. There are no other wetlands that are proposed for disturbance. Nevertheless, mitigation is proposed that ensures proper mitigation of any wetlands that might unexpectedly be encountered during the planning and development process.

Mitigation Measure 3.4-9 requires that, if construction activities would disturb the agricultural ditch within the Project Area, the property owner/applicant proposing the activity shall verify with federal and state regulators that the facility is non-jurisdictional or qualifies under the agricultural ditch exemption. If the facilities do not qualify for the exemption and are determined to be jurisdictional by the regulatory agencies, any fill activity would require authorization for fill from the regulatory agencies (USACE-404 permit, RWQCB-401 certification, 1600 Streambed Alteration Agreement). These agencies, pursuant to the laws governing their activities, will impose any mitigation requirements necessary to account for the loss of, or adverse impacts to, biologically key features. For example, the Clean Water Act typically requires that there be no net loss of wetland values and functions. And Fish and Game Code 1602 authorize CDFW to impose reasonable measures necessary to protect affected fish and wildlife resources. With implementation of the above mitigation measure, the proposed Project would have a less than significant impact on protected wetlands and jurisdictional waters. There would be no substantial adverse effect on state or federally protected wetlands.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-9 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to cause a substantial adverse effect on protected wetlands and jurisdictional waters will be mitigated to a less than significant level.

6. IMPACT 3.4-9: THE POTENTIAL TO CONFLICT WITH AN ADOPTED HABITAT CONSERVATION PLAN.

(a) Potential Impact. The potential for the Project to conflict with an adopted Habitat Conservation Plan is discussed on pages 3.4-60 and 3.4-61 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-10.

(c) Findings. The Project Area is not subject to an HCP or NCCP. However, the Offsite Sewer Line is in San Joaquin County, which has an HCP/NCCP in effect. The San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP), in accordance with ESA Section 10(a)(1)(B) and CESA Section 2081(b) Incidental Take Permits, provides compensation for the Conversion of Open Space to non-Open Space uses which affect the plant, fish and wildlife species covered by the Plan, hereinafter referred to as "SJMSCP Covered Species". In addition, the SJMSCP provides some compensation to offset the impacts of open space land conversions on non-wildlife related resources such as recreation, agriculture, scenic values, and other beneficial Open Space uses.

The Offsite Sewer Line is subject to the SJMSCP given that it is in San Joaquin County. The proposed Project does not conflict with the SJMSCP. Therefore, the proposed Project would have a less than significant impact relative to this topic. Mitigation Measure 3.4-10 requires participation in the SJMSCP for installation of the Offsite Sewer Line.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-10 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with an adopted Habitat Conservation Plan will be mitigated to a less than significant level.

7. IMPACT 3.4-10: THE POTENTIAL TO CONFLICT WITH LOCAL POLICIES OR ORDINANCES PROTECTING BIOLOGICAL RESOURCES, SUCH AS A TREE PRESERVATION POLICY OR ORDINANCE.

(a) Potential Impact. The potential to conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance is discussed on pages 3.4-59 and 3.4-68 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.4-11.

(c) Findings. The proposed Project is substantially consistent with the local policies and ordinances protecting biological resources, such as a tree preservation policy or ordinance. The Project has been designed with ample open space, park, and trail areas to maintain open space linkages to the extent feasible. The Project would be required to comply with applicable policies to minimize impacts to special-status species and their associated habitat. Where impacts are identified, mitigation measures are presented to minimize, avoid, or compensate to the extent practicable. Therefore, this impact would be considered less than significant. Mitigation Measure 3.4-11 requires compliance with the City's Oak and Landmark Tree Preservation Ordinance.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.4-11 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance will be mitigated to a less than significant level.

D. CULTURAL AND TRIBAL RESOURCES

1. IMPACT 3.5-1: PROJECT IMPLEMENTATION HAS THE POTENTIAL TO CAUSE A SUBSTANTIAL ADVERSE CHANGE TO AN HISTORICAL RESOURCE AS DEFINED IN CEQA GUIDELINES §15064.5, A UNIQUE ARCHAEOLOGICAL RESOURCE AS DEFINED IN PUBLIC RESOURCES CODE SECTION 21083.2, OR A TRIBAL CULTURAL RESOURCE, AS DEFINED IN PUBLIC RESOURCES CODE §21074.

- (a) Potential Impact. The potential to cause a substantial adverse change to an historical resource as defined in CEQA Guidelines §15064.5, a unique archaeological resource as defined in Public Resources Code section 21083.2, or a tribal cultural resource, as defined in Public Resources Code §21074, is discussed on pages 3.5-19 through 3.5-25 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.5-1 and 3.5-2.
- (c) Findings. From the preliminary efforts made in the survey and shovel testing as part of the cultural resources assessment, it can be concluded that there are two significant prehistoric period resources within the Berghill Boundary area: ML-20-02 and ML-20-03, that may contain information related to the prehistoric use and occupancy of the sites. Mitigation Measure 3.5-1 addresses the potential impacts to these two significant prehistoric period resources. They appear to qualify as “historical resources” within the meaning of CEQA and are treated as such for purposes of mitigation. Although confidentiality laws prevent the City from disclosing the location of these two sites, they can be avoided and preserved. Because Mitigation Measure 3.5-1 will require such avoidance and preservation, potential impacts to Resources ML-20-02 and ML-20-03 would be less than significant with the implementation of mitigation.

The portions of the Specific Plan Area that have not been field surveyed will warrant complete coverage surveys if those property owners seek development entitlements beyond the long-range planning effort provided by the Specific Plan. Additionally, all areas outside the Specific Plan Area, but within the Project Area, will warrant complete coverage surveys if those property owners seek development entitlements beyond the long-range planning effort provided by the proposed SOI Expansion. As such, no development or other physical change would occur in areas that have not been subject to a survey. Should these areas be planned for development in the future, a separate

environmental review would occur to evaluate the physical environmental changes that they propose and the potential impacts to cultural resources (via field surveys, building evaluations, etc., as applicable) would be analyzed. As with most projects in the region that involve ground-disturbing activities, there is the potential for discovery of previously unknown unique archaeological resources, historical resources of an archaeological nature, or tribal cultural resources. The locations of any such resources are not yet known, however, it is anticipated that if resources are discovered they will be avoided.

Mitigation Measure 3.5-1 addresses the potential impacts to Resources ML-20-2 and ML-20-3, which are the only two significant prehistoric period resources known to exist within areas that have been surveyed. Mitigation Measure 3.5-2 provides methods by which any such future discovered subsurface resources can be analyzed before they are potentially destroyed. In some circumstances, such resources could be preserved in place, thereby ensuring that there are no substantial adverse changes in the attributes that make those resources qualify as unique archaeological resources, historical resources of an archaeological nature, or tribal cultural resources.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.5-1 and 3.5-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to cause a substantial adverse change to an historical resource as defined in CEQA Guidelines §15064.5, a unique archaeological resource as defined in Public Resources Code section 21083.2, or a tribal cultural resource, as defined in Public Resources Code §21074, will be mitigated to a less than significant level.

2. **IMPACT 3.5-2: PROJECT IMPLEMENTATION HAS THE POTENTIAL TO DISTURB HUMAN REMAINS, INCLUDING THOSE INTERRED OUTSIDE OF FORMAL CEMETERIES.**

- (a) **Potential Impact.** The potential to disturb human remains, including those interred outside of formal cemeteries, is discussed on pages 3.5-24 and 3.5-25 of the Draft EIR.
- (b) **Mitigation Measures.** Mitigation Measure 3.5-3.
- (c) **Findings.** While no human remains were found during field surveys of the Berghill Property, and there are no records or literature documenting a previous find in the Project Area, implementation of the following mitigation measure would ensure that all construction activities which inadvertently discover human remains implement state-required consultation methods to determine the disposition and historical significance of any discovered human remains. Mitigation Measure 3.5-3 provides the appropriate procedures if subsurface deposits believed to be human in origin are discovered during construction and/or ground disturbance. This would include all work being halted within

a 100-foot radius of the discovery for the appropriately qualified professionals to evaluate the find and provide recommendations on how to proceed. If the appropriately qualified professional determines that the find is not human remains, work may resume immediately and no agency notifications are required. However, if the appropriately qualified professional determines that the find is human remains, procedures are outlined in Mitigation Measure 3.5-3 on how to proceed to ensure that the County Coroner is contacted for an evaluation, and appropriate mitigation or treatment measures are developed based on the findings of the coroner. The intent of this requirement is to ensure that any human remains found is evaluated and protected from significant adverse impacts. Implementation of Mitigation Measure 3.5-3 as previously stated, would ensure that the potential to disturb human remains, including those interred outside of formal cemeteries, would be reduced to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.5-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to disturb human remains, including those interred outside of formal cemeteries, will be mitigated to a less than significant level.

E. GEOLOGY AND SOILS

1. IMPACT 3.6-2: IMPLEMENTATION AND CONSTRUCTION OF THE PROPOSED PROJECT MAY RESULT IN SUBSTANTIAL SOIL EROSION OR THE LOSS OF TOPSOIL.

(a) Potential Impact. The potential for the Project to result in substantial soil erosion or the loss of topsoil is discussed on pages 3.6-21 through 3.6-24 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.6-1.

(c) Findings. Erosion factor K indicates the susceptibility of soil to sheet and rill erosion by water. Values of K range from 0.02 to 0.69. Other factors being equal, the higher the value, the more susceptible the soil is to sheet and rill erosion by water. Within the Project Area, the erosion factor Kf varies from 0.02 to 0.37, which is considered a low to moderate potential for erosion. Furthermore, because the Project Area is essentially flat, the erosion potential is considered slight. Regardless of the potential for erosion, there is always the potential for human-caused erosion associated with construction activities or through the operational phase of a project. Grading, excavation, removal of vegetation cover, and loading activities associated with construction activities temporarily expose soils and increase the potential for soil erosion and sedimentation during rain events. Construction activities can also result in soil compaction and wind erosion effects that can adversely affect soils and reduce the revegetation potential at construction sites and staging areas.

In accordance with the National Pollutant Discharge Elimination System (NPDES) Stormwater Program, Mitigation Measure 3.6-1 requires an approved Storm Water Pollution Prevention Plan (SWPPP) designed to control erosion and the loss of topsoil to the extent practicable using Best Management Practices (BMPs) that the Regional Water Quality Control Board (RWQCB) has deemed effective in controlling erosion, sedimentation, runoff during construction activities. The RWQCB has stated that these erosion control measures are only examples of what should be considered and should not preclude new or innovative approaches currently available or being developed. The specific controls are subject to review and approval by the RWQCB and are existing regulatory requirements. Implementation of Mitigation Measures 3.6-1 would ensure that the proposed Project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.6-1 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to result in substantial erosion or the loss of topsoil will be mitigated to a less than significant level.

2. IMPACT 3.6-5: THE PROPOSED PROJECT HAS THE POTENTIAL TO DIRECTLY OR INDIRECTLY DESTROY A UNIQUE PALEONTOLOGICAL RESOURCE OR SITE OR UNIQUE GEOLOGIC FEATURE.

- (a) Potential Impact. The potential for the Project to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature is discussed on pages 3.6-26 through 3.6-28 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measure 3.6-2.
- (c) Findings. The field surveys have not revealed any surface evidence of paleontological resources. Regardless, it is always possible that undiscovered paleontological resources could be encountered during ground-disturbing activities. Damage to or destruction of a paleontological resource would be considered a potentially significant impact under local, state, or federal criteria. Implementation of Mitigation Measure 3.6-2 would ensure steps would be taken to reduce impacts to paleontological resources in the event that they are discovered during construction, including stopping work in the event potential resources are found, evaluation of the resource by a qualified paleontologist and appropriate handling and disposition of any potential resource. To the extent that any unique paleontological resources that might be found cannot be preserved in place, they will be made available for study by experts at the University of California Museum of Paleontology, who will be able to obtain from them any scientific information that they can contribute to ongoing advances in the field of paleontology. This mitigation measure would reduce this impact to a less than significant level.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.6-2 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential for the Project to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature will be mitigated to a less than significant level.

F. HAZARDS AND HAZARDOUS MATERIALS

1. IMPACT 3.8-1: POTENTIAL TO CREATE A SIGNIFICANT HAZARD TO THE PUBLIC OR THE ENVIRONMENT THROUGH THE ROUTINE TRANSPORT, USE, OR DISPOSAL OF HAZARDOUS MATERIALS OR THROUGH REASONABLY FORESEEABLE UPSET AND ACCIDENT CONDITIONS INVOLVING THE RELEASE OF HAZARDOUS MATERIALS INTO THE ENVIRONMENT.

(a) Potential Impact. The potential to create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials or through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment is discussed on pages 3.8-23 through 3.8-28 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measures 3.8-1 through 3.8-4.

(c) Findings. The Phase I ESA for the Berghill Property has revealed evidence of a historical recognized environmental condition and environmental issues in connection with the Project Area. Based on the conclusions of the Phase I ESA, an Operations and Maintenance (O&M) Program should be implemented to safely manage the suspect ACMs and LBP located at the subject property. Additionally, existing areas containing above ground storage tanks and storage of farm equipment would require soil sampling to assess the soil in these areas. Further, according to the Phase I ESA, the key site manager indicated there are four onsite agricultural water wells and one domestic well for the onsite residence. Should other groundwater wells be present onsite, the proper well abandonment permit would be obtained.

Areas within the Specific Plan Area, but outside the Berghill property, were part of a CEQA Hazards Assessment, which is limited to database searches, aerial reconnaissance, and literature and map review. While there has been no evidence of an environmental concern in these areas based on the Hazards Assessment, these areas did not include a site investigation or property owner questionnaires/interviews. It is anticipated that there are wells, storage tanks, buildings, and agricultural activities that present environmental concerns that warrant additional site investigation and potentially soil and groundwater testing. A Phase I ESA prepared for these areas would provide the additional site-specific information needed to determine if, and where, soil and groundwater testing may be warranted.

There is no evidence of a REC within the Specific Plan Area. Nevertheless, the Phase I ESA and Hazards Assessment has identified potential environmental concerns that should be evaluated further prior to ground disturbance. Implementation of the following mitigation measures will be required.

Mitigation Measure 3.6-1, contained in Section 3.6, Geology and Soils, ensures compliance with existing regulatory requirements to prepare a SWPPP designed to control erosion and the loss of topsoil to the extent practicable using best management practices (BMPs) that the RWQCB has deemed effective in controlling erosion, sedimentation, and runoff during construction activities.

Mitigation Measure 3.8-1 requires the Project applicant for any property in the Specific Plan Area, except for the Berghill property, to submit a Phase I ESA for the property. The purpose of the Phase I ESA is to supplement the research and analysis that has already been prepared for this area as part of the CEQA Hazards Assessment which is limited to database searches, aerial reconnaissance, and literature and map reviews. The Berghill property is excluded from this mitigation measure because a Phase I ESA has already been prepared for this property.

Mitigation Measure 3.8-2 requires the Project Applicant to hire a qualified consultant to perform additional soil and site testing. There may be additional areas identified in the Phase I ESAs prepared for areas outside the Berghill Property in accordance with Mitigation Measure 3.8-1; however, the following areas of the Berghill Property have already been deemed to have potentially hazardous conditions present:

- The residential units and adjoining structures.
- The remnant construction and/or farming materials (i.e., remnant pipes, etc.).
- The soils in the area where farming equipment and above ground tanks have been stored.

A soil sampling and analysis workplan is also required to be submitted for approval by the Stanislaus County Department of Environmental Resources prior to the work. The measure also includes steps to take if the sampling results indicate the presence of agrichemicals that exceed commercial screening levels, or if asbestos-containing materials and/or lead are found in buildings.

Further, Mitigation Measure 3.8-3 requires the applicant to submit a Hazardous Materials Business Plan (HMBP) to the Stanislaus County Division of Environmental Resources (CUPA) for review and approval.

Lastly, Mitigation Measure 3.8-4 requires any ground disturbance activities within 50 feet of a well to obtain a well abandonment permit from Stanislaus County Department of Environmental Resources, and properly abandon the onsite wells, pursuant to review

and approval of the City Engineer and the Stanislaus County Department of Environmental Resources.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.8-1 through 3.8-4 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials or through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment will be mitigated to a less than significant level.

G. HYDROLOGY AND WATER QUALITY

1. IMPACT 3.9-1: THE PROPOSED PROJECT HAS THE POTENTIAL TO VIOLATE WATER QUALITY STANDARDS OR WASTE DISCHARGE REQUIREMENTS OR OTHERWISE SUBSTANTIALLY DEGRADE SURFACE OR GROUND WATER QUALITY.

- (a) Potential Impact. The potential to violate water quality standards or waste discharge requirements or otherwise substantially degrade surface or ground water quality is discussed on pages 3.9-27 through 3.9-31 of the Draft EIR.
- (b) Mitigation Measures. Mitigation Measures 3.9-1 and 3.9-2.
- (c) Findings. The ongoing operational phase of the proposed Project requires the final discharge of stormwater into the on-site detention basins. The discharge of stormwater must be treated through BMPs prior to its discharge. The City of Riverbank implements best management practices to the extent they are technologically achievable to prevent and reduce pollutants.

Additionally, there are various non-structural and structural stormwater BMPs that can be implemented to reduce water pollution. Non-structural BMPs are typically aimed at prevention of pollution through public education and outreach. Non-structural BMPs include: school educational programs, newsletters, website information, commercial, billboards/advertisements, river cleanups, and storm drain stenciling. Structural BMPs are aimed at the physical collection, filtering, and detaining of stormwater. Structural BMPs include items such as drop inlet filters, vault filters, hydrodynamic separators, surface detention basins, and underground detention facilities.

The mitigation measures would ensure that BMPs are implemented during construction and operation to reduce the amount of pollution in stormwater discharged from the Project Area into the on-site MID facilities. The management of water quality through obtaining a General Industrial Stormwater Permit and implementing BMPs is intended to ensure that water quality does not degrade to levels that would violate water quality

standards. With implementation of the mitigation measures, the implementation of the proposed Project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measures 3.9-1 and 3.9-2 are appropriate changes or alterations that have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts these measures, rendering them enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to violate water quality standards or waste discharge requirements or otherwise substantially degrade surface or ground water quality will be mitigated to a less than significant level.

H. NOISE

1. IMPACT 3.11-2: CONSTRUCTION OF THE PROPOSED PROJECT MAY RESULT IN VIBRATION IMPACTS.

(a) Potential Impact. The potential to result in construction vibration is discussed on pages 3.11-17 and 3.11-18 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.11-3.

(c) Findings. Except for vibratory compactors, the Table 3.11-12 data indicates that construction vibration levels anticipated for the Project are less than the 0.2 in/sec threshold at 25 feet. Use of vibratory compactors within 26 feet of the adjacent buildings could cause vibrations more than 0.2 in/sec. Sensitive receptors which could be impacted by construction-related vibrations, especially vibratory compactors/rollers, are potentially located within 26 feet, or less, from future development. It is noted that, due to the size and location of the Specific Plan Area, most construction activities would occur at distances further than 26 feet.

Mitigation Measure 3.11-3 requires that compaction less than 26 feet from the adjacent residential structures be accomplished by using static drum rollers which use weight instead of vibrations to achieve soil compaction. As an alternative to this requirement, pre-construction crack documentation and construction vibration monitoring could be conducted to ensure that construction vibrations do not cause damage to any adjacent structures. Implementation of the Mitigation Measure 3.11-3 will ensure that these potential impacts are reduced to a less-than-significant level. Sensitive receptors will not be subjected to vibrations more than 0.2 in/sec.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.11-3 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessens the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the

potential to generate construction vibration will be mitigated to a less than significant level.

I. UTILITIES AND SERVICE SYSTEMS

1. IMPACT 3.14-2: THE PROPOSED PROJECT HAS THE POTENTIAL TO RESULT IN A DETERMINATION BY THE WASTEWATER TREATMENT AND/OR COLLECTION PROVIDER WHICH SERVES THE PROJECT THAT THE PROVIDER DOES NOT HAVE ADEQUATE CAPACITY TO SERVE THE PROJECT'S PROJECTED DEMAND IN ADDITION TO THE PROVIDER'S EXISTING COMMITMENTS.

(a) Potential Impact. The potential to result in a determination by the wastewater treatment and/or collection provider which serves the project that the provider does not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments is discussed on pages 3.14-14 through 3.14-19 of the Draft EIR.

(b) Mitigation Measures. Mitigation Measure 3.14-1.

(c) Findings. The proposed Specific Plan would require sewer allocation for each phase of development as the phase is constructed through 2040. Allocation of available sewer capacity would be made at the time payment of the appropriate connection fees is made to the City to cover a pro-rata fair share of the capital cost for the sewer capacity. The WWTP upgrades, if built, are anticipated to increase capacity of the plant by 0.69 mgd once funding is secured, of which the proposed Specific Plan will require 0.64 mgd at buildout. The first 5-10 years of construction phases may be adequately served by the WWTP upgrades that add 0.69 mgd; however, it may be necessary for additional WWTP upgrades based on other development that occurs throughout the City. Overall, the Specific Plan's capacity needs may exceed the wastewater discharge requirements from the wastewater treatment provider, which will depend on future project demands and WWTP upgrade implementation. WWTP upgrades are dependent on financing, as well, as design, engineering, and construction schedule that is not yet secure. This is a potentially significant impact, however, mitigation that limits construction to only those units that have secured capacity would ensure that there is no exceedance of sewer capacity. With implementation of the following mitigation measure the proposed project would have a less than significant impact relative to this topic.

In accordance with PRC § 21081(a)(1), Mitigation Measure 3.14-1 is an appropriate change or alteration that has been required in, or incorporated into, the Project which avoids or substantially lessen the significant environmental effect as identified in the EIR. The City Council hereby adopts the measure, rendering it enforceable. Based upon the EIR and the entire record before the City Council, the City Council finds that the potential to result in a determination by the wastewater treatment and/or collection provider which serves the project that the provider does not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments will be mitigated to a less than significant level.

V. FINDINGS AND RECOMMENDATIONS REGARDING THOSE IMPACTS WHICH ARE LESS THAN SIGNIFICANT OR LESS THAN CUMULATIVELY CONSIDERABLE

Specific impacts within the following categories of environmental effects were found to be less than significant even in the absence of mitigation, as set forth in more detail in the Draft EIR.

Aesthetics and Visual Resources: The following specific impacts were found to be less than significant: 3.1-2 and 3.1-3.

Agricultural Resources: The following specific impact was found to be less than significant: 3.2-2.

Air Quality: The following specific impacts were found to be less than significant: 3.3-2, 3.3-3, and 3.3-5.

Biological Resources: The following specific impacts were found to be less than significant: 3.4-5, 3.4-7, and 3.4-8.

Geology and Soils: The following specific impacts were found to be less than significant: 3.6-1, 3.6-3, and 3.6-4.

Greenhouse Gases, Climate Change, and Energy: The following specific impacts were found to be less than significant: 3.7-3, and 3.7-4.

Hazards and Hazardous Materials: The following specific impacts were found to be less than significant: 3.8-2, 3.8-3, 3.8-4, 3.8-5, and 3.8-6.

Hydrology and Water Quality: The following specific impacts were found to be less than significant: 3.9-2, 3.9-3, 3.9-4, and 3.9-5.

Land Use, Population, and Housing: The following specific impacts were found to be less than significant: 3.10-1, 3.10-2, and 3.10-3.

Public Services and Recreation: The following specific impacts were found to be less than significant: 3.12-2, 3.12-4, and 3.12-5.

Transportation and Circulation: The following specific impact was found to be less than significant: 3.13-4.

Utilities: The following specific impacts were found to be less than significant: 3.14-4 and 3.14-6.

The Project was found to have a less than cumulatively considerable contribution to specific impacts within the following categories of environmental effects as set forth in more detail in the Draft EIR.

Aesthetics and Visual Resources: The following specific impacts were found to be less than cumulatively considerable: 4.1 and 4.3.

Land Use and Population: The following specific impact was found to be less than cumulatively considerable: 4.15 and 4.16.

Utilities: The following specific impact was found to be less than cumulatively considerable: 4.24.

The above impacts are less than significant or less than cumulatively considerable for one of the following reasons:

- The EIR determined that the impact is less than significant for the Project;
- The EIR determined that the Project would have a less than cumulatively considerable contribution to the cumulative impact; or
- The EIR determined that the impact is beneficial (would be reduced) for the Project.

VI. PROJECT ALTERNATIVES

A. IDENTIFICATION OF PROJECT OBJECTIVES

An EIR is required to identify a range of reasonable alternatives to the project. The “range of potential alternatives to the proposed project shall include those that could feasibly accomplish most of the basic objectives of the project and could avoid or substantially lessen one or more of the significant effects.” (CEQA Guidelines § 15126.6(c).) “Among the factors that may be taken into account when addressing the feasibility of alternatives are site suitability, economic viability, availability of infrastructure, general plan consistency, other plans or regulatory limitations, jurisdictional boundaries (projects with a regionally significant impact should consider the regional context), and whether the proponent can reasonably acquire, control or otherwise have access to the alternative site (or the site is already owned by the proponent).” (CEQA Guidelines § 15126.6(f)(1).)

The underlying purpose of the proposed Project is the expansion of the City of Riverbank Sphere of Influence, and approval and subsequent implementation of the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California.

The underlying project purpose of providing housing for the county and state is in part a response to, and is driven by, strong policy direction from the Legislature, which has declared that “California has a housing supply and affordability crisis of historic proportions. The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives.” (Gov. Code Section 65589.5[a][2][A].) “California housing has become the most expensive in the nation. The excessive cost of the state's housing supply is partially caused by activities and policies of many local governments that limit the approval of housing, increase the

cost of land for housing, and require that high fees and exactions be paid by producers of housing.” (*Id.*, Section 65589.5[a][1][C].) “Among the consequences of those actions are discrimination against low-income and minority households, lack of housing to support employment growth, imbalance in jobs and housing, reduced mobility, urban sprawl, excessive commuting, and air quality deterioration.” (*Id.*, Section 65589.5[a][1][B].) “An additional consequence of the state’s cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California’s cumulative housing shortfall therefore has not only national but international environmental consequences.” (*Id.*, Section 65589.5[a][2][I].) The Project is intended to directly address these legislative concerns.

Consistent with the above-described underlying purpose and state policy considerations, the primary objectives of the Specific Plan are to establish the framework for a new mixed-use community, allowing residents to live in a community where they can enjoy a high quality of life with abundant opportunities for outdoor recreation and social activities. The following goals have been established as a framework to achieving the primary objectives for the Specific Plan and for purposes of satisfying the requirement, in CEQA Guidelines section 15124[b], to identify a “statement of objectives” for the Project:

- Goal 1: Develop a mix of residential housing products to accommodate a variety of desires in the market.
- Goal 2: Prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.
- Goal 3: Develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space.
- Goal 4: Promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction.
- Goal 5: Respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area.
- Goal 6: Achieve a safe and efficient circulation system for all users and modes of transportation.
- Goal 7: Highlight village identity while promoting community amenities.

The Project goals and objectives, presented above, were developed by the City in response to the Legislature’s repeated determinations in recent years that California is facing a statewide housing crisis, and the City’s desire to facilitate the construction of new housing in the face of the housing crisis. The City staff has responded with adequate attention to the economic, environmental, and social costs of reduced housing density by establishing a quantified target density that provided the City with significant flexibility to evaluate different scenarios for residential projects on the Project site.

B. ALTERNATIVES ANALYSIS IN EIR

The alternatives analysis provides a summary of the relative impact levels of significance associated with each alternative for each of the environmental issue areas analyzed in the Draft EIR. The environmental analysis for each of the alternatives is included in Chapter 5.0.

1. NO PROJECT (NO BUILD) ALTERNATIVE:

The **No Project (No Build) Alternative** is discussed on pages 5.0-6, 5.0-7, and 5.0-8 through 5.0-17 of the Draft EIR. Under the No Project (No Build) Alternative development of the Plan Area would not occur, and the Plan Area would remain in its current existing condition. The current uses in the Project Area are predominantly agricultural operations, including almond and walnut orchards in the eastern/southeastern portion of the Project Area and cherry orchards and agricultural land in the western/central portion of the Project Area. Under this alternative, the Plan Area would not be annexed to the City and would remain subject to County planning indefinitely. The Stanislaus County General Plan designates most of the Project Area as Agriculture (AG), and a small portion (5 acres including APNs 074-005-012, 074-005-013, 074-005-010, 074-005-011) of the eastern Project Area as Urban Transition (UT). The Stanislaus County Zoning Ordinance currently designates the majority of the Project Area for General Agriculture 40 Acre (A-2-40) uses, and a limited portion (APNs 074-005-012, 074-005-013, 074-005-010, 074-005-011) as General Agriculture 10 Acre (A-2-10). It is noted that the No Project (No Build) Alternative would fail to meet the Project objectives. See Figure 5.0-1, No Project (No Build) Alternative, in Chapter 5.0 of the Draft EIR which shows the existing site conditions.

Environmental Findings: Environmental benefits of this alternative over the proposed Project include the reduction of impacts to all impacts and environmental topics, including: Aesthetics, Agricultural Resources, Air Quality, Biological Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change and Energy, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Population, and Housing, Noise, Public Services and Recreation, Transportation and Circulation, and Utilities.

Feasibility Considerations: While the City recognizes the environmental benefits of the No Project (No Build) Alternative, this alternative would not achieve the underlying purpose of the Project or any of the Project objectives. Specifically, this alternative would not: expand the City of Riverbank Sphere of Influence or approve and implement the River Walk Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California; develop a mix of residential housing products to accommodate a variety of desires in the market; prioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place; develop a community core area that serves as a central community gathering place for social interaction, recreation, retail, services, and living space; promote health and wellness through extensive pedestrian and bicycle trails, outdoor recreation areas, and opportunities for social interaction; respect the natural resources (i.e., Stanislaus River), terrain, and character of land by designing a residential community that highlights the scenic views of the Plan Area; achieve a safe and efficient circulation system for all users and modes of transportation; or highlight village identity while promoting community amenities.

In short, the No Project (No Build) Alternative represents a lost opportunity to build housing and therefore to make progress towards ameliorating the statewide housing crisis. In the City Council's judgment, this would be an undesirable outcome from a public policy standpoint. The City Council notes that in 2017, in amending a law known as the Housing Accountability Act (Stats. 2017, ch. 368), the Legislature found that, "[a]ccording to reports and data, California has accumulated an unmet housing backlog of nearly 2,000,000 units and must provide for at least 180,000 new units annually to keep pace with growth through 2025." (Gov. Code, § 65589.5(a).) "California's overall homeownership rate is at its lowest level since the 1940s. The state ranks 49th out of the 50 states in homeownership rates as well as in the supply of housing per capita. Only one-half of California's households are able to afford the cost of housing in their local regions." (*Ibid.*) This housing crisis "threatens the economic, environmental, and social quality of life in California." (*Ibid.*) "The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives." (*Ibid.*) "An additional consequence of the state's cumulative housing shortage is a significant increase in greenhouse gas emissions caused by the displacement and redirection of populations to states with greater housing opportunities, particularly working- and middle-class households. California's cumulative housing shortfall therefore has not only national but international environmental consequences." (*Ibid.*)

Two years later, the Legislature enacted the Housing Crisis Act of 2019 (Stats. 2019, ch. 654), the centerpiece of which is Government Code section 66300. In passing this legislation, the Legislature found that "[t]he housing crisis harms families across California and has resulted in all the following:

- (A) Increased poverty and homelessness, especially first-time homelessness.
- (B) Forced lower income residents into crowded and unsafe housing in urban areas.
- (C) Forced families into lower cost new housing in greenfields at the urban-rural interface with longer commute times and a higher exposure to fire hazard.
- (D) Forced public employees, health care providers, teachers, and others, including critical safety personnel, into more affordable housing farther from the communities they serve, which will exacerbate future disaster response challenges in high-cost, high-congestion areas and increase risk to life.
- (E) Driven families out of the state or into communities away from good schools and services, making the ZIP Code where one grew up the largest determinate of later access to opportunities and social mobility, disrupting family life, and increasing health problems due to long commutes that may exceed three hours per day."

(2019 Cal. Legis. Serv. Ch. 654 (S.B. 330), § 2(a)(6).)

CEQA takes concerns of these kinds into account. The Legislature intends that public agencies, in regulating private activities affecting the environment, "shall regulate such activities so that major consideration is given to preventing environmental damage, *while providing a decent home and satisfying living environment for every Californian.*" (PRC § 21000(g), italics added.) Public Resources

Code Section 21159.26 states that “[w]ith respect to a project that includes a housing development, a public agency may not reduce the proposed number of housing units as a mitigation measure or project alternative for a particular significant effect on the environment if it determines that there is another feasible specific mitigation measure or project alternative that would provide a comparable level of mitigation. This section does not affect any other requirement regarding the residential density of that project.”

The No Project (No Build) Alternative would not provide any new housing, and thus would not meet, to any degree, the above-described project purpose, project objectives, or statewide policies favoring the production of new housing. The No Project (No Build) Alternative would lead to an undesirable policy outcome. The City Council therefore rejects the No Project (No Build) Alternative infeasible. (See Public Resources Code Section 21081, subdivision [a][3].)

2. INCREASED DENSITY ALTERNATIVE:

The **Increased Density Alternative** is discussed on pages 5.0-7, and 5.0-17 through 5.0-27 of the Draft EIR. Under the Increased Density Alternative, the proposed Project would be developed with the same amenities as described in the Project Description, but the density of the residential uses would be increased, and the total development footprint would be equal to the proposed Specific Plan. This alternative would include development of more apartments and auto court multi-family units than under the proposed Project. Under the Increased Density Alternative, the same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. However, this alternative would include development of 50 percent medium- and high-density units, and 50 percent low density units. The residential and mixed-use areas would be clustered in the central and southern portions of the Project site at increased densities to allow for an increase in park areas in the northwestern portion of the Plan Area. This alternative would also plan for parks, trails, circulation improvements, and utility improvements in a similar way as the proposed Project. Additionally, the Mixed-Use areas would provide an estimated 341,000 to 836,000 sf of commercial/retail uses, identical to the proposed Project. Under this alternative, the proposed Mixed Use areas near the northwestern Plan Area entry point would be relocated along Patterson Road where the other proposed Mixed Use areas are proposed. See Figure 5.0-2, Increased Density Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The Increased Density Alternative would reduce impacts related to 24 impact statements, increase impacts related to one impact statement, and equal impacts related to 38 impact statements. Impacts related to Aesthetics, Air Quality, Biological Resources, Hydrology and Water Quality, and Transportation and Circulation would be reduced compared to the Project. The remaining resources areas (Agricultural Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change, and Energy, Hazards and Hazardous Materials, Land Use, Population and Housing, Noise, Public Services, and Utilities) would have equal or greater impacts to the Project.

In general, the physical environmental footprint of the Increased Density Alternative, in terms of areas to be graded and developed, would be approximately the same as that of the Project. As the Draft EIR stated, “the total disturbance area would be equal to the Project.” (DEIR, p. 5.0-20.) The

primary reason for impact reductions under the Increased Density Alternative is the more compact form of development it embodies, in which many single-family homes would be replaced with medium-density and high-density residential units. As described on page 5.0-7, “[u]nder the Increased Density Alternative, the same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. However, this alternative would include development of 50 percent medium and high density units, and 50 percent low density units. The residential and mixed use areas would be clustered in the central and southern portions of the Project site at increased densities to allow for an increase in park areas in the northwestern portion of the Plan Area.” In contrast, assuming a total of up to 2,432 residential dwelling units within its residential designations, the Specific Plan component of the proposed Project would include 1,550 low density units, 702 medium density units, and 180 high density units. (DEIR, p. 2.0-8.) Thus, low density units would make up approximately 64 percent of total residential units.

The discussion of the Increased Density Alternative’s impacts relating to vehicle miles traveled (VMT), as found on DEIR page 5.0-24, reveals the main environmental benefit of the more compact form of development that would occur under this alternative. This benefit comes from the facts that “the trip rate[s] for medium and high density residential units are less than for low density residential units,” and that, as a result, total VMT would be reduced under this alternative. On pages 5.0-19 and 5.0-20, the Draft EIR explains that, because of diminished VMT, “[o]verall, the Increased Density Alternative would result in reduced air emissions when compared to the proposed Project.”

Feasibility Considerations: Although the alternative would provide the same overall number of housing units as the Project would produce, the mix would be different. As noted above, this alternative includes development of 50% medium and high density units, and 50% low density units, while the proposed Project, in contrast, would result in a greater mix and variety of housing types, with a greater emphasis on lower density units. As noted above, low density units would make up approximately 64 percent of total residential units under the Project.

The Draft EIR explains that, compared with the proposed Project, the Increased Density Alternative would be less effective than the Project in meeting the project objective to “[d]evelop a mix of housing products to accommodate a variety of desires in the market.” The Draft EIR also concludes that the alternative would also be less effective than the Project in meeting the objective to “[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change.” (See DEIR, p. 5.0-50.) Importantly, for residents to be able to age in place, the community in which they live will need to include a variety of housing types and densities consistent with the needs of individuals, couples, and families as they grow older. For example, people often live in multi-family or other high-density housing in their younger years before they can afford to purchase single family homes. At that point in their lives, they are starting their careers, and their purchasing power is limited. Later, as they make a better living, these people opt to purchase, and live in, single family homes in which they can raise children if they choose to do so. When these people get older (e.g., after their children have grown up), they may lose interest in continuing to bear the burdens of maintaining such homes; or they may find the burdens of home maintenance to be too taxing physically. Older people may want to move into condominiums or

town homes with smaller yards requiring less upkeep (or no yards at all). Ultimately, even older people may choose to move into facilities offering options such as “independent living,” “assisted living,” “skilled nursing care,” “memory care,” and “hospice.” They may seek out facilities that are physically close to where their adult children live. The proposed project has been carefully designed to embody a land use mix that can accommodate all these housing types and options, thereby allowing individuals to live in the same community over the course of several decades. The Increased Density Alternative, in contrast, has not been designed with this approach in mind. Its overabundance of higher density uses would allow younger people to live in apartments but would provide far fewer options for the purchase of single-family homes.

Importantly, the Project site is located within a geographic area in which nearby residential use consists of rural residences and traditional one- and two-story single-family homes. As the Draft EIR states on page 3.10-3, “[t]he Project Area is bounded on the north by the Stanislaus River and Stanislaus County Limits, on the south by Patterson Road, on the west by McHenry Avenue, and on the east by single-family residential subdivisions, one of which is within the city limits and the other is to the north within the unincorporated county. Uses immediately adjacent to the south and southwest of the Project Area include agricultural uses and residential uses, including ranchettes and large estates lots. Uses directly southeast of the Project Area include agricultural uses and a single-family residential subdivision. Other existing uses east of the southerly portion of the Project Area include a single-family residential subdivision and a commercial center. Uses immediately west of the Project Area include active agricultural land and the Del Rio Country Club, including a golf course and associated single-family residential subdivision. Other nearby uses include agricultural uses and residential uses, including ranchettes and large estates lots to the north, northeast, and northwest across the Stanislaus River.

Given the low density character of existing development in the areas close to the Project site, the City Council is concerned that the comparatively larger amount of land planned for higher land use densities in the Increased Density Alternative would make the alternative, in comparison to the Project, less compatible with surrounding uses, which have relatively low densities. For this reason, the City Council considers the policy outcome embodied in the Increased Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project. Although the Project would include 702 medium density units and 180 high density units, these higher density uses would make up only about 36 percent of the total residential units rather than 50 percent. The Project will provide substantial amounts of higher density housing but will predominately be a single-family community. The Project, the City Council believes, is a better “fit” for the general area in which it would be located.

Although the City Council appreciates the environmental benefits associated with a reduction in overall VMT, the City Council notes that the air quality effects of the Project can be rendered less than significant with mitigation. (DEIR, pp. 3.3-24 – 3.3-41 [air quality impacts], 4.0-7 [cumulative air quality effects], 5.0-47 [Table 5.0-4].) In the Council’s legislative judgment, foregoing the reductions in VMT that could be achieved through the alternative are an acceptable tradeoff for the benefits of improved compatibility that would occur under the Project. The Council has engaged in a reasonable

balancing of these competing environmental, economic, and social considerations and has found in favor of land use compatibility concerns.

The City Council notes, too, that the Project applicant is seeking approval of the Specific Plan as found in the proposed Project, and is not seeking approval of the Increased Density Alternative. The applicant's proposal presumably reflects its own expert assessment of market conditions and financial considerations such as the cost of infrastructure and the need, at the end of the day, to realize a reasonable rate of return on investment. The Specific Plan also reflects the professional input from the applicant's engineers, consultants, attorneys, and other development experts. If the City Council were to approve the Increased Density Alternative, there would be no certainty that the applicant would pursue that alternative with the same vigor with which it would pursue the Project, or that the applicant would pursue the alternative at all.

Under the circumstances, the City Council is inclined to give weight to the Project applicant's professional expert judgment regarding the precise housing mix to propose on the subject properties. Approval of a Specific Plan substantially different than the one proposed seems less likely to result in the actual construction of housing, which is a policy imperative for both the City Council and the Legislature. Considering the importance of housing construction, the City Council sees no reason to impose on the applicant a development mix and configuration at odds with what the applicant has proposed. As the courts have said, a local agency decision-making body "may approve *a developer's choice of a project* once its significant adverse environmental effects have been reduced to an acceptable level that is, all avoidable significant damage to the environment has been eliminated and that which remains is otherwise acceptable." (*Laurel Hills v. City Council* (1978) 83 Cal.App.3d 515, 521, italics added.) Importantly, the applicant has agreed to all mitigation measures proposed in the EIR, and all of them have been adopted and will be implemented. As set forth in the Statement of Overriding Considerations attached to these findings, the City Council finds the remaining significant unavoidable impacts to be acceptable tradeoffs for the benefit of the Project.

For all of these reasons, including (i) the failure of the Increased Density Alternative to meet two key project objectives to the same extent that the Project would, (ii) concerns about the comparative compatibility of the Increased Density Alternative with surrounding land uses, and (iii) the Council's perception that the Project is more economically viable than the Alternative, the City Council considers the policy outcome embodied in the Increased Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project and to be infeasible within the meaning of CEQA. (See Public Resources Code Section 21081, subdivision [a][3].)

3. LOWER DENSITY ALTERNATIVE:

The **Lower Density Alternative** is discussed on pages 5.0-7, and 5.0-27 through 5.0-35 of the Draft EIR. Under the Lower Density Alternative, the proposed Project would be developed in such a way to promote larger lot sizes and to reduce the overall footprint of the developed areas. This alternative would include development of custom homes on approximately 8,000 sf lots, as compared to the 5,000 sf or larger lot sizes for the low density residential units proposed by the Project. Under the Lower Density Alternative, the number of residential units constructed in the Plan Area would be reduced by 25 percent compared to the proposed Project. Under the proposed

Project, 2,432 to 2,682 residential units would be constructed; this alternative would result in construction of 1,824 to 2,011 units. This alternative would also plan for parks, trails, circulation improvements, and utility improvements. Additionally, the Mixed Use areas would provide an estimated 341,000 to 836,000 sf of commercial/retail uses, identical to the proposed Project. See Figure 5.0-3, Lower Density Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The Lower Density Alternative would reduce impacts related to 30 impact statements and would have equal impacts related to 33 impact statements. Environmental benefits of this alternative over the proposed Project include the reduction or slight reduction of impacts related to Aesthetics, Air Quality, Biological Resources, Hydrology and Water Quality, Transportation and Circulation, and Utilities. The remaining resources areas (Agricultural Resources, Cultural and Tribal Resources, Geology and Soils, Greenhouse Gases, Climate Change and Energy, Hazardous and Hazardous Materials, Land Use, Population and Housing, Public Services and Recreation, and Utilities) would have equal or similar impacts to the Project.

Feasibility Considerations: While the City Council recognizes the environmental benefits of the Lower Density Alternative, this alternative would not achieve the Project's underlying purpose as well as the Project would and would not meet all the Project objectives. The underlying project purpose includes the approval and subsequent implementation of the Specific Plan as a means of *increasing the housing supply* in Stanislaus County and the State of California. Under the Lower Density Alternative, the number of residential units constructed in the Plan Area would be reduced by 25 percent compared to the proposed Project. Whereas the proposed Project would yield between 2,432 and 2,682 residential units, the alternative would result in construction of only 1,824 to 2,011 units. This substantial reduction in the number of housing units makes the Lower Density Alternative a substantially less effective vehicle for addressing the statewide housing crisis.

Relatedly, the Lower Density Alternative would fail to meet the project objective to "[d]evelop a mix of housing products to accommodate a variety of desires in the market" because only low density residential units would be provided. For the same reason, the alternative would be less effective than the Project in meeting the project objective to "[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place by remaining in the River Walk community as their housing needs may change." (DEIR, p. 5.0-50.) Large lots would be inappropriate for many people 55 years and older who will not want the maintenance responsibilities that go with large lots.

Considering the Legislature's repeated determinations in recent years that California is facing a statewide housing crisis, the City Council has good reason to exercise its legislative discretion to facilitate the construction of as much new housing as is economically feasible consistent with sound land use planning. As noted earlier, Government Code Section 65889.5, subdivision (a)(1)(A), states that "[t]he lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California." Subdivision (a)(1)(D) of that section adds that "[m]any local governments do not give adequate attention to the economic, environmental, and social costs of decisions that result in disapproval of housing development

projects, reduction in density of housing projects, and excessive standards for housing development projects.”

The applicant has proposed a Specific Plan that would yield between 2,432 to 2,682 residential units, and presumably has concluded that it is economically feasible to pursue all of them. That being the case, the City Council sees no need to reduce the yield by 25 percent. The applicant’s proposal presumably reflects its own expert assessment of market conditions and financial considerations such as the cost of infrastructure and the need, at the end of the day, to realize a reasonable rate of return on investment. The Specific Plan also reflects the professional input from the applicant’s engineers, consultants, attorneys, and other development experts. If the City Council were to approve the Lower Density Alternative, there would be no certainty that the applicant would pursue that alternative with the same vigor with which it would pursue the Project, or that the applicant would pursue the alternative at all.

Under the circumstances, the City Council is inclined to give weight to the Project applicant’s professional expert judgment regarding the housing numbers to propose on the subject properties. Approval of a Specific Plan substantially different than the one proposed would be certain to yield fewer housing units, contrary to state policy strongly encouraging housing construction. Considering the clear social benefits of new housing, the City Council sees no reason to force the applicant to reduce the proposed housing yield. As the courts have said, a local agency decision-making body “may approve *a developer’s choice of a project* once its significant adverse environmental effects have been reduced to an acceptable level that is, all avoidable significant damage to the environment has been eliminated and that which remains is otherwise acceptable.” (*Laurel Hills v. City Council* (1978) 83 Cal.App.3d 515, 521, italics added.) Importantly, the applicant has agreed to all mitigation measures proposed in the EIR, and all of them have been adopted and will be implemented. As set forth in the Statement of Overriding Considerations attached to these findings, the City Council finds the remaining significant unavoidable impacts to be acceptable tradeoffs for the benefits of the Project.

For all of these reasons, including (i) the failure of the Lower Density Alternative to meet the underlying project purpose as well as the Project would, (ii) the alternative’s failure to meet the project objective to “[d]evelop a mix of housing products to accommodate a variety of desires in the market,” (iii) the alternative’s comparative ineffectiveness in meeting the project objective to “[p]rioritize the age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place,” and (iv) the Council’s perception that the Project is more economically viable than the Alternative, the City Council considers the policy outcome embodied in the Lower Density Alternative to be undesirable in comparison to the policy outcome embodied in the Project and to be infeasible within the meaning of CEQA. (See Public Resources Code Section 21081, subdivision [a][3].)

4. NO RESERVE ALTERNATIVE:

The **No Reserve Alternative** is discussed on pages 5.0-7, 5.0-8, and 5.0-35 through 5.0-46 of the Draft EIR. Under the No Reserve Alternative, the proposed Project would be developed with the same amenities as described in the Project Description, but the Reserve Area located outside the

Specific Plan Area would be removed from the Project Area. The same number of residential units as the proposed Project (2,432 to 2,682 units) would be constructed. This alternative would also plan for parks, trails, circulation improvements, and utility improvements in a similar way as the proposed Project. Additionally, the Mixed Use areas would provide an estimated 341,000 to 836,000 square feet of commercial/retail uses, identical to the proposed Project. However, the Reserve Area would be removed from the Project area. As such, the Project Area would be reduced from 1,522 acres under the proposed Project to 997 acres. The SOI expansion would include all 997 acres. See Figure 5.0-4, No Reserve Alternative, which shows a conceptual site plan for this alternative.

Environmental Findings: The No Reserve Alternative would result in equal impacts in all areas and for all impacts, except for one Land Use related impact statement (Impact 3.10-3: Potential to Induce Substantial Population Growth). (See DEIR, pp. 3.10-33 – 3.10-36, 5.0-48 [Table 5.0-4].) Notably, the effect is less than significant for the proposed project, despite the inclusion of the Reserve area within the overall Project area. (Id. at p. 3-10-36.) The reasons for this conclusion were expanded on page 2.0-161 of the Final EIR (Response G-63):

- On page 3.10-34, the Draft EIR states that “[g]rowth inducement may constitute an adverse impact if the growth is not consistent with or accommodated by the land use plans and growth management plans and policies for the area affected. Local land use plans typically provide for land use development patterns and growth policies that allow for the orderly expansion of urban development supported by adequate urban public services, such as water supply, roadway infrastructure, sewer service, and solid waste service.” Under this description of how growth inducement may result in adverse impacts, the City stands by its conclusion, set forth on page 3.10-36, that the Project’s growth-inducing impacts will be less than significant.
- The expansion of the SOI, by itself, does not per se result in significant growth-inducing impacts, as land within an SOI cannot be developed by the City unless and until, at some future date, the City prezones the property and Stanislaus LAFCo approves the annexation of that territory into the City – an outcome that will have to be preceded by substantial planning efforts and additional environmental review. Such planning and environmental review will ensure that any expansion of the City’s boundaries and the areas in which urban services will be provided will occur on an orderly basis.
- Similarly, the assignment of the Reserve (R) designation to additional property does not per se result in significant growth-inducing impacts. The R designation is a City of Riverbank General Plan land use designation that does not denote any specific land use but rather is an overlay designation that specifies additional requirements related to timing of development, analysis required by the City, infrastructure and service standards, and related topics. Before making Reserve areas eligible for consideration for urban development, the City will hold a public hearing and make required findings. The establishment of this as a use is not growth inducing, as it does not propose any growth or guarantee that any growth would occur. The General Plan speaks to this fact on page

Land-11 when it states, “*This designation does not necessarily imply urban development, but rather could be areas to preserve in natural open space or for agricultural use, for example.*” It is speculative to draw a conclusion that the Reserve areas will be urban development before any consideration or evaluation has been performed. It is also considered speculative to draw a conclusion that the Reserve area will not be ultimately become urban development. The only definitive conclusion that can be drawn is that the Reserve areas will undergo more evaluation and consideration. Any environmental analysis conducted in the present would be so general as to not be meaningful, and thus is not required by CEQA. (See, e.g., *East Oakland Stadium Alliance v. City of Oakland* (2023) 89 Cal.App.5th 1226, 1250 [“[w]hen the environmental impact from a particular project feature cannot be reliably ascertained and estimated, it is properly characterized as speculative”]; *Rodeo Citizens Assn. v. County of Contra Costa* (2018) 22 Cal.App.5th 214, 226 [“[a]n EIR is required to evaluate a particular environmental impact only to the extent it is ‘reasonably feasible’ to do so”]; [Santa Rita Union School District v. City of Salinas](#) (2023) 94 Cal.App.5th 298, 350 [EIR “was not required to engage in ‘sheer speculation’” based on non-specific and uncertain information about events or development that might occur in the future], quoting *Marin Municipal Water District v. KG Land California Corporation* (1991) 235 Cal.App.3d 1652, 1662.) Here, the City has the right to exercise its legislative discretion to establish land uses in its General Plan, which includes the establishment of a Reserve designation. If there is a proposal for development in the Reserve areas, then it would become a ripe time to perform an analysis of that proposal. There is currently no proposal for development the Reserve area.

Despite the strength and persuasiveness of this reasoning, the City acknowledges that the inclusion of a Reserve area within an expanded SOI would have some limited practical real-world consequences, in that it represents the first step in a *possible* scenario that could ultimately – with many planning and environmental steps remaining to do – result in additional development such as new housing. As the Draft EIR explains on page 5.0-43, under the No Reserve Alternative “[t]he land in the Reserve Area and outside the Specific Plan Area would not be available for future City land use planning without future entitlements (such as SOI expansion and annexation). As such, the No Reserve Alternative would result in a reduction in indirect environmental impacts related to land use. Therefore, impacts relating to land use would be reduced under this alternative.” In other words, the No Reserve Alternative would leave an additional governmental/political barrier to development in place. From a physical environmental impact standpoint, there is no physical change to the Reserve area under the proposed Project or this alternative, regardless of the SOI boundary, so there are no physical environmental impacts under either alternative.

The main difference between these alternatives is that land within an SOI boundary is less restricted from future land development, whereas land outside of an SOI boundary would be more restricted, and would require more governmental approvals that lead to land development. This is a political impact, not an environmental impact. While the property owners of the Reserve area have not

expressed any desire to annex into the City or develop their property, and there is no imminent expectation for development of this area in the foreseeable future, leaving additional governmental/political impediments makes it more likely that the Reserve area would remain undeveloped in the future, or at least for a more extended time frame. This impediment to development, which results in a diminished likelihood of ultimate future development of the Reserve area, would be considered a reduced long-term environmental consequence for essentially all environmental topics.

It is noted that the City staff (personal communication with Donna Kenny) has expressed a desire to establish an SOI that extends to McHenry Avenue as a logical boundary for the City's SOI, regardless of whether the Reserve area is developed or maintained as open space or agricultural uses in the future. The exclusion of the Reserve area under this alternative would conflict with the City's desire that has been expressed.

Feasibility Considerations: Because the Alternative does not reduce the severity of any of the significant unavoidable effects of the Project, the City Council need not assess the feasibility of the No Reserve Alternative, as adopting the alternative would do nothing to serve the "substantive mandate" of CEQA, by which agencies should reduce the severity of *significant* environmental effects where feasible. (See Pub. Resource Code Section 21002; *Mountain Lion Foundation v. Fish & Game Com.* (1997) 16 Cal.4th 105, 134.) Even so, the City Council has determined that the alternative is less desirable than the Project from a public policy standpoint and does not provide the same level of benefits as the proposed Project. In the City Council's judgment, the alternative is less effective than the proposed Project in meeting the fundamental purpose of expanding the City's SOI and approving and implementing the Specific Plan as a means of increasing the housing supply in Stanislaus County and the State of California. As noted above, the City Council views McHenry Road as a logical boundary line for the SOI. The proposed Project would accomplish that objective, while the No Reserve Alternative would not. While the City Council recognizes the potential long-term environmental benefits of this alternative, this alternative would not achieve the fundamental project purpose as well as the proposed Project. Thus, though nothing in CEQA requires the City Council to address the feasibility of the No Reserve Alternative, the City Council has determined that the alternative is infeasible insofar as it represents a public policy outcome less desirable than what would occur under the proposed Project. (See Public Resources Code Section 21081, subdivision [a][3].)

5. ENVIRONMENTALLY SUPERIOR ALTERNATIVE:

CEQA requires that an environmentally superior alternative be identified among the alternatives that are analyzed in the EIR. If the No Project Alternative is the environmentally superior alternative, an EIR must also identify an environmentally superior alternative among the other alternatives (CEQA Guidelines § 15126.6(e)(2)). The environmentally superior alternative is that alternative with the least adverse environmental impacts when compared to the proposed Project.

As shown on Table 5.0-4 of the Draft EIR (on pages 5.0-47 through 5.0-49), a comparison of alternatives is presented. As shown in the table, the No Project (No Build) Alternative is the

environmentally superior alternative. As indicated above, however, the City Council has rejected that alternative as infeasible.

As required by CEQA, when the No Project (No Build) Alternative is the environmentally superior alternative, the environmentally superior alternative among the others must be identified. The Increased Density Alternative would reduce impacts related to 24 impact statements, increase impacts related to one impact statement, and equal impacts related to 38 impact statements. The Lower Density Alternative would reduce impacts related to 30 impact statements and would have equal impacts related to 33 impact statements. The No Reserve Alternative would result in equal impacts in all areas and for all impacts, except for one Land Use related impact statement. Therefore, the Lower Density Alternative would be the next environmentally superior alternative. As indicated above, however, the City Council has rejected that alternative as infeasible.

VII. STATEMENTS OF OVERRIDING CONSIDERATIONS

As described in detail in Section III of these Findings, the following significant and unavoidable impacts could occur with implementation of the Project:

- Impact 3.1-1: Project implementation may result in substantial adverse effects on scenic vistas and resources or substantial degradation of visual character.
- Impact 3.2-1: The proposed Specific Plan has the potential to result in the conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural uses.
- Impact 3.7-1: Project implementation could generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment.
- Impact 3.7-2: Project implementation could conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions of greenhouse gases.
- Impact 3.11-1: Construction of the proposed Project may generate significant noise.
- Impact 3.11-3: The proposed Project may generate unacceptable traffic noise levels at existing receptors.
- Impact 3.11-4: The proposed Project may be subject to shooting range noise at new sensitive receptors.
- Impact 3.12-3: The proposed Project has the potential to increase the use of existing neighborhood and regional parks or other recreational facilities, such that substantial physical deterioration of the facility would occur or be accelerated, and it will require the construction of park and recreational facilities which may cause substantial adverse physical environmental impacts.
- Impact 3.13-1: Implementation of the Specific Plan would conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities.
- Impact 3.13-2: Implementation of the Specific Plan would conflict with or be inconsistent with CEQA Guideline section 15064.3, subdivision (b).

- Impact 3.13-3: Implementation of the Specific Plan could substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment).
- Impact 3.14-1: The proposed Project has the potential to require or result in the construction of new wastewater treatment or collection facilities or expansion of existing facilities, the construction of which could cause significant environmental effects.
- Impact 3.14-3: The proposed Project has the potential to require or result in the relocation or construction of new or expanded water facilities, the construction or relocation of which could cause significant environmental effects.
- Impact 3.14-5: The proposed Project has the potential to require or result in the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects.
- Impact 4.2: Cumulative Degradation of the Existing Visual Character of the Region.
- Impact 4.4: Cumulative Impact on Agricultural Resources.
- Impact 4.9: Cumulative Impact on Climate Change from Increased Project-Related Greenhouse Gas Emissions
- Impact 4.17: Cumulative Exposure of Existing and Future Noise-Sensitive Land Uses to Increased Noise Resulting from Cumulative Development.
- Impact 4.18: Cumulative Impact on Public Services and Recreation (Significant and Unavoidable and Less than Cumulatively Considerable)
- Impact 4.19: Under Cumulative conditions, the proposed Project would conflict with or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b).
- Impact 4.21: Cumulative Impact on Wastewater Utilities.
- Impact 4.22: Cumulative Impact on Water Utilities.
- Impact 4.23: Cumulative Impact on Stormwater Facilities.

The following statements identify the reasons why, in the City Council's judgment, the benefits of the Project outweigh its significant and unavoidable effects. The substantial evidence supporting the enumerated benefits of the Project can be found in the preceding findings, in the Project itself, and in the record of proceedings as defined in Section II. Each of the overriding considerations set forth below constitutes a separate and independent ground for finding that the benefits of the Project outweigh its significant adverse environmental effects and is an overriding consideration warranting approval. Thus, if a court were to find that any particular benefit is not supported by substantial evidence, the City Council would rely on whatever benefit(s) that the court did find were supported by substantial evidence.

The City finds that the Project would have the following economic, social, technological, and environmental benefits:

1. **Expansion of the City's Housing Stock.** One objective of the Project references developing a mix of residential housing products to accommodate a variety of desires in the market. Considering the Legislature's repeated determinations in recent years that California is facing a statewide housing crisis, State has provided the City with good reason to exercise its legislative discretion to facilitate the construction of new housing. Government Code

Section 65889.5, subdivision (a)(1)(A), states that “[t]he lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California.” Subdivision (a)(1)(D) of that section adds that “[m]any local governments do not give adequate attention to the economic, environmental, and social costs of decisions that result in disapproval of housing development projects, reduction in density of housing projects, and excessive standards for housing development projects.” The Project will provide housing resources to meet the demands of a growing population of the region, thereby helping to lessen upward pressure on housing costs. By adding new residential units in the City, the Project directly addresses the crisis, thereby furthering state housing policy while providing additional places for Riverbank residents to live.

Another objective of the Project references prioritizing age-restricted development as a vibrant community with diverse housing types and densities allowing residents to age-in-place. According to the California Department of Housing and Community Development, “[i]t is critical that individuals have access to housing that suits their needs during each stage of their lives. As people age, they often find themselves facing new or additional housing challenges. Senior households often have special housing needs related to physical disabilities/limitations, fixed incomes, and healthcare costs.” Additionally, Government Code Section 65583(a)(7)) requires “[a]n analysis of any special housing needs, such as those of the elderly, persons with disabilities, including a developmental disability, as defined in Section 4512 of the Welfare and Institutions Code; large families, farmworkers, families with female heads of households, and families and persons in need of emergency shelter...”² The Project would provide age-restricted housing for seniors, which is an identified special housing need in California.

2. **Create Employment Opportunities for Local Residents.** The Project will have a positive impact on employment levels in the City by generating diversity in employment opportunities, including near-term construction, home sales, and materials sales jobs. In the longer term, employment opportunities will include maintenance, contracting/renovation, landscaping, home resales, retail and food services, and other services. The Project population will also generate demand for local goods and services, increasing economic activity in the City. Consequently, it is reasonably expected that the City and its residents will enjoy the economic and social benefits from added employment opportunities and economic activity created by the Project. The River Walk Specific Plan Fiscal Impact Analysis (EPS #252024, Economic & Planning Systems, Inc., November 2025) (“FIA”) quantifies these employment and economic activity benefits. At full Project buildout, the Project is estimated to add over 5,000 new residents and over 1,100 new permanent employees in the commercial mixed-use areas, for a total of over 6,100 “persons served” (defined as 100% of

² See: <https://www.hcd.ca.gov/planning-and-community-development/housing-elements/building-blocks/seniors>

residents plus 50% of employees). The residential population will generate approximately \$72.1 million in annual retail expenditures within the region, of which approximately 70% is estimated to be captured within the City of Riverbank. The commercial component of the Project alone is projected to generate approximately \$95.4 million in annual taxable retail sales from onsite retail activity at full buildout, supporting jobs in food and beverage, food services, general merchandise, clothing and apparel, and other retail and service categories. These figures represent a substantial and sustained addition to the City's economic base.

3. **Contribute to and Fund Needed Infrastructure Improvements.** The Project consists of new development that will be required to contribute to needed infrastructure improvements by paying its fair share towards infrastructure improvements. The Project will also construct or contribute to funding other infrastructure improvements that will benefit additional development projects and City residents and visitors. Such infrastructure improvements include, without limitation: (i) extension and improvement of water supply, wastewater collection, and stormwater drainage systems needed to serve the Project and surrounding development; (ii) roadway improvements and new street connections, including improvements to Patterson Road and McHenry Avenue, that will benefit existing and future residents and businesses; (iii) a new pedestrian and bicycle trail system providing connectivity along the Stanislaus River bluff and through the Project Area; (iv) a Modesto Irrigation District trail and multi-use path crossing; (v) new and expanded parks and recreational facilities, including neighborhood parks, a regional trail system, and a community clubhouse; and (vi) regional utility infrastructure, including offsite sewer lines designed to serve capacity beyond the Project itself. These improvements advance the City's General Plan goals and provide lasting public benefit.
4. **Increase Customer Base for Retail Activity.** The Project will provide additional residents to the City who will have disposable income to support the City's retailers and increase retail activity.
5. **Generate Economic Benefits from Taxes.** The Project will provide increased property tax revenue to the City, local schools, and other agencies. Additionally, residents will purchase items that will generate additional sales tax revenue. The Project also includes 76.76 acres of mixed uses, which would generate sales tax revenue. These revenues will benefit the City and other local governmental agencies, and their residents and constituencies, by providing needed revenue for the provision of required services and amenities. Specific to the City of Riverbank, these revenues will go to the City's General Fund, which is the primary source of funding for the construction, operation and maintenance of a number of essential City services, programs and facilities, including fire and police services, recreation programs, transit operations and administrative functions, among other things. These economic benefits are quantified in the River Walk Specific Plan Fiscal Impact Analysis (EPS #252024, Economic & Planning Systems, Inc., November 2025) ("FIA"), which was prepared using the City's FY 2024–25 Adopted Budget as the base fiscal year. The FIA finds the following at full Project buildout (2,707 residential units and 644,000 square feet of nonresidential commercial space): (a) the Project will generate approximately \$4.01 million in annual

General Fund revenues for the City of Riverbank, against approximately \$2.23 million in annual General Fund expenditures attributable to the Project, producing an annual General Fund surplus of approximately \$1.78 million (approximately \$658 per residential unit) that can be used to fund City services benefiting all residents; (b) the Project will generate approximately \$2.09 million per year in additional revenues to the City's Community Facilities District (CFD) 2016-1, which funds ongoing services and maintenance costs including police services and street, parks, storm drainage, and landscaping maintenance; (c) when General Fund and CFD 2016-1 revenues are combined, the Project is projected to generate a net annual benefit to the City of approximately \$1,430 per residential unit at buildout; (d) the Project will generate approximately \$1.23 billion in new assessed valuation at buildout, with approximately \$1.23 million in annual property tax revenue allocated to the City's General Fund and an additional \$686,000 per year allocated to the Stanislaus Consolidated Fire Protection District; (e) the Project will generate approximately \$147.7 million in annual taxable sales at full buildout (combining market-support sales from new residents and employees with onsite retail activity), yielding approximately \$1.48 million per year in Bradley-Burns local sales tax revenue to the City at the 1% rate; and (f) the Stanislaus Consolidated Fire Protection District, which currently operates at a deficit relative to Project-generated costs during the residential-only phases of development, is projected to achieve an annual surplus of approximately \$210,000 at full buildout once the nonresidential component is developed and special assessment revenues are fully realized. The FIA is part of the record before the City Council and constitutes substantial evidence supporting these fiscal benefit findings.

6. **Positive Long-Term Fiscal Impact on City and Fire District Services.** According to the FIA, the Project will produce a positive net fiscal impact for the City of Riverbank at full buildout. The Project generates more revenue than it requires in City services—producing an annual General Fund surplus of approximately \$1.78 million (approximately \$658 per residential unit) and a combined General Fund and CFD 2016-1 annual net benefit of approximately \$1,430 per residential unit. This means that the Project will contribute to the fiscal health of the City rather than creating a fiscal burden, allowing the City to sustain and improve the quality of services it provides to all residents. The FIA also finds that the Project will generate approximately \$2.09 million annually for CFD 2016-1, which funds police services, parks and street maintenance, storm drainage, and landscaping. These are services that directly benefit all City residents. The Project's fiscal contribution to CFD 2016-1 will help ensure that these services can be maintained at adequate levels as the City's population grows. With respect to the Stanislaus Consolidated Fire Protection District, the FIA acknowledges that the Project will create a short-term operating deficit during the residential-only phases of development (approximately \$346,000 annually at 50% residential buildout). However, at full buildout—when the Project's approximately 644,000 square feet of nonresidential commercial space is occupied and special benefit assessment revenues from commercial parcels are fully realized—the Fire District is projected to achieve an annual operating surplus of approximately \$210,000. This trajectory reflects the importance of timely nonresidential development and is consistent with the Project's mixed-use design, which pairs residential growth with commercial development to ensure long-term service funding

adequacy. The City Council finds that the Project's overall positive fiscal impact—as documented in the FIA and supported by substantial evidence in the record—constitutes a significant economic benefit that weighs in favor of approving the Project notwithstanding its significant unavoidable environmental effects.

CONCLUSION

The City Council has balanced these benefits and considerations against the significant unavoidable environmental effects of the Project and has concluded that the impacts are outweighed by these benefits. After balancing environmental impacts against Project benefits, the City Council has concluded that the benefits the City will derive from the Project, as compared to existing and planned future conditions, outweigh the risks. The City Council believes the Project benefits outlined above override the significant and unavoidable environmental costs associated with the Project.

In sum, the City Council adopts the mitigation measures in the Final EIR, adopts the final Mitigation Monitoring and Reporting Plan, and approves the Project, after finding that any residual or remaining effects on the environment resulting from the Project, identified as significant and unavoidable in the preceding Findings of Fact, are acceptable due to the benefits set forth in the preceding Statement of Overriding Considerations.

EXHIBIT B

**FINAL MITIGATION MONITORING AND REPORTING
PROGRAM**

RIVER WALK SPECIFIC PLAN

The Final Mitigation Monitoring and Reporting Program contained in Chapter 6.0 of the Final EIR is attached separately and incorporated into this Resolution by reference.

This document is the Final Mitigation Monitoring and Reporting Program (FMMRP) for the River Walk Specific Plan (Project). This FMMRP has been prepared pursuant to Section 21081.6 of the California Public Resources Code, which requires public agencies to “adopt a reporting and monitoring program for the changes made to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment.” A FMMRP is required for the proposed Project because the EIR has identified significant adverse impacts, and measures have been identified to mitigate those impacts.

The numbering of the individual mitigation measures follows the numbering sequence as found in the Draft EIR.

6.1 MITIGATION MONITORING AND REPORTING PROGRAM

The FMMRP, as outlined in the following table, describes mitigation timing, monitoring responsibilities, and compliance verification responsibility for all mitigation measures identified in this Final EIR.

The City of Riverbank will be the primary agency responsible for implementing the mitigation measures and will continue to monitor mitigation measures that are required to be implemented during the operation of the proposed Project.

The FMMRP is presented in tabular form on the following pages. The components of the FMMRP are described briefly below:

- **Mitigation Measures:** The mitigation measures are taken from the Draft EIR in the same order that they appear in that document.
- **Mitigation Timing:** Identifies at which stage of the project mitigation must be completed.
- **Monitoring Responsibility:** Identifies the agency that is responsible for mitigation monitoring.
- **Compliance Verification:** This is a space that is available for the monitor to date and initial when the monitoring or mitigation implementation took place.

TABLE 6.0-1: MITIGATION MONITORING AND REPORTING PROGRAM

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
AGRICULTURAL RESOURCES				
Impact 3.2-1: The proposed Specific Plan has the potential to result in the conversion of Farmlands, including Prime Farmland, Unique Farmland, and Farmland of Statewide Importance, as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural uses.	Mitigation Measure 3.2-1: Prior to the issuance of grading permits, the Project applicant shall secure permanent protection of offsite farmland based on a 1:1 ratio to the amount of gross Farmland converted as a result of development, consistent with the requirements of the City's Sustainable Agricultural Strategy. The acreage requiring agricultural mitigation shall be equal to the portion of the site dedicated to residential uses which would be subject to the discretionary development entitlement and lands designated as Prime Farmland, Farmland of Statewide Importance, or Unique Farmland. Permanent preservation shall consist of the purchase of agricultural conservation easements granted in perpetuity from willing seller(s), enforceable deed restrictions, purchase of banked mitigation credits, or other conservation mechanisms acceptable to the City. Land set aside for permanent preservation shall: (1) be of equal or better soil quality, have a dependable and sustainable supply of irrigation water, and be located within Stanislaus County; and (2) not be previously encumbered by a conservation easement of any nature. The permanent protection of farmland shall be accomplished by either: (1) the landowner/developer working directly with an established farmland trust or similar organization, such as the Central Valley Farmland Trust, and providing certification satisfactory to the City that such lands have been permanently preserved at the specified ratio; or (2) working with a qualified land trust or similar organization, such as the Central Valley Farmland Trust, to establish a fee for agricultural land conservation easements. Mitigation Measure 3.2-2: Prior to the conversion of agricultural lands in the Specific Plan Area, the Project applicant shall participate in the Stanislaus LAFCo's Agricultural Preservation Policy (as amended on March 27, 2019), consistent with the City's Sustainable Agricultural Strategy. The Project applicant shall prepare a "Plan for Agricultural Preservation", which shall include information such as the Project's direct and indirect impacts to agricultural resources, the availability of other lands in the City of Riverbank's existing boundaries, and relevant General Plan policies. The Plan shall also specify the method or strategy proposed to minimize the loss of agricultural	City of Riverbank Planning / Public Works	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	lands. The information provided in the Plan shall be consistent with the environmental documentation prepared by the City.			
Impact 3.2-3: The proposed Project has the potential to result in conflicts with adjacent agricultural lands or indirectly cause conversion of agricultural lands.	Mitigation Measure 3.2-3: Prior to approval of any Final Maps, "Right to Farm" language shall be incorporated on the Final Map for approval and recordation against the affected property. The proposed language shall contain the following statement: "All persons purchasing lots within the boundaries of this approved map should be prepared to accept the inconveniences associated with agricultural operations, such as noise, odors, flies, dust or fumes. Stanislaus County has determined that such inconveniences shall not be considered to be a nuisance if agricultural operations are consistent with accepted customs and standards."	City of Riverbank Planning / Public Works	Prior to Grading	
AIR QUALITY				
Impact 3.3-1: Project operations could result in a cumulatively considerable net increase of any criteria pollutant for which the Project region is in non-attainment, and could conflict or obstruct implementation of the District's air quality plan.	Mitigation Measure 3.3-1: (a) Overall Obligation of River Walk Specific Plan Project. The collective present and future applicants for the development approvals within the overall River Walk Specific Plan Project shall together be required to ensure that criteria pollutant emissions for the overall River Walk Specific Plan Project do not exceed the SJVAPCD criteria pollutant thresholds for a single year. This obligation will be ensured, as described in greater detail below, based on the requirement for each "Site" within the Overall Project to not exceed the proportional share of criteria pollutant emissions allowed by the SJVAPCD under their operational criteria pollutant thresholds. The required reductions can be achieved through a combination of on-site and/or off-site mitigation strategies. (b) Individual Criteria Pollutant Reduction Plans (CPRPs). i. Obligations of Each "Site" Within Overall Project. The obligation to reduce the overall operational criteria pollutant emissions of the River Walk Specific Plan Project may be achieved over time and incrementally in connection the City's approvals of discrete phases of development that are consistent with, and reflect, differing ownership interests within the overall Project area at the time of overall Project approval. These individual phases consist of each of the 18 individual villages and the	San Joaquin Valley Air Pollution Control District City of Riverbank Planning	Prior to Building Permit	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)																																													
	four mixed use areas (i.e. Sites). Based on the respective levels of development being approved within these respective Sites, each Site's proportional share of required overall reduction is set forth in the Table below. ii. <i>Process for Approval of Individual CPRPs.</i> Each applicant for development approvals for each Site, or part of a Site, shall propose a Criteria Pollutant Reduction Plan (CPRP) that would achieve the entire Site's proportional share of the overall required reduction of operational criteria pollutant emissions (as established by the SJVAPCD operational criteria pollutant thresholds), consistent with the percentages shown in the Table, which correspond with the acreages of each Site as a proportion of all Sites. City approval of the CPRP for a Site shall be required prior to City approval of the first grading permit for any property within the Site. Each individual CPRP shall be approved, with modifications if deemed necessary, by the City's Community Development Director in consultation with SJVAPCD and/or a specialist Air Quality consultant retained by the Director at the applicant's expense. Prior to each individual CPRP's submittal to the City's Community Development Director, each individual CPRP shall be provided to the SJVAPCD for their review. <table><tr><th>Site</th><th>Acreage</th><th>Percentage Contribution (%)</th></tr><tr><td>Village A</td><td>83.08</td><td>12.74%</td></tr><tr><td>Village B</td><td>25.21</td><td>3.87%</td></tr><tr><td>Village C</td><td>59.76</td><td>9.17%</td></tr><tr><td>Village D</td><td>47.86</td><td>7.34%</td></tr><tr><td>Village E</td><td>34.51</td><td>5.29%</td></tr><tr><td>Village F</td><td>39.39</td><td>6.04%</td></tr><tr><td>Village G</td><td>22.62</td><td>3.47%</td></tr><tr><td>Village H</td><td>20.62</td><td>3.16%</td></tr><tr><td>Village I</td><td>10.02</td><td>1.54%</td></tr><tr><td>Village J</td><td>24.02</td><td>3.68%</td></tr><tr><td>Village K</td><td>37.16</td><td>5.70%</td></tr><tr><td>Village L</td><td>48.08</td><td>7.38%</td></tr><tr><td>Village M</td><td>19.11</td><td>2.93%</td></tr><tr><td>Village N</td><td>10.28</td><td>1.58%</td></tr></table>	Site	Acreage	Percentage Contribution (%)	Village A	83.08	12.74%	Village B	25.21	3.87%	Village C	59.76	9.17%	Village D	47.86	7.34%	Village E	34.51	5.29%	Village F	39.39	6.04%	Village G	22.62	3.47%	Village H	20.62	3.16%	Village I	10.02	1.54%	Village J	24.02	3.68%	Village K	37.16	5.70%	Village L	48.08	7.38%	Village M	19.11	2.93%	Village N	10.28	1.58%			
Site	Acreage	Percentage Contribution (%)																																															
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Village M	19.11	2.93%																																															
Village N	10.28	1.58%																																															

ENVIRONMENTAL IMPACT	MITIGATION MEASURE			MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
		Village O	24.89	3.82%		
		Village P	18.09	2.77%		
		Village Q	25.35	3.89%		
		Village R	25.21	3.87%		
		Mixed Use Area 1	44.02	6.75%		
		Mixed Use Area 2	8.07	1.24%		
		Mixed Use Area 3	7.28	1.12%		
		Mixed Use Area 4	8.01	1.23%		
		Mixed Use Area 5	5.35	0.82%		
		Mixed Use Area 6	4.04	0.62%		
		Mixed Use Area 6	4.04	0.62%		
		ROW	63.37	0%		
		Community Park	15.42	0%		
		BGOS, Park, Basin, Reserve	790.60	0%		
		Total	1,521.41	100.0%		
• Note: Right of way, community park, and bluff acreage were not included as a contribution, since this table is only designed to apportion responsibility for the overall required reduction in criteria pollutant emissions for each site/applicant.						
iii. Appeals of CPRPs to Planning Commission and City Council. After the Community Development Director has approved a CPRP, the document shall be posted in a prominent place on the City’s website, along with notice to the public that any interested party may file, within 10 business days of such approval, a written appeal of the Community Development Director’s approval to the City Planning Commission. The CPRP approval and notice of the right to appeal shall be included within that portion of the City’s website devoted to activities of the Planning Division (https://www.riverbank.org/211/Planning-Division). Upon the timely filing of such an appeal, the Planning Commission shall promptly schedule and hold a duly-noticed public hearing on the adequacy of the CPRP. Any decision of the Planning Commission approving, conditioning, or denying a CPRP may be appealed to the City Council within 10 days of the Planning Commission decision. Upon appeal, the City Council shall promptly schedule and hold a duly noticed public hearing on the adequacy of the CPRP. The decision of the City Council shall be final, but may include directives to the Community Development Director regarding changes to be made to the CPRP if deemed necessary.						

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	iv. Possible Adjustments to Mandatory Emissions Reductions. The level of proportionate criteria pollutant reductions required for the CPRP for a particular Site may be adjusted downward or upward if the applicant seeking development approvals for a Site is proposing a greater or lesser amount of development than was assumed in the EIR. Any such adjustments, however, shall be supported by rigorous technical analysis and/or other substantial evidence deemed sufficient by the Community Development Director. Adjustments may also be made in response to an evidentiary showing, based on substantial evidence persuasive to the Community Development Director, that the calculations of overall required criteria pollutant reductions used in the EIR are no longer accurate, or no longer represent the best available information, in light of improved criteria pollutant emissions modeling methodologies and/or improved energy conservation technologies, more stringent building codes, cleaner electricity sources, or other relevant factors. v. Possible Strategies for Achieving Mandatory Reductions. The following is a non-exhaustive list of potential criteria pollutant mitigation strategies that could be implemented by individual Site applicants in their CPRPs in order to reduce the Sites' proportional shares of the overall requirement that the River Walk Specific Plan Project's CPRP emissions: • Implement cool roofs on project buildings. • Provide electric vehicle (EV) charging stations. • Encourage telecommuting and alternative work schedules. • Provide a bus rapid transit system. • Require that all residential units be constructed to use electric appliances exclusively, including water heaters. • Except for commercial retail uses, design and orient a minimum of seventy-five percent (75%) of the Site's total non-residential building footprint such that one axis of the building is at least one-and-one-half (1.5) times longer than the other, and the other axis is within fifteen (15) degrees of geographical east-west. • Require that one-hundred percent (100%) of non-residential roof area be constructed with either vegetated ('green') roof, or roofing			

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	materials with a high solar reflectance value, or a combination of both, provided that nothing in this subsection shall limit the use of roof area for renewable energy generation systems, such as solar thermal collectors or photovoltaics. • Pre-wire residential structures so that future homeowners or residents can elect to purchase and install electric car charging equipment. • Provide induction stoves in new residential units. • Pre-wire parking lots for multi-family, business professional/commercial, and retail/commercial land uses to allow for more electric vehicle charging facilities than are required by building codes. • Provide more electric vehicle charging facilities within parking lots for multi-family, business professional/commercial, and retail/commercial land uses than are required by building codes. • Prepare a Voluntary Emission Reduction Agreement (VERA), in coordination with the SJVAPCD. • Applicable measures identified in guidance from the SJVAPCD, if any, and/or in guidance provided by CARB, other regional air districts such as the Sacramento Metropolitan Air Quality Management District, the Bay Area Air Quality Management District, and the South Coast Air Quality Management District. vi. Flexibility to Consider Improving Technologies. Due to ever-changing technologies, any other quantifiable criteria pollutant reduction measures shall be allowed under this measure, subject to the approval by the City Community Development Director in consultation with the SJVAPCD and/or an air quality GHG consultant retained by the Director at the applicant's expense. Mitigation Measure 3.3-2: The SJVAPCD recommends an Ambient Air Quality Analysis (AAQA) be developed for individual development projects that exceed 100 pounds per day of any pollutant. Prior to the approval of each individual development project (i.e. final maps, improvement plans, site plan review, etc.), each project applicant shall develop an AAQA (including both permitted			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	and non-permitted equipment and activities) using dispersion modeling to determine if increases from the individual development project would cause or contribute to violation of State or National Air Quality Standards. The project applicant(s) shall consult with the SJVAPCD to determine the appropriate model and input data to use in the analysis for each individual project. Mitigation Measure 3.3-3: Prior to the commencement of construction activities for the project each individual development project, the project applicant(s) for each development project shall prepare and submit a Rule 9510 Indirect Source Review application that meets all SJVAPCD requirements, as applicable.			
Impact 3.3-4: The proposed Project has the potential for public exposure to toxic air contaminants.	Mitigation Measure 3.3-4: Prior to issuance of building permits or commencing operation of any commercial building/use that would emit toxic air contaminants (such as gas stations or dry cleaning operations), the project applicant(s) for each individual development project shall, at a minimum, perform prioritization screening in accordance the SJVAPCD's CEQA Guidelines. The prioritization screening shall also be conducted consistent with the guidance provided by the San Joaquin Valley Air Pollution Control District (SJVAPCD), which will be responsible for determining which facilities, based on their prioritization screening score, must perform a health risk assessment. In determining the need to prepare a health risk assessment, the SJVAPCD considers the potency, toxicity, quantity, and volume of hazardous materials released from the facility, the proximity of the facility to potential receptors, and any other factors specific to the facility that indicate that it may pose a significant health risk. If a health risk assessment is warranted for a facility based on its prioritization score, the project applicant shall assess the facilities for the potential to expose the public to toxic air contaminants in excess of the applicable thresholds (utilizing an air dispersion modelling program such as AERMOD). As of the time of this writing, the commonly accepted threshold for cancer risk is 10 in a million for carcinogens, and the reference exposure level for non-carcinogens (HI = 1). Facilities that exceed the applicable threshold(s) have the potential to expose the public to toxic air contaminants levels that would be considered significant.	San Joaquin Valley Air Pollution Control District City of Riverbank Planning	Prior to Building Permit	

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	Facilities that exceed the applicable threshold(s) must incorporate mitigation to reduce the risks from emission of toxic air contaminants to an acceptable level (i.e., to a level that does not exceed the applicable threshold[s]). Potential mitigation includes: reducing the size of the facility area; rearranging the site to reduce the potential for impacts on the nearest sensitive receptors; and utilizing products that reduce the level of toxic air contaminants, or removal of such products from the operational phase of the project.			
BIOLOGICAL RESOURCES				
Impact 3.4-1: The potential to have a substantial direct or indirect effect on special-status invertebrate species, including through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of an animal community, or a drop in population levels below self-sustaining levels.	Mitigation Measure 3.4-1: Prior to disturbance of each village, the Project applicant shall conduct a survey of the area to be disturbed for VELB habitat (elderberry), and if present, including a stem count and an assessment of VELB use (presence of bore holes); - All VELB habitat should be avoided within a natural open space area except where such habitat is located either within the Project's approved development footprint or in an area that must be disturbed in order to facilitate approved development; and - Where elderberry shrubs occupied with VELB cannot be avoided because it is located either within the Project's approved development footprint or in an area that must be disturbed in order to facilitate approved development, then the applicant shall notify the City and consult with USFWS in order to develop a VELB mitigation plan in accordance with the most current USFWS mitigation guidelines for unavoidable take of VELB habitat pursuant to either Section 7 or Section 10(a) of the Federal Endangered Species Act. At a minimum, the removal of elderberry shrubs found to be occupied with VELB shall be mitigated through the purchase of one (1) VELB mitigation credit from an agency-approved mitigation bank for each occupied shrub removed or through the planting of five (5) elderberry seedlings and five (5) native California trees or shrubs at a USFWS-approved location for each shrub removed. If the	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>latter option is selected, then the seedlings and associated natives shall achieve an 80% survival rate measured at the end of a five (5) year monitoring period.</i> Mitigation Measure 3.4-2: <i>The Project applicant shall implement the following measure to avoid or minimize impacts on special-status bumble bees:</i> <i>A qualified biologist shall conduct a habitat assessment to determine if there is habitat suitable to support CBB. Potential nesting sites, which include all small mammal burrows, perennial bunch grasses, thatched annual grasses, brush piles, old bird nests, dead trees, and hollow logs would need to be documented as part of the assessment.</i> <i>If potentially suitable habitat is identified, a qualified biologist shall conduct focused surveys for CBB, and their requisite habitat features following the methodology outlined in the Survey Considerations for California Endangered Species Act Candidate Bumble Bee Species (CDFW 2023) protocol, during the blooming period immediately prior to ground disturbance activities.</i> <i>If surveys cannot be completed, all small mammal burrows and thatched/bunch grasses be avoided by a minimum of 50 feet to avoid take and potentially significant impacts. If ground-disturbing activities will occur during the overwintering period (October through February), consultation with CDFW is warranted to discuss how to avoid take. Any detection of CBB warrants consultation with CDFW to discuss how to avoid take.</i> <i>If CBB is identified during surveys, and all small mammal burrows and thatched/bunched grasses are unable to be avoided by 50 feet, consultation with CDFW is warranted to obtain take authorization for CBB through issuance of an ITP, pursuant to Fish and Game Code section 2081 subdivision (b).</i>			
Impact 3.4-2: The potential to have substantial direct or indirect effects on special-status reptile and amphibian species, including	Mitigation Measure 3.4-3: <i>Prior to grading of each village, the Project applicant shall conduct a survey of the area to be graded for western pond turtle, and if present, the Project applicant shall implement the following</i>	City of Riverbank Planning / Public	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
through substantial reduction of habitat, substantial reduction of the number or restriction in the range of a listed species, elimination of a reptile or amphibian community, or a drop in population levels below self-sustaining levels.	<i>measures to avoid or minimize impacts on western pond turtle:</i> <i>A preconstruction survey for western pond turtles within aquatic habitats and adjacent suitable uplands to be disturbed by project activities shall be conducted by a qualified biologist. In aquatic habitats which may be dewatered during project construction, surveys shall be conducted immediately after dewatering and before any subsequent disturbance. Elsewhere, surveys shall be conducted within 24 hours before project disturbance.</i> <i>If pond turtles are found during preconstruction surveys, a qualified biologist, in consultation with CDFW, shall move the turtles to the nearest habitat of equivalent or greater value (e.g., upland habitats may include riparian wetlands or riparian woodlands, and aquatic habitats may include irrigation ditches or the Stanislaus River) outside the area subject to project disturbance. The construction area shall be reinspected whenever a lapse in construction activity of 2 weeks or more has occurred.</i> <i>Construction personnel performing activities within aquatic habitats and adjacent suitable uplands to be disturbed by project activities shall receive worker environmental awareness training from a qualified biologist to instruct workers to recognize western pond turtle, their habitats, and measures being implemented for its protection.</i> <i>Construction personnel shall observe a 15-miles-per-hour speed limit on unpaved roads.</i> Mitigation Measure 3.4-4: <i>The Project applicant shall implement the following measures to avoid or minimize impacts on giant garter snake (GGS):</i> <i>In areas within 200 feet of any irrigation ditch (potential GGS aquatic habitat) construction will occur during the GGS active season of May 1 through October 1.</i> <i>Construction personnel shall receive worker environmental</i>	Works Qualified Biologist		

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>awareness training to instruct workers to recognize giant garter snake and their habitats.</i> <i>Within 24 hours before construction activities, areas within 200 feet of any irrigation ditch (potential GGS aquatic habitat) shall be surveyed by the qualified biologist for giant garter snake. The survey shall be repeated if a lapse in construction activity of 2 weeks or greater has occurred. If a giant garter snake is encountered during construction, activities within 200 feet of the irrigation ditches shall cease until appropriate corrective measures have been completed or it is determined by the qualified biologist and City staff, in coordination with USFWS and CDFW, that the giant garter snake shall not be harmed. Appropriate corrective actions could involve installation of exclusion fencing, a full-time monitor, establishing a "tractor keep out zone", or other measures specifically designed by the biologist based on the circumstances of the construction site. Any sightings or incidental take shall be reported to USFWS and CDFW immediately by the qualified biologist.</i> <i>A biological onsite monitor will be present during initial ground-disturbing activities within 200 feet of any irrigation ditch or potential GGS habitat within the Plan Area</i> <i>Construction vehicles would require low-speed limits within such sites to lessen the probability that the species could be run over by vehicles and equipment.</i> <i>Any aquatic habitat for the snake that is dewatered shall remain dry for at least 15 consecutive days after April 15 and before excavating or filling of the dewatered habitat. If complete dewatering is not possible, potential snake prey (e.g., fish and tadpoles) will be removed so that snakes and other wildlife are not attracted to the construction area.</i> <i>Giant garter snake aquatic habitat to be avoided (i.e., irrigation ditches) within or adjacent to construction areas will be fenced and</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	designated as environmentally sensitive areas. These areas shall be avoided by all construction personnel.			
Impact 3.4-3: The potential to have substantial direct or indirect effects on special-status bird species, including through substantial reduction of habitat, substantial reduction or restriction in the range of a listed species, elimination of a bird community, or a drop in population levels below self-sustaining levels.	Mitigation Measure 3.4-5: The Project applicant shall implement the following measure to avoid or minimize impacts on western burrowing owl: - No less than 14 days before initiating ground disturbance activities, the Project applicant shall complete an initial take avoidance survey. Implementation of avoidance and minimization measures would be triggered if the initial take avoidance survey results in positive owl presence in the Project Area where project activities shall occur. If needed, the development of avoidance and minimization approaches shall be developed in coordination with CDFW. - Permanent loss of burrowing owl foraging habitat shall be compensated for by preservation and management of foraging habitat of at least a similar quality and equivalent acreage at a biologically appropriate location. An example of similar quality shall be cropland for cropland, grassland for grassland, etc. An example of an appropriate location would be within the breeding range of burrowing owl in the Central Valley. The mitigation shall be documented in a mitigation plan that identifies the mitigation site, compensation acreage, performance criteria, and monitoring and management requirements to ensure the site provides suitable habitat for the applicable species. Long-term protection of mitigation lands shall be ensured through fee title acquisition, conservation easement, or other suitable mechanisms. Long-term management of mitigation lands shall be ensured by establishing a management endowment or other suitable funding source. It is anticipated that mitigation land would also function to mitigate for other species requiring mitigation land with similar characteristics (i.e. Swainson's hawk). In other words, the same acreage could function as mitigation for more than one species. Mitigation Measure 3.4-6: The Project applicant shall implement the following	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>measures to avoid or minimize impacts on Swainson's hawk:</i> <i>No more than 30 days before the commencement of construction, a qualified biologist shall perform preconstruction surveys for nesting Swainson's hawk and other raptors during the nesting season (February 1 through August 31).</i> <i>Appropriate buffers shall be established and maintained around active nest sites during construction activities to avoid nest failure as a result of project activities. A ½-mile no-disturbance buffer from active Swainson's hawk nests. If such a buffer is not feasible, consult with CDFW prior to any ground disturbing activities to determine if an Incidental Take Permit (ITP) pursuant to Fish and Game Code section 2081 subdivision (b) is necessary to avoid an unauthorized take of Swainson's hawk. The appropriate size and shape of the buffers shall be determined by a qualified biologist in coordination with CDFW, and may vary depending on the nest location, nest stage, and construction activity. In determining the size of the buffers, the qualified biologist shall take into consideration the natural history of the Swainson's hawk, the proposed activity level adjacent to the nest, the nest occupants' habituation to existing or ongoing activity, nest concealment (i.e., whether there are visual or acoustic barriers between the proposed activity and the nest), and what (if any) nest monitoring is proposed. The buffers may be adjusted if a qualified biologist determines, based on these same considerations, that a change in the buffer size would not be likely to adversely affect the nest. Monitoring shall be conducted to confirm that project activity is not resulting in detectable adverse effects on nesting birds or their young. No project activity shall commence within the buffer areas until a qualified biologist has determined that the young have fledged or the nest site is otherwise no longer in use.</i> <i>Before the commencement of construction, the Project applicant shall provide compensatory mitigation for the permanent loss of Swainson's hawk foraging habitat. Loss of Swainson's hawk foraging habitat shall be compensated for by preservation and management</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>of foraging habitat of at least a similar quality at an appropriate location. An example of similar quality shall be cropland for cropland, grassland for grassland, etc. An example of an appropriate location would be within the breeding range of Swainson's hawk in the Central Valley. The mitigation shall be documented in a mitigation plan that identifies the mitigation site, compensation acreage, performance criteria, and monitoring and management requirements to ensure the site provides suitable habitat for the applicable species. Long-term protection of mitigation lands shall be ensured through fee title acquisition, conservation easement, or other suitable mechanisms. Long-term management of mitigation lands shall be ensured by establishing a management endowment or other suitable funding source. It is anticipated that mitigation land would function to mitigate for other species requiring such mitigation land (i.e. burrowing owl).</i> <i>To mitigate for the loss of foraging habitat (as specified in this document), the project applicant shall compensate based on the following ratios:</i> <i>(a) Portions of the project within 1 mile of an active nest tree shall provide:</i> <i>one acre of either lands protected through fee title acquisition or conservation easement (acceptable to the CDFW) on agricultural lands or other suitable habitats which provide foraging habitat for Swainson's hawk for each acre of development authorized (1:1 ratio); or</i> <i>One-half acre of either lands protected through fee title acquisition or conservation easement (acceptable to the CDFW) on agricultural lands or other suitable habitats which provide foraging habitat for Swainson's hawk for each acre of development authorized (0.5:1 ratio).</i> <i>(b) Portions of the project within 5 miles of an active nest tree but greater than 1 mile from the nest tree shall provide 0.75 acres of</i>			

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	<i>either lands protected through fee title acquisition or conservation easement (acceptable to the CDFW) on agricultural lands or other suitable habitats which provide foraging habitat for Swainson's hawk for each acre of development authorized for each acre of urban development authorized (0-75:1 ratio).</i> <i>(c) Portions of the project within 10 miles of an active nest tree but greater than 5 miles from an active nest tree shall provide 0.5 acres of either lands protected through fee title acquisition or conservation easement (acceptable to the CDFW) on agricultural lands or other suitable habitats which provide foraging habitat for Swainson's hawk for each acre of development authorized (0.5:1 ratio).</i> Mitigation Measure 3.4-7: <i>The Project applicant shall implement the following measure to avoid or minimize impacts on other protected bird species that may occur on the site:</i> <i>If ground-disturbing activities occur during the nesting bird season (February 1 - September 15), a qualified biologist shall conduct pre-activity surveys for active nests no more than one week prior to the start of ground disturbance to maximize the probability that nests that could potentially be impacted are detected. Surveys shall cover a sufficient area around the work site to identify nests and determine their status. A sufficient area means any area potentially affected by a project. In addition to direct impacts (i.e., nest destruction), noise, vibration, odors, and movement of workers or equipment could also affect nests. Prior to initiation of construction activities, a qualified biologist conduct a survey to establish a behavioral baseline of all identified nests.</i> <i>Once construction begins, a qualified biologist shall continuously monitor nests to detect behavioral changes resulting from the Project. If behavioral changes occur, the work causing that change shall cease and CDFW shall be consulted for additional avoidance and minimization measures. If continuous monitoring of identified</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	nests by a qualified biologist is not feasible, a minimum no-disturbance buffer of 250 feet around active nests of non-listed bird species and a 500-foot no-disturbance buffer around active nests of non-listed raptors. These buffers are advised to remain in place until the breeding season has ended or until a qualified biologist has determined that the birds have fledged and are no longer reliant upon the nest or parental care for survival. Variance from these no-disturbance buffers is possible when there is a compelling biological or ecological reason to do so, such as when the construction area would be concealed from a nest site by topography. A qualified biologist advise and support any variance from these buffers and notify CDFW in advance of implementing a variance.			
Impact 3.4-4: The potential to for substantial direct or indirect effects on special-status mammal species, including through substantial reduction of habitat, substantial reduction of the number or restriction of the range of a listed species, elimination of a mammal community, or a drop in population levels below self-sustaining levels.	Mitigation Measure 3.4-8: Prior to grading of each village, the Project applicant shall conduct a survey of the area to be graded for bat roosts, and if present, the Project applicant shall implement the following measures to avoid or minimize impacts on special-status bats: - If removal of suitable roosting areas (i.e., buildings, trees, shrubs, bridges, etc.) must occur during the bat pupping season (April 1 through July 31), surveys for active maternity roosts shall be conducted by a qualified biologist. The surveys shall be conducted from dusk until dark. - If a special-status bat maternity roost is located, appropriate buffers around the roost sites shall be determined by a qualified biologist and implemented to avoid destruction or abandonment of the roost resulting from habitat removal or other project activities. The size of the buffer shall depend on the species, roost location, and specific construction activities to be performed in the vicinity. No project activity shall commence within the buffer areas until the end of the pupping season (August 1) or until a qualified biologist confirms the maternity roost is no longer active. If a non-maternal roost is located, eviction and exclusion techniques shall be conducted as recommended by the qualified biologist. Methods may include	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	

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	<i>opening the roosting area to change the air flow and lighting, installing one-way doors, or other appropriate methods that allow the bats to exit and find a new roost. After eviction is believed to be completed, acoustic monitoring, and an evening emergence survey shall be performed by the qualified biologist to ensure eviction is complete. For tree removal, a two-step tree removal process involving removal of all branches that do not provide roosting habitat on the first day, and then the next day cutting down the remaining portion of the tree.</i>			
Impact 3.4-6: The potential to cause a substantial adverse effect on protected wetlands and jurisdictional waters.	Mitigation Measure 3.4-9: <i>If construction activities would disturb the agricultural ditch within the Project Area, the property owner/applicant proposing the activity shall verify with federal and state regulators that the facility is non-jurisdictional or qualifies under the agricultural ditch exemption. If the facilities do not qualify for the exemption and are determined to be jurisdictional by the regulatory agencies, any fill activity would require authorization for fill from the regulatory agencies (USACE-404 permit, RWQCB-401 certification, 1600 Streambed Alteration Agreement). All requirements of a permit shall be adhered to throughout the construction phase. Any compensatory mitigation would be specified by the regulatory agency through the permit process.</i>	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	
Impact 3.4-9: The potential to conflict with an adopted Habitat Conservation Plan.	Mitigation Measure 3.4-10: <i>Prior to commencement of any ground disturbance activities associated with the Offsite Sewer Line, the Project proponent shall obtain coverage under the SJMSCP to mitigate for habitat impacts to covered special status species for the portion of the Offsite Sewer Line within San Joaquin County. Coverage involves compensation for habitat impacts on covered species through implementation of incidental take and minimization Measures (ITMMs) and payment of fees for conversion of lands that may provide habitat for covered special status species. These fees are used to preserve and/or create habitat in preserves to be managed in perpetuity. Obtaining coverage for a Project includes incidental take authorization (permits) under the Endangered Species Act Section 10(a), California Fish and Game Code Section 2081, and the MBTA. Coverage under the SJMSCP would fully mitigate all habitat impacts on covered special-status species.</i>	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
Impact 3.4-10: The potential to conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance.	Mitigation Measure 3.4-11: Prior to and during construction, the Project applicants shall comply with Chapter 156, Oak and Landmark Tree Preservation, of the Riverbank Municipal Code, which calls for the conservation and protecting of existing landmark trees and oak trees within the City. Landmark trees are defined under Section 156.02 of the Code as: Trees that are: (1) six inches or greater in diameter at breast height (DBH); and (2) in good health; and (3) of preferred species in order: (a) oak, (b) deciduous and (c) evergreen; (4) other such trees with significant impact (including but not limited to: age, size, location, outstanding habitat value, superior beauty, historical and/or cultural significance) on the surrounding area. Landmark Tree may also mean an "oak tree." Fruit trees and other trees used for agricultural purposes and production on existing lots created prior to June 8, 2006, are specifically excluded as being landmark trees. Additionally, oak trees are defined as a valley oak tree (<i>Quercus lobata</i>) with a trunk diameter of two inches or greater at a point 4.5 feet above the root crown (also referred to as "two inches diameter breast height [DBH]"). Oak tree may also mean a "landmark tree." Pursuant to Section 156.12, prior to submission of an application for development, the applicant is encouraged to meet with the Community Development Director to discuss the tree protection ordinance as it relates to the applicant's property. Should removal of protected trees be required, the permit applicant requirements in Section 156.12 of the Code shall be followed. Further, pursuant to Section 156.14 of the Code, the following methods and standards for tree protection shall be implemented during construction activities: (A) Trees identified to be preserved shall have four-foot, orange-colored tree-protection fencing installed at the critical root zones. (B) (1) No person engaged in the construction of any structure(s) or improvement(s) or any activity shall encroach or place solvents, material, construction machinery or temporary soil deposits within six (6) feet of the area outside the critical root zone, as defined herein, of any existing significant tree within a tree save area,	City of Riverbank Planning / Public Works Qualified Biologist	Prior to Grading	

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	<i>transitional or undisturbed buffer zone.</i> <i>(2) When proposed developments encroach into the crown dripline area of any landmark/oak tree, special construction to allow the roots to breathe and obtain water shall be engineered and implemented, as determined by the Community Development Director.</i> <i>(C) All tree protection devices must remain in functioning condition until the project is completed or until the certificate of occupancy is issued.</i> <i>(D) (1) Any tree designated in the plan to be saved, which is negligently damaged during construction or as a result of negligent construction, as determined by the arborist, shall be treated according to accepted National Arborists Association Standards.</i> <i>(2) If fatally damaged, trees shall be replaced with six-inch-caliper trees equal to five times the diameter of the tree removed</i>			
CULTURAL AND TRIBAL RESOURCES				
Impact 3.5-1: Project implementation has the potential to cause a substantial adverse change to an historical resource as defined in CEQA Guidelines §15064.5, a unique archaeological resource as defined in Public Resources Code section 21083.2, or a tribal cultural resource, as defined in Public Resources Code §21074.	Mitigation Measure 3.5-1: Resources ML-20-2 and ML-20-3 shall be avoided and protected in some manner either through design, site capping, and/or inclusion in a park. Protection shall be provided prior to initiation of the construction phase, with long term measures designed for permanent preservation. Consultation shall occur with appropriate Native American groups to ensure the selected measures are acceptable to appropriate groups with ethnic ties to the area. Any construction in this area shall require a qualified archaeologist to monitor ground disturbing activities. Mitigation Measure 3.5-2: All construction workers shall receive a cultural resources sensitivity training session before they begin site work in order to identify any potentially significant cultural or similar resources that may result during construction. The sensitivity training session shall be instructed by a professional archaeologist, and shall include discussion of the statutory criteria for defining unique archaeological resources, historical resources of an	City of Riverbank Planning Qualified Archaeologist	If any cultural resources, including prehistoric or historic artifacts, or other indications of archaeological resources are found during grading and construction activities	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>archaeological nature, and tribal cultural resources. The sensitivity training shall inform the workers of their responsibility to identify and protect any cultural resources, including prehistoric or historic artifacts, or other indications of archaeological resources, discovered during construction. The sensitivity training shall cover laws pertaining to cultural resources, examples of cultural resources that may be discovered, and what to do if a cultural resource, or anything that may be a cultural resource, is discovered.</i> <i>If any cultural resources, including prehistoric or historic artifacts, or other indications of archaeological resources, are found during grading and construction activities during any phase of the Project, all work shall be halted immediately within a 200-foot radius of the discovery until an archaeologist meeting the Secretary of the Interior's Professional Qualifications Standards in prehistoric or historical archaeology, as appropriate, has evaluated the find(s).</i> <i>The following notifications and measures shall apply to potential unique archaeological resources, potential historical resources of an archaeological nature, and potential tribal cultural resources, depending on the nature of the find:</i> <i>• If the professional archaeologist determines that the find clearly does not represent a cultural resource that might qualify as a unique archaeological resource, an historical resource of an archaeological nature, or a tribal cultural resource, work may resume immediately and no agency notifications are required.</i> <i>• If the professional archaeologist determines that the find does represent a cultural resource that might qualify as a unique archaeological resource, an historical resource of an archaeological nature, or a tribal cultural resource, he or she shall immediately notify the City's Community Development Director (CDD) and applicable landowner, and, in the case of a potential tribal cultural resource, a tribal representative from an ethnically appropriate group with Northern Valley Yokuts heritage that is recognized by the NAHC in order to give such a person an opportunity to participate.</i> <i>• With respect to finds that may qualify as a unique archaeological resource or an historical resource of an archaeological nature (but not a tribal cultural resource), the professional archaeologist and a representative from the City CDD shall consult to determine whether any unique archaeological resources or historical resources of an archaeological nature are present, in part based on a finding of</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	eligibility for inclusion in the NRHP or CRHR. If it is determined that unique archaeological resources or historical resources of an archaeological nature are present, the qualified archaeologist shall develop mitigation or treatment measures for consideration and approval by the City CDD. Mitigation shall be developed and implemented in accordance with Public Resources Code Section 21083.2 and Section 15126.4 of the CEQA Guidelines, with a preference for preservation in place. Consistent with Section 15126.4(b)(3), preservation in place may be accomplished through planning construction to avoid the resource; incorporating the resource within open space; capping and covering the resource; or deeding the site into a permanent conservation easement. If approved by the City CDD, such measures shall be implemented and completed prior to commencing further work for which grading or building permits were issued, unless otherwise directed by the City CDD. Avoidance or preservation of unique archaeological resources or historical resources of an archaeological nature shall not be required where such avoidance or preservation in place would preclude the construction of important structures or infrastructure or require exorbitant expenditures, as determined by the City CDD. Where avoidance or preservation are not appropriate for these reasons, the professional archaeologist, in consultation with the City CDD, shall prepare a detailed recommended a treatment plan for consideration and approval by the City CDD, which may include data recovery. If employed, data recovery strategies for unique archaeological resources that do not also qualify as historical resources of an archaeological nature shall follow the applicable requirements and limitations set forth in Public Resources Code Section 21083.2. Data recovery will normally consist of (but would not be limited to) sample excavation, artifact collection, site documentation, and historical research, with the aim of recovering important scientific data contained within the unique archaeological resource or historical resource of an archaeological nature. The data recovery plan shall include provisions for analysis of data in a regional context, reporting of results within a timely manner, curation of artifacts and data at an approved facility, and dissemination of reports to local and State repositories, libraries, and interested professionals. If data recovery is determined by the City CDD to not be appropriate, then an equally effective treatment shall be proposed and implemented. Work may			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>not resume within the no-work radius until the City CDD, in consultation with the professional archaeologist, determines that the site either: 1) does not contain unique archaeological resources or historical resources of an archaeological nature; or 2) that the preservation and/or treatment measures have been completed to the satisfaction of the City CDD.</i> <i>With respect to finds that may qualify as a tribal cultural resource, the professional archaeologist and a representative from the City CDD shall consult with a tribal representative from an ethnically appropriate group with Northern Valley Yokuts heritage, if one has chosen to participate, to determine whether any tribal cultural resources are present, in part based on the criteria set forth in Public Resources Code section 21074. If it is determined that tribal cultural resources are present, the qualified archaeologist, in consultation with any participating tribal representative, shall develop mitigation or treatment measures for consideration and approval by the City CDD. In doing so, the qualified archaeologist shall give great weight to the wishes of the tribal representative, if one is participating. Mitigation shall be developed with a preference for preservation in place and with reference to the Guidelines for Monitors/Consultants of Native American Cultural, Religious, and Burial Sites established by the Native American Heritage Commission. Preservation in place may be accomplished through planning construction to avoid the resource; incorporating the resource within open space; capping and covering the resource; or deeding the site into a permanent conservation easement. If approved by the City CDD, measures involving avoidance and/or preservation in place shall be implemented and completed prior to commencing further work for which grading or building permits were issued, unless otherwise directed by the City CDD. Avoidance or preservation of a tribal cultural resource shall not be required where such avoidance or preservation in place would preclude the construction of important structures or infrastructure or require exorbitant expenditures, as determined by the City CDD. Where avoidance or preservation are not appropriate for these reasons, the professional archaeologist, in consultation with the City CDD and any participating tribal</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	representative, whose input shall be given great weight, shall prepare a detailed recommended a treatment plan for consideration and approval by the City CDD, which may include data recovery. Data recovery may consist of (but would not be limited to) sample excavation, artifact collection, site documentation, and historical research, with the aim of recovering important scientific data contained within the unique archaeological resource or historical resource of an archaeological nature. The data recovery plan shall include provisions for analysis of data in a regional context, reporting of results within a timely manner, curation of artifacts and data to an institution identified by the participating tribal representative, if any, or at an approved facility, and dissemination of reports to local and State repositories, libraries, and interested professionals. If data recovery is determined by the City CDD to not be appropriate, then an equally effective treatment shall be proposed and implemented. Work may not resume within the no-work radius until the City CDD, in consultation with the professional archaeologist, determines that the site either: 1) does not contain tribal cultural resources; or 2) that the preservation and/or treatment measures have been completed to the satisfaction of the City CDD.			
Impact 3.5-2: Project implementation has the potential to disturb human remains, including those interred outside of formal cemeteries.	Mitigation Measure 3.5-3: If human remains are discovered during the course of construction during any phase of the Project, work shall be halted at the site and at any nearby area reasonably suspected to overlie adjacent human remains until the Stanislaus County Coroner has been informed and has determined that no investigation of the cause of death is required. If the remains are of Native American origin, either of the following steps, subject to statutory time limitations, will be taken: The Coroner shall contact the Native American Heritage Commission in order to ascertain the proper descendants from the deceased individual. The coroner shall make a recommendation to the landowner or the person responsible for the excavation work, for means of treating or disposing of, with appropriate dignity, the human remains and any associated grave goods, which may include obtaining a qualified archaeologist or team of archaeologists to	City of Riverbank Planning Qualified Archeologist	If any cultural resources, including prehistoric or historic artifacts, or other indications of archaeological resources are found during grading and construction activities	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>properly excavate the human remains.</i> <i>The landowner shall retain a Native American monitor, and an archaeologist, if recommended by the Native American monitor, and rebury the Native American human remains and any associated grave goods, with appropriate dignity, in a location that is not subject to further subsurface disturbance when any of the following conditions occurs:</i> <i>The Native American Heritage Commission is unable to identify a descendent.</i> <i>The descendant identified fails to make a recommendation.</i> <i>The City of Riverbank or its authorized representative rejects the recommendation of the descendant, and the mediation by the Native American Heritage Commission fails to provide measures acceptable to the landowner.</i>			
GEOLOGY, SOILS, AND MINERAL RESOURCES				
Impact 3.6-2: Implementation and construction of the proposed Project may result in substantial soil erosion or the loss of topsoil.	Mitigation Measure 3.6-1: <i>Prior to clearing, grading, and disturbances to the ground such as stockpiling, or excavation for each phase of the Project, the Project proponent shall submit a Notice of Intent (NOI) and Storm Water Pollution Prevention Plan (SWPPP) to the RWQCB to obtain coverage under the General Permit for Discharges of Storm Water Associated with Construction Activity (Construction General Permit Order 2009-0009-DWQ amended by 2010-0014-DWQ & 2012-0006-DWQ). The SWPPP shall be designed with Best Management Practices (BMPs) that the RWQCB has deemed as effective at reducing erosion, controlling sediment, and managing runoff. These include: covering disturbed areas with mulch, temporary seeding, soil stabilizers, binders, fiber rolls or blankets, temporary vegetation, and permanent seeding. Sediment control BMPs, installing silt fences or placing straw wattles below slopes, installing berms and other temporary run-on and runoff diversions. These BMPs are only examples of what should be considered and should not preclude new or innovative approaches currently available or being developed. Final selection of BMPs will be subject to approval by City of Riverbank and the RWQCB. The SWPPP will be kept on site during construction activity and will be</i>	City of Riverbank Planning Qualified Paleontologist	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>made available upon request to representatives of the RWQCB.</i>			
Impact 3.6-5: The proposed Project has the potential to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature.	Mitigation Measure 3.6-2: <i>If subsurface deposits believed to be paleontological in origin are found during grading and construction activities of the Project, work shall be halted immediately within 50 meters (165 feet) of the discovery and the City of Riverbank Community Development Director (CDD) shall be notified. Work shall not continue at the discovery site until a qualified paleontologist evaluates the find to determine whether it includes or constitutes a unique paleontological resource and, if it is, formulates mitigation recommendations for consideration and approval by the City CDD. A unique paleontological resource means a paleontological resource about which it can be clearly demonstrated that, without merely adding to the current body of knowledge, there is a high probability that it meets one of the two following criteria: (1) contains information needed to answer important scientific research questions and that there is a demonstrable public interest in that information; or (2) has a special and particular quality such as being the oldest of its type or the best available example of its type. Mitigation options shall include preserving the resource in place or recovering data and creating documentation for transmission to the University of California Museum of Paleontology. Avoidance or preservation in place of unique paleontological resources shall not be required where such avoidance or preservation would preclude the construction of important structures or infrastructure or require exorbitant expenditures, as determined by the City CDD.</i>	City of Riverbank Planning Qualified Paleontologist	Prior to Grading	
GREENHOUSE GASES, CLIMATE CHANGE AND ENERGY				
Impact 3.7-1: Project implementation would not generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment or to conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emissions	Mitigation Measure 3.7-1: a) Project-Specific Requirements. <i>The Project applicants shall be required to reduce Project GHG emissions to the maximum extent feasible by incorporating the following onsite measures:</i> a) <i>Construction Emissions. Prior to the issuance of grading permits, the Project sponsor or its designee shall provide evidence to the City of Riverbank that the following strategies are implemented:</i> i. <i>Use electric or hybrid powered equipment for generators and</i>	San Joaquin Valley Air Pollution Control District City of Riverbank Planning	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
of greenhouse gases.	other small pieces of equipment (e.g., forklifts and saws), as commercially available. ii. Use cleaner-fuel equipment such as replacing diesel fuel with compressed natural gas (CNG) or renewable diesel, as commercially available. iii. Reduce idling time of heavy-duty trucks either by shutting them off when not in use or reducing the time of idling to no more than 3 minutes (5-minute limit is required by the state airborne toxics control measure 13 CCR 2485). Commercially available equipment is herein defined as equipment sourced within 50 vehicle miles of the Project site and within 10% of the cost of the diesel-fueled-equivalent equipment. The Project Applicant must contact at least 3 contractors or vendors within Stanislaus County and submit to the City justification if the specified equipment is not commercially available. b) Operational Emissions. i. Require Energy Efficient Appliances. Prior to the issuance of building permits, the Project sponsor or its designee shall provide evidence to the City that exclusively ENERGY STAR-certified appliances shall be installed, which exceed the energy efficiency of conventional appliances. ii. Outdoor Electrical Outlets. Prior to the issuance of building permits, the Project sponsor or its designee shall provide evidence to the City of Riverbank that the design plans include electrical outlets in the front and rear of the structure to facilitate use of electrical lawn and garden equipment. iii. Tree Planting. Prior to the applicable certificates of occupancy, the Project sponsor or its designee shall plant, at a minimum, one tree per every new residential dwelling unit proposed. Tree species should be black or valley oak, or another broad leaf species with at least an equivalent carbon sequestration rate. The Project sponsor shall demonstrate that at least 75% of species planted are native to California or			

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	<i>drought tolerant and appropriate for the climate zone region. These trees can be planted roadside, in medians, or in other commonly landscaped areas.</i> iv. <i>Water Use Efficiency and Water Conservation. Prior to the issuance of building permits, the Project sponsor or its designee shall provide evidence to the City that the residential building design plans include the following water use efficiency and conservation measures, including:</i> •<i>High-efficiency appliances/fixtures to reduce water use, and/or include water-efficient landscape design</i> •<i>Low-flow or high-efficiency water fixtures</i> •<i>Water-efficient landscapes with lower water demands than required by the California Department of Water Resources (DWR) 2015 Model Water Efficient Landscape Ordinance (MWELO)</i> •<i>Planting of drought-tolerant plant species only</i> •<i>Provide a copy of the educational materials that will be provided to future homeowners and tenants about water saving behaviors and water-conserving landscaping with sales material for City review.</i> •<i>Installation of piping to allow future use of reclaimed water for landscaping purposes in all park areas.</i> v. <i>Circulation. The Project sponsor or its designee shall include the following features to reduce VMT:</i> •<i>Install sidewalks and crosswalks where appropriate and consistent with City requirements.</i> •<i>Install new or improved bicycle paths and bicycle racks at community destination locations such as parks and community recreation areas.</i> <i>Sales and rental packets shall include information about local public transit.</i>			
HAZARDS AND HAZARDOUS MATERIALS				

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Impact 3.8-1: Potential to create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials or through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment.	Implement Mitigation Measure 3.6-1. Mitigation Measure 3.8-1: Prior to approval of a final map on any property in the Specific Plan Area, with the exception of the Berghill property, the Project Applicant shall submit a Phase I ESA for the property. The purpose of the Phase I ESA is to supplement the research and analysis that has already been prepared for this area as part of the CEQA Hazards Assessment which is limited to database searches, aerial reconnaissance, and literature and map review. While no evidence of an environmental concern has been encountered, the Hazards Assessment did not include site investigation or property owner questionnaires/interviews of property outside the Berghill property. The Berghill property is excluded for this mitigation measure because a Phase 1 ESA has already been prepared for this property. Mitigation Measure 3.8-2: Prior to approval of a final map on all properties in the Specific Plan Area, the Project Applicant shall hire a qualified consultant to perform additional soil and site testing. There may be additional areas identified in the Phase I ESAs prepared for areas outside the Berghill Property in accordance with Mitigation Measure 3.8-1; however, the following areas of the Berghill Property have already been deemed to have potentially hazardous conditions present: • The residential units and adjoining structures. • The remnant construction and/or farming materials (i.e. remnant pipes, etc.). • The soils in the area where farming equipment and above ground tanks have been stored. The intent of the additional testing is to investigate whether any buildings, facilities, or soils contain hazardous materials, including petroleum products, agrichemical (including pesticides, herbicides, diesel, petrochemicals, etc.), asbestos, etc. A soil sampling and analysis workplan shall be submitted for approval the Stanislaus County Department of Environmental Resources prior to the work.	City of Riverbank Planning	Prior to Grading	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>The sampling and analysis plan shall meet the requirements of the Department of Toxic Substances Control Interim Guidance for Sampling Agricultural Properties (2008), and the County Department of Environmental Resources Recommended Soil and Groundwater Sampling for Underground Tank Investigations (2013).</i> <i>If the sampling results indicate the presence of agrichemicals that exceed commercial screening levels, a removal action workplan shall be prepared in coordination with Stanislaus County Department of Environmental Resources. The removal action workplan shall include a detailed engineering plan for conducting the removal action, a description of the onsite contamination, the goals to be achieved by the removal action, and any alternative removal options that were considered and rejected and the basis for that rejection. A no further action letter shall be issued by Stanislaus County Department of Environmental Resources upon completion of the removal action. The removal action shall be deemed complete when the confirmation samples exhibit concentrations below the commercial screening levels, which will be established by the agencies.</i> <i>If asbestos-containing materials and/or lead are found in buildings, an Operations and Maintenance (O&M) Program shall be implemented in order to safely manage the suspect ACMs and LBP located at the subject property, and a California Occupational Safety and Health Administration (Cal/OSHA) certified asbestos containing building materials (ACBM) and lead based paint contractor shall be retained to remove the asbestos-containing materials and lead in accordance with EPA and Cal/OSHA standards. In addition, all activities (construction or demolition) in the vicinity of these materials shall comply with Cal/OSHA asbestos and lead worker construction standards. The ACBM and lead shall be disposed of properly at an appropriate offsite disposal facility.</i> Mitigation Measure 3.8-3: <i>Prior to bringing hazardous materials onsite, the applicant shall submit a Hazardous Materials Business Plan (HMBP) to the Stanislaus County Division of Environmental Resources (CUPA) for review and approval. If during the construction process the applicant or any subcontractors generates hazardous waste, the applicant must register with the CUPA as a generator of hazardous waste, obtain an EPA ID# and</i>			

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	accumulate, ship and dispose of the hazardous waste per Health and Safety Code Ch. 6.5. (California Hazardous Waste Control Law). Mitigation Measure 3.8-4: Prior to initiation of any ground disturbance activities within 50 feet of a well, the applicant shall hire a licensed well contractor to obtain a well demolition permit from the City of Riverbank, and properly abandon the onsite wells, pursuant to review and approval of the City Engineer.			
HYDROLOGY AND WATER QUALITY				
Impact 3.9-1: The proposed Project has the potential to violate water quality standards or waste discharge requirements or otherwise substantially degrade surface or ground water quality.	Mitigation Measure 3.9-1: The Project applicant shall implement the following nonstructural BMPs that focus on preventing pollutants from entering stormwater: • Pollution Prevention/Good Housekeeping ○ Prior to clearing, grading, and disturbances to the ground such as stockpiling, or excavation in each phase of the Project, the Project proponent shall develop a spill response and prevention plan as a component of (1) SWPPPs prepared for construction activities, (2) SWPPPs for facilities subject to the NPDES Stormwater Permit, and (3) spill prevention control and countermeasure plans for qualifying facilities. The spill response and prevention plan shall be implemented during all construction activities. ○ Streets and parking lots in all non-residential portions of the Project site shall be swept at least once every two weeks. • Operation and Maintenance (O&M) of Treatment Controls ○ Prior to clearing, grading, and disturbances to the ground such as stockpiling, or excavation in each phase of the Project, the Project proponent shall develop an Operation and Maintenance (O&M) Plan for the storm drainage facilities to ensure long-term performance. The O&M plan shall incorporate the manufacturers' recommended maintenance procedures and include (1) provisions for	City of Riverbank Public Works	Prior to approval of improvements plans	

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	debris removal, (2) guidance for addressing public health or safety issues, and (3) methods and criteria for assessing the efficacy of the storm drainage system. An annual report shall be submitted to the City certifying that maintenance of the facilities was conducted according to the O&M plan. Mitigation Measure 3.9-2: The Project applicant shall implement the following structural BMPs that focus on preventing pollutants from entering stormwater, or alternative BMPs approved by the City of Riverbank. Implementation of BMPs apply to all new development including the right-of-way as appropriate. - Extended Detention Facilities: Extended detention refers to the facilities proposed for the Project site that would detain and temporarily store stormwater runoff to reduce the peak rates of discharge to the storm drainage system. Detention of stormwater allows particles and other pollutants to settle and thereby potentially reduce concentrations and mass loading of contaminants in the discharge. - Grassed Swales: A swale is a vegetated, open channel management practice designed to treat and attenuate stormwater runoff for a specified water quality volume. Stormwater runoff flowing through these channels is treated by being filtered through vegetation in the channel, through a subsoil matrix, and/or through infiltration into the underlying soils. Swales can be used throughout the proposed Project area where feasible in the landscape design to treat parking lot runoff. Proprietary Devices: There are a variety of commercially available stormwater treatment devices designed to remove contaminants from drainage once flows enter the conveyance systems. StormFilter™ units, or equivalent filtration-type systems, are recommended within the commercial and industrial areas as the main structural BMP for these areas. Bioswales are also recommended for streets and parking areas. Drop inlet filters should also be used to control drainage runoff water quality.			
NOISE				

<i>ENVIRONMENTAL IMPACT</i>	<i>MITIGATION MEASURE</i>	<i>MONITORING RESPONSIBILITY</i>	<i>TIMING</i>	<i>VERIFICATION (DATE/INITIALS)</i>
Impact 3.11-1: Construction of the proposed Project may generate significant noise.	Mitigation Measure 3.11-1: Construction activities shall not occur between 6:30 p.m. and 6:00 a.m. on weekdays or 5:00 p.m. and 8:00 a.m. on weekends and legal holidays, as required by the City of Riverbank Municipal Code. This requirement shall be noted in the improvements plans prior to approval by the City's Public Works Department. Any construction activities requiring work outside of the normal construction times specified by this code (i.e. wells that require continuous 24-hour drilling) shall only be authorized after consideration of the noise generated by the work, which shall be below the standards for exterior noise. Mitigation Measure 3.11-2: In an effort to comply with the City General Plan standards contained in Table 3.11-6 (Table N-3 of the General Plan), all equipment shall be fitted with factory equipped mufflers, and in good working order. In addition, all staging areas shall be located as far as feasibly possible from residential areas. This requirement shall be noted in the improvements plans prior to approval by the City's Development Services Department.	City of Riverbank Planning/Public Works	Prior to approval of improvements plans	
Impact 3.11-2: Construction of the proposed Project may result in vibration impacts.	Mitigation Measure 3.11-3: Any compaction required less than 26 feet from the adjacent residential structures shall be accomplished by using static drum rollers which use weight instead of vibrations to achieve soil compaction. As an alternative to this requirement, pre-construction crack documentation and construction vibration monitoring could be conducted to ensure that construction vibrations do not cause damage to any adjacent structures. This requirement shall be noted in the improvements plans prior to approval by the City's Development Services Department.	City of Riverbank Planning/Public Works	Prior to approval of improvements plans	
Impact 3.11-4: The proposed Project may be subject to shooting range noise at new sensitive receptors.	Mitigation Measure 3.11-4: The following noise control measures shall be required in the improvements plans for Villages D, E, F, H, I, or J (or any other on-site areas which may be subject to noise resulting from the shooting range), prior to approval by the City's Public Works Department: 1. Typical masonry type sound walls shall be constructed in the Specific Plan Area. Figure 3.11-5 shows the locations of the recommended sound walls. Mitigation Measure 3.11-5: The project proponent shall request the owner of the Modesto Rifle Club to make the following improvements on the Modesto	City of Riverbank Planning/Public Works	Prior to approval of improvements plans	

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>Rifle Club's property, at the project proponent's own expense. It is noted that these noise control measures are not located within the boundary of the Project, and are not controlled by the Project proponent. As such, it cannot be guaranteed that the owners of the shooting range will allow these improvements to be made on their property by the Project proponent:</i> <i>1. Two 180-foot-long sound walls with acoustically absorptive treatment should span the eastern boundary of the rifle range. The first wall should be 20 feet tall and connect directly to the shooting range enclosure, allowing no gaps. The second wall should be 25 feet tall and be located directly north of the first wall and offset approximately 20 feet to the east (along the eastern boundary of the rifle range). The base elevation for the walls should be greater than or equal to the elevation of the shooting line. The inner side of the newly constructed walls (facing west) must be acoustically absorptive to prevent reflection of shooting noise. Figure 3.11-4 shows the proposed location of the sound walls. This measure specifically assumes use of Kinetics NOISEBLOCK perforated metal acoustical panels.</i> <i>2. The existing rifle shooting range cover should be enclosed on the eastern side as shown in Figure 3.11-4. The enclosure should span from the floor to ceiling and have no gaps or penetrations that would allow sound to pass through. The enclosure should consist of minimum ¾" plywood with acoustical panels covering the inside walls, facing the shooting line. This measure specifically assumes use of Kinetics KNP perforated metal acoustical panels.</i> <i>3. The left sound wall of the pistol range should be treated with an acoustically absorptive treatment, as shown on Figure 3.11-4. This measure specifically assumes use of Kinetics KNP perforated metal acoustical panels.</i> <i>4. Acoustic absorption should be added above the shooting line and at the rear wall of the left side of the rifle shooting line, as shown on Figure 3.11-4. This measure specifically assumes use of Kinetics KNP perforated metal acoustical panels.</i>			

ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	5. Fully enclose the rear (south) side of the rifle shooting line. A 4-foot-wide covered exit walkway may be constructed which allows access from the south, as shown on Figure 3.11-6. The enclosure should span from the floor to ceiling and have no gaps or penetrations that would allow sound to pass through. The enclosure should consist of minimum ¾" plywood with acoustical panels covering the inside walls, facing the shooting line. This measure specifically assumes use of Kinetics KNP perforated metal acoustical panels.			
PUBLIC SERVICES AND RECREATION				
Impact 3.12-1: The proposed project may result in, or have the potential to require the construction of police department facilities which may cause substantial adverse physical environmental impacts.	Mitigation Measure 3.12-1: Prior to final map approval, the Project applicant shall annex mapped property into Community Facilities District (CFD) No. 2016-01 for operational services with the Riverbank Police Department (Stanislaus County Sheriff), or create a new CFD for the proposed Plan Area. Mitigation Measure 3.12-2: Prior to the issuance of a Certificate of Occupancy for each dwelling unit (and prior to issuance of building permits for non-residential uses), the applicant shall pay all applicable project impact fees per the impact fee schedule.	City of Riverbank Planning/Public Works	Prior to approval of improvements plans Prior to certificate of occupancy	
TRANSPORTATION AND CIRCULATION				
Impact 3.13-1: Implementation of the Specific Plan would conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities.	Mitigation Measure 3.13-1: The Project Applicant shall work with the City of Riverbank and Caltrans to design improvements to create an all-weather route to the MID trail and to address the gap in facilities east of the Project Area on SR 108 and shall fund these improvements. The mitigation shall include a safe crossing on SR 108 which may be incorporated into a traffic signal or roundabout at one of the River Walk Specific Plan access intersections, or may take the form of a pedestrian hybrid beacon, subject to approval of Caltrans. This mitigation shall be installed when directed by the Riverbank City Engineer with Caltrans approval. In addition, the Project Applicant shall work with the County to design access road improvements to McHenry Avenue from the Specific Plan area. The Project Applicant shall fund these access improvements. The improvement design may consider stop-controls, traffic signals, and/or roundabout at the	City of Riverbank Planning/Public Works	Prior to occupancy	

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ENVIRONMENTAL IMPACT	MITIGATION MEASURE	MONITORING RESPONSIBILITY	TIMING	VERIFICATION (DATE/INITIALS)
	<i>access intersection based on traffic volumes and safety considerations. The final design is subject to the County approval, including encroachment permits. This mitigation shall be installed when directed by the Riverbank City Engineer with County approval.</i>			
Impact 3.13-2: Implementation of the Specific Plan would not conflict with or be inconsistent with CEQA Guideline section 15064.3, subdivision (b).	Mitigation Measure 3.13-2: The Project Applicant shall implement the following VMT related mitigation measures / strategies which could reduce the VMT generated by the proposed land uses. These VMT related mitigation measures / strategies shall be noted on the improvement plans. • Shuttle Bus Service. The proponents shall provide shuttle bus service linking the project with an applicable StaRT stop(s) and with key destinations in Riverbank and Modesto. • Provide Transit Passes. The project proponents shall provide off project residents and employees subsidized transit passes. • Install Park-and-Ride Lots. A portion of the parking supply in mixed use areas shall be designated for park-and-ride use. • Increase Pedestrian / Bicycle Connectivity. Install off site pedestrian facilities to promote this mode and reduce VMT.	City of Riverbank Planning/Public Works	Prior to occupancy	
Impact 3.13-3: Implementation of the Specific Plan would not substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment).	Mitigation Measure 3.13-3: Prior to approval of a Final Map or improvement plans, the Project Applicant shall contribute its pro rata fair share to the cost of improvement to the McHenry Avenue / Ladd Road / Patterson Road intersection. Mitigation Measure 3.13-4: The Project Applicant shall construct a westbound left turn lane on SR 108 at the Skittone Road intersection. This roadway design shall be noted on the improvement plans.	City of Riverbank Planning/Public Works	Prior to approval of final map	
UTILITIES AND SERVICE SYSTEMS				
Impact 3.14-2: The proposed project has the potential to result in a determination by the wastewater treatment and/or collection provider which serves the project that the provider does	Mitigation Measure 3.14-1: Prior to the issuance of an occupancy certificate, the Project applicant shall secure the appropriate sewer allocation from the City of Riverbank. Securing the sewer allocation shall be on a first come first serve basis and shall be limited to those sewer allotments that are paid via sewer connection fees, and/or other fees that may be charged related to the	City of Riverbank Planning/Public Works	Prior to occupancy	

<i>ENVIRONMENTAL IMPACT</i>	<i>MITIGATION MEASURE</i>	<i>MONITORING RESPONSIBILITY</i>	<i>TIMING</i>	<i>VERIFICATION (DATE/INITIALS)</i>
not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments.	<i>sewer allocation.</i>			
Impact 3.14-5: The proposed Project has the potential to require or result in the relocation or construction of new or expanded stormwater drainage facilities, the construction or relocation of which could cause significant environmental effects.	Mitigation Measure 3.14-2: <i>Prior to the issuance of a grading permit, the Project applicant shall submit a drainage plan to the City of Riverbank for review and approval. The plan shall include an engineered storm drainage plan that demonstrates attainment of pre-Project runoff requirements prior to release and describes the volume reduction measures and treatment controls used to reach attainment consistent with the Riverbank Low Impact Development Design and Specifications Manual and the Riverbank Storm Drain System Master Plan.</i>	City of Riverbank Planning/Public Works	Prior to Grading	

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**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026- ____**

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
RECOMMENDING THAT THE CITY COUNCIL APPROVE A GENERAL PLAN
AMENDMENT FOR THE RIVER WALK SPECIFIC PLAN PROJECT, INCLUDING
AMENDMENTS TO THE GENERAL PLAN LAND USE AND CIRCULATION MAPS**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) encompasses an overall Project Area of approximately 1,522 acres in unincorporated Stanislaus County adjacent to the City of Riverbank ("Project Area"). The Project Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue, south of the Stanislaus River and approximately two miles northwest of downtown Riverbank; and

WHEREAS, the Project includes an approximately 997-acre Specific Plan Area proposed for annexation and development. The remaining land within the overall Project Area would be included within the proposed Sphere of Influence amendment and retained under the Reserve designation for possible long-range planning, subject to any additional approvals and environmental review required by law; and

WHEREAS, the City's General Plan, including land-use designations established through the 2009 General Plan planning process and subsequent amendments, applies multiple residential, mixed-use, civic, open-space, agricultural and Reserve designations within the Project Area; and

WHEREAS, the General Plan currently anticipates the Project Area as a location for possible future growth. The proposed General Plan Amendment does not establish an entirely new growth area but refines the existing land-use pattern to reflect the more detailed planning completed through the River Walk Specific Plan; and

WHEREAS, the proposed General Plan Amendment would amend the General Plan Land Use Map to reflect the location and distribution of residential, mixed-use, park, open-space, drainage and Reserve uses established by the River Walk Specific Plan. The amendment would also retain the Reserve designation on lands within the overall Project Area that are outside the approximately 997-acre Specific Plan Area; and

WHEREAS, the proposed General Plan Amendment would amend the General Plan Circulation Map to refine and relocate certain planned roadway alignments consistent with the circulation system established by the River Walk Specific Plan; and

WHEREAS, Government Code section 65454 provides that a specific plan may not be adopted or amended unless it is consistent with the applicable general plan. Accordingly, the proposed General Plan Amendment must be adopted before or concurrently with the River Walk Specific Plan to ensure consistency between the General Plan and Specific Plan; and

WHEREAS, Government Code section 65353 requires the Planning Commission to hold at least one noticed public hearing before making a recommendation concerning a proposed General Plan amendment; and

WHEREAS, Government Code section 65358 authorizes the City Council to amend all or part of an adopted general plan when the City Council determines that the amendment is in the public interest; and

WHEREAS, notice of the Planning Commission public hearing was published in the Riverbank News on July 1, 2026, and mailed through the United States Postal Service on July 1, 2026, to interested parties and owners of property located within 500 feet of the Project Area; and

WHEREAS, notice of the public hearing was posted at City Hall North, City Hall South and the Riverbank Community Center, and the project applicant posted public-notice signs on the Project property along McHenry Avenue and near the intersection of Patterson Road and Coffee Road; and

WHEREAS, on August 4, 2026, the Planning Commission held a duly noticed special public hearing at which it received and considered the staff report, the proposed General Plan Amendment, the River Walk Specific Plan, the Final Environmental Impact Report, staff and applicant presentations, public testimony and all other evidence submitted into the record; and

WHEREAS, before making its recommendation on the General Plan Amendment, the Planning Commission reviewed and considered the Final Environmental Impact Report for the River Walk Specific Plan Project, State Clearinghouse No. 2021060098, and adopted a separate resolution recommending that the City Council certify the Final Environmental Impact Report, adopt CEQA Findings of Fact and a Statement of Overriding Considerations and adopt the Mitigation Monitoring and Reporting Program; and

WHEREAS, the Planning Commission has reviewed the proposed General Plan Amendment and finds that it may be recommended for approval based on the findings contained in this Resolution.

NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF RIVERBANK DOES HEREBY RESOLVE AS FOLLOWS:

1. The Planning Commission finds that the foregoing recitals are true and correct and incorporates them into this Resolution by reference.
2. The Planning Commission has independently reviewed and considered the Final Environmental Impact Report and the environmental information contained in the administrative record before making its recommendation on the General Plan Amendment. Approval and implementation of the General Plan Amendment shall be subject to certification of the Final Environmental Impact Report, adoption of the applicable CEQA findings and Statement of Overriding Considerations and adoption and implementation of the Mitigation Monitoring and Reporting Program by the City Council.

3. The Planning Commission finds that the General Plan Amendment is in the public interest because it provides a comprehensive long-range land-use and circulation framework for an area previously identified for possible future growth. The amendment would replace the broader land-use pattern established through the General Plan with a more detailed distribution of residential, mixed-use, park, open-space, drainage and Reserve uses based on the planning and environmental analysis completed for the River Walk Specific Plan.
4. The Planning Commission finds that the General Plan Amendment supports orderly and contiguous growth by coordinating the proposed land-use pattern with annexation, infrastructure, public services, circulation, parks, trails, open space, drainage and long-term implementation requirements.
5. The Planning Commission finds that the General Plan Amendment furthers the General Plan's goals and policies concerning the provision of a range of housing opportunities, development of pedestrian-oriented neighborhoods, establishment of connected streets and trails, provision of parks and recreational amenities, protection of natural and open-space features and the coordinated extension of public infrastructure and services.
6. The Planning Commission finds that the General Plan Amendment is internally consistent with the other elements, goals and policies of the General Plan. The proposed land-use and circulation amendments are coordinated and establish a consistent policy framework for implementation of the River Walk Specific Plan.
7. The Planning Commission finds that adoption of the General Plan Amendment before or concurrently with the River Walk Specific Plan would make the River Walk Specific Plan consistent with the General Plan, as required by Government Code section 65454.
8. Based on the General Plan Amendment, the River Walk Specific Plan, the Final Environmental Impact Report, the staff report, public testimony and other substantial evidence in the record, the Planning Commission finds that the General Plan Amendment would not be detrimental to the public health, safety or welfare.
9. The Planning Commission hereby recommends that the City Council approve the General Plan Amendment and amend the General Plan Land Use Map in accordance with **Exhibit A** and the General Plan Circulation Map in accordance with **Exhibit B**, each of which is attached to and incorporated into this Resolution by reference.
10. This recommendation does not constitute final approval of the General Plan Amendment. The General Plan Amendment may be approved only by the City Council following its review and consideration of the Project and completion of all actions required by CEQA.

11. If any section, subsection, sentence, clause, phrase or portion of this Resolution is held invalid or unconstitutional by a court of competent jurisdiction, that decision shall not affect the validity of the remaining portions of this Resolution. The Planning Commission declares that it would have adopted this Resolution and each section, subsection, sentence, clause, phrase and portion thereof regardless of the fact that any one or more portions are declared invalid.

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a regular meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

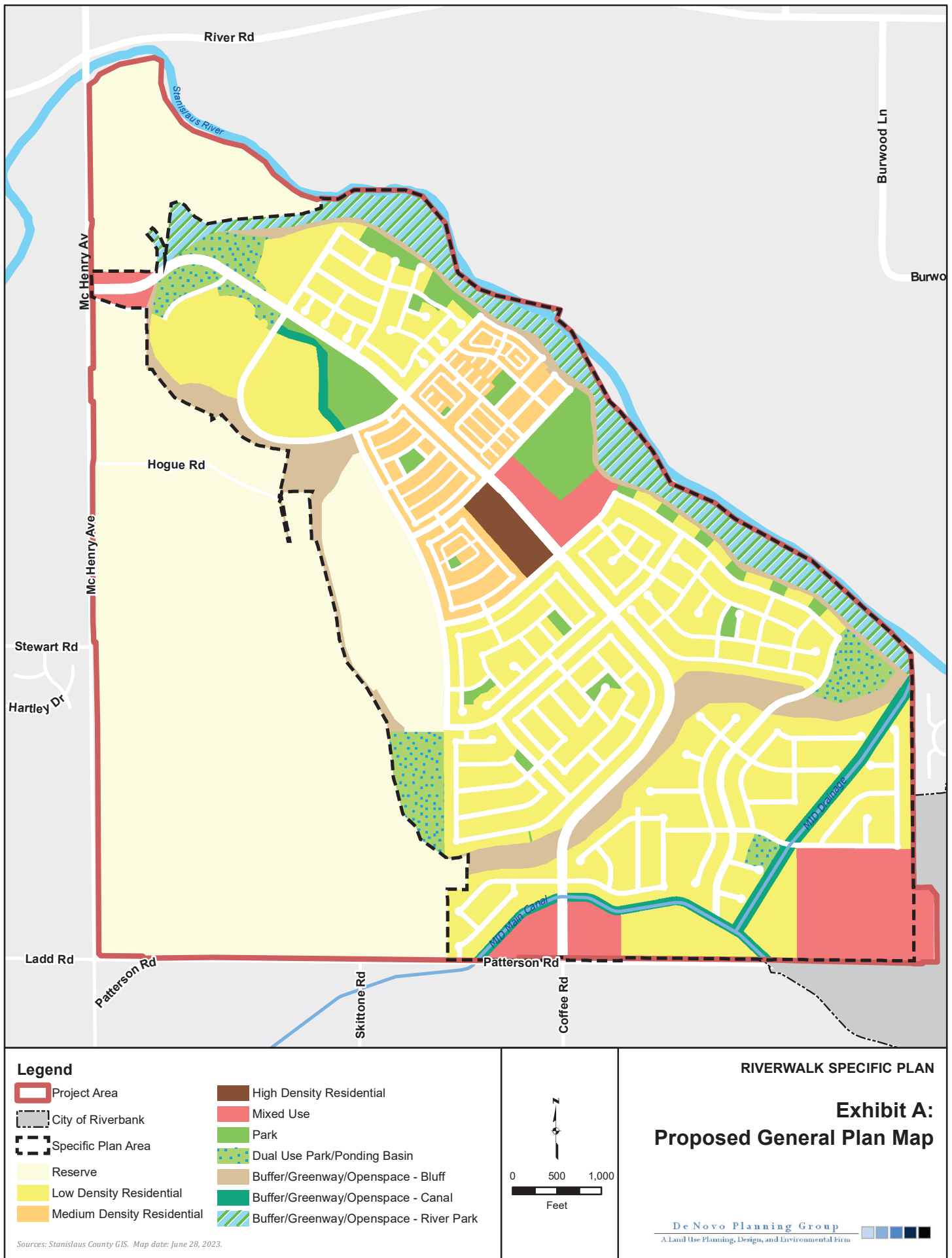
Joshua E. Mann
Director of Community Development

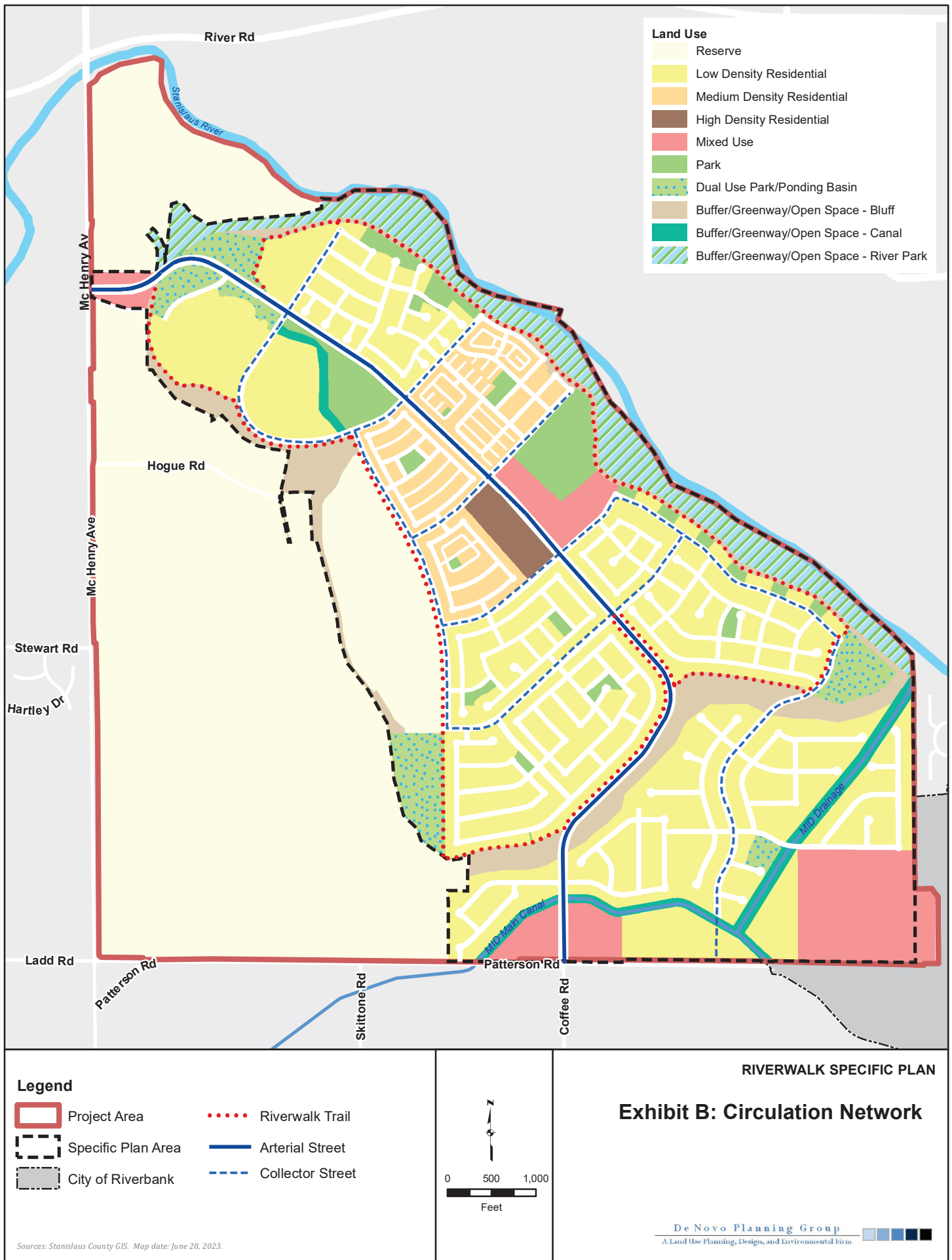
Michael “Syd” Halterman
Planning Commission Chair

Attachments:

Exhibit “A” – Proposed General Plan Land Use Map

Exhibit “B” – General Plan Circulation Map





**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026 - ____**

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
RECOMMENDING THAT THE CITY COUNCIL ADOPT THE RIVER WALK SPECIFIC
PLAN AND PREZONE THE SPECIFIC PLAN AREA TO THE SPECIFIC PLAN
ZONING DESIGNATION**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) includes an approximately 997-acre Specific Plan Area located in unincorporated Stanislaus County adjacent to the City of Riverbank. The Specific Plan Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue and south of the Stanislaus River; and

WHEREAS, the River Walk Specific Plan is a comprehensive, long-range planning document intended to guide development of the Specific Plan Area over approximately 15 to 20 years. The Specific Plan provides for residential villages, an age-restricted active-adult component, mixed-use areas, a community core, parks, trails, open space, drainage facilities, roadways, utilities and supporting infrastructure; and

WHEREAS, the River Walk Specific Plan establishes a cumulative development program of no more than 2,682 dwelling units and approximately 341,000 to 836,000 square feet of nonresidential mixed-use development. The Specific Plan also establishes applicable land uses, development standards, design guidelines, infrastructure requirements, phasing provisions and administrative procedures; and

WHEREAS, Government Code sections 65450 through 65457 authorize the preparation and adoption of specific plans to systematically implement a city's general plan. Government Code section 65454 requires a specific plan to be consistent with the applicable general plan; and

WHEREAS, the Planning Commission, by separate resolution adopted concurrently with this Resolution, recommended that the City Council approve a General Plan Amendment modifying the General Plan Land Use and Circulation Maps to reflect the River Walk Specific Plan. If approved before or concurrently with the Specific Plan, the General Plan Amendment would make the Specific Plan consistent with the General Plan, as amended; and

WHEREAS, the approximately 997-acre Specific Plan Area is outside the City limits and must be prezoned before annexation. The proposed prezoning would apply the Specific Plan zoning designations to the entire Specific Plan Area and would become effective upon annexation; and

WHEREAS, the City prepared the Final Environmental Impact Report for the River Walk Specific Plan Project, State Clearinghouse No. 2021060098, in accordance

with the California Environmental Quality Act and the State CEQA Guidelines. By separate resolution, the Planning Commission recommended that the City Council certify the Final Environmental Impact Report, adopt CEQA Findings of Fact and a Statement of Overriding Considerations and adopt the Mitigation Monitoring and Reporting Program; and

WHEREAS, notice of the Planning Commission public hearing was published in the Riverbank News and mailed through the United States Postal Service on July 1, 2026, to interested parties and owners of property located within 500 feet of the Project Area. Notice was also posted at public locations and on the Project property; and

WHEREAS, on August 4, 2026, the Planning Commission held a duly noticed special public hearing at which it received and considered the staff report, the Final River Walk Specific Plan, the proposed rezoning, the Final Environmental Impact Report, staff and applicant presentations, public testimony and all other evidence submitted into the record.

NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF RIVERBANK, CALIFORNIA, DOES HEREBY RESOLVE AS FOLLOWS:

1. The Planning Commission finds that the foregoing recitals are true and correct and incorporates them into this Resolution by reference.
2. The Planning Commission has independently reviewed and considered the Final Environmental Impact Report and the environmental information contained in the administrative record. Approval of the River Walk Specific Plan and rezoning shall be subject to the City Council's certification of the Final Environmental Impact Report and adoption of the applicable CEQA findings, Statement of Overriding Considerations and Mitigation Monitoring and Reporting Program.
3. The Planning Commission finds that the River Walk Specific Plan contains the land-use plan, development standards, design guidelines, circulation system, infrastructure program and implementation provisions necessary to guide the orderly development of the Specific Plan Area.
4. The Planning Commission finds that, upon approval of the related General Plan Amendment, the River Walk Specific Plan would be consistent with and implement the goals, policies, land-use designations and circulation framework of the General Plan, as amended.
5. The Planning Commission finds that the River Walk Specific Plan is in the public interest because it provides a comprehensive framework for housing, mixed-use development, parks, recreation, trails, open space, public infrastructure and community amenities within a coordinated long-range development program.
6. The Planning Commission hereby recommends that the City Council adopt the Final River Walk Specific Plan, dated May 15, 2025, as revised by the Final EIR errata and any approved conforming edits, in the form attached to this Resolution as **Exhibit A**.

7. The Planning Commission hereby recommends that the City Council introduce and adopt an ordinance rezoning the approximately 997-acre Specific Plan Area to the Specific Plan zoning designations, effective upon annexation, substantially in the form attached to this Resolution as **Exhibit B**.
8. The Planning Commission recommends that the City Council authorize staff to make non-substantive conforming edits, correct typographical errors and update internal references in the Final River Walk Specific Plan, provided that those edits do not alter the approved development program or result in environmental effects not analyzed in the Final Environmental Impact Report.
9. Adoption of the River Walk Specific Plan and rezoning would not approve any subdivision map, improvement plan, grading plan, design review, use permit, building permit or other subsequent development application. Future development shall remain subject to applicable City review procedures, mitigation measures, conditions of approval and any additional environmental review required by law. Annexation and the related Sphere of Influence amendment remain subject to review and approval by the Stanislaus Local Agency Formation Commission.
10. If any section, subsection, sentence, clause, phrase or portion of this Resolution is held invalid or unconstitutional by a court of competent jurisdiction, that decision shall not affect the validity of the remaining portions of this Resolution. The Planning Commission declares that it would have adopted this Resolution and each portion thereof regardless of the fact that any one or more portions are declared invalid.

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a regular meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Joshua E. Mann
Director of Community Development

Michael “Syd” Halterman
Planning Commission Chair

Attachments:

Exhibit “A” – River Walk Specific Plan, dated May 2025
Exhibit “B” – Draft City Council Pre-Zone Ordinance

Exhibit A

River Walk Specific Plan, dated May 2025

AVAILABLE AT:

[https://www.riverbank.org/DocumentCenter/View/5433
/River-Walk-Specific-Plan -Final](https://www.riverbank.org/DocumentCenter/View/5433/River-Walk-Specific-Plan-Final)

HARD COPIES AVAILABLE AT:

CITY HALL NORTH AND SOUTH: 6707 THIRD STREET

RIVERBANK LIBRARY: 3442 SANTA FE STREET

Exhibit B

Draft City Council Pre-Zone Ordinance

**DRAFT
CITY OF RIVERBANK
ORDINANCE NO. 2026-__**

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF RIVERBANK
PREZONING THE APPROXIMATELY 997-ACRE RIVER WALK SPECIFIC PLAN
AREA TO SPECIFIC PLAN NO. 4 (SP-4)**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) includes an approximately 997-acre Specific Plan Area located in unincorporated Stanislaus County adjacent to the City of Riverbank. The Specific Plan Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue and south of the Stanislaus River; and

WHEREAS, the Specific Plan Area is outside the Riverbank city limits and is proposed for annexation to the City through proceedings before the Stanislaus Local Agency Formation Commission; and

WHEREAS, Government Code section 56375 requires, as a condition of annexation, that a city prezone territory proposed for annexation or provide other evidence satisfactory to the Local Agency Formation Commission that the existing development entitlements are vested or built out and consistent with the city's general plan; and

WHEREAS, Riverbank Municipal Code sections 153.308 and 153.309 require land governed by a specific plan to be zoned Specific Plan and assigned an identifying number. Accordingly, the River Walk Specific Plan Area would be designated Specific Plan No. 4 (SP-4); and

WHEREAS, the SP-4 zoning designation would implement the River Walk Specific Plan by making the land uses, development standards, design guidelines and administrative procedures contained in the Specific Plan applicable to future development within the Specific Plan Area; and

WHEREAS, on August 4, 2026, the Planning Commission held a duly noticed special public hearing to consider the River Walk Specific Plan Project, including the proposed General Plan Amendment, River Walk Specific Plan and prezoning of the Specific Plan Area; and

WHEREAS, following the public hearing, the Planning Commission adopted resolutions recommending that the City Council certify the Final Environmental Impact Report, adopt the associated CEQA findings and Mitigation Monitoring and Reporting Program, approve the General Plan Amendment, adopt the River Walk Specific Plan and prezone the Specific Plan Area to the SP-4 zoning designation; and

WHEREAS, the City prepared a Final Environmental Impact Report for the River Walk Specific Plan Project, State Clearinghouse No. 2021060098, in accordance with the California Environmental Quality Act and the State CEQA Guidelines; and

WHEREAS, before approving this Ordinance, the City Council adopted Resolution No. 2026-___ certifying the Final Environmental Impact Report, adopting CEQA Findings of Fact and a Statement of Overriding Considerations and adopting the Mitigation Monitoring and Reporting Program; and

WHEREAS, before or concurrently with approving this Ordinance, the City Council approved the General Plan Amendment and adopted the River Walk Specific Plan; and

WHEREAS, notice of the City Council public hearing concerning the River Walk Specific Plan Project and proposed rezoning was published, posted and mailed in accordance with applicable law; and

WHEREAS, on _____, 2026, the City Council held a duly noticed public hearing at which it received and considered the staff report, Planning Commission recommendations, Final Environmental Impact Report, General Plan Amendment, River Walk Specific Plan, proposed rezoning, public testimony and other evidence submitted into the record; and

NOW, THEREFORE, THE CITY OF RIVERBANK CITY COUNCIL DOES ORDAIN AS FOLLOWS:

Section 1 - FINDINGS: Based on the entire administrative record, the City Council finds as follows:

- A. The foregoing recitals are true and correct and are incorporated into this Ordinance by reference.
- B. The rezoning is consistent with the Riverbank General Plan, as amended, and implements the land-use and circulation framework established by the River Walk Specific Plan.
- C. The rezoning would facilitate orderly annexation and development by establishing the zoning regulations that will apply to the Specific Plan Area upon annexation.
- D. The SP-4 zoning designation is consistent with the River Walk Specific Plan because it requires future development within the Specific Plan Area to comply with the land uses, development standards, design guidelines and administrative procedures contained in the Specific Plan.
- E. The potential environmental effects of the rezoning were evaluated in the Final Environmental Impact Report. All applicable mitigation measures shall be implemented and enforced in accordance with the adopted Mitigation Monitoring and Reporting Program.

- F. The rezoning is in the public interest and would not be detrimental to the public health, safety or welfare.

Section 2- PREZONING APPROVAL: The approximately 997-acre River Walk Specific Plan Area shown on the rezoning map attached as **Exhibit A** and incorporated into this Ordinance by reference is hereby rezoned Specific Plan No. 4 (SP-4).

The River Walk Specific Plan, as adopted by the City Council, shall constitute the governing land-use regulations, development standards, design guidelines and administrative procedures for property within the SP-4 zoning district.

Section 3 – ZONING MAP AMENDMENT: The Official Zoning Map of the City of Riverbank is hereby amended to identify the River Walk Specific Plan Area as Specific Plan No. 4 (SP-4), as shown in **Exhibit A**.

The Community Development Director is authorized and directed to update the Official Zoning Map to reflect this rezoning following annexation of the affected property.

Section 4 - EFFECT OF ANNEXATION: This Ordinance establishes the rezoning required for the proposed annexation. The SP-4 zoning designation shall become operative for property within the Specific Plan Area only upon completion of annexation of that property to the City of Riverbank.

If the Stanislaus Local Agency Formation Commission approves annexation of less than the entire Specific Plan Area, the SP-4 zoning designation shall become operative only for the affected property included within the completed annexation. The remaining property shall retain its rezoned status pending any subsequent annexation.

Section 5 – SUBSEQUENT DEVELOPMENT APPROVALS: Adoption of this Ordinance does not approve any tentative subdivision map, final map, improvement plan, grading plan, design review, use permit, building permit or other subsequent development application. Future development within the SP-4 zoning district shall comply with the River Walk Specific Plan, applicable provisions of the Riverbank Municipal Code, the Development Agreement, the Mitigation Monitoring and Reporting Program, and all other applicable requirements.

Section 6 – CEQA COMPLIANCE: The City Council has certified the Final Environmental Impact Report and adopted CEQA Findings of Fact, a Statement of Overriding Considerations and the Mitigation Monitoring and Reporting Program for the River Walk Specific Plan Project. The documents and other materials constituting the administrative record for the City's environmental review are maintained by the City Clerk and are available for public review at the City of Riverbank Planning Division.

Section 7 – SEVERABILITY: If any section, subsection, sentence, clause, phrase or portion of this Ordinance is held invalid or unconstitutional by a court of competent jurisdiction, that decision shall not affect the validity of the remaining portions of this

Ordinance.

The City Council declares that it would have adopted this Ordinance and each section, subsection, sentence, clause, phrase and portion thereof regardless of the fact that any one or more portions are declared invalid.

Section 8 – EFFECTIVE DATE AND PUBLICATION: This Ordinance shall take effect 30 days after its final passage and adoption. The City Clerk shall cause this Ordinance or a summary thereof to be published in accordance with Government Code section 36933.

The foregoing ordinance was given its first reading and introduced by title only at a regular meeting of the City Council of the City of Riverbank on the _____ day of _____, 2026. Said ordinance was given a second reading by title only and adopted.

PASSED, APPROVED, AND ADOPTED by the City Council of the City of Riverbank at a regular meeting on the ____ day of _____, 2026, as motioned by Councilmember _____, seconded by Councilmember _____, and upon roll call was carried by the following vote ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

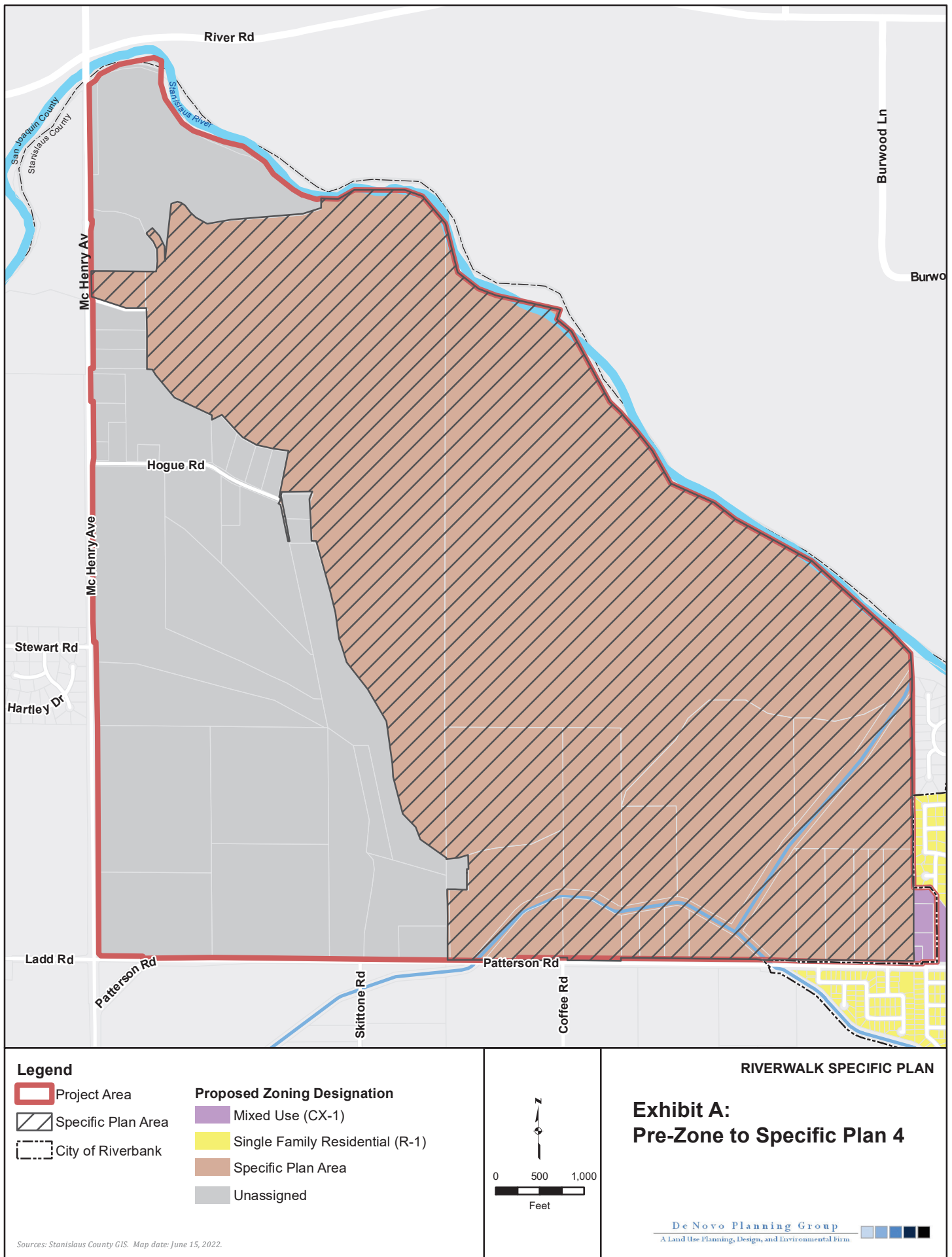
APPROVED:

Gabriela Hernandez, CMC
City Clerk

Rachel Hernandez
Mayor

Attachments:

Exhibit “A” – Pre-Zone to Specific Plan 4



**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026-__**

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
RECOMMENDING THAT THE CITY COUNCIL AUTHORIZE SUBMITTAL OF
APPLICATIONS TO STANISLAUS LAFCO FOR AN AMENDMENT TO THE CITY'S
SPHERE OF INFLUENCE AND ANNEXATION OF THE RIVER WALK SPECIFIC
PLAN AREA**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) encompasses an overall Project Area of approximately 1,522 acres in unincorporated Stanislaus County adjacent to the City of Riverbank; and

WHEREAS, the Project proposes to amend the City's Sphere of Influence to include the approximately 1,522-acre Project Area and annex the approximately 997-acre River Walk Specific Plan Area to the City; and

WHEREAS, land within the proposed Sphere of Influence amendment but outside the Specific Plan Area would retain the Reserve designation. Inclusion within the Sphere of Influence would not approve annexation or development of that land; and,

WHEREAS, the Planning Commission desires to initiate proceedings under the Cortese-Knox-Hertzberg Local Government Reorganization Act of 2000. Government Code section 56654 authorizes the City Council to initiate proceedings through adoption of a resolution of application, and Government Code section 56658 governs submittal of the application to LAFCo; and

WHEREAS, Stanislaus LAFCo is the final decision-making body for the proposed Sphere of Influence amendment and annexation; and

WHEREAS, the City prepared a Final Environmental Impact Report for the River Walk Specific Plan Project, State Clearinghouse No. 2021060098, which evaluates the environmental effects of the proposed Sphere of Influence amendment, annexation and development of the Specific Plan Area; and

WHEREAS, the Planning Commission considered the Final Environmental Impact Report, General Plan Amendment, River Walk Specific Plan and rezoning at a duly noticed special public hearing held on August 4, 2026, and adopted separate resolutions making recommendations to the City Council regarding those actions; and

WHEREAS, notice of the Planning Commission public hearing was published in the Riverbank News and mailed on July 1, 2026, to interested parties and property owners located within 500 feet of the Project Area.

**NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
DOES HEREBY RESOLVE AS FOLLOWS:**

1. The Planning Commission finds that the foregoing recitals are true and correct and incorporates them into this Resolution by reference.

2. The Planning Commission recommends that the City Council adopt a resolution of application authorizing the City to submit the following requests to Stanislaus LAFCo:
 - a. Amendment of the City's Sphere of Influence to include the approximately 1,522-acre area shown in **Exhibit A**.
 - b. Annexation of the approximately 997-acre River Walk Specific Plan Area shown in **Exhibit B**.
 - c. Any Municipal Service Review update or other supporting application required by Stanislaus LAFCo.
3. The Planning Commission recommends that the City Council authorize City staff to prepare, execute and submit the LAFCo applications, plans for services, maps, legal descriptions and other supporting documents necessary to process the requests.
4. Technical corrections to the application materials may be made by City staff, provided that the corrections do not materially expand the requested boundaries, increase the approved development program or result in environmental effects beyond those analyzed in the Final Environmental Impact Report.
5. This Resolution constitutes a recommendation to the City Council and does not approve the Sphere of Influence amendment or annexation. Final approval of those actions remains subject to review and action by Stanislaus LAFCo.
6. If any section, subsection, sentence, clause, phrase or portion of this Resolution is held invalid or unconstitutional by a court of competent jurisdiction, that decision shall not affect the validity of the remaining portions of this Resolution.

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a regular meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Joshua E. Mann
Director of Community Development

Michael "Syd" Halterman
Planning Commission Chair

Attachments:

Exhibit A: Sphere of Influence Area Map
Exhibit B: Annexation Area Map

Exhibit A

Sphere of Influence Area Map

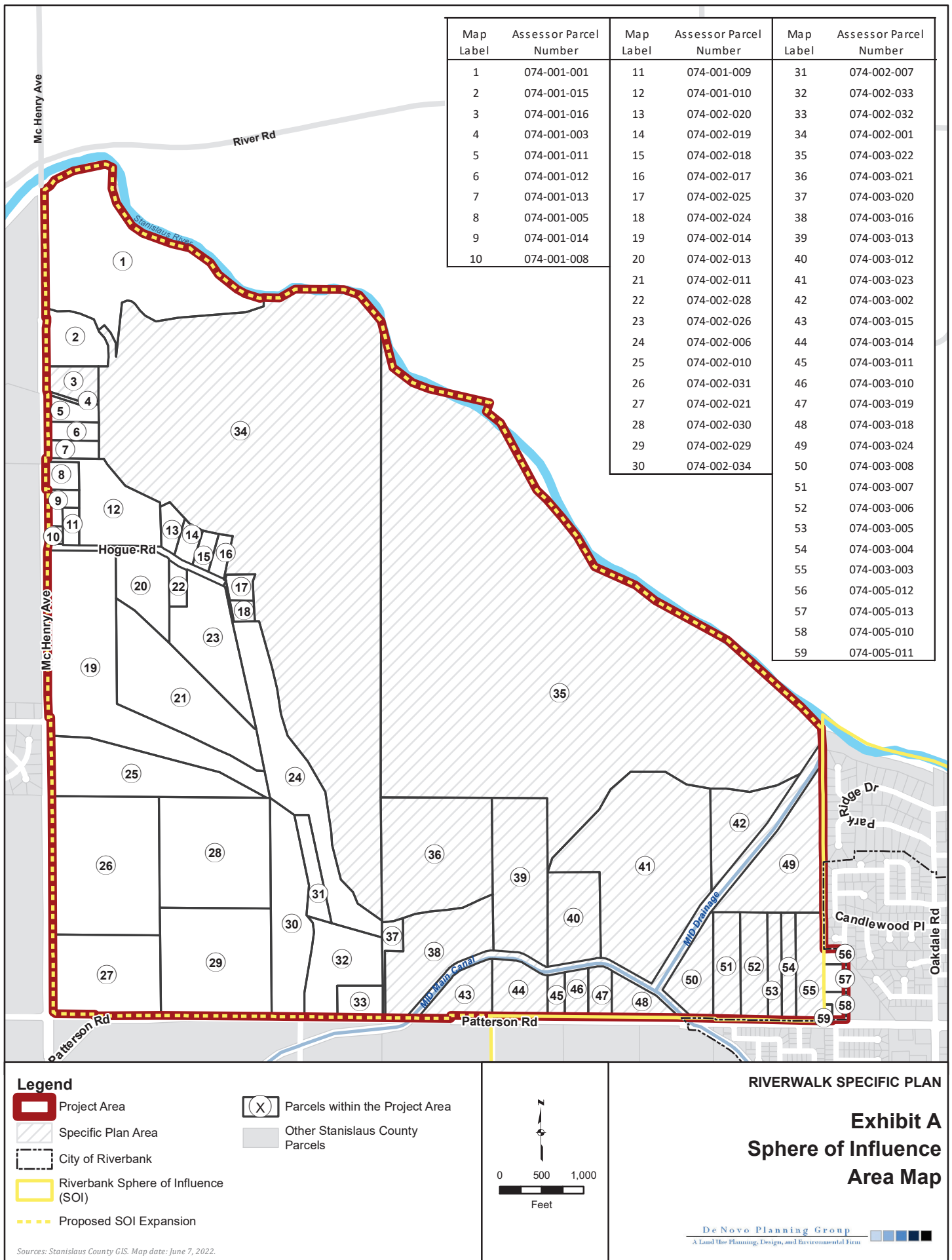
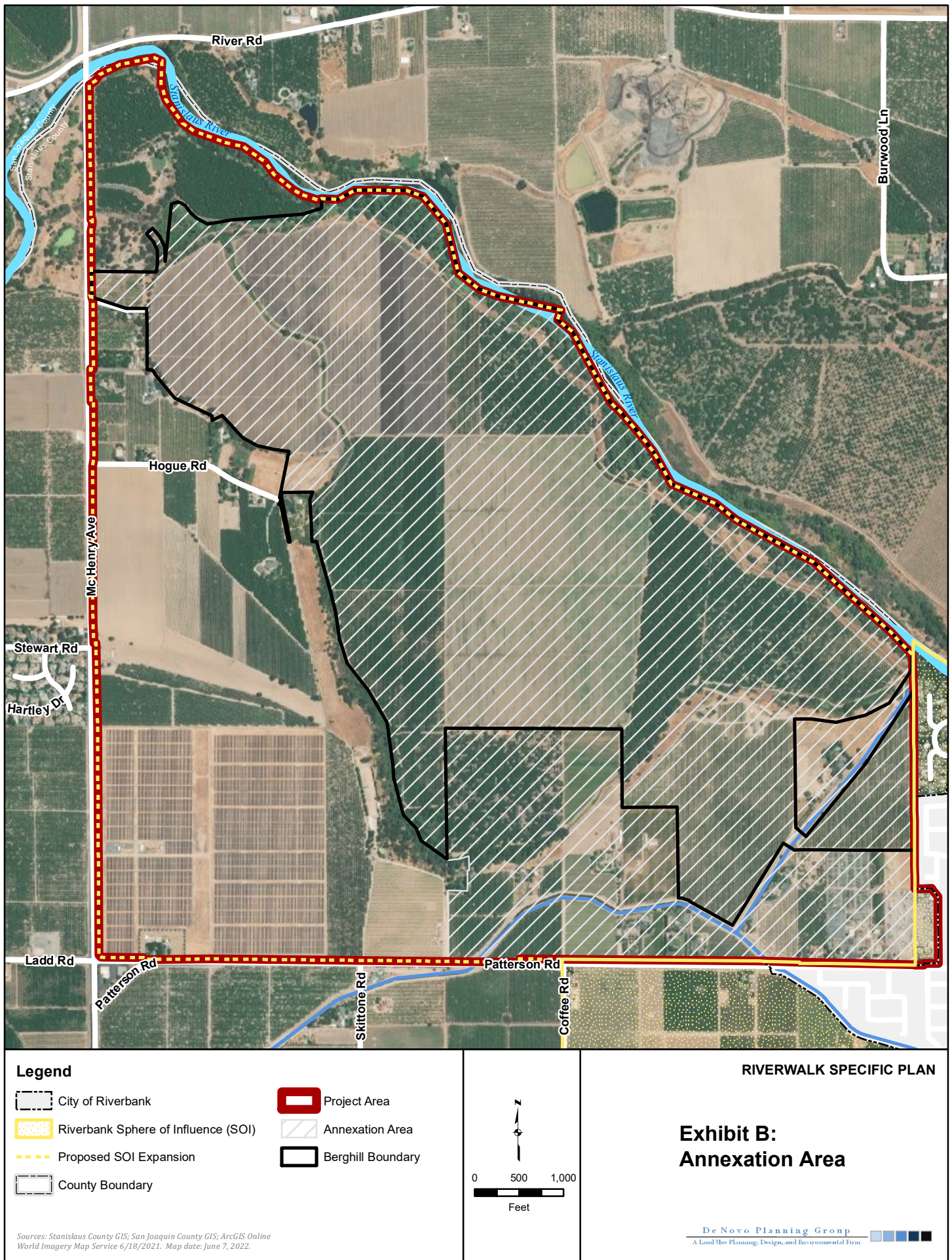


Exhibit B

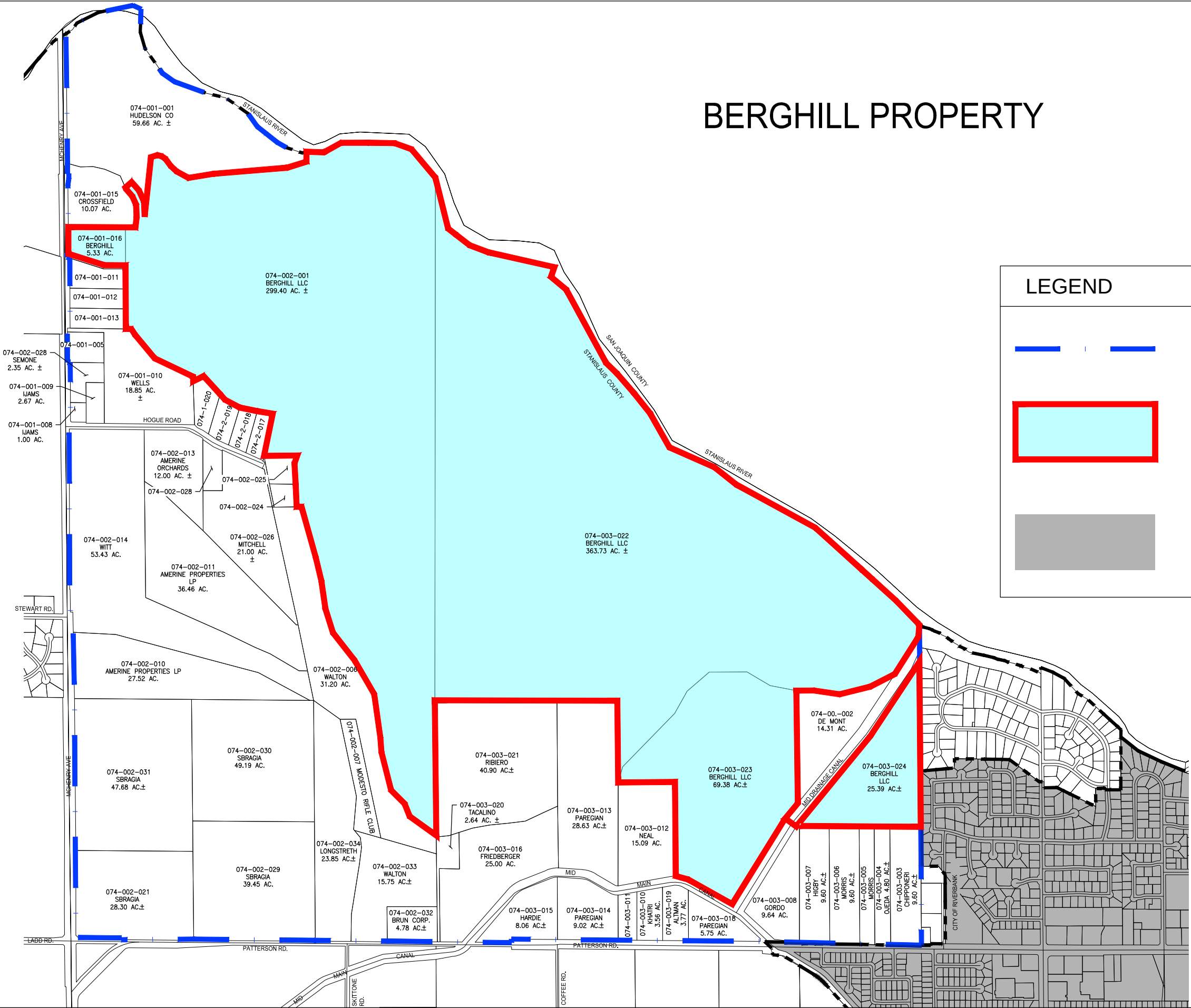
Annexation Area Map



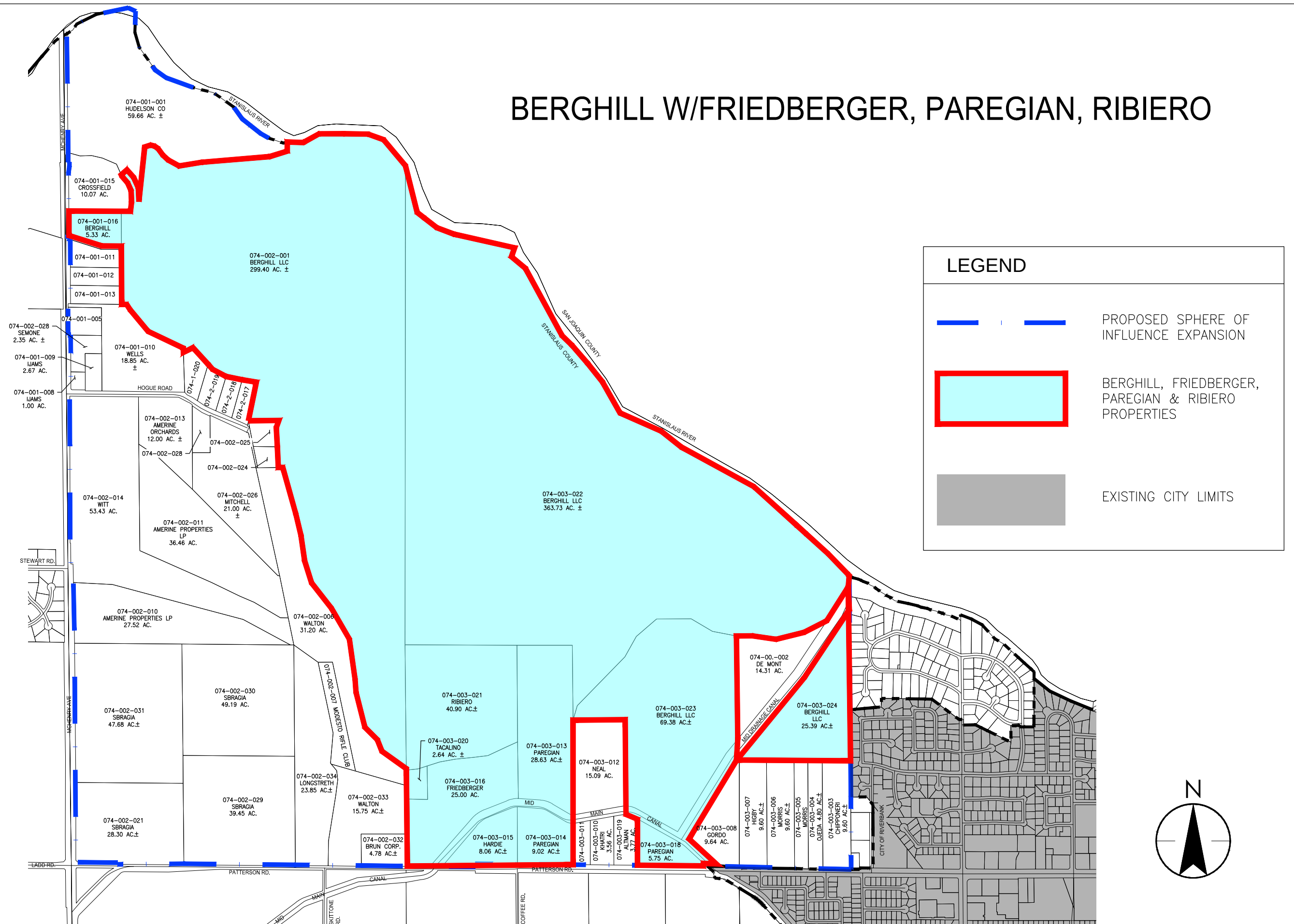
ATTACHMENT “I”

Annexation Alternatives for Application to Stanislaus County LAFCo

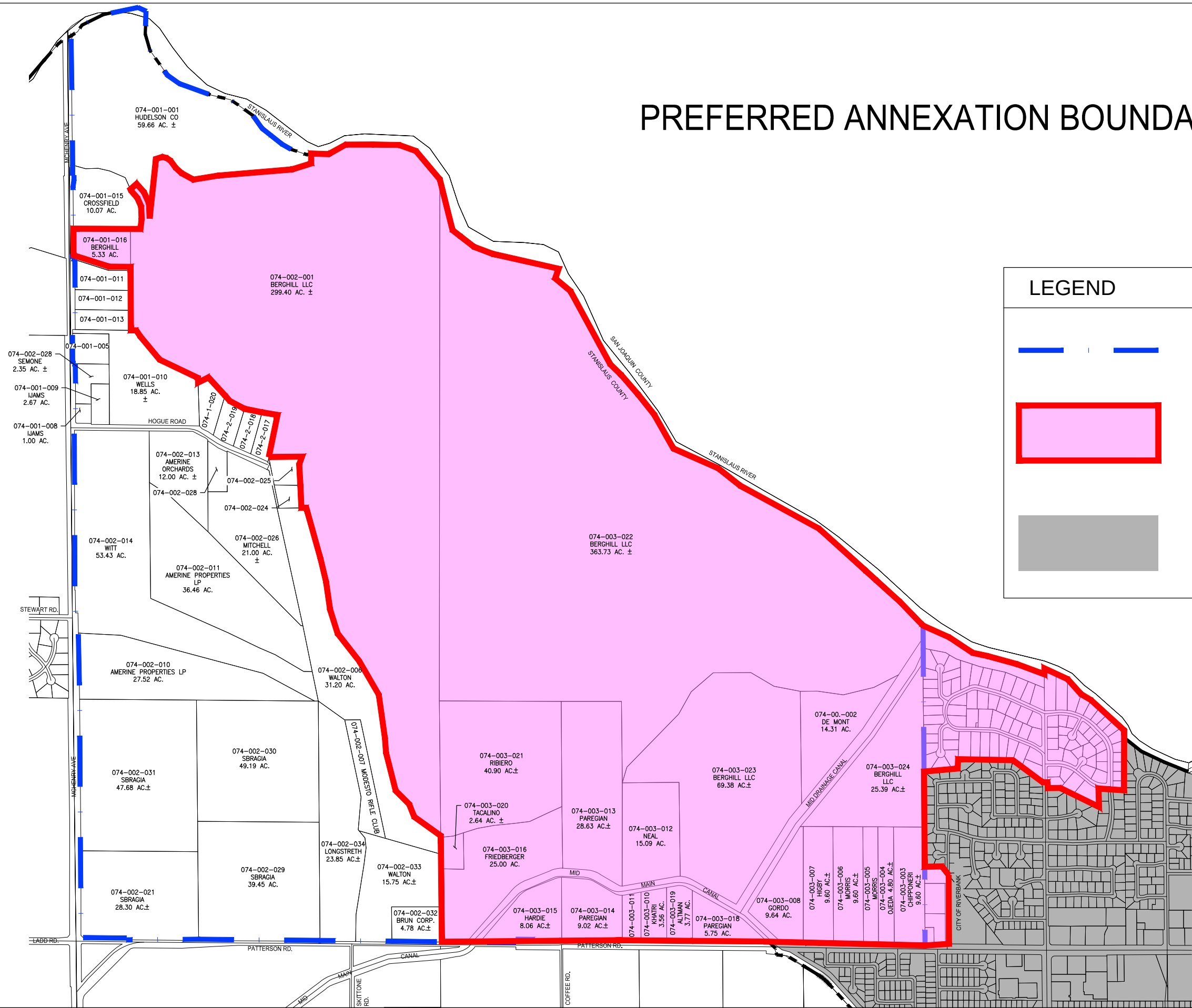
BERGHILL PROPERTY



BERGHILL W/FRIEDBERGER, PAREGIAN, RIBIERO



PREFERRED ANNEXATION BOUNDARY

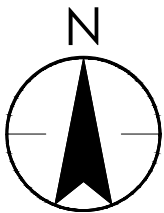


LEGEND

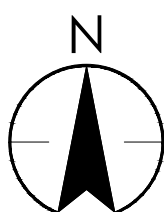
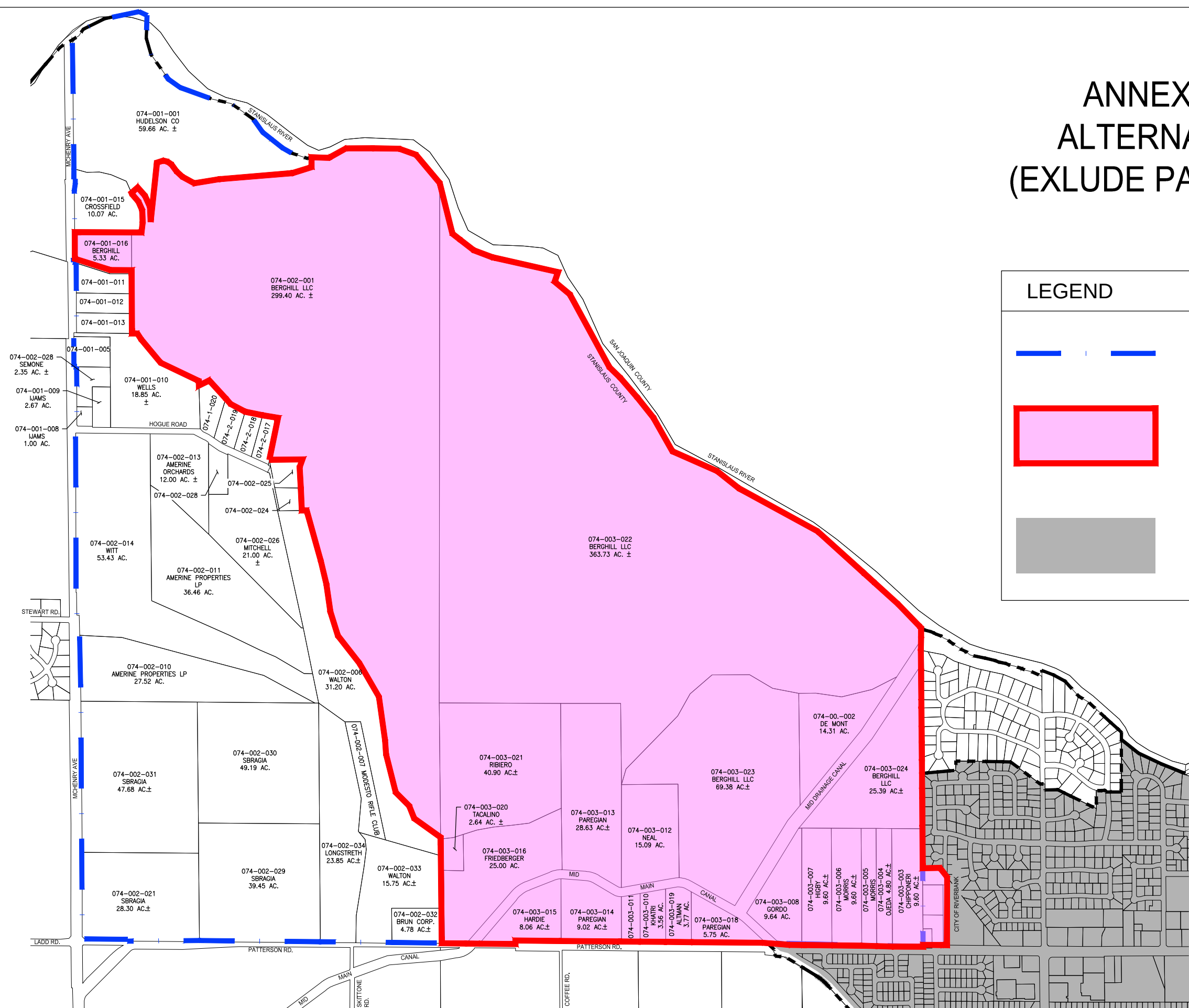
PROPOSED SPHERE OF INFLUENCE EXPANSION

PROPOSED ANNEXATION

EXISTING CITY LIMITS

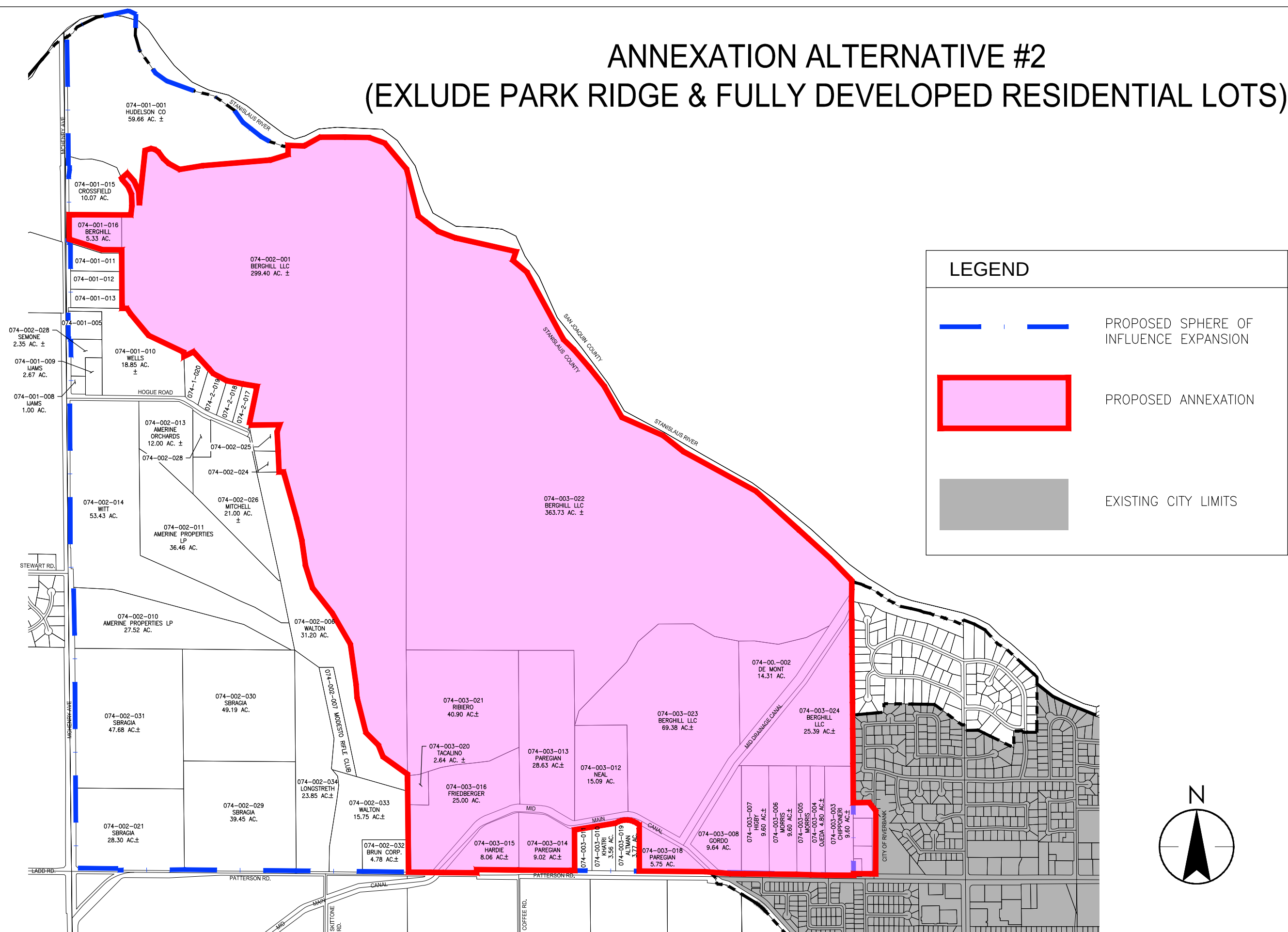


ANNEXATION ALTERNATIVE #1 (EXCLUDE PARK RIDGE)

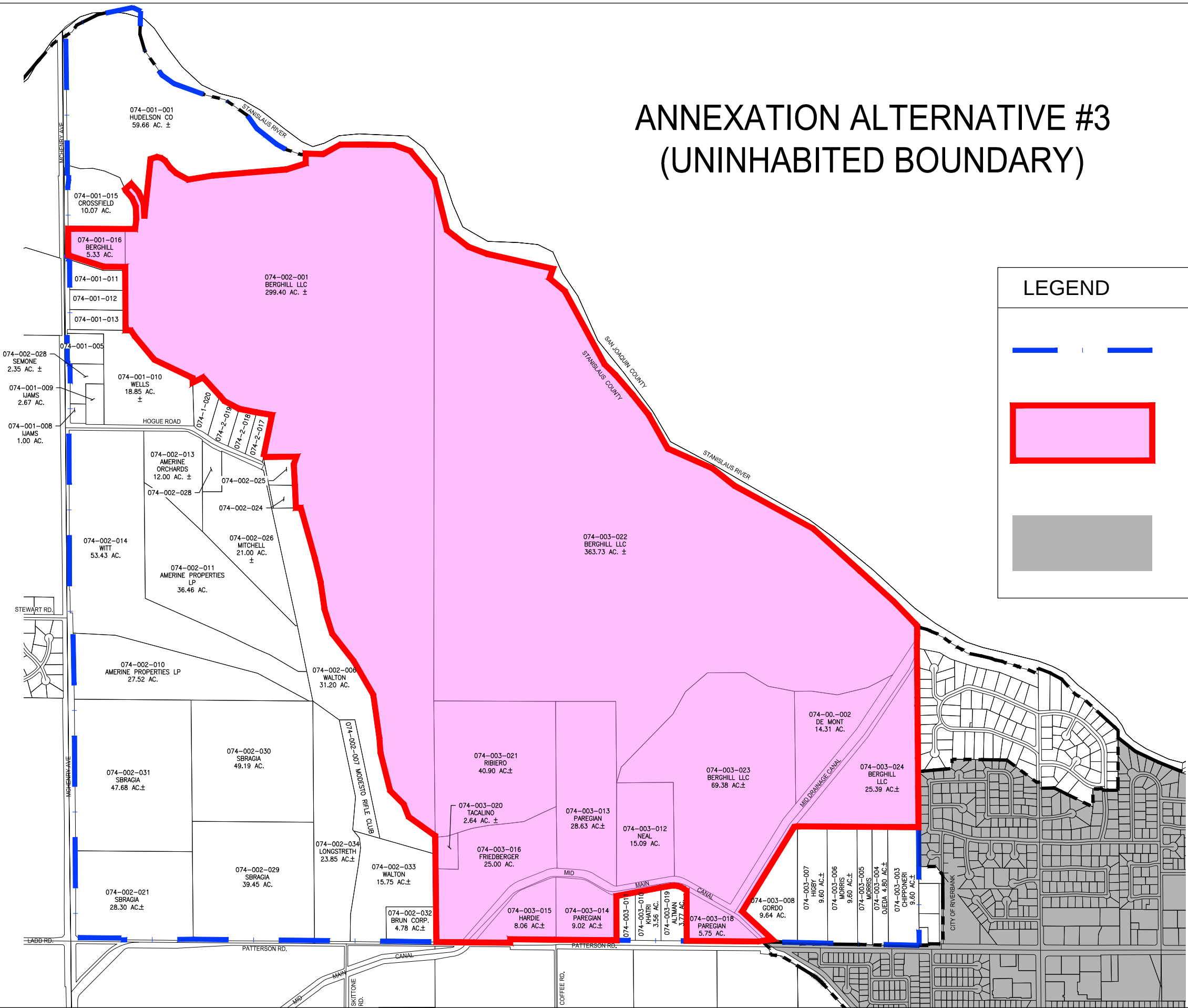


ANNEXATION ALTERNATIVE #2

(EXCLUDE PARK RIDGE & FULLY DEVELOPED RESIDENTIAL LOTS)



ANNEXATION ALTERNATIVE #3 (UNINHABITED BOUNDARY)



LEGEND

PROPOSED SPHERE OF INFLUENCE EXPANSION

PROPOSED ANNEXATION

EXISTING CITY LIMITS

**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026 - ____**

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF RIVERBANK
RECOMMENDING ADOPTION OF AN ORDINANCE APPROVING AND
AUTHORIZING EXECUTION OF A DEVELOPMENT AGREEMENT FOR THE RIVER
WALK SPECIFIC PLAN AND ANNEXATION PROJECT**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) includes an approximately 997-acre Specific Plan Area located in unincorporated Stanislaus County adjacent to the City of Riverbank. The Specific Plan Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue and south of the Stanislaus River; and

WHEREAS, the River Walk Specific Plan is a comprehensive, long-range planning document intended to guide development of the Specific Plan Area over approximately 15 to 20 years. The Specific Plan provides for residential villages, an age-restricted active-adult component, mixed-use areas, a community core, parks, trails, open space, drainage facilities, roadways, utilities and supporting infrastructure; and

WHEREAS, to strengthen the public planning process, encourage private participation in comprehensive planning, and reduce the economic risk of development, the California Legislature adopted Government Code section 65864 et seq. (the "Development Agreement Statute"), which authorizes the City and an individual with an interest in real property to enter into a development agreement that establishes certain development rights in real property that is subject to a development agreement application; and

WHEREAS, City and the applicant of the River Walk Specific Plan Project seek to enter into a Development Agreement pursuant to the Development Agreement Statute and all applicable local and state laws; and

WHEREAS, the Development Agreement would provide vested rights to develop the project in accordance with the land uses and development standards applied to the affected properties, subject to provisions contained in the Development Agreement; and

WHEREAS, on August 4, 2026, in conjunction with this resolution, the Planning Commission held a duly noticed special public hearing at which it received and considered the staff report, a General Plan Amendment, the River Walk Specific Plan, the proposed rezoning, the Final Environmental Impact Report, this Development Agreement, the proposed applications for Stanislaus LAFCO, staff and applicant presentations, public testimony and all other evidence submitted into the record; and

WHEREAS, City staff conducted a full analysis of the Development Agreement to ensure compliance and consistency with the General Plan, the River Walk Specific Plan, the applied zoning, and other applicable laws, regulations, and standards; and

WHEREAS, City Staff recommends that the Planning Commission make the following findings:

1. The Development Agreement is consistent with the goals, policies, and standards of the Riverbank General Plan, the zoning for the affected properties, and all other applicable standards and ordinances of the City of Riverbank.
2. The Final Environmental Impact Report for the River Walk Specific Plan Project (State Clearinghouse No. 2021060098) applies to the Development Agreement in accordance with the California Environmental Quality Act and the State CEQA Guidelines.
3. In accordance with the Development Agreement Statute, that the Development Agreement:
 - a. Is compatible with the authorized land uses and zoning for the affected properties; and
 - b. Is consistent with the objectives, policies, and programs specified in the General Plan and the River Walk Specific Plan; and
 - c. Will provide for the orderly development of the affected properties and preserve surrounding property values; will not be detrimental to the health, safety, and general welfare of persons residing in the immediate area nor detrimental to the general welfare of the residents of the City of Riverbank as a whole; and will be compatible with surrounding land uses; and
 - d. Provides sufficient benefit to the City to justify entering into the Development Agreement, which includes the provision of housing, mixed-use development, parks, recreation, trails, open space, public infrastructure and community amenities within a coordinated long-range development program, receipt of City fees, and provision of public infrastructure; and
 - e. Contains an adequate legal description of the affected properties that is the subject of the Development Agreement, and is in all other respects consistent with the provisions of Government Code, sections 65864 through 65869.5.

NOW, THEREFORE, BE IT RESOLVED by the Planning Commission of the City of Riverbank, after due deliberation and based on its independent review and analysis, the staff analysis, and oral and written testimony presented at the public hearing, that the Planning Commission hereby adopts the findings as stated in the above Recitals and staff report, and recommends to the City Council adoption of the attached Ordinance approving and authorizing execution of the Development Agreement.

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a regular meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Joshua E. Mann
Director of Community Development

Michael “Syd” Halterman
Planning Commission Chair

Attachment – Exhibit A (Development Agreement Ordinance)

EXHIBIT A

City Council Ordinance Development Agreement

ORDINANCE NO. _____

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF RIVERBANK
APPROVING AND AUTHORIZING EXECUTION OF A DEVELOPMENT
AGREEMENT FOR THE RIVER WALK SPECIFIC PLAN AND ANNEXATION
PROJECT**

WHEREAS, the River Walk Specific Plan Project (Department File No. 20-0026) includes an approximately 997-acre Specific Plan Area located in unincorporated Stanislaus County adjacent to the City of Riverbank. The Specific Plan Area is generally located north of Patterson Road/State Route 108, east of McHenry Avenue and south of the Stanislaus River; and

WHEREAS, the River Walk Specific Plan is a comprehensive, long-range planning document intended to guide development of the Specific Plan Area over approximately 15 to 20 years. The Specific Plan provides for residential villages, an age-restricted active-adult component, mixed-use areas, a community core, parks, trails, open space, drainage facilities, roadways, utilities and supporting infrastructure; and

WHEREAS, the City Council, by separate actions adopted concurrently with this Resolution, approved a General Plan Amendment modifying the General Plan Land Use and Circulation Maps to reflect the River Walk Specific Plan; introduced an ordinance rezoning the Specific Plan area; and adopted a resolution of application authorizing City staff to commence filings with Stanislaus LAFCO for Sphere of Influence and annexation applications;

WHEREAS, by separate resolutions adopted concurrently with this Ordinance, the City Council certified the Final Environmental Impact Report for the River Walk Specific Plan Project, State Clearinghouse No. 2021060098, in accordance with the California Environmental Quality Act (CEQA) and the State CEQA Guidelines, adopted CEQA Findings of Fact and a Statement of Overriding Considerations, and adopted the Mitigation Monitoring and Reporting Program; and

WHEREAS, to strengthen the public planning process, encourage private participation in comprehensive planning, and reduce the economic risk of development, the California Legislature adopted Government Code section 65864 et seq. (the "Development Agreement Statute"), which authorizes the City and an individual with an interest in real property to enter into a development agreement that establishes certain development rights in real property that is subject to a development agreement application; and

WHEREAS, City and the applicant for the River Walk Specific Plan Project seek to enter into a Development Agreement pursuant to the Development Agreement Statute and all applicable local and state laws; and

WHEREAS, the Development Agreement would provide vested rights to develop the project in accordance with the land uses and development standards applied to the affected properties, subject to provisions contained in the Development Agreement; and

WHEREAS, on August 4, 2026, the Planning Commission held a duly noticed special public hearing at which it received and considered the staff report, the River Walk Specific Plan, the proposed rezoning, the Final Environmental Impact Report, this Development Agreement, the proposed applications for Stanislaus LAFCO, staff and applicant presentations, public testimony and all other evidence submitted into the record; and

WHEREAS, on _____, 2026, the Planning Commission conducted a duly noticed public hearing and recommended approval of the attached Development Agreement to the City Council; and

WHEREAS, on _____, 2026, the City Council introduced the above ordinance to approve and authorize execution of the attached Development Agreement; and

WHEREAS, based on its independent review and analysis, the staff analysis, and all oral and written testimony contained in the record, the City Council finds, after due study, deliberation and public hearing that the following circumstances exist:

1. The Development Agreement is consistent with the goals, policies, and standards of the Riverbank General Plan, the zoning for the affected properties, and all other applicable standards and ordinances of the City of Riverbank.
2. The Final Environmental Impact Report for the River Walk Specific Plan Project (State Clearinghouse No. 2021060098) applies to the Development Agreement in accordance with the California Environmental Quality Act and the State CEQA Guidelines.
3. In accordance with the Development Agreement Statute, the City Council finds as follows in regard to the Development Agreement:
 - a. That its provisions are compatible with the authorized land uses and zoning for the affected properties; and
 - b. That it is consistent with the objectives, policies, and programs specified in the General Plan and the River Walk Specific Plan; and
 - c. That it will provide for the orderly development of the affected properties and preserve surrounding property values; will not be detrimental to the health, safety, and general welfare of persons

residing in the immediate area nor detrimental to the general welfare of the residents of the City of Riverbank as a whole; and will be compatible with surrounding land uses; and

- d. That it provides sufficient benefit to the City to justify entering into the Development Agreement, which includes the provision of housing, mixed-use development, parks, recreation, trails, open space, public infrastructure and community amenities within a coordinated long-range development program, receipt of City fees, and provision of public infrastructure; and
- e. That it contains an adequate legal description of the affected properties that is the subject of the Development Agreement, and is in all other respects consistent with the provisions of Government Code, sections 65864 through 65869.5.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF RIVERBANK DOES ORDAIN AS FOLLOWS:

Section One: The recitals and findings contained in this Ordinance are hereby incorporated and made part of this Ordinance.

Section Two: The City Council of the City of Riverbank hereby approves and authorizes execution of the Development Agreement attached and incorporated hereto as **Exhibit A**, subject to minor revisions required and approved by the City Attorney.

Section Three: The City shall review the Development Agreement for compliance with its terms and conditions not less than once every twelve (12) months from the effective date of the Development Agreement.

Section Four: This Ordinance shall take effect thirty (30) days after its passage and shall be published or a summary thereof within (15) days after its final passage as required by law.

PASSED, APPROVED, AND ADOPTED by the City Council of the City of Riverbank at a regular meeting on the ____ day of _____, 2026, as motioned by Councilmember _____, seconded by Councilmember _____, and upon roll call was carried by the following vote ____:

AYES:

NAYS:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Gabriela Hernandez, CMC
City Clerk

Rachel Hernandez
Mayor

Attachments:

Exhibit "A" – Development Agreement

EXHIBIT A

Development Agreement River Walk Specific Plan Project

OFFICIAL BUSINESS
Document entitled to free recording
Government Code Section 6103

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

City of Riverbank
6707 Third Street
Riverbank, CA 95367
Attn: City Clerk
Ph: (209) 863-7122

Space Above This Line Reserved for Recorder's Use.
Exempt from Recording Fee. (Government Code
sections 6103 and 27383)

DEVELOPMENT AGREEMENT BY AND BETWEEN

THE CITY OF RIVERBANK

AND

RIVER WALK, LLC

THE RIVER WALK PROJECT

Adopted by City Council Ordinance No. _____, on

DEVELOPMENT AGREEMENT RIVER WALK SPECIFIC PLAN PROJECT

This **DEVELOPMENT AGREEMENT** ("Agreement") is made and entered into by and between River Walk, LLC, a California limited liability company ("Developer"), and the City of Riverbank, a California municipal corporation ("City"), as of _____, 2026 (the "Effective Date"). City and Developer may be referred to herein individually as a "Party" or collectively as the "Parties." There are no other parties to this Agreement.

RECITALS

A. Authorization. To strengthen the public planning process, encourage private participation in comprehensive planning and reduce the economic risk of development, the Legislature of the State of California adopted Government Code Section 65864, *et seq.* (the "Development Agreement Statute"), which authorizes the City and any person having a legal or equitable interest in the real property to enter into a development agreement, establishing certain development rights in the property which is the subject of the development project application. As the Legislature found at the time, "[a]ssurance to the applicant for a development project that upon approval of the project, the applicant may proceed with the project in accordance with existing policies, rules and regulations, and subject to conditions of approval, will strengthen the public planning process, encourage private participation in comprehensive planning, and reduce the economic costs of development." (Gov. Code, § 65864(b).) As the courts have observed, a development agreement "allows a city or county to freeze zoning and other land use regulation applicable to specified property to guarantee that a developer will not be affected by changes in the standards for government approval during the period of development." (*Santa Margarita Area Residents Together v. San Luis Obispo County* (2000) 84 Cal.App.4th 221, 226–227, citing *City of West Hollywood v. Beverly Towers, Inc.* (1991) 52 Cal.3d 1184, 1193, fn. 6, and *Citizens for Responsible Government v. City of Albany* (1997) 56 Cal.App.4th 1199, 1213.)

B. Housing Crisis. In recent years, the Legislature has also emphasized the importance of facilitating the development of new housing. "California has a housing supply and affordability crisis of historic proportions. The consequences of failing to effectively and aggressively confront this crisis are hurting millions of Californians, robbing future generations of the chance to call California home, stifling economic opportunities for workers and businesses, worsening poverty and homelessness, and undermining the state's environmental and climate objectives." (Gov. Code, § 65589.5(a)(2)(A).) "California housing has become the most expensive in the nation. The excessive cost of the state's housing supply is partially caused by activities and policies of many local governments that limit the approval of housing, increase the cost of land for housing, and require that high fees and exactions be paid by producers of housing." (*Id.*, § 65589.5(a)(1)(C).) "Among the consequences of those actions are discrimination against low-income and minority households, lack of housing to support employment growth, imbalance in jobs and housing, reduced mobility, urban sprawl, excessive commuting, and air quality deterioration." (*Id.*, § 65589.5(a)(1)(B).)

C. Property. Developer represents that, upon approval of this Agreement, it has legal title to or an equitable interest (i.e., contractual acquisition right) in that certain real property located on the north side of Patterson Road, south of the Stanislaus River, and east of McHenry Boulevard, consisting of approximately 769 gross acres, located in the County of Stanislaus, State of California and, more particularly described in **Exhibit A** attached hereto and incorporated

herein (the "Property"). Developer represents that all persons holding legal or equitable interests in the Property shall be bound by this Agreement.

D. Project. The Property is located within that certain specific plan area consisting of approximately 997 gross acres known as the Specific Plan, an area for which the City will apply for reorganization ("Annexation") to Stanislaus County LAFCO ("LAFCO") pursuant to the Cortese-Knox Local Government Reorganization Act of 2000 (Gov. Code § 56000 et seq.), with such approval to be effective upon LAFCO's recordation of a certificate of completion. Development of the River Walk Specific Plan pursuant to this Agreement and all such other entitlements contained herein shall be referred to as the "Project." The Project also includes a Sphere of Influence amendment (the "SOI Amendment") of approximately 1,522 acres and which includes the entire area of the River Walk Specific Plan. A copy of the Project's Proposed Specific Plan Conceptual Land Use Diagram is attached hereto as **Exhibit B**.

E. Project Approvals. Numerous actions must be taken by the City in connection with the Project for the Project to proceed, which include, but are not limited to, the following, as may be modified or amended from time to time as provided for in this Agreement (collectively, the "Project Approvals").

1. **Planning Commission.** On _____, Planning Commission for the City of Riverbank ("Planning Commission") adopted Planning Commission Resolution No. _____, recommending that the City Council for the City of Riverbank ("City Council") certify the Final Environmental Impact Report for the Project. The Planning Commission further recommended that the City Council approve the following for the Project: (1) Statement of Overriding Considerations (Resolution No. _____), (2) The Specific Plan (the "Specific Plan") (Resolution No. _____), (3) Pre-Zoning (Resolution No. _____); (4) a request for SOI Amendment and annexation (Resolution No. _____); and (5) this Agreement (Resolution No. _____).

2. **Certified Final Environmental Impact Report.** On _____, the City Council adopted Resolution No. _____, certifying as adequate and complete, the Final Environmental Impact Report ("EIR") (SCH #: 2021060098) for the Project. Mitigation measures as contained in the Mitigation Monitoring Reporting Program ("MMRP") have been established to reduce the levels of identified impacts to less than significant, with the exception of those that remain significant and unavoidable. The City Council also considered and adopted Resolution No. _____, granting a Statement of Overriding Considerations with respect to these potentially significant impacts. The mitigation measures have been incorporated into the Project and into the terms and conditions of this Agreement, as reflected by the findings adopted by the City Council concurrently with this Agreement. As that document explained, it provided "project-level" analysis for some portions of the Project area and "program-level" analysis for other areas. In particular, "the component of the proposed Project that includes a Specific Plan includes a very high level of design detail for that portion of the proposed Project. To the extent that sufficient detail is available in the Specific Plan, a full project-level analysis is provided in this EIR." (Draft EIR, p. 1.0-2.) No further formal environmental documentation is anticipated through the buildout of the Specific Plan portion of the Project. The EIR goes on to explain that "[s]ubsequent individual development that requires further discretionary approvals will be examined in light of this EIR to determine whether additional environmental documentation must be prepared." (*Id.*)

3. **Specific Plan.** On _____, the City Council adopted Resolution No. _____, approving the Specific Plan.

4. **Prezoning.** On _____, the City Council adopted Ordinance No. _____, approving the pre-zoning for the Specific Plan area.

5. **Annexation and SOI Amendment.** On _____, the City Council adopted Resolution No. _____, authorizing the filing of an application, or applications, with the Stanislaus County Local Agency Formation Commission ("LAFCO"), for modification of the City's Sphere of Influence ("SOI"), and annexation of the Specific Plan area.

6. **Development Agreement.** On _____, the City Council adopted Ordinance No. _____, approving this Agreement.

F. Need for Services and Facilities. Development of the Property will result in a need for municipal services and facilities, some of which services and facilities will be provided by the City to the Project subject to the performance of Developer's obligations hereunder. In entering into this Agreement, the Parties acknowledge that this Agreement and the Project Approvals shall be the primary instrument whereby the timing, phasing, and construction of the entirety of the major infrastructure improvements and all other terms and conditions pertinent thereto shall be set forth and agreed to by the Parties. In exchange for these benefits to City, together with the public benefits provided by the development of the Project pursuant to this Agreement and the Project Approvals, Developer desires to receive the vested right that it may proceed with development of the Project in accordance with applicable laws in effect as of the Approval Date, and the Project Approvals, including without limitation, the existing Project Approvals and Subsequent Approvals. The Parties intend that, except as qualified in Article 4 below, this vested right would protect Developer against future actions of the City, including the City's electorate through mechanisms such as initiative and referenda, to modify the operative General Plan and zoning designations, subdivision standards and criteria, including design standards, and other laws, ordinances, resolutions, initiatives, rules, regulations, or other measures described in more detail in Article 4 below, in a manner that reduces the permitted density and intensity of use authorized by the operative General Plan and zoning designations, subdivision standards and criteria, including design standards, laws, ordinances, resolutions, initiatives, rules, regulations, or other measures in place and in effect at the time of the approval of this Agreement.

G. Intent of the Parties; Benefit to Public Health, Safety, and Welfare. The Parties desire to enter into this Agreement relating to the Property in conformance with the applicable provisions of state and local law in order to achieve development of the Project in accordance with the Project Approvals, City ordinances and resolutions, the City Code, and the Zoning Code, which together assure the health, safety, and general welfare of the City and its existing residents. In addition, the Parties want to provide clear public benefits not usually obtained through the land development approval process and to achieve the development permitted under this Agreement and the provision of public services, public uses, and infrastructure all in the promotion of the health, safety, and general welfare of the City. City has determined that as a result of the development of the Property in accordance with the Project Approvals, including this Agreement, clear public benefits will accrue to the City and its residents that may not otherwise be obtained to the same extent through applicable development approval processes.

H. Contribution to Costs of Facilities and Services. Developer agrees to contribute to the costs of such public facilities and services as may be required herein to mitigate impacts on the community resulting from the development of the Property, and City agrees to provide such public facilities and services, as required under its municipal responsibilities, as may be required herein to assure that Developer may proceed with and complete development of the Property in accordance with the terms of this Agreement. City and Developer recognize and agree that, but for Developer's contributions to mitigate the impacts arising from the development entitlements granted pursuant to this Agreement, City would not and could not approve the development of the Property as provided by this Agreement and that, but for City's covenant to provide certain facilities and services for development of the Property, Developer would not and could not commit to provide the mitigation as provided by this Agreement. City's vesting of the right to develop the Property as provided herein is reliant upon and in consideration of Developer's agreement to make contributions toward the cost of public improvements as herein provided to mitigate the impacts of development of the Property as development occurs.

I. Development Agreement. City and Developer have taken all actions mandated by, and fulfilled all requirements set forth in the Development Agreement Statute establishing procedures for consideration of Development Agreements.

J. Intent of the Parties: Application of Development Agreement. In order to achieve the level of certainty needed to justify the major investments that Developer must make to finance and build the key backbone infrastructure needed for the Project, the City has agreed to extend the vesting of development rights under the Agreement even to properties not subject to the control or ownership of Developer, provided such properties join this Agreement or execute a separate development agreement with City. Without such broad vesting, development as contemplated by the Specific Plan, with all of its necessary infrastructure, would not be financially feasible. By law, "Specific plans are required ... to identify proposed *major components of infrastructure* needed to support planned land uses." (*The Planner's Guide to Specific Plans* (Governor's Office of Planning and Research 2001) ("*Planner's Guide*"), p. 6, italics added.) Among the required contents of any Specific Plan are text and diagrams specifying all of the following: "[t]he proposed distribution, location, and extent and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy, and other essential facilities proposed to be located within the area covered by the plan and needed to support the land uses described in the plan"; and "[a] program of implementation measures including regulations, programs, public works projects, and financing measures[.]" (Gov. Code, §§ 65451(a)(2), (a)(4).) A key goal for a Specific Plan is to size the infrastructure so that it is sufficient to serve the new development while functioning within a larger planning framework created by the local General Plan. "A specific plan may be used to implement the policies of an optional economic development element of a general plan. Policies of the general plan which are specific to financing infrastructure improvements and extensions, or cost recovery programs may be implemented by matching land uses with supporting public facilities. This is done to assist development engineering departments and developers avoid ineffective or undersized streets, sewers, water lines, and other necessary improvements. In addition, it may directly impose exactions in association with the general plan's capitol improvement policies." (*Planner's Guide*, p. 4.) Here, Developer's burden to finance and build key infrastructure to support the entire Specific Plan area requires that all of the land uses authorized by the Specific Plan will be fully vested. An internal patchwork within the Specific Plan by which certain land uses in certain areas are fully vested while others are not vested would be totally unworkable. Such an approach would thwart the City's policy objective of facilitating the development of large numbers of new housing

units in furtherance of State policies intended to create such housing. The legal requirement that Specific Plans provide for the financing and construction of all needed infrastructure is commendable public policy, but it imposes very substantial burdens on the entrepreneurs who assume the primary responsibility for obtaining the regulatory approvals, engineering plans, and on-the-ground physical improvements needed to set the stage for constructing new development, including housing. Here, Developer is the primary actor facilitating development within the Specific Plan.

K. Consistency with General Plan and State Law. City has determined that development of the Project, pursuant to the terms and conditions of this Agreement, is consistent with the City of Riverbank's General Plan and Government Code Section 65867.5, and that the City has conducted all necessary proceedings in accordance with City and state rules and regulations. Development of the subject Property pursuant to the Project Approvals, the Specific Plan, as applicable to the Project and as set forth in Subsequent City Approvals and conditions of approval, will provide for orderly growth and development consistent with City's General Plan, and other applicable development policies and programs of City.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, the Parties do hereby agree as follows:

AGREEMENT

ARTICLE 1 **GENERAL PROVISIONS**

Section 1.1. Effective Date of Development Agreement. The effective date of this Agreement ("Effective Date") is _____, which is the effective date of City Ordinance No. _____, approving this Agreement. If annexation of the Property (or any portion thereof) is not completed within five (5) years of the Effective Date, then this Agreement shall become null and void. The tolling period for any legal challenge, as set forth in Section 2.3 of this Agreement, shall apply to and extend such five-year period for the duration of the legal challenge.

Section 1.2. Recitals. The Recitals above are true and correct and are hereby incorporated into and made a part of this Agreement. In the event of any inconsistency between the Recitals and the provisions of this Agreement, the provisions of this Agreement shall prevail.

Section 1.3. Exhibits. The following ("Exhibits") are attached hereto and incorporated into and made a part of this Agreement:

<u>Designation</u>	<u>Description</u>
Exhibit A	Legal Description of River Walk Property
Exhibit B	Proposed Specific Plan Conceptual Land Use Diagram
Exhibit C	Development Phasing Plan
Exhibit D	Water Supply Plan
Exhibit E	Wastewater Collection Plan
Exhibit F	Wastewater River Crossing

Exhibit G	Storm Drainage Plan
Exhibit H	Park Plan
Exhibit I	Sample Disclosure Form
Exhibit J	Assignment & Assumption Form

Section 1.4. Project is a Private Undertaking. It is understood that this Agreement is a contract that has been negotiated and voluntarily entered into by City and Developer, and that Developer is not an agent of City. City and Developer hereby renounce the existence of any form of joint venture or partnership between them and agree that nothing contained herein or in any document executed in connection herewith shall be construed as making City and Developer joint venturers or partners.

Section 1.5. Project Subject to Municipal Code and Policies. Various provisions of the City's Municipal Code and numerous development policies, regulations, standards, and specifications have been adopted by City that affect the development of the Project (collectively, "Municipal Code and Policies"). Development of the Project shall be subject to the Municipal Code and Policies that are in effect Citywide during development of the Project. The Municipal Code and Policies shall be applied and construed consistent with the purpose of this Agreement. Amendments to the Municipal Code and Policies after the Effective Date may only apply to the Project if they are: (a) not in conflict with the terms of this Agreement and they would not unduly increase the cost of, delay, or prevent, the development of the Project, or (b) are expressly authorized by this Agreement or mutually agreed to by the Parties in signed writing.

Section 1.6. Covenant Running with the Land. Developer represents that it has a legal or equitable interest in the Property, as identified in **Exhibit A**. This Agreement shall constitute a covenant running with the land, and the burdens and benefits of this Agreement shall bind and inure to all successors-in-interest to Developer, until such time that the Agreement terminates.

Section 1.7. Recordation of Development Agreement. City shall cause a copy of this Agreement to be recorded against the title to the Property subject to this Agreement within ten (10) business days of the Effective Date. City shall deliver a recorded copy of the Agreement to Developer following recordation of the Agreement.

Section 1.8. Priority of Enactment. In the event of conflict in interpreting between the various land use documents that govern development and use of the Property, the Parties agree that the following sequence of approvals establishes the relative priority of the approvals, each approval superior to the approvals listed thereafter: (1) This Agreement; (2) the Specific Plan; (3) Project Approvals (not including the foregoing); and (4) the Municipal Code and Policies.

Section 1.9. Agreement Costs/Ongoing Project Administration. Developer agrees to reimburse City for all necessary expenses incurred by City related to preparation of this Agreement, including recording fees, publishing fees, legal fees, staff time, and consultant fees and costs not otherwise included in Developer's application fees or deposit/funding agreement for the Project. Payments under this Section shall be due and payable within thirty (30) calendar days of presentation from City to Developer of a written statement of charges. At any time, Developer may request that City issue an accounting of costs and expenses paid. Developer shall further be obligated to pay all ongoing costs and expenses of City staff, the City Attorney, and consultants of City required to process, administer, and implement the Project throughout the

life of the Project. City shall send Developer periodic invoices for reimbursement of the charges incurred for such administration of the Project. Developer's failure to pay the costs required hereunder shall be cause for City to not process applications, issue building permits or occupancy certificates, and schedule public hearings required for subsequent Project applications or approvals.

ARTICLE 2

TERM AND TERMINATION

Section 2.1. Term of Agreement. This Agreement shall commence on the Effective Date and extend for a period of twenty (20) years ("Term"). Upon written request by the Developer, the City may, in its reasonable discretion, approve one or more extensions of the Term for additional five (5) year periods, provided that as of the date of each such extension: (a) Developer is not in material default under the Agreement; and (b) Developer has completed, and obtained City acceptance, of at least Ten Million Dollars (\$10,000,000) in new qualifying public infrastructure during the immediately preceding 5-year extension period, as documented by Developer and verified by City. "Qualifying public infrastructure" shall refer to the major improvements required for development of the Specific Plan as described in this Agreement and shall not include in-tract improvements. In no event will the cumulative Term go beyond thirty-five (35) years. Following the expiration of the Term, this Agreement shall be deemed terminated and of no further force or effect. At all times during the life and development of the Project, Developer shall be required to have an effective Development Agreement with City.

Section 2.2. Term for Project Maps. Pursuant to California Government Code section 66452.6(a), City will automatically extend the term of any parcel map or tentative subdivision map subject to this Agreement for the Term of this Agreement.

Section 2.3. Legal Challenge Tolling. In the event that this Agreement or any of the Project Approvals are the subject of legal challenge or any subsequent approvals or permits required to implement the Project Approvals are subjected to legal challenge by a third party, the terms, timing of obligations imposed, and the requirement to perform any obligations pursuant to this Agreement shall be tolled during the pendency of the litigation, deemed to commence upon service of lawsuit on the City. The tolling shall terminate upon the earlier of the two following dates: (1) the date of entry of a final order or judgment upholding this Agreement, the Project Approvals, or the challenged approvals with no further appeals remaining, or (2) the date of entry of dismissal of the litigation pursuant to stipulation of the Parties. In the event a court enjoins either City or Developer from taking actions with regard to the Project as a result of such litigation that would preclude either or any of them from enjoying the benefits of this Agreement, the term of this Agreement shall be automatically tolled during the period of time such injunction or restraining order is in effect. Similarly, if Developer is unable to develop the Project due to a development moratoria for a health or safety reason unrelated to the performance of Developer's obligations hereunder, the Term of this Agreement and timing for obligations imposed pursuant to this Agreement shall, upon written request of Developer, be extended and tolled for the period of time that such moratoria prevents development of the Project.

Section 2.4. Termination Upon Completion and Sale of Lots/Parcels. This Agreement shall be considered terminated with respect to any lot designated by the Project Approvals upon (a) completion of construction of all required improvements to serve the lot, (b) issuance by City of a final occupancy permit, (c) conveyance of such improved lot by Developer to a bona-fide good-

faith purchaser thereof, and (d) all fees and charges owed to City pertaining to applicable lot(s) are paid. In connection with its issuance of a final inspection and occupancy for such improved lot, City shall confirm the foregoing conditions are satisfied and that all improvements, which are required to serve the lot, as determined by City, have been installed and accepted by City. Termination of this Agreement for any such lot or parcel, as provided for in this Section shall in no way be construed to terminate or modify any assessment district, services or maintenance district, Mello-Roos Community Facilities District lien, area of benefit obligation, or such other continuing obligation affecting such lot at the time of termination. The Parties shall use commercially reasonable efforts to record a notice of termination, in a form agreed to by the Parties, on all parcels which have satisfied all obligations under this Agreement.

Section 2.5. Survival After Termination. The rights and obligations of the Parties set forth in the terms and conditions of this Agreement, which by their express terms or nature and context are intended to survive termination of this Agreement, will survive any such termination under this Article.

ARTICLE 3 SUBSEQUENT APPROVALS

Section 3.1. Subsequent City Approvals. Development of the Project will require Developer to obtain additional approvals and permits from City, in addition to the Project Approvals (collectively, the “Subsequent Approvals”). Subsequent Approvals may include, without limitation, tentative subdivision maps, final maps, parcel maps, subdivision improvement plans and agreements, design review for architectural and site plan reviews, encroachment permits, building permits, landscaping plans, grading plans and permits, lot line adjustments, use permits, and occupancy certificates. Subsequent Approvals shall also include any conditions of approval adopted in conjunction with or made a part of any Subsequent City Approvals. In the course of taking action on these applications and requests, and except for ministerial actions, City may exercise discretion in imposing conditions of approval required for orderly development of the Specific Plan area, including but not limited to, the major backbone improvements required for each Subsequent City Approval, and fair share obligations of benefitting parcels pursuant to areas of benefit or oversized improvements.

Section 3.2. Further Discretionary Actions. The exercise of City's authority and independent judgment is recognized under this Agreement, and nothing in this Agreement shall be interpreted as limiting City's discretion to approve or deny any Subsequent Approvals or impose any conditions on Subsequent Approvals, where allowed by law or necessary for consistency with the Project Approvals, to require additional information or studies from Developers, or to hold legally required public hearings. Except as otherwise set forth herein, such discretion and action taken by City shall be reasonable and not prevent development of the Property for the uses set forth herein or limit the rate or timing of development as contemplated in this Agreement.

Section 3.3. Cooperation Between City and Developer. City shall use its best efforts to process, within a reasonable time, any Subsequent Approvals requested by Developer during the Term of this Agreement. City agrees to cooperate with Developer, on a timely basis, to secure permits or licenses that may be required by any other public agency with permitting or licensing jurisdiction over the Project.

Section 3.4. City's Right to Withhold Subsequent Approvals. City reserves the right to withhold any Subsequent Approvals or schedule hearings for such applications if any portion of the Project owned or controlled by a party (including successors of Developer) seeking such Subsequent Approvals fails to conform to the Project Approvals, or has not complied with its obligations under this Agreement, or if City reasonably determines that additional information is required in accordance with CEQA. City's rights under this Section include if Developer is delinquent on any City fees, City processing costs (in accordance with Section 1.9 above), or reimbursements owed to other landowners or developers within the Specific Plan area.

Section 3.5. Government Code section 66473.7 Compliance. The Parties acknowledge and agree that the Project includes a subdivision within the meaning of Government Code section 66473.7. Any phased maps prepared for the Project shall comply with section 66473.7 and shall include as a condition of approval of any such map that, among other things, written verification from the City that sufficient water supply infrastructure is available to serve the subdivision subject to the phased map.

ARTICLE 4

RIGHT TO DEVELOP AND APPROVED LAND USES

Section 4.1. Right to Develop. Developer shall have the right to develop the Property and Project in accordance with the terms and conditions of the Project Approvals and Subsequent Approvals. Developer is assured, and City agrees, that the development rights, obligations, terms, and conditions specified in the Project Approvals and Subsequent Approvals are fully vested in Developer and may not be modified or terminated by City, except as set forth in this Agreement or with Developer's written consent (collectively, Developer's "Vested Rights"). Except where provided otherwise in this Agreement, including Section 4.4, no ordinance, resolution, growth control measure, initiative, referendum, or other land use restriction adopted or enacted after the Effective Date, whether by action of City or otherwise, which reduces the development rights conferred by the Project Approvals or Subsequent City Approvals shall apply to development of the Property. For reasons explained in Recital J above, in the event Developer acquires other parcels within the Specific Plan which are not included in the Property as defined herein, the vesting provided by this Agreement shall extend to those parcels that are not controlled or owned by Developer.

Section 4.2. Permitted Uses and Development Standards. The permitted uses of the Property, the density and intensity of use, the maximum height and size of proposed buildings, provisions for reservation or dedication of land for public purposes, the location, design and maintenance of on-site and off-site improvements, location of public utilities, and other terms and conditions of development applicable to the Property shall be those set forth in the Project Approvals and the Subsequent Approvals. City acknowledges that the Project Approvals provide for the land uses and approximate acreages shown in the Specific Plan.

Section 4.3 Minor Amendment of Project Approvals. Developer may provide written request for a minor amendment or modification to any of the Project Approvals, including, but not limited to (a) the location of buildings, streets and roadways and other physical facilities, or (b) the configuration of the buildings, the site plan, elevations, the configuration and number of parcels, lots or development areas. To the extent allowable by law, the Community Development Director shall determine whether the requested amendment or modification is consistent with this Agreement, Specific Plan, and applicable provisions of City zoning and subdivision ordinances in

effect as of the Effective Date of this agreement. For purposes of this Agreement, the determination of whether such amendment is minor shall be made by reference to whether such amendment or modification is minor in the context of the overall Project. If the Community Development Director finds that the proposed amendment is both minor and consistent with this Agreement, the Specific Plan, and the applicable provisions of City zoning and subdivision ordinances, the Community Development Director may approve the minor amendment administratively. For purposes of this Agreement and notwithstanding any City ordinance or resolution to the contrary, the following shall be deemed a minor amendment or modification: lot line adjustments, minor adjustments in the number of parcels on a Phased Map, minor variances as to density, relocation of densities and/or uses which do not materially alter the overall density of the subject Property as presently set forth in the Specific Plan, minor changes to any bulk, height, lot coverage, and building setbacks, any modifications made to Specific Plan boundaries, and minor modifications to adopted conditions of approval associated with Subsequent Approvals. The Community Development Director shall reserve the discretion to refer and process any such request through the Planning Commission and/or City Council consistent with City procedures for such approvals.

Section 4.4. Limitations on Developer's Vested Rights. Notwithstanding Section 4.1, City and Developer agree that the vested rights conferred by this Agreement are subordinate to the following:

(a) Initiatives and Referenda. Any City ordinance, rule, or regulation enacted or imposed by a citizen-sponsored initiative or referendum after the Effective Date that reduces the development rights provided to Developer in this Agreement shall not apply to the Project. The Parties acknowledge, however, that this Agreement is a legislative act subject to referendum. In the event of any such referendum that reduces the development rights conferred by this Agreement, including Developer's vested rights, City shall cooperate with Developer and undertake such reasonable actions as may be appropriate to ensure that Developers may develop the Project in accordance with State law, the Project Approvals, and all development rights as set forth herein. Nothing herein shall be construed to require City to take any action in violation of state law or duly adopted initiatives or referendums applicable to the Project Approvals.

(b) Regulation by Other Public Agencies. The Parties acknowledge that other public agencies, outside of the control and authority of City, regulate or have authority over City and the public infrastructure required to serve the Project, and that the exercise of such public agency authority could negatively impact development of the Project. Nothing in this Agreement limits the authority of such public agencies. City shall not be found to be in breach of this Agreement due to any action taken by another public agency that negatively impacts this Agreement or development of the Project.

(c) Changes in California Building Standards Codes. Development of the Project shall be subject to changes occurring from time to time to the California Building Code, as well as all associated California Codes (Electrical, Mechanical, Plumbing, Fire, etc.), as adopted by the City Council.

(d) Changes Mandated by Federal or State Law. The Project shall be subject to subsequently enacted federal or state laws or regulations that conflict with this Agreement or the Project Approvals, that mandate adoption of local regulations, or that preempt the Municipal Code and Policies. As provided in section 65869.5 of the Development Agreement Statute, in the event

that state or federal laws or regulations enacted after the Effective Date prevent or preclude compliance with one or more provisions of this Agreement, such provisions shall be modified or suspended as may be necessary to comply with such state or federal laws or regulations. Upon discovery of a subsequently enacted federal or state law that conflicts with this Agreement or otherwise affects the Project, City or Developer shall provide the other Party with written notice of the federal or state law or regulation and a written statement of the conflicts raised by such law or regulation. Promptly thereafter, City and Developer shall meet and confer in good faith to modify this Agreement, as necessary, to comply with such law or regulation. In such discussions to resolve the conflict, City and Developer shall attempt to preserve the terms of this Agreement to the maximum extent feasible.

(e) Health and Safety Emergencies. In the event that any future public health and safety emergencies arise during development of the Project, City agrees that it shall attempt to address such emergency in a way that does not have a material adverse impact on the Project. If City determines that it is not reasonably possible to address such emergency without adversely affecting the Project, City shall address such emergency in a way that minimizes the adverse impacts to the Project while still addressing such health and safety emergency in a manner acceptable to City, as to be determined by City in its sole discretion.

Section 4.5. Timing of Development. The Parties acknowledge that Developer cannot, at this time, definitively predict when each phase of the Project will be developed. Such decisions depend upon numerous factors that are not within the control of Developer, such as economic conditions, consumer demand, interest rates, absorption rates, and other factors. It is the desire of the Parties that Developer shall have the vested right to develop the Project in such order, rate, and time as Developer deems appropriate in the exercise of its business judgment, subject to the terms and conditions set forth in this Agreement.

Section 4.6. Waiver of Vesting Through Other Mechanisms. Developer, for itself and all successors-in-interest to the Property, hereby waives and relinquishes any right to obtain or claim vested rights in the Project through the filing of a preliminary application under the Housing Accountability Act (Gov. Code § 65589.5) and Government Code section 65941.1 (under the Permit Streamlining Act), as such statutes may be amended. Without limiting the foregoing, Developer waives any right under the foregoing statutes, or under any other law limiting a public agency's authority to impose a fee, charge, or monetary exaction on a development project, to the extent such right would impair the City's ability to impose the SDF Fees (defined in Article 7), Plan Area Fees (defined in Article 7), or to implement the required ongoing funding for maintenance and public services in the Specific Plan area (described in Section 6.4).

Section 4.7. Eminent Domain. City's statutory powers of eminent domain are available, if necessary, to acquire all properties needed for rights-of-way or easements to be located on properties other than the Property or for construction of the improvements which are necessary for the development of the Project. Any such use of eminent domain by City shall be at Developer's sole cost and expense, including without limitation, the cost of any staff time, legal costs, appraisals, experts, formal litigation, and reasonable attorneys' fees and court costs. City may use its statutory powers of eminent domain only after Developer has exhausted all other methods to secure such required property, as determined by City. The Parties acknowledge that exercise of eminent domain powers shall be considered a last resort, and the Parties agree to meet and confer before any formal initiation of eminent domain powers to acquire the necessary property, rights-of-way, or easements.

Section 4.8. Phasing. A preliminary phasing of the Project villages, excluding infrastructure analysis, is depicted in **Exhibit C**, attached hereto. City agrees that Developer may proceed with development of the Property in accordance with their business judgment, subject to the terms and conditions of this Agreement and the Project Approvals, and phases may change in shape, size and order at the time of actual development. Project phasing and improvement requirements will be refined with the submittal of the first tentative subdivision map and project-specific agreements and/or conditions of approval, and will continue to be analyzed and refined with each subsequent tentative subdivision map.

Section 4.9. Age-Restricted Villages. As contemplated in the Specific Plan, Developer has elected to restrict the Project as an age-restricted active adult development and, as such, to require Villages C, and F through O (11 Villages) to be occupied or held available for occupancy by households that include residents at least fifty-five (55) years of age, in accordance with all applicable laws and regulations. The age restriction will be applied through a deed restriction or similar instrument consistent with applicable laws and regulations recorded against each lot to which the restriction applies. Developer hereby covenants and agrees, for itself and its successors and assigns, that the Property shall be used for the development and operation of active adult housing development in compliance with the requirements set forth herein, and as further specified in the Project's conditions, covenants, and restrictions ("CC&Rs"). Developer covenants that it shall not enter into any agreement that is inconsistent with such restrictions without the express written consent of City. Prior to issuance of any building permit within the restricted villages, Developer shall execute, acknowledge, and record CC&Rs in a form reasonably acceptable to City, which shall require, among other things, that (a) the Project comply with the active adult occupancy requirements set forth above, (b) implement appropriate age verification procedures to ensure compliance with such CC&Rs, (c) the Project allow or accommodate other qualified residents as required by law (e.g., caretakers, disabled children or grandchildren, unanticipated child custody, or multi-generational living arrangements).

ARTICLE 5

PUBLIC IMPROVEMENTS AND INFRASTRUCTURE

Section 5.1. Major Improvements Consistent with Project Approvals. Unless otherwise specified herein, Developer shall be responsible for constructing the infrastructure improvements and facilities required for the Specific Plan consistent with the Project Approvals (referred to herein as the "Major Improvements"). The Major Improvements are described in more detail in the Project Approvals and this Article 5. All plans establishing the design and specifications of the Major Improvements constructed by Developers shall be considered Subsequent Approvals subject to review and approval by City.

Section 5.2. Phasing Plan for Major Improvements. As provided by Section 9.3 of the Specific Plan, prior to the filing of any tentative or parcel map application within the Specific Plan area, Developer shall file with City a comprehensive phasing plan for all Major Improvements required for development of the Specific Plan, including without limitation, stormwater and drainage, potable water, non-potable water, wastewater, roadways and circulation, and parkland/buffers/greenway/trails/open space sites ("Phasing Plan"). The Phasing Plan shall be added as an addendum and be incorporated into and made part of the Specific Plan and this Agreement. The Phasing Plan and all provisions contained therein shall be subject to City's approval. Developer shall have no right to develop the Project, and City shall have no obligation to accept, process, or schedule hearings for any subdivision map application filed by any

Developer, until the Phasing Plan is accepted as complete, as determined by the Community Development Director and the City Engineer.

Section 5.3. Water. The water infrastructure required for the Specific Plan shall be considered a Developer obligation. The backbone water supply infrastructure contemplated in the Specific Plan is identified in **Exhibit D** and includes the following:

(a) **Backbone Water Facilities.** The backbone water infrastructure includes the following:

(3) new water wells;

A two (2) million gallon peaking reservoir (water tank) with booster pump;

Two (2) pressure regulating stations;

12-inch water transmission pipelines; associated gate valves and fire hydrants.

Developer will install the above water facilities incrementally, as they are needed to serve phases of development. Such incremental construction shall be based upon a water engineering analysis for each phase and shall be approved by the City Engineer. Based on the current state of the City's water system, at least one (1) new water well is expected to be a minimum requirement for the first phase of development. Developer shall construct the transmission improvements necessary to serve each subdivision, including any looping of the lines necessary to maintain adequate water pressure.

(b) **In-Tract Water Facilities.** The balance of the water transmission infrastructure within the Project area consists of in-tract water transmission improvements within subdivisions or similar transmission improvements located onsite in other development projects, such as, for example, apartments, office buildings or retail buildings. These improvements are referred to as "In-Tract Water Lines". The In-Tract Water Lines are not considered backbone facilities and shall be financed through their installation by Developer, or other Project applicants, and secured in the approval process for subdivision maps or other Subsequent Approvals.

Section 5.4. Wastewater Collection and Treatment. Except as specified herein, the wastewater infrastructure for the Specific Plan shall be a Developer obligation. In advance of construction, Developer shall perform an engineering analysis of the existing City wastewater conveyance system to determine and verify the capacity of the downstream conveyance system to accommodate the additional flows from the Project villages. The analysis shall also identify necessary improvements to the existing conveyance system that may be necessary to accommodate additional flows. The wastewater infrastructure contemplated in the Specific Plan is identified in **Exhibit E** and includes the following:

(a) **Backbone Wastewater Facilities.** The backbone wastewater infrastructure includes the following and unless specified otherwise, shall be installed and financed by Developer:

Interim Offsite Wastewater Collection Improvement. An initial investigation has identified potentially available capacity in the existing City wastewater conveyance system

downstream of the Specific Plan of up to 225 single-family dwelling unit equivalents. Additional analysis will be required to determine if upgrades to City's existing conveyance pipelines and/or pump stations will be necessary to accommodate this additional flow.

Offsite Sewer Force Main and Conveyance System. Residential development beyond the first 225 single-family residential units will require construction of (i) approximately 900 lineal-feet of ten (10) inch sewer force main under the Stanislaus River, (ii) approximately 900 lineal-feet of a redundant sixteen (16) inch sewer force main under the Stanislaus River, and (iii) approximately seventy-four hundred (7,400) lineal feet of ten (10) inch sewer force main connecting to the City's wastewater treatment plant headworks, and (iv) a 24" gravity sewer line in Coffee Road to the force main pump station and the parallel force mains under the Stanislaus River. These improvements are anticipated to provide enough wastewater conveyance capacity for the balance of the residential development and other development in the Specific Plan areas, as well as service for future growth areas outlined in the City Sewer Master Plan. The sewer force main may require the acquisition of certain easements from private property owners and/or permission to construct and operate from other local or state agencies, with all such costs to be at Developer's expense.

Wastewater Collection Infrastructure Within Project Area. The Specific Plan (Figure 6-2a) identifies wastewater lines as follows: (1) 24" gravity main extending from Patterson Road within Coffee Road, through Village C, and connecting to the Northeast Pump Station; (2) additional gravity mains within Coffee Road providing service to the various villages; (3) gravity mains and force mains in collector streets providing service to two or more villages and/or development areas. These improvements are referred to as "Backbone Wastewater Collection Infrastructure." The Backbone Wastewater Collection Infrastructure shall be installed and financed as a Developer obligation in the tentative subdivision map approval process or in the approval process for other Subsequent Approvals.

South Lift Station. A sanitary sewer lift station may be utilized in the vicinity of Villages A and B. This improvement is referred to as the "South Lift Station" as shown in Figure 6-2a of the Specific Plan. The South Lift Station shall be constructed by Developer or an applicant for Subsequent Approvals and the timing of such construction shall be determined in the conditions of approval of phased subdivision maps or other Subsequent Approvals. The South Lift Station may, on an interim basis, be used to discharge flows via force main to the existing City conveyance system. The South Lift Station will be required prior to the first residential building permit of the Specific Plan.

West Lift Station. A sanitary sewer lift station may be utilized in the vicinity of Villages H and F. This improvement is referred to as the "West Lift Station" as shown in Figure 6-2a of the Specific Plan. The West Lift Station shall be constructed by Developer or an applicant for Subsequent Approvals and the timing of such construction shall be determined in the conditions of approval of phased subdivision maps or other Subsequent Approvals.

Northeast Lift Station. A lift station will be installed in the northeast portion of the Project as shown in Figure 6-2a of the Specific Plan. This improvement is referred to as the "Northeast Lift Station". The lift station will collect flows from within the Project Area as well as from areas outside of the Project as described in the City's Sewer Master Plan. Flows will be pumped via force main crossing the Stanislaus River and ultimately conveyed to the City's treatment plant. The Northeast Lift Station shall be constructed by Developer or an applicant for

Subsequent Approvals and the timing of such construction shall be determined in the conditions of approval of phased subdivision maps or other Subsequent Approvals.

Wastewater Treatment Plant. City has prepared a plan to expand the existing wastewater treatment plant ("WWTP") capacity from 1.8 MGD to 2.29 MGD and to treat the effluent to a level that will allow recycling of the water (*i.e.*, sale to farmers, or other type of land application). City is evaluating its existing SDF program to make sure WWTP connection fees are adequate to ensure that new development pays its fair share of any future WWTP capacity expansion. This capacity expansion is adequate to serve the Project, but is not currently in place. Based on the current state of City's wastewater system, the WWTP expansion is expected to be a minimum requirement for the first phase of development. City is pursuing grants and other funding mechanisms to assist in reducing City costs for this project, as well as evaluating other WWTP capacity expansion options. WWTP expansion could include incremental expansion, but any such expansion would be subject to engineering analysis and would be implemented at the discretion of the City. City makes no representation, warranty, or guarantee as to the timing, scope, method, or completion of the WWTP expansion. Nothing in this Agreement obligates City to construct the expansion by any date certain, to select any particular expansion approach, or to guarantee the availability of wastewater capacity for any phase of the Project. The design, sizing, phasing, and implementation of any WWTP expansion shall be subject to engineering analysis and shall be undertaken at the discretion of City. Applicants for development of the Project will be responsible for paying the future adopted WWTP capacity fees, discussed further in Article 7. To facilitate continued development of the Project, Developer may propose to advance some portion of the upfront cost of the WWTP expansion in return for fee offsets or credits. The terms of any such advance and corresponding credits, including amount, timing, valuation, transferability, and the consequences of any delay in or reduction of the expansion, shall be set forth in a separate reimbursement agreement approved by City in its discretion.

(b) In-Tract Collection Infrastructure. The balance of the wastewater collection infrastructure within the Project area consists of in-tract collection improvements within subdivisions or similar collection improvements located onsite in other development projects, such as, for example, apartments, office buildings or retail buildings. These improvements are referred to as "In-Tract Wastewater Collection Infrastructure". The In-Tract Wastewater Collection Infrastructure shall be installed and financed as a Developer obligation in the subdivision process or the approval process for other Subsequent Approvals. Developer shall construct sewer facilities that will be upsized to provide sewer service for the benefit of the Project and development of the Specific Plan.

Section 5.5. Transportation and Roadways. The following traffic and roadway infrastructure in accordance with the Project Approvals shall be considered Developer obligations. All necessary acquisitions of right-of-way and utility relocations and associated costs shall be obligations of Developer.

Patterson Road. The Project includes an approximately two-thousand six hundred forty (2,640) feet segment, primarily on the west side of Oakdale Road that requires widening, including, without limitation, median and frontage improvements and undergrounding of utilities (the "Patterson Road Segment"). Timing of the construction of the Patterson Road Segment will be determined with the approval of the first tentative subdivision map.

Coffee Road. The Project includes development of Coffee Road north of Patterson Road as the main entrance into the Project, and may also include improvements to Coffee Road south of Patterson Road, as needed as part of the Patterson Road/Coffee Road Intersection project, that could include widening, and without limitation, median and frontage improvements and undergrounding of utilities (the “Coffee Road Segment”).

Patterson Road/Coffee Road Intersection. The Project includes a new signalized intersection at Coffee Road and Patterson Road (the “Coffee Road Signal”). Timing of the construction of the Coffee Road Signal will be determined with the approval of the first tentative subdivision map.

Collector Streets. All roads internal to the Specific Plan including Coffee Road north of Patterson Road and all internal project roads and collectively referred to as the “Collector Streets.” Collector Streets will be constructed and current with development, and the timing of construction will be determined with the approval of each tentative subdivision map.

Mitigation Measures. The Project is subject to all applicable mitigation measures under the MMRP for transportation and circulation. City reserves the discretion to require such improvements or fair share payments at such time as necessary to maintain levels of service on affected intersections and roadways. City may require subsequent traffic analysis to determine the timing of such improvements or fair share payments.

Section 5.6. Storm Drainage. The storm drainage infrastructure for the Project shall be considered a Developer obligation and financed by Developer. The storm drainage system for the Specific Plan and conceptually illustrated in Figures 6-3a and 6-3b of the Specific Plan attached hereto as **Exhibit G**. The system generally consists of storm drainage lines, storm pump stations, and dual use (park and storm basin) facilities. These storm drainage facilities are referred to as the “Storm Drainage Infrastructure”. As the Specific Plan is a Master Planned Community with an area-wide storm drainage system, it will be treated as a unified project for the purpose of determining compliance with City and State Low Impact Development (LID) standards. Developer shall be responsible for constructing storm drainage facilities to serve properties they own in their respective phase, or upsizing such facilities as necessary for the benefit of the Specific Plan. Storm drainage facilities shall include land and improvements. Storm drainage facilities may be provided incrementally within each phased area as development occurs. Developer may utilize temporary basins provided that they are in compliance with City’s MS4 or other applicable State or federal permits. Development and maintenance of any temporary basins, as allowed by City, shall be the obligation of Developer until such time that the permanent facilities are constructed and the temporary facilities are abandoned.

Section 5.7. Parkland, Buffers, Greenway, Trails, Open Space.

(a) Improvements and Acreage. The parkland, buffers, greenway, trails, and open space (collectively referred to herein as the “Park/Open Space Facilities”) shall be included in the Phasing Plan and be considered a Developer obligation. The Specific Plan provides for approximately 204 acres of Parks/Open Space Facilities with a variety of passive and active recreational opportunities. The City’s General Plan requirement of five (5) acres per thousand population would result in a parkland obligation of around 40 to 45 acres. The Parties acknowledge that Developer is dedicating and installing over and above its fair share parkland obligation pursuant to City’s General Plan and the Quimby Act, for community and environmental

benefits in exchange for the benefits of this Agreement.

(b) Community Parks. Community parks are larger parks that tend to be used by the entire community instead of any particular neighborhood ("Community Parks"). The Community Parks shall be constructed and financed by Developer. The Community Park shall include amenities suitable for use by the active adult and senior population and shall be constructed by the Developer(s) of the future adjacent villages. The main Community Park in the Village Center is approximately 15.5 acres in size.

(c) Neighborhood Parks. Neighborhood Parks and Trails shall be constructed and financed by Developer. In any subdivision where parks are not provided (e.g., Villages B, P, Q and R do not currently plan for park facilities), fair share fees will be charged to benefiting parcels to provide funding for that subdivision's pro-rata share of parkland. This fee will be collected and remitted to each Developer which developed the parkland, in an amount commensurate to the oversized parkland provided and developed.

(d) Buffer/Greenway/Open Space Area. The Specific Plan contains an area designated for "buffer/greenway/open space" along the northern boundary adjacent to the Stanislaus River. Developer at its sole cost and expense shall design and construct improvements within the designated buffer and open space area to enhance public access, recreational use, and connectivity to other amenities within the Specific Plan. Such improvements may include trail resurfacing or reconstruction, trailhead improvements, pedestrian access, educational signage, wayfinding, benches, viewing areas, landscaping, or other amenities consistent with the Specific Plan. The nature, extent, design, and location of the improvements shall be subject to approval of the Community Development Director. The improvements shall be designed to preserve and protect environmental resources in this area. Developer shall be responsible for all costs associated with the design, permitting, and constructing of the approved improvements. The Community Development Director shall determine the timing and phasing of completion of this obligation, but no earlier than completion of the first four (4) villages.

(e) Dual-Use Storm Basins. The storm basin sites are contemplated to be a dual-use park opportunity. The design and use of the storm basin sites shall be subject to approval of City. Unless otherwise agreed to by the Parties, the parkland component of the storm basin shall not eligible for any fee offsets or credits. In the event City determines any storm basin site can be for dual-use, adequate access to the site shall be provided, including applicable standards of the Americans with Disabilities Act (ADA).

(f) Cooperation on Special Features. Developer shall work with City to include specialized play equipment in the neighborhood park in Village A as a portion of the play equipment installed. The Parties will work to include various specialized play equipment not currently available in the City. The remainder of the neighborhood parks shall include amenities suitable for use by the active adult population within Villages C through L, and shall be constructed by the developer(s) of these villages.

(g) City Standards. The Parks/Open Space Facilities, including the Community Park and Neighborhood Parks, shall be developed in accordance with City standards and parkland master plans of City. Prior to construction, plans and design for each Parks/Open Space Facility shall be submitted to the Parks & Recreation Department for review and approval.

(h) **Timing.** The Parties agree that the Parks/Open Space Facilities shall be developed and be made available for public use as new residents arrive to the Specific Plan area. In no event shall City have any obligation to issue occupancy certificates for more than twenty-five percent (25%) of the minimum permitted density in any subdivision map without sufficient Parks/Open Space Facilities having been developed for public use. Nothing shall prevent the Parties from agreeing by separate instrument to a written plan for the timing of the required parkland in connection with the Project. City further may establish timing requirements of required parkland as conditions of approval with each tentative subdivision map.

Section 5.8. Maintenance/Acceptance of Public Improvements. All public improvements and facilities installed by Developer shall be maintained in good and operable condition until such time that City formally accepts the public improvements for its ownership and operation. City shall have no obligation to maintain and operate such public improvements until City's formal acceptance, including without limitation, water, wastewater, transportation and roadways, storm drainage, lighting, and the Parks/Open Space Facilities. Acceptance by City shall not be unreasonably withheld. Prior to City's acceptance of public improvements, the required financing districts or mechanisms shall be in place to ensure City collects sufficient funds to maintain the public improvements requested by Developer for acceptance.

ARTICLE 6

COMMUNITY FACILITIES DISTRICTS

Section 6.1. Infrastructure CFD. Developer may request and City will agree to allow the Major Improvements, and other public improvements within the Specific Plan to the extent feasible, to be financed through the establishment of a new community facilities district pursuant to the Mello-Roos Act (the "Infrastructure CFD"). Developer may initiate the annexation or creation of Infrastructure CFD financing by filing a petition with City requesting formation of a new community facilities district for the Specific Plan. Upon receipt of this petition, City will take such actions as are necessary to fully comply with the Mello-Roos Act to cause the Property to be annexed into a new Infrastructure CFD to be established. City shall conduct all necessary proceedings, adopt all resolutions, ordinances and orders, recording all maps, notices, and releases required to levy these special taxes, and provide for the issuance of bonds from the Infrastructure CFD. It is expressly acknowledged, understood, and agreed by the Parties that City reserves complete discretion with respect to legally required findings and determinations that must be made in connection with the annexation or formation of a community facilities district. Developer shall be responsible for any and all costs, staff time, and legal costs associated with the annexation or formation of the Infrastructure CFD.

Section 6.2. Priority of Infrastructure CFD Bond Proceeds. If a new Infrastructure CFD is formed for the Project, the Parties agree to meet and confer to establish the priority of Major Improvements to be funded or reimbursed by Infrastructure CFD bonds ("CFD Priority"). Any agreement between the Parties regarding the CFD Priority shall be memorialized in an operating memorandum. The City Manager shall have the authority to execute any such operating memorandum. Any executed operating memorandum regarding the CFD Priority shall be considered a minor amendment to this Agreement.

Section 6.3. Termination of Infrastructure CFD Proceedings. Developer may withdraw its Infrastructure CFD petition at any time prior to annexation or formation of Property into an Infrastructure CFD. Upon any such termination, Developer shall remain responsible for any and

all costs, staff time, or legal fees incurred by City prior to Developer's termination.

Section 6.4. Services and Maintenance CFD. Prior to issuance of the first building permit issued for the Project, Developer agrees to form a new community facilities district for services and maintenance ("Services and Maintenance CFD"), annex into City's existing services and maintenance district ("CFD 2016-01") or propose such other ongoing financing mechanism that City may approve in its sole discretion to fully fund the Project's service and maintenance obligations. If Developer elects to annex into CFD 2016-01, Developer consents to the levy of such special taxes as are necessary to fully fund the services and maintenance obligations and hereby acknowledges that any such special tax is necessary to provide services to the Project. The Services and Maintenance CFD will provide funding required for new or enhanced services provided by City to the Project which would not have been necessary but for the approval of the Project. The funds shall be utilized for, among other things, (a) police protection services, (b) maintenance of open space, paseos, trails, and parkland within the Project; (c) maintenance of entry features, masonry walls, landscape setback areas, and street lighting within or along the perimeter of the Project, and (d) maintenance for retention basin, stormwater conveyance and stormwater quality facilities within or along the perimeter of the Project. Each lot, unit, and use shall be included or annexed into the Services and Maintenance CFD (or CFD 2016-01) as a condition of each final map, unless deferred by City to a later time based on the maintenance needs of the applicable services area. All costs to form or annex into the financing district(s) described in this section shall be at Developer's sole cost and expense.

Section 6.5. General Fund and City Bonding Capacity. Nothing in this Agreement shall be construed as requiring City to pay, contribute, loan, or use its general fund or City bonding capacity to construct or extend public infrastructure, complete any improvements, or take any action for the Project that would adversely affect City's general fund or City's bonding capacity.

Section 6.6. SCIP or BOLD Financing. In the event that City chooses to participate in either the Statewide Community Infrastructure Program ("SCIP") program or Bond Opportunities for Land Development ("BOLD") program or both during the period in which the Project is under development, Developer shall have the ability to apply to the City for participation in either or both financing programs. Developer will be responsible for all City's costs required to participate in, administer, or implement the above financing programs. Developer will be responsible for all City's costs required to participate in, administer, or implement the above financing programs.

ARTICLE 7

FEES, CREDITS AND REIMBURSEMENTS

Section 7.1. Citywide Impact Fees.

(a) **System Development Fees.** The Parties acknowledge and agree that certain specific development impact fees are necessary to address impacts of the Project (known as "System Development Fees" or "SDF Fees"). City shall not impose any other SDF Fees on Developer, except as provided herein. The Project shall be subject to all SDF Fees then existing Citywide at the time of building permit issuance for the first residential unit. The SDF Fees shall be those duly adopted by City in accordance with the Mitigation Fee Act (Government Code, § 66000 et seq.). Prior to issuance of the first building permit for the Project, the Parties shall memorialize the SDF Fee schedule and fee amounts applicable to the Project. The Parties acknowledge that City is in the process of updating its SDF Fee program and nexus study. The

SDF Fee schedule for the first building permit shall be based on the updated nexus study adopted by City and apply to the remaining buildout of the Project. The SDF Fees may further be financed or supplemented through the formation of an Infrastructure CFD or a Specific Plan Area Fee (as described in Section 7.2 below), and, if so, an Operating Memorandum may be prepared to address implementation of such financing mechanisms.

(b) Traffic Fee for First 350 Lots. Notwithstanding Section 7.1(a) above, for a period of five (5) years after adoption of this Agreement, the SDF Fee for traffic/transportation shall not exceed one-hundred twenty-five percent (125%) of the SDF Fee for traffic that is currently in effect Citywide as of the Effective Date. This limitation shall only apply to the first 350 lots in Villages A, B, and D of the Specific Plan. This SDF Fee shall continue to be subject to the annual index increase described in Section 7.1(c) below.

(c) Timing / Annual Increase. Beginning after the Effective Date, the SDF Fees for the Project shall be increased annually on January 1st of each calendar year, pursuant to the applicable cost index used by City to adjust the SDF Fees applicable Citywide. Payment of all SDF Fees shall be due at the time of building permit. Based on a written request from Developer, the City Manager, in his or her sole discretion, may in writing defer payment of any Development Agreement Fees to a later time.

(d) SDF Fee Credits. If Developer constructs a Major Improvement or a portion thereof specifically identified in any City capital improvement plan or other such plan forming the basis of a particular SDF Fee, which City would have otherwise constructed without development of the Property subject to the SDF Fee, then Developer may receive fee credits pursuant to a written agreement between Developer and City. City will not allow any fee credits without prior written approval from City of the terms of the fee credits. The amount of the fee credits shall be based on the estimated cost of the public facility in the plan forming the basis of the SDF Fee and the percentage of such public facility or component thereof constructed by Developer.

(e) Major Improvements Subject to Fee Credits. The Parties acknowledge that because of Developer's construction of the Major Improvements, City does not expect Developer to be subject to certain SDF Fees. Subject to the limitations of this Section 7.1, the Major Improvements expected to be eligible for SDF Fee credit include the facility items identified below. In the event that reimbursement is provided to Developer, any such reimbursement in excess of Developer's SDF Fee obligations shall be limited to SDF Fees collected from development within the Specific Plan area. No fee credits or reimbursement shall be provided without a written agreement between Developer and City regarding the terms of the fee credits or reimbursement.

SDF Fee Category	Eligible SDF Facilities	Eligible Fee Credit
Water	All backbone water improvements (e.g., wells, tanks, pressure regulations stations, and 12-inch transmission lines).	Developer's construction of the backbone water facilities required for the Specific Plan is expected to receive SDF Fee credits for water.
Wastewater	All backbone wastewater improvements, except for	With the exception of City's construction of the WWTP

	the WWTP expansion.	expansion, all other backbone wastewater improvements are expected to receive SDF Fee credits.
Storm Drainage	N/A	N/A. The Storm Drainage Infrastructure is considered a Specific Plan area improvement. SDF Fees will not apply. Unless otherwise agreed to by the Parties, any dual-use basins will not be eligible for fee credits from the parks/recreation component of the SDF Fee program or City's Quimby Fee program.
Traffic	Patterson Road; Coffee Road; Patterson Road/Coffee Road Intersection & Traffic Signal.	In the event the identified facilities are included in the planned SDF Fee program update, the facilities or components thereof may be eligible for partial fee credit, subject to City approval. City further reserves the discretion to deem the identified facilities as Specific Plan area improvements and include the facilities in the Plan Area Fee program (described in Section 7.2 below).
Parks/Recreation	Community Park; Neighborhood Parks.	Construction of the Community Park and Neighborhood Parks required for the Specific Plan is expected to fully offset the applicable Quimby Fees/SDF Fees for the Project. Benefitting parcels are expected to pay fair share fees or applicable Quimby Fees/SDF Fees to City. Park fees collected from other benefitting parcels will be used to reimburse developers

		charged with construction of the required parkland in the Specific Plan. The other greenways, trails, buffers, and open space areas will not be eligible for Quimby Fees/SDF fee credits.
General Government/Police	N/A	N/A

Section 7.2. Plan Area Fee Program for Specific Plan.

(a) Plan Area Fees. Separate and in addition to the Citywide SDF Fees, the Specific Plan may require a “Plan Area Fee” for the Major Improvements required for development of the Specific Plan, as determined by City. Any Plan Area Fee program applied to the Specific Plan Area shall be subject to City’s approval and supported by a nexus study adopted by the City Council. The Plan Area Fee program shall be updated as necessary based on factors including, but not limited to, land use changes, new or revised infrastructure projects, new cost information or updated engineering estimates, new funding source data, administrative costs, and construction cost inflation adjustments. Preparation and adoption of the Plan Area Fee program and supporting nexus study shall be at Developer’s sole cost and expense.

(b) Plan Area Fee Credits / Reimbursement. If Developer constructs any public facility specifically identified in the plan or nexus study forming the basis of the Plan Area Fee, then Developer may receive fee credits or reimbursement pursuant to a written agreement between Developer and City. City will not allow any fee credits or reimbursement without prior written approval from City of the terms of the fee credits or reimbursement. The amount of the credits or reimbursement shall be based on the estimated cost of the public facility in the plan forming the basis of the Plan Area Fee and the percentage of such public facility constructed by Developer.

Section 7.3. Public Benefit Fees. In addition to the fee programs described above, Developer shall pay an additional \$1,750.00 per unit to be collected from each residential unit constructed in low-density and medium-density plan areas and \$500.00 per unit to be collected from residential units constructed in high-density plan areas. This additional fee for City’s discretionary use is to provide public services, public uses, and infrastructure in the promotion of the health, safety, and general welfare of the City. These fees shall be referred to as the “Public Benefit Fees.” The mixed-use and non-residential components of the Project shall not be subject to the Public Benefit Fees. Developer hereby waives any right to challenge or contest the Public Benefit Fees pursuant to the Mitigation Fee Act (Government Code, § 66000 et seq.) or such other statutory or constitutional limitation pertaining to the Public Benefit Fee. The Public Benefit Fees shall be considered a public benefit in exchange for the vested rights granted to Developer by this Agreement. The Public Benefit Fees are anticipated to generate the following revenues to City:

Land Use	Per Unit Fee	Total Projected Units	Total Collection
Low / Medium Density	\$1,750	2,252	\$3,941,000
High Density	\$500	180	\$90,000
		Total	\$4,031,000

Section 7.4. Application, Processing, and Inspection Fees / Funding Agreement. This Agreement does not limit City's authority to charge Developer administrative, legal, processing, inspection, and plan check fees (including any post-Effective Date increases in such fees and charges) to process land use approvals, building permits, or other similar permits, where such fees are meant to reimburse City and its consultants for actual time and costs to provide the services contemplated. Developer has maintained an ongoing funding agreement with City for its pro rata share of entitlement costs relating to the Project ("Funding Agreement"). Prior to City's consent to any assignment of Developer's interest in any portion of the Project pursuant to this Agreement, the Assignee shall enter into a separate funding agreement for such portion of the Project for purposes of funding City's ongoing costs associated with implementing development of the Project.

Section 7.5. Fees Charged by Other Public Agencies. This Agreement does not preclude City from collecting fees from Developers that are lawfully imposed on the Project by other public agencies, and which City is required to collect. Developer acknowledges that the Project is subject to impact fees charged by other agencies, including but not limited to, Stanislaus County, the Sylvan Union and Stanislaus Union School Districts, and the Stanislaus Consolidated Fire Protection District. Developer shall pay such fees prior to issuance of building permit, unless the public agency requires otherwise.

Section 7.6. Reimbursement for Oversizing Improvements.

(a) **Oversized Improvements.** As a condition of developing the Property, City may require Developer to install improvements which benefit properties other than Developer's Property, and that exceed Developer's fair share toward the improvement or the acquisition of rights-of-way for the improvement ("Oversized Improvements"). Oversized Improvements include, without limitation, streets, sewer, water, storm drainage, community parkland, and neighborhood parkland.

(b) **City Approval of Reimbursement Terms.** Where Developer constructs oversized facilities, Developer shall obtain City's approval of the terms of reimbursement prior to installing any Oversized Improvement. Where Developer requests reimbursement for Oversized Improvements and City to administer such reimbursement, Developer shall provide to City written documentation describing the expenses to be reimbursed and the allocation of those expenses to the benefited parcels. Upon City's collection of fair share fees from benefitted parcels for Oversized Improvements constructed by Developer, City shall reimburse such fees collected to Developer within thirty (30) days.

(c) **Area of Benefit.** City shall cooperate with Developer in the formation of, consistent

with all applicable City and state laws, a local benefit district, area of benefit, or other funding mechanism for the purpose of reimbursing Developer those costs exceeding Developer's fair share for the Oversized Improvements. Developer agrees to reimburse City for any actual costs incurred by City in forming a local benefit district or establishing a reimbursement fee in the area of benefit.

(d) Reimbursement Conditions. City shall impose the reimbursement obligation as a condition on the benefited property at the time such landowner requests its next discretionary entitlement from City, or at such time when City can impose such condition. Developer acknowledges that any reimbursement payments under this Section depend on development of the benefited property, and that if the identified benefited property is not developed, City shall have no obligation to provide or pass through such reimbursement from that property.

ARTICLE 8

ADDITIONAL ACTIONS

Section 8.1. Financing Plan. Upon final approval of the Project, after annexation, and concurrent with the submittal of the first tentative subdivision map, Developer will prepare a Financing Plan ("Financing Plan") to identify in greater detail the phasing and improvements proposed for construction, and the method of financing said improvements, and which are subject to fee credit or reimbursement. The Financing Plan may be detailed related to the phase of development being considered, and more general as it relates to future phases. The Financing Plan will be reviewed as part of the review process for any Subsequent Approvals.

Section 8.2. Disclosure of Existing Uses. Developer shall disclose to any builder of single-family homes (low- and medium-density residential) or the multi-family portion (high density residential) of the Project: (1) the existence and operation of the Modesto Gun Club Range ("Modesto Gun Club") located adjacent to the Project on the west side and, (2) that the Project is surrounded by existing agricultural uses, as well as vacant properties which are planned or designated for future development. Developer assumes any and all responsibility regarding the failure to disclose such existing uses and record the sample disclosure form included as **Exhibit I**.

Section 8.3. Disclosure Requirements. Any builder of single-family homes or multi-family units within the Project shall include a disclosure to prospective buyers and tenants of the single-family residential and multi-family residential components of the Project of the Modesto Gun Club which shall include the following:

- (a)** Identify the presence, location and ongoing operations of the Modesto Gun Club.
- (b)** Describe the typical range of operations conducted at the Modesto Gun Club, including the expected hours of operation.
- (c)** Disclose the potential for noise, related to the Modesto Gun Club.
- (d)** A sample disclosure is attached hereto as **Exhibit I**.
- (e)** City will determine the method of disclosure at the time of the first tentative map approval. Disclosure may be by recording the notice against the property, or by requiring

individual notice at the time of sale. Developer, and not the City, will be responsible for compliance with this requirement, and City has no responsibility for enforcing or monitoring compliance with this disclosure.

Section 8.4. Single-Family Residential Unit Requirements. For the single-family residential units, any homebuilder, PRIOR TO RECORDATION OF THE FINAL MAP, shall prepare and include the above-required disclosures in the Covenant's, Codes and Restriction (CC&R's) associated with its portion of the Project. The disclosure language shall be submitted to the City Attorney and Community Development Director for their review and approval. Once approved, the homebuilder shall record the CC&Rs on title of every lot associated with its portion of the Project. For the Term of this Agreement, and any extension thereof, the recorded CC&R's may not be modified or rescinded without first obtaining approval from the City Attorney and Community Development Director. If CC&R's are no longer proposed for any portion of single-family residential component of the Project, City and Applicant shall discuss and agree upon an equally effective method to provide disclosure to future owners of single-family residential property within the Project.

Section 8.5. Multi-Family Residential Unit Requirements. For the multi-family portion of the Project, PRIOR TO ISSUANCE OF THE FIRST CERTIFICATE OF OCCUPANCY for a multi-family component of the Project, the applicant or the builder shall include the above-required disclosures in its standard lease agreement and submit such language to the City Attorney and Community Development Director for their review and approval. Following such approval all future lease agreements with tenants of the multi-family project shall include the City-approved disclosure language.

Section 8.6. Schools. Prior to approval of any tentative subdivision maps or site plans for any property designated for development as low-, medium-, or high-density residential development, whether age-restricted or not, the tentative maps and/or site plans will be referred to the affected school district(s) for review and comment regarding projected school enrollment impacts, school facilities' needs, opportunities for school site dedication, and the financing thereof. Where the affected school district identifies the need for a school site reservation, land dedication, or other mitigation measures to address projected school impacts, City shall encourage the applicant and the school district to negotiate in good faith toward a comprehensive agreement addressing school facilities and related mitigation. When authorized by applicable law, City may continue consideration of the application for a reasonable period to allow such discussions to occur and to facilitate coordination between the applicant and the affected school district.

ARTICLE 9 **INSURANCE; INDEMNITY**

Section 9.1. Insurance. Developer shall require all persons or entities doing work on Project improvements that will be acceptable by the City, including its contractors and subcontractors (collectively, "Developer" for purposes of this Article 9 only), to obtain and maintain insurance of the types and in the amounts described in this Article with carriers reasonably satisfactory to City. An associated umbrella insurance policy in combination with underlying liability coverage may be used to satisfy the minimum liability coverages specified herein. These insurance requirements will not apply to contractors and subcontractors for work related to the current use of the property for agricultural purposes at the time of annexation.

(a) General Liability Insurance. At all times Developer, Developer's Contractors and Subcontractors are performing work on the Project that is located within public rights-of-way and will be accepted by the City, Developer shall maintain commercial general liability insurance or equivalent form with a limit of not less than Two Million Dollars (\$2,000,000) (or as otherwise approved, in writing, by City) per claim and Two Million Dollars (\$2,000,000) each occurrence. Such insurance shall also:

- (i) Name City, its elected and appointed councils, boards, commissions, officers, agents, employees, and representatives as "Additional Insureds" by endorsement with respect to performance of this Agreement. The coverage shall contain no special limitations on the scope of its protection afforded to the above-listed additional insured.
- (ii) Be primary with respect to any insurance or self-insurance programs covering City, its officials, employees, agents, and representatives.
- (iii) Contain standard separation of insured provisions.

(b) Automotive Liability Insurance. At all times Developer, Developer's Contractors and Subcontractors are performing work on the Project that is located within public rights-of-way and will be accepted by the City, Developer shall maintain business automobile liability insurance or equivalent form with a limit of not less than One Million Dollars (\$1,000,000) for each accident. Such insurance shall include coverage for owned, hired, and non-owned automobiles. Such insurance shall also:

- (i) Name City, its elected and appointed councils, boards, commissions, officers, agents, employees, and representatives as Additional Insureds by endorsement with respect to performance of this Agreement. The coverage shall contain no special limitations on the scope of its protection afforded to the above-listed Additional Insureds.
- (ii) Be primary with respect to any insurance or self-insurance programs covering City, its officials, employees, agents, and representatives.
- (iii) Contain standard separation of insured provisions.

(c) Workers' Compensation Insurance. At all times Developer, Developer's Contractors and Subcontractors are performing work on the Project that is located within public rights-of-way and will be accepted by the City, Developer shall take out and maintain during the Term of this Agreement, workers' compensation insurance for all of Developer's employees employed at or on the Project, and in the case any of the work is subcontracted, Developer shall require any general contractor or subcontractor similarly to provide workers' compensation insurance for such contractor's or subcontractor's employees, unless such employees are covered by the protection afforded by Developer. In case any class of employee engaged in work on the Project is not protected under any workers' compensation law, Developer shall provide and shall cause each contractor and subcontractor to provide adequate insurance for the protection of employees not otherwise protected. Developer hereby indemnifies City for any damage resulting from failure of Developer, its agents, employees, contractors, or subcontractors to take out or maintain such insurance. Workers' compensation insurance with statutory limits and

employer's liability insurance with limits of not less than One Million Dollars (\$1,000,000) for each accident shall be maintained.

Section 9.2. Indemnity. To the fullest extent permitted by law, Developer shall defend, indemnify, and hold harmless City and its agents, elected and appointed officials, officers, employees, consultants, and volunteers (collectively, "City's Agents") from any and all liability arising out of a claim, action, or proceeding against City, or City's Agents, to attack, set aside, void, or annul an approval concerning the Project, this Agreement, the Project Approvals, any Subsequent City Approvals.

City shall have no obligation whatsoever to defend, respond to, or expend any resources — including staff time, funds, or legal counsel — in connection with any claim, action, or proceeding challenging the Project. In the event that City, in its sole and absolute discretion, elects to respond to or participate in any action challenging the Project, Developer shall reimburse City for all costs and expenses incurred by City in connection with any such participation, including but not limited to attorneys' fees, staff time, expert witness fees, filing fees, and all other litigation-related expenses, within thirty (30) days after Developer's receipt of written documentation of such costs and expenses.

Upon receiving notice of a claim, action, or proceeding, Developer shall assume the defense of the claim, action, or proceeding through the prompt payment of all reasonable attorneys' fees and costs, incurred in good faith and in the exercise of reasonable discretion, of City's counsel in defending such an action. City and Developer shall cooperate in good faith in the control of the litigation and the making of litigation decisions, including, but not limited to, selecting counsel to defend City and settlement or other disposition of the matter.

This Section shall survive beyond the Term of this Agreement and shall expire only upon occurrence of the latter of (a) the challenge period for all Project Approvals, including any appeals has terminated; or (ii) the dismissal or settlement of any challenge to the Project.

Section 9.3. Prevailing Wages. Developer acknowledges the requirements of California Labor Code section 1720 *et. seq* ("Prevailing Wage Law"), and that it is Developer's obligation to determine if the Prevailing Wage Law applies to any work done by Developer on the Project or any portion of the Project. Developer shall defend, indemnify, and hold harmless City and City's Agent's from any claim or liability arising out of any alleged failure of Developer to comply with the Prevailing Wage Law.

Section 9.4. Failure to Indemnify; Waiver. Failure to indemnify City, when required by this Agreement, shall constitute a material breach of this Agreement and of any applicable Project Approvals and Subsequent City Approvals, which shall entitle City to all remedies available under law, including, but not limited to, specific performance and damages. Failure to indemnify City shall constitute grounds upon which City may rescind or withhold its approval of this Agreement, the Project Approvals, or any Subsequent City Approvals. Developer's failure to indemnify City shall be a waiver by Developer of (i) any right to proceed with the Project, and (ii) Developer's right to file a claim, action, or proceeding against City or City's Agents based on City's rescission or withholding of any Project Approvals or Subsequent City Approvals, or based on City's failure to defend any claim, action, or proceeding based on Developer's failure to indemnify City.

Section 9.5. Waiver of Damages Against City. Notwithstanding anything in this Agreement to

the contrary, the Parties acknowledge that City would not have entered into this Agreement had it been exposed to liability for damages from Developer and, therefore, Developer hereby waives all claims for damages against City for breach of this Agreement. Developer's remedies under this Agreement shall be limited to specific performance.

ARTICLE 10

MORTGAGEE PROTECTION

Section 10.1. Mortgagee Protection. This Agreement shall be superior and senior to any lien placed upon the Property, or any portion thereof after the date of recording this Agreement, including the lien for any deed of trust or mortgage ("Mortgage"). Notwithstanding the foregoing, no breach hereof shall defeat, render invalid, diminish or impair the lien of any Mortgage made in good faith and for value, but all the terms and conditions contained in this Agreement shall be binding upon and effective against any person or entity, including any deed of trust beneficiary or mortgagee ("Mortgagee") who acquires title to the Property, or any portion thereof, by foreclosure, trustee's sale, deed in lieu of foreclosure, or otherwise.

Section 10.2. Mortgagee Not Obligated. No Mortgagee shall have any obligation or duty under this Agreement to construct or complete the Improvements for the Project, or to guarantee such construction or completion. A Mortgagee who takes lawful possession of the Property shall, however, assume all development rights associated with this Agreement.

Section 10.3. Notice of Default to Mortgagee and Right to Cure. If City receives notice from a Mortgagee requesting a copy of any notice of default given to Developer, then City shall deliver to such Mortgagee, concurrently with service thereon to Developer, any notice given to Developer with respect to any claim by City that Developer has committed an event of default. Each Mortgagee shall have the right during the same period available to Developer to cure, or to commence to cure, the event of default set forth in City's notice.

ARTICLE 11

DEFAULT

Section 11.1. Annual Review. The City Manager or his or her appointee shall, at least every twelve (12) months during the Term of this Agreement, review the extent of substantial, good faith compliance of Developer and City with the terms of this Agreement, pursuant to Government Code section 65865.1. At the time of such annual review, Developers shall provide such information as may be reasonably requested by the City Manager to ascertain compliance with this Agreement. Developers shall provide such information within thirty (30) days of receiving City Manager's request for information. A finding by the City Manager of good faith compliance with this Agreement shall conclusively determine such good faith compliance only up to the date of such review. Where the City Manager, on the basis of substantial evidence, finds that Developer has not complied with the terms of this Agreement, Developer may appeal such determination to the City Council within ten (10) days of receiving the City Manager's determination. The failure of City to conduct the annual review shall not affect the validity of this Agreement.

Section 11.2. Estoppel Certificates. Upon Developer's request, City shall, with at least thirty (30) days' advance written notice, execute, acknowledge and deliver to Developer, Developer's lender, potential investors or assignees, an "Estoppel Certificate" in writing which certifies that this

Agreement is in full force and effect and that there are no breaches or defaults under the Agreement. The City Manager shall be authorized to execute such Estoppel Certificate. At Developer's option, the City Manager's failure to deliver such Estoppel Certificate within the stated time period shall be conclusive evidence that the Agreement is in full force and effect and that there are no uncured breaches or defaults in Developer's performance of the Agreement.

Section 11.3. Default. Failure or unreasonable delay by either Party to perform any term or condition of this Agreement shall constitute a default. In the event of default, the Party alleging such default or breach shall give the other Party not less than thirty (30) days' notice in writing specifying the nature of the alleged default and the manner in which said default may be satisfactorily cured. During any such 30-day period, the Party charged shall not be considered in default for purposes of termination of this Agreement or institution of legal proceedings. After notice and expiration of the 30-day period, if such default has not been cured or cure is not being diligently pursued in the manner set forth in the notice, the charging Party may at its option: (i) terminate this Agreement, in which event neither Party shall have any further rights against or liability to the other with respect to this Agreement, or (ii) institute legal or equitable action to cure or remedy any default, including but not limited to, an action for specific performance of the terms of this Agreement.

Section 11.4. Withholding of Permits. If any Party has defaulted or has been provided with a default notice pursuant to this Article, City may, in its sole discretion, refuse to issue or withhold any permit or entitlement for any structure or improvement relating to the portion of the Project owned or controlled by such Party, including without limitation, a notice of completion, building permit, sign permit, grading permit, or occupancy certificate.

Section 11.5. Default by City. In the event City does not accept, review, approve, or issue development applications, permits, or entitlements in good faith or in a timely fashion, or if City otherwise defaults under the terms of this Agreement, City agrees that Developer shall not be obligated to proceed with or complete the Project or any phase thereof, nor shall resulting failures or delays in Developer's performance constitute grounds for termination of this Agreement.

Section 11.6. Enforced Delay, Extension of Times of Performance. Delays in performance, by either Party, shall not be deemed a default if such delays or defaults are due to war, insurrection, terrorism, strikes, walkouts, riots, floods, earthquakes, fires, casualties, pandemics, epidemics, acts of God, governmental restrictions imposed where mandated by governmental entities other than City, enactment of conflicting state or federal laws or regulations, new or supplementary environmental regulations enacted by the state or federal government, litigation, economic collapse, or other force majeure events. An extension of time for such cause shall be in effect for the period of forced delay or longer, as may be mutually agreed upon by the Parties.

ARTICLE 12

ADMINISTRATION OF AGREEMENT

Section 12.1. Administration of Agreement. The City Manager or his or her designee is responsible for the interpretation and administration of the provisions of this Agreement. In the event of any disagreement between City and Developer regarding any other provision of this Agreement, before either Party pursues available remedies in a court of law and within thirty (30) days' advance written notice by either Party, the Parties shall meet and confer in good faith to try and resolve the disagreement.

Section 12.2. Amendment of Agreement. This Agreement shall be amended only by mutual consent of the Parties affected by such amendment and any amendment must be in writing, as provided below:

(a) **Major Amendment.** The City Council shall approve any major amendment to the Agreement. An amendment shall be deemed a “major amendment” if it constitutes a material change to City’s financial or infrastructure obligations (with City Manager having the sole discretion to determine what constitutes a “material change”). Any major amendment shall comply with the procedures of the Development Agreement Statute.

(b) **Minor Amendment.** The Parties acknowledge that development of the Project and the details of performance by the Parties require administrative flexibility. The City Manager shall have the authority to approve minor amendments to this Agreement. An amendment shall be deemed a “minor amendment” if it is not a major amendment and does not incur any financial obligation that exceeds the City Manager’s authority. If City and Developer mutually agree that a minor amendment is appropriate, they shall effectuate the minor amendment through an operating memorandum approved by the Parties with the City Manager acting on behalf of City. An executed operating memorandum shall become effective immediately. Each operating memorandum shall be attached to this Agreement as an addendum and become a part of this Agreement. Unless otherwise required by law, a minor amendment shall not require any notice or hearing.

Section 12.3. Streamlined Implementation. The Parties desire to simplify and streamline the process for implementing the Project. Accordingly, the following modifications may be considered non-substantial and approved without the need for any amendment to this Agreement, as provided below:

(a) **Conditions of Approval.** Any modification to the Conditions of Approval attached to this Agreement or conditions of approval associated with any Subsequent City Approvals, which are determined to be non-substantial in the sole discretion of the Planning Director.

(b) **Streets and Rights-of-Way.** Any modification of the alignment, location, naming, width, length, or specification of streets, utility rights-of-way, or other public rights-of-way or facilities that is determined to be non-substantial in the sole discretion of the City Engineer.

(c) **Appeals of Non-Substantial Modifications.** Developers may appeal any decision made by the Community Development Director or City Engineer pursuant to this Section to the Planning Commission by filing a written appeal with the City Clerk within ten (10) days’ receipt of the Planning Director’s or City Engineer’s decision.

Section 12.4. Assignment and Assumption. Subject to City’s consent (which shall not be unreasonably withheld), Developer shall have the right to sell, assign, or transfer all or any part of its rights, title, and interests together with its obligations in all or a portion of the Property, or Project, subject to or a part of this Agreement, to any person, firm, corporation, or entity during the Term of this Agreement, provided however that Developer shall provide advance notice to the City Manager. This assignment provision includes third parties as well as corporate and business entities of Developer. Developer shall prepare an Assignment and Assumption Agreement for City’s approval, in the form attached hereto as **Exhibit J**.

Section 12.5. Notices. Any notice or communication required hereunder between City and Developer must be in writing, and may be given either personally, by registered or certified mail (return receipt requested), or by Federal Express, UPS, or other similar couriers providing overnight delivery. All notices and communications shall be accompanied by a copy sent by email. If personally delivered, a notice shall be deemed to have been given when delivered to the Party to whom it is addressed. If given by registered or certified mail, such notice or communication shall be deemed to have been given and received on the first to occur of (i) actual receipt by any of the addressees designated below as the party to whom notices are to be sent, or (ii) five (5) days after a registered or certified letter containing such notice, properly addressed, with postage prepaid, is deposited in the United States mail. If given by Federal Express or similar courier, a notice or communication shall be deemed to have been given and received on the date delivered, as shown on a receipt issued by the courier. Any Party hereto may at any time, by giving ten (10) days' written notice to the other Party hereto, designate any other address in substitution of the address to which such notice or communication shall be given.

Such notices or communications shall be given to the Parties at their addresses set forth below:

If to City:

City of Riverbank
6707 Third Street
Riverbank, CA 95367
Attention: City Manager
Email: mhgarcia@riverbank.org

and

City of Riverbank
6707 Third Street
Riverbank, CA 95367
Attention: Community Development Director
Email: jmann@riverbank.org

and

White Brenner LLP
1608 T Street
Sacramento, California 95811
Attention: Douglas L. White, Esq.
Email: doug@whitebrennerllp.com

If to Developer:

River Walk, LLC
3400 E. Eight Mile Road, Suite A
Stockton, CA 95212
Attention: Matthew Arnaiz
Email: _____

and

Remy Moose Manley LLP
Attorneys at Law
555 Capitol Mall, Suite 800
Sacramento, CA 95814
Attention: Jim Moose
Email: _____

ARTICLE 13
GENERAL TERMS AND CONDITIONS

Section 13. General Terms and Conditions.

(a) **Venue; Governing Law.** Venue for all legal proceedings shall be in the Superior Court for the County of Stanislaus. The validity, interpretation, and performance of this Agreement shall be controlled by and construed pursuant to the laws of the State of California.

(b) **Waiver.** No Party shall be deemed to have made any waiver of any breach of any term, condition, or covenant unless said waiver is in writing and signed by the Party so waiving. Such waiver by any Party shall not be deemed to be a waiver of any subsequent breach of the same term, covenant, or condition.

(c) **Integration.** This Agreement, together with its specific references, attachments, and Exhibits, constitutes all of the agreements, understandings, representations, conditions, warranties, and covenants made by and between the Parties hereto. Unless set forth herein, neither Party shall be liable for any representations made, express or implied, which are not specifically set forth herein.

(d) **Supersedes Prior Agreement.** It is the intention of the Parties hereto that this Agreement shall supersede any prior agreements, discussions, commitments, representations or agreements, written, electronic or oral, between the Parties hereto with respect to the Project.

(e) **Captions.** The captions of this Agreement are for convenience and reference only and the words contained therein shall in no way be held to explain, modify, amplify or aid in the interpretation, construction, or meaning of the provisions of this Agreement.

(f) **Severability.** If any portion of this Agreement is declared by a court of competent jurisdiction to be invalid or unenforceable, such portion shall be deemed severed from this Agreement and the remaining parts shall remain in full effect as though such invalid or unenforceable provision had not been a part of this Agreement.

(g) **Mandatory and Permissive.** "Shall" and "will" and "agrees" are mandatory. "May" or "can" are permissive.

(h) **Constructive Notice and Acceptance.** Every person who after the Effective Date and recording of this Agreement owns or acquires any right, title, or interest to any portion of the Property shall be conclusively deemed to have consented and agreed to every provision contained herein, whether or not any reference to this Agreement is contained in the instrument by which such person acquired an interest in the Property, and all rights and interests of such person in the Property shall be subject to the terms, requirements, and provisions of this Agreement.

(i) **Counterparts.** This Agreement may be executed simultaneously or in two (2) or more counterparts, each of which shall be deemed an original, but which together shall constitute one (1) and the same instrument.

(j) **Further Acts; Other Documents.** The Parties agree that they shall cooperate in

good faith to accomplish the objectives of this Agreement and to that end, agree to execute and deliver such other instruments or documents and to perform any further acts, as may be necessary and convenient to fulfill the purposes and objectives of this Agreement.

(k) Time is of the Essence. Time is of the essence in this Agreement in each covenant and term and condition herein.

(l) Authority. All Parties to this Agreement warrant and represent that they have the power and authority to enter into this Agreement and the names, titles, and capacities herein stated on behalf of any entities, persons, states, or firms represented or purported to be represented by such entities, persons, states, or firms and that all former requirements necessary or required by state or federal law in order to enter into this Agreement had been fully complied with. Further, by entering into this Agreement, no Party hereto shall have breached the terms or conditions of any other contract or agreement to which such Party is obligated, which such breach would have a material effect hereon.

(m) Joint Preparation. All Parties to this Agreement have negotiated it at length and have had the opportunity to consult with and be represented by their own competent counsel. Each provision of this Agreement shall be construed as though all Parties participated equally in the drafting of the same. Consequently, the Parties acknowledge and agree that any rule of construction that a document is to be construed against the drafting party shall not be applicable to this Agreement.

(n) Attorney's Fees and Costs. If any action at law or in equity, including action for declaratory relief, is brought to enforce or interpret provisions of this Agreement, the prevailing Party shall be entitled to reasonable attorney's fees and costs, which may be set by the court in the same action or in a separate action brought for that purpose, in addition to any other relief to which such Party may be entitled.

(o) Calculation of Time Periods. All time referenced in this Agreement shall be calendar days, unless the last day falls on a legal holiday, Saturday, or Sunday, in which case the last day shall be the next business day.

[Signatures on Following Pages]

IN WITNESS WHEREOF, this Agreement has been entered into by and between Developer and City as of the Effective Date of the Agreement, as defined above.

CITY

CITY OF RIVERBANK, CA
a California Municipal Corporation

By: _____
Marisela H. Garcia
City Manager

Attest:

By: _____
Gaby Hernandez, City Clerk

Approved to as Form:

By: _____
Tom Hallinan
City Attorney

DEVELOPER

River Walk LLC, a California limited
liability company

By: _____

Name: _____

Its: _____

By: AFP, L.P., a California limited
partnership, Manager

By: _____

By: Matthew Arnaiz, co-Trustee of the
Matthew and Kelly Arnaiz Family Trust,
under trust agreement, dated April 11,
2002, General Partner

EXHIBIT A

LEGAL DESCRIPTION OF RIVER WALK PROPERTY

LEGEND

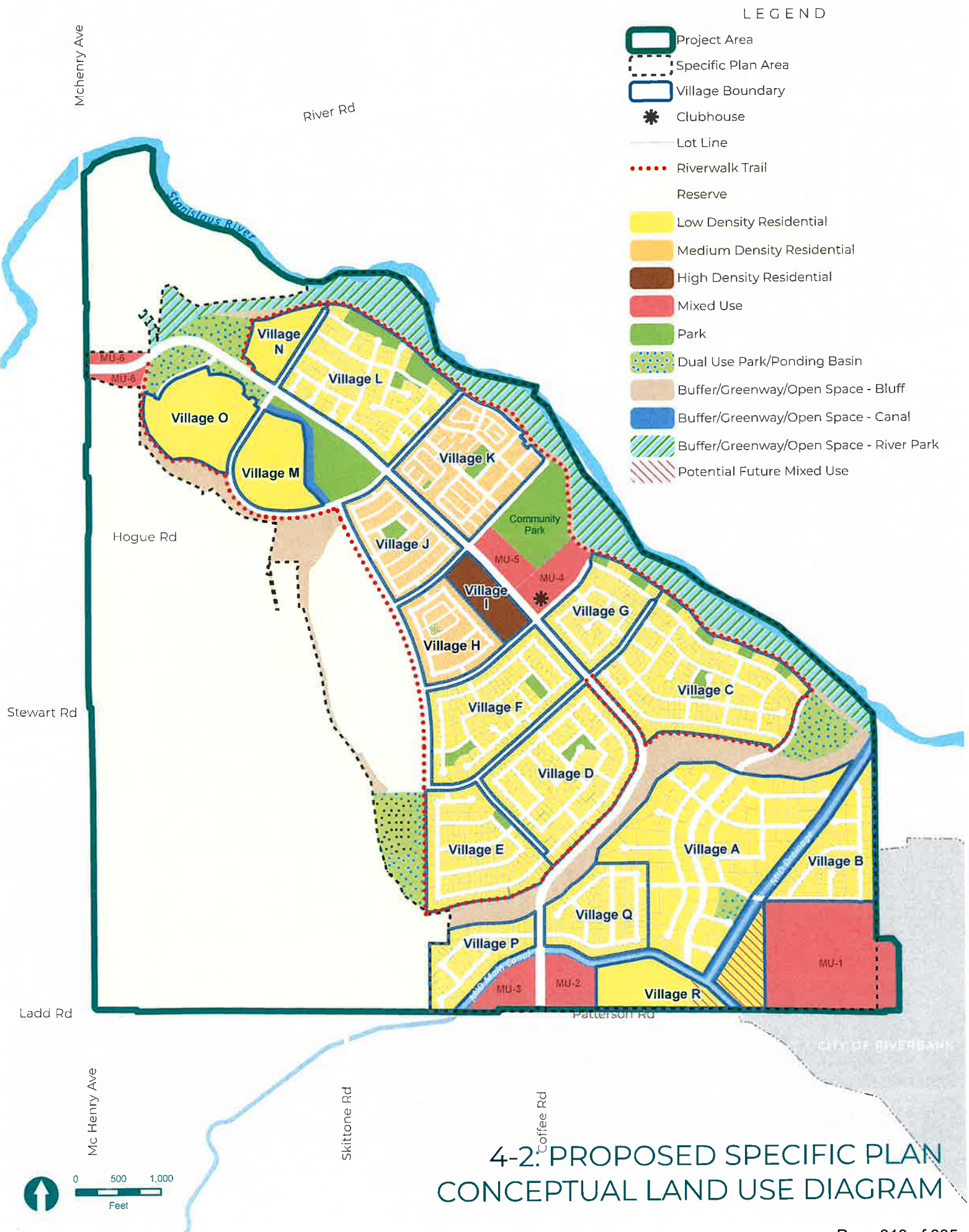
- PROPOSED SPHERE OF INFLUENCE EXPANSION (Blue dashed line)
- BERGHILL PROPERTIES (Red outline)
- EXISTING CITY LIMITS (Grey shaded area)

Map Labels:

- 074-001-001: 59.08 AC ±
- 074-001-015: 10.07 AC
- 074-001-018: 12.37 AC
- 074-001-019: 10.07 AC
- 074-001-020: 10.07 AC
- 074-001-021: 10.07 AC
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EXHIBIT B

PROPOSED SPECIFIC PLAN CONCEPTUAL LAND USE DIAGRAM



4-2. PROPOSED SPECIFIC PLAN
CONCEPTUAL LAND USE DIAGRAM

EXHIBIT C

DEVELOPMENT PHASING PLAN

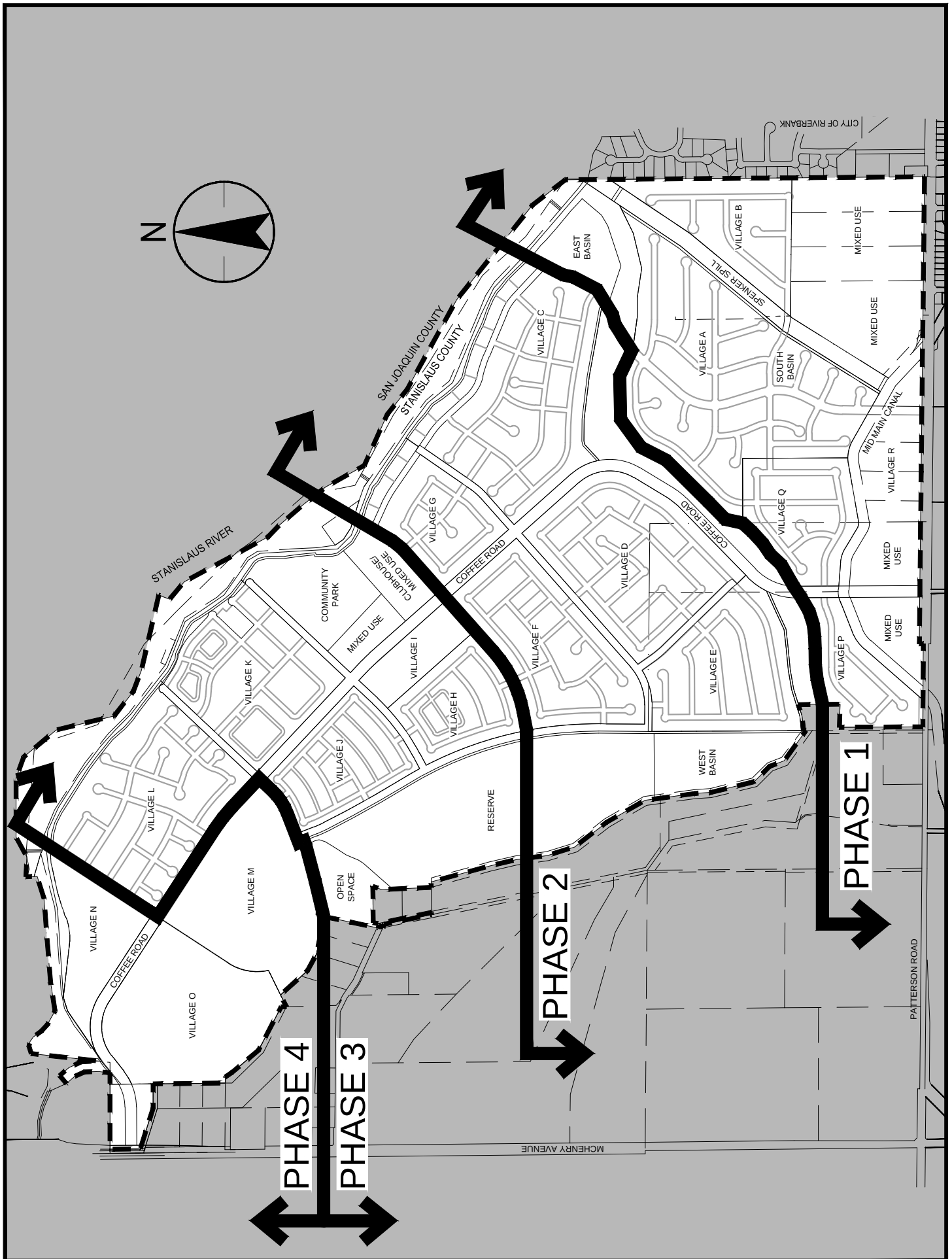


EXHIBIT D
WATER SUPPLY PLAN

LEGEND

- 12" W. PROPOSED MASTER PLAN 12" WATER MAIN
- PROPOSED WELL
- PROPOSED 2M GALLON WATER TANK
- PROPOSED PRESSURE REGULATING STATION

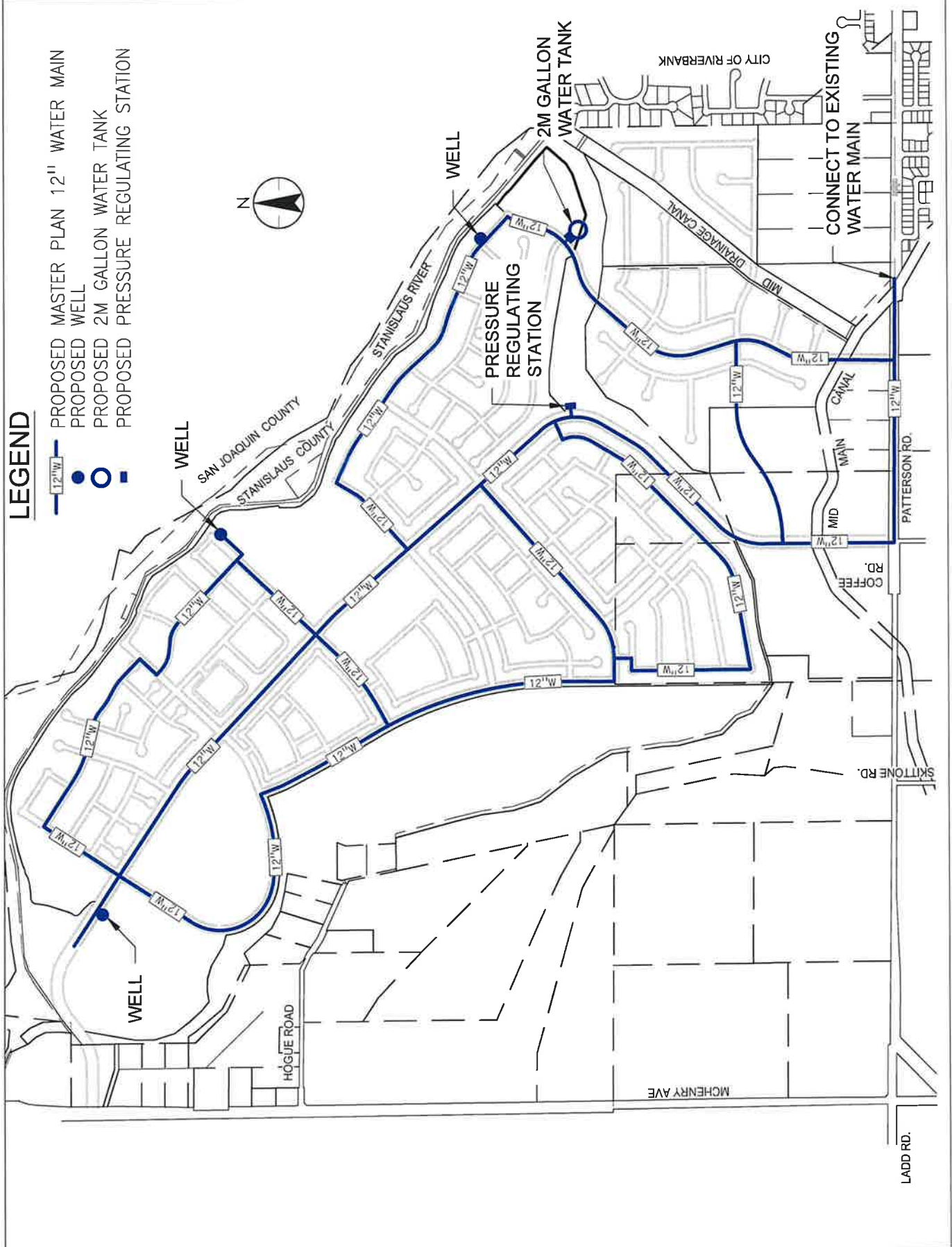


EXHIBIT E

WASTEWATER COLLECTION PLAN

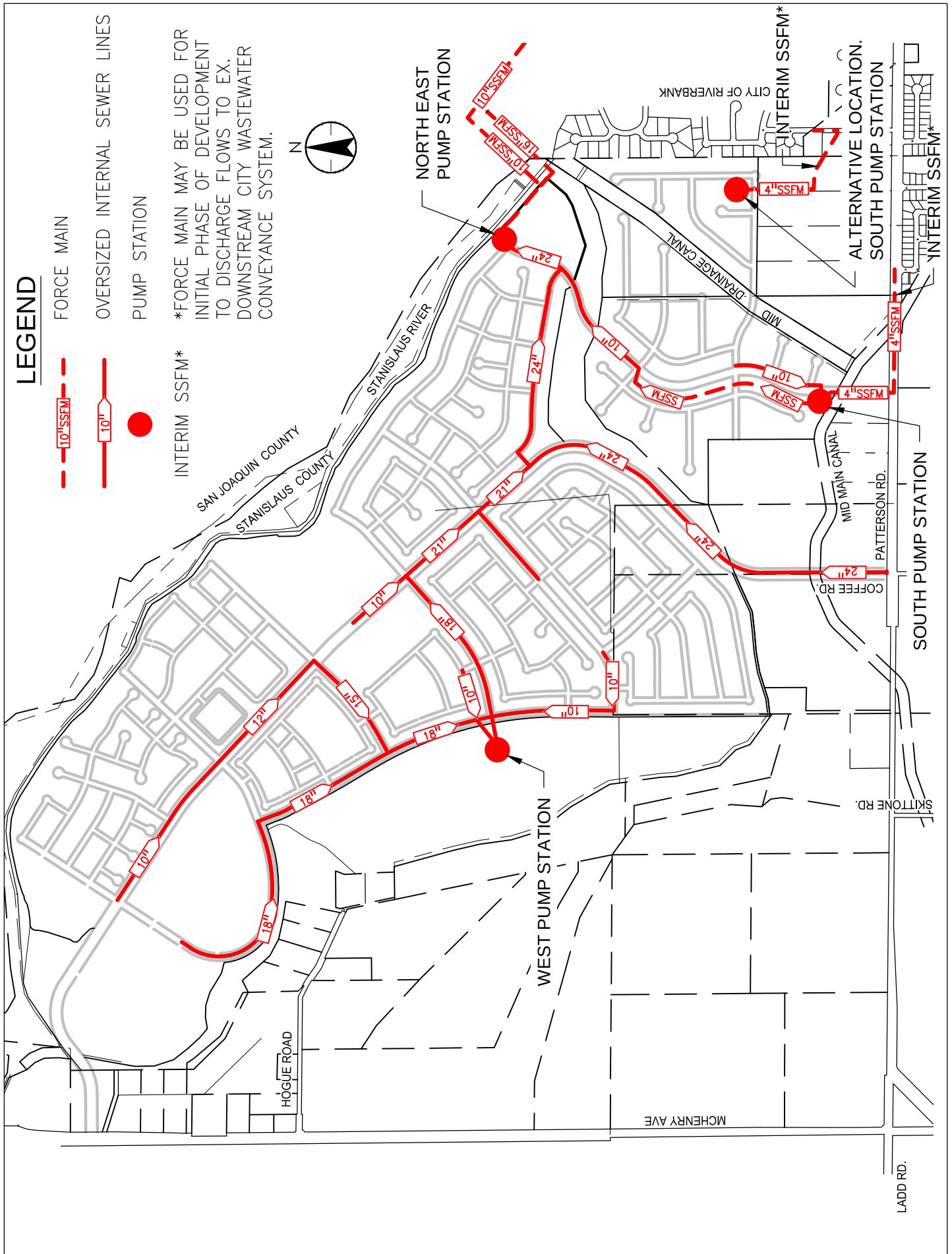


EXHIBIT F

WASTEWATER RIVER CROSSING

LEGEND

- 10" SSM
- FORCE MAIN
- PUMP STATION

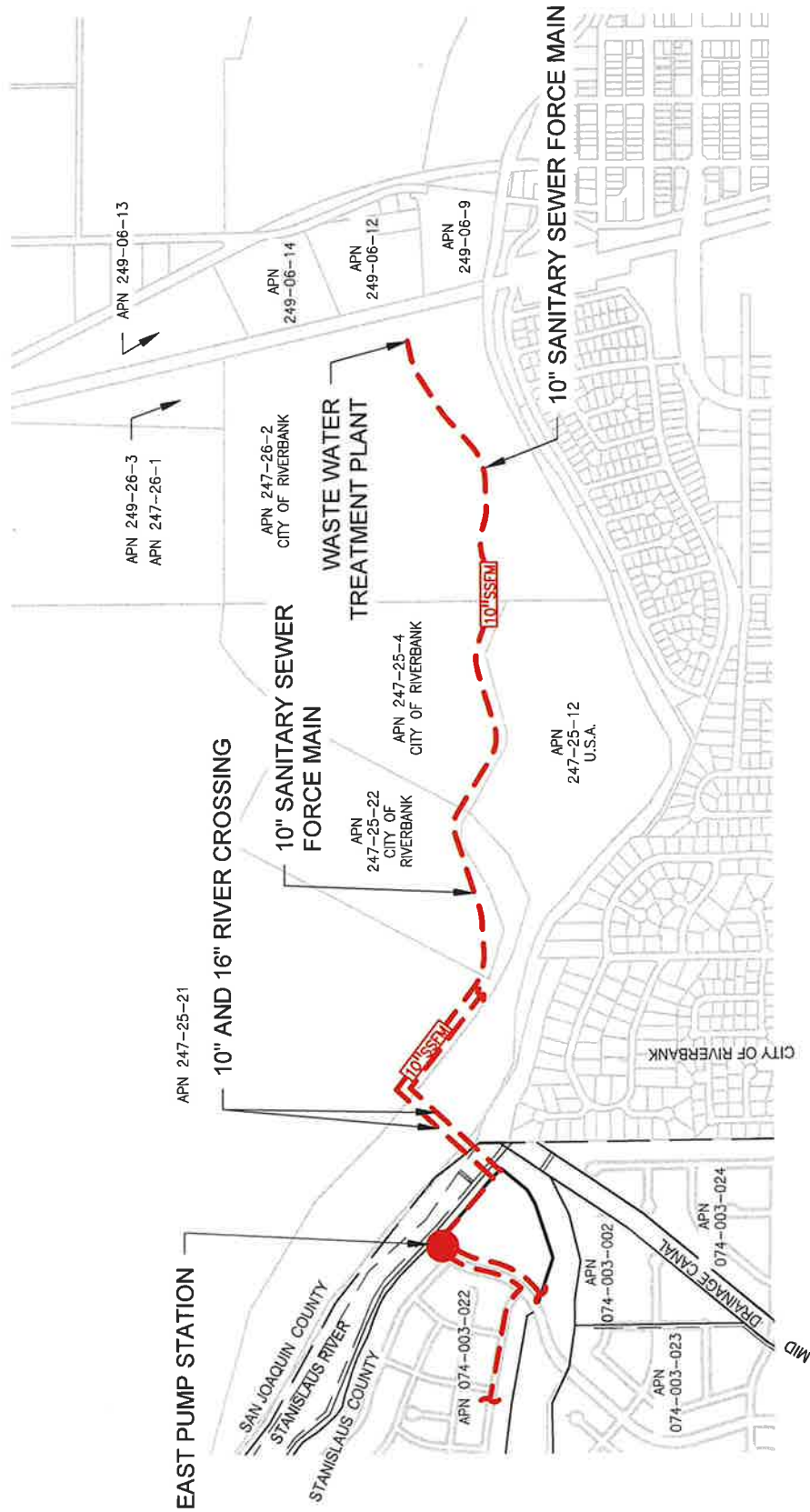


EXHIBIT G
STORM DRAINAGE PLAN

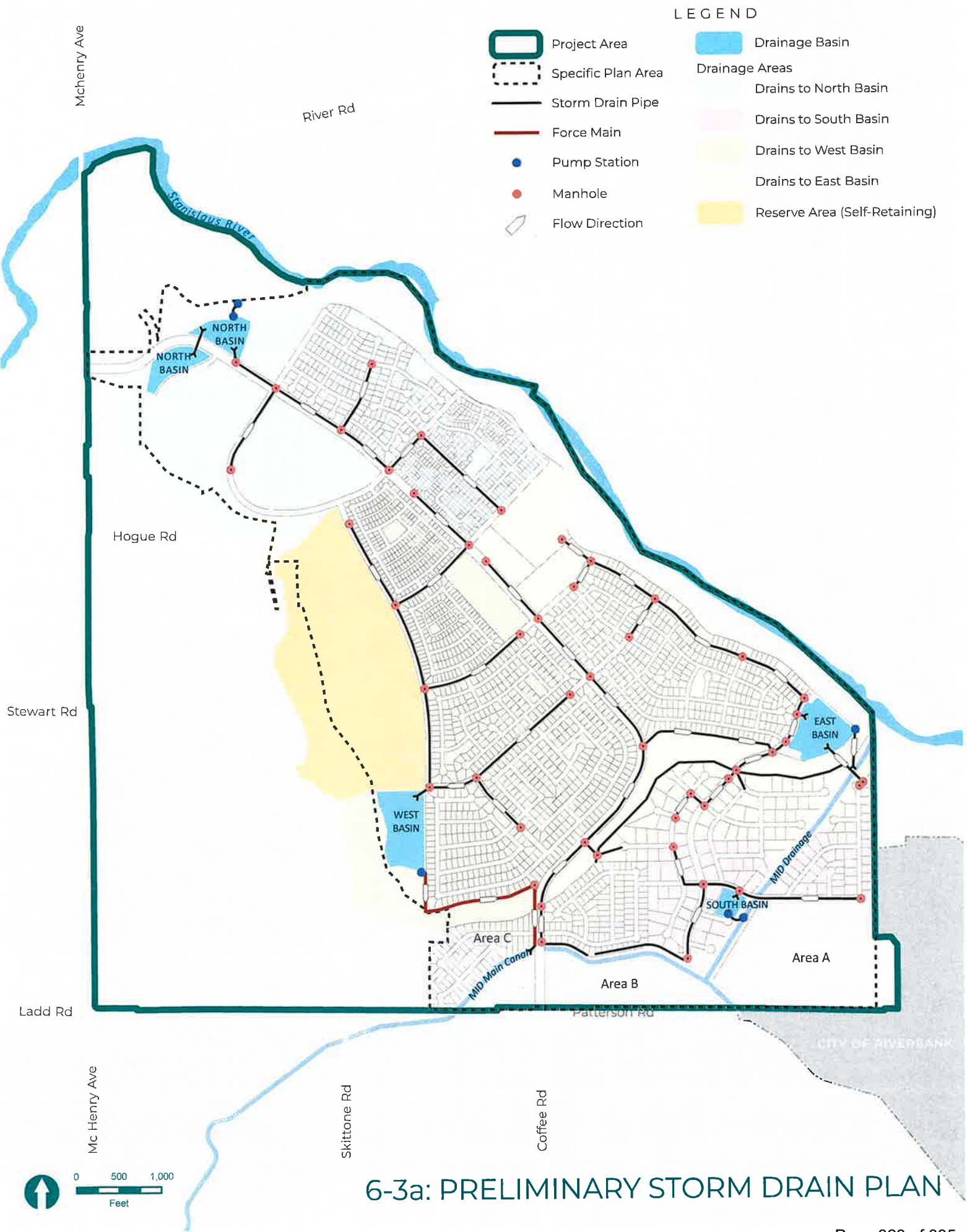
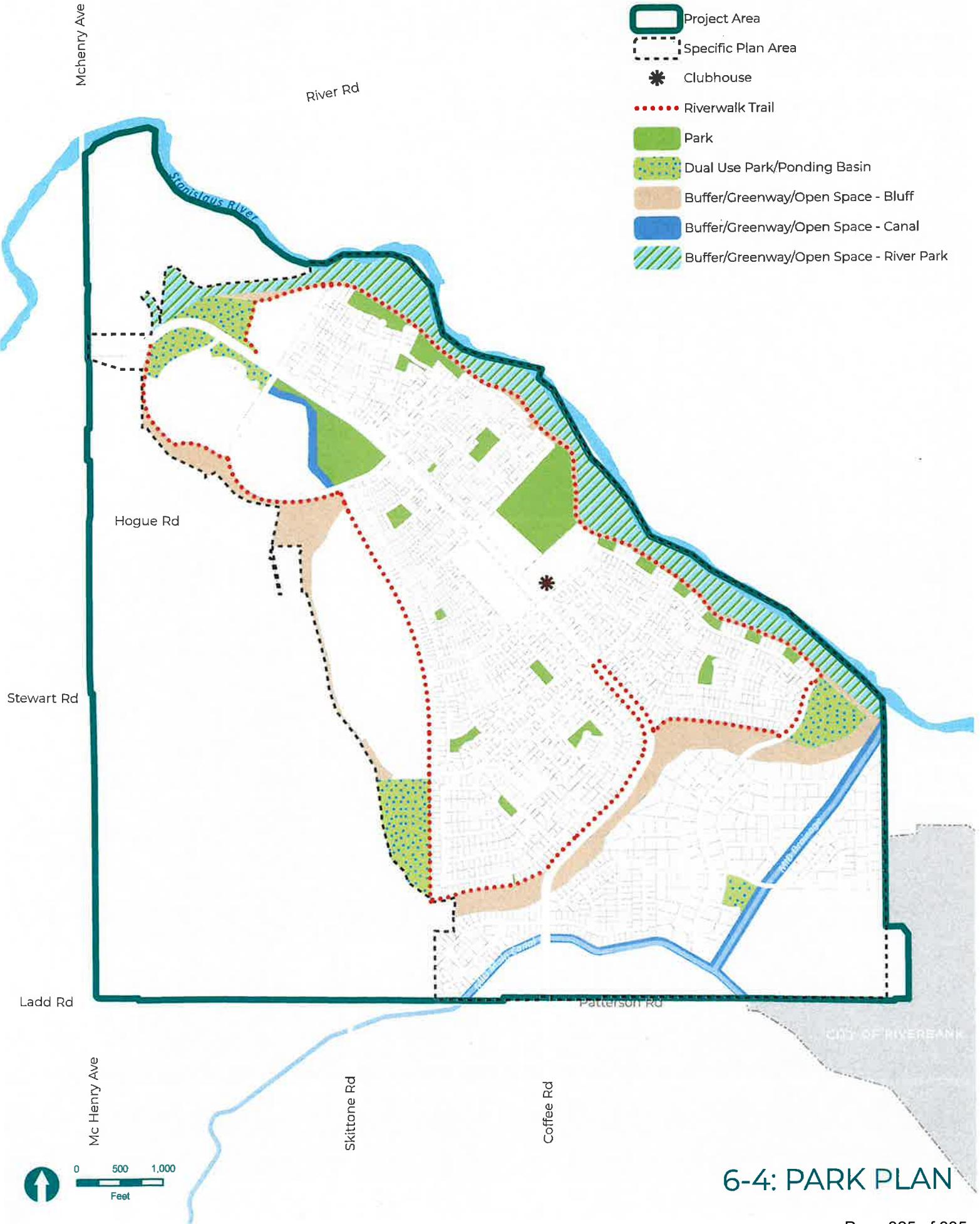


EXHIBIT H
PARK PLAN

LEGEND

-  Project Area
-  Specific Plan Area
-  Clubhouse
-  Riverwalk Trail
-  Park
-  Dual Use Park/Ponding Basin
-  Buffer/Greenway/Open Space - Bluff
-  Buffer/Greenway/Open Space - Canal
-  Buffer/Greenway/Open Space - River Park



6-4: PARK PLAN

EXHIBIT I

SAMPLE DISCLOSURE FORM

RECORDED SHOOTING RANGE NOISE NOTIFICATION

This *Shooting Range Noise Notification* concerns the real property situated in the County of Stanislaus and the City of Riverbank, State of California, described as

_____ [APN No.:].

NOTICE OF SHOOTING RANGE IN VICINITY: *This property is located in the vicinity of a shooting range. The property may be subject to some of the annoyances or inconveniences associated with proximity to a shooting range (for example: the shooting of firearms, including rifles, pistols, and, occasionally, shotguns). Individual sensitivities to those annoyances can vary from person to person. You should consider what shooting range annoyances, if any, affect the Property before you complete your purchase and whether they are acceptable to you.*

This *Shooting Range Noise Notification* provides notification of the condition of the above-described property in recognition of, and in compliance with, California Civil Code section 3482.1, effective July 13, 1998. Under subdivision (b)(2) of this section, the operation or use of a shooting range is not subject to a nuisance action based on noise or noise pollution when its operation remains in compliance with “any noise control laws or ordinances that applied to the range and its operation” at the time of the range’s construction or the relevant local public entity’s approval of the range’s operation, or if “no such laws or ordinances ... applied to the range and its operation at that time.”

However, a caveat to this exemption exists, allowing a local public entity to impose specified noise level restrictions for nighttime shooting. (Civ. Code, § 3482.1, subd. (f).) The relevant local entity, Stanislaus County, does not expressly provide nighttime exterior noise level standards for operations such as the shooting range, which is zoned as “General Agriculture” in its Code of Ordinances. Instead, Civil Code section 3482.1, subdivision (f) dictates that noise levels at the nearest residential property line to a range must not exceed 60 decibels between 10 p.m. and 7 a.m. (*Id.* at subds. (a)(4), (f).) In mitigating nighttime noise, the operator of a shooting range “shall not unreasonably refuse to use trees, shrubs, or barriers, when appropriate.” (*Id.* at subd. (f).) Such reasonable effort to mitigate constitutes “an action that can be accomplished in a manner and at a cost that does not impose an unreasonable financial burden” upon the operator. *Ibid.*

The Modesto Rifle Club is classified as a “sport shooting range” that is designed and operated for the use of rifles, pistols, “or any other similar sport or law enforcement training purpose.” (Civ. Code, § 3482.1, subd. (a)(2).) As such, it qualifies for the exemption described under Civil Code section 3482.1, subdivision (b)(1), and is exempt from noise-based nuisance actions if it operates in compliance with the laws or ordinances in place at

the time of its construction or approval, or if no such laws applied to the range at that time. (*Id.* at subd. (b)(2).) However, the Modesto Rifle Club is also required to limit nighttime shooting noise below 60 decibels between the hours of 10 p.m. and 7 a.m. in accordance with Civil Code section 3482.1, subdivision (f). Therefore, if the Modesto Rifle Club remains in compliance with the restrictions discussed above, it cannot be subject to a nuisance action for the noise or noise pollution generated by its operation or use.

As of August 14, 2025, the shooting range operator, Modesto Rifle Club, operates from sunup to sundown daily. Please contact this operator for more detailed information regarding specific operational issues, including updated hours of operation.

This *Shooting Range Noise Notification* shall be duly recorded with the Stanislaus County Assessor's Office, shall run with the Property, and shall be binding upon all parties having or acquiring any right, title or interest in the Property.

Effective Date: _____, 20__

EXHIBIT J

ASSIGNMENT & ASSUMPTION FORM

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

City of Riverbank
6707 Third Street
Riverbank, CA 95367
Attn: City Clerk
Ph: (209) 863-7122

Exempt from Recording Fees
(Gov. Code § 6103)

(Space above this line reserved for recorder's use)

ASSIGNMENT AND ASSUMPTION AGREEMENT

This ASSIGNMENT AND ASSUMPTION AGREEMENT ("Agreement") is made and entered into as of _____, 20__ ("Effective Date"), by and between _____, a _____ ("Assignor") and _____ ("Subsequent Landowner").

RECITALS

A. Assignor has entered into a Development Agreement (the "Development Agreement") with the City of Riverbank, dated _____, 20__, which was recorded on _____, 20__ as Document No. _____ in Book _____, Page _____ of the Official Records of Stanislaus County, California, pursuant to which Assignor agreed to develop certain property more particularly described in the Development Agreement as the portion of the "Subject Property" identified as _____ and subject to certain terms and conditions set forth in the Development Agreement.

B. Assignor and Subsequent Landowner have agreed to assign Assignor's interests in [all or a portion of] _____ by a deed or other written instrument, which [was or will be] recorded in the Official Records of Stanislaus County, California, on _____, 20__, as Document No. _____ in Book _____, Page _____ of the Official Records of Stanislaus County (herein the "Assigned Property").

C. Subsequent Landowner desires to assume all of Assignor's rights, duties and obligations under the Development Agreement with respect to the Assigned Property and to relieve Assignor of all of said assigned rights, duties and obligations in reference to the Assigned Property, to the extent permitted by the Development Agreement.

NOW, THEREFORE, Assignor and Subsequent Landowner hereby agree as follows:

AGREEMENT

1. Assignor hereby assigns, effective as of [the Effective Date or Assignor's conveyance of the Assigned Property to Subsequent Landowner], all of the rights, title and interest of Applicant under the Development Agreement with respect to the Assigned Property. Assignor retains all the rights, interest, and interests under the Development Agreement with respect to all other property within the Subject Property owned by Assignor.

2. Subsequent Landowner hereby assumes all of the burdens and obligations of Assignor under the Development Agreement, and agrees to observe and fully perform all of the duties and obligations of Assignor under the Development Agreement, and to be subject to all the terms and conditions thereof, with respect to the Assigned Property, it being the express intention of both Assignor and Subsequent Landowner that, upon the Effective Date, Subsequent Landowner shall become substituted for Assignor as a "Developer" under the Development Agreement with respect to the Assigned Property. Assignor acknowledges that Assignor shall remain subject to the obligations of the Development Agreement if Assignor retains any portion of the Subject Property subject to the Development Agreement.

3. All of the covenants, terms, and conditions of the Development Agreement and set forth herein shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, successors and assigns.

4. Subsequent Landowner's address for all notices shall be as follows:

[SIGNATURES FOLLOW ON THE NEXT PAGE]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the above-referenced Effective Date.

ASSIGNOR:

_____, a

SUBSEQUENT LANDOWNER:

_____, a

By: _____

Name: _____

Title: _____

By: _____

Name: _____

Title: _____

APPROVED:

City Manager

**CITY OF RIVERBANK
PLANNING COMMISSION
RESOLUTION NO. 2026 - ____**

**A RESOLUTION OF THE PLANNING COMMISSION RECOMMENDING THAT THE
CITY COUNCIL DENY THE RIVER WALK PROJECT**

WHEREAS, River Walk, LLC proposes the River Walk Project, Department File No. 20-0026, consisting of an approximately 1,522-acre Sphere of Influence expansion and an approximately 997-acre Specific Plan Area containing up to 2,682 dwelling units, nonresidential development, parks, open space and supporting infrastructure; and

WHEREAS, the requested City actions include a General Plan Amendment, adoption of the River Walk Specific Plan, rezoning, approval of a Development Agreement, and authorization to pursue a Sphere of Influence amendment, Municipal Services Review update and annexation through Stanislaus LAFCo; and

WHEREAS, the City prepared a Final Environmental Impact Report for the Project, State Clearinghouse No. 2021060098; and

WHEREAS, the Planning Commission held a duly noticed public hearing on August 4, 2026, and considered the staff report, Project applications, public testimony and entire administrative record; and

WHEREAS, the Planning Commission is required to provide the City Council with a written recommendation concerning the proposed General Plan Amendment, Specific Plan, rezoning and Development Agreement.

**NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF
RIVERBANK, CALIFORNIA DOES HEREBY RESOLVE AS FOLLOWS:**

1. The Planning Commission finds that the above Recitals are true and correct and are incorporated into this Resolution.
2. The Planning Commission recommends denial based on the following findings:
 - a. The proposed 1,522-acre Sphere of Influence expansion and approximately 997-acre annexation would not represent orderly, efficient and fiscally prudent growth at this time.
 - b. The Project would permanently convert approximately 854.29 acres of Important Farmland, and the potential benefits of development of the Project do not outweigh the loss of farmland despite included mitigation.
 - c. Full buildout would require substantial water, wastewater, transportation, drainage and public-service infrastructure demands. The Commission is not satisfied that the proposed phasing, financing and Development Agreement provisions provide sufficient long-term

protection for the City and existing residents in comparison to the potential impacts of development of the Project.

- d. The Project would result in significant and unavoidable environmental effects involving aesthetics, agricultural resources, greenhouse gas emissions, noise, recreation, transportation and utilities. The Commission is not persuaded that the Project's proposed benefits and overriding considerations warrant the requested legislative and boundary changes.
 - e. Because the Commission does not recommend the proposed General Plan Amendment or Specific Plan, it also does not recommend the related rezoning, Development Agreement or boundary applications intended to implement that land-use framework.
3. Based on these findings, the Planning Commission recommends that the City Council:
- a. Decline to adopt the General Plan Amendment.
 - b. Decline to adopt the River Walk Specific Plan and Rezoning Ordinance.
 - c. Decline to approve the Development Agreement.
 - d. Decline to authorize the Sphere of Influence amendment, Municipal Services Review update or annexation applications.
 - e. Deny the River Walk Project applications.
4. Because the Commission recommends rejection of the Project, it does not recommend certification of the Final Environmental Impact Report or adoption of CEQA Findings, a Statement of Overriding Considerations or the Mitigation Monitoring and Reporting Program. If the City Council rejects the Project, CEQA does not apply pursuant to Public Resources Code section 21080(b)(5) and CEQA Guidelines section 15270.
5. This Resolution is an advisory recommendation and not the City's final action. Before taking final action, the City Council shall consider Government Code section 65589.5 and make any findings required by applicable State housing law.
6. The Planning Commission Secretary shall transmit this Resolution to the City Council.

PASSED AND ADOPTED by the Planning Commission of the City of Riverbank at a special meeting held on the 4th day of August, 2026; motioned by Commissioner _____, seconded by Commissioner _____, and upon roll call was carried by the following vote of ____:

AYES:
NAYS:
ABSENT:
ABSTAIN:

ATTEST:

Joshua E. Mann
Director of Community Development

APPROVED:

Michael “Syd” Halterman
Planning Commission Chair