This document is the Lucasfilm Ltd. Grady Ranch / Big Rock Ranch Master Plan Final Environmental Impact Report (Final EIR). The State CEQA Guidelines require that the Lead Agency (Marin County) prepare a final environmental impact report before approving a project. The Lead Agency may provide an opportunity for review of the Final EIR by the public or commenting agencies, and this review should focus on the responses to comments on the Draft EIR, in accordance with State CEQA Guidelines Section 15089.

CEQA REQUIREMENTS FOR THE FINAL EIR

Section 15132 of the State CEQA Guidelines describes the contents of a Final EIR. A Final EIR shall consist of:

(a) The Draft EIR or a revision of the draft;

(b) Comments and recommendations received on the Draft EIR either verbatim or in summary;

(c) A list of persons, organizations, and public agencies commenting on the Draft EIR;

(d) The response of the Lead Agency to significant environmental points raised in the review and consultation process; and

(e) Any other information added by the Lead Agency.

According to Section 15088 of the State CEQA Guidelines, when responding to public comments on the Draft EIR, the Lead Agency shall evaluate comments on environmental issues and prepare a written response. The written response shall describe the disposition of the environmental issues raised. When major environmental issues are raised where the Lead Agency's position varies from recommendations and objections in the comments, reasons must be given why specific comments and suggestions were not accepted. A good faith, reasoned analysis must be provided in the response.

When a comment raises questions that are unrelated to significant environmental issues, the comment is noted for the consideration of the Marin County decision-makers. Analysis of such a comment and preparation of a response are not needed for CEQA compliance. These comments may include statements of position on the merits of the project, comments on the Draft EIR review process, social and economic issues which are not related to a physical environmental effects, or issues related to the disposition of project financing.

CONTENTS OF THE FINAL EIR

This Final EIR has been prepared in compliance with CEQA, the State CEQA Guidelines, and the Marin County Environmental Impact Review Guidelines and Procedures. It consists of two volumes and incorporates by reference other environmental documents, as described in Section 1.3 of Volume 1 of the Final EIR. The two volumes of this document and the incorporated materials should be considered together to constitute the full EIR for consideration by Marin County.
Volume 1 consists of the revised text of the Draft EIR, with appropriate additions, corrections, and deletions. For the most part, changes in the document are in response to public and agency comments. The EIR authors also made minor editorial changes to correct typographical errors or improve the clarity of writing. None of these minor changes alter the technical information or findings presented in the Draft EIR. Information that is to be deleted is crossed-out, and information that is added is underlined. Volume 1 also includes the summary of the Final EIR which has been updated to reflect revisions in the Draft EIR text. In addition, the appendices attached to the Draft EIR are included in this volume.

Volume 2 provides the comments on the Draft EIR and responses to the comments. It consists of the list of comments on the Draft EIR, including comments on the EIR process, project merits, and environmental issues; master responses to selected environmental issues; verbatim comment letter submitted on the Draft EIR; summarized oral comments made at the November 13, 1995 Planning Commission Public Hearing on the Draft EIR; and responses to significant environmental issue raised in all the comments. Master responses have been prepared for selected comment topics to provide a comprehensive analysis of major environmental issues raised in multiple comments. Responses to individual comments raising significant environmental points are presented immediately after each comment letter. The appendix in Volume 2 contains two letters from the project applicant that provide clarification of the project description.
# LUCASFILM GRADY RANCH / BIG ROCK RANCH MASTER PLAN ENVIRONMENTAL IMPACT REPORT

## VOLUME 2 -- COMMENTS AND RESPONSES

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12. Lucas Valley Homeowners Association, Jean Fitzgerald, Vice-President
13. North Bay Council, Mary Jaeger, Executive Director
14. Marin Conservation League, Priscilla Bull, President
15. Bicycle Trails Council of Marin, Jim Jacobsen, President
16. Shute, Mihaly & Weinberger, Mark I. Weinberger and Laurel L. Impett
17. Sierra Club Marin Group, Lawrence E. Fahn, Chair
18. The California Native Plant Society, John Walters, Conservation Chair
19. Marin Audubon Society, Barbara Salzman, Chair Conservation Committee
20. Lucasfilm Ltd., Douglas P. Ferguson
21. Lucasfilm Ltd., Robert L. Harrison
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23. Meida Pang Von Blum
24. Marisa Battilana and Norman Nayfach
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36. Bette Jones
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F. Letter to Tim Haddad, Environmental Coordinator from Douglas P. Ferguson
   (Applicant's Representative), February 7, 1996.
   Letter to Tim Haddad, Environmental Coordinator from Douglas P. Ferguson
   (Applicant's Representative), March 20, 1996.
7.0 COMMENTS AND RESPONSES

7.1 INTRODUCTION TO THE COMMENTS AND RESPONSES

This is Volume 2 of the Lucasfilm Ltd. Grady Ranch / Big Rock Ranch Master Plan Final EIR. The State CEQA Guidelines require that the Lead Agency (Marin County) prepare a final environmental impact report (EIR) before approving a project. The Lead Agency may provide an opportunity for review of the final EIR by the public or commenting agencies, and this review should focus on the responses to comments on the Draft EIR, in accordance with State CEQA Guidelines Section 15089.

This volume provides the comments on the Draft EIR and responses to the comments. It consists of a list of comments on the Draft EIR, including comments on the EIR process, project merits, and environmental issues; master responses to selected environmental issues; verbatim comment letters submitted on the Draft EIR; summarized oral comments made at the November 13, 1995 Planning Commission Public Hearing on the Draft EIR; and responses to significant environmental issues raised in all the comments. Master responses have been prepared for selected comment topics to provide a comprehensive analysis of major environmental issues raised in multiple comments. Responses to individual comments raising significant environmental points are presented immediately after each comment letter.

The County prepared and on October 13, 1995 circulated the Draft EIR on the proposed Lucasfilm Ltd. Grady Ranch / Big Rock Ranch Master Plan application. During the public review period from October 13, 1995 to November 27, 1995 and at the public hearing held by the Marin County Planning Commission on November 13, 1995, comments on the Draft EIR were solicited from government agencies and the public.

The governmental agencies, organizations, and individuals who commented on the Draft EIR are listed below (7.2, Persons Commenting), followed by a discussion of the recurring and complex issues evaluated in the EIR (7.3, Summary of Comments and Responses).

Section 7.4 (Master Responses) provides master responses that have been prepared for selected comment topics to provide a comprehensive analysis of major environmental issues raised in multiple comments. These master responses are often referred to in the response to individual comments in Section 7.5.

Section 7.5 (Response to Comments) presents and responds to all comments on the Draft EIR and the project's environmental effects. These include comments submitted to the County in writing and made orally at the public hearing. The original letters are reproduced, and comments are numbered for referencing with responses. Responses to individual comments raising significant environmental points are presented immediately after each comment letter. Some responses refer commentors to other comments or responses in this section or to the pages of the Draft EIR (DEIR) where specific topics are discussed. Some comments do not pertain to physical environmental issues but to the merits of the project. These comments are included in this section, although responses to project-related comments are not necessary in an EIR. However, inclusion in this document will make the commentor's views available to public officials who will make decisions about the project itself.
In some instances, text changes resulting from the comments and responses are recommend. In these instances information that is to be deleted is crossed-out, and information that is added is underlined. The text changes resulting from comments and responses have been incorporated in the original Draft EIR text, as indicated in the responses.

7.2 PERSONS COMMENTING

Comments on the Draft EIR were received from the following agencies, organizations, and individuals. Letters refer to the order of written comments and their accompanying responses; speaker letters refer to comments made at the Planning Commission hearing on November 13, 1995 and the responses to those comments.

Written Comments

PLANNING COMMISSION MEMBERS

1. Chairperson Jan Alff Wiegel
2. Commissioner Morrow Cater

COUNTY AND CITY AGENCIES

3. Marin County Department of Public Works, Tom Roberts, Land Use & Water Resources
4. Marin County Department of Public Works, Tho Do, Traffic
5. City of San Rafael, Robert J. Pendoley, Planning Director
6. City of San Rafael, Dave Bernardi, Public Works Director

SPECIAL DISTRICTS

7. Marinwood Community Services District, Michael H. Young

STATE AGENCIES

8. Department of Fish and Game, Ken Aasen, Acting Regional Manager, Region 3
9. California Regional Water Quality Control Board, Dale R. Hopkins, Environmental Specialist
9A. Governor's Office of Planning and Research, Antero Rivasplata, Chief, State Clearinghouse

ORGANIZATIONS

10. The Environmental Forum of Marin, Karol Raymer
11. Lucas Valley Homeowners Association, Carl J. Naegle, President
12. Lucas Valley Homeowners Association, Jean Fitzgerald, Vice-President (two letters)
13. North Bay Council, Mary Jaeger, Executive Director
14. Marin Conservation League, Priscilla Bull, President
15. Bicycle Trails Council of Marin, Jim Jacobsen, President
16. Shute, Mihaly & Weinberger, Mark I. Weinberger and Laurel L. Impett
17. Sierra Club Marin Group, Lawrence E. Fahn, Chair
18. The California Native Plant Society, John Walters, Conservation Chair
19. Marin Audubon Society, Barbara Salzman, Chair Conservation Committee
20. Lucasfilm Ltd., Douglas P. Ferguson
21. Lucasfilm Ltd., Robert L. Harrison

**INDIVIDUALS.**

22. David Galin, MD. (two letters)
23. Meida Pang Von Blum
24. Marisa Battilana and Norman Nayfach
25. Elbert Bean
26. Martha de Mey
27. Kirk Black
28. Laurence and Melinda and Lance Luedtke
29. Judith A. Rodich
30. John Nelson
31. Ralph O. Jones
32. Patty Friedman (two letters)
33. Frank Rettenberg (two letters)
34. Ann W. Ocheltree
35. Judy Rodich
36. Bette Jones
37. Stephen Jennings
38. Victor Reizman
39. Joseph E. Giacomini
40. Walter and Betty Benson
41. Margaret A. Kathrein
42. David B. Schiller
43. Reed R. Kathrein
44. Judy A. Rosen
45. Van C. Athanasakos
46. Stephen F. Kent, M.D. and Marcia N. Kent
47. Joy Dahlgren
48. Brooks Townes
49. Jeffrey Schneider and Jan Denton
50. Daniel S. Chaffin, M.D. (two letters)
51. Richard G. Deats
52. Victoria B. Van Meter
53. Joseph F. Asiano and Jane Morgan
54. Xavier de la Prade
55. Glenn H. Stolz
56. George Forman and Judi Colby
57. David Marks
58. Shirley Mortensen
59. Pat Balmes
60. Robert R. Reyff
61. David Schonbrunn
62. John T. and Donna J. Heinrich
63. Steve Kinsey
64. Deni Wetsel
65. Hedi Vonblum
66. "Concerned Employee"

**LATE OR FAXED COMMENTS**

67. Robin Allen
68. Patricia Mitchell
69. Linda H. Graber
70. Lee A. Graber
71. Catherine Munson and Shelley Munson
72. Joseph F. Asiano
73. Lucas Valley Homeowners Association, Inc., Carl Naegele

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**Public Hearing Comments**

Minutes of the November 13, 1995 Planning Commission public hearing are included in Section 7.5. These are not verbatim minutes but rather provide a summary of the oral comments made at the public hearing. Comments are listed by issue and are numbered for response in this section.

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**7.3 SUMMARY OF COMMENTS AND RESPONSES**

The EIR analyzes several diverse and complex issues, and as a result, there are a number of questions and comments on the Draft EIR. The more common major comments revolve around the following issues:

- The extent of grading proposed on Grady Ranch and Big Rock Ranch.
- A number of questions were raised about traffic issues, including impacts on Highway 101, construction and safety impacts.
- A number of questions have been raised about more specific details of alternative sites.
- A number of comments submitted called into question whether the proposed project is consistent with the existing zoning and whether a general plan amendment is necessary.

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¹ Under Section 15088(a) of the State CEQA Guidelines, the lead agency is not required to respond to late comments. However, the comment letters were included to provide decision-makers with more information.
A number of questions were raised regarding compatibility of the proposed project with County economic development policies.

A number of persons commenting on the DEIR expressed concern about the possibility that unforeseen events could ultimately lead to a deterioration of the fiscal benefits projected from the proposed project, or even abandonment of the property.

A number of comments also requested additional information to further clarify or amplify issues raised in the Draft EIR. These include:

- Additional information regarding potential impacts to Loma Alta Creek was requested.
- A number of commentors have asked for more information on the size of the proposed buildings.
- Several commentors requested additional information regarding the potential trails on the project site.
- The applicant was asked to provide information on the proposed activities planned for the site.
- A number of commentors asked for more specific details of the proposed creek restoration program.
- A number of commentors asked for more specific information regarding the proposed leachfields on Big Rock Ranch.
- Some commentors requested more information on the proposed water tanks.
- Additional discussion regarding the relationship of the County's Ridge Upland Greenbelt to the Grady Ranch development site was raised.
- The inclusion of additional photomontages to further understand potential visual impacts was requested.

The following section (Section 7.4) provides master responses to the recurring environmental issues discussed above. These master responses are often referred to in the response to individual comments in Section 7.5.

Section 15088.5(a) of the State CEQA Guidelines codifies recent case law on the recirculation of EIRs. CEQA states that if subsequent to public review and interagency consultation, but prior to final certification, the lead agency adds "significant new information" to the EIR, then the lead agency must recirculate the EIR for additional commentary and consultation. New information is considered "significant" when the EIR is changed in a way that "deprives the public of a meaningful opportunity to comment". This occurs when:

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2 Public Resources Code Sec. 21092.1.

3 CEQA Guidelines 15088.5(a).
- A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.

- A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.

- A feasible project alternative or mitigation measure considerably different from other previously analyzed would clearly lessen the significant environmental impacts of the project, but the project's proponents decline to adopt it.

- The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review an comment were precluded.

A recirculation guarantees that the public is not denied "an opportunity to test, assess, and evaluate the data and make an informed judgment as to the validity of the conclusions" of the new information."\(^4\)

Section 15088.5 also states that recirculation is not required where the new information added to the EIR merely clarifies or amplifies or makes insignificant modifications in an adequate EIR. No "triggering event" as specified under this section requiring recirculation has been identified, and therefore it is concluded that recirculation is not required.

7.4 MASTER RESPONSES

This section provides master responses that have been prepared for selected comment topics to provide a comprehensive analysis of major environmental issues raised in multiple comments. These master responses are often referred to in the response to individual comments in Section 7.5.

A. Master Response on Grading Issues

Some commentors have raised issues regarding the extent of grading proposed on Grady Ranch and Big Rock Ranch, have suggested project redesign to reduce the extent of grading, and have asked for more information about remedial grading to repair landslides on the project site. This section will serve as a general discussion of this issue, and will be referred to when responding to more specific individual comments.

Site grading includes both excavation (cut) and deposition of earth (fill). On the project site, excavation is planned to create level pads for both proposed buildings and roadways. The excess material created by these cuts would be used to fill under some buildings and to construct on site berms, one to the southeast of the main Office Building on Grady Ranch, and one over the entry tunnel on Big Rock Ranch. On Grady Ranch, the berm to the southeast of the Main Office Building would contain approximately 255,000 cubic yards of fill. On Big Rock Ranch, the main berm would contain approximately 47,500 cubic yards of fill. The berms would serve a dual purpose -- they would provide visual screening, and would allow the on site cut and fill to be equal. If the cut and fill amounts are unequal either fill must be brought to the site or cut material must be taken away from the site in trucks, creating traffic, noise, and air effects.

In addition, grading would be used to repair unstable areas on site, such as the location of landslides that could threaten development. Landslide repair techniques, while always site-specific, typically involve excavating the unstable materials, installing drainage to divert surface and groundwater away from the landslide area, filling, and compacting the repaired area.

AMOUNTS OF CUT AND FILL

The primary factors determining amounts of cut and fill are degree of slope and size of building envelope. The siting of a building with a single-level building pad (as opposed to one that steps into a hillside) results in amounts of cut and fill that fall into three categories. A building can be set deeply into a slope and have an excess of cut, or it can be set less deeply into the slope, requiring an excess of fill to create a level building pad. A building could also be partially set into a slope, with the amount of cut and fill required being equal.

It is difficult to significantly alter the overall amount of grading necessary without changing the size of the building footprint, stepping the building into the hillside, or shifting the location of the building on the site. What can change, however, is the overall visibility of the building. Buildings that are set into slopes, generally requiring more cut than fill, are less visible, particularly on sites like Grady Ranch and Big Rock Ranch, with their rolling topography. Buildings that are set onto slopes, requiring more fill, are more visible.
Big Rock and Grady Ranches

The grading plans for Big Rock and Grady Ranches set buildings with single-level building pads into the slopes to minimize their visibility from off site. This results in an excess of cut, which is used in both filling under some of the buildings and in the creation of berms, which further screen the development. If the buildings were not set into the hillsides to such a degree, there would be less cut, but a need for more fill would be created to keep the building pads level. In addition, the buildings on both ranches would be more visible from off site.

The site plans for Big Rock and Grady Ranches include a significant amount of grading, as the sites are sloped quite steeply in some areas. To accommodate the building program and its required floor-to-floor relationships, the amount of grading shown on the grading plans is necessary. It is possible to change the nature of the grading by attempting to position the buildings in more level areas of the sites. However, because both sites are composed of a rolling and sometimes steep topography, level areas on both sites are limited.

To minimize the appearance of extensive grading, contours that more closely resemble the current character of the hillsides should be used. Particularly in cut slope areas, it is important to reform the land in character with the rolling topography that exists, rather than constructing engineered-looking hillsides with even slopes and straight lines.

The berm over the entry tunnel to Big Rock Ranch is a good example of this. The tunnel focuses one's views on the main office buildings and reservoir, and then opens the view to the whole site on passing through. While this is a specific, dramatic entry experience, the berm created for the tunnel entry is somewhat rigid and unnatural relative to the rolling hills adjacent to it. Rather than creating a flat finger of land, the grading could be more rolling, sloping downwards on either side of the tunnel and emphasizing its more vertical nature, which would fit with the character of the site. This would maintain the integrity of the small knoll to the southwest of the tunnel, as well. The visibility of the gate house and residence from off site would be slightly increased, but the buildings would still be mostly hidden by the berm. The main office buildings are mostly hidden by the dam. An alternative to the tunnel entrance could be to wind the road between two visually overlapping smaller berms on either side of the road, thereby also exposing views of the site gradually and screening the gate house buildings from Lucas Valley Road.

In response to the above, the Draft EIR Mitigation Measure 5.1-1(b) on page 5.1-18 is revised to incorporate the following new bullet:

- Contours that closely resemble the current character of the hillside shall be used. Particularly in cut slope areas, it is important to reform the land in character with the rolling topography that exists, rather than constructing engineered-looking hillsides with even slopes and straight lines.

Furthermore, mitigation measure 5.5-6 on page 5.5-32 of the DEIR is revised as follows:

- The proposed berm should be modified so that the grading is more rolling, sloping downwards on either side of the tunnel, maintaining the integrity of the small knoll to the southwest of the tunnel to provide a more natural rolling appearance with a less uniform height. The applicant should reallocate the amount of fill along the berm to provide a gentle north-south variation in slope that would be visible from Lucas Valley Road. The highest portion of the berm should be
designed to block buildings—minimize views of the buildings from the most common westbound views along Lucas Valley Road (as illustrated in the Exhibits 5.5-14 and 5.5-16). The revised plan of the berm would need to be approved by Marin Community Development Agency staff.

OPTIONS TO REDUCE GRADING

Some commentors have suggested mitigation measures or alternatives to reduce the extent of grading proposed on the project site, largely through project design. This includes the use of smaller buildings, locating buildings at different locations on the site, terracing the buildings into the hillsides, and eliminating some uses.

In terms of alternatives to reduce grading, CEQA states that an EIR is not required to analyze specific alternatives to all parts of a project. For example, in the case of Big Rock Mesas Property Owners Association v. Board of Supervisors, the court ruled that "an environmental impact report...was not inadequate for failure to discuss alternatives to the large amount of grading and filling and construction...in view of the fact that pertinent statutes and guidelines only require the report to discuss alternatives to the proposed project as a whole, and not to the various facets thereof..."[73 Cal.App.3d 220].

However, an EIR is required to evaluate mitigation for identified significant impacts. Mitigations to grading operations that reduce impacts to a less-than-significant level are found in Mitigation 5.1-1 on pages 5.1-18 to 5.1-20 in the DEIR.

In response to comments, the EIR preparers have developed two other methods to reduce grading on the project site, each with their own drawbacks. Each was considered infeasible or impractical.

- **Transport cut earth off site** This option would decrease the size of the proposed berms, while allowing the proposed amount of cut. However, this would result in increased truck traffic and related air and noise impacts. A typical truckload of soil contains 20 cubic yards, so the number of truck trips required would be significant. Currently, the amount of cut and fill on the project sites are equal, to eliminate the need for off-site soil transport.

This method was not considered for mitigation in the EIR for two reasons. First, the amount of grading was not seen as a significant impact (See also Response to Comment 16-4(a) for a more detailed discussion). Rather, the EIR examined the effects of grading. Mitigation was developed to reduce the effects of grading (such as erosion and disturbance of serpentine rock) to less-than-significant levels. As the amount of grading was not found to be significant, no mitigation to reduce the amount of grading was required.

Second, even if the amount of grading (in terms of cut) was found to be significant, the creation of berms would be the environmentally superior option, as transporting cut earth off-site would create potentially significant secondary impacts.

- **Reduce the overall amount of grading** To effectively reduce the amount of grading, there are several methods that could be used, such as stepping building footprints into the hillsides (which eliminates the possibility of single-level building pads), reducing the size of the footprints (thereby likely creating taller buildings), and placing the buildings on the most level parts of the site (note discussion above about available space). However, secondary impacts would be created by these methods. This include more visible buildings, as the buildings would be taller, and the berms
created by the fill would be smaller.

In addition, this option would eliminate a design criteria of the applicant to provide large floors. The applicant has stated that using smaller buildings than the single Main Office Building on Grady Ranch, for example, would "eliminate the required floor-to-floor relationships set by the building program." In any case, creating separate buildings would be difficult, as the sloping character of both sites makes it difficult to find relatively level areas on which to site buildings.

This method was not considered for mitigation in the EIR for two reasons. First, the amount of grading was not seen as a significant impact, as described above. Second, even if the amount of grading (in terms of cut) was found to be significant, the creation of berms would be the environmentally superior option, as the creation of taller buildings create potentially significant secondary visual impacts.

**Conclusion**

Given the constraints of the site, as well as the desire of both the applicant and the public (including many of the commentors to the DEIR) to hide the buildings as much as possible, the grading plan as proposed is an accurate representation of the grading necessary on the site. Developing mitigations or alternative site plans to reduce the amount of grading on the site was seen as unnecessary, and could create potential secondary visual, traffic, noise, and air impacts.

The DEIR has already provided mitigation to minimize the visible effects of that grading, such as modifying the berm on Big Rock Ranch to provide a more rolling appearance with less uniform height (see Mitigation 5.5-6(a) on page 5.5-32 of the DEIR).

**REMEDIAL GRAADING**

Several commentors requested that additional information be included in the Final EIR to describe the extent of "remedial" grading that could be required under proposed mitigation. For example, Mitigation Measure 5.1-1(a) requires preparation of a comprehensive, detailed slope stabilization plan to repair landslides.

Areas of remedial grading are shown on revised Exhibit 5.1-5 (Extent of Grading -- Grady Ranch) and Exhibit 5.1-6 (Extent of Grading -- Big Rock Ranch). This grading is shown as the "worse case" scenario, as specific landslide repair mitigations can not be determined until the preparation of a detailed slope stabilization plan as part of the Precise Development Plan. The grading could ultimately affect a smaller area based on these future studies. As can be seen in the exhibits, remedial grading would not substantially increase the total area of grading required.

The anticipated limits of grading, including a worst-case assessment of landslide repair was used to determine impacts on vegetation and wildlife resources. In response to comments received on the Draft EIR, the anticipated limits of grading was refined to provide a more accurate understanding of the limits.

---

5 Letter from Design-Planning Associates (project architect) to Tim Haddad (County of Marin Environmental Coordinator), February 2, 1996.
### Exhibit 5.3-6 (Revised)
**Estimated Number of Trees\(^a\) to be Removed**

<table>
<thead>
<tr>
<th>Tree Species</th>
<th>Tree Trunk Diameter Size Class (Inches)</th>
<th>Total Number of Trees</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>4-12</td>
<td>12-24</td>
</tr>
<tr>
<td><strong>Development Area – Grady Ranch</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>California bay</td>
<td>1,394</td>
<td>1,362</td>
</tr>
<tr>
<td>Coast live oak</td>
<td>148</td>
<td>139</td>
</tr>
<tr>
<td>California buckeye</td>
<td>80</td>
<td>11</td>
</tr>
<tr>
<td>Valley oak</td>
<td>3</td>
<td>13</td>
</tr>
<tr>
<td>Monterey pine/ornamentals</td>
<td>41</td>
<td>97</td>
</tr>
<tr>
<td>Other(^b)</td>
<td>5</td>
<td>9</td>
</tr>
<tr>
<td><strong>Total Number of Trees</strong></td>
<td>1,674</td>
<td>1,630</td>
</tr>
<tr>
<td><strong>Development Area – Big Rock Ranch</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>California bay</td>
<td>129</td>
<td>21</td>
</tr>
<tr>
<td>Coast live oak</td>
<td>14</td>
<td>12</td>
</tr>
<tr>
<td>California buckeye</td>
<td>6</td>
<td>1</td>
</tr>
<tr>
<td>Valley oak</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Other(^b)</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total Number of Trees</strong></td>
<td>149</td>
<td>34</td>
</tr>
<tr>
<td><strong>Lucas Valley Road Realignment</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>California bay</td>
<td>33</td>
<td>0</td>
</tr>
<tr>
<td>Coast live oak</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>California buckeye</td>
<td>1</td>
<td>0</td>
</tr>
<tr>
<td>Valley oak</td>
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<td>0</td>
</tr>
<tr>
<td>Other(^b)</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total Number of Trees</strong></td>
<td>36</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total Estimated Number of Trees to be Removed</strong></td>
<td>1,856</td>
<td>1,815</td>
</tr>
</tbody>
</table>

\(^a\) "Trees" include all tree species with trunk diameters exceeding 4 inches (measured at approximately 4.5 feet above grade). Each trunk of a multiple-trunk tree which was separate at measurement height was counted as a distinct "tree". Most of the bay trees on the site form clusters of multiple-trunks from a common root system, often with 10 or more distinct trunks. This habit of growth contributes to the high number of California bay trees identified for removal. Over time, many of the smaller bay trees die off naturally within a particular cluster, with fewer and fewer trees within a cluster reaching maturity. The ratio of the above number of bay trees in each size class provides an indication of this growth habit, with 83 percent of the total number of bay trees having a trunk diameter under 12 inches, 15 percent with a diameter of 12 to 24 inches, and only 2 percent with a diameter greater than 24 inches.

\(^b\) "Other" includes all other native tree species (arroyo willow, big-leaf maple, and madrone)
of grading.

A supplemental field reconnaissance was conducted by the EIR biologist on March 14, 1996 to verify whether the estimated tree removal and effect on other sensitive biological resources should change as a result of the refined grading plan. In general, the limits of anticipated grading assumed as part of the worst-case analysis in the Draft EIR are the same as that delineated in the refined grading plan. One exception to this is the treatment of a large landslide to the north of the Main Office Building on Grady Ranch. Refinement in the proposed approach to stabilization has limited the extent of grading from that assumed in the Draft EIR, which would serve to preserve an estimated 58 trees with trunk diameters exceeding four inches. This consists of 34 California bay trees (32 with trunks from 4 to 12 inches in diameter and two with trunk diameters of 12 to 24 inches) and 24 live oak trees (nine with trunk diameters of 4 to 12 inches, 13 with trunk diameters of 12 to 24, and two with trunk diameters exceeding 24 inches).

In response to this refinement of anticipated tree impacts, the discussion of trees to be removed in the Draft EIR should be modified slightly, including references to the total number of trees estimated for removal on page 5.3-22 (lowered from 2,674 to 2,616 trees) and the estimated number of coast live oak on page 5.3-24 (lowered from 517 to 493), although the estimated percentages for each size class on page 5.3-24 would remain unchanged. Exhibit 5.3-6 on page 5.3-23 of the DEIR is revised.

No other modification to the anticipated impacts on tree resources were considered necessary during the field reconnaissance. Mitigation Measure 5.3-2 on page 5.3-25 of the Draft EIR calls for further adjustment to the grading plans to preserve additional trees in the vicinity of grading to the extent feasible from an engineering and geotechnical standpoint, and it is likely that additional trees will be preserved as project plans are further refined.

B. Master Response on Loma Alta Creek Impacts

As shown in Exhibit 7.0-1, the realignment of Lucas Valley Road would result in a replacement Loma Alta Creek culvert of about 150 feet long. While this length has seemed excessive to some commentors, this exhibit illustrates how the realigned creek will need to travel diagonally under both Lucas Valley Road and the roadway right-of-way. The roadway and shoulders would be approximately 40 feet in width. It is estimated that at this location the creek would be about 25 feet below the roadway grade thus requiring another approximately 80 feet of culvert to achieve the proper grade and finally the diagonal alignment would require some additional length of culvert. The old road and culvert would need to be removed. Construction of a new road and culvert would also enable the current channel to be restored to some degree.

The portion of Loma Alta creek near Lucas Valley Road, and the culvert under the road, was observed on February 28, 1996 in order to examine the creek during a major period of winter runoff. Rain was falling intermittently during the site visit. The creek immediately south of Lucas Valley Road was flowing about 0.5 to one feet deep, four to six feet wide, at about two feet per second. The creek channel in this area is about 15 feet wide and five feet deep, with grass-covered banks. The creek flows into a three-foot diameter concrete culvert pipe that travels under Lucas Valley Road for about 75 feet. The culvert pipe exits on the northern side of Lucas Valley Road, out of a retaining wall. The creek then flows parallel to the road for several hundred feet. The creek undergoes deep and rapid undercutting immediately before joining up with Miller Creek, and is severely eroded. There is
Exhibit 7.0-1
Loma Alta Creek

Legend:

- Existing Creek Alignments

Grady Creek
Miller Creek
Proposed Loma Alta Creek Culvert (150 Feet)

Realigned Lucas Valley Road
Existing Lucas Valley Road
Existing Right of Way

Proposed Right-of-Way
Loma Alta Creek
Existing Culvert (50 Feet)
considerable slumping of the creek banks at the confluence of Miller Creek and Loma Alta Creek.

Clusters of California bay trees grow between the existing alignment of Lucas Valley Road and the creek, but due to the severe downcutting of the channel, the trees are now ten to 15 feet above the channel bottom and are no longer part of the riparian system of the creek. Approximately 200 feet to the southwest of the culvert crossing, the creek channel becomes stabilized and is bordered by mature bays, California buckeye, and valley oak. Due to the severe erosion, riparian and wetland vegetation in the vicinity of the crossing is completely absent, and this segment of the channel is contributing to sedimentation and degradation of Miller Creek.

The potential impacts of the project on Loma Alta creek were considered in the DEIR. The anticipated tree removal was included in the Lucas Valley Road Realignment totals in Exhibit 5.3-6 on page 5.3-23, and the anticipated loss of 0.034 acres of unvegetated "other waters" was included in the lost of potentially affected tributary channels on Grady Ranch, estimated at 0.17 acres. Establishing a crossing at this location should serve to stop the downcutting and erosion, stabilize the improvements, and facilitate the project proposal to restore the creek to an improved configuration with enhanced riparian vegetation and habitat.

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C. Master Response on Traffic Issues

HIGHWAY 101 ANALYSIS

A number of commentors requested additional analysis of the proposed project's impact on Highway 101. It should first be noted that in regard to traffic issues the responses to the County's Notice of Preparation and scoping meeting for this EIR focused on the project's impact on Lucas Valley Road and the Highway 101 southbound and northbound ramps at Lucas Valley Road / Smith Ranch Road. For example, the California Department of Transportation (Caltrans) response to the Notice of Preparation specifically requested information regarding the Highway 101 / Lucas Valley Road / Smith Ranch Road interchange but did not request information about mainline Highway 101 conditions. Because the impact to the Highway 101 mainline was not identified by anyone as a potential significant impact in the scoping process for this EIR, the Draft EIR focused on traffic impacts on Lucas Valley Road and the Highway 101 / Lucas Valley Road / Smith Ranch Road interchange and did not provide specific information in regard to the proposed project's impact on Highway 101 mainline conditions.

In response to DEIR comments, however, three mainline segments of Highway 101 were analyzed in this study during the AM and PM peak hours. The segments include:

- North of the Miller Creek Road Interchange;
- Between Miller Creek Road and Lucas Valley Road; and
- South of the Lucas Valley Road Interchange.

Highway 101 data was obtained from the Marin County Department of Public Works.\(^6\) The peak hour highway volumes were developed from the Marin County Congestion Management Agency (CMA).

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\(^6\) Tho Do, Traffic Engineer, Marin County Department of Public Works, February 16, 1996.
traffic model forecasts for Base Year 1990, Year 2005 and Year 2010 (Option B). CMA Base Year 1990 peak hour volumes are used here to provide existing conditions freeway analysis. The CMA Base Year 1990 volumes are used for comparative purposes only. Current estimates of existing freeway traffic in the study area were not available, with the exception of the 1994 Caltrans PM peak hour estimates referenced in the DEIR.

Using CMA Base Year 1990 model forecasts volumes for freeway segment capacity analysis produces acceptable AM and PM peak hour level of service (LOS D) operations at all segments. Exhibit 7.0-2 shows the results of the Highway 101 segment LOS analysis.

The freeway segment LOS analysis methodology is based on "ideal conditions" in which the capacity of a freeway lane is 2,000 passenger cars per lane, per hour, under design speeds of 70 and 60 miles per hour (mph). Downward adjustments to the volume are made to reflect the actual physical characteristics of the freeway, resulting in a capacity of 1,850 to 1,950 vehicles per lane. This analysis provides a volume-to-capacity (V/C) ratio (the number of vehicles divided by the number of lanes) and is related to the estimated speed of the traffic flows. The LOS for the freeway segment is derived from the V/C ratio. The segment analysis does not account for the effects of traffic stream constraints such as bottlenecks or traffic incidents which further degrade highway operations. The HCM Freeway Segment Analysis is used here to provide a method of quantifying the project's contribution of traffic per highway segment to the overall base traffic forecasts.

Existing AM and PM peak hour Highway 101 operations within the study area are affected by a number of variables which include traffic flows, lane capacity, lane utilization (basic through lane, HOV lane, auxiliary lane) travel speed, terrain and others. Prevailing peak hour freeway operations within the study area are often characterized by reduced speeds and heavy congestion which approximate LOS E and F conditions.

**Analysis Findings**

The HCM procedure for calculating V/C ratio usually employs a numerical figure of .01 (or one percent) as the smallest quantified change in the V/C ratio. However, in view of the small vehicle contributions anticipated for the project, the V/C analysis must quantify the change in the V/C ratio from project contributions based on actual measurements in increments of .001 (or 1/10 of one percent), rather than rounding upward to the smallest measurement quantity of .01 usually employed in such calculations. This is done in order to depict as accurately as possible the actual smallest measurable contributions of the project to the V/C ratio for segments of Highway 101 expected to be significantly less than one percent (.01). It should be noted that based on professional experience a difference of less than one percent would be undetectable, given traffic operations on any one day, or as affected by numerous factors (as noted earlier) and that Highway 101 would probably never operate exactly as modeled.

The project will add vehicle trips to Highway 101 during both the AM and PM peak hours. The increase in traffic levels due to the project however, will have an imperceptible effect on highway operations. The project contribution to peak hour highway volumes is minor. At most segments the project contributes less than 0.004 (four-tenths of a percent) of the total volume. The effect on highway capacity is likewise minor. In most cases the project contribution has no impact on the lane volume to capacity (V/C) ratio. At the locations where the V/C ratio is changed by the project traffic it is due to
### Exhibit 7.0-2

**Highway 101 Mainline AM/PM Peak Hour Levels of Service**

<table>
<thead>
<tr>
<th>Highway Segment</th>
<th>AM Base Year 1990 No Project</th>
<th>AM Base Year 1990 With Project</th>
<th>PM Base Year 1990 No Project</th>
<th>PM Base Year 1990 With Project</th>
</tr>
</thead>
<tbody>
<tr>
<td>Base Year</td>
<td>V/C LOS</td>
<td>V/C LOS</td>
<td>V/C LOS</td>
<td>V/C LOS</td>
</tr>
<tr>
<td>South of Lucas Valley Road</td>
<td>0.92 D</td>
<td>0.92 D</td>
<td>0.91 D</td>
<td>0.91 D</td>
</tr>
<tr>
<td>North of Lucas Valley Road</td>
<td>0.81 D</td>
<td>0.81 D</td>
<td>0.92 D</td>
<td>0.92 D</td>
</tr>
<tr>
<td>North of Miller Creek Road</td>
<td>0.80 D</td>
<td>0.81 D</td>
<td>0.92 D</td>
<td>0.92 D</td>
</tr>
</tbody>
</table>

#### Short-Range Cumulative

<table>
<thead>
<tr>
<th>Highway Segment</th>
<th>Short-Range Cumulative No Project</th>
<th>Short-Range Cumulative Project</th>
</tr>
</thead>
<tbody>
<tr>
<td>South of Lucas Valley Road</td>
<td>1.01 F</td>
<td>1.01 F</td>
</tr>
<tr>
<td>North of Lucas Valley Road</td>
<td>1.04 F</td>
<td>1.05 F</td>
</tr>
<tr>
<td>North of Miller Creek Road</td>
<td>1.07 F</td>
<td>1.08 F</td>
</tr>
</tbody>
</table>

#### Long-Range Cumulative

<table>
<thead>
<tr>
<th>Highway Segment</th>
<th>Long-Range Cumulative No Project</th>
<th>Long-Range Cumulative Project</th>
</tr>
</thead>
<tbody>
<tr>
<td>South of Lucas Valley Road</td>
<td>0.87 D</td>
<td>0.87 D</td>
</tr>
<tr>
<td>North of Lucas Valley Road</td>
<td>0.91 D</td>
<td>0.91 D</td>
</tr>
<tr>
<td>North of Miller Creek Road</td>
<td>0.93 E</td>
<td>0.93 E</td>
</tr>
</tbody>
</table>


---

a This Exhibit depicts V/C calculations rounded to three figures from actual calculations for consistency and efficiency in presentation (refer to text for further explanation of actual calculations).

b AM peak hour = southbound commute, PM peak hour = northbound commute
the fact that base volume to capacity ratio is borderline and susceptible to minor increases in volume. The Base Year LOS analysis results are shown in Exhibit 7.0-2. As shown in Exhibit 7.0-2 the north of Miller Creek Road segment, short-range (Year 2005), AM peak hour cumulative volume to capacity ratio shifts from 1.07 V/C under "no project" conditions to V/C 1.08 under "with project" conditions. The Congestion Management Program (CMP) traffic model forecast for this segment is 9,042 vehicles in the AM peak hour. The proposed project is estimated to add an additional 57 vehicles to the forecast volume for a total of 9,099 vehicles. The addition of 57 project vehicles increases the V/C ratio by 0.0068 which shifts the V/C ratio of 1.0716 (rounded to 1.07 in Exhibit 7.0-2) to 1.0784 (rounded to 1.08). In the long range (Year 2010), the north of Miller Creek Road segment, the PM peak hour cumulative volume to capacity ratio shifts from 1.04 V/C under "no project" conditions to V/C 1.05 under "with project" conditions. The CMP traffic model forecast for this segment is 8,813 vehicles in the PM peak hour. The proposed project is estimated to add an additional 32 vehicles to the forecast volume for a total of 8,845 vehicles. The addition of 32 project vehicles increases the V/C ratio by 0.0038 which shifts the V/C ratio of 1.0445 (rounded to 1.04) to 1.0483 (rounded to 1.05) at this highway segment under long-range cumulative conditions.

Under existing (base year) conditions with and without project traffic during the AM and PM peak hours all highway segments would operate at LOS D. To reiterate, the analysis findings are based on ideal conditions and serve the purpose of providing a quantitative measure, used here for purposes of comparison. "Ideal conditions" as described in the Highway Capacity Manual are not usually in effect on the study segments of Highway 101 during peak hour operations.

Under short-range cumulative conditions all Highway 101 study segments during the AM and PM peak hours would operate at LOS F, for both the no project and project scenarios. The contribution of project traffic would be minor and would cause a shift of less than one percent of the V/C ratio at some of the segments (see Exhibit 7.0-2).

Under long-range cumulative conditions all of the Highway 101 segments show improvement compared to short-range operations. This improvement is the result of roadway improvements that have been included in the Long-Range CMA model forecasts. The highway segment north of Miller Creek Road would function at LOS E (V/C = 0.93) during the AM peak hour with and without project traffic. During the PM peak hour all three segments would function at LOS E or worse. The addition of project traffic would have no measurable effect on highway LOS or V/C ratio with the exception of the segment north of Miller Creek Road during the PM peak hour where the addition of project traffic would degrade the V/C ratio by less than one percent.

**Significance Criteria**

The significance criteria established in the DEIR is concerned with intersection impacts, or in the case of highways (such as Highway 101) interchange impacts, not impacts to the mainline of a roadway, as intersection (or interchange) capacity usually determines the mainline capacity of a roadway. However, in response to comments on the DEIR, the effects on the mainline capacity of Highway 101 has been more specifically analyzed. The significance criteria applied to this analysis utilizes The Marin Countywide Plan and related Congestion Management Program (CMP) standard as the criteria of significance because these set the adopted performance standards accepted by all jurisdictions in the

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7 Turning Movement volumes and Level of Service calculations are available for review at the Marin County Community Development Agency.
County for levels of service on the mainline of Highway 101.

Policy T-1.1 of the Countywide Plan established a level of service performance standard for unincorporated streets (with certain exceptions) and for State highways (including Highway 101) to be LOS D. Because achieving LOS D requires the completion of many unfunded projects (as of 1992) the County adopted the level of service standards as shown in the Congestion Management Program (CMP) as interim performance standards.

The interim level of service performance standard established by policy T-1.1 on Highway 101 was established to be LOS E with certain exceptions. Based on the transportation forecasts prepared for the CMP the following segments of Highway 101 were excepted from LOS E standard: from Sir Francis Drake Boulevard in Greenbrae to North San Pedro Road in San Rafael and from Atherton Avenue in Novato to the Sonoma County line. As provided for in the CMP these road segments are permitted to operate at LOS F until recommended improvements are in place. Consistent with the Countywide Plan's policy to implement the Congestion Management Program's level of service standards as interim performance standards based on results of the CMP's 1992 and 1993 monitoring programs and traffic counts it was determined that several other segments of Highway 101 also operate at LOS F and therefore are incorporated into the list of highway segments designated to operate at the interim performance standard of LOS F until recommended improvements are in place. These segments include Highway 101 from Bridgeway to Sir Francis Drake, from Mission Avenue to Lincoln/Villa Streets, and from North San Pedro Road to Atherton Avenue.\(^8\)

In acknowledging existing conditions on Highway 101 Policy T-1.1 also states:

It is the intent of the County to ensure that interim service level standards are maintained and the Level of Service goal on the freeway and State roads are also achieved. However, most of U.S. Highway 101 currently operates at service level F and new development by itself cannot provide enough of the funding needed to correct the existing service level deficiencies. New development would contribute to the funding of freeway improvements through the regional mitigation fee program as described in Program T-1.3b. Other County, State, and Federal funds will be required to complete the improvements necessary to maintain Level of Service standards and achieve the Level of Service goal. The approval and occupancy of new development shall be managed to minimize impacts on the freeway system. Countywide programs should be developed which help to pace development with related funded improvements.

The three segments of Highway 101 studied in response to comments on the DEIR (north of the Miller Creek Road Interchange, between Miller Creek Road and Lucas Valley Road, and South of the Lucas Valley Road Interchange) all fall within the segments identified in the Countywide Plan and related CMP implementing standards. The Countywide Plan and CMP provides that the adopted level of service interim performance standard is LOS F for each of the segments of Highway 101 studied in response to comments on the DEIR (north of the Miller Creek Road Interchange, between Miller Creek Road and Lucas Valley Road, and South of the Lucas Valley Road Interchange). Therefore, the short-range cumulative LOS F conditions and long-range cumulative LOS F conditions of the three segments studied (with or without the project) would not represent a significant impact. The quantified change in the V/C ratio for the studied segments (less than one percent) would be undetectable at LOS F. This is

considered a de minimus effect well below the level of significance.

The short-range and long-range cumulative level of service conditions on these Highway 101 segments would remain the same, with or without the project. Therefore, the proposed project does not materially change existing and future conditions, and does not create an impact. Consistent with Countywide Plan policies (such as CD-2.3, CD-2.4 as well as T-1.1) mitigation 5.7-1(e) does recommend establishment of a Transportation Demand Management plan. To implement mitigation 5.7-1(e) it is anticipated that the existing Transportation Demand Management plan for Skywalker Ranch would be expanded to include proposed development on both Grady and Big Rock Ranches. Components of such a plan could include the use of van / buspools to transport employees from their homes or pre arranged pick-up points to the employment centers (Skywalker, Grady, or Big Rock). Implementation of such a plan would assist in maintaining current operating levels of service on Highway 101 consistent with adopted Countywide Plan policy.

**ADDITIONAL INTERSECTION ANALYSIS**

The DEIR study area includes six analysis intersections located along Lucas Valley Road. In response to DEIR comments the two unsignalized intersections located at Highway 101 and Miller Creek Road have also been analyzed under project and alternative conditions. Miller Creek Road is an arterial which provides access through the residential area of Marinwood. This road provides an interchange with Highway 101 approximately one mile north of the Lucas Valley / Highway 101 interchange and forms an intersection with Lucas Valley Road.

As discussed on page 5.7-10 of the DEIR unsignalized intersections are considered to be significant impacts if a movement of the intersection falls below LOS D. Causing further deterioration of the volume-to-capacity ratio or reserve capacity of an intersection at or below LOS E is also considered to be a significant impact. The significance criteria for unsignalized intersections is different than the significance criteria used for Highway 101 mainline impacts discussed above.

In response to this analysis, Impact 5.7-1 (Existing Plus Project AM and Peak Hour Conditions), Impact and accompanying Exhibit 5.7-6 have been revised; Impact 5.7-2 (Short-Range Cumulative AM and PM Peak Hour Conditions) and accompanying Exhibit 5.7-7 have been revised; and Impact 5.7-3 (Long-Ranch Cumulative AM and Peak Hour Conditions) and accompanying Exhibit 5.7-8 have been revised, as follows:

The following bullet is added at the end of the discussion section of Impact 5.7-1 on page 5.7-21, as follows:

- **Two unsignalized intersections at Highway 101 / Miller Creek Road** As shown in Exhibit 5.7-6, both of the intersections continue to operate at acceptable LOS D or better for all movements during the AM and PM peak hours under existing, existing plus project and alternative scenarios. This is a less-than-significant impact.

Impact 5.7.2 on page 5.7-25 of the DEIR is revised as follows:
Impact 5.7-2 Short-Range Cumulative AM and PM Peak Hour Conditions

Short-range cumulative conditions would create significant impacts for the Miller Creek Road / Lucas Valley Road, Los Gamos Road / Lucas Valley Road, Highway 101 Southbound Ramps / Lucas Valley Road, and Highway 101 Northbound Ramps / Lucas Valley Road intersections, and two unsignalized intersections at Highway 101 / Miller Creek Road. (S)

The following bullet is added at the end of the discussion section of Impact 5.7-2 on page 5.7-29, as follows:

- Two unsignalized intersections at Highway 101 / Miller Creek Road Under short-range cumulative conditions during the AM peak hour both intersections would operate at LOS B or better for all project and alternative scenarios. During the PM peak hour the Northbound Ramps would experience unacceptable LOS F operations at the northbound left-turn movement under the no project, project and alternative scenarios. The projects contribution to this condition is minor and the intersection movement would fail with or without project generated vehicle trips. This is a significant impact.

The following mitigation is added at the end of Impact 5.7-2 on page 5.7-31 of the DEIR, as follows:

Mitigation Measure 5.7-2(f) Signalization, install signals at both unsignalized intersections at Highway 101 / Miller Creek Road.

Significance After Mitigation With this measure both intersections would operate at acceptable LOS D or better under all scenarios.

The following bullet is added at the end of the discussion section of Impact 5.7-3 on page 5.7-34, as follows:

- Two unsignalized intersections at Highway 101 / Miller Creek Road Under long-range cumulative conditions during the AM and PM peak hours both intersections would experience unacceptable LOS F operations. At the Northbound Ramps the northbound left-turn would experience LOS F in both the AM and PM peak hour for all scenarios including no project. The Southbound Ramps would also experience LOS F conditions during the AM and PM peak hours at the southbound left-turn movement under all analysis scenarios. At both intersections the project's contribution of vehicle trips is minor.

The following mitigation is added at the end of Impact 5.7-3 on page 5.7-31 of the DEIR, as follows:

Mitigation Measure 5.7-2(g) Signalization, install signals at both unsignalized intersections at Highway 101 / Miller Creek Road.

Significance After Mitigation With this measure both intersections would operate at acceptable LOS D or better under all scenarios.

As stated on page 5.7-29 of the DEIR Master Plan approval would be conditioned upon the applicant paying its fair share prior to issuance of a building permit for the recommended mitigation measure.

Exhibit 5.7-6, 5.7-7, and 5.7-8 of the DEIR is revised as follows:


### Exhibit 5.7-6 (revised)

**Existing Plus Project AM/PM Peak Hour Levels of Service**

<table>
<thead>
<tr>
<th>AM Peak Hour</th>
<th>Existing AM Peak Hour</th>
<th>Existing Plus Project&lt;sup&gt;a&lt;/sup&gt;</th>
<th>Existing Plus Reduced Project&lt;sup&gt;b&lt;/sup&gt;</th>
<th>Existing Plus Current Zoning&lt;sup&gt;c&lt;/sup&gt;</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Signalized Intersections</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Las Gallinas/Lucas Valley</td>
<td>0.67 B</td>
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<td>0.68 B</td>
<td>0.73 C</td>
</tr>
<tr>
<td>Hwy 101 NB Ramps/Smith Ranch</td>
<td>0.82 D</td>
<td>0.88 D</td>
<td>0.85 D</td>
<td>0.84 D</td>
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<tr>
<td><strong>Unsignalized Intersections</strong></td>
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<tr>
<td>Mt. Lassen/Lucas Valley</td>
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</tr>
<tr>
<td>Northbound Shared</td>
<td>671 A</td>
<td>652 A</td>
<td>662 A</td>
<td>587 A</td>
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<td>254 C</td>
<td>156 D</td>
<td>199 D</td>
<td>181 D</td>
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<td>Miller Creek/Lucas Valley</td>
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<td>161 D</td>
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<td>577 A</td>
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<td>749 A</td>
<td>743 A</td>
</tr>
</tbody>
</table>

**Note:**
- Signalized intersections, V/C = the volume-to-capacity ratio
- Unsignalized intersections, Cr = the reserve capacity of an intersections movement

**Source:** Wilbur Smith Associates

---

<sup>a</sup> Project = Grady Ranch + Big Rock Ranch inclusive (maximum 640 employees)

<sup>b</sup> Reduced Project = Grady Ranch development only (maximum 340 employees)

<sup>c</sup> "Current Zoning" could more accurately be called "residential development alternative" and is equivalent to 206 units.
### Exhibit 5.7-6 (Revised) (Continued)

**Existing Plus Project AM/PM Peak Hour Levels of Service**

<table>
<thead>
<tr>
<th>PM Peak Hour</th>
<th>Existing PM Peak Hour</th>
<th>Existing Plus Project&lt;sup&gt;a&lt;/sup&gt;</th>
<th>Existing Plus Reduced Project&lt;sup&gt;b&lt;/sup&gt;</th>
<th>Existing Plus Current Zoning&lt;sup&gt;c&lt;/sup&gt;</th>
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<tr>
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<td>V/C</td>
<td>LOS</td>
<td>V/C</td>
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<tr>
<td>Las Gallinas/Lucas Valley</td>
<td>0.50</td>
<td>A</td>
<td>0.53</td>
<td>A</td>
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<tr>
<td>Hwy 101 NB Ramps/Smith Ranch</td>
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<td>B</td>
<td>0.72</td>
<td>C</td>
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<tr>
<td><strong>Unsignalized Intersections</strong></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mt. Lassen/Lucas Valley</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Northbound Shared</td>
<td>756</td>
<td>A</td>
<td>684</td>
<td>A</td>
</tr>
<tr>
<td>Southbound Shared</td>
<td>209</td>
<td>C</td>
<td>157</td>
<td>D</td>
</tr>
<tr>
<td>Miller Creek/Lucas Valley</td>
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<td></td>
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<tr>
<td>Southbound Left</td>
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<td>D</td>
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<td>A</td>
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<td>A</td>
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<td>Hwy 101 SB Ramps/Lucas Valley</td>
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<td>363</td>
<td>B</td>
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<tr>
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<td>B</td>
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<tr>
<td>Westbound Left</td>
<td>757</td>
<td>A</td>
<td>752</td>
<td>A</td>
</tr>
</tbody>
</table>

**Note:**
- Signalized intersections, V/C = the volume-to-capacity ratio
- Unsignalized intersections, Cr = the reserve capacity of an intersections movement

**Source:** Wilbur Smith Associates

---

<sup>a</sup> Project = Grady Ranch + Big Rock Ranch inclusive (maximum 640 employees).

<sup>b</sup> Reduced Project = Grady Ranch development only (maximum 340 employees).

<sup>c</sup> "Current Zoning" could more accurately be called "residential development alternative" and is equivalent to 206 units.
### Exhibit 5.7-7 (Revised)

**Short-Range Cumulative AM/PM Peak Hour Levels of Service**

<table>
<thead>
<tr>
<th>AM Peak Hour</th>
<th>Short-Range Cumulative&lt;sup&gt;a&lt;/sup&gt; No Project</th>
<th>Short-Range Cumulative Project&lt;sup&gt;b&lt;/sup&gt;</th>
<th>Short-Range Cumulative Reduced Project</th>
<th>Short-Range Cumulative Current Zoning&lt;sup&gt;d&lt;/sup&gt;</th>
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</thead>
<tbody>
<tr>
<td><strong>Signalized Intersections</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Las Gallinas/Lucas Valley</td>
<td>0.72 C</td>
<td>0.73 C</td>
<td>0.72 C</td>
<td>0.78 C</td>
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<tr>
<td>Hwy 101 NB Ramps/Smith Ranch</td>
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<td>0.92 E</td>
<td>0.89 D</td>
<td>0.88 D</td>
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<tr>
<td><strong>Unsignalized Intersections</strong></td>
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<td></td>
<td></td>
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<tr>
<td>Mt. Lassen/Lucas Valley</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Northbound Shared</td>
<td>658 A</td>
<td>639 A</td>
<td>648 A</td>
<td>576 A</td>
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<tr>
<td>Southbound Shared</td>
<td>235 C</td>
<td>138 D</td>
<td>180 D</td>
<td>165 D</td>
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<td>Miller Creek/Lucas Valley</td>
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<td></td>
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<td>Southbound Left</td>
<td>102 D</td>
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<td>Southbound Right</td>
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<td>478 A</td>
<td>552 A</td>
<td>604 A</td>
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<td>105 D</td>
<td>109 D</td>
<td>73 E</td>
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<td>Hwy 101 SB Ramps/Lucas Valley</td>
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<td>451 A</td>
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<td>Hwy 101 SB Ramps/Miller Creek</td>
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<td>730 A</td>
<td>728 A</td>
<td>722 A</td>
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</table>

Note: Signalized intersections, V/C = the volume-to-capacity ratio  
Unsignalized intersections, Cr = the reserve capacity of an intersections movement

Source: Wilbur Smith Associates

---

<sup>a</sup>  Short-Range scenarios assume the existing roadway.

<sup>b</sup>  Project = Grady Ranch + Big Rock Ranch (maximum 640 employees).

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<sup>d</sup>  "Current Zoning" could more accurately be called "residential development alternative" and is equivalent to 206 units.
### Exhibit 5.7-7 (Revised) (Continued)
Short-Range Cumulative AM/PM Peak Hour Levels of Service

<table>
<thead>
<tr>
<th>PM Peak Hour</th>
<th>Short-Range Cumulative&lt;sup&gt;a&lt;/sup&gt; No Project</th>
<th>Short-Range Cumulative Project&lt;sup&gt;b&lt;/sup&gt;</th>
<th>Short-Range Cumulative Reduced Project&lt;sup&gt;c&lt;/sup&gt;</th>
<th>Short-Range Cumulative Current Zoning&lt;sup&gt;d&lt;/sup&gt;</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Signalized Intersections</strong></td>
<td></td>
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<td></td>
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<tr>
<td>Las Gallinas/Lucas Valley</td>
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<td>V/C A</td>
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<td>V/C A</td>
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<tr>
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<td>V/C B</td>
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<td>V/C C</td>
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<td><strong>Unsignalized Intersections</strong></td>
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<td>Mt. Lassen/Lucas Valley</td>
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<td>Northbound Shared</td>
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<td>Cr  A</td>
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<td>Cr  A</td>
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<td>Cr  A</td>
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</tbody>
</table>

**Note:**
- Signalized intersections, V/C = the volume-to-capacity ratio
- Unsignalized intersections, Cr = the reserve capacity of an intersections movement

Source: Wilbur Smith Associates

---

<sup>a</sup> Short-Range scenarios assume the existing roadway.

<sup>b</sup> Project = Grady Ranch + Big Rock Ranch (maximum 640 employees).

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### Exhibit 5.7-8 (Revised)
#### Long-Range Cumulative AM/PM Peak Hour Levels of Service

<table>
<thead>
<tr>
<th>AM Peak Hour</th>
<th>Long-Range Cumulative&lt;sup&gt;a&lt;/sup&gt;</th>
<th>Long-Range Cumulative&lt;sup&gt;b&lt;/sup&gt;</th>
<th>Long-Range Cumulative&lt;sup&gt;c&lt;/sup&gt;</th>
<th>Long-Range Cumulative&lt;sup&gt;d&lt;/sup&gt;</th>
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<td>Project</td>
<td>Reduced Project</td>
<td>Current Zoning</td>
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<tr>
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<td>LOS</td>
<td>Cr</td>
<td>LOS</td>
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<td>553 A</td>
<td>561 A</td>
<td>493 A</td>
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<tr>
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<td>32 E</td>
<td>55 E</td>
<td>47 E</td>
</tr>
<tr>
<td>Miller Creek/Lucas Valley</td>
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<td>-134 F</td>
<td>-144 F</td>
<td>-132 F</td>
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<tr>
<td>Southbound Left</td>
<td>509 A</td>
<td>361 B</td>
<td>432 A</td>
<td>481 A</td>
</tr>
<tr>
<td>Southbound Right</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Hwy 101 SB Ramps/Lucas Valley</td>
<td>--</td>
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<td>--</td>
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</tr>
<tr>
<td>Hwy 101 NB Ramps/Miller Creek</td>
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<td>-8 F</td>
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<td>453 A</td>
<td>455 A</td>
</tr>
<tr>
<td>Eastbound Left</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Hwy 101 SB Ramps/Miller Creek</td>
<td>-106 F</td>
<td>-106 F</td>
<td>-106 F</td>
<td>-107 F</td>
</tr>
<tr>
<td>Southbound Left</td>
<td>283 C</td>
<td>281 C</td>
<td>282 C</td>
<td>276 C</td>
</tr>
<tr>
<td>Westbound Left</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Note:**
- Signalized intersections, V/C = the volume-to-capacity ratio
- Unsignalized intersections, Cr = the reserve capacity of an intersections movement

**Source:** Wilbur Smith Associates

---

<sup>a</sup> Long-Range scenarios include improvements to the Highway 101 southbound ramps and Los Gamos Road

<sup>b</sup> Project = Grady Ranch + Big Rock Ranch (maximum 640 employees).

<sup>c</sup> Reduced Project = Grady Ranch development only (maximum 340 employees).

<sup>d</sup> "Current Zoning" could more accurately be called "residential development alternative" and is equivalent to 206 units.
### Exhibit 5.7-8 (Revised) (Continued)
#### Long-Range Cumulative AM/PM Peak Hour Levels of Service

<table>
<thead>
<tr>
<th>PM Peak Hour</th>
<th>Long-Range Cumulative(^a) No Project</th>
<th>Long-Range Cumulative Project(^b)</th>
<th>Long-Range Cumulative Reduced Project(^c)</th>
<th>Long-Range Cumulative Current Zoning(^d)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Signalized Intersections</strong></td>
<td>V/C LOS</td>
<td>V/C LOS</td>
<td>V/C LOS</td>
<td>V/C LOS</td>
</tr>
<tr>
<td>Las Gallinas/Lucas Valley</td>
<td>0.62 B</td>
<td>0.64 B</td>
<td>0.63 B</td>
<td>0.70 B</td>
</tr>
<tr>
<td>Los Gamos/Lucas Valley</td>
<td>0.71 C</td>
<td>0.72 C</td>
<td>0.71 C</td>
<td>0.72 C</td>
</tr>
<tr>
<td>Hwy 101 NB Ramps/Smith /Ranch</td>
<td>0.77 C</td>
<td>0.79 C</td>
<td>0.78 C</td>
<td>0.81 D</td>
</tr>
<tr>
<td><strong>Unsignalized Intersections</strong></td>
<td>Cr LOS</td>
<td>Cr LOS</td>
<td>Cr LOS</td>
<td>Cr LOS</td>
</tr>
<tr>
<td>Mt. Lassen/Lucas Valley</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Northbound Shared</td>
<td>585 A</td>
<td>531 A</td>
<td>557 A</td>
<td>536 A</td>
</tr>
<tr>
<td>Southbound Shared</td>
<td>58 E</td>
<td>21 E</td>
<td>36 E</td>
<td>100 D</td>
</tr>
<tr>
<td>Miller Creek/Lucas Valley</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Southbound Left</td>
<td>9 F</td>
<td>-12 F</td>
<td>-4 F</td>
<td>-26 F</td>
</tr>
<tr>
<td>Southbound Right</td>
<td>350 A</td>
<td>333 B</td>
<td>343 B</td>
<td>285 C</td>
</tr>
<tr>
<td>Hwy 101 SB Ramps/Lucas Valley</td>
<td>--</td>
<td>--</td>
<td>--</td>
<td>--</td>
</tr>
<tr>
<td>Hwy 101 NB Ramps/Miller Creek</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Northbound Left</td>
<td>-325 F</td>
<td>-327 F</td>
<td>-326 F</td>
<td>-328 F</td>
</tr>
<tr>
<td>Eastbound Left</td>
<td>326 B</td>
<td>320 A</td>
<td>323 B</td>
<td>319 B</td>
</tr>
<tr>
<td>Hwy 101 SB Ramps/Miller Creek</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Southbound Left</td>
<td>-65 F</td>
<td>-67 F</td>
<td>-67 F</td>
<td>-67 F</td>
</tr>
<tr>
<td>Westbound Left</td>
<td>256 C</td>
<td>253 C</td>
<td>254 C</td>
<td>252 C</td>
</tr>
</tbody>
</table>

**Note:** Signalized intersections, V/C = the volume-to-capacity ratio
Unsignalized intersections, Cr = the reserve capacity of an intersections movement

**Source:** Wilbur Smith Associates

---

\(^a\) Long-Range scenarios include improvements to the Highway 101 southbound ramps and Los Gamos Road

\(^b\) Project = Grady Ranch + Big Rock Ranch (maximum 640 employees).

\(^c\) Reduced Project = Grady Ranch development only (maximum 340 employees).

\(^d\) "Current Zoning" could more accurately be called "residential development alternative" and is equivalent to 206 units.
CONSTRUCTION IMPACTS

Construction of the proposed project is planned for five phases and would require approximately five to six years to complete. Phase 1 would include the site preparation work for Grady Ranch, the Lucas Valley Road realignment, the construction of the Grady Ranch Main Building and Gate House (total of 300,000 square feet) and construction of a 350 space parking garage. Phase 1 represents the period of the most intense construction activity for the planned five phases and would last for approximately 22 months. A complete schedule of anticipated phases in included in Response to Comment 1-34.

The initial activity under Phase 1 would consist of site preparation and roadwork. This activity is estimated to last for a duration of approximately six months and require 40 workers per day during the two-three peak months of activity. Truck deliveries associated with the site work are estimated at 40 peak activity deliveries per day.9 Truck traffic for site work would consist mainly of earth moving equipment transport trucks and dump trucks.

The construction of buildings on the Grady Ranch site during Phase 1 is estimated to last for approximately 18 months. The peak period for this activity would be eight to ten months with 125 peak workers per day. Building construction would generate an estimated 30 peak truck deliveries per day. Truck traffic related to building construction would be characterized by concrete trucks, semi flatbed trucks, freight trucks and equipment hauling trucks.10 As noted, Phase 1 represents the most active construction period planned for the project. The peak period of construction activity generated by the overall project would last between eight-ten months and estimated peak workers per day would number 125 with peak deliveries at 30 trucks per day.

The work day schedule for construction workers at this project would begin at 7:00 to 7:30 AM and end at 3:00 to 3:30 PM, Monday through Friday. All construction staging operations would occur on site. Parking for construction worker vehicles, construction delivery trucks and heavy equipment would be provided on site.11 See Response to Comment 1-13 for additional mitigations to restrict the times of grading and impact tool use on Grady Ranch.

Because overall traffic volumes are low, noise generated by construction trucks would not increase the existing noise level significantly. Note that the significance criteria on page 5.9-6 uses Ldn noise levels, that is, the average day/night noise level. While an individual truck might be noticeable, it would not be considered significant, as the average noise level would rise only very slightly. It would take a great number of trips to generate a significant impact in this setting. This is explained in more detail in Impact 5.9-2 (Traffic Noise Impacts), which is labeled a less-than-significant impact.

Construction of the proposed project would increase traffic volumes on Highway 101 and on Lucas Valley Road. During the peak phase of construction (Phase 1, building construction) up to 125 worker trips and 30 truck deliveries could be generated during the peak period duration (eight-ten months) on a daily basis. The majority of construction workers however will travel during off-peak hours and will

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10 Ibid.

11 Wilbur Smith Associates interview with Peter Rosell, Vice President / Project Manager, Nordby Construction Company, March 20, 1996.
not have a significant impact on study area intersection operations during the AM or PM peak hours. Construction truck traffic will reduce overall vehicle speeds and increase vehicle delay intermittently throughout the day along Lucas Valley Road. It is likely that this impact will be spread over the course of a day and that the cumulative daily impact of vehicle delay and speed reduction will not be significant in terms of traffic operations.

The introduction of project construction related vehicle trips to Lucas Valley Road will increase traffic in the area over a five year period to varying levels. The traffic increases will have an incremental effect on pedestrian, bicycle and vehicle circulation in the area. The impact of the estimated peak period construction vehicles on Lucas Valley Road, particularly truck traffic, can be managed in order to reduce operational problems and enhance safety. As explained, above, traffic noise impacts are labeled as less-than-significant impact in Impact 5.9-2 on page 5.9-8. However, the following mitigations would further reduce less-than-significant impacts:

- Ensure through the project approval process that the majority of site construction work begins no later than 7:30 AM and ends no later than 4:00 PM daily.

- Ensure through the project approval process that the majority of construction site truck deliveries are scheduled during off-peak traffic periods.

- Strict enforcement of posted vehicle speeds on Lucas Valley Road during the morning and afternoon peak periods for construction worker travel. An analysis of accident data for the past five years on Lucas Valley Road shows that the majority of vehicle accidents in this area were the result of excessive speed. The accident profiles further show that other factors such as roadway conditions, time of day and traffic volumes had minor impact on the occurrence of accidents in this area. Excessive speed, followed by operating a vehicle under the influence of alcohol were shown to be the major cause of accidents on Lucas Valley Road. The results of the accident analysis are discussed below.

While construction of the proposed project will increase traffic in the study area, the increase will not significantly affect peak hour intersection operations due to the early start and finish work times for construction crews.

**SIGHT DISTANCE ANALYSIS**

A sight stopping distance survey was conducted by the EIR traffic consultant at five locations along Lucas Valley Road on February 5, 1996 in response to a number of DEIR comments. Corner sight distances\(^\text{12}\) for right turns and left turns from minor streets onto Lucas Valley Road were measured. These distances were then compared to the standard recommended sight distances in the Caltrans' Highway Design Manual. Exhibit 7.0-3 shows the findings of the sight distance surveys as measured in the field.

As shown in Exhibit 7.0-3, there is sufficient sight distance for vehicles to turn from the minor streets on to Lucas Valley Road. All of the locations meet or exceed Caltrans safety standards. It is noted

\(^{12}\) Corner sight distance is the distance for a clear line of sight between the driver of a vehicle waiting at the crossroad and the driver of an approaching vehicle on the main road.
### Lucas Valley Road -- Accident Summary

<table>
<thead>
<tr>
<th>Number of Accidents</th>
<th>Primary Collision Factor</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>Excessive Speed</td>
</tr>
<tr>
<td>11</td>
<td>Unsafe Turning Movement</td>
</tr>
<tr>
<td>6</td>
<td>Driving Under Influence (DUI)</td>
</tr>
<tr>
<td>6</td>
<td>Other Than Driver</td>
</tr>
<tr>
<td>4</td>
<td>Illegal Passing</td>
</tr>
<tr>
<td>3</td>
<td>Left Turn Not Yielding</td>
</tr>
<tr>
<td>3</td>
<td>Yield To Highway</td>
</tr>
<tr>
<td>2</td>
<td>Undocumented</td>
</tr>
<tr>
<td>1</td>
<td>Unsafe Backing</td>
</tr>
<tr>
<td>1</td>
<td>U-turn -- Residential Area</td>
</tr>
<tr>
<td><strong>54</strong></td>
<td><strong>Total</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of Accidents</th>
<th>Type of Collision</th>
</tr>
</thead>
<tbody>
<tr>
<td>26</td>
<td>Hit Object (trees, signs, etc.)</td>
</tr>
<tr>
<td>7</td>
<td>Overturned</td>
</tr>
<tr>
<td>6</td>
<td>Other</td>
</tr>
<tr>
<td>4</td>
<td>Broadside</td>
</tr>
<tr>
<td>4</td>
<td>Sideswipe</td>
</tr>
<tr>
<td>4</td>
<td>Head-On</td>
</tr>
<tr>
<td>3</td>
<td>Rearend</td>
</tr>
<tr>
<td><strong>54</strong></td>
<td><strong>Total</strong></td>
</tr>
</tbody>
</table>

attempts rather than factors related to roadway conditions such as left turn not yielding (which is often related to sight distance problems). The data suggests that the roadway itself does not present any clear hazards to drivers.

The data further suggests that bicyclists on Lucas Valley Road are at risk from vehicles traveling at excess speed. Of the six bicycle/vehicle accidents, three were caused by speeding vehicles at locations between four and five miles west of the Highway 101 interchange on Lucas Valley Road. Excessive speed is the major cause of accidents on Lucas Valley Road, which is typical on rural roadways.

**Emergency Vehicle Response**

Information related to emergency vehicle dispatch and response time within the Lucas Valley Road corridor was provided by the Marinwood Fire Department.\(^{13}\) Fire department reports for years 1994 and 1995 showed that the department responded to nine emergency calls along Lucas Valley Road within the study area, with an average response time of 7.5 minutes.

**SKYWALKER RANCH**

Some commentors are concerned with the representation of the Skywalker Ranch in both the short- and long-range cumulative traffic forecasts. The list of cumulative projects does not include Skywalker Ranch. Some commentors suggest that Skywalker Ranch may experience growth in the future and that if the traffic model does not account for this potential growth then the forecasts are not adequate.

The combination of County imposed site occupancy limits on Skywalker Ranch as well as the methodology used to account for background (base) traffic in the City of San Rafael Traffic Model, indicates that the forecasts used in the DEIR adequately represent both existing and future Skywalker Ranch vehicle trip generation.

**Skywalker Development**

Development on Skywalker Ranch is permitted up to a maximum of 300 employees and guests. The number of daily occupants (employees, contract employees and visitors) varies due to both a seasonal and project demand basis. Based on data provided by Lucasfilm, the number of full-time employees has ranged from 150 to 180 over the past 18 month period. Part-time employees, contract employees and guests have numbered approximately 100 depending on project demands. In April 1996 Wilbur Smith Associates (the EIR traffic analyst) requested a survey of person and vehicle trips at Skywalker Ranch. The survey indicated that there were 288 persons on site during one weekday (24 hour) period. The survey was conducted during peak season for Skywalker Ranch. Peak season occurs due to an increase in activity prior to the summer months, when a number of new films are released.

**North San Rafael Traffic Model Methodology**

Traffic forecasts used for the DEIR impact analysis were from the 1995 North San Rafael (NSR) Traffic Model developed by W-Trans, consultants to the City of San Rafael. This model was used because it provided the latest forecasts for the Lucas Valley study area and for purposes of maintaining

\(^{13}\) Data Provided by Steve Heine, Captain, Marinwood Fire Department. March 1996.
consistency between the County and City of San Rafael. Model outputs included PM peak hour turning movement volumes for both short- and long-range cumulative forecasts. These forecasts form the base traffic data on which the various DEIR traffic scenarios are analyzed.

The initial steps in the development of the NSR model included the collection of existing PM peak period intersection vehicle counts. The peak period count data was used to develop a base line to which traffic generated from approved projects and potential land use developments was added in order to model future conditions. The existing PM peak period vehicles counts taken for the NSR model in the in the project study area were conducted on February 2, 1995. According to Lucasfilm employment and security records there were 264 persons occupying Skywalker Ranch, on February 2, 1995, bringing the site to 88 percent of capacity within the 300 person occupancy limit.

A key project study area intersection, Lucas Valley Road / Las Gallinas Avenue is also included in the NSR model network. This intersection is important because it receives over 60 percent of the existing Skywalker Ranch peak hour traffic (westbound through in the morning and eastbound through in the evening), and would receive approximately the same percentage share of the proposed Grady Ranch / Big Rock Ranch project peak hour traffic. The February 2, 1995 traffic count at this intersection included the vehicle trip activity associated with 264 Skywalker Ranch occupants. The NSR model captured a peak hour level of vehicle activity that sufficiently represents this development and is valid for purposes of future forecast analysis under conditions of a 300 person occupancy level.

Under the Master Plan condition of approval the potential for growth at Skywalke: Ranch from the February 2, 1995 level is for 36 persons. This increase in persons would result in approximately 30 additional vehicle trips (using a conservatively low vehicle occupancy rate of 1.2 persons per vehicle) from Skywalker Ranch. The additional vehicle trips distributed over the study area network would have an imperceptible effects on peak hour intersection operations. The heaviest concentration of the additional traffic would consist of 18 vehicles on Lucas Valley Road.

As with all regional scale traffic modeling efforts, a series of calibrations and adjustments are required before the forecasts are considered to be accurate within given preset tolerances. The Skywalker Ranch occupancy rate (88 percent of the capacity limit) of February 2, 1995 is "built into" the base line model data, and as such is represented in the traffic model forecasts. Skywalker Ranch was part of a Traffic Analysis Zone (TAZ) in the NSR model which included a large area of west Marin County and represents the aggregate of thousands of daily vehicle trips. As noted, an increase of approximately 30 vehicles due to 100 percent site occupancy would not result in any significant or measurable effects on study area traffic operations, as the addition of 30 vehicle trips would be insignificant with the background cumulative context of the NSR model. The fact that Skywalker Ranch was at 88 percent of permitted occupancy on the day that unadjusted background traffic volumes were collected for the NSR model indicates that this particular activity center is adequately and sufficiently represented in the model forecasts.

In conclusion, the current NSR forecasts used for the DEIR traffic analysis adequately represents Skywalker Ranch development and revisions to the short- and long-term cumulative traffic analysis are not required.

**DISCUSSION OF FAIR SHARE**

A number of commentors have requested additional information on a requirement in Mitigation
Measures 5.7-1, 5.7-2, and 5.7-3 requiring that the applicant pay its "fair share" towards any transportation recommendations in the mitigation measures. This mitigation requirement follows from Policy T-1.3 of *The Marin Countywide Plan* ("Fair Share for Transportation System Improvements"), which states that "New development should pay a fair share of the costs for providing local and regional transportation system improvements necessary to serve new development." In determining a project's fair share important "nexus" questions need to be answered. In this situation, nexus refers to the relationship between the fee that is charged and the impact that the development creates on the transportation system. According to Tho Do, Marin County Department of Public Works normally Marin County would project the PM peak hour volume for Year 2010 for a roadway segment or intersection and then estimate the project's contribution to the PM peak hour traffic volume. The project's share of the PM peak hour traffic volume would represent the project fair share cost for the particular improvement. For example, say that a project requires that an intersection must be improved to meet traffic standards, and the intersection improvements would cost $100,000. If the project contributes 30 percent of the cumulative PM peak hour traffic at the intersection, then the project's "fair share" payment would be $30,000.

**Northgate Activity Center Plan**

One example of a fair share program already in effect is the Northgate Activity Center Plan. This is a traffic mitigation plan established by Marin County (Resolution 84-501) and the City of San Rafael, to establish a fair share payment on projects that affect the northern San Rafael area, including the Highway 101 / Lucas Valley Road and Los Gamos Road / Lucas Valley Road intersections. As the Proposed Project would affect the operation of these intersections, the applicant would be required to pay a certain amount of the improvements to these intersections, based on the number of PM peak hour project trips the project would generate. For example, the project would generate 74 PM peak hour trips at the Los Gamos intersection. Based on 1994 fees of $2,575 per trip, this would mean that the applicant would be required to pay $190,550 in fair share fees for this intersection. (Note that these fees change based on yearly traffic numbers). As discussed on page 5.7-29 the amount of this fee would be offset by 55 percent of the cost of other area wide improvements financed by the applicant. According to Tho Do, Marin County Department of Public Works improvements along Lucas Valley Road would likely be considered to be area wide improvements and thus would qualify for the 55 percent offset. This determination would need to be confirmed by the Marin County Planning Commission and Board of Supervisors. As stated in the DEIR, Master Plan approval would be conditioned upon the applicant paying its fair share prior to issuance of a building permit.

**Other Improvements**

For improvements outside of the established fee schedule of the Northgate Activity Center Plan, determining a "fair share" of traffic improvement costs for the Proposed Project would be determined by the County, with input from the applicant and the City of San Rafael. In those cases where mitigation is required as a direct result of project-generated trips, the County can require that the improvement be financed and implemented by the applicant as a condition of project approval. This approach is generally used for local and smaller improvements such as lane restriping, landscaping, and stop sign installation.
D. Master Response on Additional Building Information

A number of commentors have asked for more information on the dimension of the proposed buildings. These are shown on four new exhibits, Exhibits 7.0-5 to 7.0-8.

Note that the applicant has stated that the interior divisions of the various structures are shown but they are not proposed physical divisions; rather they are a preliminary conceptual suggestion of what portions might be developed to separate functional areas of the applicant's business operations. Lucasfilm has stated that they cannot specify in fixed detail just how many of its employees will be involved in one or more particular business functions, or just where within the building area those functions will be fulfilled, as time progresses.14

E. Master Response on Trail Issues

Trails are discussed on pages 5.10-16 to 5.10-21 of the DEIR.

The DEIR stated in Impact 5.10-14 (Trail Impacts) on pages 5.10-19 to 5.10-20 of the DEIR that the applicant only proposed trails for equestrian and pedestrian use, and not for bicycle use. The applicant has since clarified the nature of the proposed trail use, and has stated that proposed project intend to conform to the County trail designation guidelines, which would allow access by pedestrian, equestrian, bicyclists.15 In addition, the applicant has stated that they have proposed public trail access throughout the project site, including McGuire, Loma Alta, Big Rock, and Grady Ranches, except through project development areas. In response to these clarifications, Impact 5.10-14 is clarified as follows:

**Impact 5.10-14 Trails Impacts**

The project describes proposed trails on the property. The project plans do not include an offer of dedication for trail easements for all of the trails required under the Marin Countywide Trails Plan. In addition, trail uses are inconsistent with the Trails Plan. These are This is a significant impacts. (S)

The Lucasfilm Master Plan has proposed public trail access throughout the project site, including McGuire, Loma Alta, Big Rock, and Grady Ranches, except through project development areas.16 Lucasfilm has proposed that the trails conform to the Countywide Trails Plan, which requires Proposed Combined Use, which allows equestrian, pedestrian, and bicycle use.

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16 This is shown in Master Plan sheet numbers 1, 9, and 10, and clarified in a letter from Douglas Letter from Douglas Ferguson, applicant's representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, March 20, 1996.
Exhibit 7.0-6
Building Elevations--Grady Ranch

Source: Lucasfilm Grady Ranch/Big Rock Ranch Master Plan Application, Sheet Number 5
Exhibit 7.0-14--Grady Ranch

View Looking South From Grady Ranch Trail--Existing Conditions (Viewpoint 7)

Source: Michael Reardon
Exhibit 7.0-15--Grady Ranch
View Looking South From Grady Ranch Trail--Proposed Project (Viewpoint 7)
Exhibit 7.0-16--Big Rock Ranch
View From McGuire Ranch Trail--Existing Conditions (Viewpoint 8)
Exhibit 7.0-18
View From Big Rock Ranch Ridge Trail-Existing Conditions (Viewpoint 9)
analyses were included.

3) The 1992 DEIR (available for review at the Marin County Community Development Agency offices) included an analysis of 13 alternative sites, and it was felt that an update of the previous section should be performed to provide more current information.

**Second step**

This step involves determining if feasible alternative locations exist. Alternative sites are more likely to be feasible for public projects, but can be feasible for private projects under certain circumstances (such as if the developer owns or controls other sites or has the ability to purchase or lease other sites).²¹ The EIR took the following steps in determining feasible alternative locations:

- **Define study area** A study area for off-site alternatives was defined to include land in the nearby Marin County area, including both unincorporated and incorporated communities. However, sites outside the nearby area were also included that has been examined by the applicant, such as in Richmond / Point Richmond and San Mateo County.

- **Identify sites that could physically accommodate the project** To identify feasible alternative sites, it was first important to identify sites that could physically accommodate the project. A number of sources were utilized to potential sites in the DEIR:
  - PROPDEV, an inventory of proposed development projects and site information for Marin County.
  - Staff at the Marin County Community Development Agency and City of San Rafael Planning Department ²²
  - The Previous 1992 DEIR list of alternative sites
  - An interview with Doug Ferguson, the applicant's representative, on May 5, 1995. The project applicant performed an analysis of alternative sites. All sites examined by the applicant were included into the list of sites that could physically accommodate the project.

In response to comments in the DEIR, a number of other sources were also used:

- Additional interviews with staff at the Marin County Community Development Agency and City of San Rafael Planning Department ²³
- Vacant ARP and RMP parcels (land zoned with the same districts as the project site) were identified throughout all of unincorporated Marin County. Of the 29,279 assessor's parcels in the County, 3,561 parcels are zoned ARP or RMP, with the largest concentrations in the

²¹ From *Goleta II, op. cit.*

²² Nichols • Berman conversations with Jean Hasser, City of San Rafael Planning Department, May 1, 1995 and ongoing conversations with Marin County Community Development Agency staff (Tim Haddad and Denn Pewell).

²³ Nichols • Berman conversation with Jean Hasser, February 2 and May 14, 1996.
Kentfield, Lucas Valley, Marin City, Sleepy Hollow, Strawberry, Tiburon, and Tamalpais Valley areas. Of these 3,561 parcels, 738 are vacant according to assessor records. However, not all of these vacant parcels are available for development. Parcels deemed to be not available for development include those that are:

1. Publicly-owned for the purpose of open space
2. Subject to permanent agricultural or open space conservation easements
3. Entirely below the mean high tide line, subject to public trust law
4. Not separate, legal building sites, such as street right-of-ways, merged parcels, interim parcels resulting from lot line adjustments, and private open space and common areas
5. Already programmed for development, such as approved master-planned developments currently being considered

Identify if those sites which could physically accommodate the project are "feasible." A "feasible alternative" is defined as one which can be "accomplished in a successful manner within a reasonable period of time, taking into account economic, legal, social, and technological factors." 24 Factors considered in determining the feasibility of alternative sites include site suitability for development, economic viability, availability of infrastructure, general plan consistency, other plans or regulatory limitations, jurisdictional boundaries, and applicant's ability to acquire the sites. For example, if the availability of a site is entirely speculative, it is not considered a feasible site under CEQA. 25

Moreover, CEQA requires analysis of a range of reasonable alternatives which would feasibly attain most of the project objectives. 26 This requires an analysis to examine how each project objective relates to each potential alternative site. It is important to remember that the County or EIR consultant is not responsible for establishing the "basic objectives" of the project. This is determined by the project applicant for his or her project. Project objectives as defined by the applicant are included on page 6.0-1 of the DEIR.

Third step

This step is a limited new analysis of feasible alternative locations. The State CEQA Guidelines recognize that information about alternative sites' physical characteristics, including constraints, is limited. It normally is beyond the scopes of most EIRs to obtain and analyze information about environmental conditions of sites other than the project site. The State CEQA Guidelines direct EIRs to rely on available information (such as previous EIRs) to the extent possible but do not require EIRs to analyze alternative sites if the effects cannot be "reasonably ascertained and whose implementation is remote and speculative." This third step was not performed for this EIR, because no feasible alternatives were found under the second step.

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24 The State CEQA Guidelines, op. cit., Section 15364.


26 CEQA Guidelines, Section 15126(d).
new proposal did not include a Countywide Plan Amendment application. The Rezoning application requested that Grady Ranch be rezoned to Residential/Commercial Multiple Planned District (RMPC). The new project description was revised from previous submittals. Of primary relevance to this discussion is the fact that in the opinion of County staff, "the main purpose of the project shifted from providing commercial/light industrial space for Industrial Light and Magic to providing high-tech industry office space for the development of digital film and interactive media products."  

**Staff Considerations in Reviewing Current Project Application**

In addition to the project re-design that occurred between 1992 and 1994, the County also adopted a new Countywide Plan on January 18, 1994. According to County staff, "the most critical change from the previous plan was the adoption of new specific land use policies and maps which clearly established land use designations and maximum residential density and non-residential building intensity ranges. The land use designations were based on several factors of which existing zoning was the most critical factor."  

On April 13, 1995, County staff preliminarily determined that the Lucasfilm Countywide Plan Amendment and Rezoning applications were neither necessary nor required for the revised project after close review of all applicable Countywide Plan policies and Zoning Code regulations. Policy consistency with applicable Countywide Plan policies and Zoning Code regulations will, however, ultimately be determined by the Marin County Planning Commission and Board of Supervisors. On June 21, 1995, Lucasfilm withdrew the Countywide Plan Amendment and Rezoning applications and submitted a new Use Permit application as recommended by MCCDA.  

**Project Zoning**

As discussed in the DEIR, the proposed project will actually occur within two different zoning districts, as follows. The Grady Ranch portion of the project site lies within the RMP (Residential, Multiple Planned) zoning district, and the Big Rock Ranch portion of the project site lies within the ARP (Agricultural, Residential Planned) zoning district. In processing the project application, County staff have determined that the portion of the project which is proposed to be located on the Grady Ranch portion of the site falls within the "office" land use category, which is permitted subject to issuance of a use permit. County staff have determined that the portion of the project which is proposed to be located on the Big Rock Ranch portion of the site falls within the "commercial" land use category, which is a permitted use provided that the use is approved as part of an ARP Master Plan, is included in a plan for new or continued agricultural activities on the subject and surrounding properties, and is compatible with agricultural activities on surrounding properties. As a result of the 1994 Countywide plan adoption, which provided for consistency between the General Plan land use designations and Zoning Code designations, County staff found that compliance with the zoning regulations resulted in the proposed project's compliance with applicable General Plan land use policies.

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39 Ibid., page C-7.
40 Ibid., page C-7.
41 Ibid., page C-8.
42 Marin County Code, Section 22.47.022 (12) (e).
43 Marin County Code, Section 22.47.102 2
Because the zoning regulations and the actual uses proposed for the project site vary between the Grady Ranch and Big Rock Ranch properties, they are discussed separately below.

**Grady Ranch**

A number of commentors on the DEIR questioned whether County staff were correct in characterizing the proposed use as an office use, which is a permitted use in the RMP zoning district subject to the issuance of a use permit. The Marin County Code does not provide a detailed description of "office" uses that would permit a straightforward determination of whether the proposed project should be classified as an office use for the purposes of determining zoning consistency. County staff made the determination that the proposed project constitutes an office use based on the project description, which indicates that the majority of the proposed building space would be dedicated to building area configured as office space. County staff prepared a tabulation of the uses proposed for the Grady Ranch site, and calculated that approximately 59 percent (269,000 square feet) of the total floor area is planned to be configured as offices. According to the project application, the remaining 41 percent of the building space is dedicated to various accessory uses, which are intended to support the main office function of the facility (such as storage, bathrooms, food service, etc.). Based on these calculations, County staff have determined that the predominant use of the site is office use and therefore, for zoning compliance purposes, the proposed development is considered an office use. Although it is acknowledged that the uses of the Grady Ranch site are proposed to be arranged in several buildings, rather than in a single building, this is still consistent with the concept of an office building as defined in *The New Illustrated Book of Development Definitions*, which states that an office building is "A building used primarily for conducting the affairs of a business, profession, service, industry, or government, or like activity, and may include ancillary services for office workers, such as a restaurant, coffee shop, newspaper or candy stand, and child-care facilities."44

To respond to requests made in response to the DEIR for more information regarding the nature of the proposed uses and the rationale used to determine that the proposed use of the Grady ranch site can accurately be characterized as an office use, the EIR project team collected additional information regarding the proposed project, and also reviewed pertinent sections of the Marin County Code and various reference works published in the field of urban planning and architecture. Subsequent to circulation of the DEIR, the project applicant submitted additional information regarding the nature of the uses proposed for Grady Ranch (See Master Response N, "Master Response on Proposed Site Activities," and Appendix F of the FEIR which contains the full text of the applicant's submittals). A representative of the project applicant stated that "the Grady Ranch facility is designed for the creation of images, through computer and digital technology, to be used in all forms of entertainment and commercial media."45 In a separate letter of clarification to Marin County Community Development Agency Staff, a project representative stated that "except to the extent mechanical or chemical processes are used by artists in painting, sculptures, physical miniatures and set pieces as may be required for reference or direct digital recordation, no other mechanical or chemical processes are expected to be involved in the activities required to fulfill business occurring at these

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45 See Letter 20, Comment 1.
facilities." To further clarify the nature of the activities anticipated to be housed in the office spaces at the proposed Grady Ranch facility, several members of the EIR project team toured existing office facilities occupied by the Lucasfilm organization in San Rafael, in the accompaniment of Lucasfilm representatives.

The tour was intended to demonstrate the general nature of the activities envisioned to be housed in the Grady Ranch facilities, and included visits to several of the buildings occupied by Industrial Light and Magic (ILM), in San Rafael. The tour did not include all ILM facilities, but was limited to various office and accessory facilities deemed by Lucasfilm representatives to be similar to those envisioned for the proposed Grady Ranch facility. Persons present at the tour, which was conducted on February 29, 1996, included staff from Nichols • Berman, Bay Area Economics (EIR project team economists), Tim Haddad of the Marin County Community Development Agency, and Gordon Radley and Jim Morris of Lucasfilm.

Lucasfilm representatives explained that the typical activities conducted in the office facilities involved individual employees or groups of employees working at computer workstations on tasks such as creation and manipulation of digital images, computer animation, and editing digital or video "film" sequences. The specialized equipment in evidence in the office facilities included computer workstations, video/digital editing rooms, screening rooms, and a central computing room, which houses central processing units that handle data storage, image rendering, and other processor and storage intensive tasks controlled from individual workstations located in the various offices within the complex.

Although the computer workstations used in the offices were of types that are more powerful than those used for everyday home and business computer applications, they are very similar to those used by many office-based engineers, scientists, graphic artists, and other professionals whose work requires more substantial desktop computing capabilities. Like the computer workstations used in individual offices, the central computing facility was more specialized than would be found in most typical business offices, but was a reflection of the processor intensive nature of the work performed in the complex. The computing room was similar to central computer facilities that can be found in many corporate office buildings, universities, or other facilities that support sophisticated computer applications networked among numerous offices. The video/digital editing rooms included in the tour housed specialized electronic equipment used to perform various operations such as electronically merging video segments and sequencing scenes. The screening rooms shown on the tour ranged from small conference rooms outfitted with typical audio-visual equipment, to a small theater equipped with film and video projection equipment. Lucasfilm representatives explained that these facilities were used by work groups of office-based staff who periodically assemble to review work in progress.

While the types of activities demonstrated on this tour of existing facilities were clearly specialized in nature, and relied upon technology and equipment not found in all business offices, the activities were nevertheless appropriately carried out in a setting predominated by office spaces. The New Illustrated Book of Development Definitions acknowledges the broadening definition of the term "office," which has been brought on by changes in work place technologies and processes by noting, "as modern technology expands, office functions include tasks that in the past would have been considered production, industrial, or commercial. For example, desktop publishing, high-speed data transmission,

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and large varieties of research are now carried out in offices.\textsuperscript{47} In addition, the processes undertaken and the equipment used were of a type that would be compatible in a setting that could include other types of uses permitted in the RMP zoning district, including residential uses. Key attributes of these activities included the following:

- The primary tools and equipment used in the offices were computers and software for image creation and manipulation.
- While the activities involved the creation of digital output, there was no mass production or distribution of products occurring on site.
- The office activities did not involve any mechanical or chemical transformation of materials of the type that would be expected in a typical light industrial or industrial setting.
- Since the creative processes demonstrated were computer based, the activities did not involve significant consumption of raw materials, or creation of significant noise, light, vibration, emissions, or other noxious effects more commonly associated with industrial uses.

Several commentors on the DEIR specifically expressed concern about the nature of activities that would be associated with the proposed “blue screen” rooms, which were described in the original narrative accompanying the project application as “production stages designed for occasional use in creating visual images...”\textsuperscript{48} Supplemental information submitted by the project applicant describes the blue screen rooms as having an interior height of 55 feet, and used for the digital or photographic recordation of an image against a neutral blue background which can then be digitized and manipulated by computers, and the missing background digitally replaced with computer generated scenes appropriate to the location and period of the production.\textsuperscript{49}

Additional information provided to the EIR preparers by the project applicant indicates that the blue screen rooms are needed to capture images of human actors, because the state of technology is currently such that the creation of computer generated actors to substitute for actual human actors is still not practical. The images of real actors are recorded in the blue rooms, against a neutral blue background, and the digitized images are then composited with computer generated scenery to create the desired special effects. To simplify terms used by Lucasfilm representatives to describe the need for the large size of these rooms, the need stems from the fact that cameras must be positioned so that camera angles used to record images in the blue rooms will duplicate the angles that would have been used to record a scene filmed on an actual movie set or location. Lucasfilm representatives stated that the occasional use of the blue rooms would involve a limited number of human actors, digital or photographic camera equipment, and associated technical personnel.\textsuperscript{50} According to the project applicant, "special mechanical equipment necessary to operate the image recording rooms will include ceiling lighting grids that can create any necessary lighting required for the image recordation." In reference to the

\textsuperscript{47} \textit{Ibid.}, p. 187.

\textsuperscript{48} Lucasfilm, Ltd. “Master Plan Submittal, Item 3(e): Description of Proposed Development,” p. 4.

\textsuperscript{49} See Letter 20.

\textsuperscript{50} Gordon Radley and Jim Morris, personal communication (ILM tour), February 29, 1996.
"blue screen rooms," the applicant has stated that "large scale construction of physical sets are not expected, although the need for small set pieces may be occasional."\textsuperscript{51} Based on these descriptions, and the applicant's stated intent to use the blue rooms occasionally in support of the primary office functions of the Grady Ranch development, it is reasonable for County staff to conclude that the blue rooms are an accessory use, which is consistent with the treatment of overall Grady Ranch development as primarily an office project. However, given the lack of clear guidance provided in the Zoning Ordinance regarding "office" uses, it is appropriate that the County Board of Supervisors review this staff determination. In particular, County decision-makers may wish to consider the extent to which the accessory activities described above, including the "occasional" construction of "small" set pieces and the use of "chemical or mechanical processes in creating paintings, sculptures, physical miniatures and set pieces as may be required for reference or direct image recollection" are appropriate in an office setting.

Because several commentors on the DEIR suggested that the proposed project should be categorized as an industrial use, rather than an office use, it is also useful to evaluate whether the proposed development would meet criteria of an industrial use. While the Marin County Code does not provide a definition of "office" uses, a definition of industry is provided as follows: "Industry" means the manufacture, fabrication, processing, reduction or distribution of any article, substance or commodity, or any other treatment thereof in such a manner as to change the form or character thereof, including, in addition, the following: animal hospitals, bottling works, building materials or contractor's yards, cleaning and dyeing establishments, creameries, dog pounds, junkyards, laundries, lumberyards, milk bottling or distribution stations, stockyards, storage elevators, truck storage yards, warehouses, and wholesale storage.\textsuperscript{52}

The preceding definition can reasonably be interpreted to mean that industrial activities involve the physical transformation of materials. \textit{The New Illustrated Book of Development Definitions} describes industry as "those fields of economic activity including forestry, fishing, hunting, trapping; mining; construction; manufacturing; transportation, communication, electric, gas, and sanitary services; and wholesale trade."\textsuperscript{53} This same reference book then defines manufacturing as "establishments engaged in the mechanical or chemical transformation of materials or substances into new products..."\textsuperscript{54} Other reference sources, such as the \textit{Real Estate Glossary} describe industrial real estate as that "used for manufacturing, processing, or warehousing."\textsuperscript{55} Based on the project description, the primary activities proposed for the project do not involve the types of physical transformation of materials and products that are commonly associated with industrial activities.

Upon reviewing the definitions provided in the sources mentioned above, plus additional sources such as

\textsuperscript{51} Letter from Douglas Ferguson to Tim Haddad, March 20, 1996, page 3.

\textsuperscript{52} Marin County Code, section 22.02. This description is apparently based on a 1938 definition that may require some updating.

\textsuperscript{53} Moskowitz and Lindbloom, p. 149.

\textsuperscript{54} \textit{Ibid.}, p. 170.

\textsuperscript{55} \textit{Real Estate Glossary} (Kenneth Leventhal & Company, 1989), p. 73.
the Dictionary of Architecture and Construction\textsuperscript{56}, The American Heritage Dictionary, 2nd ed.\textsuperscript{57}, The California General Plan Glossary\textsuperscript{58}, and the Uniform Building Code\textsuperscript{59}, it is clear that industrial uses are generally associated with manufacturing activities, while office uses are generally associated with various types of services and professional business activities.

Comments on the DEIR expressed concern that the project proposal indicates lower employment densities than many common office facilities. This is true; however, the County Zoning Ordinance does not consider employment density in defining permissible land uses in the RMP zone and it does not incorporate considerations of employment density in its definitions of various land uses. Rather than being driven by the nature of the activities being carried out in the building, the typical office building employment density is a reflection of the economics of providing building space for employees. Companies that are cost-sensitive tend to provide smaller amounts of building space per office employee. The EIR has analyzed the impacts of the proposed project consistent with the employment density stated in the project application.

Finally, as part of this review, EIR consultant team members contacted staff of various planning agencies in whose jurisdictions other film, entertainment, and multimedia facilities are located. Discussions conducted by staff of Nichols \& Berman with planning staff in locations such as Novato, San Rafael, Mountain View, City of Richmond, Burbank, Santa Monica, and Los Angeles, indicate that other jurisdictions do not have a consistent means of categorizing digital production uses. Because most zoning categories tend to permit a range of possible uses, examining the zoning districts in which other similar uses are located in other jurisdictions does not facilitate the categorization of the proposed use; however, a planner with the City of Santa Monica indicated that the City likely would classify digital production as a commercial use rather than an industrial use because the use involves people working at desks, and because the use does not create industrial nuisances, such as noise.\textsuperscript{60}

**Big Rock Ranch**

The DEIR describes the use of the Big Rock Ranch portion of the project as an office facility devoted to the development and publishing of interactive multimedia products. Through a letter of comment submitted in response to the DEIR (see Letter 20), the applicant has provided supplemental information to further describe the proposed use as facilities designed for the creation and distribution of interactive entertainment and educational products, the predominant focus of which is to develop educational and entertainment software. This same letter clarifies that the physical act of manufacturing and packaging individual products would not occur on the property.\textsuperscript{61} Based on this description, and information


\textsuperscript{59} Uniform Building Code (International Conference of Building Officials, 1994), table 3-A.

\textsuperscript{60} Nichols \& Berman conversation with Santa Monica Planning Department personnel, January 11, 1996.

\textsuperscript{61} See Letter 20.
provided to the EIR preparers by Lucasfilm representatives\(^{62}\), the activities proposed for the Big Rock Ranch site are similar to those undertaken by other software development companies, primarily involving employees working in office facilities at computer workstations. Like the proposed Grady Ranch development, the proposed Big Rock Ranch development would be configured primarily as office spaces, with various ancillary uses. According to calculations performed by County staff, a total of approximately 109,600 square feet (or approximately 59 percent of the total Big Rock Ranch development) would be dedicated to office spaces, while the remaining space would be dedicated to various accessory uses, including archives, maintenance, gate house, and a property manager’s office/residence. The same general considerations that applied to the Grady Ranch facility also applied to this portion of the proposed project when County staff determined that this would be primarily an office use, rather than an industrial use. The key consideration is that the proposed use does not involve the physical or chemical transformation of raw materials or products. The focus of activities proposed for the Big Rock Ranch site is the creation of educational or entertainment software, which involves creation of “intellectual property” using primarily computer-based technologies in an office setting. Based on interviews with planning staff from other Marin County jurisdictions, this is consistent with the manner in which other computer software/multimedia development companies are treated. In San Rafael, the Autodesk software development company is located in areas designated for office use in the General Plan, with one site zoned for office use and another zoned for “planned development.” In Novato, the City considers the Brederbund software company, which is located in a “planned community” zone to be an office use, and the Mindscape company is in a “planned commercial” area, which also allows offices.\(^{63}\)

In processing the project application, County staff found the proposed use of the Big Rock Ranch facility to be consistent with the description of “limited commercial” use, which is permitted in the ARP zoning district upon the granting of Master Plan approval. This determination was based on several factors, but primarily on the precedent of Lucasfilm’s Skywalker Ranch project, which was also developed in the ARP zoning district. As was the case with the Skywalker Ranch project, County staff have interpreted the term “limited commercial,” as used in the zoning regulations for the ARP district\(^{64}\), to mean that the commercial uses should be limited in terms of their use of the overall project site. In this case, the proposed development for the 1,117 acre Big Rock Ranch portion of the project site would occupy only 56 acres, leaving approximately 95 percent of the total Big Rock Ranch property undeveloped.

The County zoning ordinance does not explicitly define “commercial” uses; however, Section 22.47.102 2. (1) of the Marin County Code qualifies commercial uses which are permitted in the ARP zone to include only those that are:

(a) included in a plan for new or continued agricultural facilities on subject and surrounding properties;

(b) in all respects compatible with agricultural activities on surrounding properties, and;

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\(^{62}\) Gordon Radley and Jim Morris, personal communication (ILM tour), February 29, 1996.

\(^{63}\) Nichols • Berman conversations with Jean Hassler, City of San Rafael Planning Department, February 21, 1996; and Kris Richardson, City of Novato Planning Department, February 20, 1996.

\(^{64}\) Marin County Code, Section 22.47.100.
subject to specific approval in the adoption of an ARP master plan.

County staff have determined that all of the above criteria would ultimately be met if the ARP Master Plan for the proposed project is approved; however, County staff were required to exercise judgment as to whether the proposed Big Rock Ranch development constituted a "commercial" use. The prior approval of the Skywalker Ranch project demonstrates that the County has in the past applied a broad interpretation of the term "commercial" as it applies in the ARP district. Under this broad interpretation, commercial uses would include any uses that are not considered to be residential, industrial, or agricultural in nature. This broad characterization of commercial uses is consistent with traditional zoning practices, which usually divide land uses into four basic categories, including residential, commercial, industrial, and agricultural. It is acknowledged that a multitude of business-related uses could be classified as commercial; however, the criteria described above for commercial uses in the ARP zone serve to limit the permissible uses to those that would be compatible with the overall land use objectives of the ARP land use district.

**Hypothetical Amendment to the Countywide Plan**

At the November 13, 1995 public hearing concerning the Draft EIR the County Planning Commission discussed the possibility of the preparation of a "hypothetical amendment" to the Countywide Plan. At this time, no actual amendment can be prepared because the requirements of a specific amendment cannot be determined. The range of conceivable amendments runs from minor clarifications to the designated permitted land uses to creation of an entirely new designation for the specific use intended. An amendment is both unnecessary and infeasible in the light of the County staff determination that the project is consistent with the Countywide Plan. Unless and until a determination by County decision-makers is made that the project is inconsistent with the Plan, an amendment would be too speculative to determine. In short, it is unclear just what policies need amending.

**Conclusion**

Based on the descriptions of the physical configuration of proposed facilities, and of the actual activities that will be conducted in the proposed facilities, County staff have reasonably concluded that the proposed Grady Ranch facilities would be consistent with the site's RMP zoning and the proposed Big Rock Ranch facilities would be compatible with the site's ARP zoning. The need for a General Plan Amendment or rezoning is therefore not required. The proposed activities primarily involve office workers who use specialized computer equipment to create and manipulate "intellectual property." These activities occur in a setting which can be characterized as office facilities with supporting accessory uses. The resulting "products" are not mass produced, but are essentially prototypes of digital creations which are then transmitted to other locations where they are incorporated into various types of media and then mass produced and distributed.

While this analysis supports the zoning determinations made by County staff, it is acknowledged that, due to the imprecise definitions contained in the County zoning ordinance, it is possible that other conclusions could also be reached with regard to the consistency of the proposed project with existing zoning regulations. Therefore the final determination of zoning consistency will be made by the County Planning Commission and the County Board of Supervisors.

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K. Master Response on Consistency with County Economic Development Objectives

This section provides background information on County economic development policies and reviews the compatibility of the proposed project with those policies. The Economic Element, which is included in the Marin Countywide Plan, provides the primary policy framework for economic development in Marin County. As an outgrowth of the Economic Element, the County’s Economic Commission has also adopted a series of criteria for evaluating the types of businesses the County should target for attraction and retention.

Countywide Plan Economic Element

In November, 1994, the Marin County Board of Supervisors adopted an Economic Element as part of the Countywide Plan. As summarized in the introduction to the Economic Element, the element’s major objectives are: “to promote a sustainable local economy which will benefit present and future generations without detrimentally affecting resources or biological systems and which will result in balanced communities where residents have opportunity to enjoy the components of a high quality of life: employment, housing which is affordable, transportation, services, and physical environment...” Specific objectives relevant to the proposed project include:

- **E-5** Assist in the retention and expansion of existing businesses through focused outreach and public and private incentive programs to targeted business industries. In discussing objective E-5, the Economic Element listed several initial targeted industries, including movie production, entertainment, and artistic production.

- **E-6** Target new businesses which provide employment opportunities for Marin residents, diversify and strengthen the economic base and contribute to the region’s quality of life.

Based on the information contained in the project application and the additional information collected from the project sponsor, as discussed above, it appears that the proposed project would exhibit a good fit with these two policies. In regard to objective E-5, the proposed project would likely be considered to be a part of the movie production, entertainment, and artistic production “industry.” In regard to objective E-6, the proposed project would likely bring benefits of the types the County has described. Currently, Marin County has an excess of employed residents when compared with the number of jobs in the County. According to the project application, the proposed project would employ 640 workers. These jobs would provide the opportunity for more Marin residents to seek local employment. The proposed project would facilitate an increase in local entertainment industry employment, which would serve to bolster this particular segment of Marin’s economy. Combined with other multimedia-related companies already located in Marin County, this type of employment growth has the potential to contribute to the creation of a critical mass of related firms, and a local labor pool that will make the County even more attractive to other firms in allied fields. Assuming that any negative environmental impacts that were identified in the DEIR can be mitigated to an acceptable level, the proposed project would likely make a positive contribution to the local quality of life by providing quality local employment opportunities.

Generally, the greatest strength that this proposal offers is the potential to create new high quality, local jobs. These jobs will help to address Marin County’s current jobs/housing imbalance, which generates significant out-commuting to areas offering more employment opportunities. Also, it is likely that because of the high housing prices in Marin, the County imports a significant number of workers to fill...
lower-paid positions in service or retail businesses. The proposed project would bring relatively highly paid technical and professional staff, many of whom could afford to live in the County as well. According to information submitted by the project applicant’s economic consultant, the proposed project would have an annual payroll of approximately $40 million. Based on projected employment of 640 persons, this translates to an average of $62,500 per employee.

While comparisons might be drawn between the quality of the fit between the proposed project and the objectives contained in the Economic Element and the fit of other project alternatives, this is not called for. The Economic Element does not seek to identify and encourage only those activities which provide superior responsiveness to its objectives and policies. Because the language contained in objectives E-5 and E-6 emphasizes actions that the County should take, rather than actions that individual businesses should take, it is questionable whether these criteria are relevant to the merits of any individual project proposal. No part of the Economic Element states that it should be used in the decision-making process for specific development applications.

Criteria for Evaluating Businesses Which Marin Should Consider for Retention and/or Expansion

In September, 1995, the Marin Economic Commission adopted a series of criteria to evaluate general categories of businesses which should be considered for retention or expansion within the County. The Commission specifically stated that the intent of these criteria was not to evaluate individual development applications on specific sites. Given this, the following discussions of the Commission’s various criteria will be limited to the general types of activities involved in digital or multimedia product creation, rather than the specific impacts of the proposed project.

- **Impact on county and city revenue** The County is seeking the types of businesses that would generate new revenues which are in excess of the new public service costs that they generate. Based on past experience with fiscal impact analysis for a variety of different types of projects, in a variety of settings, it is not possible to generally state that any particular industry will consistently generate fiscal surpluses or deficits. Generally, projects that involve relatively highly valued real estate development, and are located in areas where significant service expansions are not necessary, will generate fiscal surpluses.

- **Impact on average family income** The County is seeking the types of businesses that will help to raise average family incomes in Marin County. It is generally believed that high-technology industries such as those involving software development and multimedia create high proportions of “quality” jobs that pay better than average wages. It is likely that companies that rely on employees with cutting edge skills and creative talent will pay relatively good wages.

- **Impact on income distribution** The County is seeking the types of businesses that will create relatively large proportions of high paying jobs, and relatively small portions of low paying jobs. As mentioned above, it is likely that technology-based companies will pay relatively high wages, which should help to increase the proportions of higher paid employees in the County.


• **Impact on unemployment** The County is seeking the types of businesses that would provide employment in targeted industries for unemployed County residents. There is no information available to suggest that large numbers of the unemployed in Marin County possess the skills required by businesses in the digital and multimedia product industry.

• **Potential for increasing exports into national and international markets** The County is seeking businesses that produce products and services that can be exported, which will bring income into the local economy. U.S. digital production companies are world leaders in the industry. With a focus on producing content for mass distribution, such as film, television, and retail software, the digital and multimedia product industry can be expected to generate substantial exports from the local economy.

• **Commitment to long term sustainability** The county is interested in types of businesses that provide stability over time in producing jobs and practices contributing to minimizing resource and energy use. As discussed above, the digital and multimedia product industry appears to represent a growing segment of the economy, with good prospects for continued local success, based on the experience of the Lucasfilm organization in particular. Due to the largely electronic basis of digital production, this industry probably consumes relatively small amounts of energy and resources compared to many traditional businesses of the same size.

• **Level of education associated with new companies and employees** The county is interested in types of businesses that would attract highly educated residents, who would in turn value education for themselves, their families, and the community. Given the specialized and technical nature of the work associated with the digital and multimedia product industry, it is likely that the industry will require relatively well-educated employees.

The Economic Commission has identified a number of other criteria to be used in evaluating the types of businesses; however, the criteria are too specific to be generally applied to broad types of businesses. Performance against criteria such as maintenance of existing and creation of additional infrastructure and facilities required to support economic development; environmental consequences of new or expanded business; size, amount, and location of facilities needed for retention or expansion; long-term commitment to location in Marin County; benefits provided to employees, families, and the community; and impact on education and culture will likely vary among individual companies within the same sectors; therefore, no attempt is made in this analysis to assess the compatibility of the digital and multimedia product industry with these other criteria.

The Economic Commission's preface to these criteria make it clear that they are not intended to be used to judge the merits of individual projects. To the extent it is possible to generalize about the digital production industry, this industry would likely be viewed favorably based on the criteria discussed above. Because of its industry leadership position and the number of people employed in Marin County, the Lucasfilm organization overall should likely be viewed as a key asset to the local digital and multimedia product industry sector.

**Consistency of No Project and Residential Project Alternatives with County Economic Policies**

The policies contained in the Economic Element of the Countywide Plan and the criteria developed by the Economic Commission do not appear relevant to either the residential project alternative or the No Project alternative. Neither of these alternatives would involve significant business activity and neither the Economic Element nor the Economic Commission criteria suggest that the County should discourage
or encourage these types of land uses. Also, as discussed above, both the Economic Element and the Economic Commission criteria are focused on the general types of businesses the County should encourage, rather than on evaluating specific land use proposals.

L. **Master Response on Water Tanks**

Some commentors have requested more information on the proposed water tanks. Water tank locations are shown on revised Exhibits 2.0-5 and 2.0-6. Exhibit 7.0-21 shows a section view of the proposed water tanks, including cut and fill slopes needed.

Detailed surveys conducted to determine the presence or absence of special-status species and sensitive natural communities included the location of the proposed water tanks. Both locations support a cover dominated by non-native grassland, with oak woodland and savanna in the surrounding area. No plant or animal species of special concern, trees, or sensitive natural communities occur within or would be affected at either location. The grasslands at the proposed tank site on Big Rock Ranch contain some native purple needlegrass (*Nassella pulchra*), but this is less than the ten percent threshold used by the CNDDB to distinguish the grasslands as a sensitive natural community, as discussed on page 5.3-7 of the Draft EIR. Mitigation Measure 5.3-2(a) would serve to protect existing trees in the vicinity of proposed improvements. Note that part of the intent here is to preserve trees that could also serve to block visual access to the water tanks (Impact 5.5-6 starting on page 5.5-31 of the DEIR discusses the visual impacts of the water tanks). Access to the water tank location on Big Rock Ranch would require installation of a culvert over a drainage swale located just west of the existing fire road, but due to the elevation and distance from any channel with an established bed and bank, this would not affect any wetland resources. No additional mitigation would be required to protect biological resources in the vicinity of the proposed water tanks.

M. **Master Response on Ridge Upland Greenbelt Issues**

Some commentors have requested more information on the County's Ridge and Upland Greenbelt Area, as used by the Countywide Plan in some policies, notably EQ 3.18 through EQ 3.20 (on pages 4.0-24 to 4.0-25 of the DEIR) and Policies EQ 1.1 and CD 1.1 (see page 4.0-7 of the DEIR).

As described in these policies, the Ridge and Upland Greenbelt Area is an area designated for special resource protection. A new exhibit, Exhibit 7.0-22, shows the extent of the ridge-upland greenbelt area, as used by the Countywide Plan in some policies. This exhibit will be referred to in some comments.

N. **Master Response on Proposed Site Activities**

The applicant was asked for additional information on the proposed activities planned for the site. Lucasfilm has also roughly approximated the general types of uses to which the facilities will initially
Exhibit 2.0-5--Grady Ranch (Revised)
Vicinity Plan

Legend:
- MCSD
- - - - - Sphere of Influence
- - - - - LGVSD & MMWD
- - - - Urban Services Line

Source: Lucasfilm Ltd.
be put, as discussed below.  

**Grady Ranch**

Guest Facilities Building -- residential uses.

Main Office Building -- offices of various sizes to be occupied by one or more employees, their computer equipment, and related furnishings and equipment, in which the employees will engage in the design, creation, animation, editing, sales, marketing, administration and other functions associated with producing images and/or sound for exploitation in any and all media; food service areas; meeting rooms (including screening rooms used for meetings); file rooms, storage, etc.; image capture rooms, for capture, recordation and/or creation of digital images.

Day Care and Recreation Building -- employee child care and physical fitness facilities.

Ancillary Building -- Offices similar to the Main Office Building, food service areas, meeting rooms, file rooms, storage, and image capture rooms.

Gate House -- maintenance and security services.

**Big Rock Ranch**

Office Buildings (2) -- offices of various sizes to be occupied by one or more employees, their computer equipment, and related furnishings and equipment, in which the employees will engage in the design, creation, marketing, sales, administration and other functions (except for the physical production of consumer products) associated with computer software and similar products and activities; food service areas; meeting rooms; file rooms, storage, etc.

Archive Building -- file rooms, storage, etc.

Maintenance Management Building -- Maintenance and security services.

Gate House and Resident Manager's Office -- offices and residence for facilities manager.

**Further Description of Activities**

A further description of site activities was provided in the letter in response to the DEIR prepared by the applicant's attorney (see letter 20). In addition, a later letter further elaborated on proposed activities, as repeated in part below:  

Any detailed description of activities which Lucasfilm could provide at this time would potentially be misleading if not accompanied by an equally detailed listing of the possible modifications in such activities which might in the future result from changing technologies and business methods. Lucasfilm currently develops, produces and distributes (and services others who also develop, produce and distribute) images and/or sound for exhibition in

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68 Letter from Douglas Ferguson, applicant's representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 7, 1996. The full text of this letter is found in Appendix F of the FEIR.

69 Letter from Douglas Ferguson to Tim Haddad, March 20, 1996. The full text of this letter is found in Appendix F of the FEIR.
all media. In addition, Lucasfilm currently licenses audio and video technology to the professional and home theater markets and assures the highest presentation quality of visual entertainment in motion picture theaters and products and various home delivery media. Its customers and the market in which it provides its products and/or services are the result of business strategies that emerge out of an ever-changing entertainment industry climate. The precise means by which Lucasfilm exercises its business activities as the years progress, therefore, are not capable of a fixed definition.

For these reasons the most reliable description of the activities proposed for the Grady Ranch Office Building and Ancillary Building and for the two Big Rock Ranch Office Buildings is the following generic categorization:

- Building occupants shall engage in all activities necessary to create, distribute and exploit visual information, text or sound for exhibition in any and all media. This effort as conducted on the subject properties will not, however, include the physical mass reproduction of the medium (e.g. disks, videotapes, books, etc.) in which such visual information, text and/or sound are ultimately exhibited.

- In addition to these activities, other attendant activities shall include but not be limited to sales, marketing, distribution, administration, accounting, technical, food services, business and other support and hospitality activities, as well as the activities necessary for the maintenance and operation of the physical plant and other activities taking place on the land or in the buildings located on the land.

- While the precise nature and description of these activities may shift over time, in response to changing technologies and distribution methods, such activities shall remain such as are consistent with office-based uses in that they shall not involve industrial or manufacturing functions.

- The generic categorization of the activities proposed for the project buildings is Lucasfilm's best effort at a reliable description of such activities. Nothing contained in Lucasfilm's prior Master Plan application documentation, or in the description of project activities contained in the DEIR, should be deemed to limit the foregoing generic description of future project activities.

Lucasfilm's previous reference to the "other functions associated with producing images and/or sound for exploitation in any and all media" refers to activities which are directly or indirectly necessary to fulfill and/or support the business of creating, distributing and exploiting visual information, text and/or sound for exploitation in any and all media. The scope of those "other functions" would not include the physical mass reproduction of the medium in which such visual information, text and/or sound are ultimately exploited. Such functions shall include but not be limited to all of the necessary support and hospitality functions required to fulfill the business activities as well as the maintenance and operation of the specific buildings and the Ranches in general.

The activities currently and reasonably foreseeable to be directly associated with creating visual information, text and or sound will primarily take place at so-called digital workstations, and located in the rooms and spaces that are typically found in office uses. The creation of visual information will include activities necessary for the recordation of images and sounds for subsequent digital manipulation. With respect to audio, there may be voice, music or sound effects recordings which are accomplished in rooms best suited to achieve the highest audio play back quality. Image creation can involve photographic and/or digital recordation of imagery in rooms of various size volume.

Other spaces necessary for these activities include rooms for previewing and reviewing work in progress so that there will be screening rooms of different sizes, including but not limited to rooms which can reproduce the presentation of the media in which the work will be contained.

Regarding the request for information regarding the activities conducted in the "blue screen rooms" and other on site activities necessary to support the use of the blue screen rooms, please note as follows: the "blue screen rooms," which are better termed "image recordation rooms," are intended for photographic and/or digital image capture. The varying size of these rooms are necessary to allow for those situations when it is necessary to replicate the same perspective and distance relationships between the recording instrument and the subject of the image capture room that may have been established in other recordations taken at a different location or in a digitally created "virtual" set. The need for large-scale construction of physical sets is not expected, although the need for small set pieces may be occasional.
Special mechanical equipment necessary to operation image recordation rooms will include ceiling lighting grids that can create any necessary lighting required for the image recordation.

Once images have been captured they will be provided to artists, technicians and engineers at digital workstations elsewhere in the facility for manipulation, animation, composition, processing, editing, and other activities necessary in order to create the final image that may be required. The mass production of the final fixed image as they will appear in the distribution media in which they are intended will not take place in these facilities.

In response to the inquiry regarding mechanical or chemical processes, please note as follows: these facilities will not be manufacturing or mass reproducing finished products for sale directly by consumers. Until such time as the recordation of images can be done completely digitally and/or electronically, there will be some photo chemical and/or photographic activities in the image recordation rooms. There will not be any photo chemical and/or photographic activities in the image recordation rooms. There will not be any photo chemical film processing labs which would be manufacturing photographic prints for distribution. Except to the extent mechanical or chemical processes are used by artists in paintings, sculptures, physical miniatures and set pieces as may be required for reference or direct image manipulation, no other mechanical or chemical processes are expected to be involved in the activities required to fulfill business occurring at these facilities.

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**O. Master Response on Project Stability / Abandonment Issues**

A number of persons commenting on the DEIR expressed concern about the possibility that unforeseen events could ultimately lead to a deterioration of the fiscal benefits projected from the proposed project, or even abandonment of the property. The purpose of this section is to provide background on economic trends in the U.S. film industry, the operations of the Lucasfilm organization, and the risks to the County of Marin should the project be abandoned.

The potential conversion of uses is considered to be speculative, and therefore a less-than-significant impact. "Crystal ball inquiry is not required" (Residents Ad Hoc Stadium Committee v. Board of Trustees [89 Cal.App.3d 274, 286]). Second, this is not a impact under CEQA, as no physical impacts have been identified. However, while not a CEQA impact, this issue could be of potential interest to decision-makers, and therefore this is discussed in more detail below.

**Economic Trends In the Entertainment Industry**

In 1995, filmed entertainment in the U.S. generated over $40 billion in revenue, tripling in size over the previous decade.\(^7^0\) Since 1977, with the release of George Lucas' *Star Wars*, films with special effects have provided unprecedented box office returns for Hollywood studios. In fact, eight of the top ten grossing films of all time have relied heavily on computerized special effects.\(^7^1\) The success of effects-intensive films has occurred in an era when two-thirds of all movie releases are financial failures.\(^7^2\)

Because technology advances have streamlined the movie-making process and reduced the costs of achieving high-quality production value, digital production is expected to eventually supplant the

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\(^7^0\) *Standard and Poor's Industry Surveys*, 1995, p. L18.


photochemical film process. With costs falling at a rate of 20 percent a year, digital techniques are quickly replacing expensive, cumbersome, and technically limited animation cameras, optical printers, and motion control photography systems. In their place are emerging computerized 3-D images, lighting effects, compositing (i.e., layering streams of video on top of each other), editing, and music and sound effects. Demand in growth for computerized special effects is estimated at 50 percent per year. This new technology permits the filming of night sequences in full daylight and then using a computer to darken the scene digitally, thus making production easier and cheaper. In another example, a small group of extras can be digitally duplicated to create the illusion of a crowded stadium or a battlefield covered with infantry. These innovations allow digital techniques to reduce or eliminate costs for expensive location shooting, elaborate sets, extras, and stuntmen.

Such rapid technological advance has led to strategic ventures and alliances between digital production companies and computer industry firms. Rather than existing in a state of technological isolation, digital production companies that are technological leaders are integrated into the high tech economy and are supported by an array of entertainment-oriented hardware and software vendors. For example, Lucas Digital Ltd.'s Industrial Light & Magic division has strategic relationships with Alias/Wavefront, Discreet Logic, Parallax, Pixar, Silicon Graphics Inc., and SoftImage.

Lucasfilm Today

Industrial Light & Magic (ILM), an effects facility that serves the film, advertising, and attraction industries, has been the market leader since the inception of the computerized effects industry in the late 1970s. ILM currently enjoys a 60 percent market share and is one of two divisions of Lucas Digital. The other, Skywalker Sound, is the industry's state-of-the-art sound effects shop that also licenses the THX digital sound system to theaters and homes. Lucas Digital itself comes under the umbrella of Lucasfilm, a film production company that also encompasses LucasArts Entertainment, and the recently formed Lucas Learning, an educational software firm. LucasArts Entertainment is the largest CD-ROM and video game-maker for computers, with estimated annual revenues of $100 million and profits of $25 million.

Although all the Lucas companies are private and do not publish financial statements, Forbes magazine has recently estimated that as a whole, the Lucasfilm organization generates $300 million in annual sales with profit margins of 40 percent. Their estimated market capitalization is $5 billion. (For ease of reading, Lucasfilm will be used hereafter to refer to George Lucas' companies as a group.)


74 Einstein, op. cit., page C1.


77 Einstein, op. cit., page C1.

78 Lane, op. cit., page 128.

79 Ibid., p. 124.
As the creator of the *Star Wars* and *Indiana Jones* films series, George Lucas is responsible for the two highest grossing movie projects in history. Because George Lucas has retained all sequel and ancillary rights (i.e., merchandising and toy licensing), the *Star Wars* franchise alone has yielded the filmmaker an estimated $500 million.\(^{80}\) The success of these two film trilogies, and the technological advances they incorporated, have fueled audience expectations for fantastic yet believable images and have been seminal in establishing a market for computerized special effects.

As a rule, digital production studios are 100 percent privately owned because they do not require outside funding. Typically, projects are financed by customer fees that generate enough cash flow to cover operational costs as well as the capital outlays necessary to maintain state-of-the-art technology.\(^{81}\) This private ownership structure has allowed George Lucas to take the revenue generated by his *Star Wars* and *Indiana Jones* franchises and reinvest it into Lucasfilm, buying and updating equipment, and training personnel.\(^{82}\)

Work recently completed by Lucasfilm includes: *Village of the Damned, Casper, Congo, The Indian in the Cupboard, Jumanji, Dragonheart,* and *Mission: Impossible.*\(^{83}\) Projects currently in script development include a fourth *Indiana Jones* film, and a second *Star Wars* trilogy.\(^{84}\) Because Lucasfilm is diversified over a variety of industry sectors -- feature films, television advertising, CD-ROM games -- it is better able to weather downturns in any one segment than competing entertainment companies.

**The Future of Lucasfilm**

Lucasfilm’s diversity of expertise, coupled with the financial strength of the *Star Wars* and *Indiana Jones* franchises, are significant factors when contemplating the future of the firm and its place in the economy of Marin County. According to a recent interview, Marin County was selected as a location by George Lucas in a deliberate effort to remove operations from the “pressures and preoccupations of Hollywood.”\(^{85}\) When he moved to Marin, George Lucas saw it as the kind of community that could support the creative environment he wished to establish around Lucasfilm. The experiment has been successful in that the company has consistently been able to attract technical and visual artists who are among the most talented in the industry (Lucasfilm, ILM, and Skywalker Sound have won 14 Oscars). The success of Lucasfilm is even thought to have precipitated a brain drain away from Hollywood studios into companies offering creative and technical freedom.\(^{86}\)

Because at some point in the future it is inevitable that Lucasfilm will be led by someone other than its founder, it may be helpful to examine the question of whether the company is viable in Marin County in

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\(^{84}\) Lane, *op. cit.*, page 128.


the absence of its key creative player. In considering this question, other models in the entertainment industry present themselves, such as Walt Disney and Jim Henson Productions, two television and movie production companies that have continued, and prospered, after the loss of their founders. Because these two firms are headquartered in urban locations, Los Angeles and New York, it can be argued that a superior analogy can be made between Lucasfilm in Marin County, and Taliesin Architects, the firm established by Frank Lloyd Wright in Scottsdale, Arizona.

While it seems that a thriving, internationally-known architectural firm might better be located in a sizable urban area, Frank Lloyd Wright moved his practice to the southwest in the 1930s because he preferred to live in that part of the country. In addition to setting up his office, Wright also established Taliesin West, a community and school for the training of future generations of architects. Even at Wright’s death at the age of 90 in 1959, Scottsdale was still viewed as a remote, idiosyncratic location for an internationally famous architect.

Wright’s practice was extremely prolific in spite of the fact that he was not located in a major urban area and did not share his practice with a partner. On his death, several senior architects who had been trained at Taliesin returned to the firm to keep the practice running, complete existing projects, and attract new commissions. Since Wright’s death, Taliesin Architects has completed hundreds of projects. It has 52 employees, attracts international commissions, and with estimated billings of $1 million to $5 million, is a major source of funding for the Frank Lloyd Wright Foundation.87

Modern technology has removed most of the communication barriers that existed at the time Taliesin was established in Arizona. Today high speed networks remove restrictions of geographic location and time zone, thus “making proximity to Hollywood for the feature film business or New York for the advertising industry less important.”88 New networking technology makes it possible to set up a digital production operation anywhere in the country.

The parallel to be drawn between Lucasfilm in Marin County and Taliesin Architects in Scottsdale is the desire of the founder to move away from a typical business location in order to develop a unique, creative environment. A key ingredient to the success of such an experiment is the ability to attract a critical mass of like-minded, talented people, and the willingness of those people to carry on the founder’s mission. The factors leading to the success of the Taliesin model seem to be at work in the case of Lucasfilm, the major difference being the magnitude of the enterprise’s impact on the local economy.

In summary, the Lucasfilm organization enjoys a leadership position within the entertainment industry, an industry which itself is a leader in the state and national economies. With a proven track record in its technical specialties and a reputation for ongoing innovation, the Lucasfilm organization appears well positioned for continued success. Outside sources indicate that the company is among the most profitable in the entertainment industry, and with rights to valuable franchises such as Star Wars and Indiana Jones the company’s financial outlook appears very promising. While there is no guarantee that a given company will remain successful over the long term, the information presented above indicates that companies which are initially driven by the creative forces of their founders can and do succeed beyond their founders’ tenure as company leaders.


Potential Economic Impacts of Project Abandonment

Project abandonment could occur as a result of the Lucasfilm organization experiencing financial difficulties or decisions to relocate operations. The preceding discussions provide evidence that the Lucasfilm organization has substantial financial resources in addition to a market position which makes financial difficulties and subsequent abandonment of the development unlikely. Although it is difficult to foresee conditions which would give rise to the project applicant abandoning the project at some time after its completion, this section provides discussion of the potential risks to the County should that occur. Note that project abandonment is considered highly speculative, and is therefore considered a less-than-significant impact.

The following discussions address the issue of abandonment of the proposed project within the parameters for considering fiscal or economic impacts as part of an EIR. Specifically, the inquiry is limited to whether there is an expectation that project abandonment would result in economic impacts, which would in turn result in physical environmental impacts. Based on the description of the proposed project, it is difficult to foresee any economic impacts resulting from project abandonment which would in turn create adverse environmental impacts. This might occur if project abandonment caused the County to experience fiscal difficulties, which could cause the County to curtail services, which in turn could cause adverse environmental impacts. It is difficult to foresee circumstances under which this chain of events could occur.

Perhaps a plausible worst case economic scenario for the County is if the project applicant vacates the site at some point in time after project completion and the development remains vacant for a prolonged period of time. In this case, the County might incur costs for law enforcement beyond those projected in the DEIR in order to prevent vandalism and trespassing on the site; however, because of the value of the property, it is most likely that property taxes would still be paid, in order to avoid seizure for delinquent taxes. In this case, it is likely that the property taxes would be sufficient to pay for any required services; if not, the county would still be obligated to provide basic services. Although this might constitute a fiscal hardship for the County, it most likely would not lead to adverse environmental impacts.

If the project occupant decides to vacate the development at some future date, it should be expected that the organization will seek to market the property to another user. Because the proposed Master Plan approval will govern the future use of the project, it is likely that the property would first be marketed to prospective users wishing to conduct operations compatible with the proposed Master Plan. Possible new users for the project site could include other firms engaged in activities similar to Lucasfilm's. Although companies that make up the digital production industry are dispersed in locations throughout the U.S., the growing presence of these types of companies in the Bay Area, including Pixar in Contra Costa County and Silicon Studios in San Mateo County, suggests that there may be future demand in the region for similar facilities. Combined with the fact that Lucasfilm and other computer-related companies are developing a local labor pool with the types of skilled employees necessary to support such companies, the proposed development could be attractive to other similar users if it ever became available.

If a similar user did not occupy the site, other users consistent with the RMP and ARP zoning districts could be attracted to the site. These might include corporate office users seeking a campus environment; however, preparation of a new EIR and approval of a new Master Plan would likely be required. Because the project proposal is only at the Master Plan application stage at this time, only limited information is available regarding the interior layouts and configurations of buildings proposed
for the project site (See "Additional Building Information," above). It is difficult and highly speculative at this time to determine the types of modifications that would be required in order to accommodate other types of users within the proposed development.

P. Master Response on "All Development on Grady Ranch" Alternative

A number of commentors have requested an "All Development on Grady Ranch" alternative. Such an alternative, presumably, would relocate the development proposed on Big Rock Ranch (primarily the main office buildings, maintenance / management buildings and the archives building) on to Grady Ranch. For several reasons, such an alternative has not been prepared.

First, the discussion of alternatives in an EIR "must focus on alternatives capable of either eliminating any significant adverse environmental effects or reducing them to a level of insignificance" (CEQA Guidelines Section 15126(d)(3)). However, more intense development on Grady Ranch, as would occur with such an alternative, could create significant adverse impacts rather than eliminate or reduce impacts, especially visual impacts.

Second, the DEIR already looks at a number of development scenarios on Grady Ranch --- No Project (no development), the Proposed Project, and the Previous Project (more development than Proposed Project). An EIR need only address a manageable number of alternatives, as ruled in Village Laguna of Laguna Beach v. Board of Supervisors (134 Cal.App.3d 1022). Theoretically, an EIR could present an unlimited number of alternatives. The DEIR contains five alternatives, representing enough of a variation to allow for informed decision-making. See Mann v. Community Redevelopment Agency of the City of Hawthorne (233 Cal.App.3d 1143), in which an EIR with four alternatives was held to represent enough of a variation to allow for informed decision-making.

An EIR does not need to analyze specific alternatives to all parts of a project. In the case of Big Rock Mesas Property Owners Association v. Board of Supervisors [73 Cal.App.3d 220]. Therefore, off-site alternatives do not include relocating just part of the project (such as just relocating the Big Rock Ranch portion of the project to an off-site location).

Q. Master Response on Western Pond Turtle

During a supplemental field reconnaissance of Big Rock Ranch in March 1996, a population of western pond turtle was encountered at the existing reservoir. Approximately ten turtles of various ages were observed along the southern edge of the reservoir, basking in the sun on partially submerge rocks. Although the reservoir was considered to provide marginal habitat for the turtle in Exhibit 5.3-4 of the DEIR under the discussion of special-status species. no turtles were observed during past surveys of the site. In response to this new information, the Impact 5.3-6 of the DEIR is revised as follows:
Impact 5.3-6 Impacts on Special-Status Plant and Animal Species

While no species with legal protective status would be directly affected, there remains a possibility that raptor nests could be destroyed or abandoned. This is a potentially significant impact which can only be determined through supplemental field surveys before construction. In addition, dewatering the reservoir during construction of the new reservoir on Big Rock Ranch would temporarily eliminate Western Pond Turtle habitat, leading to a potential short-term loss of turtles. (PS)

No special-status animal species were encountered during surveys of the proposed development areas, and essential habitat such as dens and nests are absent; however, Western Pond Turtle was identified on Big Rock Ranch, and is considered to be a species of special concern by the Department of Fish and Game. Proposed development would reduce the extent of foraging habitat available for raptors and other bird species of concern, but no direct impacts on essential habitat features are anticipated. Due to the extent of suitable foraging habitat which would be preserved in the surrounding open space and conservation easement areas, potential impacts on bird species of concern are considered to be less-than-significant. However, if grading and other improvements are not initiated until next spring or some future year, there remains a slight possibility that one or more species of raptor may establish an active nest in the vicinity of proposed improvements, which could be destroyed or abandoned as a result of construction activities. Destruction of a raptor nest in active use would be a violation of the Migratory Bird Treaty Act and provisions of the State Fish and Game Code. A preconstruction survey would be required to confirm absence of any raptor nesting activity if one or more nesting seasons pass before construction is initiated.

The populations of Mt. Tamalpais jewelflower and Tiburon buckwheat on Grady Ranch would be located outside the proposed development area and would not be directly affected by the project. Although trails in the open space area have not been clearly defined as part of the project, it is unlikely that the known populations could be affected by trails or other improvements within the open space areas. These populations are located at the edge of a large outcrop on a relatively steep slope, and separated from the ridge top where a future trail alignment would be likely by an elevational difference of several hundred feet.

On Big Rock Ranch, the populations of Tiburon buckwheat and Marin western flax would be located outside the limits of proposed slide repair activities to the south of the new dam and above the proposed reservoir water level of 625 feet. An estimated 25 woolly-headed lessingia plants grow below an elevation of 625 feet, and any plants below this elevation would be inundated. This species is an annual herb, and the number of plants within the inundation area most likely varies every year. As growing conditions in 1995 were generally good, the 25 plants observed below an elevation of 625 feet probably represents a higher then average number which would be lost. The habitat provided by the area to be inundated is highly degraded because of intensive grazing and trampling by cattle, which move along the southern edge of the reservoir. The loss of approximately 25 plants represents only a small fraction (less than one percent) of the entire population which extends throughout the serpentine outcrop. Restricting access by cattle to the serpentine outcrop would greatly improve habitat conditions for woolly-headed lessingia and other plant species associated with the serpentine, and would serve to mitigate the loss of the existing degraded habitat which is to be inundated.

Depending on the alignment and the extent of grading required, the proposed pedestrian path around the southern edge of the reservoir could result in direct loss of individual plants of all three species of concern associated with the serpentine outcrop. Additional plants could be lost
over time by people who may wonder from the pathway and over the outcrop area. The pathway would invite use of the serpentine area as an open space feature, which could lead to trampling or picking of sensitive plant species and people leave the pathway and wander over the outcrop.

Valley oak is no longer considered a special-status plant species. Although this species has no legal protective status and the county currently does not have a tree preservation ordinance, mature oaks and other native trees should be preserved to the degree possible. With incorporation of mitigation measures recommended above to minimize the loss of mature trees and provide for the re-establishment of native vegetation using locally available plant materials, removal of individual valley oak would be considered to be less-than-significant.

During a supplemental field reconnaissance of Big Rock Ranch in March 1996, a population of western pond turtle was encountered at the existing reservoir at Big Rock Ranch. Approximately ten turtles of various ages were observed along the southern edge of the reservoir, basking in the sun on partially submerge rocks. Although the reservoir was considered to provide marginal habitat for the turtle in Exhibit 5.3-4 of the DEIR under the discussion of special-status species, no turtles were observed during past surveys of the site. This subspecies is considered to be a species of special concern by the Department of Fish and Game, but has no legal protective status under the State or Federal Endangered Species Acts. It had previously been a candidate species for listing by the U.S. Fish and Wildlife Service, but was considered too common for listing as threatened or endangered. The Federal status classification system for candidate species was revised on February 28, 1996, eliminating western pond turtle completely from any federal candidate status listing.

Based on the size and number of turtles, it appears the reservoir supports a viable population of turtles. It is uncertain how the turtle population established itself at the Big Rock Ranch reservoir. Turtles tend to disperse along stream corridors looking for new breeding locations, and it is possible that one or more turtles moved up Nicassio Creek from its permanent pond/pool habitat, eventually reaching the reservoir on the site. It is also possible that one or more turtles were transported to the pond by humans who had collected them at another location.

Expansion of the existing reservoir could have a short-term adverse affect on the turtle population. Although the proposed expansion and establishment of wetland vegetation around the fringe of the reservoir would eventually serve to enhance the suitability as turtle habitat, several aspects of the expansion would adversely effect the turtle population. No plans have been prepared defining the details of the new dam construction and reservoir expansion, but the applicant's geotechnical engineer has indicated that the proposed improvements could be accomplished in one season. The reservoir would most likely be drained in late spring or early summer, and once possible, portions of the old dam removed and the new dam constructed. Accumulated silt within the basin could be dredged to improve the capacity of the reservoir, but this has not been determined or the limits of any dredging defined.  

Dewatering of the reservoir even for one season, would temporarily eliminate the existing turtle

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89 Environmental Collaborative conversation with Richard Tate, Harlan Tate and Associates, March 18, 1996.
habitat. Turtles would most likely disperse up and downstream from the reservoir in search of suitable pond habitat, which does not exist on the site or for a considerable distance down Nicassio Creek. A large portion of the turtle population may die in their attempt to reach alternative pond habitat. Consultation with representatives of the Department of Fish and Game have indicated that additional mitigation should be incorporated into the project to provide short-term alternative pond habitat and minimize the possible loss of turtles. The significance of the potential impacts on the turtle population is not clearly defined, due to the lack of any legal protective status and absence of any Fish and Game Code specifically prohibiting take of this species. However, based on the expressed concern of the Department of Fish and Game representative, and designation of western pond turtle as a species of special concern, mitigation to protect the existing turtle population appears appropriate to ensure impacts would be reduced to a level of less-than-significant.

Potential impacts on sensitive species, such as the western pond turtle, tend to be site specific, with such sensitive resources protected as part of environmental review. The temporary impact on the turtle's habitat and the proposed mitigation would insure that any project related impact would not result in a significant contribution to cumulative impacts on the western pond turtle.

Mitigation Measure 5.3-6 The following measure would address impacts on special-status taxa:

Mitigation Measure 5.3-6(a) A special-status plant protection program should be prepared to provide for the protection of the populations of Tiburon buckwheat, Marin western flax, and woolly-headed lessingia associated with the serpentine formation to the south of the reservoir on Big Rock Ranch. The program should be incorporated as a component of the Landscape and Vegetation Management Plan. Provisions of the protection program should include the following:

- Proposed repair of the slide to the south of the new dam should be monitored by a qualified botanist to ensure that disturbance to the special-status plant populations are avoided. Prior to construction, the boundary of proposed grading in the vicinity of the formation should be clearly staked with color-coded flagging set at 50 foot intervals, and disturbance from construction equipment operation, storage, or other activities should be prohibited outside the delineated "no disturbance zone".

- Pedestrian access to the serpentine formation should be restricted to minimize the potential for trampling and disturbance to the populations. The pedestrian pathway indicated in the Preliminary Landscape Plan should be eliminated along the southern edge of the reservoir.

- Signage should be provided at the edge of the serpentine formation near the southeastern end of the new dam indicating the presence of special-status plant populations, sensitivity of the grassland community, importance of minimizing disturbance in the generally area, and prohibiting pedestrian traffic around the southern edge of the reservoir.

- Cattle should be restricted from the serpentine formation to improve the overall habitat condition of the area, as recommended in Mitigation Measure 3.5-3.

90 Environmental Collaborative conversation with John Brode, Department of Fish and Game, April 1, 1996.
Mitigation Measure 5.3-6 (b) If any active raptor nests are established within the proposed
development areas in the future, they should be avoided until young birds are able to leave the
nest (i.e. fledged) and forage on their own. Avoidance may be accomplished either by
scheduling grading and tree removal during the non-nesting period (August 15 through
February 28), or if this is not feasible, by conducting a pre-grading survey for raptor nests. If
grading is scheduled during the sensitive nesting period (March 1 through August 14), a
qualified wildlife biologist, chosen by the County and paid for by the applicant, should conduct
a pre-grading raptor survey to provide confirmation on presence or absence of active nests in
the vicinity of proposed improvements. If active nests are encountered, species specific
measures should be prepared by the biologist and implemented to prevent abandonment of the
active nest. At minimum, grading in the vicinity of the nest tree should be deferred until the
young birds have fledged, providing a construction-disturbance setback distance of at least 300
feet. Grading or other disturbance in the vicinity of the nest should not be permitted until the
biologist has confirmed that the young raptors have fledged. A survey report by the biologist
verifying that the young have fledged should be submitted to the County prior to initiation of
grading in the construction-disturbance setback area. As necessary, representatives of the
CDFG and USFWS should be consulted regarding appropriate construction restrictions,
building setbacks, landscape screening and other methods to ensure compliance with the
Migratory Bird Treaty Act and provisions in the State Fish and Game Code.

Mitigation Measure 5.3-6(c) The existing western pond turtle population at the reservoir on
Big Rock Ranch should be preserved through creation of a temporary impoundment or through
temporary relocation of turtles to the existing pond on Skywalker Ranch during dam
reconstruction. Implementation of either of these preservation options should be performed by
a qualified wildlife biologist familiar with the western pond turtle. The biologist should be
responsible for overseeing construction of the impoundment or improvements to the pond on
Skywalker Ranch, relocating any turtles stranded within the receding reservoir during
dewatering of the impoundment or retrapping turtles from Skywalker Ranch once reservoir
improvements are completed and surface water habitat has been restored to the Big Rock Ranch
reservoir. Details of each preservation option are summarized as follows:

• If a temporary impoundment method of preservation is used, it should be created within a
  portion of the existing reservoir to provide for suitable turtle habitat during dam reconstruction.
  The impoundment should preferably be created along the southwestern edge of the reservoir,
  near the confluence of Big Rock and Diary creeks where surface water from the streams should
  provide a continuous flow into the impoundment and access by turtles to the existing open
  water habitat of the reservoir would be possible. The impoundment should encompass a
  minimum of 4,000 square feet, with side slopes no greater than 2:1, and a depth of at least four
  feet. Several artificial islands or anchored rafts should be created within the impoundment to
  provide protected haulout areas for turtles. The impoundment should be fenced to restrict
  access by cattle.

• If turtles are to be temporarily relocated to the pond on Skywalker Ranch, they should be
  collected during dewatering of the existing reservoir. Several artificial islands or anchored rafts
  should be installed within 20 feet of the shoreline of the existing pond to provide protected
  haulout areas for turtles. Use of live traps would most likely be required to relocate turtles
  back to the existing reservoir on Big Rock Ranch.

A western pond turtle protection plan should be implemented to protect the existing pond
R.  **Master Response on Growth-Inducing Impacts**

Some commentors have requested some clarification on portions of the "Growth Inducing Impacts" section of the DEIR.

**BIG ROCK RANCH GROWTH INDUCING IMPACTS**

Page 3.0-37 states that "an argument could be made that non-residential development of Big Rock Ranch, in departing from strictly agricultural uses might provide a precedent to depart from adopted public policies and thus might result either directly or indirectly in additional development on agricultural lands," and "approval of urban-type development on Big Rock could set in motion other efforts to develop other agricultural land in the Inland Rural Corridor..." However, this was not labeled as a significant impact as it was speculative. To clarify this position, the first paragraph on page 3.0-38 is revised as follows:

Approval of development on Big Rock Ranch would blur the distinct demarcation which currently exists between the developed City-Centered Corridor and the agricultural Inland Rural Corridor. Approval of urban-type development on Big Rock could set in motion other efforts to develop other agricultural lands in the Inland Rural Corridor and result in the employment-generating uses outside of the City Centered Corridor distant from public transit, public facilities, and retail, other commercial, and residential development. However, the EIR preparers could not find any evidence of growth-inducing impacts. The most recent commercial development in the area is Skywalker Ranch, approved in 1979, which did not appear to create growth in the area although it set an initial precedent. Commercial development in agricultural
land does not necessarily mean erosion of the Inland Rural Corridor or conversion of land to urban uses. The Countywide Plan requires 95 percent of land to be preserved as agricultural land, which in part mitigates or eliminates any potential growth-inducing impacts of development in the Inland Rural Corridor. As these precedent-setting effects are speculative to determine, this is considered less-than-significant impact.

An EIR is not required to evaluate speculative secondary or indirect effects, as ruled in *Marin Municipal Water District v. KG Land Cal. Corp.*, 235 Ca.App.3d 1652.

**GRADY RANCH GROWTH-INDUCING IMPACTS**

The DEIR discussion goes on to discuss growth-inducing impacts created from Grady Ranch development, and ultimately finds that no growth-inducing impacts would be generated. The Grady Ranch site would be "built out" with the proposed project, and therefore would not be a feasible location for future growth. The only location for growth-inducing impacts would be the Luiz property, to the south. However, as the water and sewer lines which serve Lucas Valley Estates already run along the frontage of the Luiz property, this would not be a new problem. Therefore, no significant growth-inducing impacts due to the extension of water and sewer facilities were found to be significant. To clarify this, the last paragraph of Section 3.5 on page 3.0-38 of the DEIR is revised as follows:

...already runs along the frontage of a portion of the Luiz property. As no locations would be available for growth to occur from the expansion of water and sewer lines to Grady Ranch, this is considered a less-than-significant impact.

---

**S. Master Response on Creek Restoration**

A number of questions have been raised about more specific details of the proposed creek restoration program. This section will serve as a general discussion of this issue, and will be referred to when responding to more specific individual comments.

The creek restoration program for Grady Ranch is described on pages 2.0-16 and 2.0-17, and Big Rock Ranch is described on pages 2.0-25 and 2.0-26 of the DEIR. This information is summarized on page 5.2-7 of the Hydrology and Drainage section. Some specific details of the restoration plan were not included, but were incorporated by reference instead. The full plan is contained on Lucasfilm Master Plan Drawings 7a and 8a, and in two documents: *Hydrologic Assessment for the Lucasfilm Master Plan, Grady Ranch, Marin County, CA*, William B. Vandiveere, June 30, 1993, *Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch, Marin County, CA*, William B. Vandiveere, February 4, 1994. These are available for review at the County Community Development Agency offices.

The following sentence in the first paragraph on page 2.0-17 of the Draft EIR is revised as follows:

The location of the proposed channel / gully stabilization and / or restoration site are mapped and shown on Master Plan Drawing Sheet 7 Exhibit 5.1-5 (in the Geology and Soils section of the EIR).

Master Plan Sheets 7a and 8a are reproduced on Exhibits 5.1-5 (Grady Ranch) and 5.1-6 (Big Rock Ranch) in the Geology and Soils section of the EIR. These exhibits refer to specific details of particular
parts of the restoration program, which are included in Exhibits 7.0-23 to 7.0-30. These exhibits are described below.

Exhibit 7.0-23 ("Gully Stabilization") shows gully stabilization with boulder weirs and graded banks. This measure is proposed for portions of Grady Creek, Landmark Creek, two unnamed tributaries on Grady Ranch, and areas of Big Rock Ranch. In this design, the weirs direct the higher-velocity portion of the current towards the center of the channel, reducing erosion on the banks. This will allow willow cuttings planted above the toe rocks to avoid being uprooted. Grading for this measure would be selective, based upon the erosion hazard, potential tree loss, and existing bank stabilization. In areas in which the bank is already stable, only boulder weirs would be used. Graded slopes would be hydroseeded with native grass and flowers, and planted with native shrubs and trees.

Exhibit 7.0-24 ("Converging Type Boulder Weir") shows from above how boulder weirs would direct the current towards the center of the channel. It will be applied in stand-alone areas to save trees threatened by further undermining of the toe of the bank, both on Grady and Big Rock Ranches.

Exhibit 7.0-25 ("Boulder Cascade") shows the stabilization measure of Miller Creek just below the existing bridge. At this location, a steep 11-foot drop occurs, preventing the migration of fish upstream. This design would provide 11 one-foot drops to individual pools, allowing migration.

Exhibit 7.0-26 ("Meandering Channel Restoration at Bends") and Exhibit 7.0-27 ("Meandering Channel Restoration at Straight Reach") shows the proposed full-channel restoration along three reaches of Miller Creek. This restoration is designed to emulate the channel characteristics and meander pattern of a natural undisturbed channel for the type of channel found in the Miller Creek Watershed. The floodplains would be planted with trees to reintroduce a riparian overstory and to provide bank stabilization. The outside of bends would be stabilized with native material, such as tree trunks and logs, root tree wads, and boulders.

Exhibit 7.0-28 ("Log and Boulder Bank Protection") shows a measure to be applied at various reaches of Miller Creek and at the bases of some steep, eroded slopes on Big Rock Ranch to protect the toe of the bank. It uses large, partially buried logs pinned to the bed just outside of the toe of the bank by large boulders. A small fill bench would be constructed between the log and toe of the bank and planted with willow cuttings and grasses.

Exhibit 7.0-29 ("Gully Stabilization Treatments") shows a measure to be applied for the shallow gully in between the Main Guest Accommodations Building and the Day Care/Recreation Building on Grady Ranch, and at some areas of Big Rock Ranch. It is composed of redwood boards keyed into the bed and banks of the channel.

Exhibit 7.0-30 ("Big Rock Ranch Eastern Watershed Floodplain Terrace") shows the proposed plan for the re-aligned channel on Big Rock Ranch. The channel would be designed to accommodate a one-and-a-half year flood in the lower basin, while a 100-year flood would be accommodated in the floodplain. The outer channel bends would be protected by tow rock. The channel grade would be stabilized by boulder weirs. Native bunch grasses would be seeded on the steeper bank of the low-flow channel, with willows immediately adjacent. Bays and oak are planned to be planted over the bulk of the floodplain.
Exhibit 7.0-23

Gully Stabilization

Source: William B. Vandiver, P.E.
Exhibit 7.0-24
Converging Type Boulder Weir
Legend:

──► denotes existing direction of current

──⇌ denotes post-weir installation current direction

Source: William B. Vandivere, P.E.
Exhibit 7.0-29
Gully Stabilization Treatments

Source: William B. Vandiver, P.E.
Exhibit 7.0-30
Big Rock Ranch Eastern Watershed Floodplain Terrace

Source: William B. Vandivere, P.E.
T. Master Response to Archeology Mitigations

Preservation of archaeological resources, by revising the location of facilities on Big Rock Ranch, has been discussed as the preferred mitigation alternative for each of the three sites. Preservation as a mitigation measure is not, however, an absolute mandate under Appendix K of the CEQA Guidelines. Preservation is the preferred, but not the only acceptable means of reducing potentially significant impacts to a less-than-significant level.

The cultural significance of the Big Rock Ranch cultural resources has been discussed within the context of the CEQA significance criteria in the setting section of the Draft EIR and is evaluated in detail in a confidential technical report on file with the Marin County Community Development Agency. (Archeological reports are often confidential to avoid attracting artifact seekers to sensitive locations).

Archaeological research potentials are discussed, as well as the significance of the resources to the local Native American community. Of particular concern is the potential for additional prehistoric burials, which defines CA-Mrm-495 as a significant cultural site for California coastal Native Americans and a major contributing factor in meeting Appendix K of the CEQA Guidelines criteria as a significant cultural resource.

The possible significance of the sites, with respect to the history of prehistoric civilization in general (or northern California or central Marin County prehistory), is not known at this time. However, subsurface exploration of the resources has resulted in a better understanding of their research potential and importance to the Native American community. Additional archaeological excavation could potentially answer this and similar questions, such as whether or not the resources represent a major village and / or burial ground and / or a sacred location. However, additional investigation of the resource is not required to determine that the sites meet the CEQA criteria as significant resources.

Based on the test excavations conducted to date, it is possible to state that CA-Mrm-495 is similar to numerous other middle-to-late period archaeological sites in Marin County. The data suggests that although the site meets the CEQA criteria as a significant resource, there is nothing particularly unique about the site. Similar sites in the North Bay region have probably been preserved as often as they have been excavated by the CEQA mandate as well as outright destroyed during the pre-CEQA times.

Section 5.6 (Archaeological and Historical Resources) of the Draft EIR, and the confidential technical document, presents adequate discussion as to why the archaeological resources merit consideration for preservation, without disturbance. All three sites meet the CEQA criteria as significant resources and the preferred means of mitigating potential impacts is non-disturbance / preservation through avoidance. These documents do not advocate or attempt to justify why such preservation should or should not take place. They do present alternative mitigation measures that include disturbance of the resources; the mitigation procedures are well within the bounds of acceptable cultural resources management procedures and the CEQA Guidelines.

The importance of the Big Rock Ranch archaeological resources has been established by focusing on the nature and integrity of the resources as discussed in the Draft EIR and technical report. Whether or not the sites are larger or more important than other resources covers a lot of ground in data review and
regional site comparisons. Such an effort may not necessarily be productive in establishing the archaeological significance of the resources.

Nowhere in the EIR is it stated that the resources represent or do not represent a major burial ground, village or other sacred spot. The limited test excavations conducted so far focused on gathering sufficient data to determine the significance of the resources based on the CEQA criteria; no expectations of answering all relevant questions about the resources was anticipated or required.

The alternatives to dismantling and relocating the artifacts (CA-Mrn-465) petroglyph features are: preservation through avoidance of the resource by relocating the proposed Archive Building, possibly including and thus preserving the petroglyph outcropping in an alcove of the building.

The significance of the resources has been established. As stated on page 5.6-6 of the Draft EIR "Each identified impact to known historic resources recommends two separate mitigations, depending upon the feasibility of avoidance. The Marin County Community Development Agency will determine feasibility during review of the EIR." Further investigation would not be required prior to the implementation of the mitigation. If preservation is the mitigation plan then the applicant would redesign for resource avoidance; if excavation is the mitigation plan, the time required for such a program would likely not delay construction schedules.
7.5 RESPONSE TO COMMENTS

Response to Written Comments

All comments submitted to the County on the Draft EIR in Letters 1 through 74, and discussed at the public hearing on November 13, 1995, are presented in the following pages. The original letters are reproduced, and comments are numbered for referencing with responses. Some responses refer commentors to other comments or responses in this section or to the pages of the Draft EIR (DEIR) where specific topics are discussed. Please note that revisions to the EIR text, made in response to comments, have resulted in some page numbering changes from the Draft EIR.
Mr. Tim Haddad  
Environmental Coordinator  
Community Development Agency  
Planning Division  
Marin County Civic Center, Room #308  
San Rafael, CA 94903

RE: Draft Environmental Impact Report - Lucasfilm, Ltd.  
Grady Ranch & Big Rock Ranch Master Plan

Dear Tim,

The following are my comments on the Draft Environmental Impact Report on the above referenced project:

<table>
<thead>
<tr>
<th>PAGE</th>
<th>COMMENT/QUESTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>1-1</td>
<td>What days and hours are considered by the DEIR to be &quot;peak time&quot; for employees at Lucasfilm?</td>
</tr>
<tr>
<td>1-2</td>
<td>What is the difference in cut and fill of the current Grady Ranch project and the one proposed in 1991?</td>
</tr>
<tr>
<td>1-3</td>
<td>The Big Rock reservoir will be supplied by well water and runoff. What is the impact on other wells in the area?</td>
</tr>
<tr>
<td>1-4</td>
<td>The section entitled &quot;Next Steps&quot;, which describes the planning process and the roles played by responsible agencies, is excellent.</td>
</tr>
</tbody>
</table>

3.0-6 & 5.1-28  
Mitigation #5.1-7: This mitigation outlines mitigations for damage to water lines by landslides. It lists quite a few specific design criteria to be utilized in designing the water line system to survive such damage. At the end of the paragraph, it states "Alternately, landslides threatening the water line could be repaired." Why is this proposed as an alternative, rather than a requirement? How far away from the water lines are the landslides? Are they considered active or dormant? If this information is presently unavailable because the water line location has yet to be determined, can there be more discussion of these issues at the Precise Development Plan stage?

3.0-8 & 5.2-16  
Mitigation # 5.2-6: Well Water Quality at Big Rock Ranch -- This mitigation states that the Applicant would determine the method of treatment if aluminum and/or nitrate are found in the well water. Is this the Applicant's decision? Doesn't the State get involved in determining proper treatment? Does the well water currently meet State water standards? Will this information be available prior to Precise
3.0-8 & 5.2-16, cont.

Development Plan approvals?

3.0-13 /-7

Mitigation #5.3-4: Stream Conservation Areas -- Can the amount of disturbance of Stream Conservation Areas on Grady Ranch and Big Rock Ranch be quantified?

3.0-16 /-8

Mitigation #5.3-7: Wetlands -- This mitigation requires preparation of a Wetland Protection Plan prior to issuance of the Grading Permit. This Plan should be completed as part of the Precise Development Plan, so that the public may have an opportunity to review and comment on it.

3.0-16 /-9

Mitigation #5.5-8: Water Tank & Pumping Stations -- This mitigation states that the Applicant will "paint" the watertank at the Precise Development Plan stage. It seems that a better idea would be to require the Applicant to submit plans for the design and color scheme of the Big Rock Water Tank in accordance with MMWD's guidelines so that the tank color and design can be reviewed along with the rest of the project. It can be painted later.

4.0-31 /-10

Policy CD-2.3: Consistency with the CWP -- This section makes the finding that the project is consistent with this policy because "Mitigation #5.7-1(e) recommends that the Project Applicant establish a van/buspool or shuttle bus service as part of its Transportation Demand Management plan." This discussion also notes that the nearest bus stop is more than a mile away and the project is not directly served by public transit. How can the project be consistent with Policy CD-2.3 when it is not accessible by transit and the only mitigation is recommended rather than required?

Policy CD-2.4: Consistency with the CWP -- Same comment as above (CD-2.3).

4.0-32 /-11

Policy CD-2.7: Consistency with the CWP -- I am not sure that I agree with this discussion re: "Discouraging Development in Natural Resource or Hazard Areas." No mention is made of landslides, proposed excavation, or size and height of the buildings.

Policy CD-3.1: Consistency with the CWP -- I do not agree with this discussion. The project is not locating employment in an area of high transit accessibility, nor is it near public services, or housing to meet the needs of 640 employees. The project does provide some complimentary commercial retail services, but this alone does not achieve consistency with the entire policy. As noted above, I think that the project's consistency with Policies CD-2.3 and CD-2.4 is in question, at least as presently written with Mitigation #5.7-(1e) only recommended, rather than required.

4.0-33 /-12

Policy CD-4.1: Consistency with the CWP -- Same comment as above (CD-2.3).
4.0-40 & 5.9-5

Policy N-2.4: Consistency with the CWP -- This discussion notes mitigation to reduce noise impacts during construction. This mitigation should be amended to include hours and days when noise-generating construction activities are permitted, e.g., Monday through Friday, from 8:00 a.m. to 5:00 p.m., and excluding holidays.

Page 5.9-5 includes a reference that the CWP "limits construction-related activities to normal work hours, 7:00 a.m. to 6:00 p.m., Monday through Saturday, unless it is shown that such activity will not generate excessive noise levels in neighboring, legally developed areas." I think this mitigation should clearly state what hours such noise-generating activities will be permitted, as noted above. The CWP's permitted hours are too long, in my mind, for neighbors to endure the noise impacts of such massive grading.

4.0-42

Policy EH-5.4: Consistency with the CWP -- What are the stability zones for both Grady Ranch and Big Rock Ranch? Why does this policy only apply to the Grady Ranch?

4.0-44

Policy EH-9.1: Consistency with the CWP -- Mitigation #5.1-1(c) can not achieve CWP consistency if it only "recommends that a registered Civil Engineer...design the proposed earthen dam and the applicant should submit the detailed design to the State Department of Water Resources..." The words recommend and should should be changed to required and shall, respectively.

5.0

Slope Stability and Grading Impacts and Mitigations -- Since a comprehensive, detailed slope stabilization plan has not yet been prepared, it is difficult to anticipate what visual impacts might result from stabilization measures, such the as size and height of retaining walls. At least two additional retaining walls are possible, according to Mitigation #5.1-1(a) on page 5.1-18. Could these mitigations be expanded to include design guidelines for such impacts, or at the very least, require some level of design review during the Precise Development Plan stage?

5.1-18

Mitigation #5.1-1(b): Please add a new criteria to the list of items to be addressed by the Grading Plan. The mitigation should require that all slopes and berms be designed to appear as natural as possible, taking their shape and contours from the surrounding topography.

5.1-2.3

Mitigation #5.1-2: This mitigation requires preparation of a detailed Erosion Control Plan as part of construction permits. Since this Plan will address streambank restoration, possible removal of trees in stream areas, and riparian and erosion control plantings, this mitigation should be required as part of the Precise Development Plan, timing this mitigation in this way will allow the public to review and comment on it.
5.0 Many of the mitigations contained in Section 5 of the DEIR conclude with the following statement: "Precise Development Plan approval would be conditioned upon these mitigations as a condition of Master Plan approval."

Does this mean that the resolution approving the Precise Development Plan must recite these mitigations as conditions of approval, or, does it mean that the way these mitigations will be designed and carried out must be worked out prior to approval of the Precise Development Plan? It should be very clear in the FEIR which mitigations must be designed prior to approval of the Precise Development Plan, and which mitigations will be designed prior to permits being issued.

5.2-18 Mitigation #5.2-8: Re: preparation of a Surface Runoff Pollution Control Plan. Shouldn't this plan be prepared as part of the Precise Development Plan?

5.2-19 Mitigation #5.2-9: Re: design and location of the septic system. Again, shouldn't this system be designed as part of the Precise Development Plan?

5.3-20 3rd full paragraph: This section discusses the proposed Landscape Concept and Landscape Plans. The last two sentences of the paragraph do not make sense to me: "In addition, it is possible that a number of highly invasive ornamental species, such as French and Scotch broom, English ivy, periwinkle, eucalyptus, and acacia, could be incorporated into Landscape Plans as they are refined. These species are particularly invasive and tend to out-compete the native groundcover, shrubs, and occasionally tree species in open space areas."

Why would it be desirable to incorporate non-native, invasive, fire-prone plantings into the Landscape Plan? Shouldn't these species be deleted from the Landscape Plan? (as noted in the 3rd bullet of Mitigation #5.3-1(a) on page 5.3-21.)

5.3-23 Exhibit 5.3-6: Trees to be Removed -- This is an excellent chart. It is very helpful in quantifying the extent of tree removal on the site.

5.3-25 Mitigation #5.3-2(a): The required preparation of an engineering survey for trees prior to the Precise Development Plan is an excellent mitigation.

5.3-26 Mitigation #5.3-2(b): How does this mitigation relate to the need to preserve the archeological evidence located in the vicinity of the Ancillary Building on Big Rock?

5.3-27 Mitigation #5.3-2(c): Please add a new bullet that prohibits storage of construction equipment or materials within the dripline of any trees.
5.3-33 Mitigations #5.3-5(b) and #5.3-5(d): These mitigations delete the proposed pedestrian pathway from the South side of the Big Rock Ranch reservoir while protecting wildlife access to the reservoir for water. Is it likely that deer and other animals will create their own pathway or trail along this side of the reservoir? The existence of a trail along the water might attract pedestrians and defeat the goals of these mitigations. Would it be possible to add a requirement that signage or other landscape treatment be used to prohibit pedestrians on the South side of the reservoir?

5.4-5 Loma Alta Ranch: This paragraph does not address Loma Alta Ranch; instead it repeats a paragraph on the previous page re: Big Rock Ranch.

5.4-15: How does the County's recently adopted "Right to Farm Ordinance" affect this project and the proposed mitigations in Section 5.4?

5.5-2 Do the six viewpoints and the photo simulations showing the proposed project take into account the proposed tree plantings which are deleted as part of Mitigation #5.3-3 on page 5.3-28?

5.5-25 Visual Changes of the Project: This section lists "Water Tanks" as a component of the project which influences views; the discussion on the following page of each of the components fails to include any mention of water tanks.

5.5 The section analyzing the visual and aesthetic qualities of the project was well done.

5.7-38 Impact #5.7-8: Stopping Sight Distance -- Please provide additional discussion of an alternative driveway access to Grady Ranch, which avoids realignment of Lucas Valley Road. Is it possible to use the road realignment configuration as the driveway to the Grady Ranch, and leave Lucas Valley Road where it is? If not, can the main driveway enter the property at an angle other than that which is proposed so that proper sight distances are maintained and Lucas Valley Road is not realigned?

5.8-1 Mitigation #5.8-1: Dust Reduction -- What type of dust suppressants are recommended as environmentally appropriate for sites which are near streams, wildlife corridors, and vegetation?

5.9-7 Mitigation #5.9-1: Construction Noise Reduction -- How long will it take to complete the grading and excavation required for the Main Office Building and berm at Grady Ranch? How many residences at Lucas Valley Estates are expected to experience noise impacts from grading at Grady Ranch?
5.10-4 Impact #5.10-1: Fire and Emergency Service Impacts -- the 3rd paragraph of this discussion mentions "the new Lucasfilm fire brigade equipment and personnel." Will there be construction of new fire station facilities at Grady and Big Rock? If so, where will these facilities be located, and what would they consist of?

If additional fire station facilities are built, similar to those on Skywalker Ranch, West Marin and Lucas Valley environs will have the protection of two more fire safety crews and equipment. This seems to me to offer the potential for a significant benefit to those communities and Marin County.

5.10-5 Mitigation #5.10-5: Roadway Design Impacts -- It is noted that the entrance to Big Rock Ranch would consist of a tunnel and an alternative unpaved road for larger vehicles. If this dual access concept is to remain, will an unpaved road allow passage for large, heavy vehicles during the winter months? Will mud make passage impossible after a storm? Why has the Applicant proposed an unpaved road?

Are there alternatives to the tunnel entrance? Why does the Applicant feel that a tunnel provides the best entrance for visitors?

Tim, please extend my compliments to Nichols-Berman for preparing an excellent, highly readable, and generally comprehensive report. Despite the length of my written comments and questions, I really thought that this was an excellent document. You and Nichols-Berman did a very thorough job.

Thank you for the opportunity to make my comments.

Kindest regards,

Jan Alff Wiegel
Chairperson
Marin County Planning Commission
RESPONSE TO LETTER 1
MARIN COUNTY PLANNING COMMISSION
CHAIRPERSON JAN ALFF WIEGEL

Response to Comment 1-1

The DEIR assumed that the "peak time" for employees would occur at the most heavily congested time of day for the traffic analysis, as a worst-case analysis. For a comparison, the PM peak hour of Skywalker Ranch occurs between 6:00 and 7:00 PM, as noted on page 5.7-12 of the DEIR.

Lucasfilm was contacted as to their estimate of anticipated peak hours of employees. For Grady Ranch, Lucasfilm estimated the following:

<table>
<thead>
<tr>
<th>Percentage of Total Employees</th>
<th>Normal Work Hours (Approximately)</th>
</tr>
</thead>
<tbody>
<tr>
<td>33%</td>
<td>7:30 to 8:30 AM -- 5:30 to 6:30 PM</td>
</tr>
<tr>
<td>33%</td>
<td>8:30 to 9:30 AM -- 6:30 to 7:30 PM</td>
</tr>
<tr>
<td>34%</td>
<td>9:30 to 10:30 AM -- 7:30 to 8:30 PM</td>
</tr>
</tbody>
</table>

For Big Rock Ranch, Lucasfilm estimated the following:

<table>
<thead>
<tr>
<th>Percentage of Total Employees</th>
<th>Normal Work Hours (Approximately)</th>
</tr>
</thead>
<tbody>
<tr>
<td>25%</td>
<td>9:00 AM -- 6:30 PM</td>
</tr>
<tr>
<td>50%</td>
<td>9:30 AM -- 7:00 PM</td>
</tr>
<tr>
<td>25%</td>
<td>10:00 AM -- 8:00 to 9:00 PM</td>
</tr>
</tbody>
</table>

Lucasfilm regards these as best estimates that are subject to modification.

Response to Comment 1-2

For Grady Ranch, the current project proposes 377,000 cubic yards (cy) of cut and 379,000 cy of fill, as described on page 2.0-16 of the DEIR. The previous project (1991) proposed 390,000 cy of cut and 390,000 of fill (of which 35,000 cy were to be used for the reservoir dam embankment).

Response to Comment 1-3

As discussed in Impact 5.2-5 (Water Supply Impacts -- Big Rock Ranch) on page 5.2-15 of the DEIR, water levels in the aquifer would not be significantly changed at a distance of more than a few hundred feet around the well, and therefore off-site wells would not be affected.

Response to Comment 1-4

Comment noted.

Response to Comment 1-5

Information on the exact location of the water lines has not been developed. Therefore, it is unclear how landslides would affect the future lines. Note that "an EIR corresponds to the degree of specificity
involved in the underlying activity which is described in the EIR" (CEQA Guidelines Section 15146). As described on pages 1.0-6 and 1.07 of the DEIR Marin County uses a two-step planning and project review process. The first step is the approval (or denial) of a Master Plan followed by approval (or denial) of a Precise Development Plan. In this two step process Master Plans do not provide the specific level of detail provided by Development Plans. For example, Master Plan are only required to provide preliminary conceptual grading plans while the Development Plan must include a final grading plan. The Master Plan provides a description of the proposed development including density, building heights, major open space, sewage disposal and public utilities while the Development Plan must provide a site plan with precise building locations, parking spaces, public spaces, public areas, vehicle and pedestrian circulation.

As a result of this two stage plan process the EIR does not know the exact location of the water lines at this time. This information, which would be developed at the Precise Development Plan stage, could result in further environmental review to assess specific facilities proposed at that time. However, the EIR mitigations were designed to be general in nature. *Either Mitigation 5.1-7 (a) and (b) or Mitigation 5.1-7(c) would reduce impacts to a less-than-significant level.* In response to this comment, the Significance After Mitigation section has been revised as follows:

*Significance After Mitigation* Implementation of *either Mitigation 5.1-7(a) and (b) or Mitigation 5.1-7(c) would reduce this to a less-than-significant impact.* However, Mitigation 5.1-7(c) could create unknown secondary impacts due to grading, such as the loss of vegetation.

**Response to Comment 1-6**

There are certain industry-standard treatment methods that would be available. For instance, if nitrates are found to exceed Title 22 standards, carbon filtration is usually used. The County Department of Environmental Health would be responsible for certifying the on site well.

**Response to Comment 1-7**

A discussion of anticipated impacts to designated Stream Conservation Areas and riparian habitat, and benefits of proposed restoration is provided on pages 5.3-29 through 5.3-31 of the DEIR. This includes information on the location and degree of incursion into each affected Stream Conservation Area, specifically the effects of the reservoir expansion and Main Office Building on Big Rock Ranch, and conformance of the minimum 50-foot setback for the Main Office Building on Grady Ranch. As concluded on page 5.3-37 of the DEIR, collectively less than one acre of wetlands and "other waters" would be affected by the project. Most of this would be unvegetated channels or "other waters" affected by the creek crossings and relocation of an 800-foot long segment of the tributary drainage to Nicasio Channel, with the total wetland loss estimated at 0.09 acres. The anticipated filling of "other waters" included the culvert crossings of Loma Alta Creek, and several other tributaries of Miller Creek on the Grady Ranch site. Exhibit 7.0-31, below, summarizes the anticipated impacts on wetlands and other waters of the site.
### Exhibit 7.0-31
**Estimated Acreage of Affected Wetlands and Unvegetated Other Waters**

<table>
<thead>
<tr>
<th>Location</th>
<th>Total Acres of Wetlands</th>
<th>Total Acres Of Unvegetated Other Waters Affecte</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Big Rock Ranch</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Nicasio Tributary Relocation(^a)</td>
<td>0.017</td>
<td>0.064</td>
</tr>
<tr>
<td>Nicasio Creek, Existing Spillway, and Tributary</td>
<td>0.0</td>
<td>0.102</td>
</tr>
<tr>
<td>Reservoir Expansion</td>
<td>0.038</td>
<td>expansion of 2.76 acre area</td>
</tr>
<tr>
<td>Big Rock Creek Inundation</td>
<td>0.007</td>
<td>0.045</td>
</tr>
<tr>
<td>Dairy Creek Inundation</td>
<td>0.004</td>
<td>0.067</td>
</tr>
<tr>
<td><strong>Total for Big Rock Ranch</strong></td>
<td>0.066</td>
<td>0.278</td>
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<tr>
<td><strong>Grady Ranch</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Miller Creek Bridge Crossings</td>
<td>0.0</td>
<td>0.034</td>
</tr>
<tr>
<td>Landmark Creek Bridge Crossing</td>
<td>0.0</td>
<td>0.023</td>
</tr>
<tr>
<td>Childcare Tributary Drainage Bridge Crossing</td>
<td>0.0</td>
<td>0.002</td>
</tr>
<tr>
<td>Main Office Building Tributary Drainage Culvert</td>
<td>0.0</td>
<td>0.037</td>
</tr>
<tr>
<td>Loma Alta Creek Culvert Crossing</td>
<td>0.0</td>
<td>0.034</td>
</tr>
<tr>
<td><strong>Total for Grady Ranch</strong></td>
<td>0.0</td>
<td>0.13</td>
</tr>
<tr>
<td><strong>Total affected Waters for Site</strong></td>
<td>0.066</td>
<td>0.408</td>
</tr>
</tbody>
</table>

As indicated by the totals above, a more detailed evaluation indicates that the affected wetlands would be less than the 0.09 acre total in the DEIR. Based on this revised analysis, an estimated 0.07 acres of wetlands would be affected by the project. Two bullets of Impact 5.3-7 on page 5.3-37 of the DEIR is revised as follows:

- Disturbance to an estimated 0.09 0.07 acres of scattered freshwater marsh within the limits of grading on Big Rock Ranch.
- Inundation of an estimated 400 linear feet of existing channel on Dairy Creek, and 350 linear feet on Big Rock Creek as a result of reservoir expansion. Raising the level of the existing

\(^a\) Only an estimated 0.01 acres (400 square feet) of "other waters" in the relocated channel would be replaced by a culvert for the access road crossing. The remainder of the affected waters would be replaced and possibly expanded as part of the restoration of wetland and riparian habitat of this enhanced feature.
reservoir is not considered an impact on jurisdictional waters except to the degree that existing rock channels will be inundated. Wetland vegetation along those segments of Dairy and Big Rock Creeks is largely absent, limited to small clumps of freshwater marsh which may have been included in the estimated 0.09 0.07 acres of wetlands which would be lost on Big Rock Ranch.

Mitigation Measure 5.3-7 on page 5.3-38 of the Draft EIR calls for preparation of a detailed wetland protection, replacement, and restoration program which would consolidate information in completed hydrologic studies for the project. Wetland loss would be replaced a ratio of 2 to 1, consistent with the Countywide Plan. Sufficient opportunities exist to provide the required mitigation and greatly expand the wetlands on the site. These include the restorations of the relocated tributary to Nicasio Creek, restoration of Grady Creek, and establishment of emergent vegetation around the perimeter of the expanded reservoir.

**Response to Comment 1-8**

As noted in the full text of Mitigation 5.3-7 on page 5.3-38 of the DEIR, the wetlands protection, replacement, and restoration program should be completed as a part of the preparation of the Precise Development Plan (allowing public comment), and approved prior to issuance of the grading permit. This is also detailed on page E-11 of the Mitigation Monitoring and Reporting Program (Appendix E of the DEIR).

**Response to Comment 1-9**

In response to this comment, the third bullet of Mitigation Measure 5.5-8 on page 5.5-35 of the DEIR is revised as follows:

For the Big Rock Ranch tank, the applicant would be required to submit a color scheme for the tank to Marin County Community Development Agency staff as a part of the Precise Development Plan. In a The color that would minimize color contrasts with the surrounding terrain. While the applicant and not the MMWD is responsible for the Big Rock Ranch tank, the applicant should coordinate with the MMWD in the design review process for the Grady Ranch tank so that community input can be also be obtained for the design review of the Big Rock Ranch tank.

**Response to Comment 1-10**

Senate Bill 437, signed into law in October 1995 by Governor Wilson and which took effect on January 1, 1996, prohibits agencies from requiring employee trip reduction programs for air quality and traffic effects. The establishment of a van / buspool or shuttle bus service as a part of a Transportation Demand Management plan is, therefore, recommended for compliance with specific policies (such as CD-2.3 and CD-2.4) of The Marin Countywide Plan. As stated on page 5.7-24 of the DEIR, a successful TDM program would result in a reduction of automobile vehicle trips on Lucas Valley Road and result in reduced impacts at some intersections. This could negate the need for other mitigations already required in the EIR. However, if the TDM program does not reduce expected impacts (as determined through periodic monitoring, as required under this mitigation), or the project applicant does not follow the TDM recommendation, then these other mitigations still would be required to be implemented. These intersections and required mitigations are discussed on pages 5.7-24 and 5.7-25 of the DEIR.
Response to Comment 1-11

In response to this comment, the following is added to the end of the Consistency Discussion of Policy CD-2.7 on page 4.0-32 of the DEIR:

...Specific components of the plan include a tree replacement program, a native grassland restoration program, and a wetland restoration program. Mitigations in the DEIR (such as Mitigation 5.1-3, to reduce the risk of dam failure, and 5.1-1, to reduce the risk of landsliding), would eliminate significant hazards to life and property.

Structures have already been sited to minimize adverse impacts. For example, the 1992 EIR, which identified areas in which the previous project would adversely impact natural resources value (such as the stream corridor of Grady Creek), led to the a site redesign such as moving buildings. For example, the Main Office Building on Grady Ranch was reduced in size and relocated to avoid Grady Creek and to save more specimen-size trees. The Ancillary building was similarly reduced in size to save specimen-sized trees. The proposed reservoir on Grady Ranch was relocated to Big Rock Ranch to avoid tree damage as well. Many of these proposed site plan changes can be found in Mitigation Measure 5.3-1(a) on pages 194-195 of the 1992 EIR, on file at the County Community Development Agency.

See Response to Comments 14-18, 14-24, and 14-25, for other consistency concerns.

Response to Comment 1-12

See Response to Comment 1-10.

Response to Comment 1-13

In response to this comment, an additional bullet is added to Mitigation Measure 5.9-1 on page 5.9-7 of the DEIR:

(d) Grading and impact tool use (such as pile driving) for the Main Office Building and easternmost berm on Grady Ranch, should be limited to Monday through Friday, from 8:00 A.M. to 5:00 P.M., excluding holidays, unless the applicant can show that activity will not generate excessive noise levels in the Wetsel Property or residences in Lucas Valley Estates, or unless permission is granted by the affected homeowners. While unlikely, if other sources of construction noise are shown to exceed 60 dBA at residential properties, then the time limits above would apply to these activities as well. If complaints are received, the applicant should hire a noise specialist to take noise readings at affected sites.

Response to Comment 1-14

As explained on pages 4.0-42, the mapping performed by the California Division of Mines and Geology CDMG did not include Big Rock Ranch. Therefore, Big Rock Ranch has no established stability rating. As the policy in question states that projects should be evaluated according to CDMG mapping, then this policy does not apply to those areas in which mapping has not been performed.

Note that the rest of this policy, which requires soils information, is already required under Mitigations 5.1-5 (site specific recommendations for expansive soils) and 5.1-1 (slope stabilization plan and geotechnical investigation).
Response to Comment 1-15

If County decision-makers approve the mitigations as feasible, the phrasing would be modified as appropriate during the development of findings. (As noted in a 1993 Court decision, mitigation measures "are suggestions which may or may not be adopted by the decision makers. There is no requirement in CEQA that mitigation measures be adopted. The adoption of mitigation measures, depends, among other matters, upon economic and technological feasibility and practicality" [italics added].91)

Response to Comment 1-16

In response to this comment, the following mitigation is added to Mitigation 5.1-1(a) on page 5.1-18:

The final design of retaining walls would be required to borrow or repeat the form, line, color, and texture of the surrounding terrain, to appear as natural as possible. Final design would be approved by Marin Community Development Agency staff.

As noted on page 5.1-19 of the EIR, Mitigation Measure 5.1-1(a) would be required to be completed as part of the Precise Development Plan and should be reviewed as part of any Development Plan application.

Response to Comment 1-17

In response to this comment, the following mitigation is added to Mitigation 5.1-1(b) on page 5.1-18:

The final design of slopes and berms would be required to borrow or repeat the form, line, color, and texture of the surrounding terrain, to appear as natural as possible. Final design would be approved by Marin Community Development Agency staff.

As noted on page 5.1-19 of the EIR, Mitigation Measure 5.1-1(b) would be required to be completed as part of the Precise Development Plan and should be reviewed as part of any Development Plan application.

Response to Comment 1-18

In response to this comment, the following paragraph of Mitigation 5.1-2 on page 5.1-23 is revised as follows:

Precise Development Plan approval would be conditioned upon this mitigation as a condition of Master Plan approval. Master Plan approval would be conditioned upon incorporation of Mitigation 5.1-2 in the project. This mitigation measure should be completed as part of construction permits.

Response to Comment 1-19

"Precise Development Plan approval would be conditioned upon these mitigations as a condition of Master Plan approval" means that as a condition of Master Plan approval, the Precise Development

Plan cannot be approved without inclusion of the mitigations into the Precise Development Plan. The exact timing of how these mitigations are implemented are shown in Appendix E, the Mitigation Monitoring and Reporting Program. For instance, Impact 5.1-6 requires detailed specifications of site preparation, fill placement, compaction, and subdrainage. Precise Development Plan approval would be conditioned upon the acceptance of this mitigation as a condition of Master Plan approval. Page E-6 of the DEIR shows that this mitigation would be enforced by the Community Development Agency during approval of the Development Plan, and by the Public Service Agency prior to the issuance of the Grading Permit.

Response to Comment 1-20

In response to this comment, the following paragraph of Mitigation 5.2-8 on page 5.2-18 is revised as follows:

Construction permit approval would be conditioned upon these mitigations as a condition of Master Plan approval. The Surface Runoff Pollution Control Plan should be included into the Precise Development Plan as a condition of Master Plan approval.

Response to Comment 1-21

In response to this comment, the following paragraph of Mitigation 5.2-9 on page 5.2-19 is revised as follows:

The report on the proposed leachfield site would be included into the Precise Development plan. Precise Development Plan approval would be conditioned upon these mitigations, the acceptance of the report as adequate by the County as a condition of Master Plan approval.

Response to Comment 1-22

Reference to the possible inclusion of highly invasive species in the Landscape Concept and Landscape Plans, on page 5.3-20 of the DEIR, was made to alert the County of the possibility that these undesirable species could be included in the landscape plantings (they are not currently included). Mitigation Measure 5.3-1(a) includes a provision which would prohibit use of these unsuitable species.

Response to Comment 1-23

Comment noted. No response is necessary.

Response to Comment 1-24

Comment noted. No response is necessary.

Response to Comment 1-25

Mitigation Measure 5.3-2(b) would not affect the archeological evidence located in the vicinity of the Ancillary Building. CA-Mrn-464 is located on another portion of the project site, grading would likely still create a significant impact to CA-Mrn-465, and moving the building envelope would not affect CA-Mrn-495, unless it is moved across Big Rock Creek. In any event, CA-Mrn-495 would be protected by Mitigation 5.6-3.

In response to the comment, the Draft EIR Mitigation Measure 5.3-2(c) on page 5.3-26 is revised to
incorporate the following new bullet:

- Storage of construction equipment, materials, and stockpiled soils should be prohibited within the tree dripline.

Response to Comment 1-26

Comment noted. Mitigation Measure 5.3-6(a) on page 5.3-36 of the DEIR includes a provision for signage to prohibit pedestrian traffic around the southern edge of the reservoir on Big Ranch to protect the special-status plant populations and the sensitive grasslands of the serpentine formation in this location.

Response to Comment 1-27

In response to this comment, the following paragraph on page 5.4-5 is revised as follows:

Big Rock Ranch Loma Alta Ranch has historically been used as pasture land, and once supported a dairy that was destroyed in the same fire that destroyed the Big Rock Ranch dairy in the late 1920's. The Ranch is currently leased to the Silveira family for grazing. There are no other agricultural uses of Big-Rock-Ranch Loma Alta Ranch at this time.

Response to Comment 1-28

The County Right-to-Farm ordinance (Ordinance 3216) would not affect mitigations in Section 5.4. It would help to reduce urban-rural conflicts under Impact 5.4-5. The main effect of the ordinance is to mail a notice to property owners indicating that nearby agricultural operations is not to be considered a nuisance. However, as noted in the discussion of this impact, the main problem would not be conflicts with nearby property owners, but instead with recreational and onsite uses.

Response to Comment 1-29

The viewpoints do not take into account the proposed tree plantings that are deleted as part of Mitigation 5.3-3. The photomontages do not show any proposed landscaping, as discussed on the last paragraph of page 5.5-25, in order accurately show the "worst case" visual scenario immediately after construction.

See Master Response F "Master Response on Inclusion of Additional Photomontages to Further Understand Potential Visual Impacts."

Response to Comment 1-30

Water Tanks are described in Impact 5.5-8. However, in response to this comment the DEIR is revised to insert the following text between the "Roadways" and "Creek Restoration" paragraphs on 5.5-26:

**Water Tanks.** Water tanks are discussed in Impact 5.5-8.

Response to Comment 1-31

See Master Response F "Master Response on Inclusion of Additional Photomontages to Further Understand Potential Visual Impacts."
Response to Comment 1-32

Realignment of Lucas Valley Road at the Grady Ranch site access is necessary to gain the required sight distance and to ensure safe access. The DEIR planned realignment has been revised from original proposals and would present a less severe realignment of the existing roadway.

Response to Comment 1-33

There are several commercially available dust suppressants widely used where effects on water quality, vegetation or wildlife is a concern. The two most common dust suppressants are magnesium chloride and lignin sulfonate, which are used widely by the Forest Service and California Department of Transportation, and have been found appropriate for use in sensitive watersheds and environments.

Magnesium chloride is a hydroscopic (water attracting) salt that, when applied to a soil surface, penetrates several inches deep. Its water-attracting nature captures water from the air so that no additional watering is required. It is most appropriate for use on unpaved haul roads or equipment storage areas, but not for general dust control.

Lignin sulfonate is a product of the wood-pulp industry. It is a biodegradable soil binder useful for general dust control. It controls dust by creating a crust that resists erosion. It remains effective until the soil is disturbed, and so must be reapplied when an area is disturbed. It is particularly appropriate for use on areas where grading is finished.

In addition to the two suppressants described above, there are commercially-available suppressants appropriate for use where quality or other environmental effects is a consideration.

Response to Comment 1-34

Lucasfilm has provided an initial construction schedule and phasing plan. Five phases are outlined, as described below.

Phases I - III include the buildout of Grady Ranch:

<table>
<thead>
<tr>
<th>Phase I -- Main Building and Gatehouse</th>
<th>Phase II -- Guest Facilities and Daycare/Recreation</th>
<th>Phase III -- Ancillary Building</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lucas Valley Road realignment</td>
<td>Site work</td>
<td>Site -- road, gate, gully stabilization</td>
</tr>
<tr>
<td>Main Creek stabilization</td>
<td>Two Bridges</td>
<td>Retaining walls</td>
</tr>
<tr>
<td>Lateral Road and utilities to other buildings</td>
<td>Gully stabilization</td>
<td>Building and landscaping</td>
</tr>
<tr>
<td>Fire Road to water tank</td>
<td>Crbl Walls</td>
<td>50,000 square feet parking</td>
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<td>Building and landscaping</td>
<td>Pool</td>
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<tr>
<td>350 space garage</td>
<td>Tennis Courts and retaining walls</td>
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<td></td>
<td>Building and landscaping</td>
<td></td>
</tr>
<tr>
<td></td>
<td>78 space garage</td>
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</tr>
</tbody>
</table>

Grading, berm, site bridge, road, creek, and utility development -- six months
Building constructions and landscaping - 18 months
Total time (including overlap) -- 22 months

Site and buildings -- 13 months

Site and building -- nine months

Phases IV - V include the buildout of Big Rock Ranch:
As stated on page 5.9-7 of the DEIR, grading of the berm on Grady Ranch would result in significant instantaneous noise levels to the closest homes in Lucas Valley Estates. Average noise levels in the closest homes should only become significant during grading of the berm and Main Office Building. It is uncertain exactly how many homes would be affected, due to the intervening topography.

Response to Comment 1-35

The applicant's Master Plan submittal states that "The Big Rock Ranch facilities would have their own fire protection service, drawing upon personnel and equipment located at Skywalker Ranch." It is unclear exactly what additional equipment and personnel would be provided. The Skywalker Ranch Fire Brigade would continue to provide first alarm response to Lucas Valley and the Nicasio area.

As stated on page 5.10-4 of the DEIR, the MCFD has stated the project could result in a beneficial effect on day-to-day operations in County Areas, but this statement was qualified as it was uncertain what new equipment and personnel would be provided.

Response to Comment 1-36

Section 24.04.190 of the Marin County Code regulates the surfacing of County roadways. Roadways are required to be constructed of either Asphalt Concrete or Portland Cement Concrete. If an alternative surface is requested, it must be reviewed and approved by the Marin County Department of Public Works (PSA). Either the PSA or the Marin County Fire Department could require a paved road as part of the Precise Development Plan if they felt an unpaved roadway would be inadequate, such as during winter storms.

In response to this comment bullet "a" of Mitigation Measure 5.10-5 on page 5.10-7 of the DEIR is revised as follows:

Either the 12-foot wide unpaved roadway on Big Rock Ranch shall be expanded in width to 18 feet, to conform to State width requirements under Public Resources Code 4290. The roadway surface shall be constructed to provide unobstructed all-weather access to conventional drive vehicles, including fire engines. Surfaces shall be capable of supporting a 40,000 pound load. or,

There are alternatives to the tunnel entrance. The applicant feels that a tunnel provides the best entrance because of the aesthetic experience, additional screening, and increased separation from outside areas. However, an EIR only analyzes the environmental effects of a project, not its merits in success or design. The EIR has provided mitigation for the adverse environmental impacts created by the tunnel.
concept.

The EIR contains an editing error. The Significance After Mitigation portion of Impact 5.10-5 on page 5.10-8 of the DEIR is revised as follows:

...However, Mitigation 5.10-5(ab) is the recommended mitigation as Mitigation 5.10-5(ba) would create slightly greater visual short-term impacts.
Morrow Cater  
179 Reservoir Road  
San Rafael, California 94901

November 21, 1995

Mr. Tim Haddad  
Marin County Community Development Agency  
Marin County Civic Center  
3501 Civic Center Drive  
San Rafael, CA 94903

Dear Tim:

First, thank you for your good work. The Draft EIR is comprehensive, well organized, and precise. In addition, your guidance during my tour of the Lucas site was particularly helpful.

As promised, I am submitting my comments about the EIR in writing. Some of my concerns were raised during the hearing, and therefore, for brevity's sake, I am not engaging in an elaborate explanation of those questions here.

2-1 i. Please provide discussion of an alternative that would sit all the buildings on the Grady Ranch site.

2-2 ii. Please review the list of mitigations, and substitute "shall" for "should" when appropriate. As we discussed during the public hearing, there is some inconsistency due to the various authors.

2-3 iii. Economic element. This section in the EIR needs to be greatly expanded. At some future point, the Commission will need to address the inherent problems posed by including an economic element in the CEQA EIR process, and perhaps we will need an alternative reporting process for economic impacts. At present this EIR is the only way to address economic impacts of the Lucas project, and therefore this section needs to address the checklist of economic concerns contained in the Countywide Plan.

2-4 iv. Archaeological sites.  
   a) Impact 5.6-2 Mitigation 5.6-2. Could this mitigation include the alternative of siting the building to preserve the site within the building? As I believe you mentioned during our field trip, the building might be able to include a museum like alcove that would preserve the petroglyph site in tact. Please include discussion of this mitigation alternative, or at least the possibility of this as an alternative in the EIR.

2-5 b) Impact 5.6-4 Mitigation measure 5.6-4 "If cultural deposits are encountered, halt construction in the vicinity and consult a qualified archeologist." I am not sure most construction workers would be sensitive to "cultural deposits," and the difference between significant and insignificant findings. Is there a way to conduct periodic checks during earth moving and construction in the areas outside but within the vicinity of the sensitive sites? In particular, the area between CA-Mm 465 and CA-Mm-495 because, as the EIR discusses, the proximity between these two sites
has "good research potential."

2-6  v. Traffic.
    a) Please provide analysis of impact on Highway 101 Marinwood exit.

2-7  vi. Air Quality. Impact 5.8-1 Construction Period impacts. Mitigation 5.8-1. Is it appropriate to
     add that construction should be halted when winds exceed a certain mph especially when
     dealing with soils and rock containing asbestos?

2-8  vii. Trails. More discussion about which trails are superior, and preferred for dedication.
     I appreciate your assistance. Thank you for your attention.

Sincerely,

Morrow Cater
County Planning Commissioner
RESPONSE TO LETTER 2
MARIN COUNTY PLANNING COMMISSION
COMMISSIONER MORROW CATER

Response to Comment 2-1

See Master Response P, "General Discussion on All Development on Grady Ranch Alternative."

Response to Comment 2-2

See Response to Comment 1-15.

Response to Comment 2-3

See Master Response K, "Master Response on Consistency with County Economic Development Objectives."

Response to Comment 2-4

Mitigation for dealing with impacts to the petroglyph site CA-Mrn-465 could include preserving the resources within a museum-like alcove within the Archives Building. This measure would be preferable to destroying the outcropping and moving the surfaces that contain the rock art. Note that this mitigation is within the parameters of both Mitigation 5.6-2(a), to avoid damaging effects, as well as Mitigation 5.6-2(b), to develop an "alternative plan." As noted in Response to Comments 2-2, mitigation measures in the EIR are considered suggestions to decision-makers. County decision-makers could require more specific mitigation measures during review and certification of the Final EIR.

Note that according to a letter from the applicant 92, either mitigation in the EIR for mitigating impacts to CA-Mrn-465 (avoidance or removal and study) would appear to be feasible, although removal and study would be the preferred option to the applicant.

Response to Comment 2-5

In response to this comment, the DEIR is revised to include an additional bullet in Mitigation Measure 5.6-4 on page 5.6-10:

- The pre-construction seminar shall be held in which the project archaeologist would present information about the potential for and nature of potential buried archaeological deposits in the construction areas, and how to identify cultural deposits.

- During construction, a monitoring archaeologist and a Native American observer (to be approved by the California Native Heritage Commission in Sacramento) shall conduct periodic observations during construction. During construction nearby the known midden and petroglyph sites, full-time monitoring should take place as recommended by the archeologist.

The area between CA-Mrn-465 and -495 is particularly noted in this comment. Recommendations for

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92 Letter from Doug Ferguson to Tim Haddad, February 7, 1996, contained in Appendix F of the Final EIR. See Response to Request A8.
archaeological and native American monitoring and observation at these two site locations and their immediate environs are included in Mitigations 5.6-2 and 5.6-3. As to the physical area (ground surface) between these sites, most of the terrain consists of moderate-to-steep slope and offers very little potential for prehistoric cultural deposits or features. The "good research potential" between CA-465 and -495 is one of cultural association and not necessarily one of physical attachment.

Response to Comment 2-6

See "Additional Intersection Analysis" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 2-7

Mitigation 5.1-4 on pages 5.1-24 to 5.1-26 calls for construction in asbestos-containing soils to be deferred if high wind conditions make dust control infeasible.

Response to Comment 2-8

See Master Response E, "Master Response on Trail Issues."
November 14, 1995

To: Tim Haddad, Planning

From: Tom Roberts, Land Use & Water Resources

RE: LUCASFILM GRADY/BIG ROCK RANCHES
   LUCAS VALLEY RD. A.P. 164-310-07 ETC.
   DRAFT EIR

Traffic and Land Use & Water Resources Divisions of Public Works have reviewed the referenced document. L.U & W.R. finds that it adequately addresses the areas of concern to this Division. Traffic finds it deficient in regard to their earlier requirements, as set forth in the attached memo from Tho Do dated 11/3.

Enclosure: Copy of referenced memo

c: Tho Do, Traffic
Response to Comment 3-1

Comment noted. See also the responses to comments of Letter 4.
INTER-OFFICE MEMORANDUM
DEPARTMENT OF PUBLIC WORKS

November 3, 1995

To: Tom Roberts, Land Use & Water Resources

From: Tho Do, Traffic

AP # 164-310-01, 02, 07, 10, 11, 12 & 13; 164-320-03; & 164-320-01 & 02
Lucas Valley Road, San Rafael

The Department of Public Works/Traffic Section has reviewed the Transportation and Circulation of the above document, the following items #1 and #2 from our memo dated September 11, 1995 have not been discussed in this revised draft EIR:

1. On Lucas Valley Road at mile post 5.07 the road should be improved such that the existing tight curve is reconstructed to a approximately a 100 foot radius curve to better accommodate local traffic, particularly large vehicle.

2. At the intersection of Lucas Valley Road and Nicasio Valley Road, the existing channelization shall be improved to lengthen the southbound left turn pocket (on Nicasio Valley Road) by approximately 50 feet and, by realigning as necessary, increase the sight distance between northbound Nicasio Valley Rd. traffic (approaching the bridge, then the Lucas Valley Rd. intersection) and southbound Nicasio Valley Rd. traffic (approaching the Lucas Valley Rd. intersection, then the bridge).

For your information, according to our special study for Lucasfilm Ltd. traffic impact, Forecasts Year 2005, the traffic zone 152, where the project is located, has 13.6% and 12.2% of the traffic production and attraction respectively passing through this intersection.

3. Pursuant to the Board Resolution 84-501, any reduction below LOS D is considered significant to the County. All local street intersections on Lucas Valley Road west of Highway 101 are County intersections. Mitigation Measure 5.7-2(a), page 5.7-29, states that "An employee shuttle service would have to remove approximately 100 AM peak hour project vehicle trips from the westbound approach in lieu of an acceleration lane to maintain acceptable LOS D operation at the minor street approach". To ensure the employee shuttle service does the job, the project has to periodically report to Marin County on level of services at these intersections. If employee shuttle service program does not remove enough required peak hour trips to maintain LOS D, the project has to pay its fair share to improve the intersections and restore LOS D or better operations.

cc: Farhad Mansourian  Art Brook  Ron Crowe
RESPONSE TO LETTER 4
MARIN COUNTY DEPARTMENT OF PUBLIC WORKS TRAFFIC DIVISION -- THO DO

Response to Comment 4-1

Comment noted. The proposed project would not have a significant effect on this section of Lucas Valley Road. While this may be an overall issue of concern for the DPW, this is not a project-related issue.

Response to Comment 4-2

Comment noted. The proposed project would not contribute a significant number of trips to this location on either a daily or peak hour basis. While this may be an overall issue of concern for the DPW, this is not a project-related issue.

Response to Comment 4-3

Comment noted. See Response to Comment 1-10.
November 27, 1995

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
Room 308
Civic Center Drive
San Rafael, CA 94903

Re: Comments on Lucasfilm draft EIR, and project merits

Dear Mr. Haddad:

The City Council wishes to recognize that Lucasfilm has been an exemplary employer in San Rafael, and expects that the proposed new project would continue this tradition.

The City's primary concern with the proposal is constructing needed, planned areawide circulation improvements for the Northgate area and its vicinity. The draft Environmental Impact Report for the Lucasfilm project recognizes on p. 5.7-15 the importance of the planned Highway 101 southbound ramps improvement to this project. The ramps project is one of several specified areawide improvements paid for by traffic mitigation fees per the Northgate Activity Center Plan. Lucasfilm's share of mitigation fees for areawide improvements identified in the Northgate Plan would be approximately $385,400.

It is acknowledged that Lucasfilm is paying mitigation fees per the Northgate Plan. We're concerned about how the county may choose to use these mitigation fees. When the County adopted the Northgate Activity Center Plan and its corresponding traffic mitigation fee program, it permitted (per Reso. 84-501) a Northgate Plan traffic mitigation fee credit of 55% of the total cost of other "areawide improvements which are of benefit to a constituency larger than the adjoining or nearby development". The County Planning Commission makes the determinations as to which roadway improvements qualify as "areawide improvements".
Consistent with this Resolution, the EIR states that the applicant's mitigation fees will be offset by the 55% credit of the project's fair share costs of undetermined "areawide improvements". We are very concerned about the potential loss of mitigation fees for long planned projects including the southbound 101 ramps project, which must be made up from other funding sources.

As funding of the 101 ramps project is a critical need, we recommend that the County carefully consider which projects are truly "areawide" and qualify for a credit. We urge contribution of Northgate area mitigation fees for the planned Northgate area improvements. We also expect, in accord with the same Resolution, County support and assistance in finding other sources of funding for the Lucas Valley/101 southbound ramps project. We will be requesting a meeting to discuss this concern in the near future.

In addition, the draft EIR states that TDM measures (carpools, and other measures such as a shuttle or vanpool from the Lucas Valley Park and Ride lot to the Grady Ranch) may preclude a need for improvements to Miller Creek and Lucas Valley, and Highway 101 northbound ramps/Smith Ranch Road improvements. The EIR notes that TDM has already been incorporated into the project in the form of project trip rates (p. 5.7-10) We suggest additional TDM measures should not be relied upon to meet traffic standards. This is consistent with the County's Resolution 84-501 approach toward TSM bonuses.

We also forward additional technical comments from our Public Works staff for your consideration.

Very truly yours,

Robert J. Pendoley
Planning Director
RESPONSE TO LETTER 5
CITY OF SAN RAFAEL PLANNING DIRECTOR ROBERT J. PENDOLEY

Response to Comment 5-1

Comment noted. This is not a comment on the adequacy of the EIR.

Response to Comment 5-2

Comment noted. See "Discussion of Fairshare" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 5-3

See Response to Comment 5-2.

Response to Comment 5-4

See Response to Comment 1-10.
November 27, 1995

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
Marin County Civic Center
San Rafael  94903

Re: Lucasfilm - additional draft EIR traffic comments.

Dear Mr. Haddad:

We've further reviewed the Lucasfilm traffic analysis and have the following additional comments:

1. Resolution 84-501 permits traffic mitigation fee credit toward "areawide improvements", that is, traffic improvements of benefit to more than adjacent or nearby properties. In our estimation, the proposed Lucas Valley/Mt Lassen, Lucas Valley/Miller Creek and Lucas Valley/Las Gallinas improvements should be considered to be "local", rather than "areawide" improvements.

2. We agree that temporary signals at Los Gamos and the 101 southbound ramps may be needed, depending upon the timing of the proposed Lucasfilm and other development projects compared to the timing for completion of the 101 southbound ramps project. Basically, if we can fully fund the southbound ramps project, we can build it and save the $250,000 cost of temporary signals. We believe this should be our goal.

3. Smith Ranch/101 northbound ramps. The second eastbound through lane on Smith Ranch Road; and the additional 101 offramp northbound left turn lane are added new mitigations based on AM impacts. The City's model is a PM model; thus we cannot confirm the need for these improvement. As this improvement may be an expensive one, before the County commits the developer to this mitigation, we'd suggest making sure the improvement is justified. The northbound ramps work acceptably under current conditions; nearly all of the forecast trips added to the northbound ramps will be from County projects (Luiz South, Lucasfilm, West Marin).

Very truly yours,

Dave Bernardi
Public Works Director
AGENDA
SAN RAFAEL CITY COUNCIL MEETING - MONDAY, NOVEMBER 20, 1995
(WITH SUPPLEMENTAL INFORMATION FOR COUNCILMEMBERS)
COUNCIL CHAMBER, CITY HALL, 1400 FIFTH AVENUE, SAN RAFAEL, CA

Members of the public may speak on Agenda items.

OPEN SESSION - 7:00 PM - COUNCIL CHAMBER

CLOSED SESSION - 7:00 PM - CONFERENCE ROOM 201

• Conference with Legal Counsel - Anticipated Litigation
  (Government Code Section 54955.(c)):
    a. The Kaplan Trust

ORAL COMMUNICATIONS OF AN URGENCY NATURE:

8:00 PM

THIS PORTION OF THE MEETING RESERVED FOR PERSONS DESIRING TO ADDRESS THE CITY COUNCIL ON URGENCY MATTERS NOT ON THE AGENDA. PRESENTATIONS ARE GENERALLY LIMITED TO ONE MINUTE.

ALL MATTERS REQUIRING A RESPONSE WILL BE REFERRED TO STAFF FOR REPLY IN WRITING AND/OR PLACED ON A FUTURE MEETING AGENDA. PLEASE CONTACT CITY CLERK BEFORE MEETING.

CONSENT CALENDAR

ALL MATTERS ON THE CONSENT CALENDAR ARE TO BE APPROVED BY ONE MOTION, UNLESS SEPARATE ACTION IS REQUIRED ON A PARTICULAR ITEM:

1. Approval of Minutes of Special Joint Workshop of July 31, 1995, Regular Meeting of Monday, November 6, 1995 and Special Meeting of Tuesday, November 14, 1995 (CC)
2. Legislation Affecting San Rafael (CM)
3. Resolution Authorizing New Contract with Insurance Consulting Associates, Inc. (ICA) for Liability Claims Administration (CM)
4. Monthly Investment Report (Fin)
5. Resolution Authorizing Participation in the Cal Card Credit Card Program (Fin)
6. Resolution Appointing Finance Director or His Designee to Represent and Appear in Small Claims Court on Behalf of the City of San Rafael (Fin)
7. Resolution Extending Time for Completion of Improvement Work - The Gables Subdivision (Extended to and including November 4, 1995) (PW)
8. Resolution Accepting Grant Deed for an Exclusive Roadway and Pedestrian Easement, Southeast Corner of Mission Avenue and "B" Street, from Marin-Sonoma Investment Company (PW)
9. Report on Bid Opening and Award of Contract for Clorinda Avenue Drainage Improvements Project No. 042-4210-424-8000 (PW)
10. Renewal of Lease Agreement with San Rafael Pop Warner Football Club Re: Storage Space/Albert Park Stadium (Rec)

RECOMMENDED ACTION

APPROVAL OF THE FOLLOWING ACTION:

Approve as submitted.
Approve staff recommendation. Adopt Resolution.
Accept report.
Adopt Resolution.
Adopt Resolution.
Adopt Resolution.
Adopt Resolution.
Adopt Resolution.
Adopt Resolution.
Adopt Resolution.

Sign language interpreters and assistive listening devices may be requested by calling (415) 485-3198 (TDD) or (415) 485-3064 (voice) at least 72 hours in advance. Copies of documents are available in accessible formats upon request.

Public transportation to City Hall is available through Golden Gate Transit, Line 20 or 23. Para-transit is available by calling Whistleshop Wheels at (415) 454-0964.

To allow individuals with environmental illness or multiple chemical sensitivity to attend the meeting, individuals are requested to refrain from wearing scented products.

1 CC-11-20-95
clearance would be determined by the MCFD, after consultation with other departments that could be called in under Mutual Aid agreements.

In addition, the following mitigation would reduce impacts resulting from increased vehicular accidents on Lucas Valley Road:

(c) A "jaws of life" rescue tool would be required to be stationed with the MCSD.

**Significance After Mitigation** Implementation of either Mitigation 5.10-5(a) or (b) would reduce internal roadway impacts to a less-than-significant level. However, Mitigation 5.10-5(a) is the recommended mitigation as Mitigation 5.10-5(b) would create slightly greater visual short-term impacts. Visual effects of a widened roadway would be more pronounced immediately after construction, but the applicant's proposed landscaping plan would shield the expanded roadway, reducing any visual impacts to a less-than-significant level. Widening of the roadway would not result in any additional grading or removal of vegetation, as the entire area would already be graded and disturbed with the construction of the adjacent berm (as can be seen in Exhibit 5.1-6). Implementation of Mitigation 5.10-5(c) would reduce Lucas Valley Road impacts to a less-than-significant impact.

In regards to pumping stations, Mitigation Measure 5.10-4 on page 5.10-6 of the DEIR is revised as follows:

(e) The MMWD pump station that would serve the Grady Ranch should include back-up power (such as a diesel generator), to avoid an electric power failure that could reduce water supplies.

Mitigations 5.10-4(a), and 5.10-4(b), and 5.10-4(e), would be implemented as a part of the Precise Development Plan.

**Response to Comment 7-2**

The MCSD has stated in their February 20, 1996 letter that there currently exist "dead spots" for cellular service in their service area. Existing radio sites on top of Big Rock Ridge offer some coverage, but depending on the class of radio service and the frequency, there are shadows to the signal in the valley. This could pose a problem to wildfire response, where communication in various valleys on the project site would be important. In response to this comment, Mitigation Measure 5.10-4 on page 5.10-6 is revised as follows:

(f) The applicant should ensure adequate communications on Grady and Big Rock Ranches. This could include local cellular repeater stations or similar equipment, including an independent power supply. "Adequate" communications is defined as communications available in all areas of Grady and Big Rock Ranches needed by the MCFD (responsible for areas outside of the development area) and MFD (responsible for areas inside of the development area) for proper firefighting capability, as determined by the MCFD and MFD. The need for such equipment should be evaluated by the MCFD and MFD, and included into the Precise Development Plan. Note that a recently installed GTE Mobilenet repeater was installed on Big Rock Ridge, which could alleviate the need for a repeater, if deemed adequate by the MCFD and MFD.

Mitigations 5.10-4(a), and 5.10-4(b), and 5.10-4(f) would be implemented as a part of the Precise Development Plan.
Response to Comment 7-3

The statement that the MCFD will require additional equipment contradicts the previous information received by Jay Neuhaus (Marinwood Fire Chief), which stated "Nor would I anticipate [a] need to increase staffing, facilities or current equipment levels."\textsuperscript{100}

When further questioned about this inconsistency, the MCSD responded in their February 20, 1996 letter that they recommend an independent study by a fire protection engineer to review the development plans and to assess the need to provide fire protection to this development, and "additional training, manpower, and equipment may be needed and recommended by the specialist." However, they are "unable to be more definitive at this time." Without more specific evidence, the need for training and equipment is speculative at this time. The analysis in the EIR concludes that no impact is likely to occur based on current available expert opinion. The project would generate an estimated one-time revenue of $193,000 to the Marinwood Fire Department, as discussed on page 5.11-9 (Impact 5.11-3) of the DEIR. This fee is earmarked for capital improvements.\textsuperscript{101} It has not been demonstrated that fees would be insufficient to cover the cost of this additional equipment.

Disagreement among experts does not make an EIR inadequate. An EIR is not required to resolve the disagreement among experts, rather, section 15151 of the CEQA Guidelines states that an EIR should summarize the main points of disagreement. The points of disagreement are summarized in this EIR and in response to this comment, the DEIR is revised to include the following bullet under "Issues to be resolved" on page 3.0-46 of the DEIR:

- There is a disagreement as to whether the Grady Ranch development would require additional personnel and equipment for the Marinwood Fire Department (MFD). The MFD Fire Chief has stated that he does not anticipate a need for increased staffing, facilities or equipment"\textsuperscript{102} while the Board of Directors of the Marinwood Community Services District (MCSD), which operates the MFD, has stated that there may be a need, and recommend an independent study by a fire protection engineer. The need for additional study has not been demonstrated. The EIR concludes that no impact is likely to occur based on the substantial evidence provided by the opinion of the MFD Fire Chief. In the absence of additional specific evidence to substantiate the opinion of the MCSD over the currently available expert opinion the EIR identifies the need for more personnel and equipment as speculative, and a less-than-significant impact. This is described in more detail under Section 7.0, "Comments and Responses," responses to Letter 7.

Response to Comment 7-4

The commentor asserts that alternate emergency access is essential. However, the site is already accessible from two directions on Lucas Valley Road. In addition, limited access is available though existing on site fire roads. The MCSD opines access from both the east and west could be restricted

\textsuperscript{100}Letter from Jay Neuhaus to Nichols • Berman, March 10, 1995.

\textsuperscript{101}As discussed in Fiscal Impact Study Development of Grady, Big Rock, McGuire, and Lama Alta Ranches, Sedway Kotin Mouchly Group, March 14, 1995.

\textsuperscript{102}Letter from Jay Neuhaus to Nichols • Berman, March 10, 1995.
during a major disaster (such as an earthquake, heavy rain storm, or fire), and therefore alternate access would be useful. This conclusion is speculative, and this condition has never previously occurred.

In addition, the MCSD has indicated that services from the west in a large-scale disaster may be needed in the areas that they most closely serve. The EIR noted that the adjacent Skywalker Fire Brigade can serve the Grady Ranch, and coupled with the fire protection measures proposed for Grady Ranch, the potential lack of fire protection services from West Marin is not viewed as significant.

Response to Comment 7-5

See Master Response E, "Master Response to Trail Issues."

Trail access along Big Rock Ridge is discussed on page 5.10-20 of the DEIR.

Response to Comment 7-6

See Master Response E, "Master Response to Trail Issues."

Trails routes have not been dedicated, which would occur at the Precise Development Plan stage. Once dedicated, the MCOSD would decide on such details as trailhead locations and parking, and various trail design issues. Routes near streams and trees for summer trees are not examined by the EIR because these are not expected to be feasible due to increased impact in sensitive resource areas. Please refer to Response to Comment 7-5.

Response to Comment 7-7

The proposed project is classified as an "Office Use" as described in Master Response J, "Master Response on Nature of Proposed Use."

The mentor is correct that more parking spaces are planned for the site than required by employees. According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. See Response to Comment 12A-11 for more information on this issue.

The Main Office Building on Grady Ranch would also include computer equipment, food service areas, meeting rooms, file rooms, storage, and image capture rooms. See Response to Comment 16-1.

Response to Comment 7-8

The activities proposed at the site have been specified in more detail. See Master Response N, "Master Response on Proposed Site Activities."

See Response to Comment 16-13 for details of hazardous materials found at the site.

Response to Comment 7-9

Review of the Preliminary Grading and Drainage Plan for Grady Ranch does not indicate that the proposed Gatehouse would require removal of the three mature trees immediately to the west. Mitigation Measures 5.3-2(a) and (c) on pages 5.3-25 to 5.3-26 of the DEIR would provide for further detailed review and as necessary and appropriate, revisions to the project plans to protect individual trees, and the removal of improvements proposed within the tree dripline.
Response to Comment 7-10

Comment noted. Surface water was absent within the proposed development area of both Grady and Big Rock Ranch during field surveys conducted in the summer months over a number of years on the site. Smaller pools were observed in the upper reaches of Grady Creek where bedrock exposed groundwater and spring fed flows, upgradient from the reservoir location originally proposed on Grady Ranch. Similar exposed bedrock pools may exist on the upper reaches of Landmark Creek as well. Since these are upgradient from the development area they would not be affected by the proposed project.

Response to Comment 7-11

Amphibian surveys were performed as part of the field surveys of the site, including dip net sampling of Grady Creek, Big Rock Creek, and the reservoir on Big Rock Ranch. Again, due to the intermittent nature of the stream segments within the proposed development area, species diversity was low, limited to relatively common species such as tree frog, California newt, and water strider. Further detailed surveys are not considered necessary to characterize the stream condition.

Response to Comment 7-12

As discussed on page 5.3-30 of the DEIR, the Landscape Plans and hydrologic studies for the project include information on revegetation and restoration of Grady Creek, which would serve to correct long-term erosion problems and plant suppression due at least in part to historic grazing on the site. See also Master Response S, "Master Response on Creek Restoration."

Response to Comment 7-13

As noted on page 5.3-8 of the DEIR, the site provides habitat for a number of large mammalian predators such as mountain lion, bobcat, coyote, and grey fox. Bobcat would continue to forage throughout the site, including portions of the proposed development area. The EIR biologist is unaware of a den location of bobcat or other larger predatory mammals, and none were detected in the development areas during surveys of the site. Exclusionary deer fencing could most likely be scaled by bobcat and mountain lion, although areas with human activity would most likely be avoided by these species, at least during the day when outdoor activity would be greatest. Due to the large home range of predatory mammals (which can extend from over one to more than ten square miles), disruptions of foraging habitat on the site should not represent a significant loss of available habitat for these species.

Response to Comment 7-14

See the discussion in Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 7-15

The need for a General Plan Amendment and rezoning is addressed in Master Response J, "Master Response on Nature of Proposed Use."

The possibility of future similar proposals has been discussed on nearby parcels (such as the Luiz property to the south of Grady Ranch) is discussed in the "Growth Inducing Impacts" section, pages 3.0-36 to 3.0-38 of the DEIR. See also Master Response P, "Master Response on Growth-Inducing Impacts."
Response to Comment 7-16

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 7-17

Comment noted. See Response to Comment 1-10 for a discussion of TDM programs, and Response to Comment 12A-11 as to why the applicant has proposed the additional parking spaces. Note that insufficient traffic spaces could lead to illegal parking along roadways in peak periods, which can create emergency vehicle access problems.

Response to Comment 7-18


Response to Comment 7-19


Response to Comment 7-20

Based on trip generation characteristics and likely traffic patterns this intersection is not expected to be impacted. See "Safety Issues" under Master Response C, "Master Response on Traffic Issues."
November 1, 1995

Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, California  94903-4157

Dear Mr. Haddad:

Lucasfilm Ltd., Grady Ranch/Big Rock Ranch Master Plan
Draft Environmental Impact Report (EIR), SCH #95033021

Department of Fish and Game personnel have reviewed the draft
EIR for the Lucasfilm Ltd. Grady Ranch/Big Rock Ranch master plan,
and we have the following comments. The plan appears to do a good
job of identifying impacts, and we recognize that several changes
have taken place to reduce impacts from earlier proposals. The
master plan identifies several impacts to wildlife resources and
their habitats and then recommends mitigation measures to reduce
those impacts to less than significant levels. We recommend those
mitigation measures 5.3-1(a)(b), 5.3-2(a)(b)(c)(d), 5.3-3, and
5.3-5(a)(b)(c)(d) be incorporated into the project and made
conditions of approval.

Concerning impacts to special status plant species and wetlands
and watercourses, the master plan recommends the development of a
special status plant protection, replacement, and restoration plan
for wetlands (mitigation measures 5.3-6(a) and 5.3-7). We concur
with this recommendation and request the opportunity to review both
plans before they are finalized. Department personnel are
available to provide comments during the development of these
plans.

The Department has direct jurisdiction under Fish and Game Code
sections 1601-03 in regard to any proposed activities that would
divert or obstruct the natural flow or change the bed, channel, or
bank of any stream. We recommend early consultation since
modification of the proposed project may be required to avoid
impacts to fish and wildlife resources. Formal notification under
Fish and Game Code Section 1603 should be made after all other
permits and certifications have been obtained. Work cannot be
initiated until a streambed alteration agreement is executed.
If you have any questions, please contact Fred Botti, Associate Biologist, at (707) 944-5534; Bill Cox, Associate Biologist, at (707) 823-1001; or Caitlin Bean, Environmental Specialist, at (707) 944-5570.

Sincerely,

Ken Aasen
Acting Regional Manager
Region 3

cc: U. S. Fish and Wildlife Service
    Sacramento

    Regional Water Quality Control Board
    San Francisco District
RESPONSE TO LETTER 8
STATE DEPARTMENT OF FISH AND GAME
KEN AASEN, ACTING REGIONAL MANAGER, REGION 3

Response to Comment 8-1

Comment noted. No response is necessary.
Tim Haddad
Environmental Coordinator
Marin Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4157

Subject: Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR, SCH#95033021

Dear Mr. Haddad:

We have reviewed the Draft Environmental Impact Report, dated October 13, 1995, for the above project and have the following comments:

1. The applicant proposes to replace an existing stock pond with a 7.2 acre dam. The resulting reservoir would also inundate the Nicasio Creek valley upstream to a surface elevation of 630 feet, inundate 300 feet of upper Nicasio Creek and 400 feet each of Big Rock and Dairy Creeks. It is also estimated that the annual water loss to the stream aquifer and Nicasio Creek would be six percent of the net flow (Impact 5.2-1). These impacts are identified as less than significant, and no mitigation is proposed. (However, it should be noted that Mitigation Measure 5.2-1 -- "no mitigation required" -- is inappropriately cited on page 5.3-38 as one of the measures to be implemented to reduce impacts on wetland and surface water resources.)

We do not agree that the dam and subsequent inundation of Nicasio Creek and tributaries is a less than significant impact on water resources. The applicant should be required to identify the impacts and associated mitigation measures for releases from the dam on the downstream hydrology and potential downcutting of Nicasio Creek and impacts and associated mitigation measures for the reduced flows on fisheries and other aquatic resources. Since the State Water Resources Control Board has recently issued a new water rights ruling affecting both Nicasio and Lagunitas Creek flows, the net loss of six percent of upper Nicasio Creek flow should not be considered minor, particularly during summer low flow periods. The applicant should also provide a mitigation proposal for loss of creek habitat; this should be detailed in the DEIR and not just left as a future planning project.

2. The impacts of culverting and modifications along Miller Creek (Impact 5.2-2(a)) are not clearly detailed and mitigation measures are not proposed for actual alteration of riparian habitat. Erosion control measures alone are not adequate mitigation for any fill or removal of riparian habitat. It is also noted that 150 feet of Loma Alta Creek would be culverted and rerouted (Impact 5.2-2(b)) but that this is less than significant because it is a less substantial
alteration than those on Grady and Miller Creeks. This is peculiar reasoning, and we believe that this impact and appropriate mitigation measures should be discussed more fully. The discussion of impacts to Grady Creek (5.2-2(c)) is unclear and does not provide any mitigation measures in case impacts are found to exist.

3. The details of the proposed creekbank restoration work should be clarified, and the applicant should be encouraged to use biotechnical methods in place of rip rap and rock weirs. The primary goal of the restoration projects should be to improve the creek habitat and prevent downstream sedimentation. Projects should be designed to maximize native riparian habitat and not to provide a landscaped look.

4. We believe that the County should require the project applicant to conform to the countywide policies on stream setbacks of 100 feet in rural corridors and on large tracts of land within the city-centered corridor. The DEIR suggests several reasons why this policy should not be applied to a number of sites within the project area, such as the degraded quality of the streams and the project proposals for enhancement plantings. However, the point of setbacks is to provide a wildlife corridor and buffer area from human intrusion, and we believe that the policy should be upheld without continual exceptions. We do not believe that the past degradation of the habitat from previous grazing practices should be an excuse for exemptions from the policy.

5. Impact 5.3-7 mentions potential impacts to creek channels and scattered patches of freshwater marsh. The impacts to the latter should be clarified, since we did not see where they are mentioned in earlier sections of the DEIR. A number of impacts are detailed in this section that were not clearly outlined elsewhere; these impacts and their mitigation measures are not adequately addressed. The applicant should be aware that any project that requires U. S. Army Corps approval, including non-reporting nationwide permits, will require water quality certification by the Regional Water Quality Control Board. The Board will also need to approve any wetland protection, replacement, and restoration program prepared by the applicant, as recommended by the DEIR.

6. The DEIR provides a thorough discussion of storm water control measures, which should serve to mitigate for construction impacts if fully implemented. As noted, the project will be subject to the statewide General Permit for Construction Activity, and the applicant will be required to prepare a Storm Water Pollution Prevention Plan. We would be interested in reviewing the plan once it is prepared.

Thank you for considering these comments in your review of the DEIR. If you have any questions concerning this letter, please call me at (510) 286-4398.

Sincerely,

Dale R. Hopkins
Environmental Specialist
RESPONSE TO LETTER 9
CALIFORNIA REGIONAL WATER QUALITY CONTROL BOARD
DALE HOPKINS, ENVIRONMENTAL SPECIALIST

General Note

CEQA states that comments by a Responsible Agency shall be limited to those project activities which are within the agency's area of expertise or which are required to be carried out or approved by the agency or which will be subject to the exercise of powers by the agency. Some of the comments in this letter appear to go beyond the jurisdictional authority of the RWQCB.

Response to Comment 9-1

The RWQCB recently ordered increased discharges in Lagunitas Creek to create greater flows for biotic habitat. However, the loss of an average six percent flow reduction in the upper Nicasio Creek would not affect this ruling. A flow reduction of six percent (22.7 acre-feet of water) would represent 0.08 percent of the total inflow into the Nicasio Reservoir (which averages 29,700 acre feet a year\(^{103}\)). See also Response to Comment 19-106 as to how this could affect water supplies in the district.

CEQA requires "substantial evidence" before classifying an impact as significant. \(^{104}\) CEQA defines "substantial evidence" as "facts, reasonable assumptions based on facts, and expert opinion supported by facts." \(^{105}\) It also states that "argument, speculation, unsubstantiated opinion or narrative. . . is not substantial evidence." [italics added]\(^{106}\) The EIR has not found any substantial evidence that a flow reduction would create any significant environmental impacts. In fact, the flow reduction would be far less than normal annual fluctuations in streamflows. In response to this question, the EIR preparers consulted the commentor, the MMWD, and the EIR hydrologist and biologist to identify what specific effects might occur. The possible effects included impacts on fisheries, changes in erosion, potential changes in water quality, and other biological and hydrological effects. However, no substantial evidence could be found to classify any of these secondary impacts as significant, or even to determine if these impacts would occur at all. As these secondary impacts were felt to be speculative, this is considered a less-than-significant impact. Disagreement among experts does not make an EIR inadequate. An EIR is not required to resolve the disagreement among experts, rather, section 15151 of the CEQA Guidelines states that an EIR should summarize the main points of disagreement. The points of disagreement are summarized in this EIR. However, due to the disagreement among experts, the DEIR is revised to include the following bullet under "Issues to be resolved" on page 3.0-46 of the DEIR:

- There is a disagreement as to whether the proposed reservoir on Big Rock Ranch could create significant secondary impacts due to decreased streamflow into Nicasio Creek. The Regional Water Quality Control Board feels that a net six percent reduction in streamflow and resulting decrease in flows into Nicasio Reservoir should not be considered minor. The EIR consultants

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\(^{103}\) Nichols • Berman conversation with Dana Roxon, Environmental Coordinator, MMWD, January 4, 1996.

\(^{104}\) CEQA Statutes Section 21082.2(a).

\(^{105}\) CEQA Statutes Section 21082.2(c).

\(^{106}\) Ibid.
feel that the flow reduction is a less-than-significant impact, as the reduction would be far less than normal annual fluctuations in streamflow, and decrease in streamflow to Nicasio Reservoir would represent 0.08 percent of the total average inflow into the Reservoir. This is described in more detail under Section 7.0, "Comments and Responses." Responses to Letter 9.

In response to this comment, the "Significance After Mitigation" section of Mitigation Measure 5.3-7 on page 5.3-38 is revised as follows:

Implementation of Mitigation Measures 5.2-1 and 5.3-7 and enhancement...

Impact 5.3-7 on pages 5.3-37 to 5.3-39 discusses the impact on the disturbance of watercourses and appropriate mitigation. Modifications to the stream channels would fall under the jurisdiction of the CDFG. Until a more detailed project is proposed in a Precise Development Plan, including a detailed Landscape and Vegetation Management Plan, it is speculative as to what would be the exact impacts to watercourses, or what mitigation would be necessary. That is why the mitigation specifies the preparation of a wetlands protection, replacement, and restoration program to be completed as part of the Precise Development Plan. The EIR wording of the mitigation may have created some confusion. The following sentence on page 5.3-38 of the DEIR is revised as follows:

The preparation of the wetland restoration and enhancement program should be completed as part of the preparation of the Precise Development Plan. Restoration associated with the wetlands plan would be implemented as part of site revegetation and landscaping. . .

Response to Comment 9-2

Mitigation Measure 5.3-7 (in the Biological Resources section) details mitigation for fill or removal of wetlands habitat. However, in response to this comment, a second mitigation is added to Mitigation Measure 5.2-2(a) on page 5.2-12 of the DEIR:

- Same as Mitigation Measure 5.3-7.

See "General Discussion of Loma Alta Creek Impacts."

In terms of the impacts to Grady Creek (Impact 5.2-2(c) on page 5.2-13 of the DEIR), the purpose of the Stream Conservation Area (SCA) setbacks under *The Marin Countywide Plan* is designed to avoid all impacts to a stream. The EIR felt that it is was possible that the project could include utility lines within the SCA of Grady Creek, which could create a number of secondary impacts, such as loss of riparian vegetation and bank erosion. The mitigation of ensuring that utility right-of-ways are outside of the SCA (required under Mitigation Measure 5.2-2(c) on page 5.2-13 of the DEIR) would avoid any impacts. If development was kept out of the SCA, no secondary impacts would occur.

Note that this impact only covers the impact of disturbing the SCA of Miller Creek. Other parts of the DEIR already address other potential impacts to Miller Creek, such as biological impacts, in Impacts 5.3-4 and 5.3-7.

Response to Comment 9-3

See Master Response S, "Master Response on Creek Restoration."
Response to Comment 9-4

See Response to Comment 14-20.

Response to Comment 9-5

See Response to Comment 1-7.

Response to Comment 9-6

Comment noted. In response to this comment, the third bullet on page 5.2-18 is revised as follows:

- In conjunction with Mitigation Measure 5.1-2 the Development Plan should include a Surface Runoff Pollution Control Plan which addresses both interim (during construction) and final (post construction) control measures. The specific measures to be utilized should be subject to the review and approval of the County Department of Public Works, coordinated with the RWQCB, and should be in general accordance with the current "Surface Runoff Pollution Control Plan for the Cities and County of Marin."

In response to this comment, the third bullet on page 5.2-18 of Mitigation Measure 5.10-5 of the DEIR is revised as follows:

In conjunction with Mitigation Measure 5.1-2 the Development Plan should include a Surface Runoff Pollution Control Plan which addresses both interim (during construction) and final (post construction) control measures. The specific measures to be utilized should be subject to the review and approval of the County Department of Public Works and should be in general accordance with the current "Surface Runoff Pollution Control Plan for the Cities and County of Marin." The plan should also be reviewed by the RWQCB, and the County Department of Public Works should take any comments in account during its own review.
November 30, 1995

TIM HADDAD
MARIN COUNTY COMMUNITY DEVELOPMENT AGENCY
3501 CIVIC CENTER DRIVE
ROOM 308
SAN RAFAEL, CA 94903

Subject: LUCASFILM GRADY RANCH/BIG ROCK RANCH 1995 PROJECT SCH #: 95033021

Dear TIM HADDAD:

The State Clearinghouse submitted the above named environmental document to selected state agencies for review. The review period is closed and none of the state agencies have comments. This letter acknowledges that you have complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act.

Please call at (916) 445-0613 if you have any questions regarding the environmental review process. When contacting the Clearinghouse in this matter, please use the eight-digit State Clearinghouse number so that we may respond promptly.

Sincerely,

ANTERO A. RIVASPLATA
Chief, State Clearinghouse
Notice of Completion

Mail To: State Clearinghouse, 1400 Tenth Street, Sacramento, CA 95814 916/445-0613

Project Title: Lucasfilm Grady Ranch/Big Rock Ranch 1993 Project - CMP Amend./218/MP

Lead Agency: Marin County Community Development Agency
Contact Person: Tim Haddad, Env. Coor.
Phone: (415) 439-6289

Street Address: 3501 Civic Center Drive, Room 308
City: San Rafael
County: Marin
Zip: 94903

Project Location

County: Marin
City/Nearest Community: San Rafael
Cross Streets: Lucas Valley Road
Zip Code: 94903
Total Acres: 73.390.98

Assessor's Parcel No. 164-310-07, various
Section:
Twp: 
Range: 
Township:

Within 2 Miles: State Hwy: 101
Waterways: Miller Creek
Airports: 
Railways: 
Schools: 

Document Type

CEQA: [ ] NOP [ ] Supplement/Successive
[ ] Early Cons EIR (Prior SCH No.) [ ] NEPA: [ ] NOI[ ] Other:
[ ] Draft EIR [ ] Joint Document [ ] Final Document
[ ] Other:

Local Action Type

[ ] General Plan Update [ ] Specific Plan
[ ] General Plan Amendment [ ] Rezone
gt [ ] General Plan Element [ ] Use Permit
[ ] Community Plan [ ] Land Division (Subdivision,
[ ] Site Plan [ ] parcel Map, Tract Map, etc.)

Development Type

[ ] Residual: [ ] Use Facilities: Type:
[ ] Office: Sq. ft. Acres Employees
[ ] Commercial: Sq. ft. Acres Employees
[ ] Industrial: Sq. ft. Acres Employees
[ ] Educational
[ ] Recreational

Project Issues Discussed in Document

[ ] Aesthetic/Visual [ ] Floodplain/Flooding
[ ] Agricultural Land [ ] Forest Land/Use Hazard
[ ] Air Quality [ ] Geology/Seismic
[ ] Archaeological/Archaeological [ ] Minerals
[ ] Coastal Zone [ ] Noise
[ ] Drainage/Ambient [ ] Population/Housing Balance
[ ] Economic/Environmental [ ] Public Services/Facilities
[ ] Fiscal [ ] Recreation Parks

[ ] Schools/Universities [ ] Waste Quality
[ ] Wetland/Reptiles [ ] Wildlife
[ ] Historical/Archaelogical [ ] Railways
[ ] Aesthetics [ ] Cumulative Effects
[ ] Other:

Program/Plan Use - RMP - Residential, Multiple, Planned District

City Centered Corridor - RMP - Residential, Multiple, Planned District

Project Description

Countywide Plan Amendment. Rezoning and Master Plan for a film production facility and related uses, including offices, workshops, screening rooms, production stages, guest accommodations, day-care recreation uses, security gatehouse and ancillary buildings.

State Clearinghouse Contact: Mr. Chris Belsky (916) 445-0613

State Review Began: 10/16/95

Dept. Review to Agency: 11/22

Agency Rev to SCH: 11/28

SCH COMPLIANCE: 11/30

Please note SCH Number on all Comments 95033021

Please forward late comments directly to the Lead Agency

AQM/DEPQD [ ] (Resources: 10/31)

Project Sent to the following State Agencies

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RESPONSE TO LETTER 9A
GOVERNOR'S OFFICE OF PLANNING AND RESEARCH
ANTERO A. RIVASPLATA

Response to Comment 9A-1

Comment noted. No response is necessary.
November 2, 1995

Marin County Planning Commission
Community Development Department
Civic Center, Rm. 308
San Rafael, CA 94903

RE: COMMENTS ON LUCASFILM DEIR

Dear Commissioners:

The Environmental Forum of Marin has reviewed the development proposals for the Grady Ranch and Big Rock Ranch. We are disappointed because the analyses of impacts are less than objective and in fact appear overly favorable to the project for a document that is supposed to be impartial. We suggest that new assessments be required in a number of areas as discussed below.

10-1 The description indicates that the size of the project has been reduced from the 1992. What is the difference in the number of employees between the two projects?

10-2 How high and wide would the berms on Grady Ranch and Big Rock be? Some of the structures would be as high as five stories. How on an exhibit where they would be placed.

COUNTYWIDE PLAN

EIR finds the project to be consistent with a large number of CWP policies with which the project actually appears to be inconsistent. Consistency with the following policies should be reevaluated:

10-3 The DEIR finds the project consistent with CWP policy EQ 2.3 which specifies a Streamside Conservation Area (SCA) width of 100 feet in the Inland rural corridor and on large tracks of land in the City Centered Corridor. How can past disturbance, limited riparian cover and restrictions on access by larger wildlife be used as reasons to find this policy consistent, when the policy does not provide for reduced SCA width based under any of these conditions?
The project is found to be consistent with EQ 2.4 and 2.5 which address allowed and prohibited uses in SCAs. None of the project buildings fall into categories of permitted uses and they do fall into prohibited category of "structural improvements." Discuss how the project can be consistent with this policy?

Policy EQ 2.8 encourages retention of natural vegetation in SCAs. Native trees would be removed in SCA at Grady for the Main Office Bldg. which seems clearly inconsistent.

Streamside vegetation would be adversely impacted for the reservoir expansion, Grady Office Building and other structures. How can these be considered consistent with EQ 2.8 and EQ 2.9 which specify retention of natural vegetation and avoidance of disturbances of vegetation in SCAs.

Policy EQ 2.33 calls for vegetated buffer areas of native plants to be included in plans to protect the habitat for wildlife etc. The DEIR does not state the species of plants would be used in the SCAs.

337,000 cubic yards of soil and rock would be excavated from 22 acres of the development area and 379,000 cubic yards of fill would be placed to hide the huge buildings on Grady Ranch and 234,000 cubic yards of soil and rock would be excavated and used as fill at Big Rock Ranch. It is difficult to understand how the EIR can conclude that this amount of grading is consistent with CWP policy EQ 3.18 which requires that grading, excavation and filling be minimized, while allowing for adequate access. Access to this site does not require or warrant this exorbitant amount of cut and fill. How in the world can the EIR conclude "that this does not appear to be excessive"?

GRADING

10.4 It appears that most of the grading is for the purpose of blocking views of the buildings; either to sink the huge buildings below ground level or blocking views by using berms. Show all areas of cut and fill including berms.

10.5 How much of the grading and filling would be necessary to stabilize and/or repair landslide areas that would pose a threat to structures?

10.6 It appears that there would be significant negative impacts to natural resources associated with the proposed grading and filling. How many native trees, native grasslands, stream riparian and habitats would be destroyed or impacted due to the extensive grading, in addition to the grading needed for actual construction of the buildings and other facilities?

10.7 The Forum recommends minimal disruption to natural topography, maintenance and/or restoration of natural land forms. What mitigation measures could be used to avoid
both all of the negative impacts that would occur from the grading and filling for the above purposes? At least moving the buildings away from the landslide areas, trees and streams should be evaluated to determine if impacts to these resources could be avoided?

What other mitigation measures could mitigate the visual impacts of the project in addition to sinking buildings and berming them? What other measures could avoid this massive damage? Could the buildings be reduced in size, and spread out more so they don't need to be hidden with huge berms.

Form policy also recommends that there be no placement of structures on or below debris landslide areas because grading and filling of slide areas can cause significant environmental damage (i.e. loss of trees, alteration of drainage and may require enormous reconstruction, even exceeding the original slide area.) This appears to be proposed on this site. Mitigation for locating buildings below landslides, which will in turn require massive grading, should be moved away from the landslide area to avoid the need to undertake excessive and destructive grading to repair the landslide. What other location could be considered? Could the buildings reduced in bulk, be moved to areas that would not result is such significant environmental damage? This could result in avoiding the need to grade or necessitate less grading.

The Forum also discourages the use of engineering solutions where construction would alter natural terrain and significant biological resources.... Engineering solutions are the paramount mitigation measures employed for this project. At least non-structural methods such as moving the buildings away from areas of impact and danger should be considered.

BIOLOGICAL RESOURCES

Serpentine soils are unique resources that provide habitat for specially adapted lichens and threatened, endangered and unique species. Show areas of serpentine soils that would be impacted by the project on a map. How can they be saved? Explore locations to which buildings can be moved and/or grading and fill avoided to protect this unique soil type.

What species of plants are proposed by the landscaping plan to be planted on serpentine soil? Are these species that would grow in serpentine soils? Few plants will grow in this special soil type. What measures would have to be taken to ensure these plants would grow?

Discuss the rock outcroppings, their characteristics, number and location on the site, that could be impacted by the project. Show them on a map. Has there been any investigation into the possible presence of special status or unclassified species associated with these rock outcroppings? Explore ways any outcroppings that would be
destroyed could be saved. How could buildings be moved and grading/fill avoided to save outcroppings?

The landscape plan should be described... The DEIR has only bits and pieces if information scattered throughout. Why are non-native trees being used in the landscaping plan?

Native trees provide essential habitat for native wildlife. Native oaks, for example, provide habitat for 300 species. Trees also moderate climate, stabilize soil, convert carbon dioxide to oxygen, provide shade and wind protection help prevent debris flow landslides. Young trees take many years, as many as 50 to 100, to provide similar habitat to existing mature trees.

How can the removal of 2,530 native trees on these two sites be avoided? Ways to move the buildings and grading so that tree removal and damage could be avoided should be explored before considering replacement.

The following questions for those trees the removal of which cannot be avoided - and it is by no means certain that all tree removal could not be avoided - should be answered regarding the mitigation program for trees:

- Where would mitigation for impacts on trees occur? Where would 8,000 trees be planted?
- How would they provide habitat to substitute for the loss of existing mature trees?
- Would they be outside the fence or inside the fence and therefore blocked for use by many mammals?
- Are the growing conditions suitable for the specific tree species? Are any trees proposed for areas of serpentine soil and native grasslands?
- Where are the native and non-native trees?

The proposed mitigation for tree loss would not assure replacement of habitat and other values and should attempt to recreate a natural landscape using native trees that link islands of native vegetation. All habitat, scenic and other values provided by existing trees should be replaced.

The Forum recommends that native trees be replaced proportional to a ratio of 1 small tree for each 1 inch diameter of the mature native tree removed. Replacement trees should be of local stock - 3 to 6 inch diameter trees when measured at breast height and should be planted using current technology such as tree tubes. The replanting of existing live trees from the project site should also be encouraged. A mix of trees of different ages should be planted. Live trees from the site should be subject to the same survival rate as others.

Mitigation conditions should require:
• A survival rate of 100% should be required after 10 years.
• Establishment of an escrow account established to assure the compliance with tree replacement.
• Compliance with permit conditions should be verified by a certified arborist hired by the County using the applicant's funds.
• Appropriate maintenance necessary for survival of the trees should be provided including watering of young trees
• Trees that do not survive should be replaced and maintained for a total of 10 years.

To protect trees that would remain, the following measure in addition to those recommended in Mitigation 5.3-2(c) should be required:
• establishing distance equal to twice the diameter of the canopy tree (instead of along the edge of the drip line as recommended).
• Setbacks should be clearly marked and maintained at all items during construction by protective fencing.
• Irrigation within the drip line of mature native trees should be avoided by not planting non-native plants in the drip line.

Monitoring and maintenance should be required to be implemented for at least 10 years and be carried out by an independent qualified processional. Monitoring should commence when the trees are installed, and should include inspection and assessment of acorns produces. Monitoring should be paid for by the applicant but the County should hire an independent qualified professional to do the monitoring, maintenance and replacement.

The DEIR describes over 800 feet of creek/drainages that would be eliminated by the project, including for the reservoir, for buildings, roads and other facilities. However, it is apparent that a number of other small sections have not been calculated into this figure. What is the total area of creek, waterway and drainages (all are important in maintaining the health of creeks and water quality) that would be covered, undergrounded, flooded or otherwise impacted by the project?

Since the landscape plan for creek restoration is being used as migration for the project impact on creeks, how would this plan and its provisions adequately mitigate the project impacts?

The creek and SCA component of the landscape plan should be described more completely to enable the reviewer to assess its effectiveness in restoring the creek and mitigating impacts. What species would be used along creek banks? What areas would be graded and why? Where would rocks and boulders be used for erosion control? The riparian restoration plan should evaluate the plan in terms of improvements it would accomplish in habitat for fish and wildlife and in reducing erosion, and suggest improvements where necessary.
A leading cause of species endangerments and extinctions is loss and fragmentation of wildlife habitats. This project not only proposes to build on one hundred acres of habitat, modify creeks, but proposes to fence in two hundred thirty acres which would fence out deer and other mammals.

Creeks, wildlife movement corridors and areas of serpentine soil should be shown on an exhibit. Wildlife movement corridors should be shown on a exhibit along with landslide areas. This would enable and hillsides and creeks to enable the reviewer to identify areas that are constrained and unconstrained and therefore suitable for development.

The proposed location of the fence and the mitigated location of the fencing as recommended in Mitigation 5.3-5(d) should also be shown. A clear explanation should be provide for the need for the fence. Is it to eliminate deer from grazing on the landscaping, which was the purpose of the Skywalker fence, or is it for security from human intruders?

Whether or not wetlands would be filled should be addressed in this DEIR. If wetlands would be lost or impacted, suitable areas where the loss could be mitigated, i.e. where there is sufficient water, for wetlands of similar type and twice the size to be developed. A 100 foot buffer should be provided around all mitigation wetlands.

How can simply recording Indian petroglyph and midden sites, as is proposed as an adequate in Mitigations 5.6-1 through 4, be considered an adequate mitigation? They would be still be lost.

The project impacts on Highway 101 should be addressed.

What are the potential adverse impacts on streets and natural resources during construction?

What will assure that the mitigation measures Transportation Demand Management system, if it is required, will be consistently implemented? How would it be enforced?

The proposed project is not environmentally superior nor is it an alternative that mitigates most of even a minimal amount of impacts. A project alternative should be developed that avoids, wherever possible, the environmental impacts of the project. This should at minimum include avoidance of native trees, creeks and drainages, wetlands, SCAs, archaeological resources, landslide and seismic areas, serpentine soils, native grasslands, and special status plants and animals.

Development of the alternative described in the paragraph above could be accomplished by reducing size of buildings so they consist of smaller components, that would not have to employ such drastic means to hide, and moving them to locations that are not constrained.

Finally, we recommend that the list of off-site alternatives be reviewed and updated. Several are obviously incorrect, Fireman's fund and Hamilton.
Thank you for considering our input.

Sincerely,

[Signature]

Karol Raymer
President
RESPONSE TO LETTER 10
THE ENVIRONMENTAL FORUM OF MARIN
KARO RAYMER

Response to Comment 10-1

The DEIR indicates on page 2.0-9 of the DEIR that the size of the Main Building on Grady Ranch has been reduced from 396,900 square feet in the 1992 DEIR to 295,000 square feet for the Proposed Project.

As described on page 2.0-12 of the DEIR, the estimated population identified in the 1992 DEIR was a total of 440 people (340 people on Grady Ranch and 100 people on Big Rock Ranch), versus a total of 640 people for the Proposed Project (340 people on Grady Ranch and 300 on Big Rock Ranch).

Response to Comment 10-2

The berm on Big Rock Ranch would be approximately 1,200 feet in length from north to south, and up to 400 feet long from east to west. The height would vary, from just over grade up to a maximum of about 30 feet over the existing grade.

The EIR contains a mistake. The following sentence in the third paragraph on page 5.5-31 is revised as follows:

The most notable element of the berm would be its flat surface -- the top of the berm would be between 620 and 625 feet high for the entire 4,400 1,200 foot length.

The first sentence of the same paragraph is revised as follows:

The proposed berm would change the existing contour of the land for approximately 4,400 1,200 feet....

The berm on Grady Ranch would be approximately 800 feet in length from north to south, and up to 600 feet long from east to west. The height would vary, from just over grade up to a maximum of about 25 feet over the existing grade.

The location, length, and width of the proposed berms are shown on new exhibits in Master Response A, "Master Response on Grading Issues." The height of the berms would vary.

Response to Comment 10-3

The commentor refers to a number of individual Countywide Plan policies, which are discussed below:

Policy EQ 2.3 -- See Response to Comment 14-20 for a detailed discussion of SCA policies. Adherence to the 100-foot setback along both sides of a creek segment that has very little remaining cover and no potential for use by larger wildlife species would appear to be an unreasonable application of Countywide Plan policy EQ-2.3.

Policy EQ 2.4 and 2.5 -- The commentor is mistaken in assuming buildings would be allowed within the SCA of Grady Creek. No project buildings would be allowed within the SCA. As discussed under Policy EQ 2.5 on page 4.0-10, Mitigation 5.2-2(c) would require that the Precise Development Plan show buildings outside of the SCA of Grady Creek.
The commentor is correct in stating Policy EQ 2.8 encourages the retention of natural vegetation. However, the commentor is incorrect in assuming that the policy absolutely forbids the removal of native vegetation. The policy itself discusses the removal of vegetation, and requires reseeding and replanting. The project would be consistent with this section of the policy.

The commentor is correct in that the reservoir expansion would impact streamside vegetation. However, the commentor is incorrect in assuming Policy EQ 2.8 and EQ 2.9 forbids all impacts to streamside vegetation. Policy EQ 2.9 calls for minimization or avoidance, and does not suggest the absolute elimination of all disturbance.

The commentor is correct in stating that Policy EQ 2.33 calls for "vegetated buffer areas of native plants." Mitigation 5.3-1(a) on page 5.3-21 of the DEIR calls for a detailed Landscape and Vegetation and Management Plan to provide more details on native plantings. See also Master Response S, "Master Response on Creek Restoration," which describes in more detail the creek restoration plans (including proposed native plantings).

Policy EQ 3.16 (not Policy EQ 3.18, as referenced by the commentor) requires new development to minimize excavating, grading, and filling, while allowing for adequate access. The policy does not state that only that amount necessary for access is the maximum allowed, as asserted by the commentor. If this were the case, no buildings (which also require grading) could ever be constructed in the County. See "Options to reduce grading" under the Master Response A, "Master Response on Grading Issues" for a detailed discussion of grading, cut and fill, including the trade-offs between the amount of grading required and other environmental concerns (such as visibility issues).

Response to Comment 10-4

"Areas of cut and fill" are shown together in Exhibits 5.1-5 and 5.1-6 (grading is a combination of cut and fill). Exhibits 5.1-5 and 5.1-6 have been redone. The location, length, and width of the proposed berms are shown on new exhibits in the Master Response A, "Master Response on Grading Issues." The height of the berms would vary.


Response to Comment 10-5

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues" for information on landslide repair grading.

Response to Comment 10-6

Impacts due to grading can be found throughout the Biological Resources section, including Impact 5.3-1 (vegetation impacts), 5.3-2 (amount of trees lost), 5.5-3 (grasslands).

For impacts due to remedial grading, see "Remedial Grading" under Master Response A, "Master Response on Grading Issues."

Response to Comment 10-7

See "Options to reduce grading" under Master Response A, "Master Response on Grading Issues"
Response to Comment 10-8

See Response to Comment 10-7.

Response to Comment 10-9

See Response to Comment 10-7.

Response to Comment 10-10

See Response to Comment 10-7.

Response to Comment 10-11

See Response to Comment 19-66.

Response to Comment 10-12

See Response to Comment 19-69.

Response to Comment 10-13

See Response to Comments 19-66 and 2-4.

In general, the destruction of rock outcroppings without archeological significance is not significant in itself (although secondary impact, such as air quality concerns, could be). Therefore, the EIR does not recommend mitigation to save non-archeologically significant outcroppings. Note that field surveys were conducted to determine if special-status species were present in rock outcroppings (such as the blind harvestman spider), and found none.

Response to Comment 10-14

See Response to Comment 17-22.

Response to Comment 10-15

See Response to Comment 52-21.

Response to Comment 10-16

See Response to Comment 52-21. The complete avoidance of tree removal could only be achieved by no development on the site. This alternatives is discussed in the "No Project Alternative" on pages 6.0-2 to 6.0-5 of the DEIR. Note that the current siting of buildings were chosen in part because the Previous 1992 DEIR found significant tree loss impacts, and recommended modified sittings of buildings. The current project incorporates these past mitigation suggestions.

Response to Comment 10-17

Mitigation Measures 5.3-2(a) through 5.3-2(d) on pages 5.3-25 to 5.3-27 of the DEIR provide recommendation to further minimize tree removal, protect trees to be retained, and replace those trees where removal is unavoidable. Collectively, these measures would adequately mitigate identified impacts on tree resources to a level of less-than-significant. Tree plantings made as part of replacement
mitigation would be incorporated into the proposed Landscaping Plans as a component of the detailed Landscape and Vegetation Management Plan recommended in Mitigation Measure 5.3-1(a). Plantings would be made as part of revegetation of graded slopes, in the vicinity of proposed structures, and other locations within the development area. Adequate land area exists within the proposed development areas to accommodate even a worst-case scenario where no additional tree preservation is possible, and replacement must be provided for the estimated 801 trees with trunk diameters exceeding 12 inches.

Response to Comment 10-18
See Response to Comment 10-17.

Response to Comment 10-19
See Response to Comment 10-17.

Response to Comment 10-20
See Response to Comments 10-17 and 18-1.

Response to Comment 10-21
See Response to Comment 10-17. Mitigation Measure 5.3-2(d) on page 5.3-27 of the DEIR requires replacement plantings to be monitored for a period of five years. Exact details of the monitoring program would be included into the future Landscape and Vegetation Management Plan, as discussed on page 5.3-21 of the DEIR.

Response to Comment 10-22
See Response to Comment 1-7.

Response to Comment 10-23
See Response to Comment 1-7. See also Master Response S, "Master Response on Creek Restoration."

Response to Comment 10-24
See Response to Comment 19-20.

Response to Comment 10-25
See Response to Comment 52-17. No special-status animal species occur in the vicinity of the site, and exclusionary fencing would not affect and identified essential movement patterns of any special-status mammal species. Exclusionary fencing would affect the movement of deer populations. However, Mitigation Measure 5.3-5 on pages 5.3-33 to 5.3-34 of the DEIR provide mitigation for this impact, such as providing a movement corridor along Grady Creek.

Response to Comment 10-26
Those creeks which are official "blue-line" streams by the USGS are shown are shown on Exhibits 2.0-3 and 2.0-4 (pages 2.0-5 and 2.0-6 of the DEIR). Other drainages are shown on Exhibit 2.0-7 on page 2.0-14 of the DEIR (Grady Ranch) and Exhibit 2.0-12 on page 2.0-23 of the DEIR (Big Rock Ranch).
"Wildlife corridors" are discussed on in Impact 5.3-5 on pages 5.3-31 to 5.3-34 of the DEIR. As stated in this impact, potential impacts to wildlife movement could occur along drainages, and mitigation is recommended. Page 5.3-28 of the DEIR discusses the impact on serpentine grasslands.

Response to Comment 10-27

Fencing for Grady Ranch is described on page 2.0-17, and includes two types: a seven-foot high deer fence, and wood and wire security fencing. The preliminary location of the deer fence is shown on Exhibit 2.0-11 (page 2.0-21 of the DEIR). The security fence would border the entire private open space and development area. The exact alignment of the 187-acre private open space border has not been determined. Until this is decided (at the Precise Development Plan stage), the exact placement of the fencing cannot be determined.

Fencing for Big Rock Ranch is described on page 2.0-26. Similar to Grady Ranch, the exact alignments would be determined at the Precise Development Plan stage.

The deer fence is used to exclude deer, and the security fence to exclude people.

See also Responses to Comments 19-93 and 19-94.

Response to Comment 10-28

See Response to Comment 1-7.

Response to Comment 10-29

This mitigation is based upon Appendix K of the CEQA Guidelines, which outlines appropriate archeological mitigations. While avoiding an archeological site is the "preferred manner of avoiding damage to archaeological resources," alternative mitigation, such as recording features for future scientific research, can also be used to adequately mitigate impacts. The removal or destruction of a site would not be considered a significant impact under CEQA, where the value of the resource is scientific, educational, and aesthetic and can still be studied and preserved for future generations in another location without harm from removal. Even if this is not considered significant under CEQA, removal could still be considered unacceptable to the County. However, this addresses the merits of the project, which is one purpose of recommending mitigation options.

Response to Comment 10-30

See "Highway Analysis" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 10-31

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 10-32

See Response to Comments 1-10 and 16-3(h).

Response to Comment 10-33

As explained on page 6.0-2, the EIR does not include a "mitigated design alternative" for two reasons.
First, the design alternative in the 1992 Draft EIR formed the basis of the current Proposed Project. The current project is in effect a mitigated alternative to site development. See Response to Comment 1-11 for an example of how the current project mitigates impacts to the previous 1992 project. Second, it was determined that implementation of the recommended mitigation measures would not result in a significantly modified site plan.

See also Response to Comment 16-9.

Response to Comment 10-34

As described on page 6.0-1 of the DEIR, an EIR is not required to analyze an infinite number of alternatives or variations on project components (buildings) or infinite variations on alternatives. The DEIR contains sufficient information for commentors to consider other alternatives, such as a variation in development intensity or location, and the trade-offs involved in various development options. Note that the DEIR did examine a reduced size alternative, the "Grady Ranch Development Only" alternative starting on page 6.0-19 of the DEIR.

Response to Comment 10-35

See Master Response H, "Master Response on Alternative Site Analysis."
November 13, 1995

Marin County Planning Commission
Room 308
Marin County Civic Center
San Rafael, CA 94903

Dear Commissioners:

The following is submitted on behalf of the Lucas Valley Homeowners Association in response to the Draft EIR for the Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan.

We have several major concerns with regard to this report:

1. Consistency with the Countywide Plan

   In the 1992 application, it was determined that the project required an amendment to the Countywide Plan. Moreover, in giving reasons the EIR pointed out that “the most important of these relate to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor.” The new Draft EIR deems the current project to now be consistent with the Countywide Plan, despite the fact that the new proposal has not altered the location of the original project, and, in fact, expands it into the adjacent agriculturally zoned Big Rock Ranch. Moreover, the new proposal increases the number of employees by 45%, and also increases building space. We find a very fundamental incongruity in this analysis.

   We want to know the basis on which this determination was made. Our association appealed the ruling made by the Community Development Agency that only a use permit would be required. Our appeal was denied on two separate occasions. We were never given a cogent reason for these denials.

   It has always been our understanding that residential/agricultural zoning meant that the use was intended to be primarily for these purposes, and that any commercial enterprises had to be ancillary to the primary zoning designation. This would include small professional buildings, a convenience store, and the like. But this is a massive commercial complex involving nearly 1 million square feet of building space, which is the equivalent to the space occupied by 16 football fields, several times the area of a building such as Costco, and nearly twice the size of the Marin Civic Center. We do not believe it was ever the intention of the Countywide Plan that a primary use commercial enterprise, especially one as large as the Lucasfilm project, would be deemed an appropriate use in a residential/agriculturally zoned area. This must be addressed in the EIR.

   It is inconceivable how such a massive complex could be contemplated in the middle of a residential/agricultural area without requiring an amendment to the CW Plan and rezoning. The EIR should make such comparisons so that the magnitude of the project is
clear. The EIR should explain how the Grady building, which has 340 employees in 456,100 square feet of floor area (average of 1341 square feet per employee) can be construed as an office building. We do not know of any office buildings of that kind. We also do not know of any “office buildings” that have large production stages with 55 foot ceilings. This appears to fit more appropriately the description of an “industrial” building, rather than an “office building,” as was the case in the 1992 EIR.

2. Traffic

The Draft EIR does not explain adequately the traffic impact of 640 employees, coupled with the 120 yet to be hired on Skywalker. It also does not address adequately the impact on traffic and noise that will be generated by delivery trucks, food and supply trucks, the transportation of movie sets, stage crews, construction crews, orchestras and choruses, visitors, technicians, and other temporary personnel that may be used in film production. There is also the issue of Lucasfilm employees traveling back and forth between the Lucas Valley facilities and those in San Rafael, such as ILM and other Lucasfilm operations. What will be the relationship between the Lucas Valley facilities and these other operations? To what extent will the increased traffic on Lucas Valley Road depress the value of homes along Lucas Valley Road? We have reports that this is already beginning to occur as the news of this project spreads.

Lucasfilm claims that the traffic generated by their project will have less negative impact than homes, were they to be built in this area. This needs to be studied thoroughly and a detailed comparison made.

3. Precedent

If this project is approved, what implications might it have in terms of precedent for other ranchers who might demand that they also be allowed to develop their properties for commercial use? Would this not open the door for even more ambitious development projects in the inland rural corridor? To what extent are financial interests relevant, as they relate to the increased value of property converted from residential/agricultural to commercial use?

Lucasfilm claims that the commitment of 95% of the land to open space is a good model for commercial development in the county, yet it fails to look at the bigger picture. These will be highly specialized jobs, and many, if not most, of the employees will have to be imported from outside the county. Where will these people live? What other lands will have to be developed to provide housing for these people? Will other agricultural properties be considered for this purpose? What will be the impact on Highway 101 and other major roads in the county? Where does this lead? All of these issues must be addressed in the EIR.
4. Alternate sites

The Draft EIR is woefully inadequate in this area. Obvious places to explore would be the vacated Firemans Fund building, the vacated Fairchild building, Hamilton Air Force Base, the St. Vincent & Silveira properties, and numerous other sites along the Highway 101 Corridor which are designated for commercial development in the Countywide Plan. Many other highly creative and successful companies have found these properties perfectly suitable for their needs. Persuasive arguments must be made that explain why such properties are not suitable for Lucasfilm.

In summary, we are extremely concerned about the issue of consistency with the Countywide Plan, traffic, precedent and the consideration of alternate sites. We look forward to these issues being addressed in the EIR.

Sincerely,

[Signature]

Carl L. Naegele, President
Lucas Valley Homeowners Association
RESPONSE TO LETTER 11
LUCAS VALLEY HOMEOWNERS ASSOCIATION
CARL J. NAEGELE, PRESIDENT

Response to Comment 11-1

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 11-2

See "Skywalker Ranch" discussion in Master Response C, "Master Response on Traffic Issues," and Response to Comments 16-3(b), 16-3(f), and 22A-1.

Response to Comment 11-3

See Master Response P, "Master Response on Growth-Inducing Impacts."

The EIR has already discussed the precedent implications of the project for other ranchers in the area (including on ARP zoned lands) in the "Growth Inducing Impacts" section in pages 3.0-36 to 3.0-38 of the DEIR.

The impact from the employees moving into the County has been indirectly addressed in the DEIR. The EIR examines other development reasonably foreseen in the area in order to analyze the impacts of cumulative development (see Section 2.2, "Cumulative Development Assumptions," on page 2.0-30 of the DEIR). New employees might choose to live in the residential projects already included in these cumulative analyses. In regard to impacts created by new housing and secondary effects from this housing (such as traffic) in other, future projects, this is too speculative to determine. In any event, these projects will undergo their own separate environmental review.

Response to Comment 11-4

See Master Response H, "Master Response on Alternative Site Analysis."
TO:                  MARIN COUNTY PLANNING COMMISSION
FROM:                Jean Fitzgerald, Vice-President
                      Lucas Valley Homeowners Association
DATE:                November 13, 1995
RE:                  LUCASFILM EXPANSION PROPOSAL - Inadequacy of Draft EIR

I respectfully submit the following comment and testimony for the record
of this proceeding and the Draft EIR:

There is a fundamental error in the scope of the Draft Environmental Impact
Report for the Lucasfilm Grady/Big Rock expansion under consideration today. The
error is a result of apparently secret communication between Applicant and county staff
regarding the necessity of requiring an application for Rezoning and Amendment to the
Marin Countywide Plan.

The Lucas Valley Homeowners Association tried to call this to the attention of the
Marin Planning Commission. We filed two appeals to the Marin Planning Commission
in August of 1995. But both times, the planning staff and county counsel blocked our
attempts at appeal. We tried to bring this secret process to light and to have a public
hearing on county planning staff’s abrupt and secret decision -- a decision which
effectively limited the scope and parameters of the EIR before you today. As a result,
this EIR is fatally flawed because it avoids altogether the issue of the project’s obvious
inconsistency with the Marin Countywide Plan.

The process by which county planning staff made the determination for applicant’s
benefit that "Rezoning and Countywide Plan Amendment applications are neither
necessary nor required" is legally wrong.

There was no public notice that county planning staff was considering that
"Rezoning and Countywide Plan Amendment applications are neither necessary nor
required" for this latest project application by Lucasfilm. This project application is
essentially a larger version of the same application that was considered to be in conflict
with the Marin Countywide Plan three years ago in 1992, by the same EIR consultant.

There was no opportunity for public comment or input on the planning staff
deliberations that resulted in this abrupt reversal of county policy for the benefit of
Applicant.
TO: MARIN COUNTY PLANNING COMMISSION  
November 13, 1995  
Page 2  

There was no public evidence presented to support county planning staff's determination that "Rezoning and Countywide Plan Amendment applications are neither necessary nor required."

In fact, there was public evidence to the contrary! All notices of Public Scoping Sessions on The Environmental Impact Report for this project advertised as follows:

"Public Scoping Session on Environmental Impact Report for Lucasfilm Grady-Big Rock Ranch - Master Plan, Countywide Plan Amendment and Rezoning."

The public was thus led to believe that the Scoping Session on the EIR held on March 29, 1995, at the Marinwood Community Center in Lucas Valley, we would be addressing our concerns and issues in the context of Rezoning and Countywide Plan Amendments.

The Agenda headline for that public meeting also included the words "Countywide Plan Amendment and Rezoning." The public Scoping Session on March 29, 1995 had one agenda. But the planning staff evidently had a different one.

Only two weeks later, on April 13, 1995, county planning staff prepared a memorandum - which was circulated only to Applicant's legal counsel and to the EIR consultant - summarizing the planning staff's new position that "Lucasfilm Rezoning and Countywide Plan Amendment applications are neither necessary nor required."

On June 22, 1995, the first public announcement of county planning staff's determination was published in the Notice of Project Status, or "completion letter" which was sent to Applicant, with copies to a wide list of parties. Strangely, the Lucas Valley Homeowners Association did not receive a copy of this letter, even though we are the community most impacted by this project, and are on lists to receive all notices.

When we did find out, on August 4, 1995, we immediately and timely filed an appeal, as permitted under the County Code. It was twice rebuffed by county planning staff and county counsel on the grounds that county planning staff's "determination" that "Lucasfilm Rezoning and Countywide Plan Amendment applications are neither necessary nor required" was not appealable because it was just a "preliminary determination." We maintain that it was the completion letter itself that was appealable because our complaint addressed the completeness of the application: We maintain that the application was
TO: MARIN COUNTY PLANNING COMMISSION
November 13, 1995
Page 3

incomplete because it said "Rezoning and Countywide Plan Amendment applications are neither necessary nor required." We maintain that Rezoning and Countywide Plan Amendments are needed for this project and the application was therefore incomplete because it didn’t require application for Rezoning and Countywide Plan Amendments. Rezoning and Countywide Plan Amendments were needed for virtually the same project three years ago; county planning staff had no legal authority to make the decision without public notice and a public hearing. Without a public hearing, there is no way for the public to know how much influence Applicant had over this staff decision.

We respectfully request that you hear our appeal and conduct a full and complete public hearing, with public evidence and testimony, on the issue of completeness of the application, before proceeding further with this fatally flawed Environmental Impact Report.

By making the decision not to require a Countywide Plan Amendment for this project, county staff unilaterally denied the public another avenue of redress guaranteed by California law: the referendum. Amendment to the Countywide Plan is ultimately appealable by referendum. This underscores the seriousness of the matter -- to dispense with the requirement of Amendment to the Countywide Plan -- that our planning staff has decided in secret.

Attachments
September 11, 1995

Jean K. Fitzgerald
Lucas Valley Home Owners Association, Inc.
1201 Idylberry Road
San Rafael, Ca 94903

RE: Petition for Appeal #2 -- Lucasfilm, Ltd. Application
   Lucas Valley Road, San Rafael; Assessor’s Parcel Nos. 164-310-07, -10, -11, -12 and -13/DRP

Dear Ms. Fitzgerald:

The Community Development Agency is in receipt of your second Petition for Appeal that was filed on August 24, 1995 by the Lucas Valley Home Owners Association, Inc. The latest petition appeals the County’s August 17th rejection of your previous appeal attempt. The previous appeal attempted to challenge the preliminary determination of the Agency Director that Rezoning and Countywide Plan Amendment applications are neither necessary nor required for the Lucasfilm, Ltd. project.

On the advice of County Counsel, your latest appeal cannot be accepted for the same reasons stated in the August 17th letter. In addition, for your consideration please refer to the attached Inter-office Memorandum from the Office of County Counsel dated August 30, 1995.

Since the County cannot accept your appeal, your personal check for the $500 appeal fee is being returned to you by this letter. If you have any further questions regarding this matter, please do not hesitate to call me at (415) 499-7521.

Sincerely,

Dean R. Powell, AICP
Principal Planner

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TO:     Dean R. Powell, Principal Planner  
        Community Development Agency  

RE:     Petition for Appeal:  
        Lucas Valley Home Owners Assn. of Lucasfilm Application completeness 

FROM:   Robert H. San Chez  

The Lucas Valley Home Owners Assn. has appealed the preliminary determination of the Community Development Agency that the Lucasfilm Application (Use Permit) is complete without a requirement for a Rezoning and Countywide Plan amendment application (among the other matters set forth in the "Reasons for Appeal").

Your agency’s determination specifically stated that its conclusion was preliminary and could be, and undoubtedly would be, reviewed and reconsidered by the Planning Commission and, if that decision was appealed, by the Board of Supervisors. You have stated that each of the "Reasons for Appeal" attached to the Petition for Appeal will be addressed and considered by the Planning commission when the matter comes up for public hearing before that body.

The petitioners have cited M.C.C. §22.89.040 as authority for the appeal of the "preliminary" decision. The cited section confers very broad appeal rights to "any person" over "any determination, interpretation, decision, conclusion, decree, judgment or similar action taken by any administrative personnel under the provisions" ... of Title 22.

The past practice under this appeal section has consistently been applied to "final" administrative determinations, in order to allow all staff determinations to be reviewed. Generally, the addition of interpreting phrases to a legislative enactment are viewed with skepticism and closely scrutinized. While not free from doubt, it is unlikely that the legislative body, when enacting §22.89.040, intended that every interim or preliminary administrative decision was appealable, particularly when the issues appealed would be fully explored and considered by the Planning commission or Board of Supervisors, or both. It can be seen that such a piecemeal appeal process could add unacceptable delays to almost any application and be contrary to state directives and statutes that the administrative process be simplified and made more efficient.

We conclude that the objections stated by the Lucas Valley Home Owners Assn. have already been made part of the administrative record in the subject Lucasfilm application, and will necessarily be addressed and considered by the Planning Commission in a fully public forum allowing all concerns to be reviewed. Therefore, the preliminary determination of the Community Development Agency for processing purposes, is not subject to a separate appeal process.

cc: Mark Riesensfeld

Robert H. San Chez
STATEMENT: REASONS FOR APPEAL

We appeal the position of the Marin County Community Development Agency, as promulgated in your letter of Aug. 17, 1995, to Lucas Valley Homeowners Association, Inc., denying our appeal of your position as promulgated in your letter of June 22, 1995 to Lucasfilm, Ltd. from Dean R. Powell, Principal Planner:

"That Rezoning and Countywide Plan Amendment applications are neither necessary nor required for the commercial office building complexes proposed on Grady and Big Rock Ranches."

For the following reasons:

1. The use and size of this Lucasfilm proposal are similar to prior Lucasfilm proposals that were deemed to require Countywide Plan Amendments and Rezoning. Nothing of substance has changed; merely re-naming the massive industrial production facility "a commercial office building" does not change its inherent nature. It is important to recognize the true nature of this project as an industrial use in residential and agricultural zones and not let public relations or image-making cloud the perception of what is being proposed in this location.

   In "PROPDEV21 Semi Annual Proposal Development Survey, August 1995, Marin County Community Development Agency" your reference to "Project Lucasfilm Record #14" contains the following breakdown:

   "Total Commercial Square Feet:
   Office 0
   Retail 0
   Industrial 640,800"

   There therefore appears to be some inconsistency between this report of August 1995 and your position of June 1995 regarding your own departmental interpretation of "Industrial" development. All the more reason for this issue to be heard by the Planning Commission at this critical stage before these issues and designations become "fait accompli".

2. The RMP zoned Grady Ranch is in a residential valley, with "R" for residential as its primary use. Office uses are permitted, but the intent of such a zone is not to have the Office as the primary use.

3. The ARP zoned Big Rock Ranch is in an agricultural valley, with "A" for agriculture as its primary use. Office uses are permitted, but the intent of such a zone is not to have the Office as the primary use.

4. The spirit of the Countywide Plan is not being followed. The plan envisions density and intensity of use declining as development heads west to the inland rural corridor. This use in this location flies in the face of the spirit of the Countywide Plan.
5. Requiring a Countywide Plan Amendment and Rezoning would subject this proposal to the necessary rigors of public scrutiny and discussion that such a massive development in this location requires. There is the appearance of attempting to skirt such public scrutiny by having the County Planning Staff make the decision that precludes such public scrutiny and discussion of this issue.

6. In 1972, Lucas Valley Homeowners passed a 25-year Open Space bond issue in order to acquire nearly 300 acres of the hillsides that frame our valley. We were the first community in Marin to pass a bond issue to purchase open space. Today, each homeowner in Lucas Valley is still paying for the hills. We are, therefore, involved and necessary parties to the process of any development that is proposed in our residential valley and that will impact the quiet enjoyment of our homes, our property values and our expectations for compatible, contiguous land use.

7. Inasmuch as the Lucas Valley Homeowners Association was not a recipient of a copy of the June 22, 1995 letter, which would have allowed us to file a Petition for Appeal in a timely manner by June 29, 1995, we submit that we should be allowed to file this Petition for Appeal within the 5 working days after which we first learned of the contents of the letter, Friday, August 4, 1995.

8. Our further appeal of your administrative action denying our appeal is allowable under County Code Section 22.89.040 within 5 working days. We are therefore submitting this appeal by 5 p.m. on Thursday, August 24, 1995.
Lucasfilm has not submitted a Rezoning application for the,interactive entertainment office facility and related uses proposed on this ranch because the County determined previously that one was not necessary. This determination was based on the proposal by Lucasfilm to permanently preserve 95% of Big Rock Ranch (1,061 acres) and 100% of the McGuire and Loma Alta Ranches (1,235 acres) under an agricultural conservation easement. In addition, provisions of the proposed easement would ensure the proper maintenance, management and continuance of agricultural activities on the preserved land. Lucasfilm’s Skywalker Ranch facilities are an example of a compatible commercial use that was approved by Master Plan by the County under ARP regulations that included a plan for continued, properly managed agricultural activities within a permanently protected easement that covers 95% of that ranch (2,429 acres).

Countywide Plan Amendment

Grady Ranch

The Countywide Plan land use designation for Grady Ranch is Planned Residential ("PR") with a maximum residential density of one unit per 1 to 10 acres and a maximum non-residential floor area ratio range of 0.01 to 0.09. Non-residential uses deemed consistent with the PR land use designation include but are not limited to commercial offices, lodges, and day-care facilities. The existing RMP zoning is deemed by the Countywide Plan as a consistent zoning district with the PR land use designation. Further, the proposed non-residential floor area ratio of 0.01 (456,100 square feet/1,039 acres) is within the maximum range of 0.01 to 0.09 established by the Countywide Plan. (Marin Countywide Plan, Lucas Valley Environs Land Use Policy Map 2.3 and Community Development Policies CD-8.5 and CD-10.3)

It should be noted that a significant portion of Grady Ranch is also designated by the Countywide Plan as Ridge and Upland Greenbelt where development is evaluated for its potential impact on visual resources and amenities. The building complex is proposed to be located generally outside the designated Ridge and Upland Greenbelt on the lower slopes of the ranch, clustered near Lucas Valley Road. Though the project is located generally outside the Ridge and Upland Greenbelt, the project has been designed with extensive site restoration measures, landscaping, and berming with the intent to restore degraded portions of the property due to past overgrazing by cattle, thus improving its visual quality, and to provide adequate visual screening.

Big Rock Ranch

The Countywide Plan land use designation for Big Rock Ranch is Agricultural 2 ("AG2") with a maximum residential density of one unit per 10 to 30 acres and a maximum non-residential floor area ratio range of 0.01 to 0.09. Non-agricultural uses deemed consistent with the AG2 land use designation include certain limited commercial uses under limited circumstances allowed by Master Plan approval under ARP zoning regulations. The existing ARP-30 zoning is deemed by the Countywide Plan as a consistent zoning district with the AG2 land use designation. Further, the proposed non-residential floor area ratio of 0.004 (184,700 square feet/1,117 acres) is less than the maximum range of 0.01 to 0.09 established by the Countywide Plan. (Marin Countywide Plan, Nicasio Land Use Policy Map 7.6 and Community Development Policies CD-8.2, CD-8.8 and CD-15.15)
**Summary**

In summary, it is the position of the Community Development Agency, subject to final confirmation by the Planning Commission and Board of Supervisors, that the Lucasfilm Rezoning and Countywide Plan Amendment applications are neither necessary nor required for the commercial office building complexes proposed on Grady and Big Rock Ranches. Under the existing, governing RMP zoning for Grady Ranch, the digital film production office facility and related accessory uses are permitted, subject to Master Plan and Use Permit approval. Under the existing, governing ARP-30 zoning for Big Rock Ranch, the interactive entertainment office facility and related uses are permitted, subject to Master Plan approval. Accordingly, Lucasfilm should formally withdraw their Countywide Plan Amendment and Rezoning applications for the proposed project and submit a Use Permit application as part of their Master Plan application already on file.

cc: file
Bob Berman, Nichols-Berman
Lucasfilm, Ltd. c/o Doug Ferguson
DATE: November 18, 1995

TO: Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308, San Rafael, CA 94903-4147

FROM: LUCAS VALLEY HOMEOWNERS ASSOCIATION
Jean Fitzgerald, Vice-President
% 60 Mount Lassen Drive
Lucas Valley, CA 94903

RE: Please include all of the following 15 comments in response to the Draft EIR, LUCASFILM GRADY/BIG ROCK EXPANSION PROPOSAL:

1. INCONSISTENCY WITH COUNTYWIDE PLAN. The EIR should discuss the project’s inconsistency with the Marin Countywide Plan that calls for such intense industrial/commercial uses to be located near highway 101; Near public transit and existing commercial and employee support services, such as transportation, shipping, retail stores and restaurants.

2. INCONSISTENCY WITH RMP ZONING. The EIR should discuss the project’s inconsistency with the Zoning for the Grady Ranch which is zoned RMP. It is the intent of RMP zoning to be primarily RESIDENTIAL. Light industrial use is prohibited in RMP. Merely calling this use "offices uses" does not make it so. It remains industrial. As such, it is prohibited in RMP zoning.

3. INCONSISTENCY WITH ARP ZONING. The EIR should discuss the project’s inconsistency with the Zoning for the Big Rock Ranch which is zoned ARP. It is the intent of ARP zoning to be primarily AGRICULTURAL. Light industrial use is prohibited in ARP. The project is a major film production facility and as such is inconsistent with the "certain LIMITED commercial uses" permitted on ARP.

4. INADEQUATE STUDY OF ALTERNATIVE SITES. The EIR should explore all alternative sites for this project. Potential and realistic alternative sites are not adequately studied. More in depth consideration should be given to other sites including the St. Vincent’s Property, Fireman’s Fund Property and Hamilton Field. Applicant has not given adequate consideration to redevelopment sites in San Rafael which would preclude urban sprawl.
5. **INADEQUATE TRAFFIC STUDIES.** The EIR should prepare traffic studies that currently and adequately discuss ALL of the traffic impacts. Traffic studies should be fair and should realistically compare Residential growth VS the potential increased Industrial growth this project will generate throughout Lucas Valley. Traffic studies should include the impact of 45% MORE employees than the 1992 proposal. Traffic studies should examine the cumulative impacts and do sociological and physiological and economic studies of the cumulative effects of increased NOISE on the quality of life for the residential neighborhoods of Lucas Valley. Traffic studies should include the impacts on Lucas Valley Road, at every intersection, of employees, vendors, guests, special events. Traffic studies should include all of the impacts of construction traffic over the next 15 years. Traffic studies should include cost of mitigations and who will pay for them. Applicant wants to pay "fair share." What is that?

6. **INADEQUATE SPECIFICITY OF SITE ACTIVITIES.** The EIR is inherently flawed because it does not describe in sufficient detail what types of activities are planned for the site. Without much greater detail on the types of activities on site, it is impossible for the EIR to adequately survey the environmental impacts of the proposal. Applicant must provide greater detail to consultant. What is "digital production and related use" on Grady Ranch? What specific kinds of activities are planned for Big Rock "dedicated to the development of interactive and multimedia entertainment and educational products?" What kind of work will be done; what is the production protocol; what kinds of raw materials, chemical wastes and end products and planned for these sites? The described "film production facility" should be compared to other state-of-the-art and cutting-edge film production facilities in Hollywood.

6A. **TOXICS INADEQUATELY STUDIED.** As a result of vague description of site activities, the EIR does not adequately study the impact of all toxic materials.

7. **INADEQUATE STUDY OF PROJECTED GROWTH ON FUTURE TRAFFIC.** The EIR should study the projected growth of Lucasfilm and how that will impact future traffic. The EIR should study the past history of growth on Skywalker as the basis for future growth and traffic projections.

8. **INADEQUATE STUDY OF SITE USE CONTINUITY.** The EIR does not adequately explore the impacts of site use continuity. What happens to the property if sole owner George Lucas sells, transfers or abandons the site, or merges his company with another entertainment industry giant. What happens when George Lucas dies.

9. **INADEQUATE FINANCIAL DATA.** The EIR does not adequately explore the financial stability of applicant; or the projections and scenarios of future financial stability and instability and how this would affect the project site. Lucasfilm is solely and privately owned by George Lucas. There is no public disclosure or accountability of financial data as there would be in a public corporation.
10. **INADEQUATE MONITORING DATA.** The EIR does not adequately address now the county will monitor applicant's compliance with use permit. Applicant was currently in violation of currently allowed number of employees (people) on site. In April 1995, there were in excess of 180 people on site: 243 employees plus 45 "contractor employees" for a total of 288 employees. This aspect of the project is critical because applicant asks for a total of 640 additional employees on the expansion site. The EIR estimates that parking for 640 employees would require 506 parking spaces. Yet applicant plans to have 845 underground on-site parking spaces in addition to "an undetermined number of at-grade parking spaces."

11. **INADEQUATE LANDSLIDE MITIGATION & BUILDING LOCATION DATA.** The EIR does not adequately study the total effect of mitigating the landslides. The EIR should study what additional grading and tree removal will be required to mitigate landslides. This is in addition to current estimates of moving 613,000 cubic yards of soil for building construction. The EIR should examine how this can be consistent with zoning requirements for the parcels.

12. **INADEQUATE CRITERIA FOR DEFINITION OF "OFFICE".** The EIR should describe the criteria used to determine that this project is an "office use" and therefore, is a permitted use on the parcels in question, and does not require an Amendment to the Countywide Plan. The EIR should describe the evidence applicant provided to the Planning Staff to assist the Staff in determining that this is an "office use." The EIR should provide outside, objective, industry data on definitions of "industrial" and "office" use and should compare applicant's proposed facilities with other facilities in the film, entertainment and multimedia industries.

13. **INADEQUATE ALTERNATE DENSITY COMPARISONS.** The EIR should make realistic and state of the art comparisons of densities for alternate uses for the site: namely residential vs industrial densities and their respective impacts on the land and on traffic.

14. **INADEQUATE COMPARISONS - SCALE OF PROJECT.** The EIR should compare each building height and mass to existing buildings in Marin. The EIR should correctly indicate that the height of the buildings is inconsistent with the zoning. The zoning requires a 30 foot "Building Height." Proposed buildings go up to 45 feet- 4 stories high; 55 feet- 5 stories high; and 65 feet- 6 stories high.

15. **INADEQUATE CONSIDERATION GIVEN TO PRECEDENT.** The EIR should adequately and fully explore the precedent-setting effect this project will have on land use on all similarly-situated RMP and ARP zones in Marin County; and on all Agricultural land in Marin County. The EIR should fully explore the financial effect this precedent will have on land values: the increase in value of the project land, adjacent land and other agricultural lands in West Marin. The EIR should fully study the short-term and long-term effect this precedent will have on the agricultural-dairy industry in Marin County. The EIR should study the short-term and long-term effect this project will have on attracting more similar companies to Marin who will want to locate on "campuses" in West Marin.
RESPONSE TO LETTER 12
LUCAS VALLEY HOMEOWNERS ASSOCIATION
JEAN FITZGERALD, VICE PRESIDENT

Response to Comment 12-1

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 12A-1

The EIR did not find any inconsistency with the Countywide Plan. Without a specific reference to what policies the commenter is referring to, a specific response is not possible.

Response to Comment 12A-2

As discussed under Master Response J, "Master Response on Nature of Proposed Use," the proposed project was classified as an office use, and therefore is allowed in an RMP zone subject to a use permit.

Response to Comment 12A-3

"Limited commercial use" refers to those uses that meet three specific requirements, discussed on pages 4.0-64 and 4.0-65 of the DEIR. As the proposed project would meet these requirements, it would be consistent with ARP zoning.

Response to Comment 12A-4

Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 12A-5

The scope of the traffic study is a collaborative process that is directed by the lead agency, Marin County. It would not be possible, nor would it be beneficial to analyze all of the intersections within the study area. The range of alternatives and the focus of the analysis are intended to provide a solid level of background information and statistical data on which informed decisions can be formulated. See also "Construction Impacts" in Master Response C, "Master Response on Traffic Issues." Note that cumulative effects have already been covered in the traffic analysis.

Response to Comment 12A-6

See Master Response N, "Master Response on Proposed Site Activities" for more detailed information.

Response to Comment 12A-7

See Response to Comment 16-13.

Response to Comment 12A-8

It would speculative to assume that the Skywalker Ranch Master Plan would be amended to allow for additional personnel. See "Skywalker Ranch" discussion in General Response C, "Traffic Discussion of Traffic Issues."
Response to Comment 12A-9

See Master Response 0, "Master Response on Project Stability / Abandonment Issues."

Response to Comment 12A-10

See Master Response 0, "Master Response on Project Stability / Abandonment Issues."

Response to Comment 12A-11

The commentor is incorrect that only 180 employees are allowed on Skywalker Ranch. Marin County Ordinance No. 3128 (March 16, 1993), Section I, subsection VI, allows Skywalker to support "up to a maximum of 300 employees and guests." This ordinance is the most recent amendment to the Skywalker Ranch Master Plan.

The commentor is correct that more parking spaces are planned for the site than required by employees. As discussed on page 5.7-42 of the DEIR, the EIR parking analysis is based on an Institute of Transportation Engineers parking demand rate for a typical office use. Using the ITE rate of 0.79 parking spaces per employee indicated that the project supply was adequate to meet and would exceed estimated demand. The Grady Ranch parking demand at 340 employees would be for 269 spaces and a total of 545 could be provided in underground parking. The Big Rock Ranch demand for parking at 300 employees would be for 237 spaces and a total of 300 could be provided in underground parking.

According to the applicant, underground parking has been designed throughout the project site to minimize the number of parked vehicles that would be visible in surface parking lots. In each of the structures that is used to provide underground parking, a full floor was provided for this purpose since no other compatible use (except perhaps equipment rooms and similar uses) would be appropriate for that parking floor. At the Master Plan stage, before the interiors of each building have been designed in detail, the aggregate of all underground parking areas would accommodate a total of 845 vehicles. This number is in excess of the total number of employees and other personnel to be permitted on the project site (640) but would allow flexibility in the number of employees and guests which might use a given structure at one time.

It should also be noted that because the parking would be located within the lowest floor of individual buildings a reduction in the number of parking spaces provided would not result in a smaller footprint of the individual building. Therefore, impacts directly associated with building construction, such as grading, would not be reduced by a reduction in the number of underground parking spaces provided.

The amount of parking is a design-driven aspect of the project. The County has no standard for prohibiting excess parking. The amount of parking is a preference of the applicant.

Response to Comment 12A-12

As discussed in Response to Comment 14-40, a worst-case scenario assuming complete repair of landslides in the immediate vicinity of proposed development was used to determine impacts on vegetation and wildlife resources in the Draft EIR. In response to comments received on the Draft EIR, the anticipated limits of grading was refined to provide a more accurate understanding of the limits of grading. This boundary is indicated in the revised Exhibits 5.1-5 and 5.1-6. See also Response to Comment 14-40 for a revised count of trees that would be lost.
See "Remedial Grading" under Master Response A, "Master Response on Grading Issues."

**Response to Comment 12A-13**

See Master Response J, "Master Response on Nature of Proposed Use."

**Response to Comment 12A-14**

The EIR provides a comparison with residential uses that could be reasonably foreseen on the site in the "Current Zoning Alternative" starting on page 6.0-5 of the DEIR. As industrial uses are not allowed on the site, no comparison is necessary.

**Response to Comment 12A-15**

The height restrictions in the zoning code (Section 22.47.024(2)(e) for RMP and Section 22.47.105(1)(g)(2)) are guidelines only. As noted in these code sections, these height limits may be waived by the County if no adverse visual impacts would result.

**Response to Comment 12A-16**

Precedent-setting effects are discussed in "Growth Inducing Impacts," section 3.5, on pages 3.0-36 to 3.0-38. See also Master Response P, "Master Response on Growth-Inducing Impacts."

The precedent of converting grazing land (and thus affecting the dairy industry) is labeled as a significant impact, the EIR recommends mitigation, on pages 5.4-13 and 5.4-14 of the DEIR (Impact 5.4-4 -- Cumulative Loss of Grazing Land).

The effect on land values, while an important issue for many people, is not a CEQA impact. Rather, this is an issue to be discussed as part of the merits of the project.
DATE: November 13, 1995

TO: Marin County Planning Commission

FROM: Mary Jaeger
Executive Director

RE: Lucasfilm Environmental Impact Report

Seldom does a project come before the Planning Commission where the benefits are so overwhelming -- both for the environmental quality of Marin and for Marin's economy.

It is my understanding that the Environmental Impact Review process is designed to consider the economic impact of projects before the Planning Commission. In addition to this requirement, the Economic Element recently adopted as part of the General Plan also requires that the economic impact of a project be considered. For these reasons, I would like to make sure the final Environmental Impact Report addresses the following issues:

Jobs

Though I have not studied the Draft Environmental Impact Report completely, it is my understanding that the Lucasfilm project will create up to 640 new jobs for the County and an estimated annual payroll of $40 million. This is an enormous plus for the County. It reduces the need for lengthy commutes out of Marin to San Francisco, and it increases the likelihood that income will be funneled back into the local economy.

It is my understanding that these employees will generate approximately $10 million in additional taxable sales revenues for the County. Also, I would anticipate that many of these jobs would go to Marin County residents. From what I hear, of the current workforce at Skywalker Ranch, one-third went to high school in Marin County.
The Economic Commission has often discussed the impact of the "multiplier effect" of various industries on Marin County. Economists tell us that different industries actually create jobs in addition to the employees within that industry as more jobs are needed to provide secondary services for those employees. From what I understand, studies done by the U.S. Department of Commerce show that each new job in the film/entertainment sector creates an additional 2.5 jobs in local businesses serving that sector. Using this formula, the Lucasfilm project will create an additional 1,600 jobs in the County, or a total of 2,240.

Tax Revenues and Local Expenditures

Lucasfilm is one of the largest property tax payers in the County, currently contributing over $1.1 million in property taxes. I believe I am reading the Draft EIR correctly when I say the new project will create $1.5 million in one-time planning and approval fees and will generate more than $960,000 in annual property taxes. The positive net fiscal impact - that is revenues to the County minus costs to the County - will be over $400,000 per year.

In addition, it is my understanding that the Lucas companies contribute to the Bay Area economy through expenditures to local vendors of approximately $70 million annually.

Marin's Economic Element

Marin's Economic Commission, appointed of course by the Board of Supervisors, has adopted the Economic Element of the General Plan. This Element creates several criteria for considering new projects in the County. These goals were established after an ambitious and inclusive set of public hearings where a wide variety of community input was received. I believe the Lucasfilm project aligns with these goals completely.

Objective E-5 of the Economic Element states:

*Assist in the retention and expansion of existing businesses through focused outreach and public and private incentive programs to targeted business industries.*
Further down in the section, the Economic Element makes this further recommendation:

The Economic Commission recognizes the need to attract certain types of business and will develop criteria to be used in evaluating the types of businesses which Marin should target for retention, expansion, and/or attraction. Such criteria might include the following: high earnings and output per employee, high earnings and output per square foot of space, the effects of production on local government revenues and expenditures, the potential for increasing exports from the county, the commitment of companies to stay in the county, the benefits which they provide to employees and their families and to the community, and consistency with high quality of life goals.

Though I don’t have specific data today to quote you as back-up, it is my very strong feeling that an analysis of the Lucasfilm project would fare very well against these standards. What I am suggesting to you today is that we find a way to include this economic analysis as part of the overall review of the project.

The Economic Element goes on to say:

An initial list of types of businesses which are now located in the county and which have potential to meet the criteria for targeting includes: information and communication, including the development of computer software, finance, insurance, and real estate, movie production, entertainment and artistic production, agriculture, health-related business and industry, the building industry, environmental management and remediation, and tourism. The potential for developing and expanding international markets for Marin products and services should also be considered.

Once again, I would suggest that the Lucasfilm project fits the criteria perfectly. What is needed is a complete review of the project against these standards. I believe it is important for the County to consider the full range of impacts, both environmental and economic, either as part of this Environmental Impact Review, or as a supplement to it.

Sincerely,

Mary Jaeger
Executive Director
RESPONSE TO LETTER 13
NORTH BAY COUNCIL
MARY JAEGGER, EXECUTIVE DIRECTOR

Response to Comment 13-1

See Master Response K, "Master Response on Consistency with County Economic Development Objectives."
November 13, 1995

Marin County Planning Commission
Rm. 308 - Marin County Civic Center
3501 Civic Center Drive
San Rafael, CA 94903

RE: Comments on Lucasfilm Draft EIR

Dear Commissioners:

The Marin Conservation League (MCL) was awaiting with interest the Draft EIR on the revised Lucasfilm development proposal on 3,391 acres extending from Lucas Valley into Nicasio Valley.

The July, 1992 Draft EIR on the original Lucasfilm application found that it was inconsistent with the Countywide Plan and, in order for the County to approve the application, the Plan would have to be amended. Page 46 of the 1992 EIR stated:

"In several areas the proposed Master Plan is inconsistent with the policy language, maps and land use designations of the Marin Countywide Plan. The most important of these relate to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor. Due to the inconsistencies with the Marin Countywide Plan it will be necessary to either revise the Master Plan, contrary to the applicant’s objectives, or revise the Marin Countywide Plan. Revision of the Marin Countywide Plan may not, however, achieve the County’s basic goals and objectives, may result in secondary impacts by introducing internal inconsistencies in the CWP (which would violate State law) and undermine the policy direction established in the CWP, and could require subsequent environmental review."

After reviewing the Draft EIR on the original project MCL took the unprecedented step of sending the attached letter, dated September 22, 1992, to the Planning Commission in which we recommended that the proposed development be denied without waiting for completion of the Final EIR.
As indicated in the letter, we felt that denial at that time was "preferable to asking the applicant to pursue further expensive studies and project redesign which cannot mitigate the fundamental policy conflicts." We further recommended that Lucasfilm be encouraged to choose a more appropriate location for its proposed facility.

The issue of the consistency of a large scale development project such as this with the Marin Countywide Plan remains a major concern of the League. While some of the site specific impacts of the previous project have been addressed by the revised plans, the current proposal not only still raises the basic issue raised by the original proposal of locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor, but also proposes a 45% increase in the total number of employees over the number proposed in the 1992 application.

According to the EIR, the proposal now includes a total of 923,450 square feet of building area, including 282,650 square feet of parking garage. Most importantly, the current proposal increases by three fold (from 100 to 300) the proposed number of office employees who will be working in a 277,050 square foot complex on septic systems and wells in rural Nicasio Valley in the Inland-Rural Corridor.

Because of this, and the many issues raised below, we find it baffling that the same EIR consultant can now reach the conclusion that the current project is "consistent" with the Marin Countywide Plan.

Our specific comments on the Draft EIR, which we feel must be addressed in the Final EIR in order to allow the public, Planning Commission and Board of Supervisors to make an informed decision on this large scale development proposal, are as follows:

Section 1 - INTRODUCTION

This section should explain that the current application was also originally described as requiring both a Countywide Plan Amendment and Rezoning as was required for the 1992 application. In fact, the March 1, 1995 Notice of Preparation referred to in this section of the EIR specifically described the project as being a "Countywide Plan Amendment, Rezoning and Master Plan" application.

The EIR should include a copy of the June 22, 1995 letter to the applicant indicating why Marin County Community Development Agency (MCCDA) staff determined that a Use Permit (and not Countywide Plan Amendment and Rezoning) was required. It should also include a copy of both appeals filed by the Lucas Valley Homeowners Association as well a copy of both letters from MCCDA staff rejecting the appeals, so that this information is available to the public and becomes part of the administrative record.
Section 2 - PROJECT DESCRIPTION

Page 2.0-9:
The EIR should explain how, based upon only a very vague description, the determination was made that "digital production and related uses" are "offices" conditionally allowed under the RMP zoning on the Grady Ranch. The EIR should compare the employee per square foot ratio (340 employees in 456,100 square feet of floor area, or one employee per 1,341 square feet) with that of other large County office facilities such as Autodesk, Fair Isaacs, Broderbund and Fireman's Fund.

The EIR should explain why PROPDEV 21, the inventory of proposed development projects published by the MCCDA in August 1995, describes the Lucasfilm application as containing 640,800 square feet of industrial space and no office space? The EIR should also point out that the Notice of Completion and Notice of Public Hearing published on October 13, 1995 in the Marin IJ was titled: "Lucasfilm Grady Ranch/Big Rock Ranch Countywide Plan Amendment, Rezoning, and Master Plan Draft Environmental Impact Report". A subsequent notice published in the Marin IJ on October 18, 1995 deleted the reference to the Countywide Plan Amendment and Rezoning. The Notice of Completion and Notice of Public Hearing which MCL received on October 16, 1995 with a copy of the Draft EIR was also titled: "Lucasfilm Grady Ranch/Big Rock Ranch Countywide Plan Amendment, Rezoning, and Master Plan Draft Environmental Impact Report".

If nothing else, this confusion might explain how a reasonable person might consider the proposed Grady Ranch facility to be something other than the conditionally permitted "office" use which would therefore require a Rezoning and Countywide Plan Amendment.

The EIR should also explain the basis for the determination that a 300 employee, 277,050 square foot facility "dedicated to the development of interactive and multimedia entertainment and educational products" is a "limited commercial use" as permitted by the ARP-30 (1 unit per 30 acres) zoning on Big Rock Ranch.

Page 2.0-12:
This section of the EIR should make it clear that the current proposal involves a 45% increase in the number of employees over the 1992 application which was determined to be inconsistent in several areas with polices in the Marin Countywide Plan, particularly "locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor". The current proposal increases from 100 to 300 the proposed number of employees on septic systems and wells on Big Rock Ranch and would increase to 600 the total number of Lucasfilm employees working in rural Nicasio Valley.

Page 2.0-13:
The Main Building on the Grady Ranch will have 295,000 square feet of floor area plus a 350 car underground parking garage. In addition to office space, the building
would also apparently have several large production stages with up to 55 feet high ceilings (equivalent to five stories) and screening rooms. The EIR should give an example of a similar size, height and mass building and should compare it in terms of size and height with the Emporium building at Northgate Mall which, according to a recent Marin IJ article, contains 254,000 square feet of floor area.

The Guest Accommodation Building on the Grady Ranch will have 36 rooms and be 65 feet high (equivalent to six stories) over a 32 car underground parking garage and have 33,000 square feet of floor area. The EIR should give an example of a building with a similar size, height and mass.

The Recreation Building on the Grady Ranch will be 55 feet high (equivalent to five stories) over a 38 car underground parking garage with 20,000 square feet of floor area. The EIR should give an example of a similar size, height and mass building.

The Ancillary Building on the Grady Ranch will be 55 feet high (equivalent to five stories) over a 125 car underground parking garage and will have 100,000 square feet of floor area. The EIR should give an example of a similar size and height building and compare it in size and height to the Autodesk headquarters buildings located along Highway 101.

The EIR should explain why the Grady Ranch facility which will have a maximum of 340 employees needs a total of 545 underground parking spaces.

The up to 45 feet high (equivalent to four stories) Main Office Building on Big Rock Ranch will have 109,600 square feet of floor area plus a 92,350 square foot, 300 car underground parking garage. The EIR should give an example of a similar size, height and mass building.

The 55 foot high (equivalent to five stories) Archives Building on Big Rock Ranch will have 60,000 square feet of floor area. The EIR should give an example of a similar size, height and mass building.

The footnote states that "due to changes in operations or special events, the population actually occupying a given building may from time to time exceed the allocation shown here, but any such variation shall be off-set by a reduction in the total population occupying another building(s) so that the total number of persons on Grady/Big Rock Ranch will not exceed 640 persons." How will this be accomplished and how will this be monitored by the County? Will employees be sent home or be required to go on vacation because of increased activity in another facility?
The EIR should explain why the Big Rock Ranch facility which will have a maximum of 300 employees needs a 300 car underground parking garage plus an "undetermined number of at-grade parking spaces".

It should be explained that the intent of the requested Development Agreement is to lock in the project approval and prevent future Boards of Supervisors from changing it through the year 2011.

The list of cumulative projects does not include the additional 120 employees which the County previously approved, but do not currently occupy Lucasfilm's adjacent Skywalker Ranch facility. The EIR should clarify that the current traffic on Lucas Valley Road associated with the maximum of 180 Lucasfilm employees now working at Skywalker Ranch could increase over five fold with occupancy of all three Lucasfilm Lucas Valley Road facilities with a total of 940 employees.

Section 3 - SUMMARY

The EIR should indicate whether revision of the location of the entrance road, cut and cover tunnel and Gate House on Big Rock to avoid petroglyph site CA-Mrn-464 appears to be feasible.

The EIR should indicate whether revision of the location of the Archives Building on Big Rock outside a 30 meter radius from petroglyph site CA-Mrn-465 appears to be feasible.

The EIR should indicate whether revision of the location of the access road and bridge across Big Rock Creek to avoid the entire CA-Mrn-495 midden site appears to be feasible.

If Lucasfilm only pays it's "fair share" toward the list of traffic improvements recommended in the EIR, prior to issuance of building permits, is there any assurance that there ever will be enough money to fully fund the recommended improvements?

In light of the statements in the EIR that: "The proposed project, while concentrated in a 52-acre area of the site, would not typify a suburban land use, such as exists in the low-density neighborhoods east of Grady Ranch.", "Implementation of the Master Plan would place an employment generating use at the furthest edge of the Countywide Plan's City-Center Corridor.", "Approval of development on Big Rock
Ranch would blur the distinct demarcation which currently exists between the developed City-Centered Corridor and the agricultural Inland-Rural Corridor. Approval of urban-type development on Big Rock could set in motion other efforts to develop other agricultural lands in the Inland-Rural Corridor and result in employment generating uses outside the City-Centered Corridor distant from public transit, public facilities, and retail, other commercial, and residential development. How is this project consistent with the fundamental policies in the Countywide Plan?

After positing substantial growth inducing impacts in the Inland-Rural Corridor resulting from development of Big Rock ranch, the EIR assesses only impacts with regard to the Grady Ranch. The EIR never again refers to these growth inducing impacts regarding Big Rock Ranch, though they are probably among the most significant impacts of the the Big Rock Ranch project.

Page 3.0-42:

How can the EIR conclude that the Countywide Plan housing policies are essentially not applicable to this project in light of the loss of potential housing units on sites long designated for residential use, particularly the loss of the inclusionary housing/in lieu housing fees, which would be the result of non-residential development of the properties?

The EIR should discuss the cumulative impacts of the loss of Countywide Plan designated Planned Residential sites such as the Lucasfilm and Daphne-Bacciocco properties being developed with non-residential uses? What impact would the creation of 640 additional jobs have on the demand for housing? How would this affect the County's jobs/housing balance? What impact would it have on the housing site inventory and housing projections contained in the Housing Element of the CWP?

Section 4 - RELATIONSHIP TO PUBLIC PLANS AND ZONING

How is the 300 employee, 277,050 square foot Big Rock Ranch "office" development on septic systems and wells in the Inland-Rural Corridor consistent with Countywide Plan Policies EQ-1.1 and CD-1.1 which specify that "Urban development will be concentrated in the City-Centered Corridor where infrastructure and facilities can be made available to serve urban development"?

How is the 300 employee, 277,050 square foot Big Rock Ranch "office" development consistent with Countywide Plan Policies EQ-1.2 and CD-1.2 which specify that "Agricultural land uses will be emphasized in the Inland Rural Corridor along with other uses that are compatible with agriculture and enhance agricultural preservation in a significant way such as resource and habitat preservation."
Page 4.0-9:
Why does the EIR consultant establish a 50 foot Stream Conservation Zone along the west side of Grady Creek when Countywide Plan Policy EQ-2.3 requires a 100 foot buffer on "large tracts of land" like the Grady Ranch located in the City-Centered Corridor?

Page 4.0-10:
Why does the EIR conclude that the proposed location of the Main Office Buildings within 50 feet of two tributaries of Big Rock Creek is "consistent" with the Countywide Plan Stream Conservation Area (SCA) policies which clearly call for a 100 foot SCA buffer in the Inland Rural Corridor?

Page 4.0-12:
Contrary to the determination that the project is "consistent" with Policy EQ-2.18, according to Exhibit 5.1-6 there appears to be considerable soils disturbance within the SCA on the Big Rock Ranch property.

Page 4.0-13:
Page 5.2-13 of the EIR states that "Along the lower reach of Loma Alta Creek (a blue line stream) 150 feet of the stream channel would be enclosed in a concrete culvert and routed under Lucas Valley Road, as realigned by the project, before discharging into Miller Creek downstream of the new Grady Ranch bridge." The EIR should explain why this creek modification work, which is obviously more than a "stream crossing", is required and how it is "consistent" with Policy EQ-2.21 which states: "New roads and road fill slopes should be located outside the SCA, except at stream crossings."

Page 4.0-31:
Why was the project determined to be "consistent" with Policy CD-2.3 which states "The location and density of all development should be mutually coordinated with the transportation network and transit systems in order to foster energy conservation and to minimize the circulation impacts of new development" when the 340 employee Grady Ranch facility will be located four miles west of Highway 101 and the 300 employee Big Rock Ranch facility will be located about 5.6 miles west of Highway 101 and the EIR specifically states that the site "would not be served by public transit."? The EIR should also be corrected to state that Grady Ranch is located four miles west of Highway 101 and Big Rock Ranch is located about 5.6 miles west of Highway 101.

Given its location in a rural area, how is the project "consistent" with Policy CD-2.4 which states "Commercial and higher intensity residential development should be located in nodes where there is high transit accessibility and service capacity, such as near the central business districts of cities and towns." At best, the recommended van/buspool or shuttle bus may be mitigation for an inconsistent land use.
Page 4.0-32:
How is the project "consistent" with Policy CD-3.1 which states "Employment should be encouraged to locate in areas with high transit accessibility, public services, housing to meet employee needs, and complementary retail and commercial uses, consistent with Policies CD-2.2 and CD-2.4" when the 340 employee facility is located four miles west of Highway 101 and the 300 employee facility is located about 5.6 miles west of Highway 101 and the EIR states that the sites "would not be served by public transit."?

Page 4.0-36:
Contrary to the statement in the EIR, Countywide Plan Policy CD-8.8 which describes the Agricultural Land Use Categories, including the Agricultural 1 land use designation which applies to Big Rock Ranch, has a long list of consistent uses which do not include either office or commercial uses. While the current ARP-30 zoning does allow "certain limited commercial uses under limited circumstances", how is the 300 employee Big Rock Ranch "office" facility "dedicated to the development of interactive and multimedia entertainment and educational products" consistent with any of the uses listed in Policy CD-8.8?

Page 4.0-41:
How can the public and decision makers determine whether the project is consistent with Policy EH-3.2 which states that "New development will be approved in identified geologic hazard areas only if the hazards can be reduced to acceptable levels through mitigation measures which are appropriate to the site, and consistent with other policies in the Countywide Plan." Page 4.0-43 of the EIR states: "Approximately 50 active and dormant landslides have been mapped in the proposed development areas. The extensive site grading proposed by the project, particularly undercutting the loading of slopes on or near several mapped landslides, would result in significant slope stability impacts. Downhill movement of these landslides could injure people or damage buildings and facilities." While the EIR requires that this "potentially significant" impact be mitigated, which in turn will probably require extensive additional grading and tree removal, the extent and nature of the work is proposed to be left to future studies.

Page 4.0-47:
The EIR should point out that while the proposed project preserves 2,296 acres of the total 2,352 acres in the Big Rock, Loma Alta and McGuire ranches; under Countywide Plan Policy A-1.4 which states: "If subdivision and/or development of agricultural land occurs, the County shall require clustering or grouping together of allowable dwelling units on relatively small parcels comprising not more than 5% of the total area of the parcel(s) being subdivided. Conversely, 95% of the total area of the parcel(s) being subdivided shall be preserved for agricultural and open space.; a minimum of 2,234 acres would still be preserved for agricultural and open space if the ranches were subdivided for residential purposes.
Page 4.0-48:
Countywide Plan Policy A-1.10 states "Non-agricultural land uses on agricultural lands should be compatible with agricultural land uses and with the rural character of the Inland-Rural and Coastal Recreation corridors and enhance the economic viability of agricultural operations." There appears to be considerable variance between the intent of this policy and the conclusion in the EIR that the project is "consistent" because it will "would not interfere with continued agricultural operations (cattle grazing) on the remainder of the Big Rock Ranch".

The EIR consultant's analysis of the consistency of the Big Rock Ranch project with Countywide Plan Policy A-1.10 is incomplete. The EIR addresses only the compatibility of the development as proposed on the remainder of Big Rock Ranch and fails to address compatibility with agricultural land uses and with the rural character of the Inland-Rural and Coastal-Recreation corridors.

While the EIR states that the proposed project is "consistent" with Policy A-1.10 "Based on the experience on Skywalker Ranch", what, exactly, is the experience with agriculture on Skywalker Ranch? The EIR should describe: (1) Whether the Management Plan approved for the property has been implemented? (2) How, precisely, the 97% of the Skywalker Ranch subject to an agricultural conservation easement has been used for agriculture? (3) How actively the property has been used and managed for agriculture? (4) What actions have been taken at Skywalker Ranch to utilize and enhance agricultural potentials of the property?

General
How is the Grady Ranch project consistent with the land use and demographic buildout projections for the Las Gallinas Valley Planning Area contained in Table CD-3 which indicates that the total commercial/industrial floor area in the unincorporated area will increase 59,682 square feet (from 166,493 square feet in 1990 to 226,175 square feet at buildout) when the Grady Ranch project, alone, involves a total of 456,100 square feet of floor area (over 7 1/2 times the total new floor area projected for the entire unincorporated portion of the planning area).

Page 4.0-52:
How can the EIR conclude that an up to 55 feet high, 277,050 square foot "office" development on the Big Rock Ranch is consistent with the Nicasio Valley Community Plan when the EIR states that the Community Plan recommended that Big Rock Ranch be rezoned to ARP-30 and the future residential units should be clustered in the least visible area of the ranch.

Page 4.0-62:
How is the project "consistent" with the LAFCO City-Centered Corridor Policy which states that "All land uses planned for unincorporated land located within the City-Centered Corridor should be less urbanized than the potential land uses permitted
within cities." when the proposed project involves construction of a total of 646,400 square feet of building space for "digital film production" and the San Rafael General Plan designates the property for very low density residential development?

Page 4.0-69:
Regarding building location and design, the EIR states that "This section ...sets a 30 foot building height for residential buildings, as measured from the natural grade." It continues: "This requirement appears to focus on residential uses and not on the type of commercial/office uses proposed by the Master Plan. Therefore this requirement is not applicable to the Lucasfilm Master Plan." In fact, Section 22.47.024(e) of the Zoning Ordinance actually reads: "Building Height. No part of a building shall exceed thirty feet in height above natural grade, and no accessory building shall exceed fifteen feet in height above natural grade." **There appears to be nothing in the Zoning Ordinance that indicates that the 30 foot height limit only applies to residential buildings.** With portions of the Main Building on the Grady Ranch having 55 foot high ceilings, the Guest Accommodations Building on the Grady Ranch being 65 feet above the finished grade, the Ancillary Building on the Grady Ranch being 55 feet high, the Main Office Building on Big Rock Ranch being 45 feet high and the Archives Building being 55 feet high, how is the project consistent with the zoning?

Page 4.0-72:
The Zoning requires that "Grading shall be kept to a minimum and every reasonable effort shall be made to retain the natural features of the land including ... rolling land forms, knolls, native vegetation, trees, rock outcroppings, and watercourses." How is this proposed non-residential development which involves moving 613,000 cubic yards of soil with up to 40 foot high cuts and 25 foot high fill areas on the Grady Ranch and up to 45 foot high cuts and 30 foot high fill area on Big Rock Ranch, plus extensive additional, but unestimated, grading for landslide repair, "consistent" with this requirement of the zoning when the EIR states that a residential use would require less grading?

Page 4.0-74:
In spite of the Zoning Ordinance requirement that "Every effort shall be made to avoid removal, changes or construction which can cause the death of trees", the EIR points out that "A substantial number of trees (estimated at 2,674) would be removed to accommodate development." In addition, a significant number of additional trees will probably have to be removed as part of the required landslide repair. How is the proposed non-residential development "consistent" with the requirement of the Zoning Ordinance when the EIR states that a residential use would require less tree removal?

Page 4.0-75:
How is the EIR recommended mitigation measure that the applicant pay its "fair share" toward a list of traffic improvements prior to issuance of building permits,
consistent with the policy in the San Rafael General Plan which requires that: "New
development may be constructed only after needed circulation project funding has
been guaranteed, circulation project environmental review has been completed, and
findings have been made that the time frame for completion of the needed
improvements will not cause LOS D to be exceeded."

Section 5 - ENVIRONMENTAL SETTING

Page 5.1-11:
Exhibit 5.1-5 (Extent of Grading) should be modified to at least generally indicate
what may be extensive up-slope areas where landslide reconstruction and
associated tree removal will be required to eliminate what the EIR describes as
"potentially significant" impacts. The EIR identifies a number of major landslides on
the hillsides surrounding the Grady Ranch buildings and above the proposed dam on
Big Rock Ranch. For example, the landslides on the hillsides surrounding the Main
Office Building include a 300 feet long, 300 feet wide and 15 feet thick slide into the
base of which the building will be excavated. The EIR states that "The proximity of
these active and dormant (but potentially active) landslides to the Main Office
Building pose a significant geotechnical hazard to the buildings and its occupants.
Slope failures on these slides could injure people and damage the buildings.
Grading proposed by the project could augment the tendency of these landslides to
move." Because it is clear that many of the identified upslope landslide areas can
not be left undisturbed, a direct impact from approval of the project will likely be the
need for extensive additional grading and tree removal beyond what is currently
represented in the EIR.

Page 5.2-11:
Contrary to the statement in this section of the EIR that "the County designates 50
feet lateral setbacks from the top of stream banks in the City-Centered Corridor of
the County (such as Grady Ranch)...", in fact, Countywide Plan Policy EQ-2.3
requires a 100 foot buffer on "large tracts of land" like the Grady Ranch located in
the City-Centered Corridor.

Page 5.2-13:
The EIR should explain why 150 feet of Loma Alta Creek is proposed to be
"enclosed in a concrete culvert and routed under Lucas Valley Road, as realigned by
the project, before discharging into Miller Creek downstream of the new Grady
Ranch bridge." when the crossing of the channel certainly does not require 150 feet.

Pages 5.3-4 and 5.3-5:
Exhibits 5.3-1 and 5.3-2 (Vegetation and Biotic Features) should be modified to add
the boundary of the areas proposed to be graded for the proposed development as
well as other areas anticipated to be disturbed during mitigation of the upslope
landslides so that the full impacts on vegetation and biotic features of the site will be
clear.
Page 5.3-8:
In referring to native grasslands on the Grady Ranch, the EIR states that they are generally restricted to "the south facing slope north of the proposed Main Office Building". The EIR continues: "These native grasslands were located outside the proposed limits of grading in the previous development plan, and were only addressed briefly in the 1992 Draft EIR." It appears from Exhibit 5.1-5 that in order to move the 295,000 square foot Main Office Building away from Grady Creek, the grading, required for both the building and for probable up-slope landslide mitigation, has now moved into this area. The addition to Exhibits 5.3-4 and 5.3-5 requested above may help clarify this.

Page 5.3-17:
Based upon Exhibit 5.1-7 (Proposed Landslide Mitigation), it appears that the grading to mitigate the landslide above the reservoir on Big Rock Ranch may extend well into what are described in the EIR as "Populations of three plant species of concern in the serpentine grasslands to the south of the existing reservoir, Tiburon buckwheat, Woolly-headed lessingia (sounds like a Star Wars character) and Marin western flax". Again, the addition to Exhibits 5.3-4 and 5.3-5 requested above may help clarify this.

Page 5.3-34:
Are the EIR consultant's recommendations for reducing the area enclosed by the seven foot high "exclusionary fencing" on the Grady Ranch to minimize impacts on wildlife corridors consistent with the intended purposes for the fence which appear to include security?

Page 5.4-7:
While footnote 26 states "Skywalker Ranch apparently exemplifies area agriculturalists' definitions of good ranch management" the EIR should describe whether the Management Plan approved for the property has been implemented and precisely how the 97% of the Skywalker Ranch subject to an agricultural conservation easement has been used for agriculture. The EIR should also describe how actively the property has actually been managed for agriculture and what actions have been taken to utilize and enhance the agricultural potential of the property.

Page 5.5-9:
The consultant should confirm the accuracy of Exhibit 5.5-6 (View From Lucas Valley Road of the Proposed Project) since using an existing free standing oak (located both about 1 3/4 inches down and over from the upper left hand corner of the photo) as a reference point, it appears that the proposed up to 55 feet high Main Office Building would, in fact, be considerably more visible than represented in the photo.
Page 5.7-9:
The EIR should clarify that because the Governor very recently signed legislation which repeals the law that required major employers to prepare Transportation Demand Management (TDM) plans, there is no longer any legal requirement for the preparation and implementation of such plans. Further, according to the 1995 Marin County Congestion Management Plan, prior to the recent very commendable efforts by Lucasfilm; of the 51 employers in the County with more than 100 employees, Lucasfilm was near the bottom of the list with only Novato Community Hospital and the U.S. Postal Service having a higher vehicle to employee (VER) ratio.

Page 5.7-12:
The EIR should clarify why in April, 1995 there were 243 Lucasfilm employees and 45 "contractor employees" at Skywalker Ranch (for a total of 288 employees), when Lucasfilm representatives have indicated that the current number of employees at Skywalker Ranch is 180 and the largest previously approved building at the Ranch has not yet been constructed.

Page 5.7-13:
The EIR should describe the sensitivity of the project trip generation estimates in Exhibit 5.7-4 to the trip rate assumptions being utilized. For example:

**ITE Office Rate Utilized in 1992 EIR**
640 employees @ 4.07 trips per employee 2,605 vehicles

**ITE Single-Family Rate Utilized in 1995 EIR**
206 homes @ 9.55 trips per dwelling unit 1,967 vehicles

**Rate Which Equals Residential**
640 employees @ 3.07 trips per employee 1,967 vehicles

**April 1995 Rate At Skywalker**
640 employees @ 2.88 trips per employee 1,843 vehicles

**Rate Utilized in 1995 EIR**
640 employees @ 2.76 trips per employee 1,765 vehicles

The EIR should address the following possibilities: Because Grady is less remote that Skywalker, the trip per employee rate might be higher. Because Grady and Big Rock may be more of a typical office use than Skywalker, the vehicle per employee trip rate may be closer to the typical ITE office use than Skywalker. Because of the separation between the three ranches and the fact that Big Rock may not be built for many years, the typical ITE equation for the "logarithmic relationship between number of employees and number of vehicle trips" may not apply. The fact that the maximum number of residential units permitted by the zoning may never be approved or constructed and only a 10% reduction in the total number of residential
units would reduce the traffic to the estimate based upon the 2.76 rate. The Transportation Demand Management (TDM) requirement under which Lucasfilm had to reduce the vehicle per employee ratio starting in February, 1995 has now been repealed and there is no longer any legal requirement for the preparation and implementation of such plans.

Page 5.7-42:
While this section of the EIR states that the project will have "a total of 720 on-site parking spaces in various underground parking garages", page 2.0-19 indicates that the Grady Ranch will have 545 underground parking spaces and page 2.0-26 indicates that Big Rock Ranch will have 300 underground parking spaces. As a result, the project will have a total of 845 on-site parking spaces in underground parking garages, plus what is described as "an undetermined number of at-grade parking spaces". While having extra parking is usually not a concern, because this section of the EIR estimates that the parking demand for the 640 employees would be 506 spaces, it does raise questions as to whether some of the extra underground parking is being constructed in anticipation of future expansion requests.

Page 5.10-10:
The reference to "Sir Francis Drake" should probably read "Lucas Valley Road".

Page 5.10-20:
While the EIR indicates that the Marin County Open Space District has determined that an alternative alignment (around the proposed private open space) for a trail connecting to Lucas Valley Road "would meet the spirit of the Countywide Trails Plan", it is not clear whether the staff of the District has reviewed the feasibility of the suggested alternative alignments.

Page 5.1-2:
While the footnote to Exhibit 5.11-1 (One Time Fees for Planning and Approvals) indicates that it "was determined that no Countywide Plan amendment is necessary", is a Rezoning still required?

Page 5.11-3:
It appears that the EIR should read: "This figure was later re-estimated to 42 acre-feet a year, exclusive of irrigation and including the guest houses."

Page 5.11-4:
The footnote indicates that "The study assumes that Loma Alta and McGuire would be deeded to the County.", which is not the proposal by the applicant.

Section 6 - ALTERNATIVES

Page 6.0-1:
It appears that the applicant so limited the criteria for evaluation of alternative sites as to eliminate all but the proposed site.
Page 6.0-6:
Under the discussion of the Grady Ranch property the EIR should point out that under the previously approved, but now expired, Master Plan, the homes would have been clustered on 140 acres with 899 acres (87% of the total site area) as public open space, where the Lucasfilm proposal involves surrounding 239 acres with a seven foot fence and 800 acres (77% of the total site area) as public open space.

Under the discussion of the Big Rock, McGuire and Loma Alta properties, the EIR should point out that current Countywide Plan Policy A-1.4 states: "If subdivision and/or development of agricultural land occurs, the County shall require clustering or grouping together of allowable dwelling units on relatively small parcels comprising not more than 5% of the total area of the parcel(s) being subdivided. Conversely, 95% of the total area of the parcel(s) being subdivided shall be preserved for agricultural and open space". As a result, under current Countywide Plan policies a minimum of 2,234 acres of the total 2,352 acres would be preserved for agricultural and open space, if the ranches were developed for residential purposes. The Lucasfilm project proposes to preserves 2,296 acres in an agricultural easement.

Page 6.0-7:
The EIR should acknowledge that there has been no analysis as to whether a project with the maximum permitted residential density would be consistent with the policies in the current Countywide Plan, the applicable Zoning and other County development policies or whether, as is usually the case, there are circumstance to justify a reduction in the number of units below the maximum number of units permitted.

Page 6.0-8:
As stated under the comments on page 6.0-6, above, Countywide Plan Policy A-1.4 requires that "95% of the total area of the parcel(s) being subdivided shall be preserved for agricultural and open space". As a result, a minimum of 2,234 acres of the total 2,352 acres in the Big Rock, Loma Alta and McGuire ranches would have to be preserved for agricultural and open space, if the ranches were developed for residential purposes.

Page 6.0-12:
There is no reason that the streets would have to be dedicated to the County nor that a developer necessarily would want to do so.

Page 6.0-17:
The comparison of traffic impacts between the previously proposed project and the current one is basically unintelligible. How can the traffic impacts of the previous project be "measurably greater"? Isn't it true that since the number of employees is
now proposed to be increased by about 45% (from 440 to 640), that the traffic from
the revised project should also be about 45% greater.

Page 6.0-22:
After reviewing this section, it is quite questionable whether "serious consideration" really was given to the 16 alternate sites as stated in the EIR.

Page 6.0-24:
The discussion regarding the former Fireman's Fund Site is both inaccurate and inadequate. The site is, in fact, developed with an approximately 400,000 square foot office campus which was occupied by the insurance company for many years. The company recently moved out of this complex of buildings and consolidated its operations at a new headquarters complex in Novato. The building is currently for lease and one of the first tenants was a Lucas company which leased approximately 50,000 square feet of space. Because of its location, on the freeway at the entrance to Lucas Valley, the availability of significant space and the possibility of turning some of the vast expanse of surface parking into structured parking and additional structures, this site should have been seriously considered as an alternative location to meet some, if not most, of the Lucasfilm space needs.

The discussion regarding Hamilton Air Force Base is both inaccurate and out of date since construction is currently underway on the site improvements on the New Hamilton Partnership property which could accommodate at least some, if not most, of the Lucasfilm space needs within the already approved project.

Page 6.0-26:
The EIR did not seriously consider the potential of the St. Vincent's property as an alternate location. The Catholic Church would very much like to dispose of its 750 acres and 163,000 square feet of existing historic buildings located in a pastoral and isolated setting. The existing campus buildings contain extensive office space, recreation facilities and meeting rooms. In addition, there is considerable area adjacent to the existing building which could accommodate additional development. There is also a large secluded area, to the north, which all members of the San Rafael Citizen's Advisory Committee agreed had minimal constraints and was an appropriate location for some type of additional development. Development of a facility for Lucasfilm on this portion of the property could be a way of permanently preserving the vast majority of the property in open space and agricultural use.

In contrast to the Grady and Big Rock Ranch properties, the St. Vincent's site also has immediate freeway access, is adjacent to a bus stop on the main transit line and has water and sewer capacity available at the property line. While this unincorporated property currently has an interim land use designation of "Urban and Conservation Reserve - 1 unit per 100 acres", the Countywide Plan specifies that by 1995, the County will develop more specific land use policies for the property. The
County study of potential uses of both the Silveira and St. Vincent's properties should commence shortly.

**Other Alternative Sites:**
The EIR should also have considered alternative locations large enough to accommodate at least part of the proposed facilities, such as the 184,700 square foot Big Rock Ranch office uses, in more appropriate urban locations.

As should be apparent from the extent of our comments, MCL has major questions regarding some of the conclusions contained in the Draft EIR and we look forward to the consultant's response to the issues raised in this letter.

For the information of the Planning Commission we have attached a copy of our October 10, 1995 letter to the Board of Supervisors expressing our general concern that the Countywide Plan is being interpreted to allow large-scale office developments, such as the Lucasfilm proposal in areas designated by the Plan for Residential or Agricultural use.

Sincerely,

[Signature]

Priscilla Bull
President

**Attachments:**
Copy of September 22, 1992 letter to the Planning Commission
Copy of October 10, 1995 letter to the Board of Supervisors

PB/DD/BB
Jerry Friedman, Chairman
Marin County Planning Commission
Civic Center, Room 308
San Rafael, CA 94903

ATTENTION: Carol Williams

RE: Lucasfilm/ILM Master Plan Draft EIR

Dear Chairman Friedman and Commissioners:

The Marin Conservation League has reviewed the Draft Environmental Impact Report (DEIR) for the Lucasfilm/ILM Master Plan. The DEIR identifies a number of project conflicts with basic land use policies of the Countywide Plan which cannot be mitigated. These include land use, transportation and energy policies which relate primarily to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor. The project is also inconsistent with several policies of the San Rafael General Plan.

In addition, the DEIR identifies approximately 30 areas where further information and study are needed to fully assess the environmental impacts of the project.

Although we understand that the applicant is considering redesigning the project, the Marin Conservation League recommends that the project be denied based on Countywide Plan policy conflicts. We believe that denial at this time is preferable to asking the applicant to pursue further expensive studies and project redesign which cannot mitigate the fundamental policy conflicts.

We recommend that the applicant be urged to look for an alternative appropriate location for this project in Marin.

Sincerely,

Jean Berensmeier
President

cc: Doug Ferguson
Marin Board of Supervisors

To preserve and protect the natural assets of Marin County for all people
Past and Present
Angel Island
Mt. Tamalpais
Samuel Taylor Park
Bolinas Lagoon/Kent Island
Stinson Beach
Drakes Bay Beach
Tomales Bay
Pt. Reyes National Seashore
Richardson Bay Sanctuary
Corte Madera Tidelands
Strawberry Tidelands
Bolinas Marsh
Heerdt Marsh
The Northridge
Rancho Olompali
Marin's Agricultural Lands
Marin's Dairy Farms
Coastal Protection
Golden Gate National Recreation Area
Offshore Oil Drilling
Marin Planning Issues
Wild and Scenic Rivers
S. F. Bay Protection

October 10, 1995

Annette Rose, President and Marin County Board of Supervisors
3501 Civic Center Drive
San Rafael, CA 94903

RE: Marin Countywide Plan

Dear President Rose and Supervisors:

The Marin Conservation League is concerned that the Marin Countywide Plan is being interpreted to allow large-scale office development in areas designated by the Plan for Residential or Agricultural use.

In the LucasFilm proposal, up to 900,000 square feet of office space is being proposed for the Grady Ranch, which is designated in the Plan as Planned Residential, and the Big Rock Ranch, which is designated Agricultural-2. The Community Development Agency has determined that neither a Countywide Plan Amendment nor a Rezoning is required for this proposal.

The proposal for the Oakview project on the Daphne property in Marinwood, which is designated Planned Residential in the Countywide Plan, includes 11.1 acres of office space, next to Highway 101.

For Multi-Family Residential Land Use categories, which includes Planned Residential, the Countywide Plan lists offices as a consistent use. We understand that the Planning Commission included offices in this category as a means of encouraging Mixed Use development, including some non-residential along with housing. It does not seem appropriate to allow offices as the primary use on a property that is designated Residential.

For Agricultural Land Use categories, the Countywide Plan does not list offices as a consistent use, although the zoning on the Big Rock parcel, part of the LucasFilm proposal, is ARP-30, which does allow commercial uses under certain circumstances.
Under the Community Development Agency's interpretation of the Countywide Plan, it would be possible for large areas of the County now designated for Multi-Family or Planned Residential or for Agriculture to be developed with large-scale office uses, which have completely different environmental and traffic impacts, without the careful consideration required for a plan amendment. These two applications could set precedents that would lead to vast commercial development in areas designated for housing or agriculture. Even though the floor Area Ratio specified for Planned Residential is low (between .01 and .09), this number when applied to large land holdings can produce huge commercial structures totally out of scale with the surrounding residential areas.

We recommend that you direct the staff to start a Countywide Plan amendment process to clarify the language of the Plan for Multi-family Residential Land Use categories on which the Community Development Agency's interpretation is based. It should be made clear that in areas designated Residential the primary use should be residential, and other uses should be mixed with residential and ancillary or subordinate to the primary residential use. The Countywide Plan amendment would have to be followed by amendments to the zoning ordinance explicitly stating that permitted and conditional uses which are not residential would be allowed only in combination with residential uses.

The agricultural zoning designation, ARP, which allows "certain limited commercial uses" to be included as part of a master plan for agricultural use, should be carefully reviewed in the revision of agricultural zoning proposed in the Agriculture Element of the Countywide Plan. It should be made clear that large scale office or industrial uses are not appropriate uses in the ARP zoning district.

These comments do not address the merits of either of these projects, but are directed at the need to clarify the present ambiguous language for the Countywide Plan.

Sincerely,

[Signature]

Priscilla Bull
President

MM/PB:dw

BOARD ACTION
RESPONSE TO LETTER 14
MARIN CONSERVATION LEAGUE
PRISCILLA BULL, PRESIDENT

Response to Comment 14-1

See Letter 12 for the letters requested. See also Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 14-2

See Master Response J, "Master Response on Nature of Proposed Use."

The section of PROPDEV dealing with the Lucasfilm application, incorrectly indicated that the Lucasfilm proposal involved 640,800 square feet of industrial space. It should have indicated 640,800 square of office development. Note the current version of Propdev has been corrected to reflect the project as office development.

The Notice of Completion and Notice of Public Hearing published on October 13, 1995 in the Marin Independent Journal and Notice of Completion and Notice of Public Hearing that was sent out along with copies of the DEIR were both incorrectly titled “Lucasfilm Grady Ranch/Big Rock Ranch Countywide Plan Amendment, Rezoning, and Master Plan Draft Environmental Impact Report.” This was due to word processing error. The title in the October 13th Notice referred to the prior project (which included a general plan amendment and rezoning). The actual text of the October 13th Notice did not identify any Amendment or Rezoning action. This notice referred to the availability of the actual project application for public review which disclosed that the project was requesting a Master Plan and Use Permit, but not a general plan amendment or rezoning.

The title was corrected to “Lucasfilm Grady Ranch/Big Rock Ranch Master Plan and Use Permit Draft Environmental Impact Report”, and was reissued to all parties on October 18th. According to Dean Powell of MCCDA, the Agency preliminarily determined that the proposed project required neither a Countywide Plan Amendment, nor a Rezoning Application on April 13, 1995. A Use Permit application was filed on June 21, 1995. Based on this, the notices should have been titled “Lucasfilm Grady Ranch/Big Rock Ranch Master Plan and Use Permit Draft Environmental Impact Report.” However this minor oversight was corrected immediately on discovery and all those on the mailing list notified of the correction. The DEIR text for which the notice was issued correctly identified the project Master Plan and Use Permit applications.

"Limited commercial use" refers to those uses that meet three specific requirements, discussed on pages 4.0-64 and 4.0-65 of the DEIR. As the proposed project would meet these requirements, it would be consistent with ARP zoning.

Response to Comment 14-3

The DEIR does make clear the increase of employees over the previous application. As described on page 2.0-12 of the DEIR, the estimated population identified in the 1992 Draft EIR was a total of 440

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107 Dean Powell, Marin County Community Development Department, memo to Nichols • Berman, February 20, 1996, p. C-8.
people (340 people on Grady Ranch and 100 people on Big Rock Ranch), versus a total of 640 people for the Proposed Project (340 people on Grady Ranch and 300 on Big Rock Ranch).

Response to Comment 14-4

A new exhibit has been added to show the heights and cross-sections of proposed buildings. See Master Response D, "Master Response on Additional Building Information."

The EIR preparers are unable to secure data on other buildings of similar size. The buildings referenced in the comments may be estimated by the commentor to be of similar height, bulk, and mass of some project facilities. However, the height, bulk, and mass of project facilities is accurately represented by the photomontages and graphics provided, general plan amendment and rezoning in Section 5.5 of the DEIR (Visual and Aesthetic Quality). See also Master Response F, "Master Response on Inclusion of Additional Photomontages to Further Understand Potential Visual Impacts."

Note that a strict comparison with other buildings could be deceptive, as different jurisdictions calculate the floor area, footprint, and other comparable data differently.

Response to Comment 14-5

According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. See Response to Comment 12A-11.

Response to Comment 14-6

See Response to Comment 12A-11.

Response to Comment 14-7

The applicant has stated that the population limitation will be monitored by reference to company records respecting the number of employees and service personnel currently on hire. Note that suggested building populations were given to demonstrate general distribution of the maximum requested on-site population. Variations on the distribution are expected.

The monitoring of the on site population can be addressed during the discussion of the project merits, which occurs after environmental review. Marin County has the ability and authority to place reasonable conditions related to project environmental impacts and planning and land use merits considerations prior to granting approval to any project. Conditions of approval could include a mechanism to include the monitoring of the number of persons on the project site at any one time. It is understood that Skywalker Ranch currently checks all visitor, contract employee, delivery vehicles and others at the main entrance security gate on a daily basis. The same procedure could be carried out at the Grady and Big Rock sites. This information can be compiled along with the number of full time employees to provide an accurate profile of daily site occupancy and activity. The County, as a condition of project approval could require that the applicant provide a monthly, quarterly or annual report based on the daily recorded activity (visitor/employee) at each site. This information would also to subject to ad hoc monitoring by County staff.

Response to Comment 14-8

The commentor is correct that more parking spaces are planned for the site than required by employees. According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. See Response to Comment 12A-11.

Response to Comment 14-9

As explained on page 2.0-34, Master Plan and Precise Development Plan approvals normally expire after two years, and the applicant has requested a 15-year Development Agreement to accommodate the proposed phasing of the construction process. The Development Agreement would provide that current General Plan and zoning would apply to the project through the development period.

Response to Comment 14-10

See "Skywalker Ranch" and "North San Rafael Traffic Model Methodology" discussions in Master Response C, "Traffic Discussion of Traffic Issues."

Response to Comment 14-11

The EIR has recommended feasible mitigation measures. No evidence has been presented to indicate that the mitigations are not feasible. As stated on page 5.6-7 of the DEIR, it would be the responsibility of County decision-makers (Planning Commission and Board of Supervisors) ultimately to determine the desirability and feasibility of Mitigation 5.6-1 consistent with CEQA requirements for project approvals. Specific details of what is required to make a finding of feasibility is also included on page 5.6-7 of the DEIR.

Response to Comment 14-12

Similar to the response to comment 14-11, County decision-makers would determine the feasibility of Mitigation 5.6-2, as discussed on page 5.6-8.

Response to Comment 14-13

See Response to Comment 16-3(h).

Response to Comment 14-14

See Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 14-15

See Response to Comment 14-14.

Response to Comment 14-16

As stated on page 3.0-42, the Marin County Housing Code requires that "new residential development of ten or more units make provisions for low and moderate income housing." This does not apply to the project. This policy only intends to ensure that a certain percentage of any proposed housing is low-income (though restriction or in-lieu fees), and does not require other types of development to contribute to low-income housing requirements.
Response to Comment 14-17

According to the Housing Element of The Marin Countywide Plan, based on existing zoning regulations, general plan policies, and environmental considerations (i.e. slope, wetlands, floodplains, etc.) it was estimated that 6,096 housing units could be constructed on vacant parcels in unincorporated Marin County. The County's housing need between 1988 and 1995 for the unincorporated area was 826 units. The County, therefore, has a sufficient number of sites zoned for residential development to accommodate existing and projected housing needs for all income levels without rezoning agricultural or environmentally sensitive lands. Theoretically, 206 housing units could be constructed on Big Rock, Grady, McGuire, and Loma Alta Ranches under current zoning (this is explained in more detail in the "Current Zoning Alternative" starting on page 6.0-5 of the DEIR). This would represent 3.4 percent of the total number of housing units that can be constructed on vacant parcels in unincorporated Marin County. Even with the loss of these 206 units the County would continue to have an adequate supply of vacant land to meet its future housing needs. This impact, therefore, is less-than-significant.

The Daphne project is now known as the Oakview development, which as explained on page 2.0-31 of the DEIR is under environmental review by the County. Current plans propose commercial development, as well as 71 single-family housing units.

It would be speculative to assume where employees would live, and therefore the demand for housing and the impact on the County's housing projections would also be speculative. However, any development resulting from increased employees would require CEQA analysis by whatever lead agency received applications from developers. This concept was already upheld in Marin Municipal Water District v. KG Land Corporation California, 235 Cal.App.3d 1652.

Although the issue is discussed in the Countywide Plan, a "jobs/housing balance" is not identified as a specific objective in the Countywide Plan. One purpose of a "jobs/housing balance" analysis is to determine the potential effect on traffic and subsequent air and noise issues. Cumulative traffic impacts in the area are already discussed in the EIR. Cumulative traffic patterns outside of the cumulative development study area could be affected by housing demand changes created by the project, but again, this is too speculative to determine.

Response to Comment 14-18

Urban development will still be concentrated in the City-Center Corridor, as mandated in Policies EQ 1.1 and CD 1.1. These policies apply more to overall development, not to individual projects. The intent of these policies was not to completely prohibit development outside of the City-Center Corridor, such as in towns like Pt. Reyes, only to ensure that most urban development occur in the City-Center Corridor. See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 14-19

Note that the Big Rock Ranch portion of the project falls within the definition of "limited commercial use" under ARP zoning (discussed on pages 4.0-64 and 4.0-65 of the DEIR), and was determined to be compatible to agricultural uses. While agricultural uses are emphasized in the Inland Rural Corridor, commercial development is not forbidden. See Master Response J, "Master Response on Nature of

Proposed Use", for more information on ARP zoning.

See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 14-20

A discussion of the conformance of the project to the Stream Conservation Area policies of the Countywide Plan is provided on pages 5.3-29 through 5.3-31 of the Draft EIR, including reference to Grady Creek. As noted on page 5.3-30, this segment of Grady Creek has been severely degraded by past ranching activities. Due to the limited riparian cover, protection of the hillside above the east bank, and restrictions on access by larger wildlife, the minimum 50-foot setback along the west side of this creek segment would be adequate to protect and substantially improve its existing habitat value. Considerable revisions to the project plans have served to retain this creek as an open feature and protect the entire hillside slope which extends down to the eastern channel bank (See Response to Comment 1-11). Larger wildlife species would be restricted from this creek segment with construction of the proposed exclusionary fencing around the development area, which would preclude restoration of this segment as an important movement corridor. Adherence to the 100-foot setback along both sides of a creek segment that has very little remaining cover and no potential for use by larger wildlife species would appear to be go beyond the intent of Countywide Plan policy EQ-2.3.

Response to Comment 14-21

As discussed on page 5.3-30 of the Draft EIR, the proposed reservoir expansion on Big Rock Ranch would inundate an approximately 350-foot long segment of Big Rock Creek between the two structures of the Main Office Buildings. The policies of the Stream Conservation Zone would not apply as the affected segment would be replaced by surface water of the reservoir and it would no longer function biologically as a creek.

Response to Comment 14-22

Exhibit 5.1-6 has been revised in the EIR, and is now easier to see. The only soils disturbance within the SCA would occur at the northern end of the proposed reservoir (to construct the reservoir) and to construct the bridge leading to the Archives Building. The grading plan does not seem to require excess grading to achieve this goal.

Response to Comment 14-23

See Master Response B, "Master Response on Loma Alta Creek Impacts."

Response to Comment 14-24

Policy CD 2.3 and CD 2.4 are not completely exclusive. In CD 2.3, "the location and density of all development should [not shall] be mutually coordinated with the transportation network. Similarly, CD 2.4 states that "commercial and higher intensity residential development should be located in nodes where there is high transit accessibility and service capacity."

In any event, the intent of these policies was to reduce the amount of vehicle trips to such amenities as child care, recreation facilities, and restaurants. The proposed project already includes these and many other amenities.
In any case, a project does not need to be in conformance with every policy of a General Plan; rather, it must be "generally consistent" and "in harmony". As stated in a 1980 court decision, "[t]he general plan which a city or county is required to adopt is simply a statement of policy. A general plan or policy, whether it be adopted by governmental entity or private organization serves to provide a standing consistent answer to recurring questions and to act as a guide for specific plans or programs [italics added]."

In one notable 1993 case, the court found that a general plan "must try to accommodate a wide range of competing interests... and to present a clear and comprehensive set of principles to guide development decisions." Once a general plan is in place, it is the province of elected city officials to examine the specifics of a proposed project to determine if it would be "in harmony" with the policies stated in the plan.

As stated on page 4.0-2 of the DEIR determination of policy consistency in the EIR represents the EIR authors' best judgment based on an interpretation of policies. Policy consistency with applicable Countywide Plan policies will, however, ultimately be determined by the Marin County Planning Commission and Board of Supervisors. It should also be noted that inconsistency with a specific policy does not automatically lead to a significant impact under CEQA. An inconsistency with a specific policy that leads to a physical impact would be considered a significant impact.

Response to Comment 14-25

See Response to Comment 14-24.

Response to Comment 14-26

As described on page 4.0-36, the Big Rock Ranch portion of the project would be consistent with commercial uses as the FAR of the project (184,800 square feet) falls within the allowed FAR of 0.3 to 0.5 as stated in the policy. The Countywide Plan lists ARP zoning as consistent zoning districts with this land use designation and commercial uses are permitted in ARP districts, subject to certain criteria discussed on pages 4.0-64 and 4.0-65 of the DEIR.

Response to Comment 14-27

Policy EH 3.2 recognizes that some geologic mitigation measures, such as landslide repair in Mitigation 5.1-1, would necessarily require some grading, which in turn could result in tree removal and the possible establishment of non-native species. This policy does not imply that grading should be completely prohibited as inappropriate.


See "Options to reduce grading" under Master Response A, "Master Response on Grading Issues" for a detailed discussion of grading, cut and fill, including the trade-offs between the amount of grading


required and other environmental concerns (such as visibility issues).

Response to Comment 14-28

The discussion of consistency of Policy A-1.4 on page 4.0-47 of the DEIR simply states that the Proposed Project is consistent with the policy. The analysis of the consistency of a residential development alternative is not discussed in the section. However, enough information exists for commentors to make their own conclusions for the specific consistency of other alternatives, as evidenced by this comment.

Response to Comment 14-29

As noted on page 4.0-48 of the DEIR, the proposed project on Big Rock Ranch was found to be "compatible with agricultural land uses" based on the experiences on Skywalker Ranch. The portion of Skywalker Ranch (approximately 2,550 acres) in an agricultural easement held by the Marin Agricultural Land Trust (MALT) is used as follows: The northern 600 acres are leased to the Halleck Creek Riding Club, a non-profit group which leads horseback riding trips for disabled children. Pastures totaling 140 acres near the Ranch complex are used by Skywalker Ranch staff to graze a herd of a dozen longhorn cattle. The southeastern corner (approximately 80 acres) is grazed by an outside agriculturist, Tony Silveria, who also leases Big Rock Ranch. The remainder of the parcel (approximately 1,730 acres) is unused, as it is not useful for grazing.112 No problems have been reported with this arrangement.

The oversight of the agricultural uses on the property are the responsibility of MALT. MALT periodically visits the site to assess conditions, such as soil erosion and vegetative cover. A baseline study was performed by MALT in June, 1994.113 Skywalker Ranch is operating under an agricultural management plan prepared in 1980.

More information on how the project would affect the "rural character" of the area is provided in Section 5.5 of the DEIR, "Visual and Aesthetic Quality." Photomontages of the project as expected after construction are provided, to provide readers and decision-makers (who will ultimately make the final decision of project conformance) with enough information to make an informed judgment of conformance. As noted on page 5.5-33 of the DEIR, the Big Rock Ranch project would enhance the "rural character" of the area in some respects, such as by removing the existing house and storage building on the site and thereby opening up panoramic views, especially for vehicles traveling east on Lucas Valley Road.

Response to Comment 14-30

Table CD-3 (Marin Countywide Plan Page CD-41) shows estimated buildout projections, not restrictions on buildout. The proposed project does not need to be in conformance with estimated buildout figures, but rather with the stated policies of the Countywide Plan.

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113 Ibid.
Response to Comment 14-31

As stated on page 4.0-52 of the DEIR, the Nicasio Valley Community Plan stated that it was probable that residential development would be proposed. If this was the case, then they should be clustered in the least visible part of the ranch. If the goal of the Community Plan was to prohibit commercial uses, this would have been clearly stated. ARP zoning clearly allows commercial uses, as discussed on page 4.0-64 of the DEIR.

Response to Comment 14-32

Much more urban development is allowed in Marin County cities. For example, the maximum floor-to-area ratio (FAR) of buildings allowed in San Rafael is 2.0. If this more urban standard was applied to Grady Ranch, the project would theoretically be allowed over 90 million square feet of space, or 140 times the proposed intensity.

Note that LAFCO did not comment on the consistency analysis of the DEIR.

Response to Comment 14-33

See Response to Comment 12A-15.

Response to Comment 14-34

Consistency of the Proposed Project with the zoning ordinance is determined on its own merits. How the project compares with another land use does not influence this determination.

The DEIR does not state a residential use would require less grading. Page 6.0-8 of the DEIR states that the Current Zoning Alternative could result in a possible reduction in the magnitude of grading (the amount of cut and fill required), although grading would extend over a larger area. The actual amount of grading would not be known until site plans were developed.

For a discussion of geologic impacts for the Current Zoning Alternative (residential use), refer to page 6.0-7 of the DEIR.

Response to Comment 14-35

As already discussed in the previous comment, consistency of the Proposed Project with the zoning ordinance is determined on its own merits. How the project compares with another land use does not influence this determination.

The DEIR does not state that a residential use would require less tree removal. Page 6.0-8 of the DEIR states that the Current Zoning Alternative could result in a likelihood that tree removal would be less. The actual amount of tree removal would not be known until site plans were developed. This section also points out that the Current Zoning Alternative would increase the potential for long-term damage to specimen-sized trees.

Response to Comment 14-36

As stated on page 4.0-76 of the DEIR, Mitigations 5.7-1(a) though 5.7-1(d) require the applicant pay its fair share. This mitigation would be required prior to issuance of building permits. This is consistent with Policy LU-1 that requires that funding be guaranteed before construction.
Response to Comment 14-37

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues."

Response to Comment 14-38

See Response to Comment 14-20.

Response to Comment 14-39

See "General Discussion of Loma Alta Creek Impacts."

Response to Comment 14-40

See Master Response A, "General Discussion of Grading Issues." See also See Master Response Q, "Master Response on Western Pond Turtle."

Response to Comment 14-41

The degree to which native grasslands would be affected by proposed grading is discussed on pages 5.3-27 and 5.3-28 of the Draft EIR. This includes incursion into an estimated 0.98 acres of purple needlegrass grasslands on Grady Ranch to accommodate the proposed adjustment to the Main Office Building.

Response to Comment 14-42

As noted on page 5.3-28 of the Draft EIR, grading in the serpentine grassland to the south of the proposed dam on Big Rock Ranch would be required for landslide repair. However, this area has a cover class less than 10 percent and would therefore not be characterized as a sensitive natural community according to CNDDDB standards. Mitigation Measure 5.3-3 calls for delineating the limits of anticipated disturbance within stands of native grasslands, and Mitigation Measure 5.3-6(a) includes monitoring of the proposed slide repair to the south of the new dam to ensure that disturbance to the special-status plant populations would be avoided.

Response to Comment 14-43

Mitigation Measure 5.3-5(d) includes recommendations to modify exclusionary deer fencing to preserve important wildlife movement corridors. The primary function of the seven-foot high fencing would be to exclude deer from developed areas and prevent the severe damage which has occurred in other locations such as Skywalker Ranch. The other type of fencing is security fencing, which is discussed in Response to Comment 10-27.

Response to Comment 14-44

See Response to Comment 14-29.

Response to Comment 14-45

Impact 5.5-2 on page 5.5-27 of the DEIR uses the exhibit in question (Exhibit 5.5-6). It was found that the Main Office Building would co-dominant the scene, which is a less-than-significant impact.
It is unclear how the commentor has used the oak tree to determine the accuracy of the height of the proposed Main Office Building, so it is impossible to provide a response. For example, it is unknown if the commentor measured the height of the oak tree. In preparing photomontages, the entire scene is taken into account, not just a single element of the scene. The scale in the photomontages is accurate.

Note that even if the Main Office Building were more visible, it would still be less-than-significant. Visual impacts of the Main Office Building would become significant only when the building elements began to dominate the landscape -- that is, they stand out against their setting and draw attention away from the surrounding landscape, and does not borrow from the naturally established form, line, color, and texture of the surroundings. The visual analysis methodology used in the EIR is discussed starting on page 5.5-22 of the DEIR.

Response to Comment 14-46

See Response to Comment 1-10.

Response to Comment 14-47

See Response to Comment 12A-11.

Response to Comment 14-48

See Response to Comments 1-10 and 50A-3.

Response to Comment 14-49

See Response to Comments 20-6 and 12A-11.

The EIR cannot assume that excess parking is being constructed in anticipation of future development needs. In any event, the County would need to approve any amendment to the proposed Master Plan to allow additional development.

Response to Comment 14-50

The commentor is correct. The summary of Impact 5.10-7 on page 5.10-10 of the DEIR is revised as follows:

The Marin County Sheriff's Department would be responsible for providing police protection services to the new on site population. In addition, the State Highway Patrol is responsible for vehicle-related incidents on Sir Francis Drake Lucas Valley Road. The proposed project is not expected to generate a consequential number of service calls. This is a less-than-significant impact. (LTS)

Response to Comment 14-51

See Response to Comment 2-8.

Response to Comment 14-52

No rezoning would be required. Footnote "a" on page 5.11-2 of the DEIR is revised as follows:

Subsequent to the preparation of the 1995 Fiscal Study is was determined that no Countywide Plan amendment or rezoning is necessary. Therefore, there would be no fee associated with a
Countywide Plan amendment or rezoning.

Response to Comment 14-53

The commentor is correct. The sentence in the first paragraph on page 5.11-3 of the DEIR is revised as follows:

This figure was later re-estimated to 42 acre-feet a year, exclusive of irrigation and but including guest houses.

Response to Comment 14-54

The commentor is correct. The applicant proposes a conservation easement on the parcels. In response to this comment, page 5.11-4 in the DEIR is revised as follows:

- Parcel Tax The Marin County Fire Department collects a parcel tax through a Community Service Area (CSA 31). This would raise $114 annually per improved parcel and $38 per unimproved parcel, for a total of $190.

In addition, page 5.11-9 of the DEIR is revised as follows:

Annual revenue of the project to the MCFD An estimated 11.2 percent of property taxes (as shown in Exhibit 5.11-3) from the project would contribute an estimated $27,100 to the MCFD. In addition to property taxes, the MCFD charges a parcel tax. The tax is currently $38 per parcel of unimproved land and $114 per improved commercial parcel. The total revenue to the MCFD would be approximately $24,200 $24,300 a year.

The total annual fiscal impact is calculated by subtracting the total costs of the project from the total revenues of the project, which results in a net gain of approximately $24,200 $24,300 a year. This is a less-than-significant economic impact.

Response to Comment 14-55

The County or EIR consultant is not responsible for establishing the "basic objectives" of the project. This is determined by the project applicant for his or her project. Project objectives as defined by the applicant are included on page 6.0-1 of the DEIR. County staff did conduct a brief review of the applicant's objectives and did conclude that the objectives appear reasonable for the proposed project.

Response to Comment 14-56

The DEIR already points out on page 6.0-6 that the previous Master Plan for Grady Ranch would allow 899 acres to be retained as permanent open space (all public), while the Proposed Project would provide for 987 acres of open space (with 800 acres as public) as discussed on page 2.0-9 of the DEIR.

The commentor is correct in stating that 95 percent of Big Rock, Loma Alta, and McGuire Ranches would be preserved for agricultural and open space under Countywide Plan Policy A-1.4, which would result in 2,234 acres under the Current Zoning Alternative. (However, the policy does not require public open space.) The Proposed Project would result in 2,296 acres of open space with public trail access.
Therefore, the Current Zoning Alternative assumes that 3,222 acres would remain in agricultural and open space use, while the Proposed Project would result in 3,283 acres in public and private agricultural and open space use with public trail access.

See also Response to Comment 14-58.

Response to Comment 14-57

As stated on page 6.0-6 of the DEIR,

"It is difficult to estimate the number of housing units that would ultimately be approved if the individual ranches were to be developed with residential units. It is possible that environmental conditions, lack of availability of public services or some other factors would cause less than the zoned residential capacity to be approved for the individual ranches. This alternative, therefore, assumes that future development proposals for the individual ranches would be for the maximum number of units permitted under existing zoning."

Note that the assumptions for the Current Zoning Alternative are worst-case. Any specific assumptions would be speculative.

Response to Comment 14-58

The commentor is correct. In response to this comment, the following revisions have been made to page 6.0-8 and 6.0-9 of the DEIR in order to, as follows:

According to Countywide Plan policy A-1.4, 95 percent agricultural land would be required to be preserved as agricultural open space. Therefore, 2,234 acres of the total 2,352 acres of Big Rock, McGuire, and Loma Alta would be preserved. As Grady Ranch is zoned RMP (Residential Multiple Planned), no loss of farmland would occur. In total, 118 acres of land would be converted to residential use. This would be considered a less-than-significant impact, as under 600 acres of grazing land would be converted. According to the significance criteria in Section 5.4, "Agricultural Productivity", at least 600 acres of grazing land needs to be converted before this is considered to be a significant impact.

Depending on the configuration of the residential uses it would be possible that a portion of the project site could be designated as agricultural open space and made available to an agriculturalist to lease for grazing.

A loss of grazing land of over 600 acres would create a significant impact, either from direct loss (such as construction of houses and roadways), or by the conversion of land into lots or private open space (which would effectively permanently take existing grazing land out of production). Without a more detailed project description, it is unclear if a loss of 600 acres would occur. In addition, the suitability of a part of all of the project site for agricultural uses would depending on the configuration of the residential uses. Depending on the configuration of the residential uses it may not be feasible to continue agricultural uses on the open space areas in this alternative.

The following revision has been made to the "Alternative 2 Current Zoning" column in Exhibit 6.0-1:
The following revision has been made to the text under "Agricultural" in Exhibit 6.0-1

It is uncertain if the Current Zoning Alternative would create a significant loss of grazing land (600 acres). All build alternatives would create potential urban/rural conflicts. Only the No Development and Grady Ranch Alternatives would not create cumulative grazing land impacts, as no development would occur on Big Rock Ranch.

Response to Comment 14-59

This alternative assumed a public road system because this alternative was designed to show the "worst case" scenario, which in this case would provide the burden of street maintenance on the County. However, in response to this comment, the paragraph in question on page 6.0-12 of the DEIR has been revised as follows:

- **Streets** Unlike the Proposed Project, which would have a private road system, this alternative would have public streets,—in which case the streets would be constructed by the developer and then dedicated to the County. It is estimated that this alternative would have approximately seven miles of new streets. The Marin County Public Works Department would be responsible for the ongoing street maintenance in this alternative, if streets are public.

In either case, this would be a less-than-significant impact.

Response to Comment 14-60

As stated on page 6.0-17 of the DEIR, "a meaningful comparison of the impacts associated with the previously Proposed Project and the current project is difficult," as "the current project is analyzed using significantly revised trip generation rates and well as trip generation assumptions." As also stated on this page, "the general pattern of impacts at the Highway 101 ramps and the unsignalized intersections on Lucas Valley Road and the measures required to mitigate them are similar to both projects." The basis of this conclusion is found in the intersection level of service LOS impacts that are similar between the previous and present proposed project at these locations and that the mitigation required would be the same. The distribution of trips is also similar for the previous and present proposed project.

Response to Comment 14-61

Comment noted. See Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 14-62

See Master Response H, "Master Response on Alternative Site Analysis."

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Response to Comment 14-63

See Master Response H, "Master Response on Alternative Site Analysis" for further information on the St. Vincent's property and why it was considered infeasible.

The commentor states that there is a "large, secluded area" to the north, "which all members of the San Rafael Citizen's Advisory Committee agreed had minimal constraints and was an appropriate location for some type of additional development." The EIR preparers examined the reports of the St. Vincent's / Silveria Advisory Committee in regard to environmental constraints and recommendations of the committee during preparation of the DEIR. While it is true that all members felt that this area was appropriate for development, 18 members felt it should be used for residential purposes. Only one member (the representative of the Marin Conservation League) felt it should be used for non-residential purposes, such as Lucasfilm.\textsuperscript{115}

\textsuperscript{115}St. Vincent's Silveria Advisory Committee Draft General Plan Amendment Proposal, June 15, 1994, Appendix H, page 2 (Area D2). Copies of this report is on file and available for public review at the City of San Rafael.
Marin County Planning Department

Dear Sirs:

I am writing concerning the Lucas Film E.I.R for the Lucas Valley area, specifically Section 5.10.

All trails throughout the proposed area should be multi-use as specified in the Marin County General Plan. In section 5.10-14 paragraph D, the E.I.R. puts a possible restriction on bicycle use if harm to grazing is perceived by the MCOSD. Grazing is not affected by bicycle use, as evidenced in the Mt. Burdel area in Novato and the Bolinas Ridge Trail in the Point Reyes Seashore. Both these areas currently support grazing and bicycle use with no problems. The E.I.R could identify these other areas to demonstrate the compatibility of bicycles and grazing. Self closing gates or cattle crossings would eliminate any possibility of grazing animals escaping, the most likely occurrence, caused by any user group.

To single out bicycle use as a possible conflicting use while ignoring other possible conflicts, such as dogs, seems unusual. I would like all references to bicycles as the sole potential threat to grazing removed.

Thank you,

Jim Jacobsen, President
Bicycle Trails Council of Marin
PO Box 494
Fairfax, CA 94978

November 13, 1995
RESPONSE TO LETTER 15
BICYCLE TRAILS COUNCIL OF MARIN
JIM JACOBSEN, PRESIDENT

Response to Comment 15-1


The commentor is correct in stating that other areas, such as Mount Burdell Open Space Area, support bicycle trails in grazing areas. However, while other areas in the County may be able to support grazing, this is not necessarily applicable to the project site. This would be determined during the preparation of the Agricultural Management Plan.
November 22, 1995

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

Re: Draft Environmental Impact Report Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan

Dear Mr. Haddad:

We submit this letter on behalf of the Lucas Valley Homeowners’ Association, an organization of residents dedicated to protecting the resources of Lucas Valley. The purpose of this letter is to inform the County that the draft environmental impact report ("DEIR") for the proposed Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan (hereinafter "project") fails to comply with the requirements of the California Environmental Quality Act, Public Resources Code § 21000 et seq. ("CEQA"), and the CEQA Guidelines, California Code of Regulations, title 14, § 15000 et seq. ("CEQA Guidelines").

As will be discussed below, the DEIR for the proposed Lucasfilm project, both in process and in product, is wholly inadequate, with the result that decision-makers and the public are deprived of information they require in order to assess the project fairly. First, the DEIR fails to adequately describe the proposed project. Specifically, the DEIR does not identify the processes or operations that would be undertaken by Lucasfilm at Grady or Big Rock Ranch.

The DEIR also fails to adequately analyze environmental impacts. For example, the DEIR concludes, despite strong evidence to the contrary, that the project is consistent with the Marin Countywide Plan and the Marin County Code. Specifically, the type and intensity of development contemplated by the Lucasfilm project represents a dramatic departure from the present planned land uses as identified in the Countywide Plan and the County's zoning code. Furthermore, the project is inconsistent with a plethora of County policies ranging from encouraging all urban development to be adjacent to existing services and
public transit to a specific prohibition on development within Stream Conservation Areas. Further, the DEIR fails to adequately analyze impacts relating to the cut and fill of over one million cubic yards of soil, significant alterations to numerous streams and creeks including the complete channelization of at least one "blue line" stream, and the traffic that would be added to a two lane rural road every day from the project's 1,765 cars. In addition, the project has the potential to cause significant impacts to public health. We have attached a report by Risk Science Associates, expressing serious concerns regarding the threat to public health associated with the project.

Because the DEIR understates the severity of environmental impacts, it also fails to identify feasible mitigation measures and alternatives capable of eliminating the project's environmental impacts. The EIR falls below minimum standards of adequacy in many other respects as well, which are described more fully below.

A revised draft EIR must be prepared to remedy the DEIR's many deficiencies. Only that way can the public and the agencies be adequately informed of the environmental repercussions of the project.

1. **The DEIR Contains An Incomplete Project Description.**

   The DEIR provides a legally inadequate analysis of the potential impacts of the project because it is based on an incomplete project description. "An accurate, stable and finite project description is the **sine qua non** of an informative and legally sufficient EIR." *County of Inyo v. City of Los Angeles*, 71 Cal.App.3d 185, 192-193 (1977).

   Normally, an EIR provides a factual description of the specific operations and processes that would be undertaken. The DEIR for this project does not contain sufficient information to identify and assess environmental impacts, to select appropriate mitigation measures, or to allow the public and County decision-makers to review the project. An adequate project description would ordinarily contain the following, among others:

   - a map that locates the site, surrounding land uses, and sensitive receptors such as the nearest residences;
a plot plan that shows the location of film production equipment;

- identification of all processes that release pollutants to the environment, place a demand on natural resources (e.g., water, natural gas, electricity), increase the use of chemicals, or produce noise;

- quantification of emissions of criteria and toxic pollutants as a result of project construction and operation;

- quantification of any wastewater and solid and hazardous wastes generated by the project.

This information is then used to evaluate the impact of the project on air quality, water quality, public health, and so forth.

The DEIR for the Lucasfilm project does not contain this information. The only description of the project that is provided is as follows:

advanced, digital technology-based film production facilities and the development and publishing of interactive multimedia products.

DEIR at 2.0-8 and 4.0-65.

This description is vague and incomplete. For example, it does not describe the processes used in film production, what chemicals would be used for the production, the type of multimedia products, and so forth. It is not possible to determine the nature and extent of significant impacts of the project without fully describing the project and quantifying those factors that could cause impacts.

The documentation prepared for the project when it was last proposed by the applicant asserts that "the development involves the relocation of a part of Lucasfilm's 'special effects' business conducted in San Rafael by Industrial Light and Magic." Lucasfilm/ILM Master Plan, Rezoning and Countywide Plan Amendment Draft Environmental Impact Report at 1 and Marin County Planning Department Memorandum, August 4, 1992, attached as Exhibit A. In the absence of contrary information, the public can only assume that the current project proposes uses similar, if not
identical, to the uses proposed in 1992. The 1992 DEIR and the 1995 DEIR use exactly the same language to identify the project: "the major use of the site would be advanced, digital technology-based film production and related uses." 1992 DEIR at 1 and 1995 DEIR at 2.0-9. Does this project continue to contemplate the same uses as those undertaken at ILM in San Rafael? The EIR must provide complete information concerning the nature and extent of the proposed uses before meaningful analysis of project impacts will be possible.

An accurate and thorough description of the project is also necessary to determine the project's consistency with the Marin Countywide Plan. The applicant's original project description as identified in the 1992 DEIR includes an amendment to the Countywide Plan and a rezoning from the existing "residential, multiple planned district" ("RMP") to "residential/commercial multiple planned districts" ("RMPC"). 1992 DEIR at 17. Although the current project is described as having identical uses as the previous project, and in fact would involve substantially more development and employees, the current DEIR no longer assumes that a general plan amendment and rezoning are necessary. The revised EIR provides no explanation as to why this project is now deemed to be consistent with the County's zoning and planning policies.

Other deficiencies in the project description are as follows:

First, the DEIR is unclear as regards the project's employees. We understand that the Skywalker project was approved for a total of 300 employees. We also understand that Skywalker currently employs 180 individuals. Does the current Lucasfilm project include the 120 employees from Skywalker in the 640 project employees?

Second, the DEIR acknowledges that some of the buildings contemplated for Grady Ranch would be developed on lands designated as Ridge Upland Greenbelt. DEIR at 4.0-4. The DEIR does not identify which portion of the project is contemplated to be developed on these sensitive lands. The revised EIR must include a map which depicts the Ridge Upland Greenbelt overlaid with the project site plan, together with information concerning the extent of grading and other development activities in this area.
Third, the DEIR states that the number of employees and guests at Grady and Big Rock Ranch would be a maximum of 640 persons yet the project includes 845 parking spaces plus an undetermined number of at-grade parking spaces near the Archives Building. DEIR at 2.0-16. The DEIR should explain the necessity for these spaces, especially since the applicant is allegedly committed to an extensive transportation demand management program. DEIR at 5.7-23.

Fourth, the DEIR does not identify the amount of dedicated open space that would be available for public access. Nor does the DEIR identify how much of this open space is usable since much of it is steep hillside land. DEIR at 2.0-11. In addition, the DEIR does not identify how potential users would access the public open space lands.

The revised EIR must rectify the deficiencies in its project description in order to provide the information necessary for analysis of the project's impacts.

2. The DEIR Does Not Adequately Disclose or Analyze Significant Environmental Impacts Nor Does it Discuss Sufficient Mitigation Measures.

In judging the legal sufficiency of an EIR, the focus is on adequacy, completeness and a good faith effort at full disclosure. The document should provide a sufficient degree of analysis to allow decision-makers to make intelligent judgments. CEQA Guidelines § 15151. A number of court decisions have developed criteria for determining what constitutes a "reasonable" effort to analyze projects' potential impacts. Kings County Farm Bureau et al. v. City of Hanford (1990) 221 Cal.App.3d 692 is particularly instructive on this point. That opinion emphasizes that an EIR must support with rigorous analysis and substantial evidence the conclusion that environmental impacts will be insignificant. The DEIR for the Lucasfilm project lacks such support for its conclusions.

A. The DEIR Concludes Without Evidence that the Project is Consistent with Environmental Plans.

The CEQA Guidelines state that "a project will normally have a significant effect on the environment if it will conflict with adopted environmental plans and goals of the community where it is located." CEQA Guidelines Appendix G(a). The type and intensity of development
Tim Haddad
November 22, 1995
Page 6.

contemplated by the Lucasfilm project represents a dramatic departure from the present planned land uses as identified in the Countywide Plan and the County’s zoning code. The applicant proposes to locate large buildings for film production activities on lands designated as low density residential and agricultural. Furthermore, the project conflicts with numerous policies which call for development to be (1) adjacent to urban areas; (2) in harmony with the area’s natural resources and agricultural uses; (3) adjacent to existing transit service; and (4) restricted from Stream Conservation Areas. The Lucasfilm project also conflicts with the Marin County Zoning Ordinance and guidelines prepared for the Marin County Local Agency Formation Commission ("LAFCO"). Astonishingly, the DEIR fails to identify any of these inconsistencies as significant impacts. Identified below are a few of the most significant examples of the DEIR’s flawed analysis.

First, the project applicant proposes to construct what appear to be industrial uses on lands planned for low density residences and agriculture. The project as currently contemplated does not include a general plan amendment to allow these uses. The DEIR fails to recognize this change in planned land uses as a significant impact.

Ample evidence exists confirming the fact that the County has long considered the project to be an industrial use. The DEIR prepared for the previous application identified the need for a general plan amendment so that the uses would be consistent with the Countywide Plan and Marin Municipal Code. 1992 DEIR at 62. As recently as October 13, 1995, the County asserted that this project requires a general plan amendment. See Marin County Community Development Agency, Notice of Completion-Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR, October 13, 1995, attached as Exhibit B. In addition, the "Semi-Annual Proposed Development Survey" prepared by the County in August 1995 identifies the proposed project as industrial. See Semi-Annual Proposed Development Survey, Marin County Community Development Agency, August 1995 attached as Exhibit C.

The current DEIR also views the Lucasfilm project as an industrial use as evidenced by the fact that numerous off-site alternatives were eliminated from further consideration because the lands were not designated for industrial use. See DEIR at 6.0-24 and 6.0-26. Unless and until the County recognizes the need for a general plan amendment to allow these industrial uses on lands designated
for single family homes and agriculture, it must identify the project’s inconsistency with the Countywide Plan as a significant impact.

Second, the DEIR fails to recognize the project’s inconsistency with numerous Countywide Plan policies as a significant impact. The Marin Countywide Plan emphasizes the importance of concentrating major development in urban areas. DEIR at 4.0-7. Marin County’s city-centered concept of development is consistent with the Association of Bay Area Governments’ Regional Plan for the entire Bay Area, adopted almost 15 years ago to promote compact growth for cost-efficient provision of public services and to retain open space as community separators. Marin Countywide Plan at CD-6.

The DEIR prepared for the previous project application clearly states that the project would conflict with the Countywide Plan policies relating to land use, transportation, and energy policies related to locating non-residential development outside the activity areas designated by the County in the City Centered Corridor. 1992 DEIR at 62. The DEIR goes on to state "ultimately, the Planning Commission must recommend and the Board of Supervisors must decide whether to allow non-residential development at the outer edge of the City-Centered Corridor, such as this high intensity project, instead of directing such development to the County’s designated activity centers." Id. That DEIR goes on to state that the only way to make the project consistent with the Countywide Plan is "to revise the Master Plan to delete the non-residential land uses." 1992 DEIR at 93. The current EIR provides no explanation as to why the project, which was deemed clearly inconsistent with the Countywide Plan three years ago, is now considered consistent with the Plan’s goals and policies.

The DEIR also fails to recognize as a significant impact other Countywide Plan policies and goals that call for the preservation of trees on wooded hillsides, the restriction of development in Stream Conservation Areas and locating commercial and higher intensity commercial and residential development in nodes where there is high transit accessibility. Marin Countywide Plan, Policy EQ-3.20 (Ridge and Upland Greenbelt-Wooded Hillsides), Policy EQ-2.5 (Prohibited Land Uses in Stream Conservation Areas), Policy CD-2.4 (Location of Commercial and Higher Intensity Residential Development). The project contemplates
substantial tree removal and development within SCAs and the project site is not currently served and is not expected to be served by transit. DEIR at 4.0-25, 4.0-9, 5.7-37.

Third, the current project contemplates no change in zoning to accommodate this high intensity project whereas the previous application considered a rezoning a "necessary prerequisite" to allowing the proposed project. 1992 DEIR at 63. The DEIR fails to recognize this inconsistency with the County's zoning provisions as a significant impact. The previous project required a rezoning because, as the 1992 DEIR clearly states, RMP zoning allows residential development whereas the purpose of CP zoning is to "create and protect a commercial area for commercial and institutional uses and to control the density and development of such uses to assure that each project is compatible with and in harmony with its environments." 1992 DEIR at 63. As discussed above, ample evidence exists that this project site must be rezoned to allow film production uses. The DEIR should identify this impact as significant.

Fourth, the Lucasfilm project is inconsistent with virtually all of the LAFCO guidelines identified in the DEIR. Specifically, the project is inconsistent with (1) LAFCO's Service Hierarchy Policy; (2) Sphere of Influence Policy 1; (3) Sphere of Influence Policy 4; and (4) City Centered Corridor Project. DEIR at 4.0-56, 4.0-59 and 4.0-60 and 62. The DEIR does not identify these impacts as significant.

The Lucasfilm project would dramatically alter the rural, agricultural and low density residential character of Lucas Valley. In addition, the project is inconsistent with numerous Countywide plan policies and goals intended to protect the County's sensitive environmental resources. The revised EIR must recognize that these inconsistencies result in significant environmental impacts and identify mitigation measures or alternatives capable of eliminating these impacts.

B. The DEIR's Analysis of Traffic Is Inadequate.

While the DEIR purports to analyze the proposed project's effect on traffic, its discussion is flawed by a series of unfounded assumptions. The DEIR's errors include the following:
First, although the County now insists that this film production facility is an office building, the DEIR fails to rely upon the office trip generation rates identified in the Institute of Transportation Engineers ("ITE") handbook. DEIR at Exhibit 5.7-4. The rates on which the DEIR relies are considerably lower than those assumed under traditional office development, thereby underestimating the actual amount of traffic that will be generated by the Lucasfilm project.

Second, the DEIR fails to disclose the assumptions used to calculate the "short and long term cumulative conditions" analysis. Without knowing specific land use projects and the vehicular trips associated with the projects, it is not possible to determine the accuracy of the traffic analysis. The revised EIR must disclose the specific projects associated with its cumulative analysis.

Third, the DEIR assumes the completion of roadway improvements in its short-term and long-term traffic analysis. DEIR at 5.7-15. CEQA requires that an EIR analyze a proposed project's impacts in relation to the existing conditions. CEQA Guidelines § 15125. For example, the short-term analysis assumes that a Highway 101 auxiliary lane will be constructed between Sir Francis Drake and I-580 and the long-range analysis assumes ramp improvements at Lucas Valley and Highway 101. Id. The DEIR includes these improvements in its analysis despite the fact that full funding for the projects has not been secured. DEIR at 5.7-15, 5.7-17. Unless the County can provide evidence that these roadway improvements will be constructed (along with a schedule for completion), the EIR cannot assume their implementation in the traffic analysis. The revised EIR must describe the impacts of the proposed project absent such roadway improvements. The Highway 101/Lucas Valley Road ramps currently operate at level of service ("LOS") F. Its improvement or more accurately, its lack of improvement, is a definite constraint to further development in the area.

Fourth, the DEIR assumes that a LOS mid-D threshold or better constitutes acceptable operations. DEIR at 5.7-10. However, mid-LOS D involves a substantial level of delay and is certainly not acceptable given the rural nature of the project setting. See Transportation Research Circular No. 212, Transportation Research Board, 1980 which describes service levels attached as Exhibit D. The CEQA Guidelines recognize that "an activity which may not be significant in an urban area may be significant in a rural
area. " CEQA Guidelines § 15064(b). The revised EIR must analyze the traffic impacts of the project in light of the rural nature of the project setting. Introducing substantial traffic congestion into rural Lucas Valley is a highly significant impact.

Fifth, although the intersection of Las Gallinas and Lucas Valley Road is located less than four miles to the east of the proposed project, the DEIR shows virtually no change in operation despite the addition of over 1700 additional trips per day. DEIR at 5.7-20. The revised EIR should identify existing and projected traffic volumes at all of the study area intersections so that the public and decision-makers can assess the increase in traffic.

Sixth, the DEIR fails to adequately analyze project traffic impacts throughout the day. Lucasfilm employees are expected to travel throughout the day between Skywalker, ILM and Grady and Big Rock Ranches. The revised EIR should disclose how many trips are expected per day on Lucas Valley Road and analyze the effect on local residents from this increase in traffic.

Seventh, the DEIR fails to provide an analysis of the construction related impacts on Lucas Valley Road. Development of the Lucasfilm project is projected to occur over a fifteen year period with consequent effects on residents of Lucas Valley. See letter from Douglas P. Ferguson to Marin County Planning Department, October 11, 1994, attached as Exhibit E. Lucas Valley Road is a narrow, winding two lane road with limited sight distance in many locations. The revised EIR should identify the increase in light and heavy duty vehicles, include these volumes in the traffic analysis and prepare an accident analysis which assesses potential conflicts between heavy duty equipment and motorists on this rural road.

In addition to the flaws in the DEIR's analysis of environmental impacts, the DEIR inappropriately assumes that impacts will be mitigated to a level of insignificance. A few of the most egregious flaws are discussed below.

First, the DEIR assumes that the applicant's payment of a pro rata share of necessary roadway improvements will mitigate the project's significant impacts. DEIR at 5.7-21-23. This is not the case. The DEIR provides no assurance that the projects will be undertaken. In at least one instance, the DEIR admits that
the short term benefits associated with the installation of
a traffic signal prior to the completion of the improvements
to the Highway 101 Southbound Ramps/Lucas Valley Road "may
not justify the cost of the improvement." DEIR at 5.7-22.
Despite this fact, the DEIR identifies this impact as
mitigated to a level of less than significant. DEIR at 3.0-
24. Unless and until the Highway 101 southbound ramps at
Lucas Valley Road are reconstructed, the northbound left-
turn and right-turn movements of this unsignalized
intersection will operate at LOS F (i.e., gridlock). DEIR
at 5.7-21. This is a significant unmitigated impact.

Second, the DEIR states that the implementation of
a transportation demand management program may preclude the
need for some of the roadway improvements identified as
mitigation for many of the project’s significant traffic
impacts. DEIR at 5.7-24. It is clear from the DEIR’s
traffic analysis, however, that the trip generation rates
for the proposed project already assume a higher than
average vehicle occupancy rate. In fact, the DEIR
specifically lowers the ITE trip generation rates for office
use because Lucas employees allegedly rideshare. DEIR at
5.7-12. The benefits associated with a transportation
demand management program may be included only once in the
traffic analysis.

Third, the DEIR proposes to mitigate project
access impacts by widening Lucas Valley Road to four lanes
for a distance of 600’. DEIR at 5.7-40. The addition of
these acceleration lanes is directly prohibited by the Marin
Countywide Plan which requires that all roads in West Marin
be maintained as two-lane routes. DEIR at 4.0-38. The DEIR
cannot rely on widening Lucas Valley Road to mitigate the
project’s significant impacts.

C. The DEIR’s Analysis of Geology and Soils Impacts
   is Inadequate.

The project proposes over one million cubic yards
of cut and fill, along with blasting to loosen rock. DEIR
at 5.1-10 and 5.1-13. Such extensive regrading will
obviously have tremendous environmental impacts, including
erosion, increased stream sedimentation, wildlife habitat
modification, soil instability, and blasting vibration and
debris. Although the DEIR recognizes that the grading will
result in significant slope stability impacts, it fails to
find impacts to the site’s topography significant.
Furthermore, in the November 13, 1995, hearing before the Planning Commission, County staff and the project applicant stated that the design as currently proposed, would result in the least environmental impact. This statement is not credible. Impacts to the site's topography are undeniably significant. Some, if not all, of these impacts can be minimized through project redesign. Smaller structures could be built, or structures could be placed in different locations, the buildings could be terraced into hillsides and some of the uses could be eliminated altogether. Mitigation measures and/or project alternatives for this avoidable significant impact are required pursuant to CEQA. The revised EIR should recognize the significance of the grading impacts and identify appropriate alternatives or mitigation measures to reduce this impact to a level of insignificance.

The DEIR's analysis of geotechnical issues raises more questions than it answers since it identifies significant environmental impacts yet does not provide an analysis of these impacts. For example, the DEIR acknowledges that the proposed dam site on Big Rock Ranch has one active and two dormant landslides that could be reactivated by the water impounded behind the dam. DEIR at 5.1-16. Although the DEIR acknowledges that landslide movement could potentially result in dam failure and subsequent downstream flooding, the DEIR does not analyze the impacts associated with such flooding. CEQA requires than an EIR must not only identify the impacts, but also provide "information about how adverse the impacts will be." Santiago County Water District v. County of Orange, 118 Cal.App 3d 818, 831 (1981). Here, the DEIR merely discloses that severe flooding could occur.

In addition to the serious flaws in the DEIR's analysis of project impacts, the DEIR asserts without any evidence that impacts relating to the dam and downstream flooding would be mitigated to a level of insignificance. The DEIR concludes that impacts resulting from potential dam failure would be mitigated by the applicant's submission of a detailed design of the dam. DEIR at 5.1-19. Because the DEIR admits that the design plan "should more specifically identify the impacts" of dam failure (DEIR at 5.1-19 and 5.2-14), approval of this project in no way assures that all flooding impacts have been identified or that impacts can be effectively mitigated.
CEQA requires mitigation measures to be identified in the DEIR so that they may be discussed and analyzed by the public and by policy makers. *Sundstrom v. Mendocino County*, 202 Cal.App.3d 306 (1988). In *Sundstrom*, Mendocino County attempted to satisfy CEQA by approving a project subject to conditions requiring the applicant to prepare two hydrology studies for planning staff review and to adopt mitigation measures recommended in those studies. The court rejected this approach because:

- Subsequent studies allow the project proponent to circumvent the environmental review process required by CEQA. *Id* at 307. The court noted that simply requiring administrative approval of the applicant's studies would fail to comply with CEQA's detailed requirements regarding the scope and content of EIRs and, more importantly, the late studies would not be available for review and comment by the public and interested agencies. *Id.* at 308.

- By requiring that the applicant prepare the hydrology studies, the county improperly delegated its legal responsibility to assess a project's environmental impacts. *Id.* at 307. The court emphasized that CEQA requires that the lead agency itself prepare or contract for the preparation of impact assessments (citing Public Resources Code § 21082.1), that such assessments reflect an agency's "independent judgement," and finally, that the Board of Supervisors, not County planning staff, be responsible for reviewing and certifying the assessment. *Id*.

The most fundamental concern underlying *Sundstrom* was that even if the required conditions of project approval had been adequate, the need for post-approval studies demonstrated the inadequacy of the County's environmental review. *Id*. Similarly here, the fact that the Lucasfilm project DEIR, as noted above, calls for the preparation of dam design (which in turn is supposed to identify impacts) serves to highlight the substantive inadequacies of the DEIR. Accordingly, the revised EIR must provide a comprehensive analysis of geologic impacts and must describe specific mitigation measures and their expected effectiveness to ensure that the public and decision-makers have a clear understanding of the impacts of this project.
D. The DEIR's Analysis of Hydrology and Drainage Impacts is Inadequate.

The DEIR's analysis of hydrological and drainage impacts is one of the document's most deficient areas. The applicant proposes a massive level of development within the Miller Creek Watershed and the Eastern and Western Watersheds. DEIR at 2.0-13 through 2.0-29, and 5.2-1. The Miller Creek watershed discharges into the San Pablo Bay while the Eastern and Western Watersheds discharge into the Nicasio Reservoir. Id. The Nicasio Reservoir serves as drinking water supply for the Marin Municipal Water Department. Given the hydrological importance of the project site, a basic design goal of the project should be the minimization of debris generation, erosion and watercourse disturbance.

The DEIR alludes to the significant drainage impacts resulting from the "extensive grading and development proposed in the drainageways" (DEIR at 5.1-15), yet the document fails to provide a sufficient level of detail regarding the existing site or the project impacts. In fact, the hydrological analysis provides so little information as to render informed decision-making impossible. For example, the DEIR does not identify the project site's existing drainage patterns or the site's flood patterns or zones. The DEIR does not identify the amount of impermeable surface area that will be created by this project, the increase in runoff volume or the proposed direction of drainage flow. The DEIR does not describe how and to where storm water would be discharged nor does it identify the impacts to the Miller, Grady and Nicasio Creeks resulting from the increased runoff. The DEIR does not identify whether a public storm drain system exists which serves the project area. Finally, and most importantly, the DEIR does not identify, let alone analyze, potential impacts to the Nicasio or the Eastern or Western Watersheds or their downstream water resources including the Nicasio Reservoir.

In addition to the deficiencies identified above, the hydrological analysis is flawed in other respects. First, although the DEIR states that the Regional Water Quality Control Board ("Board") has authority over the discharges from the project and that a NPDES Stormwater permit will be necessary (DEIR at 5.2-8), the DEIR provides no information as to how the project applicant would comply with these requirements. The revised EIR should identify the programs or design criteria which would be implemented
to ensure compliance with the Board's requirements including a water quality analysis of existing runoff in order to establish the constituency of surface waters entering and leaving the project site.

Second, typical of urban uses, the Lucasfilm project would be expected to utilize substances which have the potential to adversely affect surface and groundwater sources on site and in the surrounding area. These substances include oil and deposits from automobiles, fertilizers, herbicides, pesticides, cleaning solvents, paints, film processing chemicals, gasoline, etc. Of particular concern is the problem of such potential pollutants being washed into Miller, Grady and Nicasio Creeks and ultimately into the groundwater as well as San Pablo Bay and the Nicasio Reservoir. While the DEIR identifies the fact that the project could result in an increase in non-point source pollutants as a significant impact, the document contains no analysis of the severity of the impacts. DEIR at 5.2-17. The revised EIR must provide this analysis.

Third, the project applicant proposes to handle sewage from 185,000 square feet of development on Big Rock Ranch with an onsite septic system. DEIR at 2.0-24 and 2.0-29. The DEIR provides no detail regarding the type of septic system or the environmental impacts associated with septic serving such a large facility. The DEIR discloses that "leachfields improperly placed could create groundwater contamination or leach mounding" (DEIR at 5.2-19), yet, as in numerous other sections of the DEIR, there is no discussion of the extent of the impact should groundwater contamination occur. The revised EIR should identify and describe the impact to groundwater should contamination occur.

The mitigation measure identified to allegedly reduce significant sewage disposal impacts would do nothing more than identify the impacts associated with the use of septic tanks. DEIR at 5.2-19. The revised EIR must include an analysis of the impacts associated with the use of septic tanks and then provide mitigation measures or alternatives that would reduce those impacts to a level of less than significant.

Fourth, the DEIR identifies impacts to Grady Creek as insignificant despite the fact that the project would develop utility lines within the creek's Stream Conservation
Area ("SCA"). DEIR at 4.0-9, 5.2-11 and 5.2-13. The Marin Countywide Plan specifically prohibits development within SCAs because "riparian systems, streams and their riparian and woodland habitat are irreplaceable and should be officially recognized and protected as essential environmental resources, because of their values for erosion control, water quality, fish and wildlife, aesthetics, recreation, and the health of human communities." Countywide Plan at EQ-26 and EQ-28. The revised EIR should recognize this impact as significant and identify mitigation measures or alternatives capable of eliminating or minimizing this impact.

Fifth, the DEIR identifies the substantial alteration of Loma Alta Creek as a less than significant impact apparently because a short segment of the creek already flows in a drainage culvert. DEIR at 5.2-13. The DEIR provides no analysis of the impact to the stream itself or its riparian habitat to support this conclusion of insignificance. The revised EIR must provide this analysis.

Sixth, the DEIR states that the grading for buildings, roads, creek stabilization, the dam and reservoir could have a significant impact by contributing a large volume of sediment to the streams. DEIR at 5.2-16. The DEIR merely identifies this impact and provides no analysis of the amounts or effects of this increased sedimentation. Id. and 5.3-37. The revised EIR should analyze potential flooding impacts, impacts to riparian vegetation and amphibians and reptiles. In addition, the DEIR fails to identify effective mitigation measures because it merely states that the applicant would be required to prepare a detailed erosion control plan. DEIR at 5.2-17. Until the extent of the impacts are identified and fully analyzed, effective mitigation cannot be identified.

E. The DEIR Fails to Analyze Public Health Impacts.

The DEIR fails to provide an analysis of public health impacts from the construction and operation of the Lucasfilm project. Attached is a report prepared by Risk Science Associates, a company providing consultation in toxic substance risk assessment, hazardous waste management, process safety management, pollution prevention, water quality, air quality and occupational health. See Exhibit F.
As described in the report, Risk Science Associates found that the Lucasfilm DEIR fails to adequately describe the activities that are expected to be undertaken at the Lucasfilm facilities. Because the DEIR fails to adequately describe project activities, the DEIR does not adequately study the impact of toxic and hazardous materials during the construction and operational phase of the project. Specifically, the use of toxic and hazardous materials have the potential to impact public health. The revised EIR should clearly identify the project’s use of toxic compounds and analyze the effect on public health.

F. The DEIR’s Analysis of Growth Inducing Impacts is Inadequate.

The EIR fails to adequately discuss growth-inducing impacts of this project. As discussed above, this project proposes a type and intensity of development clearly not contemplated by the County when it adopted the Countywide Plan. Despite contentions made in the DEIR, the project clearly would alter fundamental County planning policy that urban development shall be concentrated in the City-Centered Corridor where infrastructure and facilities can be made available to serve urban development (Countywide Plan policy EQ-1.1 and CD-1.1).

If this project is approved, it will at the very least, encourage the conversion of other similarly designated lands within the County to this very intensive "urban" use. Indeed, the Skywalker Ranch project plainly has led the applicant to target additional lands in Lucas Valley for similar treatment. While the DEIR acknowledges that such effects are likely (DEIR at 3.0-37), there is no analysis of the environmental impacts of such induced growth. The revised EIR must analyze impacts to traffic, groundwater quality, provision of public services, loss of agricultural land, rural character of the community, and the impacts to wildlife resulting from further conversion of open space. The revised EIR should provide this analysis.

The EIR should also provide a comprehensive analysis of the growth-inducing impacts of the provision of sewer and water services to the Grady Ranch site. While the DEIR asserts that water and sewer provision will not be growth inducing because service is already provided to Lucas Valley Estates, elsewhere the DEIR admits that the extension of these services westward along Lucas Valley Road could accommodate further growth. (DEIR at 3.0-38). The revised
EIR must address these growth inducing impacts and their environmental effects. The DEIR should identify other lands that could be served by these services and environmental impacts if they were to be converted to urban uses.

3. The EIR Does Not Adequately Discuss Alternatives to the Proposed Project.

The EIR must describe a range of reasonable alternatives to the proposed project, and to its location, that would feasibly attain the project’s basic objectives with reduced environmental impact, and must evaluate the comparative merits of each alternative. (Pub. Res. Code §§ 21002, 21100(a)(6); CEQA Guidelines § 15126(d)). The County must formulate alternatives for inclusion in the EIR (Laurel Heights, 47 Cal.3d at 406), and the selection and discussion of alternatives should foster informed decision-making and informed public participation. (CEQA Guidelines § 15126(d)(5).)

The requirement to set forth and analyze impacts of alternatives within the EIR is crucial to CEQA’s mandate that avoidable significant environmental damage be substantially lessened or avoided where feasible. (Pub. Res. Code § 21002; CEQA Guidelines §§ 15002(a)(3), 15021(a)(2), 15126(d); Citizens for Quality Growth v. City of Mount Shasta (1988) 198 Cal.App.3d 433, 443-45.) "Without meaningful analysis of alternatives in the EIR, neither the courts nor the public can fulfill their proper roles in the CEQA process....[Courts will not] countenance a result that would require blind trust by the public, especially in light of CEQA’s fundamental goal that the public be fully informed as to the environmental consequences of action by their public officials." (Laurel Heights, 47 Cal.3d at 404.)

The discussion of alternatives must focus on alternatives capable of avoiding or substantially lessening the adverse environmental effects of the project, or reducing them to a level of insignificance, "even if these alternatives would impede to some degree the attainment of the project objectives, or would be more costly." (CEQA Guidelines § 15126(d)(1).) The alternatives to be discussed need not be identical or even substantially similarly to the project as originally described by the applicant. Rather, a feasible alternative is one which can be accomplished in a successful manner within a reasonable period of time, taking into account economic, legal, social and technological
factors. (Citizens of Goleta Valley v. Board of Supervisors ("Goleta II") (1990) 52 Cal.3d 553, 574.)

Because the Lucasfilm project DEIR fails to provide an adequate or accurate discussion of the environmental impacts that would result from the proposed project, every alternative identified in the DEIR results in equivalent, if not greater, impacts than the proposed project. In other words, the alternatives are not evaluated against an accurate representation of the Lucasfilm project. For example, the DEIR fails to recognize obviously significant impacts (i.e., land use impacts and impacts relating to inconsistency with the Countywide Plan), understates the magnitude of other impacts (i.e., geotechnical and hydrological impacts) and assumes that mitigation measures will reduce impacts to an insignificant level (i.e., impacts relating to dam failure).

CEQA requires that an EIR identify a range of alternatives that are capable of eliminating the significant effects of the project. Because the Lucasfilm project DEIR fails to identify many of the project’s impacts as significant, it does not identify a range of alternatives that are capable of eliminating the project’s impacts. Instead it focuses on the erroneous conclusion that the "project" alternative is the environmentally superior alternative. A proper identification and analysis of alternatives is impossible until project impacts are fully disclosed.

4. The EIR Should Be Recirculated.

CEQA requires preparation and recirculation of a supplemental draft EIR "[w]hen significant new information is added to an environmental impact report" after public review and comment on the earlier draft EIR. Public Resources Code § 21092.1. The opportunity for meaningful public review of significant new information is essential "to test, assess, and evaluate the data and make an informed judgment as to the validity of the conclusions to be drawn therefrom." Sutter Sensible Planning, Inc. v. Sutter County board of Supervisors, 122 Cal.App.3d 813, 822 (1981); City of San Jose v. Great Oaks Water Co., 192 Cal.App.3d 1005, 1017 (1987). An agency cannot simply release a draft report "that hedges on important environmental issues while deferring a more detailed analysis to the final [EIR] that is insulated from public review." Mountain Lion Coalition

In order to cure the panoply of EIR defects identified in this letter, the County will have to obtain substantial new information to adequately assess the proposed project’s environmental impacts, and to identify effective mitigation and alternatives capable of alleviating the project’s significant impacts. CEQA requires that the public have a meaningful opportunity to review and comment upon this significant new information in the form of a recirculated draft EIR.

5. Conclusion

For the reasons set forth above, the Lucas Valley Homeowners’ Association requests that the County defer action on the proposed Lucasfilm project until the County prepares an EIR that fully complies with CEQA and the CEQA Guidelines.

Yours truly,

SHUTE, MIHALY & WÉINBERGER

MARK I. WÉINBERGER

LAUREL L. IMPETT
Urban Planner

MIW:LLI:jt
enclosures
cc: Jean K. Fitzgerald, Esq.
MARIN COUNTY PLANNING DEPARTMENT
Civic Center, Room 308
San Rafael, CA 94903

Attention: Dean Powell,
Senior Planner

Re: Zoning/Development Application (first filed on 12/18/90) for former "Grady/Chao Ranch" (herein, "Grady Ranch") and former "Big Rock Ranch"

Dear Dean:

This letter will confirm Lucasfilm's request, superceding the suspension request contained in my 9/18/92 letter to you, that the Planning Department proceed with the processing of this Application as modified. Because the modifications are numerous, we have restated the application documents in their entirety and here enclose the following:

1. A restated Zoning/Development Application under which is sought:

   (a) Rezoning of the Grady Ranch from its existing Residential Master Plan (137 units) to "R-M-P-C" zoning; and

   (b) Master Plan Approval covering all of the Grady, Big Rock, McGuire and Loma Alta ranch properties.

Attached to the Zoning/Development Application are letters from the owners/optionors of the McGuire Ranch and the Loma Alta Ranch evidencing their consent to Lucasfilm's Application. (Your file already contains a similar letter from George Lucas, the owner of Grady Ranch).

2. A restated Environmental Review Submission covering the modified application.

3. Fifteen (15) copies each of the revised project plans and accompanying narrative statement, covering the following elements of the application:
(a) Grading Plan;
(b) Description of Existing Use;
(c) Landscaping Plan;
(d) Site Plan;
(e) Description of Project;
(f) Flood Control Measures;
(g) Geological Data;
(h) Building Elevations; and
(i) Location Map.

4. Fifteen (15) copies each of the following technical reports:

   (a) Updated Geotechnical Reconnaissance Reports (2) prepared by Harlan Tait Associates, as follows:

       (i) As of 7/27/93 with respect to the Grady Ranch (sometimes formerly referred to as the "Grady/Chao Ranch");

       (ii) As of 3/10/94 with respect to the Big Rock Ranch.

   (b) Hydrological Assessments prepared by William B. Vandivere, P.E., as follows:

       (i) As of 6/10/93 with respect to the Grady Ranch;

       (ii) As of 2/04/94 with respect to the Big Rock Ranch.

   (c) Combined Water Supply Report and Sewage Disposal Feasibility Report prepared by I. L. Schwartz Associates, Inc. as of April, 1994; and


   Note: In addition to the above-listed documents, the County already has been provided with fifteen (15) copies of a Fiscal Impact Study prepared by Lynn Sedway & Associates under
date of June 16, 1988. While not an application "completeness" item, we will shortly submit an update on this Study covering the modifications to the Application.

* * * * *

In connection with the combined application for the four ranch properties, this letter confirms our request that all entitlements respecting the facilities proposed for the Big Rock Ranch be issued pursuant to a Development Agreement (as authorized by Sec. 65864 et seq, of the Cal Govt. Code) allowing construction of such facilities to commence as late as fifteen (15) years after Master Plan approval. As we have discussed, this would allow an orderly phasing of development merited by the complexity and interrelationship of the facilities covered by the entire Application. We look forward to working with the Planning Department, as this application process proceeds, on suitable wording for such a Development Agreement.

In connection with the earlier version of this Application, I believe the County received and still holds a total of $85,435.00 in filing fees ($81,760.00 paid with the earlier Zoning/Development Application, $2,800 paid with the earlier Application for Countywide Plan Amendment, and $875.00 paid in response to your 1/08/91 request to cover Fish & Game Department processing fees). No CWP amendment is here being sought, and that portion of fees paid earlier may be applied to the fees due for the Zoning/Development Application. Please let me know if there is any balance due.

Please let me know if you have any questions or need further information. Thanks again for your guidance in this process.

Yours very truly,

[Signature]

Douglas F. Ferguson

dpf:dm
cc: Lucasfilm Ltd.
    Will Harrison
MEMORANDUM

TO: State Clearinghouse
   ABAG Clearinghouse
   Project Sponsor/Applicant
   Planning Commission
   Board of Supervisors
   DPW (Land Use and Water Resources, Traffic)
   LAFCo
   Interested Agencies/Individuals

FROM: Tim Haddad, Environmental Coordinator

SUBJECT: Notice of Completion - Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR
         SCH #95033021

DATE: October 13, 1995

Interested Parties:

Attached is a copy of the Draft Environmental Impact Report (DEIR) for the Lucasfilm Grady Ranch/Big Rock Ranch Countywide Plan amendment, Rezoning, and Master Plan applications for a film production facility and related uses on the former Grady, Big Rock, Loma Alta and McGuire Ranches along Lucas Valley Road in Las Gallinas Valley near San Rafael. The project property is identified as APN 164-310-07, 10, 11, 12 and 13; APN 164-310-01 and 02; APN 164-320-03; and APN 164-320-01 and 02; and encompasses a total of approximately 3,390.98 acres.

The project description, location, and potential environmental effects are contained in the attached materials.

All relevant documents incorporated into the EIR by reference are also available for public review at the Community Development Agency office.

The DEIR is being circulated for a 45-day public review period. Please submit your written comments on the DEIR NO LATER THAN 4:00 p.m., November 27, 1995, to the attention of Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, 3501 Civic Center Drive, Room 308, San Rafael, CA 94903-4157. Comments by FAX will not be accepted.

A public hearing on the DEIR by the Marin County Planning Commission has also been scheduled for Monday, November 13, 1995. Those wishing to attend this hearing may call the Community Development Agency at (415) 499-6269 on Wednesday, November 8, 1995, in order to be informed of the place on the agenda and the approximate time of the hearing. Oral and written comments on the DEIR may be presented to the Planning Commission at the hearing.

Additional copies of the DEIR may be obtained from the Community Development Agency. A copy is also available for review at the Marin County Civic Center Library and the San Rafael Library.

Attachment

nuth:proj:lucas.nocdeir.doc
NOTICE OF COMPLETION AND NOTICE OF PUBLIC HEARING

LUCAS-HLM GRADY RANCH/ BIG ROCK RANCH
COUNTYWIDE PLAN AMENDMENT, REZONING, AND MASTER PLAN
DRAFT ENVIRONMENTAL IMPACT REPORT

NOTICE IS HEREBY GIVEN that a Draft Environmental Impact Report (DEIR) has been completed for the project identified below, and is on file with the office of the Marin County Community Development Agency, 3501 Civic Center Drive, Room 308, San Rafael, CA 94903, and available for public review between the hours of 8:00 a.m. to 12 noon and 1:00 p.m. to 4:00 p.m. All relevant documents incorporated into the EIR by reference are also available for public review at the Community Development Agency office. A copy of the DEIR is also available for review at the Marin County Civic Center Library and the San Rafael Library.

The project proposes the development for a film production facility and related uses on the former Grady, Big Rock, Loma Alta, and McGuire Ranches located in the Lucas Valley Road in Las Gallinas Valley near San Rafael. The project property is identified as APNs 164-310-07, 10, 11, 12, and 13; APN 164-310-01 and 02; APN 164-320-03; and APN 164-320-01 and 02, and encompasses approximately 3,300 acres comprised of ± 1,030 acres identified as the Grady Ranch, ± 1,117 acres on the Big Rock Ranch, and ± 674 acres ± 560 acres on the McGuire and Loma Alta Ranches, respectively. The project proposes the development of approximately 100 acres ± 50 acres on the Grady Ranch and ± 50 acres on the Big Rock Ranch of the total 3,300 acres of ownership. Approximately 2,295 acres would be designated as an agricultural conservation easement, ± 800 acres dedicated in fee title as public open space, and ± 200 acres would be preserved as private open space.

This project proposal represents a revision to an earlier proposed Master Plan, Rezoning and Countywide Plan amendment for which a Draft EIR was prepared and circulated in August 1992. The redesigned project would involve a total number of employees and service personnel occupying the facilities at peak-time maximum of 640 persons (640 on the Grady Ranch and 300 on the Big Rock Ranch). The development facilities as currently proposed include the following elements:

- Construction of up to 456,100 sq ft of building space (excluding underground parking) on the former Grady Ranch.

  - Main Office Building - Footprint would be 190,000 sq ft and total floor area would be 295,000 sq ft
  - Overnight Accommodations - Lodge building and seven cottages - Footprint of lodge building would be 11,000 sq ft and total floor area would be 33,000 sq ft plus 3,000 sq ft for guest cottages
  - Day-Care/Recreation Building - Footprint would be 11,000 sq ft and total floor area would be 20,000 sq ft
  - Ancillary Building - Footprint would be 50,000 sq ft and total floor area would be 100,000 sq ft
  - Gatehouse Building - Footprint (excluding extended roof) would be 2,100 sq ft. Enclosed portion of building would be 900 sq ft

- Construction of up to 185,900 sq ft of building space (excluding underground parking) on the Big Rock Ranch.

  - Main Office Buildings - Two buildings are proposed. Total footprint would be 52,900 sq ft and total floor area would be 109,600 sq ft (77,600 sq ft in the East Building and 32,000 sq ft in the West Building). The two buildings would be connected by a covered bridge.
  - Archives Building - Footprint would be approximately 30,000 sq ft and total floor area would be 60,000 sq ft
  - Maintenance Management Building - Footprint would be 5,000 sq ft and total floor area would be 10,000 sq ft
  - Gatehouse/Manager's Office and Residence - Footprint would be 4,000 sq ft and total floor area would be 6,300 sq ft

The EIR evaluates the project with respect to the following topical issues:

<table>
<thead>
<tr>
<th>1) Land Use &amp; Planning</th>
<th>6) Transportation/Circulation</th>
<th>11) Public Services</th>
</tr>
</thead>
<tbody>
<tr>
<td>2) Agricultural Productivity</td>
<td>7) Biological Resources</td>
<td>12) Utilities &amp; Service Systems</td>
</tr>
<tr>
<td>3) Geology and Soils</td>
<td>8) Energy &amp; Natural Resources</td>
<td>13) Aesthetics/Visual Resources</td>
</tr>
<tr>
<td>4) Hydrology and Drainage</td>
<td>9) Hazards</td>
<td>14) Archaeological &amp; Historical Resources</td>
</tr>
<tr>
<td>5) Air Quality</td>
<td>10) Noise</td>
<td>15) Economic Factors</td>
</tr>
</tbody>
</table>

The EIR finds that the project would result in significant or potentially significant environmental impacts related to topical issues #1 - 7, #10, and #12 - 14, and recommends the implementation of feasible mitigation measures to either avert or reduce to a level of non-significance the identified environmental impacts. The EIR further finds that there are no significant impacts for topical issues #8, #9, #11 and #15.

The DEIR is being circulated for a 45-day public review period. Please submit your written comments on the DEIR NO LATER THAN 4:00 p.m., November 27, 1995, to the attention of Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, 3501 Civic Center Drive, Room 308, San Rafael, CA 94903-4157. Comments by FAX will not be accepted.
NOTICE IS HEREBY FURTHER GIVEN that a public hearing on the DEIR will be conducted by the Marin County Planning Commission. Oral and written comments on the DEIR may be presented to the Commission at the hearing. The hearing is scheduled for the regular meeting of the Marin County Planning Commission on Monday, November 13, 1995, in the Planning Commission Chambers, Room #319, Administration Buildings, Civic Center, San Rafael, California. Those wishing to attend said hearing may call the Community Development Agency at (415) 499-6263 on Wednesday, November 8, 1995, in order to be informed of the place on the agenda and the approximate time of the hearing.

NOTICE IS HEREBY FURTHER GIVEN that if you challenge the project EIR in court, you may be limited to raising only those issues you or someone else raised at the public hearing described in this notice, or in written correspondence submitted during the public review period to your office or at the public hearing. (Government Code Section 65008(b)(2))

MARK J. RIESENFELD
DIRECTOR

Tim Halldad
Environmental Coordinator

American sign language interpreters and assistive listening devices may be requested by calling (415) 499-6172 (TDD) or (415) 499-6263 (voice) at least 72 hours in advance. Copies of documents are available in accessible formats upon request.
PROPDEV 21
Semi-Annual Proposed Development Survey

An Inventory of Proposed Development Projects
In Marin County as of July 1995

Published by the Marin County Community Development Agency

Prepared with the Cooperation of the Planning
Departments of the Cities and Towns of Marin

August 1995
Cost: $75.00
# TABLE C.1: LEVEL OF SERVICE CRITERIA FOR SIGNALIZED INTERSECTIONS

<table>
<thead>
<tr>
<th>Level of Service</th>
<th>Typical Operating Characteristics</th>
<th>Volume/Capacity (v/c) Ratio/a/</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>Level of Service A describes a condition where the approach to an intersection appear quite open and turning movements are made easily. Little or no delay is experienced. No vehicles wait longer than one red traffic signal indication. The traffic operation can generally be described as excellent.</td>
<td>0.00-0.60</td>
</tr>
<tr>
<td>B</td>
<td>Level of Service B describes a condition where the approach to an intersection is occasionally fully utilized and some delays may be encountered. Many drivers begin to feel somewhat restricted within groups of vehicles. The traffic operation can generally be described as very good.</td>
<td>0.61-0.70</td>
</tr>
<tr>
<td>C</td>
<td>Level of Service C describes a condition where the approach to an intersection is often fully utilized and back-ups may occur behind turning vehicles. Most drivers feel somewhat restricted, but not objectionably so. The driver occasionally may have to wait more than one red traffic signal indication. The traffic operation can generally be described as good.</td>
<td>0.71-0.80</td>
</tr>
<tr>
<td>D</td>
<td>Level of Service D describes a condition of increasing restriction causing substantial delays and queues of vehicles on approaches to the intersection during short times within the peak period. However, there are enough signal cycles with lower demand such that queues are periodically cleared, thus preventing excessive back-ups. The traffic operation can generally be described as fair.</td>
<td>0.81-0.90</td>
</tr>
<tr>
<td>E</td>
<td>Capacity occurs at Level of Service E. It represents the most vehicles that any particular intersection can accommodate. At capacity there may be long queues of vehicles waiting upstream of the intersection and vehicles may be delayed up to several signal cycles. The traffic operation can generally be described as poor.</td>
<td>0.91-1.00</td>
</tr>
<tr>
<td>F</td>
<td>Level of Service F represents a jammed condition. Back-ups from locations downstream or on the cross street may restrict or prevent movement of vehicles out of the approach under consideration. Hence, volumes of vehicles passing through the intersection vary from signal cycle to signal cycle. Because of the jammed condition, this volume would be less than capacity.</td>
<td>1.01+</td>
</tr>
</tbody>
</table>

/a/ Capacity is defined as Level of Service E.

1. Inadequate Description of Site Activities:

The DEIR is inherently flawed because it does not describe in sufficient detail what types of activities are planned for the site. Without much greater detail on the types of activities planned, it is impossible for the EIR to adequately survey the environmental impacts of the proposal. It is therefore impossible for the Planning Commission or the Public to know, understand, and assess the project. The Applicant and the DEIR must provide greater detail on the project description to both assess the impacts of the construction phase and the operations phase.

Terms used in the DEIR to describe the project such as "digital production and related use" for Grady Ranch and "dedicated to the development of interactive and multimedia entertainment and educational products" for the Big Rock parcel are vague, non-specific, potentially misleading, and abjectly fail to convey sufficient information to the reader concerning what type of work will be conducted on these sites, what raw materials will be used, the types and amounts of chemicals and hazardous materials which will be used, and what wastes (both solid and hazardous) will be generated. The described "film production facility" should be compared to other state-of-the-art film production facilities in California.

The inadequate project description extends also to the project construction phase. A huge amount of soil will be excavated and moved about on the site with no description of the time schedule for such activities. Without knowing whether excavation and movement of soils will continue for 1 week, one month, 6 months or longer, it is impossible for the Planning Commission or the Public to assess the impacts posed by the movement of such a huge amount of soil. Dust, in the form of PM10 which is harmful to public health, or asbestos which is carcinogenic, can be generated in significant amounts during the construction phase. It is essential to know the extent of dust/asbestos generation in order to assess impacts to public health.

Therefore, as a result of the vague description of site activities, the DEIR does not adequately study the impact of toxic and hazardous materials, either due to construction phase impacts or operational phase impacts.

2. Construction Phase Impacts on Public Health

The DEIR properly notes that the excavation of 377,000 cubic yards of soil down to a depth of 40' on the Grady site and 234,000 cubic yards of soil down to a depth of 45" on the Big Rock site, will result in the disturbance of serpentine rock
which contains asbestos. The DEIR thus notes that both asbestos and dust (in the form of PM10) will likely be released into the air.

The DEIR fails to note, however, that this represents a massive movement of soils over a considerable period of time. Because the DEIR is deficient in stating the time-line (duration) of these excavations, it is difficult to state with any reasonable degree of certainty the risks emissions of asbestos and PM10 would pose to the downwind neighbors residing in Lucas Valley. Given the huge amount of soil which must be moved, however, it is likely that excavation will continue for many months, not weeks or days, and that therefore these risks would not be insignificant.

The DEIR states in Mitigation Measure 5.1-4, that 8CCR 5192 will require a site safety plan. While it is correct that a site safety plan is required and will provide an extra level of protection for the workers at the site, this regulation does not in any way address the protection of public health and thus cannot be considered a mitigation measure for off-site impacts. Section 5192 is a Cal/OSHA regulation and as such contains requirements for worker protection, worker training, personal protective equipment for workers, worker hazard communication, and airborne toxics monitoring to assure compliance with work-place permissible exposure levels. Cal/OSHA standards are not designed to protect the general public nor were they ever meant to be applied to the non-occupational setting.

Mitigation Measure 5.1-4 states that additional dust control measure will be implemented if air monitoring shows that "emission standards are exceeded" yet never states what those emissions standards are. Will the state PM10 standard of 50 \( \mu g/m^3 \) be used, or the Federal PM10 standard of 150 \( \mu g/m^3 \) be used, or will the Cal/OSHA worker standard for nuisance dust of 5000 \( \mu g/m^3 \) be used? The DEIR must be specific and clear. Furthermore, the project's current proposal to wait for an exceedance to occur is not sufficient. The EIR must specify the additional dust control measures now.

What standard for airborne asbestos will be used: the Cal/OSHA standard of 200,000 fibers/m3; the Proposition 65 no adverse effect level of 100 fibers/day (which computes to 5 fibers/m3); or the BAAQMD 1 x 10^-6 cancer risk level of 0.5 fibers/m3? The DEIR must be specific and clear on the standard to be applied before any risk to the public can be assessed.

Mitigation Measure 5.8-1 describes additional dust control methods and uses a wind speed of 10-15 mph as a threshold to implement these methods. Dust in the form of PM10 from construction sites is generated long before a visual plume is evident and long before the surface wind speed exceeds 10-15 mph. Thus, the DEIR has failed to identify and evaluate the impacts on public health that the use of this threshold will cause.
Mitigation Measures 5.1-4 and 5.8-1 are therefore inadequate to "mitigate" potential impacts on public health due to project construction activities.

3. Operations Phase Impacts on Public Health

Due to the inadequate project description, it is impossible for the Planning Commission and the Public to know, understand, and assess the raw materials and hazardous materials use on these sites. The only reference to hazardous materials use is found in the DEIR on page 3.0-43. This reference compares the projected hazardous materials use to that of Skywalker Ranch, yet provides no insight into such use at that location. Nor does then DEIR attempt to define and delineate the similarities and differences of the activities on Skywalker Ranch with the proposed activities for the project sites. In sum, the DEIR is woefully inadequate in that it compares an unknown activity with a similarly unknown activity.

Despite its vagueness and lack of specificity, the DEIR does make a reference to the fact that a Hazardous Materials Disclosure Form and Business Plan was required for Skywalker Ranch and thus these will be required for the two project sites as well. The DEIR must therefore expand this discussion and describe in great detail the identity, amount, frequency of delivery, and precise location on the sites, of any hazardous material that would require listing on the County Hazardous Material Disclosure Form, including the amount of and frequency of gasoline tanker truck deliveries.

The DEIR should not force a member of the Public to review and evaluate the hazardous materials in use at Skywalker Ranch. The DEIR should conduct this evaluation since relying on a personal communication with a county official is both inadequate and dangerous. The DEIR should also note the presence of any acutely hazardous material (AHM) regardless of the amount present because Threshold Planning Quantities listed by the USEPA are significant quantities which were chosen based upon economic and political considerations for industrial areas and do not in any way reflect the absence of a risk to public health in a residential area if present in an amount less than these quantities.

A review of the Hazardous Materials Disclosure Form for Skywalker Ranch reveals that a host of hazardous materials in various quantities are used at that location. These hazardous materials range from thousands of gallons of propane gas, to thousands of gallons of gasoline and diesel oil, to small quantities of various developers, activators and fixers containing such solvents as Diethanolamine, 1,1,1-Trichloroethane, Xylene, Methyl ethyl ketone, Toluene, and Diisocynates. Small quantities of other hazardous materials are present including acetylene gas and liquid chlorine, as well as 100 gallons of 49% sulfuric acid. It is necessary that the DEIR list the materials which will be used in this project, their locations, and the sum total of the amount found on-site at any one time in order to properly assess the impacts their use will have on the environment and public health.
Furthermore, the transportation of hazardous materials through a residential community must be addressed by the DEIR, particularly the transport of fuel oil and gasoline on the narrow windy road.

And, because this project has often used the comparison to Industrial Light and Magic located in San Rafael, the DEIR should compare the activities of ILM to the proposed project and review what hazardous materials are present at ILM and use the ILM materials as indicators of potential impacts from the proposed project.

In fact, if the materials used at both Skywalker Ranch and ILM are remotely indicative of what could be expected at the project sites, it is clear that the Proposed Project is indeed an industrial project, not a commercial project or "office building" as described by the Applicant in its promotional materials.
Risk Science Associates

Risk Assessment
Toxicology
Occupational Health
Hazardous Waste Management
Pollution Prevention
Process Safety Management

Alvin J. Greenberg, Ph.D., F.A.I.C., REA

EDUCATION

B.S. Chemistry, 1969, University of Illinois, Urbana
Ph.D. Pharmaceutical/Medicinal Chemistry, 1976, University of California, San Francisco

PRESENT POSITION and ADVISORY COMMITTEES


FELLOW: American Institute of Chemists
REA: Registered Environmental Assessor, State of California
CHAIR: Bay Area Air Quality Management District Advisory Council
MEMBER: California Department of Toxic Substance Control Site Mitigation Program Advisory Group
MEMBER: Department of Toxics Substances Control Review Committee, Cal-EPA
MEMBER: Squaw Valley Technical Review Committee
MEMBER: State Water Resources Control Board Bay Protection and Toxic Cleanup Program Advisory Committee

PREVIOUS POSITIONS

Jan. 2, 1983 - June 12, 1984
Member, State of California Occupational Safety and Health Standards Board (Cal/OSHA), appointed by the Governor

Assistant Deputy Chief for Health, California Occupational Safety and Health Administration

Feb. 1, 1979 - Aug. 1, 1979
Administrative Assistant to Chairperson of Finance Committee, Board of Supervisors, San Francisco

Jan. 1, 1976 - Feb. 1, 1979
Research Pharmacologist and Postdoctoral Fellow, Department of Pharmacology and Toxicology, School of Medicine, University of California, San Francisco

PREVIOUS ADVISORY COMMITTEES

October 1991 - February 1992
Chair: Pollution Prevention and Waste Management Planning Task Force of the Department of Toxics Substances Control Review Committee, Cal-EPA
September 1990 - February 1991
Member: California Integrated Waste Management Board Sludge Advisory Committee

September 1987 - September 1988
ABAG Advisory Committee on Regional Hazardous Waste Management Plan

March 1987 - September 1987
California Department of Health Services Advisory Committee on County and Regional Hazardous Waste Management Plans

January 1984 - October 1987
Member, San Francisco Hazardous Materials Advisory Committee

March 1984 - March 1987
Member, Lawrence Hall of Science Toxic Substances and Hazardous Materials Education Project Advisory Board

Jan. 1, 1986 - June 1, 1986
Member, Solid Waste Advisory Committee, Governor's Task Force on Hazardous Waste

Jan. 1, 1983 - June 30, 1985
Member, Contra Costa County Hazardous Waste Task Force

Sept. 1, 1982 - Feb. 1, 1983
Member, Scientific Panel to Address Public Health Concerns of Delta Water Supplies, California Department of Water Resources
RESPONSE TO LETTER 16
SHUTE, MIHALY & WEINBERGER
MARK I. WEINBERGER AND LAUREL L. IMPETT

Response to Comment 16-1

The commenter is referred to Master Response N, "Master Response on Proposed Site Activities," which describes in more detail the proposed activities planned for the project site. The applicant has provided additional information, which is summarized in this Master Response. See also Master Response J, "Master Response on Nature of Proposed Use," as to what consistsutes "film production" and possible activities on site. See also Response to Comment 1-5 which describes the County's two-step planning and project review process.

Section 15124 of the CEQA Guidelines describes the requirements of an adequate project description: the precise location and boundaries on a detailed map; a statement of objectives sought by the project; a general description of the project's technical, economic, and environmental characteristics; and a statement briefly describing the intended uses of the EIR. Note that this section codifies County of Inyo v. City of Los Angeles, 116 which is mentioned by the commenter. The project description as provided in the EIR adequately meets these requirements. While the project description may seem "vague and incomplete" to the commenter, it is complete and legally adequate to describe what is being proposed for CEQA.

The EIR consultants and the County have made a good faith effort to determine more detailed information requested by the commenter. Some of the information the commenter requests was already addressed by the DEIR. In other cases, highly detailed information is not available, as this is an EIR for a Master Plan application, which is by its nature more general in nature. "An EIR corresponds to the degree of specificity involved in the underlying activity which is described in the EIR" (CEQA Guidelines Section 15146).

- A map that locates the site and surrounding land uses is shown on Exhibits 2.0-1 (Regional Location) and Exhibit 2.0-2 (Project Site Map). "Sensitive receptors" are not required in a project description, although they are discussed where appropriate throughout the EIR analyses (such as the effects of noise on nearby residences).

- CEQA does not require "a plot plan that shows the location of film production equipment," as this is a highly specific description that does not fall within the "general description" required under Section 15124. Any film equipment would be indoors. This level of information is not available at the Master Plan stage, as a master plan is more general in nature than a more specific plan that might be expected to include this information (such as a Precise Development Plan).

- Section 15124 does not require "identification of all processes that release pollutants to the environment, place a demand on natural resources, or produce noise." Again, this falls beyond the requirement of a "general description," and detailed information is not available at the Master Plan stage. In any case, no significant processes that would release pollutants are expected from the project.

116Note that in County of Inyo v. City of Los Angeles, the project description found inadequate by the court was two paragraphs long, and varied throughout the document.
• "Quantification of emissions of criteria (?) and toxic pollutants as a result of project construction and operation" would not be part of a project description, rather, an effect of construction (a project impact). Most of these effects are speculative, especially at the Master Plan stage. The EIR does, however, address the potential effect of release of asbestos in natural rocks in Impact 5.1-4 (Pages 5.1-24 to 5.1-25). See also Response to Comment 16-13.

• "Quantification of any wastewater and solid and hazardous wastes generated by the project" is a project impact, not part of the project description. Hazardous wastes generated by the project was deemed to be less-than-significant, as described on page 3.0-43. See also Response to Comment 16-13. Quantification of wastewater for Grady Ranch is discussed in Impact 5.10-12 on page 5.10-15, and in Impact 5.2-9 on page 5.2-18 for Big Rock Ranch. Solid waste generated by the project was not determined to generate any significant impacts. Under current per capita statewide rates, the project would generate 2.7 tons of solid waste a day (5,330 pounds).\textsuperscript{117} The Redwood Landfill has a permitted capacity of 2,300 tons a day. The design capacity of Redwood landfill is 19.1 million cubic yards (mcy), with 14 mcy remaining. Each cubic yard is approximately 1,200 pounds.\textsuperscript{118}

• The commentor goes on to assert that the project description should contain "the processes used in film production, what chemicals use for the production, and the types of multimedia products." See Master Response N, "Master Response on Proposed Site Activities."

The EIR cannot assume the project would have the same uses as in the 1992 DEIR in the absence of contrary information. This is a separate project. See Master Response J, "Master Response on Nature of Proposed Use," for why the previous (1992) project required a rezoning, while the current project does not.

The commentor goes on to state four other "deficiencies" of the project description:

(First) -- As described on page 2.0-12 of the DEIR, the population for the Proposed Project is 640 people (340 people on Grady Ranch and 300 on Big Rock Ranch). Project approval would not void the current Skywalker Master Plan. Skywalker Ranch would still be allowed to have a population of 300.

(Second) -- See "General Discussion of Ridge Upland Greenbelt."

(Third) -- The commentor is correct that more parking spaces are planned for the site than required by employees. According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. As noted by the applicant, the Marin County Code provision applicable in the absence of a Master Plan would require one off-street parking space for each 250 feet of office space, or 2,563 parking spaces.\textsuperscript{119} See Response to Comment 12A-11 for more information on this subject. See Response to Comment 1-10 for more information on the employee trip reduction program mitigation.

\textsuperscript{117}Nichols \& Berman conversation with Becky Shumway, Integrated Waste Management Board, November 11, 1995.

\textsuperscript{118}Nichols \& Berman conversation with Doug Diemer, Site Manager, Redwood Landfill, November 9, 1995.

\textsuperscript{119}Letter from Douglas Ferguson, applicant's representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 7, 1996.
(Fourth) -- The DEIR on page 2.0-20 lists the public open space proposed by the applicant. As described on this page, the applicant has offered either dedication of fee ownership, deed restrictions, or a combination. The amount available for public access would be determined by the County at a later date, depending upon which combination of open space protection the County desires, and which agency ultimately takes responsibility for the open space. It is unknown how much of the open space is "usable." All would be "usable" for visual open space. It would be up to the County to determine how much would be "usable" for other functions (trails, recreation, or agriculture, for example). See the "Trails" section of the DEIR starting on page 5.10-16 for more information on how the public open space could be used for trails, and Master Response E, "Master Response to Trail Issues." See also Mitigation 5.4-4 on page 5.4-13 and 5.4-14, which recommends that dedication of fee title to a public agency would be most appropriate for the proposed public open space, such as to the Marin County Open Space District, to be used for public open space and grazing land.

See also Master Response N, "Master Response on Proposed Site Activities," for more information on site activities, as well as the text of Letter 20 (from the Applicant's representative).

Response to Comment 16-2

The commentor has identified four broad criticisms of the EIR, identified below as "first" to "fourth":

(First) -- See "General Discussion on Nature of Proposed Use," above, for a general discussion of how the County determined the proposed project was an office use, and why it does not view the project as an industrial use. See Response to Comment 45-1 for a discussion of the editing error on page 6.0-24. Conformance with the Countywide Plan was discussed in Exhibit 4.0-2 of the DEIR, starting on page 4.0-7. In this exhibit, every applicable policy in the Countywide Plan was analyzed as to consistency. The project was not found inconsistent with any policy, and a General Plan amendment was therefore to be deemed not necessary.

(Second) -- As explained above, conformance with the Countywide Plan was discussed in Exhibit 4.0-2 of the DEIR, starting on page 4.0-7. The current project was found to be consistent. The DEIR on the previous 1992 DEIR determined conformance for an older version of the Countywide Plan that has since been superseded with a plan that has new land use maps and policies. In addition, the project description has evolved significantly from a commercial/light industrial "special effects" facility for Industrial Light and Magic to office facilities for digital film production and interactive media development (as described in Master Response J, "Master Response on Nature of Proposed Use"), and many impacts related to the original project that resulted in policy inconsistencies have been mitigated to a less-than-significant level by the revised project design.

In regards to Countywide policies and goals that call for the preservation of trees, restriction of development in Stream Conservation Areas, and locating commercial and residential development in nodes with high transit accessibility, Policy EQ 3.20 (trees) is discussed on page 4.0-25 of the DEIR, Policy EQ 2.5 (SCA development) is discussed on page 4.0-10, and Policy CD 2.4 (transit accessibility) is discussed on page 4.0-31. The EIR did not find these significant because no inconsistency was found.

The commentor notes that the DEIR states on page 5.7-37 that no transit is available to the site. This is correct. However, as stated on page 4.0-31 (under a discussion of conformance with CD 2.4) it states that Mitigation 5.7-1(e) recommends establishment of a vanpool or shuttle bus system.

(Third) -- As explained in Master Response J, "Master Response on Nature of Proposed Use," a
re zoning is not required for this project. No inconsistency was found with County zoning policies, as discussed in Section 4.4 of the DEIR starting on page 4.0-63. Note that RMP zoning allows more than just residential zoning, as discussed on page 4.0-63 of the DEIR with a use permit, which is why the Grady Ranch development can include commercial uses under a use permit. The applicant has applied for a use permit. As discussed on page 4.0-64 of the DEIR, use permits can be issued if the project will not be "detrimental to the health, safety, morals, comfort, convenience, or welfare of persons residing or working in the neighborhood of such use and will not, under the circumstances of the particular case, be detrimental to the public welfare or injurious to property or improvements in the neighborhood."

(Fourth) -- The DEIR does not find the project inconsistent with any LAFCO policies. Section 4.3 of the DEIR starting on page 4.0-55 provides a complete analysis of the project with each LAFCO policy, in which the project is found to be consistent with each separate LAFCO policy. The commenter does not provide any explanation as to why they feel the project is inconsistent, or which particular analysis in Section 4.3 is incorrect, so no specific response is available. Note that LAFCO reviewed the DEIR during the public review period (including Section 4.3), and did not disagree with any of the analyses therein.

Response to Comment 16-3(a)

A full discussion of project trip generation characteristics is provided on pages 5.7-11 to 5.7-14 of the DEIR. The project trip generation is much more likely to exhibit the characteristics of the existing Skywalker Ranch development than those of a traditional office use, as explained in the fourth paragraph on page 5.7-12.

Response to Comment 16-3(b)

The basis and development of both the short and long-range cumulative traffic forecasts used in the Draft EIR is provided in the Grady Ranch / Big Rock Ranch Traffic Modeling and Analysis Report prepared for the City of San Rafael by Whitlock & Weinberger Transportation, July 1995. This is specifically noted on page 5.7-14 of the DEIR, and the report referenced in footnote 18. A copy of this report is available for review at the Marin County Community Development Agency.

Response to Comment 16-3(c)

As stated on page 5.7-14 of the DEIR, the proposed project has been evaluated under existing conditions. The commenter is referring to short- and long-range cumulative conditions on page 5.7-15 (clearly stated as such), used to determine cumulative impacts as required under Section 15130 of the CEQA Guidelines. Existing levels of service are shown in Exhibit 5.7-5 on pages 5.7-19 and 5.7-20 of the DEIR. Short-range cumulative conditions are shown in Exhibit 5.7-6, and long-range cumulative conditions are shown in 5.7-8. Short-range cumulative conditions are different than existing conditions because of improvements underway in the short term.

The improvements assumed for the short-range forecasts are either currently approved and under construction or approved, funded and scheduled for construction. The long-range improvements are those which Caltrans, the County and the City of San Rafael recognize as important and likely to be funded and constructed. The EIR analyzed how the project would affect traffic under three different conditions -- existing conditions, short-range cumulative conditions, and long-range cumulative conditions.

In response to the commenter, the status of the roadway improvements presented in the Draft EIR are as
follows:

Short-Range Cumulative Conditions:

- Merrydale Overcrossing, under construction, scheduled for completion in July 1996.
- Anderson Drive Extension, approved, funded, construction scheduled to begin June 1996 completion 18 months from start date.

Long-Range Cumulative Conditions:

- Highway 101 / Lucas Valley Southbound Ramps, approved, partially funded, construction estimated to begin 1999.
- Irene Street Overcrossing, preliminary planning stages construction may begin by 2001.
- Kerner Boulevard Extension, preliminary planning stages construction may begin by 2001.¹²⁰

The two long-range improvements that are in the preliminary planning stages and not yet approved (Irene Street Overcrossing and the Kerner Boulevard Extension) would have a minor impact on the circulation and traffic volumes in the study area if they were to be constructed. The impact of either improvement on the flow of traffic within the study area or on the circulation of project generated trips would speculative.

Response to Comment 16-3(d)

The mid-LOS D intersection significance criteria threshold does not represent an assumption of the Draft EIR. Rather, the EIR reports on the accepted criteria of the City and County based upon the consensus of the San Rafael City Council with the conditional agreement of the Marin County Board of Supervisors as to what constitutes acceptable peak hour operational levels at signalized intersections within the Northgate Activity Planning area.¹²¹

While the Upper Lucas Valley area and the project site can be characterized as rural, the interchange of Highway 101 / Lucas Valley Road (where the mid-LOS D standard is imposed) is not. As noted in the DEIR, Highway 101 within the study area experiences average daily traffic volumes of 150,000 vehicles. The Lucas Valley Road / Highway 101 interchange provides access to several hundred thousands of square feet of office and commercial development, as well as hundreds of residences. A LOS mid-D threshold represents a conservative standard compared to the full-D threshold which is a recognized and accepted professional standard and one which would be most often applied in a similar location.

¹²⁰Information on status of roadway improvements provided by Andy Preston, Engineer, City of San Rafael, Department of Public Works, March 6, 1996.

¹²¹City of San Rafael General Plan 2000, City of San Rafael, adopted July 18, 1988 as amended through July 12, 1994, policy C-2, page 38.
Response to Comment 16-3(e)

Traffic at the Las Gallinas Avenue / Lucas Valley Road signalized intersection is analyzed during peak hour operations only. The introduction of 1,700 daily trips to the network would not necessarily create significant impacts in peak hour operations. Exhibit 5.7-4 on page 5.7-13 of the DEIR shows the number of project generated peak hour trips and indicates the directional distribution of these trips. The peak hour trips which do travel through the Las Gallinas Avenue / Lucas Valley Road intersection are predominantly through trips and as such create minimal conflicts and minor delay.

Traffic volumes for all intersections analyzed in the study area under all build and no build scenarios were determined, and the calculations can be reviewed at the Marin County Community Development Agency.

Response to Comment 16-3(f)

The applicant has provided the following estimates of inter-facility travel between Skywalker, Grady and Big Rock Ranches and San Rafael Complex:122

<table>
<thead>
<tr>
<th>Traffic Between</th>
<th>No. Employees</th>
<th>Round Trips per Week</th>
</tr>
</thead>
<tbody>
<tr>
<td>Three Ranches</td>
<td>5-10</td>
<td>2</td>
</tr>
<tr>
<td>Ranches/San Rafael</td>
<td>30</td>
<td>2</td>
</tr>
</tbody>
</table>

The majority of inter-facility trips would occur during off peak hours and would not increase traffic levels to a significant level at the project sites or the study area intersections.

Response to Comment 16-3(g)

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 16-3(h)

See "Discussion of Fairshare" under Master Response C, "Master Response on Traffic Issues." The criteria used to determine the project's "fair share" is discussed in this Master Response.

The DEIR has determined that the implementation of specific identified mitigation measures will mitigate specific identified impacts to a less-than-significant status based on the established criteria. County decision-makers will ultimately determine the feasibility of the mitigations, as discussed in Response to Comment 2-2.

Response to Comment 16-3(i)

The DEIR states that the implementation of a traffic demand management TDM program "as established at Skywalker Ranch" would reduce project trips and likewise reduce impacts at some study intersections. The DEIR then states that further developed TDM measures, specifically a shuttle bus

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service to and from the project and a remote parking facility could preclude the need for some of the identified mitigation measures.

The DEIR developed project trip generation rate which is based on actual vehicle and employee counts at the Skywalker Ranch facility takes into account the fact that Skywalker Ranch has a successful TDM program in place. The effects of the Skywalker Ranch TDM program were captured in the actual vehicle counts, and as such are expressed in the trip generation rate developed for the project. However, the project trip generation rate does not account for the potential effect that an aggressive, full service, remote parking / shuttle bus service would have on reducing project trips and reducing significant impacts.

The DEIR does not lower, or use the ITE Office Use trip rate for analysis purposes. The published ITE office use rate is shown in Exhibit 5.7-4 on page 5.7-13 of the DEIR for purposes of comparison only.

**Response to Comment 16-3(j)**

The policy in question (Policy T-7.1) states that "The County shall maintain all roads in West Marin as two-lane routes with improvements limited to those that enhance safety only."

First, the mitigation in question (Mitigation Measure 5.7-7 on page 5.7-40) only proposed improvements to the Grady Ranch entrance. As stated in the discussion of conformance of this policy on page 4.0-38, Grady Ranch is not in West Marin, so this policy does not apply.

Second, even if the policy did apply, it is not proposed to convert Lucas Valley road from a "two-lane route." It will remain a two-lane route, with two additional turning lanes at the Grady Ranch entrance.

Third, even if the policy did apply, improvements are allowed under this policy to enhance safety, which is why the turning lanes have been proposed.

**Response to Comment 16-4, 16-4(a)**

The commentor states that the DEIR fails to find impacts to the site's topography significant. This is incorrect. Impacts 5.5-6 and 5.5-7 find that changes to the site's topography create significant visual impact. However, changes to a site's topography alone are not considered to be a significant impact in this EIR (refer to a list of Geology and Soils significance criteria on pages 5.1-9 and 10 of the DEIR).

The commentor might be referring to a sample impact in Appendix I of the CEQA Guidelines, which lists "changes in topography or unstable soil conditions from excavation, grading, or fill." However, the checklist explains that "this is only a suggested form, and lead agencies are free to use different ones." The CEQA allows a lead agency to determine the significance criteria, so as best to reflect local conditions. Section 15064(b) states:

...An ironclad definition of significant effect is not possible because the significance of activity may vary with setting.

Any development would create some "changes in topography." The commentor's assertion that the amount of change on the project site is "undeniably significant" is an individual, subjective opinion. One of the reasons that "changes in topography" was left out of the list of significant criteria is because of the difficulty in quantifying just what is a significant amount. It was felt that other criteria (such as visual significance criteria) better addressed the impacts created by topographic changes.
The commentor states that mitigation measures or alternatives are required to reduce the impact of grading. Mitigations to grading operations are found in Mitigation 5.1-1 on pages 5.1-18 to 5.1-20 in the DEIR. The commentor mentions project redesign (such as reduced numbers of structures) as project alternative. An EIR does not need to analyze specific alternatives to parts of a project, as ruled in Big Rock Mesas Property Owners Association v. Board of Supervisors. For a further discussion of options to grading, see "Options to Reduce Grading" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 16-4(b)

_Santiago County Water District v. County of Orange_ refers to a case in which no threshold was set for a significant impact (in this case, the increased demand of water to a local water district). The EIR in question was deficient in that it stated the obvious in that water demand would simply increase, without identifying by how much.

The Lucasfilm DEIR determined release of 121 acre-feet of water in the event of a dam break did indeed meet the threshold of "substantial flooding" as stated on page 5.2-6 of the DEIR. In addition, the DEIR does provide information identifying how adverse flooding effects would be, including length of flooding (15-30 minutes) and likely areas (1.45 and 2.27 miles downstream), on page 5.2-14 of the DEIR. As noted on that page, the specific impact on particular buildings would depend upon their elevations. This analysis is specific enough to permit informed decision making and public participation. Determining the exact height of the potential floodwater along every location along the stream would be impractical and speculative at best, and would not change the significance of the impact or the required mitigation.

Any secondary impacts created by dam failure would be avoided by construction of a dam to State standards (which are designed to avoid dam failure). Attempting to identify secondary effects would involve speculation. An EIR is not required to evaluate speculative secondary or indirect effects, as ruled in Marin Municipal Water District v. KG Land Cal. Corp, 235 Ca.3d 1652.

Note that the mitigation provided for potential flooding impacts resulting from dam failure are addressed on page 5.2-14. This mitigation is designed to avoid all flooding impacts by designing the dam to State standards, which are reviewed by the State Department of Water Resources (as discussed on pages 2.0-35, 5.1-19 and 5.1-20 of the DEIR).

Response to Comment 16-5

The commentor cites _Sundstrom v. Mendocino County_ and asserts the mitigation calling for preparation of a detailed plan for the proposed earthen dam is inadequate for mitigating potential dam failure and further does not identify dam failure impacts. _Sundstrom_ found inadequate a negative declaration that called for the identification of significant impacts and resulting mitigation after project approval.

In contrast with _Sundstrom_, in which the negative declaration did not identify a significant impact, the Lucasfilm EIR has identified a potentially significant impact (Impact 5.2-3). It has required compliance with existing regulations to mitigate the impact -- in this case, the mitigation would require the State Department of Water Resources Division of Dam Safety (DDS) to approve the dam design. _Sundstrom_ itself recognized that "a condition requiring compliance with environmental regulations is a common and reasonable mitigation measure" [202 Cal.App.3d 308]. The County reasonably expects the DDS to comply with its duties of dam review.

Note that, unlike Sundstrom, this issue will again be exposed to public review, during Precise
Development Plan approval.

In addition, the letter does not mention Sacramento Old City Assn. v. City Council in which the court stated "Sundstrom need not be understood to prevent project approval in situations in which the formulation of precise means of mitigating impacts is truly infeasible or impractical at the time of project approval" [ital. added] [229 Cal.App.3d 1028]. The suggestion by the commentor that a detailed dam design should be undertaken now (a process that can take one year or more for state approval, not including the time required to develop the plans), while the project is still in the Master Plan stage, is obviously infeasible and impractical.

Information on how "adverse" the impact would be (including locations of downstream flooding) are identified on page 5.2-13 to 5.2-14 of the DEIR. Flooding impacts have therefore been identified.

Mitigation 5.1-1(c) on page 5.1-19 specifies that the detailed dam study should "more specifically identify the impacts should the dam fail" because "an EIR corresponds to the degree of specificity involved in the underlying activity which is described in the EIR" (CEQA Guidelines Section 15146). The EIR identified the impacts that could reasonably be assumed given the level of detail in the Master Plan submittal concerning the dam. See Citizens for Quality Growth v. City of Mount Shasta (198 Cal.App.3d 433), where the court found that if a lead agency is unable to formulate specific mitigation measures, they may adopt mitigation measures that are general in nature. However, the dam study required under Mitigation 5.1-1(e) would be a design-level plan and therefore should more specific identify design-level impacts. Design-level impacts would be speculative to determine at this time. For example, different embankment designs for the future dam could be impacted differently by different flooding conditions, or some designs might be more susceptible to overbanking.

Note also that a lead agency is not required to conduct all suggested testing or experimentation (Society for California Archaeology v. County of Butte [65 Cal.App.3d 832, 838-839]).

Response to Comment 16-6(a)

The commentor asserts that the EIR "alludes to the significant drainage impacts" on page 5.1-15 (Geology and Soils section) yet fails to provide a sufficient level of detail regarding the existing site or the project impacts. Actually, the hydrological setting and impacts are included in Section 5.2, "Hydrology and Drainage."

Some specific details of hydrological analyses were not included in the EIR, but were instead incorporated by reference (as detailed in the CEQA Guidelines Section 15150). As noted in the DEIR (discussion on page 1.0-4, footnote 1 on page 5.2-1, and on footnotes throughout the impact section), more specific details are contained in three documents, available for review at the County Community Development Agency offices: Hydrologic Assessment for the Lucasfilm Master Plan, Grady Ranch, Marin County, CA, William B. Vandivere, June 30, 1993, Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch, Marin County, CA, William B. Vandivere, February 4, 1994, and Supplemental Hydrologic Analysis for the Lucasfilm Master Plan, Big Rock Ranch, Marin County, CA, William B. Vandivere, March 4, 1995. Section 15148 of the CEQA Guidelines states:

"Preparation of EIRs is dependent upon information from many sources, including engineering project reports and many scientific documents relating to environmental features. These documents should be cited but not included in the EIR."

It was felt that the inclusion of highly specific information would hinder and not help informed decision
making. The EIR focused instead on an analysis such information, including the consequences the proposed actions. For instance, rather than state the exact acreage of increased impervious surfaces (which is meaningless to most readers), the DEIR focused instead discussed how this could affect runoff and resulting flooding impacts. The purpose of an EIR is not to provide the specific information and specialized knowledge necessary for a commenter to replicate each analysis.

The commenter has stated that the DEIR should identify:

- **The project site's existing drainage patterns** Drainage patterns can be determined through Figure 1 ("Watershed Map for Miller Creek and Tributaries") in Hydrologic Assessment for the Lucasfilm Master Plan, Grady Ranch, and Figure 1 ("Watershed Map for Nicasio Creek Tributaries") in Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch.

- **The project site's flood patterns and zones** "Flood patterns and zones" seem to refer to the site's drainage patterns. The creek beds represent the extent of stormwater flooding. For an analysis of flooding impacts, the commenter is referred to Impact 5.2-4 on page 5.2-14 of the DEIR.

- **The amount of impervious surface area that will be created by this project** As already discussed on page 5.2-14 of the DEIR, impervious surfaces would cover about one percent of the total area of Grady and Big Rock Ranches. The project is estimated to create 5.5 acres of impervious surfaces on Big Rock Ranch, as discussed on page 7 of Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch. The project is estimated to use between one and two percent of watershed areas of Grady Ranch for impervious surfaces, as discussed on page 4 and 5 of Hydrologic Assessment for the Lucasfilm Master Plan, Grady Ranch. Again, the commenter is referred to the discussion of Impact 5.2-4 on page 5.2-14 of the DEIR for a discussion of how increases in impervious surfaces can result in drainage impacts.

- **The increase in runoff volume** Runoff volumes were calculated for 12 different watersheds on the project site, for many different storm occurrences. A summary of this information is contained in Table 1 "Peak Discharges for Selected Design Rainstorms" in Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch, and Table 1 "Peak discharges for 1.5-, 10-, and 100-year design rainstorms" in Hydrologic Assessment for the Lucasfilm Master Plan, Grady Ranch. More specific information is contained in the Technical Appendices of these reports. For a summary of how runoff could create impacts, the commenter is referred to Impact 5.2-4 on page 5.2-14 of the DEIR.

- **The proposed direction of drainage flow** The direction of drainage flow can be determined by examining the project watershed maps (as referenced above). Note that the watershed maps are overlain on a topographic base showing site elevations, so to determine the direction of flow it is only necessary to remember that water runs downhill.

- **How and to where storm water would be discharged** This is the same as the project site's existing drainage patterns.

- **Impacts to Miller, Grady, and Nicasio Creeks resulting from increased runoff** As discussed in the first paragraph on page 5.2-15 of the DEIR, there is not expected to be any increased runoff from the project. However, impacts from existing runoff are discussed in many different areas. The commenter is referred to Impact 5.2-4 (Flooding Impacts), Impact 5.2-7 (Erosion and Stream
Siltation Impacts), Impact 5.2-8 (Water Quality Impacts), and Impact 5.2-10 (Cumulative Impacts).

- **Whether a public storm drain system exists** As the area is undeveloped, no public storm drain system exists near the project site. As in all undeveloped areas, water would flow into drainageways.

- **Potential impacts to the Nicasio or the Eastern or Western Watersheds or their downstream water resources including the Nicasio Reservoir** The project would affect watersheds primarily through water quality and streamflow changes. Water quality impacts are discussed in Impact 5.2-8 on page 5.2-17 of the DEIR. As indicated in Impact 5.2-1 on page 5.2-11 of the DEIR, the proposed dam would reduce streamflow to the Nicasio Creek by 22.7 acre-feet a year, or six percent.

The Nicasio Reservoir can hold approximately 22,400 acre-feet of water. 22.7 acre-feet a year would represent about 0.1 percent of the total supply. This reduction is a less-than-significant impact, as this is much less than a normal annual variation in rainfall. However, as noted on page 2.0-36 of the DEIR, the MMWD could require to drain the proposed reservoir of MMWD water in an emergency.

**Response to Comment 16-6(b)**

The commentor states that the EIR should identify the programs or design criteria which would be implemented to ensure compliance with the RWQCB requirements. The RWQCB examines projects on a project-by-project basis, and they are responsible for particular design criteria, if needed. The RWQCB would decide on project site specific requirements after EIR review. As the requirements have not yet been developed, the EIR is unable to include them. The County expects the RWQCB to develop and enforce its standards, as it has done effectively in the past in the County.

**Response to Comment 16-6(c)**

The commentor states that the severity of water quality impacts are not identified. Calculating the exact amount of non-point source pollutants would be purely speculative. Such a estimate would require knowledge of the exact types and quantities of pollutants, which is not available at the Master Plan stage. In addition, such an estimate would also require knowledge of future accidental releases of contaminants, which is impossible to predict.

The mitigation required is designed to mitigate all pollutants. Note that the mitigation required on pages 5.2-17 and 5.2-18 is designed to meet the standards of the National Pollution Discharge Elimination permit System (NPDES), part of the Federal Clean Water Act (CWA). Section 301 of the CWA prohibits the discharge of any pollutant without a permit, and Section 402 of the CWA sets up the permit program administered by the United States Environmental Protection Agency. The RWQCB is responsible for NPDES permits in Marin.

**Response to Comment 16-6(d)**

The commentor is incorrect when stating the EIR does not provide any detail regarding the type of the septic system proposed. The septic system is discussed on page 2.0-29 of the DEIR. However, in response to this comment more detail has been added to the first paragraph under "Public Services" on page 2.0-29, as follows:
Sewage disposal for the Big Rock Ranch facilities are proposed by an on-site septic system. A specific sewage disposal system for Big Rock Ranch has not yet been designed, it is anticipated that the actual design of the system would occur as part of a future step in the development process. However, a preliminary design showing the feasibility of a leachfield system and septic tank system has been developed. More detailed information is provided in Master Response I, "Master Response on Leachfields", in Chapter 7 of the FEIR. It is anticipated that septic tanks would be installed near each building and because of the elevation difference between the building and potential drainfield sites a pump and sump, system of pumps and sumps would need to be installed.

Footnote 17 on page 2.0-29 has been revised as follows:


The Sewage Disposal Feasibility Report for Big Rock Ranch is also mentioned in footnote 45 on page 5.2-18. This report is incorporated by reference (for a discussion of how the CEQA allows and encourages incorporation by reference, see Response to Comment 16-6[a]).

Leachfields are not normally developed until the Precise Development Plan stage. Precise locations are sometimes not available in the Master Plan stage. Leachfield locations within a site vary throughout the life of the project, as the lifetime of a leachfield is normally 15-25 years. In this case, the applicant has determined a preliminary location and tested the suitability of the location to demonstrate the feasibility of a leachfield-type system.

The EIR identified the potential impacts that could occur (groundwater contamination or leach mounding). Determining the exact degree of impacts would be purely speculative. It is impossible to determine if these impacts would even occur at all, and thus this impact is labeled "potentially" significant.

The commenter asserts that mitigation would only identify impacts. This is incorrect. The mitigation measure requires an avoidance of the impact, either requiring a new site if potential problems are discovered in the proposed leachfield report, or by requiring modification of the leachfield if it does not meet County performance criteria as found in Section 600 of the County's Regulations for Design, Construction, and Repair of Individual Disposal Systems (available for review at the County's Environmental Health Services Department).

If any problems are discovered, common and well-researched engineering solutions are available. For example, if soils are found to be a limitation, the upper two feet or so of soil can be replaced with a more appropriate fill medium. If slow percolation or high groundwater is discovered, an above-ground "mound" system can be developed, where the leachfield is constructed in a mound of earth a few high. This option is usually not constructed as a first option, due to the cost. Note that no unusual limitations of this sort have been observed on the project site. In addition, no unusual limitations have been identified during the feasibility study that would make construction of a leachfield impossible (such as a lack of available locations outside of a flood zone, or a lack of suitably level land).

See also Master Response I. "Master Response of Leachfields."
Response to Comment 16-6(e)

The commentor asserts that the EIR finds as insignificant impacts to Grady Creek resulting from utility lines within the SCA. This is incorrect. This is found to be a potentially significant impact (Impact 5.2-2(c)) on page 5.2-13 of the DEIR. Mitigation Measure 5.2-2(c) would avoid this impact by requiring utility right-of-ways outside of the SCA.

Response to Comment 16-6(f)

See Master Response B "master Response on Loma Alta Creek Impacts."

Response to Comment 16-6(g)

The commentor wishes the EIR to identify the amount of increased sedimentation. Estimating a quantifiable amount of erosion and siltation would be purely speculative. It is impossible to know many of the factors involved, such as wind conditions, rainfall, the exact composition of the soil, etc.

The commentor asserts that the EIR provides no analysis of the effects of increased sedimentation. This is incorrect. Secondary habitat impacts from erosion and stream siltation are discussed in Impact 5.3-7 on page 5.3-37. Other secondary impacts were either not considered significant or are too speculative to determine, such as secondary flooding impacts. An EIR is not required to evaluate speculative secondary or indirect effects (Marin Municipal Water District v. KG Land Cal. Corp, 235 Ca.3d 1652). Impacts to riparian flora and fauna are usually not significant, unless it is a special-status species or a substantial reduction in habitat occurs (the commentor is referred to biological resources significance criteria on page 5.3-19).

The commentor asserts that mitigation measures are inadequate because the EIR "merely states the applicant would be required to prepared (sic) a detailed erosion control plan." This is incorrect. The mitigation requires numerous erosion control measures to be included in such a plan (as detailed on pages 5.1-21 to 5.1-22), and requires the plan to be implemented as part of construction (as stated on page 5.1-23). Note that erosion control plans cannot be designed except in conjunction with specific construction plans. The erosion control plan is achievable and will prevent discharges.

Response to Comment 16-7

This comment refers to the attached letter from Risk Science Associates, which is addressed in Response to Comments 16-11 to 16-13.

Response to Comment 16-8

On the potential conversion of other similarly designated lands, see Master Response P, "Master Response on Growth-Inducing Impacts."

As to the conversion of "open space," this is not a significant impact, as no significance criteria for the conversion of vacant land exists. If this were the case, any development on vacant land would be a significant impact under CEQA, requiring an EIR and mitigation measures. This is not the intent of CEQA. No permanently protected land (such as lands enrolled in the Williamson Act) or special open land (such as prime agricultural land) is proposed to be converted. The Countywide Plan, in zoning the project properties as ARP and RMP, expected some level of development. While the conversion of open space land is not a significant impact in itself, the effects of such a conversion could be. For
example, the conversion of open space could create visual impacts. This is discussed in Section 5.5 of the EIR, "Visual and Aesthetic Quality".

It is impossible to analyze specific effects such as traffic and provision of public services without a specific proposal. When the nature of future development is nonspecific and uncertain, an EIR need not engage in "sheer speculation" as to future environmental consequences (Atherton v. Board of Supervisors, 146 Cal.App.3d 346, 351).

Note that cumulative loss of grazing land is labeled a significant impact in Impact 5.4-4 on pages 5.4-13 to 5.4-14 in the DEIR, and mitigation is required.

Master Response P, "Master Response on Growth-Inducing Impacts"

Response to Comment 16-9

Master Response H, "Master Response on Alternative Site Analysis."

The commentor states that the DEIR's alternatives analysis is inadequate because the alternatives are not evaluated against an accurate representation of the Lucasfilm project, as related by the commentor in various earlier comments. The commentor is referred to the responses of these earlier comments.

The commentor states that the DEIR's alternatives analysis is inadequate because the DEIR failed to identify many of the project's impacts as significant. Again, the commentor is referred to the responses of these earlier comments.

Also see Response to Comment 2-1.

Response to Comment 16-10

The commentor should be aware that Section 15088.5(a) of the CEQA Guidelines now codifies recent case law on the recirculation of EIRs. CEQA states that if subsequent to public review and interagency consultation, but prior to final certification, the lead agency adds "significant new information" to the EIR, then the lead agency must recirculate the EIR for additional commentary and consultation. New information is considered "significant" when the EIR is changed in a way that "deprives the public of a meaningful opportunity to comment". This occurs when:

- A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.
- A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.
- A feasible project alternative or mitigation measure considerably different from other previously analyzed would clearly lessen the significant environmental impacts of the project, but the project's proponents decline to adopt it.

123 Public Resources Code Sec. 21092.1.

124 CEQA Guidelines 15088.5(a).
• The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review an comment were precluded.

A recirculation guarantees that the public is not denied "an opportunity to test, assess, and evaluate the data and make an informed judgment as to the validity of the conclusions" of the new information.125

No "triggering event" as specified under this section requiring recirculation was identified, and therefore it was concluded that recirculation was not required.

**Response to Comment 16-11 (Risk Science Associates)**

The commenter is referred to Master Response N, "Master Response on Proposed Site Activities," which describes in more detail the proposed activities planned for the project site. The applicant has provided additional information, which is summarized in this Master Response. See also Master Response J, "Master Response on Nature of Proposed Use," as to what constitutes "film production."

See Response to Comment 16-1 for a discussion of what information is required for a legally adequate project description, including site activities.

See Response to Comment 1-34 for more information on estimated construction phasing.

The EIR addresses the potential effect of release of asbestos in natural rocks in Impact 5.1-4 (pages 5.1-24 to 5.1-25 of the DEIR) and the effects of construction dust in Impact 5.8-1 (pages 5.8-3 to 5.8-4 of the DEIR). Estimating a quantifiable amount of dust/asbestos released would be purely speculative, and would be of dubious value even if an amount could be quantified as it would not change the required mitigations.

**Response to Comment 16-12 (Risk Science Associates)**

See Response to Comment 16-11 for a discussion of asbestos impacts. The EIR does not regard potential asbestos release as insignificant. Impact 5.1-4 labels this impact as potentially significant. No matter how long construction would last, the mitigation and significance after mitigation would remain the same.

The mitigation program described in Mitigation Measure 5.1-4 is focused on the reduction of exposure of construction employees on site through the elimination or reduction of emission of asbestos to the atmosphere. Reduction of asbestos emissions would affect asbestos concentrations both on and off site, so the proposed mitigation would be considered a mitigation measure for off-site impacts as well and on site impacts. While Cal-OSHA standards are not designed to protect the general public, controls designed to meet these standards would, in fact, reduce the exposure of the general public.

In response to this comment, the fourth paragraph on page 5.1-25 of the DEIR is revised as follows:

The effectiveness of the asbestos control measures would be monitored by a collection of air samples during the excavation phase. Samples would be collected by an industrial hygienist at locations upwind, onsite, and downwind. If monitoring shows that emission standards exposure

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125 Sutter Sensible Planning, Inc. v. Board of Supervisors, 122 Cal.App.3d 813,822.
limits are exceeded, . . .

The subject of the site safety program and on site monitoring would be asbestos and not PM-10. PM-10 construction mitigation measures are described in the Mitigation Measures 5.8-1 of the DEIR.

The site safety plan would, when prepared, identify the appropriate exposure limit based on current knowledge and legislation. The most likely exposure limit would be OSHA’s Construction and Occupational Action Level of 0.01 fibers per cubic centimeters, as determined by NIOSH (National Institute for Occupational Safety & Health) Analytical Method #7400.

Only one construction dust practice listed in Mitigation Measure 5.8-1 is contingent on wind speed. When winds exceeds 10 to 15 miles per hour, the frequency of watering is to be increased from the minimum of twice per day to make up for the higher evaporation rates caused by the wind.

Mitigation Measure 5.8-1 provides a comprehensive program of dust control. Basic dust control is required at all times. Two contingency measures can be triggered by observable events to account for unusual weather conditions:

- The frequency of watering is to be increased when winds are relatively high.
- When visible dust plumes occur despite all control methods, dust-producing activities are to be suspended. The presence of visible dust plumes is used by Bay Area Air Quality Management District inspectors as evidence of violation of the District’s Regulation 6 (Particulate Matter and Visible Emissions) for fugitive dust sources.

The commentor characterizes these contingencies as permitting or allowing a certain level of impact before mitigation is implemented, but in fact these contingencies are designed to limit impacts when adverse weather conditions make dust control less effective.

Response to Comment 16-13 (Risk Science Associates)

The applicant was asked to provide additional information on the use of hazardous materials on the project site. The applicant’s response is as follows:126

Grady Ranch: Applicant proposes using existing utilities currently installed to Lucas Valley Estates. This will include water, sewage, power, and natural gas. This should minimize if not eliminate the need altogether the need for any storage of liquids or gas for heating/cooling facilities. Propane would be used for emergency generators (for disaster preparedness). Minor construction supplies would be stored on site for use in routine maintenance and repairs by the Lucasfilm maintenance staff.

A 25-meter swimming pool is proposed at the Fitness facility, and typical pool chemicals would be used and kept in storage. (This would likely be approximately 200 gallons of chlorine, 70 gallons of muriatic acid, 50 gallons of diatomaceous earth, 20 pounds of bicarbonate, and five pounds of soda ash. The maintenance of the pool will be regulated and inspected by the Marin County Health Department. (The existing pool at Skywalker Ranch has been called “one of the best maintained commercial pools in Marin” by Health Department Inspectors).

Various routine office supplies for copy machines and printers would be stored in each building in small

126Letter from Douglas Ferguson, applicant’s representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 7, 1996.
quantities. Housekeeping supplies (such as ammonia and floor cleaners) would also be stored in each building in small quantities.

In addition, small quantities of routine maintenance materials (e.g. motor oil, grease, paint, thinner, varnish, propane for a forklift, gasoline for small tools, etc.) would be stored in each building in small quantities.

In addition, small quantities of routine maintenance materials (e.g. motor oil, grease, paint, thinner, varnish, propane for a forklift, gasoline for small tools, etc.) would be stored at the facility for maintenance operations. A photographic darkroom would be in use for still photographs, with various film developing compounds kept in storage in small quantities. Finally, minor pesticide and herbicide use and storage will occur. (See Response to Comment 56-1).

Big Rock Ranch: The development area will be self-sufficient in terms of water, septic, and heating/cooling utilities. Propane will be used for the heating/cooling systems and emergency generators — this will be the largest quantity of hazardous materials on site and it is estimated that a storage container(s) in the range of 10,000 gallons might be necessary.

Various routine office supplies for copy machines and printers would be stored in each building in small quantities. Housekeeping supplies (such as ammonia and floor cleaners) would also be stored in each building in small quantities.

In addition, small quantities of routing maintenance materials (e.g. motor oil, grease, paint, thinner, varnish, propane for a forklift, gasoline for small tools, etc.) would be stored at the facility for maintenance operations. Finally, minor pesticide and herbicide use will occur. (See Response to Comment 56-1).

Note that for the preparation of the EIR, Nichols • Berman reviewed the Hazardous Materials Business Plan for Skywalker Ranch, which presumably would have many of the same uses.127

Note that "[t]he degree of specificity required in an EIR will correspond to the degree of specificity involved in the underlying activity which is described in the EIR" (CEQA Guidelines Section 15126). Describing "in great detail the identity, amount, frequency of delivery, and precise location on the sites of any hazardous material that would require listing on the County Hazardous Material Disclosure Form, including the amount of and frequency of gasoline tanker truck delivers" as requested by the commentor is at a much higher degree of specificity than an EIR on a Master Plan can provide. To attempt to answer the commentors questions would be speculative at best and deceptive at worst.

The lack of this specific information is not the consequence of an "inadequate project description." For a review of what constitutes an adequate project description under CEQA, the commentor is referred to Response to Comment 16-1.

RE: COMMENTS ON LUCASFILM DEIR

Dear Mr. Haddad:

The Sierra Club Marin Group appreciates the opportunity to submit comments on the Draft Environmental Impact Report for the LucasFilm project to expand onto the Grady and Big Rock Ranches. This letter sets forth our concerns and questions about the project and the analysis presented in this document.

1. On what basis did County Staff make the determination that neither rezoning and Countywide Plan Amendment applications are required? The DEIR for the previous, which was somewhat smaller but for similar uses, identified that the project needed Countywide Plan Amendment and rezoning applications. To what can this apparent inconsistency be attributed?

2. How can a 277,050 "office" on Big Rock be considered a use that conforms with provisions of the Inland Rural Corridor which requires that land uses be emphasized in this Corridor that are "compatible with agriculture and enhance agricultural preservation in a significant way such as resource and habitat preservation"?

3. How can it be certain that the number of employees would be held at 640 for both ranches? How would this limit be monitored and enforced? What was the number of employees originally allowed at Skywalker and what is the current number. We understand that the number of employees has been increased at Skywalker. What is the number of employees at the Skywalker facility now?

4. Why is a total of 545 parking spaces proposed on Grady Ranch when only 340 employees are projected?

5. If the TDM measures described in the Traffic section of this DEIR are required, couldn't the parking spaces be reduced in both locations? Reducing the garage parking spaces could be a means of reducing the bulk of the buildings which would allow for a reduction in the amount of grading, tree loss and creek impacts?
This approach should be considered as a way of reducing environmental impacts.

6. Demonstrate why a significantly enlarged reservoir and a 90,000 gallon water tank are necessary on Big Rock? How much landscaping is it anticipated would be watered with the impounded water? How much lawn is proposed?

7. The Landscape Plan discussion on Page 2.0-17 states that irrigation would be "from an onsite water service, augmenting other sources of water" on Grady Ranch. What other sources of water are referred to here?

8. The "Fencing" discussion on page 2.0-17 states that the purpose of the fencing is for security. Is the intent to provide security from people or deer? Why are 187 acres proposed to be fenced when the developed area is only 52 acres?

9. More information should be included on the Landscaping Plan. What plant species would be used along creeks to restore riparian habitats? Describe how the creeks would be enhanced sufficiently to allow for fish to use Miller Creek? What fish species would be anticipated would use an enhanced Miller Creek?

10. Why are non-native trees being proposed as part of the landscape Plan? How many native and non native tree species would be used? How would these non-native provide adequate mitigation for the significant loss of native trees?

11. What is the purpose of the tunnel on Big Rock Road? How high is the berm in which the tunnel would be located?

12. What is the height, and width of the berms proposed for Grady and Big Rock Ranches? Show their location on a plan. What tree loss, creek and grassland impacts would result from their placement? How long would it take before vegetation matures sufficiently to cause the berms to blend in with the surrounding natural areas?

13. What changes could be made in the building designs or locations to avoid the need for the berms? For example, could the buildings be reduced in size and/or hidden behind existing hills or groupings of trees?

14. A number of aspects of the project appear to be inconsistent with policies of the Countywide Plan, yet they are found to be consistent in the DEIR. None of the explanations for consistency with the policies listed below justify such a judgement. Countywide Plan Policies with which the project does not appear to conform include:

- EQ 1.2 and CD 1.2 which call for agricultural uses in the Inland Rural Corridor. Office buildings of approximately 109,600 sq. ft. and 60,000 sq. ft. can hardly be considered
compatible with policies that call for uses compatible with agriculture.

- EQ 2.3 which calls for a streamside buffer 100 feet wide in the Inland Rural Corridor and large tracks of land in the City Centered Corridor. The rationale is not clear why the 50 buffer on Grady is acceptable. The policy does not allow for exceptions for degraded sites.

- EQ 2.4 & 2.5 addressing buildings not being permitted in SCAs. Why is the Grady Main Office Bldg. which protrudes into an SCA not found to be inconsistent?

- EQ 2.8 & EQ 2.9 which call for retention of and minimal disturbance to vegetation. With the removal of 2,675 trees the project is obviously inconsistent.

- EQ 2.18 which discourages soil disturbance in SCAs. There seems to be substantial disturbance of soils in SCAs.

- EQ 2.22 which discourages filling, grading, excavating obstructing flow or altering the bed or banks of the stream channel. How can the project be consistent with this when many stream sections would be placed in culverts and a dam will be placed to obstruct the flow of a stream?

- EQ 3.16 which calls for minimizing excavating, grading and filling. Cut of 377,000 cubic yards and fill of 379,000 cubic yards on Grady, and cut and fill of 234,000 cubic yards on big Rock can hardly be considered anything other than excessive and, therefore, the project must not be in compliance with this policy.

- EQ 3.31 which calls for avoiding archaeological resources, capping or deeding with permanent easement. The mitigation that allows archaeological sites to be documented and then removed, does not comply with this policy.

- A 1.1 which calls for preservation of Agricultural lands by, among other things, discouraging uses which are not consistent. How can office/industrial uses be consistent with agriculture?

15. Exhibit 5.1-2 shows extensive landslide areas at and near locations where buildings are proposed on Grady Ranch. How much grading and fill would be needed to make these areas safe? How many trees would be removed to repair these areas? Could the buildings be moved so that the safety risks and other adverse impacts associated with landslide areas could be avoided?

16. The Exhibit 5.1-5 showing the Extent of Grading on the Grady Ranch is almost unintelligible. It should be revised so the text can be read and so that the berms and areas that would have to be graded to repair landslides and other soil safety problems can be differentiated.

17. What other more natural methods could be used to stabilize the banks of the degraded streams/creeks than rocks? Could vegetation be used in any locations? If not, why not?

18. Why is the tunnel entrance to the Gate House on Big Rock Ranch needed or wanted? The description states that soil and
rock would be placed to create a higher mound which would then have a tunnel cut through it. Is this an example of minimizing grading and fill?

19. What less environmentally damaging alternatives exist for undergrounding the 700 feet of drainageway at the proposed Grady Ranch main Office Building? 150 feet of Loma Alta Creek is proposed to be enclosed in a concrete culvert. Even if this may be a "less substantial alteration...than would occur on Grady and Miller Creeks...," how does this serve as an excuse for this adverse impact? What measures would mitigate the loss of these above ground drainages? Quantify the other sections of the creek would be adversely impacted by the project, i.e. undergrounded for roads etc.?

20. How would the proposed creek restoration mitigate for the local loss of water resources through undergrounding and other impacts, and cumulative impacts on the creek? Detail about the creek restoration plans should be included so the reader can evaluate their adequacy.

21. Exhibits 5.3-1 and 2 do not contain sufficient information. Berms, wetlands and drainages also should be shown, as should the areas that need to be graded to repair landslides. The proposed location of the fencing and the EIR recommended fencing location should also be shown.

22. What native trees would be planted along the creeks and drainages? What is the purpose of including non-native trees in the landscaping plan?

23. What is the purpose of fencing 187 acres on Grady and 52 on Big Rock? What are the cumulative effects of fencing in over 200 acres on these ranches added to the fencing at Skywalker? Why would such a large area need to be fenced for security? What other alternatives are there to accomplish the purpose of the fencing?

24. Preparing a wetlands protection, replacement and restoration plan is not sufficient as mitigation. There should be sufficient information provided in the DEIR to know what wetlands would be destroyed and to give reasonable assurance that there is a suitable location with adequate water to replace any wetlands that would be lost.

25. To mitigate the adverse impacts on natural resources, how could the buildings be designed and/or relocated: (a) to avoid or significantly reduce adverse impacts to creeks from undergrounding creeks and building trails, from building buildings within the 100 foot SCA, and (b) to avoid trees that would be destroyed as a result of grading and filling to avoid landslide risk areas and to construct the buildings?

26. How could the buildings be redesigned and/or relocated to
27. What would the view shown on Exhibit 5.514 look like if the berm were not there? If the buildings were reduced in height?

28. How would the recent repeal of the law requiring major employers to have Transportation Demand Management plans affect the recommended mitigation 5.7-1(e) for traffic impacts? Is this still a viable mitigation measure? How would such plans be enforced? What is the existing TDM plan for Skywalker that is recommended for expansion?

29. Would reducing the amount of parking, which appears to be an excessive amount for the number of projected employees, enable the buildings to be reduced in height and bulk so that visual resources and biological resources would be better saved?

30. What are the potential traffic impacts of the project on Highway 101?

31. Discuss the difference in coverage of the site between the proposed project and a residential project that complied with Countywide plan policy A-1.4 which requires clustering on not more than 5% of agricultural lands?

32. Simply because the applicants current preferred project is an improvement over their previous project does not mean it would meet the definition of a "mitigated alternative." Substantial adverse impacts would result from this project to soils, trees, creeks, wildlife, grasslands and other natural resources that are ignored by this DEIR. What alternative design and location changes could mitigate these adverse impacts of the project?

33. The analyses of a number of the alternate sites are inaccurate and/or outdated such as Hamilton, St. Vincent's/Silveria and Fireman's Fund. The discussions of these sites should be revised and expanded. The discussion of other sites should be reviewed and updated where warranted. For example, the status of the Costco application should be clarified.

Thank you for addressing these issues.

Sincerely,

Lawrence. E. Fahn
Chair
RESPONSE TO LETTER 17
SIERRA CLUB MARIN GROUP
LAWRENCE E. FAHN, CHAIR

Response to Comment 17-1

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 17-2

See Response to Comment 14-29.

Response to Comment 17-3

See Response to Comment 14-7 to how population at Grady and Big Rock Ranch would be measured.

Skywalker Ranch is allowed up to 300 employees and guests, as discussed in Response to Comment 12A-11. As discussed on page 5.7-11 and 5.7-12, the number of employees at Skywalker Ranch in April 1995 was 243, plus 45 contractor employees, for a total of 288. As discussed on page 5.7-12, this represents peak season conditions at Skywalker Ranch, due to an increase in activity prior to summer movie releases.

Response to Comment 17-4

According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. See also Response to Comment 16-1.

Response to Comment 17-5

See Response to Comments 1-10 and 12A-11.

Response to Comment 17-6

The applicant states in the report Hydrological Assessment for the Lucasfilm Master Plan. Big Rock Ranch that the reservoir is included to provide a reliable water supply for irrigation and fire fighting, as well as visual enhancement (page 10). The DEIR on page 2.0-22 states that the reservoir would be used for fire protection and irrigation water, while the 90,000 gallon water tank would be available for domestic use (55,000 gallons) and the water for the primary supply to the sprinkler system.

According to the project applicant, both project sites would have irrigated landscaping, as is the case at Skywalker Ranch. All new trees at Skywalker are drip-irrigated for several years until the tree is established and can survive without irrigation. In addition, "minimal" irrigated lawn is proposed at each Ranch.128

Response to Comment 17-7

Plants can receive water from that naturally occurring in the soil and air, and creek water for riparian

vegetation.

Response to Comment 17-8

Fencing would be of two types: a five-foot high wood and wire fence, similar to that found at Skywalker Ranch, and a seven-foot high deer fence. Fencing would keep out people and deer. A discussion on the fencing can be found on page 5.3-32 and 5.3-33. See also Response to Comment 10-27.

The commentor asks why more than the development area is proposed to be fenced. As stated on page 2.0-17, the applicant has proposed to fence both the development area (52 acres) and private open space area (187 acres) to separate them from the public open space area.

Response to Comment 17-9

A preliminary landscape plan has been developed by the applicant. Fourteen different species have been identified. More detailed information would be developed during a more detailed Vegetation and Management Plan, as discussed in Impact 5.3-1 on page 5.3-19. The specific type of riparian plant species would be decided at this time.

See Master Response S, "Master Response on Creek Restoration" for a discussion of creek restoration questions.

A discussion of improving fish habitat is included in Impact 5.3-5 on page 5.3-31. As described in this impact, fish migration is currently prevented into the upper reaches of Miller Creek on Grady Ranch due to a steep drop near the eastern border of the site. Planned improvements should allow migration of fish onto the site. As described on page 5.3-9, steelhead trout have been observed less than two miles downstream from site.

Response to Comment 17-10

It is unknown "why" non-native trees have been proposed by the applicant. Mitigation 5.3-1(a) on page 5.3-21 would require the applicant to emphasize native species.

More detailed information on tree species would be developed during a more detailed Vegetation and Management Plan, as discussed in Impact 5.3-1 on page 5.3-19.

Mitigation 5.3-2 on page 5.3-25 to 5.3-27 discuss mitigation required for the loss of trees, including native trees.

Response to Comment 17-11

The applicant has stated that a tunnel provides the best entrance as it would minimize the visual impact of the entry from Lucas Valley Road. The entry road would just seem to disappear into the hills. The tunnel would also heighten the entry experience. Squeezing down, passing through, and popping out the other side sets the stage for an enhanced setting. 129

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129 Letter from Will Harrison (project architect) to Tim Haddad, February 2, 1996, enclosure A of letter from Douglas Ferguson to Tim Haddad, February 7, 1996, contained in Appendix F of the FEIR.
The height of the berm would vary, from just over grade up to a maximum of about 30 feet over the existing grade. The location, length, and width of the berms is shown on exhibits in the "Remedial Grading" section of the "General Discussion of Grading Issues."

Also refer to Impact 5.10-5 ("Roadway Impacts") on page 5.10-7, which addresses issues concerning the height of the tunnel.

**Response to Comment 17-12**

See Response to Comment 10-2, for more information on the dimensions and locations of the berms.

Tree loss is discussed in Impact 5.3-2 on page 5.3-22. In general, no specimen-sized trees would be lost from the Big Rock Ranch berm, and up to three specimen-size trees could be lost by the Grady Ranch berm.


See also Mitigation Measure 5.5-6 on page 5.5-32, which discusses time limits on facets of the landscape plan.

**Response to Comment 17-13**

As described in Response to Comment 16-4(a), an EIR does not need to analyze specific alternatives to all parts of a project, including alternatives to the berms. The applicant has intended the berms to screen and isolate the development. Trees may not be deemed as effective by the applicant in meeting his objectives. See "Options to reduce grading" under Master Response A, "Master Response on Grading Issues" for a more detailed discussion.

**Response to Comment 17-14**

Policy EQ 1.2 and CD 1.2 -- See Response to Comment 14-19.

Policy EQ 2.3 -- See Response to Comment 10-3.

Policy EQ 2.4 and 2.5 -- See Response to Comment 10-3.

Policy EQ 2.8 and EQ 2.9 -- See Response to Comment 10-3.

Policy EQ 2.18 -- It is unclear as to what disturbance the commentor is referring to. Keeping development outside of the SCA (required under Mitigation Measure 5.2-2(c) on page 5.2-13 of the DEIR) is designed to avoid impacts.

Policy EQ 2.22 -- This policy discourages, but does not forbid, altering stream flow, bed, or banks. The policy allows such activity after environmental review, identification of mitigation measures, and issuance of a permit.

Policy EQ 3.16 -- requires new development to minimize excavating, grading, and filling. The commentor's opinion that this is "excessive" is considered an individual, subjective comment.
Policy EQ 3.31 -- This policy requires that when an archaeological resource has been identified, that development shall be situated or designed to avoid impact on the archaeological resources. The DEIR provides alternative archaeological mitigation measures. According to the project applicant "either of the mitigation measures proposed by the DEIR are considered feasible by Lucasfilm, but its preference is to pursue the option of removing archeological artifacts in accordance with the highest standards of archaeological practice." 130

See also Response to Comment 2-4.

Policy A 1.1 -- The project was deemed to be compatible (the commentor mistakenly wrote consistent, which is not the correct wording of this policy) with agricultural productivity, as discussed in Response to Comment 14-29.

Response to Comment 17-15

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues" for a more detailed discussion on the environmental effects of landslide repair. While buildings could be moved, this could result in other impacts, such as potentially significant visual impacts. See "Options to reduce grading" under the Master Response A, "Master Response on Grading Issues" for a detailed discussion of grading, cut and fill, including the trade-offs between the amount of grading required and other environmental concerns.

Response to Comment 17-16

Exhibits 5.1-5 and 5.1-6 have been revised. New exhibits have been added to show more clearly the proposed berms, as discussed in Master Response A, "Master Response on Grading Issues."

Response to Comment 17-17

Vegetation and other natural methods are proposed as a part of the applicant's creek restoration project. See Master Response S, "Master Response on Creek Restoration" for a more detailed discussion of restoration methods.

Response to Comment 17-18


Response to Comment 17-19

See Master Response B, "Master Response on Loma Alta Creek Impacts."

See Response to Comment 19-51 for a discussion of the drainageway at the north end of the Main Office Building at Grady Ranch.

130 Ibid.
Response to Comment 17-20

Mitigation for the "local loss of water resources" is discussed in Mitigation 5.3-7 ("Disturbances to Wetlands and Watercourses") on page 5.3-38.

See Master Response S, "Master Response on Creek Restoration."

Response to Comment 17-21

Comment noted. Refer to Response to Comment 14-40. Exhibits 5.3-1 and 5.3-2 of the Draft EIR depict the location of streams on the site. Exhibit 5.3-3 show the location of existing streams, the proposed restored stream segment, the existing and proposed reservoir surface levels, and potential wetlands. See Response to Comment 10-27 for more information on fencing.

Response to Comment 17-22

As discussed on page 5.3-20 of the Draft EIR, the Preliminary Landscape Plans (shown in Exhibits 2.0-10 and 2.0-16) provide a conceptual approach to landscaping, and identify species to be used in a number of different planting types. This includes riparian plantings which would be made along stream channels and drainages, such as willow trees and shrubs, alder trees, California sycamore, and big leaf maple. It is unclear why non-native horse chestnut and oaks were included in the "Woodland Tree Mass" plant list, but Mitigation Measure 5.3-1(a) recommends appropriate revisions to restrict plantings to native species. See also Master Response S, "Master Response on Creek Restoration."

Response to Comment 17-23

A discussion of the purpose and impact of proposed exclusionary deer fencing is provided on pages 5.3-32 and 5.3-33 of the Draft EIR. The primary function of the fencing is to exclude access by deer and minimize the potential for long-term management problems deer have posed at Skywalker Ranch. Mitigation Measures 5.3-5(d) serves to preserve important movement corridors along creekbeds and ensure access to the reservoir on Big Rock Ranch. See also Response to Comment 10-27 for more information on fencing.

Response to Comment 17-24

See Response to Comment 1-7.

Response to Comment 17-25

See "Options to reduce grading" under the Master Response A, "Master Response on Grading Issues" for a detailed discussion of grading, cut and fill, including the trade-offs between the amount of grading required and other environmental concerns (such as visibility issues).

Response to Comment 17-26

If the County ultimately decided to require avoidance of the archeological resources on the site, the buildings would be redesigned and/or relocated by the applicant. See also Response to Comment 2-4 for an example of a redesign option.
Response to Comment 17-27

No visual analyses were conducted showing alternative project designs, such as a project without berms or with reduced height buildings.

Response to Comment 17-28

See Response to Comment 1-10.

Response to Comment 17-29

According to the applicant, the excess in parking is to allow flexibility in the number of employees and guests which might use a given structure at one time. As no significant impact was identified in regards to parking, the EIR cannot require mitigation, such as to reduce parking. See also Response to Comment 12A-11.

Response to Comment 17-30

See "Highway Analysis" in Master Response C, "Master Response on Traffic Issues."

Response to Comment 17-31

See Response to Comment 14-56 and 14-58.

Response to Comment 17-32

See Response to Comment 10-33.

Response to Comment 17-33

The Costco site is currently under review for a 128,000 square foot development proposal. The Costco site is considered as a cumulative project as described in Section 2.3 ("Cumulative Impacts") on page 2.0-30. It is also discussed as an alternative site (the "Former Fairchild Semiconductor Plant" on page 6.0-23. More recent information on the Costco site is available in Master Response H, "Master Response on Alternative Site Analysis."
Marin County Community Development Agency
Attn: Mr. Tim Haddad, Environmental coordinator
501 Civic Center Dr. #308
San Rafael, Ca. 94903-415

Re: Lucasfilm Ltd Grady Ranch/Big Rock Ranch
Draft Environmental Impact Report

Dear Mr. Haddad:

The California Native Plant Society, Marin Chapter lists the following comments and recommendations relative to the Lucasfilm Ltd. DEIR, 1995.

TREES
Exhibit 5.3-6 lists an estimated 2,674 trees to be removed from the project site. The native trees include California bay, Coast live oak, California buckeye, Valley oak, arroyo willow, big-leaf maple, and Madrone. The loss of these trees, even though small compared to the total number of trees on the project, is still a significant impact.

The recommendations as mitigations to the 1992 Draft EIR are not adequately addressed in the Lucasfilm Master Plan for the treatment of the Ancillary Building on the Grady Ranch. The footprint of this building would remove 36 specimen-sized trees with trunk diameter greater than 24 inches.

We ask that mitigation measure 5.3-2 (b) be fully implemented: "proposed grading to accomodate the Ancillary Building and associated access improvements on Grady Ranch should be modified to protect the numerous specimen-sized trees to the east of the building footprint. The existing grade in the vicinity of the trees should be retained to avoid tree loss. This may require adjustment to the proposed building footprint and the alignment of the access roads to the building."

The Valley oak (Quercus lobata), while not listed as an endangered species, is rapidly declining in California and in Marin. Special consideration should be given to the preservation of mature trees situated near building envelopes and along access roads. Trees which are removed should be mitigated at the 5:1 ratio from acorns collected and grown on site to insure existing bio-diversity. Recent scientific research indicates that oaks and other trees send out lateral root corridors at least twice the height of the tree. The old guideline of not disturbing the root system within the drip line as stated in the DEIR is not adequate.

SPECIAL STATUS PLANTS: 5-3 Biological Resources

ANIMAL SPECIES

The Mt. Tamalpais jewelflower (Streptanthos glandulosa ssp. pulchellus), Tiburon buckwheat (Eriogonum luteolum var. canimum) are Marin Native species and should be considered rare under Section 15380 of the CEQA Guidelines. Special consideration should be given these species whereever they occur on the project. The Marin Western flax (Hesperolinon congestum) a state-listed threatened speic and a candidate for the USFWS also warrants protection.

Serpentine rock out croppings and serpentine seeps provide soils for several of our rare and threatened Marin flora species. Associated with these species are fauna, (mainly insect species), and rock lichens. Serpentine exposures because of the toxicity of the soils have evolved special adaptive flora and fauna. Wherever
serpentine exposures are found on the project, they should be preserved for their unique habitat. This would also apply to those exposures along the Lucas Valley Road.

BIOLOGICAL RESOURCES IMPACTS AND MITIGATION

Impact 5.3-1 and Landscape Plans
Replacement planting of oaks under the Woodland Tree Mass lists certain species of oaks as native which are non-native. These non-native oaks would be inappropriate as replacement trees. The horse chestnut (Aesculus hippocastanum) which is listed as a replacement tree is not native. The California buckeye (Aesculus californica) which occurs on the site has been used successfully in both ornamental and restoration landscaping would be a good substitute for the chestnut.

Invasive species of trees, shrubs, and ground covers should not be used in the landscaping plans even though some of these species have been hybridized.

Project related grading could spread broom (Cytisus ssp) which are now growing along the Lucas Valley Road into newly graded areas on the project. Care must be taken to prevent the spreading of broom seeds by equipment into freshly graded areas.

MITIGATION MEASURE 5.3-1 (a)
Landscaping and renovation along the fringe of the expanded reservoir should emphasize native plant species. The landscape plan should include: California buckeye (Aesculus californica), California rose (Rosa californica), toyon (Heteromeles arbutifolia), common rush (Juncus patens), creeping wild rye (Leymus triticodes), and purple needlegrass (Nassella pulchra).

Landscaping around the perimeter of the expanded reservoir should use freshwater native marsh species: cattail (Typha domingensis), common tule (Scirpus acutus), iris-leaved rush (Juncus xiphioides), and California black berry (Rubus vitifolius).

We recommend that native species of ornamental plants be used in landscaping. If non-native species are used, they should be restricted to the immediate vicinity of proposed structures. Use of non-native invasive species should be prohibited in the landscaping plans. These species include (Eucalyptus globulus), acacia (Acacia spp.), pampas grass (Cortaderia selloana), broom (Cytisus spp.), gorse (Ulex europaeus), bamboo (Bambusa spp), giant reed (Arundo donax), English ivy (Hedera helix), German ivy (Senecio milanoides), and periwinkle (Vinca sp).

The project site offers an opportunity to salvage native trees (saplings), shrubs, and groundcovers for use in landscaping and revegetation. This salvage would provide a source of mature native plants which otherwise would be lost in development. The outside of grading areas should be flagged and plant materials suitable for salvage, marked, carefully removed, and stored. This native plant material could be re-introduced after final grading is performed, preferably in October or November. Proper maintenance of plant material should be provided to ensure their re-establishment.

BIOLOGICAL RESOURCES IMPACT 5.3-3
Disturbance to Native Grasslands
The impact on native grasslands for this project is approximately three acres. Any loss of grasslands with a native cover of ten percent or greater would result in impacts to a sensitive natural community and should be considered significant.
Purple needle grass (Nassella pulchra) has proven successful in grassland restoration
and revegetation projects using transplanted tufts, plug plantings, and seeding. For those grasslands that would be lost to development, mitigation which provides a combination of protection and restoration of the more sensitive serpentine grasslands to the south of the reservoir and replacement of other stands of native grasslands should be used.

Replacement of grasslands should include: Graded slopes above the new dam, the Archives Building on the Big Rock Ranch, and north of the Main Office Building on Grady Ranch.

"Master Plan approval would be conditional upon incorporation of Mitigation 5.3-3 into the project. The grassland restoration and enhancement program should be completed as a part of the Precise Development Plan, with details incorporated into the Final Landscape plan, and restoration methods followed during grading and construction".

BIOLOGICAL IMPACT 5.3-4

Disturbance to Stream Conservation Areas and Riparian Habitat.
The setback for streams located in the Inland Rural Corridor as stated in the Countywide Plan Policy EQ-2.3 should apply. This policy states that a 100 foot lateral setback from the top of the stream back would apply for the Big Rock Ranch. The Grady Ranch although located in the City Centered Corridor should also have a 100 foot lateral setback. The Countywide Plan does specify that when a large tract of land is developed in the City Centered Corridor that the 100 foot lateral setback should apply.

Stream vegetation and restoration could be enhanced by curtailment of cattle grazing in the proposed development area on the Big Rock Ranch and would greatly improve the habitat value of the streams and reservoir.

BIOLOGICAL RESOURCES IMPACT 5.3-7

Disturbance to Wetlands and Watercourses
The present impacts on wetlands and watercourses are not well defined in the Draft DEIR. This project will have an incremental reduction in wildlife habitat for larger mammals and birds. We urge that the final plan concentrate on the preservation of specimen-sized trees, well developed native vegetation such as forest, woodland or shrub, populations of special status plants, and stream channels. "A detailed wetland protection, replacement, and restoration program should be prepared by a qualified wetland consultant which meets with the approval of the County, the Corp and the CDFG".

Thank you for considering our comments and recommendations.

Sincerely,

John Walters
Conservation Chair
RESPONSE TO LETTER 18
THE CALIFORNIA NATIVE PLANT SOCIETY
JOHN WALTERS, CONSERVATION CHAIR

Response to Comment 18-1

Comment noted. Mitigation Measures 5.3-2(a) through (d) all address protection and replacement of tree resources, including adjustments to the proposed footprint of the Ancillary Building on Grady Ranch to protect mature trees. The reduced tree replacement ratio of 3:1 is intended to serve as an incentive to using locally collected material and thereby encourage preservation of the genetic integrity of local populations. Recommended monitoring and maintenance would serve to replace any plantings which die within the five year monitoring period. In response to the comment, the first bullet to Mitigation Measure 5.3-2(c) on page 5.3-26 of the Draft EIR is revised as follows:

- Grade changes within 1.5 times the width of the tree dripline should be avoided and any encroachment closer than one third the distance from the dripline to the trunk should be prohibited. Restrictions on the limits of grading, adjustments to the final grade of cut and fill slopes, and use of retaining walls should all be used to protect individual trees worthy of preservation.

Response to Comment 18-2

Comment noted. With the exception of the northwestern edge of the outcrop near the proposed entrance tunnel on Big Rock Ranch, which has been quarried in the past and does not support any special-status species or unique natural communities, serpentine rock formation would generally be avoided. As discussed on page 5.3-11, no special-status animal taxa of concern were detected during surveys of the site, including Marin blind harvestman and other invertebrates of concern. Mitigation Measure 5.3-6(a) would provide for protection of the populations of special-status plant species associated with the serpentine formation to the south of the reservoir on Big Rock Ranch.

Response to Comment 18-3

Comment noted. Mitigation Measure 5.3-1(a) on page 5.3-21 of the Draft EIR addresses each of these concerns.

Response to Comment 18-4

Comment noted. No response is necessary.

Response to Comment 18-5

Comment noted. No response is necessary. Grassland impacts are discussed in Impact 5.3-1 on pages 5.3-19 to 5.3-22 of the DEIR.

Response to Comment 18-6

Comment noted. A discussion of project conformance to the Stream Conservation Area policies of the Countywide Plan is provided under Impact 5.3-4 on pages 5.3-29 through 5.3-31 of the Draft EIR. See Response to Comment 14-20 for a detailed discussion of SCA policies.
Response to Comment 18-7

Comment noted. A list of anticipated impacts to wetlands and "other waters" is provided on page 5.3-37 of the Draft EIR, collectively affecting less than one acre. See Response to Comment 1-7.
Jan Alf-Weigel, Chair  
Marin County Planning Commission  
Community Development Department  
Civic Center  
San Rafael, CA 94903  

RE: DEIR FOR LUCASFILM EXPANSION PROJECT  

Dear Chair Alf-Weigel and Commissioners:

The Marin Audubon Society appreciates the opportunity to comment on the Draft Environmental Impact Report for the latest LucasFilm project.

We found this to be one of the more biased DEIRs we have reviewed. In spite of obvious inconsistencies, plan judged to be consistent with all Countywide Plan policies. A number of impacts are excused or minimized on the basis of distorted reasoning. For example, creek and SCA impacts are justified on the basis that the creeks are degraded. Many impacts are evaluated to be insignificant on the basis of comparison of the current project with the previous project instead of comparing the project with current on-the-ground conditions. Finally, it appears to us that the potential exists for many of the impacts to be avoided or significantly reduced with modification of the design and/or location of the buildings. However, no such analyses are made. In fact, the DEIR does not even contain a mitigated alternative. The existence of a previous project with greater impacts is given as an excuse for this also.

PROJECT DESCRIPTION

19.1 The change in position by the Marin County Planning Department that this project does not need a Master Plan Amendment and rezoning after the last DEIR stated that these actions would be needed, should be addressed.

19.2 The site plans, Exhibits 2.0-7 and 8, should show all creeks and tributaries and include the names of each.

19.3 What would the height of the Main Office Building on the Grady Ranch after calculating in the elevation of the surrounding finished grade? The discussion states that the height would vary. The highest and intermediate heights should be provided.

19.4 Master Plan Drawing sheet 7 mentioned on pages 2.0-16 and 17, showing the location of cut and fill; and channel stabilization/restoration areas, should be included to assist the public in evaluating the impacts of the grading and effectiveness of the channel restoration.

19.5 Page 2.0-17 the last paragraph identifies a number of trees in the landscaping plan that are not native. Horse Chestnut and "conifer tree mass" are not native trees. On what basis are these justified?

A Chapter of National Audubon Society
19-6 What would the location, length, height and width of the proposed berms that are proposed to conceal the buildings on both ranches? The berms should be shown on a Figure.

19-7 What would the height of the Archives and Main Office Buildings be after calculating in the height of the surrounding finished grade?

19-8 Master Plan Drawing sheet 8, mentioned on 2.0-25, showing the cuts and fills proposed on Big Rock Ranch, should be provided to assist the public in evaluating the impacts of the grading and the effectiveness of the proposed creek restoration measures.

19-9 How would the restriction on the total number of employees at 640 persons on Grady and Big Rock be enforced?

The discussion of the preliminary landscaping plan for Grady and Big Rock indicates that objectives are to preserve and enhance the ecological health and stability of the open space area and reestablish riparian vegetation. Describe the plan components applicable to creek restoration in sufficient detail to demonstrate the feasibility of establishing riparian vegetation that would contribute to the habitat value of the creeks. We note that there are no riparian species noted in the tree list.

19-11 Why is the reservoir needed? Why wouldn't the proposed water tanks be sufficient for needed uses?

19-12 The discussion (pages 2.0-17 and 2.0-26) indicates that "naturalized" trees would be used. What is a naturalized tree?

19-13 U.S. Army Corps of Engineers wetlands jurisdictional determination should be done now, not wait until after the project is approved.

RELATIONSHIP TO PLANS AND ZONING

Large office/industrial developments, with hundreds of employees such as proposed at Big Rock Ranch, do not appear to be consistent with CWF policies EQ-1.1 and 1.2 and CD 1.1 and 1.2. Simply because ridge and upland greenbelt areas and streams are avoided, and simply because most of the lands would remain in open space and agriculture does not mean the uses on the rest of the properties are consistent with these policies. Explain how the determination was made that they are consistent.

Countywide Plan policy EQ 2.3 does not provide for exceptions or allowances for reducing the 100 foot buffer to 50 feet. There is no basis to excuse cutting the buffer in half on the basis of past disturbance, limited cover or restrictions on wildlife access.

To make matters worse, the explanation of consistency with Policy EQ 2.4, which addresses allowable uses within SCAs, blithely dismisses the lack of compliance with SCAs on Big Rock because the creek would be inundated! This is preposterous. As stated, the Main Office Building on Big Rock would be within 50 feet of two Nicasio Creek tributaries, creeks would be inundated for the reservoir and would have to be moved. And, there is no evidence that enhancement plantings around the reservoir would improve the overall riparian habitat value onsite. There is no explanation of what the riparian enhancement would consist of or that it would mitigate all of the creek impacts.

How can the DEIR judge the plan to be consistent with policy EQ 2.5, which prohibits utility lines crossing creeks except at crossings, when there appear to be a number of locations where such crossings appear likely? The last paragraph on page 5.2-11 states "Portions of the proposed project would
trees or native grasses be removed due to grading? Would the natural stream substrate be replaced with riprap or boulders?

Mitigation 5.2-1(a) Preparing a design level erosion control plan, implementing erosion control measures or getting permits or F&G agreements do not ensure mitigation that is feasible or effective. The Corps may not have jurisdiction and Fish and Game cannot deny a request. A Corps jurisdictional should be obtained now. What biologically friendly or non-structural methods could be used that would avoid or have fewer impacts?

Impact 5.2-2(b) Loma Alta Creek 150 feet would be enclosed in a culvert. The impacts of this undergrounding are dismissed as being a "less substantial" impact because a short segment already flows in a creek. What kind of justification is this for undergrounding a creek? The existence of other undergrounded sections would increase, not diminish, the impact of additional undergrounding. There would be a cumulative increase in impacts. Evaluate measures to mitigate the undergrounding of the 150 feet of creek including avoidance of the impact?

What is the total cumulative length of creek and tributaries that would be undergrounded and otherwise impacted? The identified segments are 150 feet at Loma Alta, 700 feet of a drainageway on Grady Ranch, 700 feet of creek inundated for the reservoir, however, stream impacts from road crossings, landslide and erosion repair or from other sources are not identified. How much additional would these pieces add? How much total length of creek is proposed for restoration on both ranches?

Impact 5.2-3 Flooding: What is the potential for increase flooding up and downstream due to placing sections of creeks and drainages in culverts and building buildings (Day Care Center) over drainages?

Impact 5.2-8 Water Quality: What are the benefits of using underground grease traps instead of sediment basins in driveways? Why weren't sediment basins proposed? Why are grassy swales, which are recommended by the RWQCB, recommended?

Impact 5.2-9 The location of leachfields is a major issue, certainly one that should not be put off for future study. Sufficient information should be provided in the EIR to enable adequate evaluation by the public. What are the answers to the issues raised in Mitigation 5.2-9?

Biological Resources

Include an exhibit showing an overlay of the areas that would be graded for the buildings and those that need to be graded to repair potential landslides and other geologic problems overlaid on the vegetative map.

How many trees would be lost to placement of the berms? Would any other natural resources, native grasslands, serpentine soils, rocky outcroppings, creeks etc. be covered? How many trees would need to be removed to repair all upslope landslide areas? How may trees would have to be removed to widen or relocate Lucas Valley road and other roadways? How many trees of what species would be removed due to realignment of Lucas Valley Road?

How much area of serpentine is in the development site? Are all areas of serpentine soils avoided by the project? Show the areas of serpentine outcropping on a map. What is the potential for unclassified and special status serpentine-associated arachnids to be on the site?

Exhibit 5.3-3 indicates that there are four sections of stream on Big Rock that would be removed or relocated. All other areas of proposed restoration should be shown on an exhibit together with the existing alignments, and the
names of creeks and tributaries should be provided.

In fact, the entire discussion of creek and stream impacts is fragmented and disjointed. The reader does not get a complete picture of what is going on with any of the creeks or the watershed system. Instead of the piecemeal descriptions, there should be a comprehensive discussion about the creeks that addresses current problems and proposed changes to restore the creek and mitigate impacts. The discussion should address how the erosion and sedimentation problems would be corrected as well as how the habitat will be improved. What are the habitat goals of the creek restoration? Discuss and show creek enhancement/restoration measures and how they would restore habitat for invertebrates, fish, birds and other wildlife. How much area of creek, drainage and SCA would be adversely impacted? Demonstrate all impacts adequately including intrusions into SCAs would be mitigated. What means and components would restorations consist of, i.e. boulders, rocks, vegetation? How much area would be restored? What plants would be used and where? The discussion should demonstrate how the habitat value of the would be enhanced, whether the proposed mitigations are even environmentally sound and would produce enhanced habitat. An independent aquatic biologist should evaluate plan to determine whether the restoration would be effective in enhancing the habitat for fish, and other wildlife. Actually the creek restoration plan should be designed by an aquatic biologist.

What species of proposed plants to be used for landscaping would be expected to grow in serpentine soils which are poor in nutrients? Are there areas that would avoid native grasses and trees and serpentine soils?

What is the value of the habitats on the sites for migratory birds? What migratory birds are known to use or are potential users of the site, and specifically of the native trees and stream habitats. Migratory songbirds are in decline worldwide. What is the potential cumulative impact of the loss of habitat on these sites?

It should also be noted, on page 5.3-11 second paragraph, that most species have territories and territories are usually already occupied. By excluding or destroying areas of habitat, wildlife are deprived of territories. Other territories are likely not available by simply moving to other parts of the sites. Although the areas destroyed by this project may be identified seem small in comparison with the entire acreage only, they nevertheless increase the significance of the cumulative losses in Marin County and statewide.

Impact 5.3-1 (page 5.3-20) What species are proposed for use in the landscaping plan? The DEIR provides only general categories with few specific species named, which does not allow for the public to evaluate the species. What species of oak are proposed? What species are proposed in the riparian zone? Species that are currently growing in an area should be replaced with the same species. How would the proposed landscaping plan fulfill the primary objective as stated in paragraph three "...to preserve and enhance the habitat value of open space areas to provide mitigation for habitat lost as a result of development"? How can the project preserve and enhance wildlife habitat when it will exclude all but the smallest mammals species with the 7 foot high fence?

If the objective is to restore wildlife habitat, the revegetation plan for creek and areas away from buildings should be designed by a biologist knowledgeable about habitat.

Why is it only recommended to use native plant species around buildings, graded areas and the reservoir? What about along streams?

Impact 5.3-2 Tree Removal: Why would the significance of removing 2,530 native trees be diminished simply because there would be a be a large number
in the Countywide Plan policies should residential units be developed on the sites. Policy A-1.4 requires clustering on no more than 5% of the land. Nor is it clear because there has been no environmental analysis whether the maximum number of residents could even be built.

Analysis of alternatives sites does not appear adequate. In particular several sites well known to us appear to have been dismissed without adequate analysis:

- The analysis of the Hamilton site is inadequate and grossly outdated. There are a number of large structures at Hamilton that would be suitable to accommodate the proposes of this project. Even though a Master Plan has been approved, it is possible specific tenants for the hangars and other areas have not been identified.

- Similarly to Hamilton, it seems quite feasible that the St. Vincent/silveira lands could accommodate the project. The existing historic buildings would appear to offer ideal conditions for the types of uses now described by applicant. Space exists for additional building(s) in an unconstrained area on St. Vincent lands. These sites offer bucolic setting that would be most conducive to creative

Thank you for considering our comments.

Sincerely,

Barbara Saltzman, Chair
Conservation Committee
RESPONSE TO LETTER 19
MARIN AUDUBON SOCIETY
BARBARA SALZMAN, CHAIR CONSERVATION COMMITTEE

Response to Comment 19-1

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 19-2

The site plans show all official USGS "blue-line" creeks and tributaries, as well as many others. Most creeks do not have names. In some cases (Big Rock Creek, Dairy Creek), the EIR consultants invented names for ease of reference within the EIR. Tributaries with names are shown on Exhibits 2.0-5 and 2.0-4 on pages 2.0-5 and 2.0-6.

Response to Comment 19-3

The Main Office Building on Grady Ranch would be between 60 and 80 feet high from finished grade.

The height of proposed buildings are shown on exhibits under Master Response D, "Master Response on Additional Building Information."

Response to Comment 19-4

Master Plan Sheet 7 is reproduced as Exhibit 5.1-5, "Extent of Grading," on page 5.1-11 of the DEIR. A full-scale version of Sheet 7 is available for review at the County Community Development Agency offices.

Response to Comment 19-5

The commentor is mistaken. The "conifer tree mass" that the commentor contends is non-native is clearly labeled as Coastal Redwood trees on page 2.0-17 of the DEIR, which is a native species.

On the question asking why non-native trees are "justified," neither the CEQA nor the County forbids non-native trees. This is a question on the merits of the project. However, the EIR has identified several non-native species which should not be allowed, including horse chestnut, in Mitigation 5.3-1(a) on pages 5.3-21 and 5.3-22.

Response to Comment 19-6

See Response to Comment 10-2.

Response to Comment 19-7

The Archives building on Big Rock Ranch would be about 55 feet high from finished grade from the east. As the building is terraced into the hill, the height from the west would be less, about 35 feet high.

The Main Office Building on Big Rock Ranch would be about 45 feet high from finished grade.

The height of proposed buildings are shown on exhibits in Master Response D, "Master Response on Additional Building Information."
Response to Comment 19-8

Master Plan Sheet 8 is reproduced as Exhibit 5.1-6, "Extent of Grading," on page 5.1-14 of the DEIR. A full-scale version of Sheet 8 is available for review at the County Community Development Agency offices.

Response to Comment 19-9

See Response to Comment 14-7.

Response to Comment 19-10

The commentor is correct in stating the Preliminary Landscape Plan has not been described in sufficient detail to demonstrate the feasibility of establishing riparian vegetation. Due to these concerns and other, the EIR identified as significant Landscape Improvement Impacts in Impact 5.3-1 on page 5.3-19. Mitigation requires a detailed Landscape and Vegetation Management Plan to ensure feasibility and establishment of vegetation, to be monitored by Community Development Agency staff.

A more detailed summary of the applicant's hydrological reports, which includes information on proposed riparian plantings, can be found in Master Response S, "Master Response on Creek Restoration."

Response to Comment 19-11

The applicant states in the report Hydrological Assessment for the Lucasfilm Master Plan, Big Rock Ranch that the reservoir is included to provide a reliable water supply for irrigation and fire fighting, as well as visual enhancement (page 10).

According to the report Water Supply for Big Rock Ranch, water supply for fire protection and potable use requires a combined 413,200 gallons. The applicant has proposed a 90,000 gallon tank on Big Rock Ranch. The remainder would be available from the reservoir. The Big Rock Ranch site would not be connected to Marin Municipal Water District supplies.

Response to Comment 19-12

A "naturalized" tree is a tree adapted to a non-native environment.

Response to Comment 19-13

CEQA does not require a wetlands determination as a part of environmental review.

Response to Comment 19-14

Consistency of EQ 1.1 and CD 1.1 are discussed on page 4.0-7 of the DEIR, while Policy EQ 1.2 and CD 1.2 are discussed on page 4.0-8 of the DEIR. It is unclear which portion of the analyses the commentor finds at fault. See also Response to Comment 14-29.

Response to Comment 19-15

See Response to Comment 14-20.
Response to Comment 19-16

The proposed restoration and enhancement components of the project are discussed on pages 5.3-30 and 5.3-31 of the Draft EIR. Collectively this effort would greatly improve the freshwater marsh and riparian habitat associated with the reservoir on Big Rock Ranch and the riparian habitat value of degraded creek segments in the development areas on the site. Intensive grazing and trampling by cattle has prevented the establishment of emergent vegetation and willows around the perimeter of the reservoir, severely limiting the habitat value of this feature.

Response to Comment 19-17

Mitigation Measure 5.2-2(c) on page 5.2-13 states that "Precise Development Plans would be required to clearly show that proposed development (including utility line right-of-ways) are outside of the SCA of Grady Creek," making the project after mitigation consistent with Policy EQ 2.5.

Response to Comment 19-18

It is unclear as to what disturbance the commentor is referring to. Keeping development outside of the SCA (required under Mitigation Measure 5.2-2(c) on page 5.2-13 of the DEIR) is designed to avoid impacts.

Response to Comment 19-19

Mitigation Measure 5.2-8 on page 5.2-17 of the DEIR discusses the need for stormwater runoff from new parking structures and roads. The applicant would be required to design stormwater runoff mitigations in accordance with RWQCB regulations. The applicant would be responsible for developing a Surface Runoff Pollution Control Plan. Sediment basins are also discussed in Mitigation 5.1-2.

Response to Comment 19-20

As noted on page 5.3-30 of the Draft EIR, the Landscape Plan and hydrologic studies for the project provide a conceptual approach to restoration and enhancement along the stream segments, including plantings with native riparian species such as willow, alders, California sycamore, and big leaf maple. See also Response to Comment 19-10.

Response to Comment 19-21

This comment seems to refer to consistency with Policy EQ-2.26. The project proposes to expand the capacity of the existing reservoir, not create a new reservoir. Impacts on the inundated creek segments are addressed on pages 5.3-30 and 5.3-37 of the Draft EIR.

Response to Comment 19-22

A discussion of potential impacts on wildlife habitat and wildlife use of the site is provided on pages 5.3-31 through 5.3-33 of the Draft EIR, including conclusions regarding effects of exclusionary fencing and need for mitigation. Mitigation Measures 5.3-5(a) through 5.3-5(d) provide specific recommendations to preserve and enhance the wildlife habitat value of the development area, including minimizing disturbance within the stream corridors, restricting pedestrian access from the southern side of the reservoir on Big Rock Ranch, establishing dense emergent vegetation around the perimeter of the reservoir, and modifications to the exclusionary fencing.
them.

Response to Comment 19-63

See Response to Comment 1-21.

The location of leachfields has been preliminarily determined. The final location would be dependent upon tests required by the County, and required for the Precise Development Plan. This level of detail is not required under a Master Plan submittal. The mitigation measure on page 5.2-19 requires an avoidance of the impact, either by requiring a new site if potential problems are discovered in the proposed leachfield report, or by requiring modification of the leachfield if it does not meet County performance criteria as found in Section 402 of the Marin County Code. In either case, this would reduce potential impacts to a less-than-significant level.

Response to Comment 19-64

While theoretically any number of combinations of overlays could be done to compare a number of different scenarios, it is not practical to do so, and CEQA does not require it. Exhibits 5.1-5 and 5.1-6 (Grading) is shown at the same scale with Exhibits 5.3-1 and 5.3-2 (Vegetation and Biotic Features), precisely for comparison purposes by readers.

Response to Comment 19-65

Exhibit 5.3-6 on page 5.3-23 provides a summary of anticipated tree removal, including trees affected by the proposed realignment of Lucas Valley Road. No trees or other sensitive resources would be affected to accommodate the proposed berm on Big Rock Ranch. The southern end of the berm would extend to a large serpentine outcrop, but the interface between the berm and serpentine is an old, highly disturbed quarry face which contain no sensitive vegetation or wildlife resource value. As discussed on page 5.3-31 of the Draft EIR, an 800-foot long segment of a poorly vegetated tributary drainage to Nicasio Creek would be relocated to accommodate the berm. However, proposed restoration would greatly improve its overall habitat value. Refer to the response to Comment 12A-12 for a discussion of tree removal to accomplish proposed landslide repair.

Response to Comment 19-66

Serpentine outcrops in the development areas are restricted to Big Rock Ranch, with the largest occurring on the slopes to the south of the reservoir. Smaller outcrops are located along the north bank of Nicasio Creek just east of the reservoir spillway, at the southern end of the proposed berm, and on the slope near the Archives and Maintenance/Management Building. Five small rock outcrops would be removed to accommodate the Archive Building, collectively eliminating approximately 3,600 square feet of serpentine. As discussed on page 5.3-11 of the Draft EIR, no animal taxa of concern were encountered during the field surveys conducted on the site, including Marin blind harvestman and other arachnids of concern.

Response to Comment 19-67

See Response to Comment 19-20.
Response to Comment 19-68

See Response to Comments 1-7 and 19-20.

Response to Comment 19-69

As noted by the commentor, establishment of landscape species on serpentine substrate would be difficult due to the poor nutrient conditions. Landscape improvements would also compromise the integrity of the sensitive grasslands associated with the serpentine formation to the south of the reservoir. Mitigation Measure 5.3-3 on page 5.3-29 of the Draft EIR includes a provision to restrict proposed landscape plantings from sensitive native grasslands, including the serpentine formation to the south of the reservoir.

Response to Comment 19-70

Songbirds known or suspected to utilize or migrate through the central Marin area and the site include a variety of warblers, finches, sparrows, flycatchers and other passerines such as orange-crowned warbler, Wilson's warbler, yellow throat, lazuli bunting, American goldfinch, and white-crowned sparrow. Preservation, restoration, and enhancement of riparian and woodland habitat on the site would eventually increase the available habitat for most migratory songbirds, and the project would not have a significant contribution on the cumulative decline in habitat for these species.

Response to Comment 19-71

Comment noted. The anticipated loss of smaller reptiles and mammals within the limits of grading is acknowledged on page 5.3-31 of the Draft EIR. Development would also contribute to a reduction in foraging habitat for larger mammals and birds, as discussed on pages 5.3-32 and 5.3-39 of the Draft EIR.

Response to Comment 19-72

See Response to Comments 17-22 and 17-23.

Response to Comment 19-73

See Response to Comment 19-20.

Response to Comment 19-74

A discussion of the acceptability of the proposed Landscape Concept and Landscape Plans is provided on page 5.3-20 of the Draft EIR. Plantings proposed along riparian corridors are limited to native species.

Response to Comment 19-75

See Response to Comment 52-21. It is not possible to determine the total number of trees removed in the County in the last few years, or to estimate the total number of trees which could be removed in the next few years without a detailed parcel-by-parcel survey, which is outside the scope of this assessment and not required by CEQA. Recommended mitigation would serve to minimize the contribution anticipated tree removal would have to a cumulative reduction of trees in the County.
Response to Comment 19-76

Comment noted. See Response to Comment 52-21.

Response to Comment 19-77

See Response to Comment 12A-12.

Response to Comment 19-78

The standards identified in Mitigation Measure 5.3-2(c) on page 5.3-26 of the Draft EIR are intended to be general guidelines which would be refined by a certified arborist during preparation of detailed guidelines. Some flexibility in the extent and type of irrigation within a tree dripline may be warranted based on recommendations of the certified arborist.

Response to Comment 19-79

As noted by the commentor, growing conditions can affect tree growth and trunk girth. Because the County does not have a tree preservation ordinance which would serve to define standards to assess tree resources, somewhat arbitrary size class definitions must be assigned to provide a comparative basis for impacts on tree resources. The larger the tree for a given species, the longer it has been a component of that community, and to some degree the greater its resource value to that community. Refer to the Response to Comment 18-1. An EIR does not need to analyze specific alternatives to all parts of a project (see Response to Comment 16-4[a]).

Response to Comment 19-80

As concluded on page 5.3-28 of the Draft EIR, the stands of purple needlegrass which would be affected by development could be successfully restored in adjacent locations, and lack the species diversity and cover class value to warrant relocation of proposed building envelopes areas.

Response to Comment 19-81

Sufficient land area exists on site to provide replacement grasslands in close proximity to the disturbed grassland stands, as recommended in Mitigation Measure 5.3-3 on page 5.3-29 of the Draft EIR. Replacement grasslands could conceivably be provided in intervening areas (shown in Exhibit 5.3-2) of non-native grassland which now separate stands of native grassland.

Response to Comment 19-82

Many of the measures recommended to mitigate adverse impacts on biological resources include modifications to the proposed project to protect sensitive resources. These include: Mitigation Measures 5.3-2(a), 5.3-2(b), 5.3-3, 5.3-5(b), 5.3-5(d), and 5.3-6(a). An EIR does not need to analyze specific alternatives to all parts of a project (see Response to Comment 16-4[a]). See also Response to Comment 1-11 in regards to project redesign.

Response to Comment 19-83

See Response to Comment 14-21. Extensive riparian vegetation proposed as part of the Preliminary Landscape Plan for Big Rock Ranch and emergent vegetation recommended in Mitigation Measure 5.3-5(c) on page 5.3-33 of the Draft EIR would establish valuable habitat around the perimeter of most of
the reservoir. As stated on page 5.3-30 of the Draft EIR, emergent and riparian vegetation is now almost completely absent around the perimeter of the reservoir and the affected channel segments on Big Rock Creek, the project would have a net beneficial affect on biological and wetland habitat values, and avoidance is not considered necessary.

Response to Comment 19-84

See Response to Comment 14-21. No areas of well-developed riparian vegetation would be inundated.

Response to Comment 19-85

See Responses to Comments 14-20 and 19-20.

Response to Comment 19-86

The creek segment in question is a small tributary to Nicasio Creek. This drainage is not indicated as an intermittent blue-line stream on the U.S.G.S. topographic because of the low annual flows, not because of poor management in the past.

Response to Comment 19-87

Loss of the inundated segments of Dairy Creek and Big Rock Creek is identified as an impact of the project on page 5.3-37 of the Draft EIR. Establishment of the extensive emergent and riparian vegetation around the perimeter of the reservoir would adequately compensate for the 750 linear feet of largely unvegetated stream channel which would be inundated by the reservoir. Details regarding provisions for wetland replacement would be defined as part of the wetland protection, replacement, and restoration program recommended in Mitigation Measure 5.3-7.

Response to Comment 19-88

Loss of the segments of Miller Creek, Landmark Creek, and smaller tributary channels on Grady Ranch to accommodate bridge crossings has been identified as a significant impact of the project on page 5.3-37 of the Draft EIR. Details regarding provisions for wetland replacement would be defined as part of the wetland protection, replacement, and restoration program recommended in Mitigation Measure 5.3-7.

Response to Comment 19-89

Impacts on wetland resources are individually small in extent and of limited habitat quality, generally unvegetated "other waters." Details regarding provisions for wetland replacement would be defined as part of the wetland protection, replacement, and restoration program recommenced in Mitigation Measure 5.3-7.

Response to Comment 19-90

As noted on page 5.3-9 of the Draft EIR, an 11 foot drop has formed immediately below the existing bridge over Miller Creek, which prohibits the upstream migration of fish beyond this point. Improvements to the channel are intended to permit fish passage by creating a boulder weir cascade, which would open the upper reach of Miller Creek to fish migration.
Response to Comment 19-91

See Response to Comments 14-20 and 14-21. Grady Creek is shown as a blue-line stream to the east of the Main Office Building on Grady Ranch in Exhibit 5.3-1, and also in Exhibit 2.0-3 ("Location of Streams") on page 2.0-5.

Response to Comment 19-92

Mitigation Measure 5.3-5(a) on page 5.3-33 of the Draft EIR calls for elimination of the pedestrian pathway along the south side of the reservoir, which would discourage pedestrian movement through the more sensitive serpentine formation. Permitting a pathway along the northern portion of the reservoir would still provide opportunities for passive recreation and wildlife viewing. Mitigation Measure 5.3-6(a) on page 5.3-36 of the Draft EIR states that signage should be provided at the edge of the serpentine to further discourage pedestrian activity which could adversely affect the special-status plant populations.

Response to Comment 19-93

Comment noted. Fencing would restrict movement by deer and other larger mammals with limited climbing ability such as fox and coyote. Predatory cats and raccoon would be able to scale the fence, although it would be disruptive to established corridors. Mitigation Measure 5.3-5(d) recommends modifications to the location of exclusionary deer fencing to preserve important wildlife movement corridors on Grady Ranch and to maintain partial access to the reservoir on Big Rock Ranch. See also Response to Comment 10-27.

Response to Comment 19-94

See Response to Comment 10-27.

Response to Comment 19-95

As discussed on page 5.3-35 of the Draft EIR, woolly-headed lessingia is an annual plant. Its occurrence on the site extends in a highly disturbed band to the edge of the existing reservoir, which would be inundated by the proposed reservoir expansion. Population levels within the proposed inundation area most likely vary from year to year, but remain a very small fraction of the total population because of the concentrated disturbance from cattle grazing. Restricting access by cattle to the serpentine formation would serve to improve habitat conditions for this species and would serve to mitigate the loss of the existing degraded habitat within the reservoir inundation zone.

Response to Comment 19-96

All of the bird species of concern indicated in Exhibit 5.3-4 on page 5.3-12 of the Draft EIR are protected under the Migratory Bird Treaty Act, but essential habitat for these and other animal species of concern was not encountered during the field surveys.

Response to Comment 19-97

See Response to Comment 1-7 and 19-89.
Response to Comment 19-98

Protection of sensitive resources and replacement mitigation would tend to minimize the cumulative effect of development on biological resources. As discussed on page 5.3-39 of the Draft EIR, cumulative development does contribute to an incremental reduction in the amount of existing wildlife habitat, particularly for birds and larger mammals.

Response to Comment 19-99

It would be purely speculative to determine what other lands in the County "could be exempted from agricultural protection policies and permitted to remove portions from agriculture to other non-agricultural uses." However, cumulative loss of grazing land is addressed in Impact 5.4-4 on page 5.4-13. Precedent-setting issues are also discussed in this impact, and are labeled as significant.

Response to Comment 19-100

The comment is unclear. As the project could not be constructed without grading, it would be deceptive to show a scene with buildings but without the grading.

No visual analyses were conducted showing alternative project designs not included in the EIR, such as a project without berms.

Response to Comment 19-101

In each of the three mitigations cited in this comment (5.6-1, 5.6-2, and 5.6-3) avoidance of the resource by re-siting buildings and facilities, as well as preservation of resources in place, is presented as the preferable mitigation alternative. The CEQA Guidelines, however, do allow for other, alternative mitigation actions for reducing significant impacts to a less-than-significant level; one of these alternatives is scientific data retrieval through archaeological excavation. The multi-phase excavation recommendations for CA-Mrn-495 are well within the bounds of acceptable archaeological mitigation procedures as defined in Appendix K of the CEQA Guidelines and the State Office of Historic Preservation.

In excavating a site, there is a point at which redundancy of cultural material occurs. In practical terms, no archaeological site that is in jeopardy of being destroyed can be 100 percent hand excavated through conventional means. Experience dictates that excavation of 20 percent or less of the total metric volume of a site deposit will render a sufficient sample of the cultural materials and features present to adequately address research issues. In regard to CA-Mrn-495, because the entire remaining intact midden deposit would be destroyed if the site can not be avoided and the road alignment passes through the resource, a 20 to 25 percent systemic, conventional excavation is recommended.

In order to maximize the recovery of prehistoric cultural materials from the site, prior to construction, a systematic grading program is recommended, following the conventional hand excavations. More importantly, by grading the entire area to a culturally sterile depth, this procedure would facilitate the discovery of any prehistoric human burials that otherwise might not be discovered.

Indeed, if this mitigation plan is implemented the small intact midden deposit at CA-Mrn-495 would be lost through removal. However, archaeological excavation as a mitigation measure results in the retrieval of scientifically important information and the proper removal and respectful disposition of prehistoric Native American burials.
See also Master Response T, "Master Response to Archeology Mitigations."

Response to Comment 19-102

See "Highway Analysis" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 19-103

As noted in Impact 5.7-6 on page 5.7-38, Lucas Valley Road would be realigned to provide adequate stopping sight distance, and is not dependent upon the amount of development.

Response to Comment 19-104

See Response to Comment 16-3(h).

Response to Comment 19-105

The TDM plan cannot be enforced. See Response to Comment 1-10.

Response to Comment 19-106

The RWQCB order for discharges in Lagunitas Creek was implemented to create greater flows for biotic habitat. However, this will not affect water supplies in the District.  

The MMWD undergoes an involved process when determining the water availability for a particular parcel. First, the MMWD develops its overall water supply plan based upon current zoning throughout its service area. To be on the safe side, it assumes maximum buildout of all parcels within the district. The MMWD estimated water demand for its service district through the year 2025. The MMWD has since developed a water supply plan based on this expected demand. The MMWD has developed a firm water supply for the current water demand through 2025.

The commenter is correct in stating that the recent ruling could reduce the amount of available water to the District. The MMWD was unable to give an estimate as to how much this reduction could be, and determined that any estimate would be speculative. However, as the MMWD has supplies to meet demand given expected development through 2025, more than enough water is currently available for existing development. Such a shortage (if any) would only become a restriction decades from now. The MMWD is planning to renegotiate its contract with Sonoma to increase its contracted supply to make up any water lost through stream discharges based on the ruling.

See also Response to Comment 9-1.

Response to Comment 19-107

It is important to remember that the County or EIR consultant is not responsible for establishing the "basic objectives" of the project. This is determined by the project applicant for his or her project. Project objectives as defined by the applicant are included on page 6.0-1 of the DEIR.

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132Information in this response is from a Nichols • Berman conversation with Eric McGuire, Environmental Coordinator, MMWD, January 3, 1996.
Response to Comment 19-108

The CEQA does not require the "maximum mitigation" of impacts. Instead, the CEQA requires adverse impacts to be mitigated to a less-than-significant level. Maximum mitigation for many impacts would be no development at all, which is an option for consideration by decision-makers on project merits and not a CEQA requirement. In any event, project redesign would not be mitigation, but a different alternative. See the discussion on page 6.0-2 of the DEIR as the why a mitigated design alternative was not included.

Response to Comment 19-109

The comment is unclear as to which impacts to Lucas Valley Road the commentor is referring. Any development would create impacts to Lucas Valley Road through increased trip generation. However, these impacts are only significant if certain thresholds are passed. To completely avoid impacts no development would be required.

The commentor is referred to the significance criteria used in the traffic analysis on page 5.7-10 of the Draft EIR, and to the separate discussions of Traffic and Circulation impacts under each alternative analysis.

Response to Comment 19-110

Comments in regard to opportunities to reduce impacts are noted. Many of these measures have already been used in the DEIR or were already implemented during project design of the 1992 DEIR. For example, reducing the size and bulk of structures and relocating buildings away from creeks was included in the project redesign. Using natural erosion controls and revegetating with native plants are included in mitigations in the current DEIR (Impact 5.1-2 on page 5.1-20 and Impact 5.3-1 on page 5.3-19 of the DEIR).

For restrictions in the Countywide Plan, see Response to Comments 14-56 and 14-58.

The commentor is correct in stating that no environmental analysis has been performed whether the maximum number of residences could be built. Presumably this comment is questioning the feasibility of the Current Zoning Alternative, and whether that alternatives' number of housing units could be built. An alternatives analysis can be provided in less detail than the discussion of the significant effects of the Proposed Project (the CEQA Guidelines, see discussion under Section 15126). As stated in the Residents Ad Hoc Stadium Committee v. Board of Trustees (89 Cal.App.3d 274, 286), "The discussion of alternatives need not be exhaustive, and the requirement as the discussion of alternatives is subject to a construction of reasonableness. The statute does not demand what is not realistically possible given the limitation of time, energy, and funds. 'Crystal ball' inquiry is not required."

Response to Comment 19-111

See the discussion of the Hamilton site in the Master Response H, "Master Response on Alternative Site Analysis."

The purpose of an EIR is not simply to identify sites that could simply physically accommodate the project, but rather feasible sites. As explained in the discussion of the St. Vincents / Silveria site in Master Response H, "Master Response on Alternative Site Analysis," the property was found infeasible because it would "represent a serious departure from present planned uses," which is now primarily
residential. Future plans are likely to also focus on residential uses.

It is unlikely that the St. Vincents / Silveria site will allow for large-scale commercial zoning anytime soon. It was the overall recommendation of the St. Vincent's / Silveria Advisory Committee (including the commentor, serving as a representative of the Marin Audubon Society), that the unconstrained areas of the St. Vincent lands remain zoned residential.
November 22, 1995

MARIN COUNTY COMMUNITY DEVELOPMENT AGENCY
Marin Civic Center - Hall of Justice
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

Re: 10/13/95 Draft Environmental Impact Report on Lucasfilm Master Plan and Use Permit Application

Good people:

This letter of comment upon the above DEIR is written on behalf of LUCASFILM LTD., the applicant herein, to address the following four areas:

* Project Description;
* Alternate Sites Analysis;
* Project Alternative Analysis; and
* Parking Facilities (clarification of typographical error).

1. Project Description (Buildings and Building Uses)

A. Grady Ranch

The Grady Ranch facility is designed for the creation of images, through computer and digital technology, to be used in all forms of entertainment and commercial media. So-called "digital production" involves techniques quite unlike the traditional methods previously employed in the entertainment industry, where the filmmaker was constrained by the fixed image reproduced through photochemical processes. In digital production, images and backgrounds, either generated by or scanned into computers, can eliminate the need for lights, cameras, sound equipment, background sets, sound stages, large casts of extras, physical models, etc. In many ways similar to Lucasfilm's post production sound facilities at Skywalker Ranch and ILM's computer graphics offices in San Rafael, the Grady Ranch digital production facility will consist of offices occupied by artists and technicians and their computer equipment. Such equipment will be far more complex than individual workstation computers of the type commonly used in most businesses today, and must be extensively networked so as to
permit a large number of employees to be working on a similar project at one time.

The precise interior of the Grady Ranch buildings will be designed when this project reaches the Development Plan approval stage. From past experience in its other facilities, however, Lucasfilm is able to provide the following general descriptions as to the design and uses of the proposed buildings:

(1) Main Building. This building will house the preponderance of the Grady Ranch employees, who will occupy offices either alone or in small task groups. Apart from the space to be occupied by corridors, food preparation and restaurant areas, common areas, the "blue screen" rooms described below, and other ancillary uses, the Main Building will be devoted to such offices. The average office size will be approximately 600 sq. ft., reflecting the space requirements of the necessary computer equipment and the variable size of the task groups using that equipment. At the rear of the Main Building will be located up to four "blue screen" rooms, each of which will be largely underground and 55 ft. in interior height, which allow for the digital or photographic recordation of an image against a neutral blue background. That image can then be digitized and manipulated by computers, and the "missing" background can be digitally replaced with computer generated scenes appropriate to the location and period of the production.

(2) Ancillary Building. If it is ever constructed, this building will be designed and used in a manner similar to the Main Building. Should the Grady Ranch population never reach the 340-person maximum, and/or if all Grady Ranch employees can comfortably be accommodated in other buildings on the Grady Ranch property, it is possible that this building may not be constructed.

(3) Guest Accommodations. The lodge and guest cottages are designed for short-term overnight use by clients and/or non-local production technicians engaged in a phase of production requiring several days presence on the site. By affording this opportunity, Lucasfilm can eliminate the need for those visitors to commute from hotel accommodations located off-site.

(4) Day Care/Recreation Building. Lucasfilm's pioneering of on-site day care at Skywalker Ranch has proven enormously popular with its employees and has become a model for other companies. Having day care on-site allows relaxed, off-hours commuting and affords opportunities for parent/child contact during the work day. The Fitness Center at Skywalker Ranch provides opportunities for exercise and recreation before,
during and after work hours without having to commute elsewhere to do so. Similar services will therefore be provided for Grady Ranch employees.

(5) Gate House. This building will house those employees responsible for property management, including maintenance and security services.

B. Big Rock Ranch

It is not certain when the office facilities to be located on Big Rock Ranch will be constructed, but such construction is not expected to begin until some time after construction at Grady Ranch has been completed. Accordingly, because the Marin County Community Development Agency has required Lucasfilm to include the Big Rock Ranch property in its Master Plan application, the pending application describes the proposed facilities in detail and requests a "Development Agreement" under which the approvals for this portion of the project will remain active for 15 years.

When they are built, the Big Rock Ranch facilities will be designed for the creation and distribution of interactive entertainment and educational products. In the current state of technology, such products mainly consist of CD-ROMs, PC software, computer game console cartridges, and the like. In the future such products may also be accessed over network computers, telephone lines, or by satellite transmissions. The predominant focus of the Big Rock Ranch facilities will be to develop the "software" through which a user will be able to interact with educational and entertainment experiences. The physical act of manufacturing and packaging individual products would not occur on the property.

(1) Main Office Building. The Big Rock Ranch facilities will also be office buildings occupied by employees in computer workstations. Because this work does not require computer equipment so extensive as that to be employed at the Grady Ranch, the individual offices to be located in this building will be smaller, probably averaging approximately 300 sq. ft. in size.

(2) Archives Building. This building will be used for the storage of files, equipment, and archival materials.

(3) Maintenance/Management Building. This building will house the service personnel responsible for providing property management, maintenance and security services.
(4) Gate House/Manager's Office and Residence. The Gate House will be used to monitor access to the property. The Ranch Manager will occupy and use the balance of this small facility.

2. Alternate Sites Analysis.

Over a period of several years preceding its first filing of the pending application, Lucasfilm investigated 16 other sites to determine whether they might meet its needs for the project outlined above. Those sites are listed on pages 6.0-21 through 6.0-29 of the DEIR. In evaluating those sites, Lucasfilm's representatives were guided by the following criteria:

A. Location. The location of the site (or adjacent sites) must be:

* Within three to five miles from the existing Skywalker Ranch and San Rafael facilities, on roads easily traversible at all hours of the day (including traffic "rush" hours). This proximity is necessary to allow small numbers of key Lucasfilm personnel to meet at the various facilities with a minimum of resulting "down time". Such conferencing, at the site where the projects under discussion are underway, is an indispensable part of the creative process.

* Approximately equidistant, in terms of travel time, to Lucasfilm employees residing in southern, central, and western Marin County. The ability to be flexible as to housing location is an important part of the incentives needed to attract first-class talent.

* Situated well away from constant noise sources such as Highway 101 or overhead routes for low-flying aircraft. This quiet is required both for technical reasons and to provide the "campus" ambiance discussed below.

B. Size. In order to create a campus-like facility for up to 640-employees, with rural tranquillity and surrounding open-space amenities similar to the Skywalker Ranch, the site(s) will have to aggregate at least 1,000 acres in size. As already has been proven at the Skywalker Ranch, such a "campus" setting is an invaluable part of the collaborative process which attracts
and retains top talent and results in the best possible creative product.

C. Topography. In order to permit design flexibility allowing structures to be screened from public view and from each other, the site(s) will have to be located in hilly terrain. This design is indispensable both to creation of a "campus" ambiance, to avoid public interference with daily work, and to minimize the project's impact upon the surrounding area.

D. Availability. Fee title to the site(s) must be available for purchase, on economically feasible financial terms, in time to permit the commencement of construction in 1996.

E. Environmental Constraints. The site(s) should not pose such natural environmental constraints (e.g., endangered wetland habitat) or man-made environmental problems (e.g., toxic contamination) as would likely prevent or delay development.

Eleven of the 16 sites studied are not available for acquisition of fee ownership. In addition, all of the 16 sites failed on a number of other counts to meet the above-stated criteria, as summarized below:

(1) Former Fairchild Semiconductor Plant
   * Many miles distant from Skywalker Ranch executive offices
   * Not convenient to southern and western Marin employees
   * Highway 101 noise problems
   * Inadequate site size
   * Flat terrain precludes desired project design
   * Not available for acquisition
   * Toxic problems

(2) Former Fireman's Fund Site
   * Not convenient to western Marin employees
   * Highway 101 noise problems
   * Inadequate site size
   * Flat terrain precludes desired project design
   * Fee ownership not available

(3) Hamilton Air Force Base
   * Many miles distant from Skywalker Ranch executive offices
   * Not convenient to southern and western Marin employees
   * Highway 101 noise problems: possible aircraft noise
   * Flat terrain precludes desired project design
* Fee ownership not available
* Toxic problems; possible wetland problems

(4) Former McGraw-Hill Facility
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to southern and western Marin employees
* Highway 101 noise problems.
* Inadequate site size
* Flat terrain precludes desired project design
* Not available for acquisition

(5) McNear Quarry
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, western and northern Marin employees
* Inadequate site size
* Not available for acquisition
* Toxic problems

(6) Ford Motor Plant
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Toxic problems

(7) Cutting Boulevard Site
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Toxic problems

(8) Point Richmond Site
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Toxic problems

(9) **Highway 80 Site**
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Toxic problems

(10) **U.S. Navy Site**
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central or western Marin (or northern) Marin employees
* Highway noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Toxic problems
* Not available for acquisition

(11) **St. Vincent Property**
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to southern and western Marin employees
* Highway 101 noise problems; possible aircraft noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Not available for acquisition
* Wetlands a constraint on development

(12) **Silveira Property**
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to southern and western Marin employees
* Highway 101 noise problems; possible aircraft noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Not available for acquisition
* Wetlands a constraint on development

(13) **San Mateo Site #1**
* Located outside of Marin County, many miles distant
from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway 280 noise problems; aircraft noise problems
* Inadequate site size.
* Not available for acquisition
* Possible freeway interchange required for access to Highway 280

(14) San Mateo Site #2
* Located outside of Marin County, many miles distant from Skywalker Ranch executive offices
* Not convenient to southern, central and western (or northern) Marin employees
* Highway 280 noise problems; aircraft noise problems.
* Inadequate site size
* Not available for acquisition
* Possible freeway interchange required for access to Highway 280

(15) Shoreline Business Park
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to western Marin employees
* Inadequate site size
* Flat terrain precludes desired project design
* Fee ownership not available for acquisition
* Toxic problems; soils stability problems

(16) Lindaro Office District
* Many miles distant from Skywalker Ranch executive offices
* Not convenient to western and northern Marin employees
* Downtown San Rafael noise problems
* Inadequate site size
* Flat terrain precludes desired project design
* Possible toxic problems

3. Project Alternatives Analysis

Lucasfilm submits that the DEIR's analysis of the "No Project" Alternative (pp. 6.0-2 through 5) and the "Current Zoning" Alternative (pp. 6.0-5 through 13) should be corrected and supplemented as follows:

A. Since the Marin County Community Development Agency has advised Lucasfilm in writing that no rezoning is required for
the proposed uses, to refer to the residential development alternative as the "current zoning" alternative is misleading. It would be preferable to correct those references to read "Residential Development Alternative".

B. The DEIR's analysis discussion of both the "No Project" and residential development alternatives contains no discussion of a significant difference between both those alternatives and the Lucasfilm proposal. Only the Lucasfilm proposal provides for permanent dedication of land (by enforceable deed restrictions) to agricultural and open space uses, as opposed to the designation of such uses merely by Master Plan. Since any Master Plan may be amended by vote of the Board of Supervisors, land uses protected by Master Plan condition alone are nowhere near so protected as are uses protected by permanent deed restriction. Moreover, the County's current agricultural zoning and Countywide Plan policies in favor of agricultural and open space uses, while so far upheld in court, are of the type under strong judicial and legislative challenge across America. In light of current legal trends, there can be no assurance that agricultural and open space uses of the magnitude here involved can lawfully be required or otherwise protected by zoning or Countywide Plan policies alone. The environmental benefits of permanent land use protection afforded by the Lucasfilm proposal sets it apart from both of these other two DEIR scenarios. Indeed, when the long-term environmental impact of this permanent protection proposal is correctly assessed, and is considered together with the significant environmental restoration work also included as part of the Lucasfilm project, we question the DEIR's conclusion (see p. 3.0-33) that the "No Project" alternative is "environmentally superior" to the Lucasfilm project as proposed.

C. We submit that the DEIR can and should be clearer, in its discussion of the "No Project" alternative (pp. 6.0-4 and 5), in explaining the state of existing traffic conditions as compared to those which would exist following adoption of the recommended traffic mitigations. Only the most careful reading of this section informs the reader that the "No Project" alternative is environmentally superior in terms of "traffic and circulation" only if the recommended mitigation measures are adopted. Conversely, it is less than clear that, should such measures not be adopted in the "No Project" scenario, the Lucasfilm project is environmentally superior in terms of traffic and circulation. Since no traffic mitigation measures can lawfully be required of Lucasfilm or the owners of the McGuire and Loma Alta Ranches in the "No Project" scenario, that distinction is important and should be highlighted.
D. We also submit that the DEIR can and should be clearer, in its discussion of the "Economic Factors" studied for the "No Project" and residential development alternatives, that (a) neither of those alternatives are economically as beneficial as the Lucasfilm project in terms of net fees and taxes, and (b) neither of these two alternatives even begin to have the consistency with the Economic Element of the Countywide Plan which is so strongly evident with respect to the proposed Lucasfilm project.

4. Parking Facilities (clarification of typographical error)

Page 5.7-42 of the DEIR does not reflect the parking proposed under the Ancillary Building to be constructed on the Grady Ranch. To be consistent with the application on file, the first two paragraphs under Impact 5.7-8 should read as follows (changes are underscored):

"A total of 845 on-site parking spaces in various underground parking garages are proposed as follows:

"Grady Ranch Site"

"* Main Office Building - underground garage - 350 spaces
"* Main Guest Accomodations - underground garage - 32 spaces
"* Child Care/Recreation Building - underground garage - 38 spaces
"* Ancillary Building - underground garage - 125 spaces"

We appreciate this opportunity to comment, and hope the foregoing assists in better public understanding of the matters covered in the DEIR.

Yours very truly,

Douglas P. Ferguson
for LUCASFILM LTD.

dpf:dm
cc: Lucasfilm Ltd.
    Attn: Gordon Radley, President
RESPONSE TO LETTER 20
LUCASFILM, LTD.
DOUGLAS P. FERGUSON

Response to Comment 20-1

Comment noted. See also Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 20-2

Comment noted. Note that the applicant's goals and objectives for the proposed project are used to determine the feasibility of alternative sites. These goals are described on page 2.0-12 in Section 2.0 ("Project Description"), and repeated in 6.0-1 in Section 6.0 ("Alternatives").

Response to Comment 20-3

(A) -- The term "residential development alternative" is more descriptive. However, the change in name would not change the analysis.

(B) -- Comment noted. For purposes of environmental analysis under CEQA, protection under deed restriction versus Master Plan is considered similar. The advantages of deed restriction should be considered during review of the merits of the project, which occurs after environmental review. See also Response to Comments 14-56 and 14-58.

Response to Comment 20-4

The mentor is correct. As the No Project Alternative would not include traffic mitigation measures, this alternative would be the only alternative with significant unavoidable environmental impacts. In response to this comment, the following section on page 6.0-33 is revised as follows:

TRAFFIC AND CIRCULATION

In general, greater development would result in greater impacts. The No Project Alternative would be the superior alternative from a traffic and circulation standpoint, as traffic volumes would not increase due to development on the project site. However, measures would still be required to mitigate impacts from cumulative development.

This would be followed by the Grady Ranch Development Only Alternative would be the superior alternative from a traffic and circulation standpoint. While this alternative would result in lower daily and peak hour traffic rates, the same levels of service would be created as the Proposed Project.

The Proposed Project and the Previous Project would be expected to create the similar amounts of traffic. Comparing the 1992 Draft EIR and this EIR would show a greater amount of impact from the Previous Project, but this is largely due to differing methodologies. Both the Proposed Project and the Previous Project would have the same levels of service.

The Current Zoning Alternative would result in greatest amount of daily and PM peak hour trips, but required mitigations would be similar.
The No Project Alternative would be the least superior alternative from a traffic and circulation standpoint, even though traffic volumes would not increase due to development on the project site, because mitigation measures for cumulative development would not be implemented. Traffic impacts would therefore remain significant.

In addition, the summary text under "Traffic and Circulation" in Exhibit 6.0-1 is revised as follows:

All Alternatives would result in Level of Service impacts. The No Project Alternative would be the only alternative that would result in significant impacts, as the development alternatives assume appropriate mitigation would occur. (Note that the significance after mitigation of LTS is still shown on the table for consistency with the rest of the table, and to show that mitigation is possible for this alternative, even if not implemented.)

In addition, the following sentence is added at the end of the first paragraph of the Traffic and Circulation section on page 6.0-4:

However, under the No Project Alternative, these mitigations would not occur and therefore would remain significant.

Response to Comment 20-5

See Master Response K, "Master Response on Consistency with County Economic Development Objectives."

The major focus of an EIR economics analysis is not to discover the purely economic impacts or benefits. Rather, an economic analysis is performed to discover if economic impacts could lead to adverse physical impacts. As stated on page 5.11-7 of the DEIR, "economic or social effects shall not be treated as significant effects on the environment," but can be significant if they result in a physical effect on the environment (See Citizens for Quality Growth v. City of Mount Shasta, 198 Cal.App.3d 433). Fiscal effects are only discussed to this end. The purely fiscal effects of the Proposed Project versus the No Project Alternative concerns the merits of the project, which should be addressed later in the planning process (as described on page 2.0-33 of the DEIR).

The fiscal impact analysis conducted in March, 1995 by SKMG on behalf of the project applicant, analyzed the potential costs and revenues which may accrue to the County of Marin as well as other service providers from the proposed Lucasfilm project and a residential alternative of 206 units. That analysis indicated that the County may receive an annual positive net fiscal benefit from the Lucasfilm project of approximately $167,350, and that the project may result in an overall positive net fiscal impact to all agencies providing municipal services of approximately $411,500 per year. In contrast, the residential alternative is estimated to result in positive net impact to the County of approximately $98,145, and an overall positive net fiscal impact to all agencies providing municipal services of about $206,800 per year. Based on the SKMG analysis, the Lucasfilm project would contribute a larger ongoing fiscal surplus to the County and other service provision agencies than the residential alternative. As discussed below, the SKMG analysis omitted a key revenue source, business license fees, which could potentially contribute to a substantially greater fiscal surplus than that previously identified in the DEIR. Any business license fee revenues attributable to the proposed project would result in a dollar-for-dollar increase in the projected fiscal surplus to the County.

While the fiscal impact analysis did not include an analysis of the "no project" alternative, it is very likely that such an analysis would find that the "no project" alternative would also generate a fiscal surplus; however, it could be expected that the surplus would be smaller than that projected for the
proposed project. This is because the “no project” alternative would not involve the same potential increase in revenues.

Response to Comment 20-6

The commentor is correct. Page 5.7-42 of the DEIR is revised as follows:

A total of 720 845 on site parking spaces in various underground parking garages are proposed as follows:

Grady Ranch Site

- Main Office Building -- underground garage -- 350 spaces
- Main Guest Accommodations -- underground garage -- 32 spaces
- Child Care/Recreation Building -- underground garage -- 38 spaces
- Ancillary Building -- underground garage -- 125 spaces

Note that the EIR project description on pages 2.0-19 and 2.0-20 of the DEIR correctly state the number of parking spaces.
November 27, 1995

Marin County Community Development Agency
Marin County Civic Center
3501 Civic Center Drive - Room 308
San Rafael, CA 94903

Attention: Tim Haddad, Environmental Coordinator

This is in reference to the Draft Environmental Impact Report on the Lucasfilm Master Plan and Use Permit Application dated 10/13/95. This letter of comment on the DEIR is written on behalf of LUCASFILM LTD., the project applicant.

At page 5.7-10: The DEIR states that "...all of the study intersections evaluated in this report are within the City of San Rafael, ..."

In fact, only two of the six intersections studied are within San Rafael. These are the intersection of Smith Ranch Road with the Highway 101 northbound ramps and Lucas Valley Road with the Highway 101 southbound ramps. The other four intersections studied, Lucas Valley Road at Los Gamos Road, at Las Gallinas Avenue, at Miller Creek Road, and at Mt. Lassen Drive are within the jurisdiction of the County of Marin.

Sincerely,

Robert L. Harrison
Response to Comment 21-1

Comment noted. The DEIR on page 5.7-10 is revised as follows:

...In addition, because all some of the study intersections evaluated in this report are within the City of San Rafael...
October 25 1995

Tim Haddad
Environmental Coordinator

Dear Mr. Haddad,

I am very concerned about the proposed expansion of Lucasfilm. There are two major points:

1. The impact of the proposed changes will be severe.

2. The real disaster is the establishment of a precedent allowing development outside of the 101 corridor.

Please protect us, Marin, and the county plan. Marin should not be for sale. The valley is not named for this Lucas.

Thank you

David Feldin MD
5 Mt. Hood St, San Rafael, Ca 94903
415-1443
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: David Gil
5 Mt Hood Ct
San Rafael CA 94903-1218

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE CONSIDERATION GIVEN TO PRECEDENT. The EIR should adequately and fully explore the precedent-setting effect this project will have on land use on all similarly-situated RMP and ARP zones in Marin County; and on all Agricultural land in Marin County. The EIR should fully explore the financial effect this precedent will have on land values: the increase in value of the project land, adjacent lands and other agricultural lands in West Marin. The EIR should fully study the short-term and long-term effect this precedent will have on the Agricultural-Dairy industry in Marin County. The EIR should study the short-term and long-term effect this project will have on attracting more similar companies to Marin who will want to locate on "campuses" in West Marin.
RESPONSE TO LETTER 22
DAVID GALIN

Response to Comment 22-1

Comment noted. Growth-inducing impacts are already included on pages 3.0-36 to 3.0-38 of the DEIR. See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 22A-1

Section 3.5 ("Growth Inducing Impacts") on pages 3.0-36 to 3.0-38 already discusses the precedent-setting effects of the project, such as additional development on agricultural lands, including ARP lands. This section also addresses the precedent-setting effects in the City-Center Corridor, including RMP lands. The precedent-setting effects on agricultural land in general is also identified and discussed. See also Master Response P, "Master Response on Growth-Inducing Impacts."

CEQA does not explore the financial effects of proposed projects on land values, only physical environmental effects. Financial effects on land values concern the merits of the project, which should be addressed later in the planning process.

Attempting to determine the effect that this project would have on "attracting more similar companies to Marin who will want to locate on "campuses" in West Marin would be speculative at best. Even if an analysis were possible, it is unclear what this would accomplish.
2208 Juniperberry  
San Rafael, CA 94903  

Tim Haddad  
Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive Room 308  
San Rafael, CA 94903-4157

Re: DEIR LucasFilm

Dear Mr. Haddad:

As a resident of Marinwood, I would like to express my concerns regarding the LucasFilm development proposal. Although I believe this project is the best long-term solution for keeping Lucas Valley in its relatively pristine open space setting, I would like more specific restrictions imposed on the control & reduction of traffic generated by the development.

The special quality of life in Lucas Valley is anchored by the illusion of Lucas Valley Road as a winding country road. I vehemently would not want to have anymore traffic signals installed along this road. Since traffic is currently pretty heavy between 7:30-8:30 AM, I would like LucasFilm to adhere to staggered work hours outside of this window. I would also like LucasFilm to adhere to a specific carpooling requirement and a shuttle bus service from the 101 commuter parking lot to their worksites.  

Please inform me of any future public meetings regarding the progress of this proposal. I would like to see this proposal approved with more specific requirements for items #6 & #13 in a speedy manner. Thank you.

Sincerely,

Meida Pang Von Blum
Response to Comment 23-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project. See also Response to Comment 1-10 regarding TDR programs.
Jan Als Wiegert  
Marin County CDA Planning Commission  
Marin County Civic Center, Room 308  
San Rafael, CA 94903

Dear Ms. Wieger:

We are writing to voice our strong opposition to the proposed Lucasfilm development in Lucas Valley.

We are opposed to the development for two reasons. First, the traffic impact of this development is simply unacceptable. But, most importantly, the location of this development is totally inconsistent with the vision and intent of the Marin Countywide Plan. Both the individual development and the precedent of permitting commercial development in Marin's inland valleys strikes fear in our hearts. We strongly urge you to oppose it.

Sincerely,

Marisa Battilana
Norman Nayfach
RESPONSE TO LETTER 24
MARISA BATTILANA AND NORMAN NAYFACH

Response to Comment 24-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
Dear Sir: May 13, 1975

If this plan goes through, I know it will increase the traffic on Lucas Valley Rd.

I live on Quietwood Dr. and I use Miller Creek to Lucas Valley every day.

If this goes through, I hope and believe there should be traffic signals installed at Miller Creek and Lucas Valley Rds.

Sincerely,

James H. Bean
305 Quietwood Dr.
5.82, 84403

Mr. Elbert Bean
685 Quietwood Dr.
San Rafael, CA 94903
RESPONSE TO LETTER 25
ELBERT BEAN

Response to Comment 25-1

Comment noted. The DEIR recommends signalization at this intersection as a potential mitigation measure.
deMey

Tim Haddad, environmental coordinator
Marin County Community Development Agency
3501 Civic Center Drive
Room 308
San Rafael, CA 9903-4157
November 5, 1995

Dear Sir:

I took a quick glance at the front page of the JJ for November 1, 1995, and I saw four big news items. Three were horrific in nature and one, I thought, was cause for joy.

One was the fire bombing of a Novato school. Kids protesting the quality of education or having to go to school in the first place or needing a major Hallowe’en prank fix. In any case, reprehensible and something wrong that will be righted, we hope. One was the conviction for murder of a man found guilty of killing a brave citizen from Fairfax, the murderer killing while in the process of committing another crime; the victim reacting as a good citizen and dying because of it. Certainly a tragedy for all of us who believe in a moral society. The bad guy will appeal if he can afford it and be released in three years to do it again, recidivism for criminals being what it is. One was the stunning crash of a big rig off the 101 overpass in San Rafael. Death for the driver and certainly an instant of terror for witnesses that causes hearts to stop, minds to contemplate mortality and bless their good luck in not being in the wrong place at the wrong time.

The last was information surrounding Lucasfilm expansion of its facilities in Lucas Valley. Wowee, I thought. Terrific! How great to have a successful enterprise in Marin wanting to get bigger. And such an enterprise: glamour, intelligence, creativity, cutting edge, 21st Century stuff. This was the good news article. Wrong. In order for Lucasfilm to prosper it must be punished, which may of course prevent it from prospering. Times were when we were glad to see people do well; when business succeeded so did the community. All the obvious political arguments; jobs, tax base, growth, and the not so obvious excitement, looking to the future, pride. Communities helped enterprises by building railroads, airports, roads, providing tax relief, police and fire protection, making the community a good place in order to attract good business. If parks seemed the way to go, the community carried the expense.

I gleaned from the article that residents closest to the project were not opposed to it, some even welcomed it for healthy reasons mentioned above. There were those who want to soften the changes that will come. Fine. Change is difficult; change is fatiguing, change is scary. However, it is impossible to prevent. Either we go forward or we go back, but change is inevitable. But if that is indeed the Sisyphean challenge, then it is the job of the community to do it, not the business. Professional EIR types were hired to figure how to guarantee that little would be changed. Fine, again. However, unbelievably, they suggest that Lucasfilm pay for it all. The nature of business is to grow or die. Its job is not to guarantee the health of the community as well; that is the citizens’ job. Responsible communities weigh the benefits and losses, enhance the former and mitigate the latter. If business is required to do both jobs your community has admitted failure.
Now I see Lucasfilm will be required to modify the county road, supply the county with stop-lights, plant its own trees, run its own bus service, dedicate its own land to purposes totally unconnected to its business. It already maintains its own fire department which is volunteered throughout the county for the good of all of us. I thought these were things businesses and their employees paid for with their taxes. Will the taxes go to supervisors who will watch as Lucasfilm does the things the county should be doing...with the taxes?

I understand some residents of the county wanting to preserve the rural quality of West Marin. What I don't understand is not accepting the responsibility for their desires. Just wishing things were so does not justify forcing someone else to do a self-destructive act. Passive resistance is the term for what is happening here; do nothing and make the other side make all the adjustments and then feed off the results. That is what parasites do. There are healthy ways to soften the changes but it requires commitment of time or money from those who do the wanting. For instance, do they care enough to buy and maintain the openspaces themselves? That's what Clint Eastwood did in Carmel. Do they want to heft shovel and pickax and widen the roads themselves? Are they willing to pay someone else to do it for them? That's what taxes are for. Will they see an opportunity in operating the jitney bus for commuters, offer a service and make a profit besides? Constructive solutions abound. Lucasfilm wants to do business and the Lucas Valley residents want peace and quiet; there is no right or wrong here, only wants; there is no moral justification for one side to take it out of the hide of the other.

Change happens; it is the job of citizens to see to it that their community changes the way they want. Punishing Lucasfilm only makes the company poorer and it sickens the business environment in Marin. Other income-generating companies will see the theft of Lucasfilm assets and go somewhere else. Change will happen and it will be not what you expect. Parasites kill the host and then die.

Meanwhile, I'll bet it's fun to dig in your heels and say: Bring your vitality, your prosperity, your taxes, take your risks, work hard and grow, but don't expect us as your societal environment to cut you any slack or help in any way. We want to share in your success, and we'll take all we can get, but don't ask us to share in the labor or responsibility. It's fun to tell people what to do, especially if you know your demands are prerequisite for doing what they want very badly to do. It's power; it's greed; it's extortion; it's tyranny. But, you'll eventually kill the host and won't that be wonderful for Marin.

So this was a bad news story also.

Sincerely,

Martha de Mey
Fairfax, California

cc: Independent Journal
RESPONSE TO LETTER 26
MARTHA DE MEY

Response to Comment 26-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 5, 1995

Tim Haddad, Environmental Coordinator
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4157

Dear Time Haddad,

Please do everything you can to block the Lucas development plan. I frequently use Lucas Valley Road and the traffic can be dangerous as it is. There are many bicyclists, runners, hikers, tourists, work-trucks etc. With the inevitable increase in big trucks, limousines, and maintenance vehicles that will accompany the expansion, I fret that the road will become more dangerous.

Another concern, and one that can will only be exacerbated by building a wider Lucas Valley Road, is the loss of the Valley's natural spaciousness and atmosphere. Marin is steadily losing its open space and with it, it's beauty and peacefulness. Please do not continue Lucas Valley down the road of congestion and expansion.

Sincerely,

Kirk Black
RESPONSE TO LETTER 27
KIRK BLACK

Response to Comment 27-1

Comment noted. Road safety impacts are addressed in Impact 5.7-5 on page 5.7-37 of the DEIR.
Tim Haddad  
Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive  
Room 308  
San Rafael, CA  
94903-4157

SUBJECT: Comments about the Lucasfilm Grady Ranch/Big Rock Ranch EIR  
SCH# 95033021

Dear Mr. Haddad:

As residents of Upper Lucas Valley and neighbors of George Lucas and his Skywalker Ranch, my husband Laurence, my son Lance and I give a vigorous four thumbs up to Lucas' proposed expansion. We support this proposed expansion based upon our review of the project and attendance at several meetings in the neighborhood about the project.

George Lucas has been and continues to be an excellent neighbor who is sensitive to the environment and the concerns of his neighbors. He also provides much needed high quality jobs to the Marin economy which has a clear multiplier effect on the County’s economy. His is the type of development we should be encouraging in this County. We feel fortunate that an employer of his caliber is willing to implement the wide ranging and costly development plan, complete with appropriate mitigation, that he is proposing.

While additional traffic on Lucas Valley Road is a concern, peak hour traffic problems can be managed, if not completely mitigated, by the imposition of traffic management plans as part of the project mitigation. Traffic has become much worse in the area with the advent of the two new housing developments west of Lucas Valley, Lucas Valley Estates and Westgate, both of which add to the cost of services while failing to generate permanent jobs for the County. The mitigation measures as proposed in the EIR address these problems.

We also commend County for the thoroughness of the EIR and their diligence is assuring the quality of the project. The document is rational and fair.

Sincerely,

Laurence and Melinda and Lance Luedtke

28-1

cc: Supervisor John Kress
RESPONSE TO LETTER 28
LAURENCE AND MELINDA AND LANCE LUEDTKE

Response to Comment 28-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 11, 1995

Mr. Tim Haddad  
Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157

Dear Mr. Haddad:

As a resident of Lucas Valley, I am very concerned about the proposed Lucasfilm expansion in our area. There are a number of issues that the EIR fails to address or addresses inadequately. The most important issues are the following:

1. The project is inconsistent with the county-wide plan and existing zoning regulations. The areas of concern were zoned agricultural and residential, with a provision allowing "limited office space." The magnitude of this proposal, including a 50-foot high sound stage, hardly qualifies as "limited office space." This is an enormous commercial venture that will be located in a rural county area that should remain residential.

2. The EIR does not address other potential sites for this project. The county simply accepted Mr. Lucas's judgment that the 16 other sites he looked at in Marin were not adequate for his needs. The EIR preparer should have done an independent investigation of other possible sites.

3. The traffic impact on Lucas Valley Road is a major issue. The EIR based its assessment on a 2-day survey of traffic to and from Skywalker Ranch. This is hardly representative of the traffic that will be generated by this new project located on the Grady and Big Rock ranches. Besides the traffic congestion, the noise from construction vehicles traveling up and down Lucas Valley Road will be intolerable. The valley has narrow, steep sides, and noise from heavy vehicles will echo throughout the valley.

4. The EIR does not address the exact nature of the business that will be conducted in the buildings that are to be constructed. Until we know the types of machinery and equipment that will be used, it is impossible to know how many service vehicles will be traveling to the project and how many trips will be made by vendors, contractors, visitors, crews, etc.

5. The EIR fails to address the massive grading that will be needed on the Grady Ranch to allow Mr. Lucas to build his proposed project. Extensive landslide mitigation will be required. The area in question is composed of serpentine rock, which contains asbestos. The EIR does not address what will happen when this asbestos is released during blasting.

6. According to the EIR, Skywalker now has 288 people working in a building that was designated to have 180 people working in it. If the Lucas people are already defying the existing regulations, what guarantee do we have that they will abide by any future rules?
7. The EIR does not address the adaptability of the proposed structures to other uses should George Lucas's empire crumble some day. Houses built on that land will always remain houses, and their use in the future will not be in question.

Lucasfilm is a commercial entity that should be located along the Highway 101 corridor, which would be consistent with the county-wide plan. It is the right venture in the wrong location.

Very truly yours,

Judith A. Rodich
10 Mt. Rainier Drive
San Rafael, CA  94903
RESPONSE TO LETTER 29
JUDITH A. RODICH

Response to Comment 29-1

See the discussion in Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 29-2

See Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 29-3

Comment noted. The Trip Generation Methodology (a discussion of which starts on page 5.7-11) meets both professional and County of Marin standards.

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues." There is no evidence that traffic noise would create "intolerable" conditions. Traffic Noise Impacts are covered in Impact 5.9-2 on page 5.9-8.

Response to Comment 29-4

See Response to Comment 16-1.

Response to Comment 29-5


Impact 5.1-4 on page 5.1-24 of the DEIR addresses disturbance of serpentine rock during construction.

Response to Comment 29-6

See Response to Comment 12A-11.

Response to Comment 29-7

See Master Response 0, "Master Response on Project Stability / Abandonment Issues."
LETTER 30

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency

Subject: Lucasfilm Draft Environmental Impact Report

I have been a resident of Lucas Valley since 1980; I have lived in Marin County for 48 years, since 1947. I am a retired professional engineer, involved in design and construction of various facilities, and in project administration for the major part of my 43-year career, much involving substantial mitigation to minimize environmental impacts.

I have reviewed the Draft EIR for the Lucasfilm proposed project, prepared for the County by a large number of engineering and specialist organizations, whose reputations depend on their expertise and impartiality. I consider it a high-quality even-handed comprehensive document, enumerating significant impacts and describing required mitigation measures, which Lucasfilm must incorporate in order to get approval, and which will be monitored by the County or other government agencies. This is a well-planned project, and with incorporated mitigation requirements will have minimal undesirable effects. Visually the public will see little change in the present rural countryside.

I have a great appreciation for the natural beauty of Marin County, and have worked for preservation of wildlife habitat in the County. I have been a member of the Sierra Club, The Nature Conservancy, and the Marin Audubon Society for over 35 years. I support the Marin Agricultural Land Trust. I was on the Board of Directors of the Marin Audubon Society at the time Audubon Canyon Ranch on Bolinas Lagoon was acquired. I am currently an active docent at Audubon Canyon Ranch, aiming to instill an appreciation for wildlife habitat in 4th and 5th graders from Bay Area schools.

The exceptional concept of permanently deeding over 3200 acres of woodlands and grasslands -- over 5 square miles --, or 97% of the project area, to agricultural use and open space is highly desirable. Stream erosion control, riparian restoration, and tree planting will benefit the habitat. A designed trail system traversing the ranches would offer recreational access to hikers and joggers. The developed 138 acres will provide a campus-like setting for facilities for creative professional personnel working for a responsible, innovative, profitable, tax-paying organization.

The certain alternative to the Lucasfilm project is eventual further residential development on the properties. The Draft EIR clearly indicates the undesirable environmental impacts for this alternative as compared to the proposed Lucasfilm project, including significant visual impact, higher traffic loads, and greater demands on public services.

Traffic impact is of concern for any development of the property, as well as for the overall Marinwood-Lucas Valley-Big Rock area. The Draft EIR identifies present congestion points which the County has the responsibility to relieve by appropriate solutions. The additional traffic resulting from the proposed project is a small fraction of the traffic eastward from Lucas Valley Estates to Highway 101. During the past year, except for the three summer months, I have driven an once a week, on average, west from Lucas Valley to Olema, during weekday morning commute hours. Although the number of cars driving east from Nicasio Valley area, West Marin, and Petaluma is substantial, there was never any congestion of either eastbound or westbound traffic. I do not consider the additional traffic arising from the proposed project, basically counterflow to residential commute traffic, to be significant.

11-13-95

John Nelson
33 Mt Foraker Dr, San Rafael, 94903
RESPONSE TO LETTER 30
JOHN NELSON

Response to Comment 30-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: Ralph A. Joanes
144 W. Witterburno St.
San Rafael, CA 94903

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE MONITORING DATA. The EIR does not adequately address now the county will monitor applicant's compliance with use permit. Applicant was currently in violation of currently allowed number of employees (people) on site. In April 1995, there were in excess of 180 people on site: 243 employees plus 45 "contractor employees" for a total of 288 employees. This aspect of the project is critical because applicant asks for a total of 640 additional employees on the expansion site. The EIR estimates that parking for 640 employees would require 506 parking spaces. Yet applicant plans to have 845 underground on-site parking spaces in additional to "an undetermined number of at-grade parking spaces."
RESPONSE TO LETTER 31
RALPH O. JONES

Response to Comment 31-1

See Response to Comments 12A-11, 14-7, and 17-29.
I respect fully submit the following testimony for the written record of these proceedings and for your consideration regarding:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE FINANCIAL DATA. The EIR does not adequately explore the financial stability of applicant; or the projections and scenarios of future financial stability and instability and how this would affect the project site. Lucasfilm is solely and privately owned by George Lucas. There is no public disclosure or accountability of financial data as there would be in a public corporation.

I would like to remind the Planning Commission that the Buck Foundation was required to establish proof of financial ability to develop their proposed expansion.

Patty Friedman
November 27, 1995

Marin County Community Development Agency
Room 308
Civic Center
San Rafael, CA 94903

Attention: Tim Haddad

Subject: LUCASFILM PROJECT - WHAT HAPPENED TO THE COUNTYWIDE PLAN?

Dear Mr. Haddad,

I have been a resident of Upper Lucas Valley for the past 30 years and live at 6 Mt. Hood Court. In addition, I have been an active member of the real estate community for the past 18 years. I have taken an active position as a volunteer in Lucas Valley to insure that our community remains the wonderful place it has always been for not only the members of this community but for the entire valley for these past 30 years.

A great deal of my business in real estate has come from actively listing property in Lucas Valley. Currently I have a listing at 38 Mt. Muir Court which backs up to Lucas Valley Road. I am now going into the ninth month trying my hardest to sell this home. The home is in excellent condition and the seller has agreed to four price reductions. The only complaint we have had during these many months is the road noise. When the seller moved in twenty years ago there was very little traffic. The poor seller .... fortunately the seller is not forced to sell at a give away price. However, who knows at this point how low the seller will have to go in order to sell his home. Hopefully, we will find a buyer who is moving from a high traffic area and is not bothered by the road noise. I have had two Lucasfilm employees who looked at the home and were turned off by the noise.

TRAFFIC and noise on Lucas Valley Road is only one issue for consideration. I have had a chance to review the Draft EIR Report and attended the recent Planning Commission hearing. A majority of Marin’s population is new to the county since the Countywide Plan was adopted in 1973 and many who are in favor of the Lucasfilm expansion have little or no acknowledge of the development .... let alone the Countywide Plan. Under mandate from the state, Marin began preparing the plan in 1971. The Countywide Plan zoning is our only shield to protect Marin’s rural areas. The plan set aside the Grady Ranch area as a buffer zone to protect the county’s inland
The plan set aside the Grady Ranch area as a buffer zone to protect the county's inland rural corridor. This additional expansion jeopardizes the plan and sets a bad precedent for additional commercial development and rezoning.

ALTERNATIVE SITES were not even included in the Draft EIR Report. The former Fireman's Fund Site has been vacated and the company recently moved to their new complex in Novato. This site has approximately 400,000 square feet. The building is currently for lease and one of the first tenants was Lucas Company which leased approximately 50,000 square feet of space.

Because of the Fireman's Fund building's location on the freeway, at the entrance to Lucas Valley, the availability of space and the possibility of turning some of the surface parking into structured parking Mr. Lucas could build this five story building for his sound stage that he has plans for in the proposed Lucasfilm Expansion. Plus the proposed facility of 184,700 square foot Big Rock Ranch office use would fit quite nicely in the Firemans Fund facility. This would be a perfect site since it is near the 101 Corridor and a shuttle could transport personnel should they need to travel to Skywalker Ranch.

What about the already approved Hamilton Air Force Base as an alternative site. Again this is near the 101 corridor and has public transit. The EIR did not consider the St. Vincent's property as an alternate location. The Catholic Church would like to dispose of the 750 acres. It is both pastoral and in an isolated setting. There is considerable area adjacent to the existing building which could accommodate additional development. There is also a large secluded area, to the north, which all members of the San Rafael Citizen's Advisory Committee agreed had minimal constraint and was an appropriate location for some type of additional development.

The St. Vincent's site is contiguous to the 101 corridor and has immediate freeway access, is adjacent to a bus stop on the main transit line and has water and sewer capacity at the property line in contrast to Grady and Big Rock Ranch properties.

In summation, the DRAFT EIR is inconsistent with the Countywide Plan, inconsistent with the RMP Zoning, inconsistent with APR Zoning, inadequate study of alternative sites, inadequate traffic studies, inadequate specificity of site activities, toxics inadequately studied, inadequate study of projected growth on future traffic, inadequate study of site use continuuity, inadequate financial data and inadequate monitoring data.

LET IT BE KNOWN Lucas Valley residents are not opposed to Mr. Lucas's project for expansion. We simply would like him to find an alternative site. George Lucas is known by millions of people throughout the world as a genius in the film industry. I personally have seen all his films and remain profoundly aware of his brilliance. I personally like his "style" of having a demeanor that is low profile and not
industry and "yes" we are lucky to have him in our beautiful County of Marin. However, it should be a "win/win" for Mr. Lucas and the community at large and that includes the County of Marin and not simply Lucas Valley and West Marin. Believe me this sets a precedent for our county for other industries to change our Countywide Plan.

Sincerely,

Patty Friedman
President/Broker
RESPONSE TO LETTER 32
PATTY FRIEDMAN

Response to Comment 32-1

See "General Discussion of Project Stability / Abandonment Issues."

Response to Comment 32A-1

Comment noted. This is not a comment on the adequacy of the DEIR, but rather on the merits of the project. Note Section 3.5 ("Growth Inducing Impacts") on pages 3.0-36 to 3.0-38 already discusses the precedent-setting effects of the project, such as additional development on agricultural lands. See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 32A-2

The commentor is incorrect. Alternative sites are discussed on pages 6.0-21 to 6.0-29 of the DEIR.

See Master Response H, "Master Response on Alternative Site Analysis."

See also Response to Comment 14-63.
I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INCONSISTENCY WITH COUNTYWIDE PLAN. The EIR should discuss the project's inconsistency with the Marin Countywide Plan. The Marin Countywide Plan calls for such intensive industrial/commercial uses to be located near Highway 101 in the eastern edge of the City Centered Corridor. In locations near Highway 101 the Lucasfilm project would be near public transit. It would be near existing commercial and employee support services, such as transportation, shipping & delivery, retail stores and restaurants.
Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Rm. 308
San Rafael, CA 94903-4147

Dear Mr. Haddad,

As you are aware, there is sharp disagreement as to whether the proposed Lucasfilm complex on Grady and Big Rock Ranches should be designated "light industry", which would require an Amendment to the County-wide Plan, or "commercial office buildings", which would not. In the view of many, "light industry" more accurately reflects the planned facility's film production function, and the size of the project more than justifies a full examination of all pertinent issues through the Amendment process.

Lucasfilm, understandably, wants to avoid that process, which might well end in a verdict against them. Therefore they seek to blur the distinction between "office buildings", as commonly understood, and those buildings in their proposal where the manufacture of marketable products would take place. In their promotional brochure of October 25, 1995 (sent to thousands of Marin County residents), we find such passages as: "offices...for the creation of multimedia entertainment and educational products"; "commercial office buildings...for the creation of interactive multimedia products"; etc. Thus office buildings are equated with production facilities.

Lucasfilm representatives, in their briefing at the Lucas Valley Homeowners' Association Community Center November 9, often juxtaposed the same contradictory terms. Perhaps their operating principle is: if you say it often enough, people will accept it.

Lucasfilm has a major interest at stake, and there should be no surprise at this "wordsmithing" or "spin doctoring" on their part. But it is surprising that the Draft Environmental Impact Report (DEIR) on their proposal, intended as an independent and impartial document, adopts the questionable Lucasfilm terminology, frequently and unnecessarily inserting the term "office" when referring to the proposed facilities, for example (underlining mine):

p. 2.0-8: "The proposed digital production and interactive entertainment/education office facilities..." (Just take out the word "office" and see if it doesn't read just as well!)
p. 2.0-13: "The Main Office Building..." (The reference is to the largest planned building on the Grady Ranch Site and the only one intended for production. Again, "Main Building" would be sufficient, as would "Film Production Building").

p. 2.0-22: "The Main Office Building...offices for use by personnel engaged in entertainment production..." (Reference is to the Big Rock Ranch Site. Otherwise comments directly above apply. The term "Main Office Building" is used throughout the DEIR.)

This terminology, if used often enough, becomes addictive. Addressing the Marin County Community Development Agency on November 13, a member of the firm preparing the DEIR referred to the Lucasfilm proposal as both "office buildings" and "production facilities" in his first sentence. Lucasfilm representatives present must have been pleased.

Sincerely,

[Signature]

P.S. A similar letter was faxed today to the Readers' Forum of the Marin Independent Journal.
RESPONSE TO LETTER 33
FRANK RETTENBERG

Response to Comment 33-1

See Response to Comment 14-18.

See the discussion in Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 33A-1

See Master Response J, "Master Response on Nature of Proposed Use."

The terminology ("Main Office Building") and descriptions of the proposed project come from the project's application materials. To rename terms would be confusing at best, and could be construed as deceptive at worst.
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: ANN W. OCHELTREE
17 MT BURNEY CT.
SAN RAFAEL, CA 94903

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE TRAFFIC STUDIES. The EIR should prepare traffic studies that currently and adequately discuss ALL of the traffic impacts. Traffic studies should be fair and should realistically compare Residential growth VS the potential increased Industrial growth this project will generate throughout Lucas Valley. Traffic studies should include the impact of 45% MORE employees than the 1992 proposal. Traffic studies should examine the cumulative impacts and do sociological and physiological and economic studies of the cumulative effects of increased NOISE on the quality of life for the residential neighborhoods of Lucas Valley. Traffic studies should include the impacts on Lucas Valley Road, at every intersection, of employees, vendors, guests, special events. Traffic studies should include all of the impacts of construction traffic over the next 15 years. Traffic studies should include cost of mitigations and who will pay for them. Applicant wants to pay "fair share." What is that?
RESPONSE TO LETTER 34
ANN W. OCHELTREE

Response to Comment 34-1

See Response to Comment 12A-5. Traffic noise impacts are discussed in Impact 5.9-2 on page 5.9-8 of the DEIR. Residential versus commercial growth is discussed on page 6.0-9 and 6.0-10 of the DEIR. The "fair share" to be borne by the applicant is determined under the Marin County Board of Supervisors Resolution 84-501.
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: Judy Postick
19 Mt. Rey Dr
San Rafael CA 94903

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

- INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INEQUALITE STUDY OF PROJECTED GROWTH ON FUTURE TRAFFIC.

The EIR should study the projected growth of Lucasfilm and how that will impact future traffic. The EIR should study the past history of growth on Skywalker as the basis for future growth and traffic projections.
RESPONSE TO LETTER 35
JUDY RODICH

Response to Comment 35-1

See Response to Comment 12A-8.
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: Betty joines
14 MT. WITTENBURG DR
SAN RAFAEL, CA 94903

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE STUDY OF ALTERNATIVE SITES. The EIR should explore all alternative sites for this project. Potential and realistic alternative sites are not adequately studied. More in depth consideration should be given to other sites including the St. Vincent’s Property, Fireman’s Fund Property and Hamilton Field. Applicant has not given adequate consideration to redevelopment sites in San Rafael which would preclude urban sprawl.
RESPONSE TO LETTER 36
BETTE JONES

Response to Comment 36-1

See Master Response H, "Master Response on Alternative Site Analysis."
TO: MARIN PLANNING COMMISSION
RE: LUCASFILM EXPANSION
DATE: NOVEMBER 13, 1995

FROM: [Signature]

I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INADEQUATE STUDY OF PROJECTED GROWTH ON FUTURE TRAFFIC.
The EIR should study the projected growth of Lucasfilm and how that will impact future traffic. The EIR should study the past history of growth on Skywalker as the basis for future growth and traffic projections.
RESPONSE TO LETTER 37
STEPHEN JENNINGS

Response to Comment 37-1

See Response to Comment 12A-8.
November 13, 1995

Mr. Tim Haddad
Marin County Community Developmental Coordinator
3501 Civic Center Drive, Room 308
San Rafael, Ca. 94903-4147

Re: Lucasfilm Industrial Expansion

Dear Mr. Haddad:

I am writing to express my strong opposition to the proposed expansion of the Lucasfilm production facilities in Lucas Valley.

1. The proposal in general is contrary to the development plan for the county. As you know, that plan designates certain areas of the county for agricultural and residential use. Industrial use is to be concentrated along the 101 corridor. The Lucasfilm expansion is clearly an industrial expansion.

2. We should not compound the original error of allowing the first Lucas project by approving a further expansion. Lucas mislead the county in order to receive its original approval and it is misleading the county again. Lucas will continue to expand as long as the county approves its expansion plans.

3. We will be establishing a dangerous precedent by allowing this expansion. How will we deny similar requests by other industries equally adept at camouflaging their immediate and ultimate purpose?

4. Numerous environmental, traffic and aesthetic issues are being trivialized in the Lucas proposals and their well orchestrated defense. Recognize that their first priority is expansion and they have unlimited funds to promote this objective. Every other consideration is secondary. While their efforts toward corporate citizenship with their staff is commendable, they should not be allowed to ignore the needs and perspectives of the larger community of which they are a part.

5. I do not oppose the growth of Lucasfilms in Marin County. There are numerous sites that are perfectly suitable for industrial development of the sort Lucas proposes. As an example, Hamilton Field has a huge amount of partially developed land that would nicely accommodate the huge expansion currently planned by Lucas, as well as considerable further expansion.

I am certain that enormous pressure is being applied to many county officials to approve this expansion by Lucas and others who will personally profit. I am confident that you will respond with a balanced view of the interests of the people of Lucas Valley, Marin County and Lucasfilm.

Sincerely yours,

Victor Reizman
333 Mt. Shasta Drive
San Rafael, Ca. 94903
RESPONSE TO LETTER 38
VICTOR REIZMAN

Response to Comment 38-1

See the discussion in Master Response I, "Master Response on Nature of Proposed Use."

Response to Comment 38-2

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.

Response to Comment 38-3

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.

Response to Comment 38-4

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.

Response to Comment 38-5

See Master Response H, "Master Response on Alternative Site Analysis."
I RESPECTFULLY SUBMIT THE FOLLOWING TESTIMONY FOR THE WRITTEN RECORD OF THESE PROCEEDINGS AND FOR YOUR CONSIDERATION REGARDING:

INADEQUACY OF DRAFT EIR - LUCASFILM EXPANSION PROPOSAL

INCONSISTENCY WITH COUNTYWIDE PLAN. The EIR should discuss the project’s inconsistency with the Marin Countywide Plan. The Marin Countywide Plan calls for such intensive industrial/commercial uses to be located near Highway 101 in the eastern edge of the City Centered Corridor. In locations near Highway 101 the Lucasfilm project would be near public transit. It would be near existing commercial and employee support services, such as transportation, shipping & delivery, retail stores and restaurants.
TO: MARIN PLANNING COMMISSION

FROM: LUCAS VALLEY HOMEOWNERS ASSOCIATION - BY MEMBERS

RE: MAJOR ISSUES: FOR DRAFT EIR - PUBLIC HEARING: NOV. 13, 1995

1. INCONSISTENCY WITH COUNTYWIDE PLAN. The EIR should discuss the project’s inconsistency with the Marin Countywide Plan that calls for such intense industrial/commercial uses to be located near highway 101; Near public transit and existing commercial and employee support services, such as transportation, shipping, retail stores and restaurants.

2. INCONSISTENCY WITH RMP ZONING. The EIR should discuss the project’s inconsistency with the Zoning for the Grady Ranch which is zoned RMP. It is the intent of RMP zoning to be primarily RESIDENTIAL. Light industrial use is prohibited in RMP. Merely calling this use "offices uses" does not make it so. It remains industrial. As such, it is prohibited in RMP zoning.

3. INCONSISTENCY WITH ARP ZONING. The EIR should discuss the project’s inconsistency with the Zoning for the Big Rock Ranch which is zoned ARP. It is the intent of ARP zoning to be primarily AGRICULTURAL. Light industrial use is prohibited in ARP. The project is a major film production facility and as such is inconsistent with the "certain LIMITED commercial uses" permitted on ARP.

4. INADEQUATE STUDY OF ALTERNATIVE SITES. The EIR should explore all alternative sites for this project. Potential and realistic alternative sites are not adequately studied. More in depth consideration should be given to other sites including the St. Vincent’s Property, Fireman’s Fund Property and Hamilton Field. Applicant has not given adequate consideration to redevelopment sites in San Rafael which would preclude urban sprawl.

5. INADEQUATE TRAFFIC STUDIES. The EIR should prepare traffic studies that currently and adequately discuss ALL of the traffic impacts. Traffic studies should be fair and should realistically compare Residential growth VS the potential increased Industrial growth this project will generate throughout Lucas Valley. Traffic studies should include the impact of 45% MORE employees than the 1992 proposal. Traffic studies should examine the cumulative impacts and do sociological and physiological and economic studies of the cumulative effects of increased NOISE on the quality of life for the residential neighborhoods of Lucas Valley. Traffic studies should include the impacts on Lucas Valley Road, at every intersection, of employees, vendors, guests, special events. Traffic studies should include all of the impacts of construction traffic over the next 15 years. Traffic studies should include cost of mitigations and who will pay for them. Applicant wants to pay "fair share." What is that?
6. **INADEQUATE SPECIFICITY OF SITE ACTIVITIES.** The EIR is inherently flawed because it does not describe in sufficient detail what types of activities are planned for the site. Without much greater detail on the types of activities on site, it is impossible for the EIR to adequately survey the environmental impacts of the proposal. Applicant must provide greater detail to consultant. What is "digital production and related use" on Grady Ranch? What specific kinds of activities are planned for Big Rock "dedicated to the development of interactive and multimedia entertainment and educational products?" What kind of work will be done; what is the production protocol; what kinds of raw materials, chemical wastes and end products and planned for these sites? The described "film production facility" should be compared to other state-of-the-art and cutting-edge film production facilities in Hollywood.

6A. **TOXICS INADEQUATELY STUDIED.** As a result of vague description of site activities, the EIR does not adequately study the impact of all toxic materials.

7. **INADEQUATE STUDY OF PROJECTED GROWTH ON FUTURE TRAFFIC.** The EIR should study the projected growth of Lucasfilm and how that will impact future traffic. The EIR should study the past history of growth on Skywalker as the basis for future growth and traffic projections.

8. **INADEQUATE STUDY OF SITE USE CONTINUITY.** The EIR does not adequately explore the impacts of site use continuity. What happens to the property if sole owner George Lucas sells, transfers or abandons the site, or merges his company with another entertainment industry giant. What happens when George Lucas dies.

9. **INADEQUATE FINANCIAL DATA.** The EIR does not adequately explore the financial stability of applicant; or the projections and scenarios of future financial stability and instability and how this would affect the project site. Lucasfilm is solely and privately owned by George Lucas. There is no public disclosure or accountability of financial data as there would be in a public corporation.

10. **INADEQUATE MONITORING DATA.** The EIR does not adequately address how the county will monitor applicant's compliance with use permit. Applicant was currently in violation of currently allowed number of employees (people) on site. (180). In April 1995, there were in excess of 180 people on site: 243 employees plus 45 "contractor employees" for a total of 288 employees. This aspect of the project is critical because applicant asks for a total of 640 additional employees on the expansion site. The EIR estimates that parking for 640 employees would require 506 parking spaces. Yet applicant plans to have 845 underground on-site parking spaces in additional to "an undetermined number of at-grade parking spaces."
11. INADEQUATE LANDSLIDE MITIGATION & BUILDING LOCATION DATA. The EIR does not adequately study the total effect of mitigating the landslides. The EIR should study what additional grading and tree removal will be required to mitigate landslides. This is in addition to current estimates of moving 613,000 cubic yards of soil for building construction. The EIR should examine how this can be consistent with zoning requirements for the parcels.

12. INADEQUATE CRITERIA FOR DEFINITION OF "OFFICE". The EIR should describe the criteria used to determine that this project is an "office use" and therefore, is a permitted use on the parcels in question, and does not require an Amendment to the Countywide Plan. The EIR should describe the evidence applicant provided to the Planning Staff to assist the Staff in determining that this is an "office use." The EIR should provide outside, objective, industry data on definitions of "industrial" and "office" use and should compare applicant's proposed facilities with other facilities in the film, entertainment and multimedia industries.

13. INADEQUATE ALTERNATE DENSITY COMPARISONS. The EIR should make realistic and state of the art comparisons of densities for alternate uses for the site: namely residential vs industrial densities and their respective impacts on the land and on traffic.

14. INADEQUATE COMPARISONS - SCALE OF PROJECT. The EIR should compare each building height and mass to existing buildings in Marin. The EIR should correctly indicate that the height of the buildings is inconsistent with the zoning. The zoning requires a 30 foot "Building Height." Proposed buildings go up to 45 feet - 4 stories high; 55 feet - 5 stories high; and 65 feet - 6 stories high.

15. INADEQUATE CONSIDERATION GIVEN TO PRECEDENT. The EIR should adequately and fully explore the precedent-setting effect this project will have on land use on all similarly-situated RMP and ARP zones in Marin County; and on all Agricultural land in Marin County. The EIR should fully explore the financial effect this precedent will have on land values: the increase in value of the project land, adjacent land and other agricultural lands in West Marin. The EIR should fully study the short-term and long-term effect this precedent will have on the agricultural-dairy industry in Marin County. The EIR should study the short-term and long-term effect this project will have on attracting more similar companies to Marin who will want to locate on "campuses" in West Marin.
P.S.

It seems the general consensus, whether people are for or against this project, is not that the Lucasfilm and or George Lucas projects are not well thought out or well planned, that appears as a given, but where the project(s) are to be located.

I think however I am among many that/to locate such large projects on land primarily zoned for Residential, (Grady) and Agriculture (Big Rock), without and amendment to the County Master plan is inappropriate.

At the Lucasfilm project presentation to the Lucas Valley Homeowners I listened carefully and all references were to an Industrial project not what is presently perceived as what goes on in an office.

If the Planning Commission feels this project is a worthy one, which I am sure it does, then the Commission should direct the applicant to locate the projects in areas already ZONED for such activities.

JUST BECAUSE SOMEBODY SAYS IT IS SOMETHING DOES NOT MAKE IT SO!

Respectfully submitted.

Joseph E. Giacomini
26 Rubicon Ct.
San Rafael, Ca. 94903
RESPONSE TO LETTER 39
JOSEPH E. GIACOMINI

Response to Comment 39-1
See Response to Comment 33-1.

Response to Comment 39-2
See Response to Comment 33-1.

Response to Comment 39-3
See Response to Comment 12A-2.

Response to Comment 39-4
See Response to Comment 12A-3.

Response to Comment 39-5
See Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 39-6
See Response to Comment 12A-5.

Response to Comment 39-7
See Response to Comment 16-1.

Response to Comment 39-8
See Response to Comment 16-13.

Response to Comment 39-9
See Response to Comment 12A-8.

Response to Comment 39-10
See Response to Comment 29-7.

Response to Comment 39-11
See Response to Comment 29-7.

Response to Comment 39-12
See Response to Comment 31-1.
Response to Comment 39-13

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues."

The consistency of the project with zoning requirements is discussed in Section 4.4 and Exhibit 4.0-4. Consistency with grading provisions are discussed on page 4.0-72 of the Draft EIR.

Response to Comment 39-14

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 39-15

A complete comparison with the project with an alternative residential use of the site is discussed under the "Current Zoning Alternative" starting on page 6.0-5 of the DEIR. The project was not compared to an industrial use.

Response to Comment 39-16

See Response to Comment 14-4.

Response to Comment 39-17

See Response to Comment 22A-1.
Nov 1, 1995

San Anselmo

Although I am not directly affected by the possible traffic problems I feel that this use of the land is by far better than 206 houses.

The preservation of more than 3,200 acres as open space and farmland will be a great benefit to all residents of Marin.

Mr. Lucas has certainly proven that he will be a good neighbor in every way. We must all plan on changes in our environment and this certainly is a reasonable compromise.
Margaret A. Kathrein  
1098 Idylberry Rd.  
San Rafael, California 94903  

November 15, 1995

Tim Haddad  
Environmental Coordinator  
Marin Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157

RE: Re: Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR

Dear Mr. Haddad:

This letter sets forth serious inadequacies in the Lucasfilm Draft EIR. In its present form, the EIR does not provide sufficient information to allow our county Planning Commissioners and Supervisors to make a well-informed decision based on the overall impact of the project.

Inappropriate Location

What motivation is there to allow this massive industrial, commercial enterprise to materialize in a unique and sacred valley of Marin County? Why would we, as residents and elected officials, allow our land use policies to become meaningless? Why should we make an exception that would allow this development to blur the distinction between the City Centered Corridor (where this project properly belongs) and the residential/agricultural zones to the west?

Several months ago, as a Board member of the Lucas Valley Homeowner's Association, I was invited to attend a presentation at Skywalker Ranch. The Lucasfilm "Development Proposal" given to me describes this project as a digital film "production facility" and multimedia entertainment "complex." Reasons for allowing this complex to enroot itself outside of the City Centered Corridor have not been fully explored by the draft EIR.

The "Development Proposal" goes on to say (at page 3) that this project is necessary for Lucasfilm to maintain its market leadership, to attract clients, and to support the company's continuing success and achievement. The draft EIR does not address
additional project improvements and new developments that will be necessary to support the company a few years from now, at the expense of County zoning and planning.

A decision by the Community Development Agency (April 13, 1995 Inter-Office Memorandum stating that this could be done without a Rezoning and Countywide Plan Amendment) has precluded Nichols-Berman from independently reviewing the zoning/Countywide Plan issue. The County, by telling Nichols-Berman that a Countywide plan amendment was no longer necessary, has told Nichols-Berman to find the Lucasfilm project consist with the Countywide plan. The EIR preparer is charged with making a neutral judgment as this issue. As a matter of ethics, Nichols-Berman must not be directed to review this land use issue within the limitations of the county’s “preliminary determination.” To do so would result in Nichols-Berman acting under the guise of the County Development Agency.

Inconsistencies With The Marin Countywide Plan
The 1995 draft EIR does not fully review the real intent of the Countywide plan. The 1992 EIR prepared for the Lucasfilm project states that:

Development on Big Rock Ranch, together with Grady Ranch, could contribute to the cumulative loss of the County’s agricultural land. The cumulative effect of converting 56 acres on the outer fringe of the County’s established agricultural area would set a precedent and would contribute incrementally to the slow erosion of the agricultural land supply. This is considered to be a significant impact. (1992 EIR, page 39.)

Approval of development on Big Rock Ranch would blur the distinct visual demarcation which currently exists (and which it is County policy to maintain) between the developed City-Centered Corridor and the agricultural Inland Rural Corridor. Approval of the Big Rock concept plan could set in motion other efforts to change the Marin Countywide Plan designations for other agricultural lands in the Inland Rural Corridor and result in employment-generating uses outside the City-Centered Corridor, distant from public transit, public facilities and retail, other Commercial, and residential development. (1992 EIR, page 37.)

The proposed project would conflict with a number of policies of The Marin Countywide Plan. Even after revising the Master Plan, as recommended in the EIR, the project would remain inconsistent with several major Countywide Plan policies. These include land use, transportation, and energy policies which relate primarily to location non-residential development outside the activity areas designated by the County in the City-Centered Corridor. (1992 EIR, page 41. Emphasis Added.)
The draft EIR fails to adequately explore and incorporate enforceable carpool and shuttle bus/van restrictions that would lessen the traffic impact on Lucas Valley Road. At the 11/9/95 LVHA meeting Mr. Radley stated that a carpool/shuttle from Hwy 101 to Grady and Big Rock (along Lucas Valley Road) has not been seriously considered by the EIR preparers, or by Lucasfilm, because it would not satisfy local agency requirements. The draft EIR is inadequate in its consideration of measures to mitigate the impacts of traffic on Marin County residents who live near Lucas Valley Road, or who use Lucas Valley Road.

The EIR does not address requirements that would limit traffic on Lucas Valley Rd. Clearly, this is one of the most unacceptable environmental impacts of the entire projects. The Nichols Berman evaluation of this issue is inadequate in its breadth. The Planning Commissioners and Supervisors cannot be asked to make a decision on this issue without a structured, detailed plan that can be monitored and enforced. This requirement must be structured to run with the land (a deed restriction) if it is ever to be acceptable to the community at large. Without a mitigation plan that requires traffic reduction for Lucas Valley Road, local residents find themselves in an untenable position. The precise future impacts are unknown and will be uncontrollable after the project is completed, traffic increases, signals are installed.

**Park and Ride Lots Must Be Utilized**

The draft EIR does not adequately evaluate the availability of parking spaces at the Caltrans lot at the Hwy 101 interchange. The available spaces we counted only once. This does not provide an accurate estimate of available spaces for purposes of operating a scheduled shuttle service to and from Grady and Big Rock Ranches. On that day, 86 spaces were occupied out of 211 striped spaces. (Draft EIR, page 5.7-23.) On November 6, 1995 I counted only 74 occupied spaces at 10:00am, during the morning commute period. On November 17, 1995 only 68 spaces were occupied. Clearly, more information could provide a basis for requiring a limitation on vehicles on Lucas Valley Road, as the applicant has agreed to implement. Lucasfilm representatives agreed to "do whatever is necessary" at the recent LVHA meeting on 11/9/95. The unavailed lot at the Hwy 101 interchange should also be considered for vehicle parking. The draft EIR is inadequate in its summary dismissal of this possibility.

**Excessive Parking Spaces Allowed**

When asked the question, "Why does Lucasfilm need 845 parking spaces for 640 employees who will be carpooling regularly?" Mr. Radley tried to blame (1) county requirements, and (2) the fact that these buildings have such big basements! (LVHA Meeting, 11/9/95.) Nichols Berman does not adequately consider why such an exorbitant number of parking spaces would ever be allowed for this project. The objective is to reduce significant environmental impacts, including traffic, and not to encourage a greater impact! Wouldn't it be appropriate to limit the number of parking spaces for a company that promises to utilize carpooling? The traffic issue is one of the most significant impacts noted in the draft EIR, and the mitigation (carpooling or scheduled shuttles) will be the most difficult to monitor and enforce. Lucasfilm representatives say they will do whatever is necessary to limit cars on Lucas Valley Road. (LVHA Meeting, 11/9/95.) Lucasfilm representative Gordon Radley agreed that Lucasfilm would be willing to eliminate a portion of the proposed parking spaces and to block off those basement areas for
other uses if asked to do so by the county. (LVHA Meeting, 11/9/95.) This mitigation measure should be mandated by the EIR in order to lessen the otherwise unacceptable traffic impact.

**Failure to Adequately Mitigate Unacceptable Traffic Impacts**

The traffic analysis of the draft EIR is inadequate in that it is confusing, it jumps around, it is poorly organized and the lack of proper headings makes it impossible to find anything. Neither the community nor the decisionmakers (our Planning Commission and Supervisors) can be expected to understand traffic impacts presented in such a manner.

The basis for the traffic analysis is wholly inadequate. Trip generation rates for the proposed project are based on a machine count taken for **merely one 24-hour period.** (Draft EIR, page 5.7-11.) One 24 hour period cannot possibly be an accurate representation. Additional counts, taken randomly during different days and different months, are absolutely essential to form a valid data base. Self-serving verbal assurances from the applicant are not reliable. Additional numbers are necessary for any statistical significance to be achieved.

The traffic analysis is inaccurate because it contains apparently contradictory statements such as:

"Mt. Lassen Drive... would experience an increase in traffic volumes... These impacts are considered to be less-than-significant." (Draft EIR, page 5.7-18)

"Mt. Lassen Drive... The addition of project trips to the long-range cumulative (no project) volumes results in a worsening of the southbound shared movement to LOS E(Cr=32). This cumulative impact is considered to be significant." (Draft EIR, page 5.7-31.)

The traffic analysis also fails to consider the impact of proposed mitigation, such as," Mt. Lassen Drive... This mitigation would involve widening Lucas Valley Road and construction of a median lane which includes an acceleration lane." (Draft EIR, Page 5.7-35.) The analysis fails to note that this would undoubtedly result in increased speeds, as well as the widening of Lucas Valley Road. This will negatively impact the rural character that Lucas Valley residents have historically worked so hard to maintain. For example, at a Lucas Valley Homeowners Association meeting within the past year, LVHA residents voted No on the installation of a traffic light at the Mt. Lassen/Lucas Valley Road intersection. The EIR fails to evaluate this aspect of the traffic impact.

The traffic analysis also fails to adequately consider the cumulative traffic impact that will result from projects including 80 units of housing on the Juvenile Hall property, the Daphne proposal, the new homes in Lucas Valley Estates not yet fully occupied, the Hamilton housing proposal, and other projects along Hwy 101, and the mitigation measures that will be required. The EIR preparers fail to acknowledge that traffic gridlock (on Hwy 101 as well as Lucas Valley Road) will result if projects such as Lucasfilm are not limited. The draft EIR also fails to adequately address the cost of general road improvements, both before and after construction of these proposed projects.
November 15, 1995

The proposed increase in traffic volumes, as well as the proposed mitigation measures such as stoplights and widening of Lucas Valley intersections, conflict with the rural environmental plans and goals of the Lucas Valley community. According to the EIR Significance Criteria (draft EIR, page 4.0-1), conflict with community goals causes these impacts to have a significant effect on the environment and are incurable defects of the current plan.

Failure to Consider Traffic Increase Among Facilities
The EIR fails to consider the impacts due to the proximity of the Lucasfilm facilities at Skywalker, Big Rock, and Grady Ranches. Skywalker will no longer be as isolated as it now is. For example, the EIR preparers fail to consider the convenience factor, to deliver one item to another facility, rather than to have a messenger service deliver ten items in one trip.

Lucasfilm representatives state that people in this business “need to be together.” (LVHA Meeting, 11/9/95.) How will this need manifest itself in terms of extra trips to the next location for a quick meeting. Formerly, it might have been inconvenient, but with the new proposal, there will be a strong temptation to get people “together.” The EIR fails to address this convenient “togetherness” factor and the new ease of accessibility that will be created among the new Lucasfilm locations.

How many trips will be generated by employees traveling between and among locations? How can this number be accurately estimated by Lucasfilm representatives who will certainly want to minimize this impact? What if the need for extra trips suddenly increases due to special projects? How can future trips between facilities ever be monitored or limited in the future, to reduce the potential for yet another increased traffic impact?

Inadequate consideration Of Alternative Sites
The draft EIR fails to adequately consider alternatives to the Lucasfilm proposal. For example, the EIR preparers failed to adequately investigate the building at 1600 Los Gamos. Here, Lucasfilm currently occupies one-third of an otherwise vacant building. Over 200,000 square feet of office and technical space exist in this Marin Technology Center. Parking already exists. This site is along the City-Centered Corridor, where commercial enterprise appropriately belongs, in keeping with county land use policies. This space is currently, “For Lease” and has been standing vacant. Why allow new buildings when current buildings are not being effectively utilized? The EIR does not give sufficient weight to existing alternatives where the environmental impacts would be greatly reduced. What about other sites, such as the St, Vincent/Silviera property and others, along the Hwy 101 corridor? Why are long term lease arrangements not given greater consideration? Has each alternative been eliminated by Nichols Berman for a valid reason, or simply because Lucasfilm doesn’t like it?

Impact Of Guest Houses
The EIR does not provide an adequate analysis of the impacts that will result from 7 guest houses. The traffic to be generated by these guests is not adequately considered. How many visiting guests will there be in each house? How many cars will each house accommodate? How many trips between locations will be generated? What about daily sightseeing trips made
by out of town visitors, their spouses and families? What about special events for these guests? The draft EIR does not recognize that these guest house will be an independent source of traffic.

Impact Of Smoke From Fireplaces
Which buildings will have wood burning fireplaces? The EIR erroneously concludes that smoke from wood burning fireplaces is not a significant environmental impact. (Draft EIR, page A-7.) Anyone who has ever visited the campgrounds in Yosemite Valley on a summer evening knows what an impact smoke can have on air quality. This impact must be considered a significant environmental impact and appropriate mitigation evaluated. It is particularly important if due to the prevailing Lucas Valley winds which will carry the smoke to residential areas east of Grady and Big Rock.

Inadequate Consideration Of Lighting Alternatives
The draft EIR fails to adequately consider the impact of lighting from the Lucasfilm commercial development. The EIR also fails to give complete consideration to alternatives which could reduce this impact. Shielding or pointing lights down is not adequate mitigation in a residential valley where streetlights do not exist. The Lucas Valley neighborhood has a "rural character" (Draft EIR, page 4.0-1.) This character has been established historically as a community goal and should not be destroyed. Street lights do not exist in Lucas Valley Estates or in Upper Lucas Valley (LVHA) neighborhoods. Similarly, Lucas Valley Road has no lights as it extends west from these residential areas, in the direction of Grady and Big Rock. This is the environmental setting desired by these communities. It has not proven to be unsafe in any way. The EIR fails to address the issue of light pollution, and the lighting glow that will be created in the valley. Will lighting on Lucas Valley Road be necessary if the project is approved? Will it ultimately be required as traffic volumes increase due to employee commuters and visitors, especially with flex hours requiring travel before and after daylight? Further evaluation is necessary.

Extensive Grading and Excavation
The issues of grading, excavation and soil stabilization have not been adequately explored and evaluated by the EIR preparers. Landslides that must be stabilized and reinforced, will require extensive grading and environmental disturbance. (Draft EIR, page 5.1-15.) The draft EIR does not properly recognize the significance of these impacts.

Inadequate Preservation Of Prehistoric Archaeological Sites
The preservation of prehistoric archaeological sites discovered on the Lucasfilm project site has not been adequately addressed by the EIR preparer. What is the real significance of the middens and petroglyphs that were discovered? What are the possibilities that such archaeological sites could have major significance for California coastal native Americans? What is the possible significance of these sites with respect to the history of prehistoric civilizations in general? What other similar sites exist? Have they been preserved? The EIR is not adequate in its breadth because it does not fully discuss why this archaeological area should not be preserved without disturbance. The EIR is inadequate in its analysis of the importance of this site. Is it likely to be larger and more important than other sites because of its situation high in the ridge lands between the ocean and the bay? What evidence leads the EIR preparer to believe that this
November 15, 1995

was not a major burial ground, village or other sacred spot? What are the alternatives to dismantling and relocating the artifacts? Under what circumstances would the preservation and further excavation of a prehistoric site require the applicant to postpone construction, pending further investigation?

**Toxic Wastes and Emissions**
The EIR is inadequate in its consideration of the cumulative impact with respect to organic gases and nitrogen oxides. Does the project exceed the thresholds of significance for organic gases and nitrogen oxides? What other hazardous substances could be generated as by-products of the production facility? What disposal requirements apply? The EIR does not adequately consider precisely how the Bay Area Clean Air Plan limitations would apply.

**Construction Impacts**
The draft EIR fails to adequately address the environmental impacts of three or more years of construction for both the Grady and Big Rock developments. If you have ever driven behind a diesel truck you know how physically sickening this can be. How many trucks will be traveling to the site to haul out debris? How many trucks will be hauling in cement and other construction materials? How fast will these trucks go? Alternatively, how much will they slow the traffic flow? How many construction workers will travel to these sites along Hwy 101, Lucas Valley Road, Nicasio Road or Sir Francis Drake Road? How much dust will there be, especially on windy days? What will be the impact of noise due to construction and construction traffic? What will be the impact of lighting due to construction and construction traffic? The EIR fails to adequately consider the ways in which the project construction will adversely affect lifestyles and the environment of local residents.

* * *

Thank you for this opportunity to comment on the draft EIR for the Lucasfilm proposal.

Sincerely,

[Signature]

Margaret A. Kathrein

cc: Marin County Supervisors
    Marin County Planning Commissioners
RESPONSE TO LETTER 41
MARGARET A. KATHREIN

Response to Comment 41-1

The comments in the second paragraph of the letter concerns the merits of the project, and does not address the adequacy of the DEIR.

For a discussion of how the project could "blur the line" between the City-Center Corridor and the Inland-Rural Corridor, but is not considered a significant impact because it is speculative, see Master Response P, "Master Response on Growth-Inducing Impacts."

See Master Response J, "Master Response on Nature of Proposed Use" on concerns that the description of the project as a "production facility" and entertainment "complex."

The DEIR is required to "reflect the independent judgment of the lead agency" under the CEQA statutes Section 21082.1(c)(3).

The commentor quotes from the 1992 Draft EIR. The 1992 Draft EIR was prepared for a separate, earlier project which may or may not have similar impacts. For example, the significant impact of the cumulative loss of grazing land in the 1992 DEIR is still significant under 5.4-4 on page 5.4-13 of the current DEIR. The second quote from the comment ("Approval of development...") is very similar to the last paragraph on page 3.0-37 of the current DEIR.

In addition, conformance was determined for a Countywide Plan that has since been superseded with a plan that has new land use maps and policies, the project description has evolved significantly from a commercial/light industrial "special effects" facility for Industrial Light and Magic to office facilities for digital film production and interactive media development, and many impacts related to the original project that resulted in policy inconsistencies have been mitigated to a less-than-significant level by the revised project design.

Response to Comment 41-2

The DEIR cannot speculate as to the "intent" of the Countywide Plan. It is important to realize that everyone has a different set of criteria of what the ultimate intent of the adopted objectives and policies in the Plan could be. The DEIR recognizes this, but can only use the specific policies in the Plan. The EIR cannot judge the consistency of the project with any criteria that is not specifically addressed in these documents.

County zoning districts do not prioritize permitted uses within individual districts. Certainly RMP zoning allows residential development uses and ARP zoning allows agricultural uses. What is important to the analysis of this project is whether other uses such as the proposed uses are also allowed. The Countywide Plan policies will be addressed during the discussion of the project merits, which occurs after environmental review.

Response to Comment 41-3

It is appropriate for the DEIR use Skywalker Ranch for a comparison in traffic. The functions and employee characteristics of both the Proposed Project and Skywalker Ranch are very close, indeed, they would be the same company. The size of the Proposed Project would not change this, as the commentor
contends. The construction of the Proposed Project would not change the relative isolation of Skywalker from services and other activity centers.

Skywalker Ranch was not used to assess the environmental impact on scenic views, as the commentor contends. The commentor is correct that Grady and Big Rock Ranches are situated differently, which is why they were analyzed independently in this EIR.

Refer to Impact 5.5-2, and 5.5-6 as to the analysis of the visual characteristics of the entrances to Grady and Big Rock Ranches. No "gated entrances" have been proposed, and the "guard house" would not be visible on Big Rock Ranch unless the viewer traveled through the tunnel, as is shown on the exhibits in this chapter.

See also Response to Comment 50A-3.

**Response to Comment 41-4**

There is no evidence to suggest that employees and guests will be "much more likely to travel the 101 corridor" for Grady and Big Rock Ranch than in Skywalker Ranch. This is unsubstantiated speculation.

As explained on page 5.7-12 of the DEIR, Skywalker Ranch has a lower trip generation rate in part because of onsite facilities, such as a cafeteria, child care services, fitness center, and postal service. The proposed project would provide the same type of onsite facilities as Skywalker Ranch. These factors were taken into account when developing trip generation rates for the project. See also Response to Comment 50A-3.

See also Response to Comments 47-6 and 47-8.

**Response to Comment 41-5**

The DEIR analyzes the potential impacts of project generated trips during the AM and PM peak hours. See "Highway Analysis" under Master Response C, "Master Response on Traffic Issues."

**Response to Comment 41-6**

See Response to Comments 16-3(a) and 50A-3.

**Response to Comment 41-7**

See Response to Comment 1-10.

**Response to Comment 41-8**

The County has the ability and authority to place reasonable conditions related to project environmental impacts and planning and land use merits considerations prior to granting approval to any project. It is unclear how the commentor would wish to "limit traffic" on Lucas Valley Road other than those proposals of the applicant (employee restrictions) and those recommended in the DEIR. The DEIR provides detailed traffic mitigations which will reduce the traffic impacts of the project identified in the DEIR to a less-than-significant level.
Response to Comment 41-9

Comment noted. The Park and Ride lot was surveyed on two occasions during the AM peak hour. This is sufficient for determining average weekday utilization for the DEIR. See also Response to Comment 1-10.

Response to Comment 41-10

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project. See also Response to Comment 10-1 and 12A-11. The EIR cannot assume that an excess of parking spaces will lead to the applicant to disregard population limits imposed in the Master Plan.

Response to Comment 41-11

Comment noted. Without specific examples, no response is possible.

Response to Comment 41-12

See Response to Comment 29-3.

Response to Comment 41-13

The statements are correct. Page 5.7-18 discusses existing conditions, and page 5.7-31 discusses long-range cumulative conditions. A discussion of the difference of these analyses starts on page 5.7-14 of the DEIR.

Response to Comment 41-14

Comment noted. The construction of acceleration / deceleration lanes will not necessarily lead to an increase in vehicle speeds.

Response to Comment 41-15

The commentor is incorrect. See Response to Comment 16-3(b). Note that the cumulative traffic conditions do include the Juvenile Hall, Daphne (Oakview), and Lucas Valley Estates. A list of cumulative projects are included on page 2.0-31 of the DEIR. Additional information on Highway 101 is discussed in "Highway 101 Analysis" in Master Response C, "Master Response on Traffic Issues."

Response to Comment 41-16

The EIR analyses project consistency with each of the applicable goals and objectives in all adopted plans relevant to the planning area. The EIR found the proposed project consistent with all applicable plans.

Response to Comment 41-17

See Response to Comment 16-3(f).

Response to Comment 41-18

See Response to Comment 16-3(f).
Response to Comment 41-19

See Response to Comment 16-3(f).

Response to Comment 41-20

See Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 41-21

Guest house trip generation is considered in the overall project trip generation rate. Note that the sites will be limited as to total number of daily occupants by means of conditions placed upon final project approval. See also Response to Comment 16-3(f).

Response to Comment 41-22

Woodsmoke is considered a potentially significant impact in the Current Zoning Alternative, page 6.0-10 of the DEIR. Woodsmoke is also discussed on page 5.8-1 of the DEIR. It is not considered a significant impact. Please note the significance criteria on pages 5.8-1 and 5.8-3 of the DEIR.

Woodsmoke has adversely affected air quality in a number of communities in the Western United States. Residential wood burning has adversely affected PM-10 air quality in cities such as Missoula, Montana, and the communities of Truckee, South Lake Tahoe and Mammoth Lakes in California. Within these communities woodsmoke problems are due to:

- The high density of wood burning stoves within residential areas.
- The relatively high number of homes using wood stoves as the sole source of space heating.
- Extremely cold temperatures combined with surface inversions that limit vertical mixing of pollutants.

Woodsmoke problems in Yosemite are caused by the thousands of open campfires in the very small Yosemite Valley area. Unlike the woodsmoke problems in communities described above, this is a summer problem rather than a winter problem since summer is the time of peak use.

The proposed project does not have the characteristics of these other areas where woodsmoke is problematic. The project site does not have the extreme meteorological conditions (cold temperatures and strong inversions), nor would the project result in a high density of woodsmoke sources or create buildings heated solely by wood burning. The project does not have the characteristics that would indicated potential problems due to woodsmoke.

Response to Comment 41-23

The EIR addresses lighting impacts in Impact 5.5-3 on page 5.5-28 of the DEIR. Any development would create lighting effects. The commentor is correct that some lighting effects could still be seen from outside the project site. However, they would not be considered dominant effects after mitigation, and thus less-than-significant, as described in Exhibit 5.5-18 on page 5.5-24 of the DEIR.
Streetlights are not proposed as part of the Master Plan. The EIR has not recommended streetlights on Lucas Valley Road. Future lighting on Lucas Valley Road would be the decision of the County.

Response to Comment 41-24

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues."

Response to Comment 41-25

See Master Response T, "Master Response to Archeology Mitigations."

Response to Comment 41-26

Cumulative impacts, including reactive organic and nitrogen oxides, are discussed in Impact 5.8-3 on page 5.8-5. As discussed in this impact, the project would not exceed BAAQMD thresholds. Table 5.8-2 on page 5.8-5 of the DEIR compares calculated emissions of the proposed project separately and cumulative with thresholds of significance recommended by the Bay Area Quality Management District. Project and cumulative emissions for organic gases and nitrogen oxides are shown to be below the thresholds.

Review of Bay Area Air Quality Management District's toxic contaminant inventory and the U.S. Environmental Protection Agencies National Air Toxics Information Clearinghouse and identified no stationary sources emissions of criteria or toxic pollutants associated with the proposed use of the site.

The current Bay Area Clean Air Plan (CAP) is a plan to reduce ground-level ozone in the Bay Area. The plan provides for increasingly stringent controls on motor vehicles and fuels, more stringent controls on industry and businesses, reformulation of paints and consumer products, programs to reduce automobile use, and efforts to improve public transit systems and encourage development patterns that reduce automobile dependence. The CAP does not contain restrictions or limits that would affect the proposed project.

See Response to Comment 16-13.

Response to Comment 41-27

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues." Note that impacts to the lifestyles of local residents, while important, is not considered a valid impact under CEQA. Rather, this should be addressed during the merits review of the project.

133 Letter from Will Harrison, applicant's architect, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 2, 1996.
From: David B. Schiller  
128 Blackstone Dr  
San Rafael, CA 94903  

To: Tim Haddad  
Environmental coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157  

Subj: Lucasfilm Development Proposal EIR Draft

I have been a home owner in Marinwood for 25 years and have seen Marinwood and Lucas Valley built up with townhouses and large homes where ranches used to be. I wish to tell you that I feel the present EIR Draft for the Lucasfilm Project is very comprehensive and complete.

I want to express my views on some of the main issues that were addressed during the Nov. 13th hearing:

1. I feel traffic congestion around the Civic center would be lessened with the Lucasfilm development since most employees would be getting off the freeway at the Marinwood exit or coming from the back way (west to east) by moving present employees from downtown sites. The Marinwood turnoff would not have a problem now or later if people were stopped from coming off the freeway and going right back on again.

2. The proposed building of a few buildings on a lot of land is so much more environmentally sensible than building large expensive homes all over the land. Homes would create many more problems with water drainage, continuous traffic, schooling difficulties, more roads, etc..

3. Setting a precedent on building the Lucasfilm project (commercial building) on the land in lieu of homes is not appropriate. How many companies/corporations are willing to put that much land into open space/agricultural land and keep it that way under permanent deed restrictions?

Sincerely,

David B. Schiller
RESPONSE TO LETTER 42
DAVID B. SCHILLER

Response to Comment 42-1

Comment noted. Intersection operations are discussed in Section 5.7, "Transportation and Circulation."

Response to Comment 42-2

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.

Response to Comment 42-3

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 20, 1995

Tim Haddad
Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Dr., Rm .308
San Rafael, CA 94903-4157

Re: Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR

Gentlemen:

This letter provides comments on completeness of the DEIR on the Lucasfilm Master Plan and incorporates my letter of October 26, 1995 to John Kress which was previously sent to the Agency. My additional comments on what the final EIR should cover are as follows:

A. The 1995 DEIR's conclusions are contradicted by the 1992 DEIR also prepared by Nichols-Berman under the direction of the Marin County Community Development Agency. These contradictions should be reconciled.

The 1992 found the following "significant unavoidable cumulative impacts" which appear to contradict the 1995 DEIR:

- Cumulative development would result in a cumulative transportation impact at Highway 101 Southbound Ramps/Lucas Valley Road in the AM peak hour. This is considered to be a significant cumulative impact which cannot be reduced to a less-than-significant level. Physical constraints at the Highway underpass would not allow for improvements beyond the projected LOS D (V/C = 0.87).

- While the proposed project itself would not result in regional emissions exceeding the Bay Area Air Quality Maintenance District's thresholds of significance, the impact of the proposed project and cumulative development would exceed the
thresholds of significance for organic gases and nitrogen oxides. Implementation of the Bay Area '91 Clean Air Plan would reduce but not eliminate this cumulative impact.

The 1992 DEIR found the following "significant cumulative impacts" which appear to contradict the 1995 DEIR:

- Development on Big Rock Ranch, together with Grady Ranch, could contribute to the cumulative loss of the County’s agricultural land. The cumulative effect of converting 56 acres on the outer fringe of the County’s established agricultural area would set a precedent and would contribute incrementally to the slow erosion of the agricultural land supply. This is considered to be a significant cumulative impact.

- Significant cumulative transportation impacts would occur at Mt. Lassen Drive/Lucas Valley Road, Los Gamos Road/Lucas Valley Road, Highway 101 Southbound Ramps/Lucas Valley Road, and Highway 101 Northbound Ramps/Smith Ranch Road. Except for the AM peak hour at the Highway 101 Southbound Ramps/Lucas Valley Road under the long-range cumulative conditions mitigation measures could reduce the identified cumulative impacts to less-than-significant. Mitigation measures at Mt. Lassen Drive/Lucas Valley Road include installation of an acceleration lane for the southbound left-turn movement on Lucas Valley Road at Los Gamos Road/Lucas Valley Road include the addition of an eastbound right-turn lane, the addition of a second southbound left-turn lane, and the addition of a second westbound left-turn lane, and at Highway 101 Northbound Ramps/Smith Ranch Road include the installation of an additional eastbound and an additional westbound through lane.

- Development of Grady and Big Rock Ranches along with other cumulative development in the study area would result in an increased demand for fire protection and medical aid services. The City of San Rafael would provide all medical aid services east of Highway 101, and only paramedic services west of Highway 101 (under contract to Marinwood Community Services District). The City’s paramedic service is currently near capacity. This is considered to be a significant cumulative impact.
The 1992 DEIR found the following "irreversible environmental changes" not mentioned in the 1995 DEIR:

- Project implementation would irreversible commit approximately 52 acres of the project site to development. On-site construction, operation, and maintenance would represent an irreversible commitment of resources, principally energy, to manufacture, deliver, and assemble building materials and to transport materials, visitors, and employees to the site. These irreversible impacts would constitute unavoidable effects of the project and would be expected from any site development.

The 1992 DEIR found the following "relationship between local short-term uses of the environment and maintenance of long-term productivity" not mentioned in the 1995 DEIR:

- Implementation of the Master Plan ultimately would result in development of a portion of the Grady Ranch, due to urbanization of a 52-acre area, modification of the creeks on the site, and construction of a dam and reservoir on Miller Creek. This in turn would limit future land uses for the "life" of the project. It would also preclude reintroduction of agriculture on at least a portion of the site and preclude development of housing on the site.

- Foreclosing an opportunity to use a portion of the project site for agricultural use would narrow the range of beneficial uses of the property. Although the Grady Ranch itself would unlikely be able to support a self-sustaining grazing operation, historically the Grady Ranch, together with the Big Rock and Skywalker Ranches has been a productive agricultural area within a larger agricultural area used primarily for grazing. When viewed together with the cumulative losses of agricultural land which occurred in the past, the incremental effect of removing additional grazing land which otherwise could be used productively would further narrow the long-term productivity of the project site.

- Approval of the Master Plan would foreclose an opportunity to develop housing on the project site. A previously approved project on the site did provide for construction of 137 housing units, including 11 units to satisfy Marin County's inclusionary housing requirement and be affordable to the County's median-income households. Foreclosing an opportunity to use the site for affordable
housing could also be interpreted as narrowing the range of beneficial uses of the property for housing rather than open space and commercial use as proposed.

- Modification of Miller Creek and the placement of Grady Creek in a concrete culvert would adversely affect the long-term productivity of these creeks to serve as wildlife habitat.

- Master Plan approval and eventual development would result in a long-term commitment of energy resources to build, operate, and maintain commercial uses on the site.

The 1992 DEIR found the following "unavoidable adverse environmental effects" not mentioned in the 1995 DEIR (the 1995 DEIR finds none):

- The proposed project would conflict with a number of policies of The Marin Countywide Plan. Even after revising the Master Plan, as recommended in this EIR, the project would remain inconsistent with several major Countywide Plan policies. These include land use, transportation, and energy policies which relate primarily to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor.

- Construction of impervious surfaces with project implementation would increase the rates and volumes of surface water running off the site which potentially could contribute to downstream flooding in Miller Creek.

- The following significant unavoidable adverse impacts resulting from implementation of the Master Plan in conjunction with other cumulative development which would occur in the study area have been identified:
  
  - The intersection of Highway 101 Southbound Ramps/Lucas Valley Road would operate at LOS D (V/C = 0.86) in the AM peak hour.

  - Traffic generated by cumulative development would generate a significant amount of regional air emissions -- reactive organic gases and nitrogen oxides.
The 1992 DEIR reaches the following "major conclusions" which have been dropped from the 1995 DEIR:

- In several areas the proposed Master Plan is inconsistent with the policy language, maps, and land use designations of The Marin Countywide Plan. The most important of these relate to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor. Due to the inconsistencies with The Marin Countywide Plan it will be necessary to either revise the Master Plan, contrary to the applicant's objective,s or to revise The Marin Countywide Plan. Revision of The Marin Countywide Plan may not, however, achieve the County's basic goals and objectives, may result in secondary impacts by introducing internal inconsistencies in the CWP and undermine the policy direction established int eh CWP, and could require subsequent environmental review.

The 1992 DEIR finds the following "issues to be resolved" not mentioned in the 1995 DEIR:

- As discussed in Chapter 4.0 - Relationship to Public Plans and Zoning, in several instances the proposed Master Plan is inconsistent with the policy language, maps, and land use designations of The Marin Countywide Plan. The project sponsor has proposed to amend Figure 5.7 on page 5-49 (the San Rafael SOI/USA map) and Map 4 (Urban Service Areas) of The Marin Countywide Plan to include the 52-acre development area within the City of San Rafael's USA boundary. It will, however, be necessary to make several other amendments. In some instances it will be necessary to either revise the Master Plan, contrary to the applicant's objectives, or to revise The Marin Countywide Plan.

Revision of The Marin Countywide Plan may not, however, achieve the County's basic goals and objectives, may result in secondary impacts by introducing internal inconsistencies in the CWP and undermine the policy direction established in the CWP, and could require subsequent environmental review.

The Planning Commission must recommend and the Board of Supervisors must decide whether to allow non-residential development at the outer edge of the City-Centered Corridor, such as the proposed project, instead of directing such development of the County's designated activity centers.
Given the fact that the 1995 Master Plans call for more building and traffic than the 1992 Master Plan, the 1995 DEIR should explain why different conclusions are reached, and support the different conclusions with objective analysis.

B. The DEIR’s findings that the Master Plans are "consistent" with county plans are often neither supported by logic, fact or objectivity. For example,

- In assessing LAFCO agricultural policy 2, the DEIR recommends no mitigation since "Grady Ranch consists of non-prime agricultural lands." 4.0-58. This finding ignores other findings that 236 acres of farmland (20 of which is "Farmland of Local Importance") would be destroyed at Grady. More important, it completely fails to mention Big Rock, where 56 acres of Grazing Land will be destroyed.

- The DEIR often makes findings inconsistent with its own analysis. Thus it often finds "no mitigation required" when an item is so inconsistent with a stated policy as to be "not capable of being mitigated." For example, the DEIR notes that "a significant measure of change from a rural to urban use is the existence or need for urban services." The DEIR then notes that based on this definition both Grady and Big Rock would be changed, but finds "no mitigation required." In reality, "no mitigation is possible."

- The DEIR notes LAFCO’s policy that land uses for unincorporated land located within the "City-Centered Corridor" should be less urbanized than potential land uses permitted in cities. To avoid finding "inconsistency" or recommending "mitigation" the DEIR simply states that LAFCO’s policy is outdated and assumes it does not mean what it says. 4.0-62. The DEIR drafter does not have the leeway of throwing out clearly articulated land use policies.

C. The 1995 DEIR’s traffic analysis is wholly inadequate, hopelessly incomplete and conceptually flawed.

- The DEIR does not answer the very particular and specific "Traffic Circulation" questions asked by the Marin Audobon Society contained in its March 19, 1995 letter to Dean Powell, namely:
(a) How many trips would be generated by the project coming from different directions? Compare these with residential.

(b) Evaluate ... jitney to transport workers from central parking location.

(c) How would people travel between ranches.

(d) Where would people live who work in the project? What neighboring communities would feel the growth inducing impacts?

Since Gordon Radley informed the Lucas Valley Homeowners Association in November that fully 40% of Skywalkers employees commute from West Marin through Nicassio Road to Lucas Valley Road, the Marin Audobon Society's questions must be answered in detail. The DEIR also must consider:

- noise, air and traffic impacts at the following intersections:
  
  (a) Petaluma/Nicassio Roads

  (b) Nicassio/Lucas Valley Roads

  (c) Nicassio/Sir Francis Drake Boulevard

- increased traffic and air impacts along Nicassio, Sir Francis Drake and Petaluma Roads.

Gordon Radley told Lucas Valley Homeowners Association that Lucasfilm will retain its full San Rafael operation and expand its facilities at 101 and Lucas Valley Road (next to the YMCA). As a result, the DEIR should consider traffic noise and air impacts of employees traveling between the following facilities:

- San Rafael and Grady
- San Rafael and Big Rock
- San Rafael and Skywalker
• 101 and Grady
• 101 and Big Rock
• 101 and Skywalker
• Grady and Big Rock
• Grady and Skywalker
• Big Rock and Skywalker

D. The DEIR’s traffic "model" and "trip generation rates" factor is inappropriate.

1. The DEIR’s use of 2.73 (Grady) and 2.79 (Big Ranch) trips generated per employee is inappropriate and based on assumptions that may be true for Skywalker (which actually has a higher factor 2.88) but not an office complex much closer to urban shopping, restaurants and residences. At a minimum, the DEIR should evaluate both ends of the potential "trip generation per employee" range including the use of the 4.07 general office factor.

2. The use of 206 homes and trip generation rates of 9.55 is high. The DEIR should test and evaluate actual trips per house in Upper Lucas Valley Estates and apply it to the number of residences which could be built under current zoning and building standards.

E. The 1995 DEIR’s Alternative 2 (the “Current Zoning Alternative”) is wrong.

• The 1995 DEIR assumes that current zoning would allow the development of 137 units at Grady, 37 units at Big Rock and 23 units on McGuire and Loma Alta. The current zoning, set back and other requirements for developing on these sites are much more stringent than when 137 units were approved at Grady, making it unlikely that current zoning would allow as many units as assumed in the DEIR. A study should be performed on how many units would currently be approvable on these four ranches. This study should also not assume that the maximum
number of houses allowed on ARP-30 or ARP-60 would be allowed, and should consider that issues such as water, sewage, slopae and instable terrain would greatly downsize the availability for development on any of the four ranches.

F. The 1995 DEIR fails to properly and fully address the impacts of the Master Plan on public services and taxes.

- The DEIR assumes that the Skywalker Ranch Fire Brigade will supplement fire protection. The DEIR cannot assume that Lucasfilm will continue to fund such a brigade especially if ownership changes or hard times occur.

- The 1992 DEIR stated that the SRFD paramedic services were near capacity. The 1995 DEIR fails to analyze the true capacity of SRFD or MFD and fails to estimate demand created at the Master Plan site, or the ability of SFRD or MFD to meet that demand, especially in times of disaster either at the site or off-site.

- The 1995 DEIR fails to address factually the ability of SRFD or MFD to meet the fire protection needs of the Master Plan, any needs for more equipment or personnel, or increased costs. While the DEIR states that MCFD and MFD estimate a small number of calls, or minimal impact -- no objective criteria is used, i.e., estimates based on other developments.

- The 1995 DEIR fails to address increased fire protection, medical, police, sewage and water services necessary as a result of increased housing demand for the 640 employees to be employed at Lucasfilm or increased commercial development to support Lucasfilm.

- The 1995 DEIR fails to contain facts or show application of objective criteria to determine the impacts on:

  - road repair and maintenance
  - waste water impacts
water availability for other Marin projects if Lucasfilm is approved.

The 1995 DEIR assumes Russian River water will be sufficient to allow the Lucasfilm development. Exactly how much is available from the Russian River in drought years, and how would this impact the availability of water for others needs to be addressed.

The 1995 DEIR finds that the LGVSD has sufficient sewage capacity -- but only because "the drought . . . reduced water use." The DEIR should determine if and to what extent capacity exists, how much it can actually be expanded, when it can be expanded, how it can be expanded and who will pay for the expansion.

The 1995 DEIR fails to address the cumulative impact on the LGVSD because it is "speculative" -- and therefore finds a less-than-significant impact. The DEIR should consider all current proposed developments including Costco and others, and provide a full analysis of LGVSD's knowledge and expectations.

The 1995 DEIR assumes all demands on fire, medical, police, water and sewage will increase only with the addition of the Master Plan, but does not take into account the fill-in of existing facilities such as the 250,000 sq. ft. of empty offices at the old Fireman's Fund facilities at 101 and Lucas Valley Road. If this facility were fully utilized, as well as other vacant facilities, including the 80 units of senior housing at Juvenile Hall, what would be the incremental impact of Lucasfilm?

G. The 1995 DEIR should address the impact of allowing this sort of commercial development in other ARP or RMP zoned parcels including:

- identifying all other ARP, and RMP zoned parcels in Marin

- assuming maximum commercial build-out in a like preparation as allowed in Big Rock and Grady

- the cumulative impact of a similar development on the Luiz Ranch.
Tim Haddad  
Environmental Coordinator  
Marin County Community  
Development Agency  
November 20, 1995  
Page 11

The final DEIR should address each of the above issues completely, factually and objectively.

Very truly yours,

REED R. KATHREIN

cc: Marin County Supervisors  
Marin County Commissioners
REED R. KATHREIN  
1098 Idylberry Drive  
San Rafael, California 94909  
Telephone (415) 479-8382  
Facsimile (415) 479-2733

October 26, 1995

VIA FACSIMILE 499-3645

John Kress  
Supervisor  
County of Marin  
3501 Civic Center Drive  
San Rafael, CA 94903

Re: Response to Letter of Douglas Ferguson on Lucasfilm Project Application and  
Initial Comment on Draft EIR

Dear John:

I have recently been given a copy of the letter from Lucasfilm’s attorney, Douglas Ferguson, dated September 21, 1995 provided to you by Catherine Munson. I am thankful that you have made this letter public, so residents of Lucas Valley are fully informed. Mr. Ferguson’s letter attempts to rebut assertions in an insert in the LVHA newsletter about Lucasfilm’s project application for Lucas Valley. Though I am not the author of the LVHA insert, I believe Mr. Ferguson’s comments should not be so be unaddressed. They gloss over many facts and attempt to cast suspicion on the objectivity of my fellow Lucas Valley residents.

As you are aware, the Lucasfilm project is of great and justified concern to many Lucas Valley residents. Many of us have scoured the United States and the Bay Area to find the most beautiful place imaginable to live. Most of us have poured our life savings and net worth into the houses we have purchased in Lucas Valley because it is incomparable to elsewhere and was protected by strict land use planning laws and ordinances. It is not coincidental that Lucasfilm wants to be here, too. But is there room for us both?

Mr. Ferguson’s suggestion that we are “not objective,” under these circumstances is an understatement. For those of us who through years of hard labor and savings have created the reality of living here, we fear our dream is being whisked away by starstruck neighbors, thirsty developers and castle builders. Though these terms may seem harsh and out of proportion when applied to Lucasfilm and its supporters, you have to understand our fearful perspective. We have witnessed Hollywood, Wilshire Boulevard and Universal Studios and, thus, have little faith in promises or pleas of trust that development will be good for the Valley. Moreover we are stunned...
that the rules of civics appear to have been changed on us. That Lucasfilm now claims a “right” to build on land that was, when we moved here, considered to be agricultural or residential — without a zoning charge or amendment to the Countywide Plan — defies the very core of our confidence in the process. We are mystified that these claims of “right” or “entitlement” are the result of a recent and little known change made to the Countywide Plan. Since Lucasfilm’s last application was found to be inconsistent with the Countywide Plan, this change has the appearance of being neatly packaged for Lucasfilm without application or notice.

Objective we cannot be with trust stretched so thin.

Given my confession of bias and unobjective fear, I hope you will listen to my comments on Mr. Ferguson's letter. Unfortunately, as of this date, my comments cannot be complete as I still don’t have all the facts. Also, unfortunately, I do not profess to fully understand the myriad of facts I have. Nevertheless, please take my comments for what they are, which is my best attempt to defend the fears and motives of my fellow residents — and not to impugn Mr. Ferguson, Lucasfilm or the County.

1. First, to my knowledge no LVHA member has ever refused an offer by Lucasfilm to meet. I understand the LVHA Board attended a presentation last spring and Lucasfilm has been meeting at the homes of neighbors. I also understand that Lucasfilm is scheduled to appear before the LVHA this month. I hope that Mr. Ferguson will also attend.

2. Contrary to Mr. Ferguson's suggestion, the new facilities do not consist of just "offices." The draft EIR indicates that Grady alone will have at least seven "production" stages with ceilings of 30-50 feet. One stage will be approximately 250 by 100 feet, or 25,000 square feet. Also planned at Grady is a warehouse called "ancillary building" a three story 36 room hotel called "guest facilities." 2.0-13-16. Big Rock will add a 60,000 square foot warehouse called "archives" and a 10,000 square foot "Maintenance Building." Precise detail for the actual "office uses" is sparse. As such, the characterization of the project as "permitted offices" is neither accurate nor justifiable based on the information we have been given. Moreover, we seriously doubt that the prior Board of Supervisors contemplated such massive commercial "office" development to be "planned" into the residential and agricultural zoning areas by whatever changes they made to the Countywide plan. I will be looking into this more closely, as such an interpretation would completely alter the future development of Marin County in ways not publicly understood including:

- the complete undermining of any meaningful public transit system;
the hopeless mix of massive commercial development in residential neighborhoods;

and a land use policy which says that every valley floor (and thus every fertile West Marin farm) may be converted into intense "office" complexes. Only the poorly soiled unbuildable hillsides would remain for agriculture.

3. Mr. Ferguson incorrectly suggests that the Luiz Ranch could not be similarly developed. He states:

Fears of extensive development of the Luiz Ranch are unfounded. The combination of precipitous slopes and unstable soils have combined to make this property "downsized by nature."

This argument, however, applies equally to the Lucasfilm project. If Luiz Ranch is unbuildable, how can 206 houses be built on Lucasfilm's parcels? According to the EIR, just released, the Grady Ranch is loaded with steep slopes and landslide zones. See 5.1-5 ("Due to the geological instability of the underlying Franciscan melange and its susceptibility to landsliding . . . slopes instability represents the major geologic hazard on Grady and Big Rock Ranches."). See also Exhibit 5.1-2 Grady Ranch Location of Landslides in Development Area and 5.1-15 (Proposed roads, buildings, and other facilities are located on or adjacent to active and potentially active landslides. . . . Because downhill movement of these landslides could injure people or damage building and facilities, these slope instability and grading impacts are considered significant.") Thus, it is highly questionable that 206 houses could be currently approved — and built — on the four Lucasfilm parcels. Conversely, if the Lucasfilm Project is approvable, Luiz Ranch would be approvable in a like dimension, i.e., a huge office complex.

4. Mr. Ferguson suggests that the County asked Lucasfilm to withdraw its application for an amendment to the Countywide Plan and for rezoning after the Public Scoping Session on the EIR. This characterization cannot be not accurate. While the County staff may now take this position, neither the Planning Commission nor the Board of Supervisors has publicly heard this issue nor publicly approved. In fact, Lucas Valley residents petition to appeal County staff’s decision has been rejected under the opinion of County Counsel who states that such an appeal is premature since neither the Planning Commission nor the Board of Supervisors has acted.

As expressed above, I would expect the Board of Supervisors to follow the intent and purpose of the Plans that have existed since the 70’s — namely, commercial zoning means primarily commercial and residential zoning means primarily residential. The Lucasfilm development has no residential or agricultural component and thus fails to meet residential and
agricultural zoning requirements. Indeed, the original draft EIR found that the original project was inconsistent with the Countywide Plan and would have required amendment. As stated in the 1992 draft EIR:

In several areas the proposed Master Plan is inconsistent with the policy language, maps, and the land use designations of The Marin Countywide Plan. The most important of these relate to locating non-residential development outside the activity areas designated by the County in the City-Centered Corridor. Due to the inconsistencies with The Marin Countywide Plan it will be necessary to either revise the Master Plan, contrary to the applicant’s objectives, or revise The Marin Countywide Plan. Revision of The Marin Countywide Plan may not, however, achieve the County’s basic goals and objectives, may result in secondary impacts by introducing internal inconsistencies in the CWP and undermine the policy direction established in the CWP, and could require subsequent environmental review.

Lucasfilm/ILM Master Plan, Countywide Plan Amendment and Rezoning Draft Environmental Impact Report, July 1992, p.46. As such, I fear Mr. Ferguson is attempting to build the foundation for later claiming, that “the County” mislead Lucasfilm down the path of withdrawing its application and will argue that the County cannot now require either a zoning or CWP amendment. You should make clear to Mr. Ferguson that this bootstrapped argument will fail and that Lucasfilm has chosen to travel down this path alone.

5. Mr. Ferguson misunderstands our the concern regarding the huge number of parking spaces planned. The plans indicate a build-out of underground parking at Grady for 350 cars under the main building, 125 cars under the ancillary building, 32 cars under the guest house and 38 cars under day care facilities. This parking for 545 cars at Grady alone, with an additional 300 cars at Big Rock, reveals a more accurate picture of the traffic expected. (\( \sum 640 \text{ employees} + 845 \text{ cars} \times \text{Car pooling} \)). If not cars, for what will the extra 190,000 square feet to the Grady site and 92,000 square feet at Big Rock be used now or in the future?

6. Mr. Ferguson fails or refuses to recognize that Lucasfilm may receive a tremendous economic windfall from this development. The value of commercially developable or developed land is worth much more than land which is designated agricultural or residential, as it was when Lucasfilm bought the land. More important, however, we must ask why Mr. Ferguson is defensive on this issue. If the development is a win-win situation, no one should care. However, if Lucasfilm is looking to develop — and then sell to Warner Brothers as Rupert Murdoch — the county should care greatly and assure that the economic windfall goes to the county — not elsewhere.
7. Mr. Ferguson states that the "precedent" argument is unfounded. However, the draft EIR already proclaims that Skywalker Ranch already established the "precedent." See 3.0-37. Thus, it appears that Lucasfilm has now drawn the "precedent" card it said would not be in the deck.

8. The 580 corridor concern is not fallacious. Contrary to Mr. Ferguson's representations, all facts indicate that if the Lucasfilm project is approved without substantial traffic mitigation, Lucas Valley Road will have to be widened creating, in essence, the 580 extension. It will be only a matter of time before the increased two-way traffic traveling west of the development to West Marin homes, Skywalker or Petaluma — a road laden with curves and narrow shoulders — will see a few tragic accidents. As 340, 640, 845 or more new commuters (with their children), in addition to commercial vehicles and "guests," race to work in day or night, a few tight curves will be missed. The foreseeable tragedy will ensue and the county will, years from now be required — at its own expense — to straighten out curves, build barriers and widen the road west of Grady. Where will the county get this money? Tolls? Not Lucasfilm? Once these improvements are made, more people will be attracted to use this route to bypass 101 congestion, and for speedy access to West Marin. This quicker access will also attract further development in West Marin requiring more county services. Unfortunately, the draft EIR fails to address any of these issues.

Having said all this, I must confess that I would be one of the first to welcome George Lucas and his enterprises as a neighbor if one major change were made to his empire's application — a change that would cause the development to maintain city-corridor characteristics. As we have discussed, the only way we know to avoid the growth inducing impacts, the noise and air pollution, the threat of tragic traffic accidents and the increased future expense of road construction and providing services for the West Marin development is to require a vast majority of Lucasfilm's employees to park at the 101 Corridor. Such space already exists in the empty complex recently abandoned by Fireman's Fund right next to the YMCA where Lucas Arts already has offices. The requested parking spaces should be cut to less than half at Grady and Big Rock to force car pooling or the use of vans or buses. Voluntary car pooling is insufficient and unenforceable.

Mr. Ferguson admits that such limitations on traffic and parking are allowed pursuant to regulations of the Bay Area Air Quality management District and seems to indicate that Lucasfilm may be willing to agree to such restrictions thereby meeting and solidifying the land use expectations of Lucas Valley residents. The Lucasfilm development could then serve as a model for all future commercial development in Marin. Lucas Valley residents could then embrace a new neighbor.
We urge you to take Mr. Ferguson up on this concession, and help restore our faith in County Government. I look forward to working with you as our Supervisor and friend.

Very truly yours,

REED R. KATHREIN

RRK:caa
cc:  Mark Riesenfeld, Director, Community Development Agency
     Dean Powell, Principal County Planner
     Carl Naegele, President LVHA
     Catherine Munson
     Douglas Ferguson
     George Lucas, Lucasfilm Ltd.
     Gordon Radley, Lucasfilm Ltd.
     Jeff Prugh, Editorial Editor, Marin Independent Journal
     Brad Braithaupt, Marin Independent Journal
     Harold Brown, County Supervisor
     Annette Rose, County Supervisor
     Gary Giacomini, County Supervisor
     Harry Moore, County Supervisor
     Patty Garbarino, Planning Commissioner
     Marrow Cater, Planning Commissioner
     Raymond Buddie, Planning Commissioner
     Art Mills, Planning Commissioner
     Deborah Rolland, Planning Commissioner
     Arlene Evans, Planning Commissioner
     Jan Alff Weigel, Planning Commissioner
RESPONSE TO LETTER 43
REED R. KATHREIN

Response to Comment 43-1

There are no contradictions with the 1992 DEIR, as the two projects are separate and were subject to separate reviews. Some analyses have been redone to incorporate more current information and new standards where appropriate. In other cases, the commentor is incorrect that the analyses have changed. For example:

- The traffic analysis was completely redone, based on more current information. Mitigation is now possible at the Highway 101 Southbound Ramps at Lucas Valley Road, as explained on page 5.7-22 of the DEIR.

- As explained on page 5.8-5 of the DEIR, emissions of reactive organics and nitrogen oxides would now be under BAAQMD thresholds.

- The loss of cumulative grazing land is still labeled as significant in the DEIR on page 5.4-33.

- See Impact 5.7-1 on page 5.7-18 for new analyses of intersection impacts.

- The commentor is correct in stating that the "Irreversible Environmental Changes" section was eliminated. According to the CEQA Guidelines Section 15127, this section is only required when a General Plan Amendment (or other specific items) is required. As the current project does not require a General Plan Amendment, this was eliminated.

- In 1994, the requirement for EIRs to address the "relationship between local short-term uses of the human environment and the maintenance and enhancement of long-term productivity" was repealed. Therefore, it was not included in the current DEIR.

- This is a new project, and conformance is compared with a revised version of the Countywide Plan. As no inconsistencies were discovered, this was not considered an unavoidable adverse impact.

- A new analysis of impervious surfaces is found on page 5.2-14 of the DEIR.

- See comments above for traffic impacts on Highway 101 Southbound Ramp impacts and cumulative air impacts.

- As the project was found consistent with the Countywide Plan, inconsistency was not found to be a "major conclusion" or an "issue to be resolved."

Response to Comment 43-2

The LAFCO policy is clear, it encourages the development of non-prime lands before prime lands. The project site exclusively consists of non-prime land. The existence of other farmland on the site does not apply to this policy.

The commentor refers to the "Urban Services Policy" on page 4.0-62 of the DEIR. The policy defines the change from a rural to urban use. The commentor implies that the provision of urban services to the project is evidence of urban use inconsistent with LAFCO policy. While urban service is a measure of
urban use, the project does not change land use on the site to a predominately urban use and is not inconsistent with policy merits consideration of County decision makers in accepting or approving any residential use.

Response to Comment 43-3

(a) Project trips were distributed according to the percentage estimates shown in the DEIR and based on available Skywalker Ranch employee survey information. Residential trips are analyzed and compared to the project trip characteristics in the DEIR.

(b) Comment noted. The use of an employee shuttle bus service to and from remote parking locations is evaluated in the DEIR. See also Response to Comment 1-10.

(c) See Response to Comment 16-3(f).

(d) The project trip distribution estimates are not intended to be city specific but do provide adequate regional estimates. See also Response to Comment 43-12.

Response to Comment 43-4

Gordon Radley represents the project applicant. His comments and assertions regarding the proposed project and particularly transportation issues are not the opinion of a traffic expert. The EIR transportation analysis was prepared by experts in traffic analysis utilizing accepted analysis standards and practices and is based on documented factual observations of traffic conditions and expert projections. In the opinion of the EIR traffic analysts, the areas suggested for further analysis fall well outside the study area and would experience insignificant traffic effects if the project were built.

Response to Comment 43-5

See Response to Comment 16-3(f).

Response to Comment 43-6

See Response to Comment 16-3(a).

Response to Comment 43-7

The use of the ITE Trip Generation Manual rate is an acceptable standard utilized by EIR traffic experts and County traffic engineers. The rate represents a reliable proved standard.

Response to Comment 43-8

The Current Zoning (or perhaps more appropriately named the residential development alternative since current zoning permits office and other uses with a use permit) Alternative was in part selected to conform with the ruling of Environmental Planning and Information Council v. County of El Dorado, 131 Cal.App.3d 354, which requires an alternative examining allowed residential buildout under current planning and zoning requirements. See Response to Comment 16-9 and also see Master Response G, "Master Response on Selection of Alternatives."

See also Responses to Comment 19-110 on the limitations on alternatives analyses. No study could feasibility be performed showing "how many units would currently be approvable" as this would be
speculative to predict. Approval of a residential alternative would be based on many factors including
detailed environmental review (outside the scope of this EIR) and merits considerations by County
decision makers in accepting or approving a residential use.

Response to Comment 43-9

As no evidence exists to the contrary, it is reasonable to foresee a continuation of the Skywalker Ranch
Fire Brigade. "Ownership changes" or "hard times" are speculative. See also Master Response 0,
"Master Response on Project Stability / Abandonment Issues."

Response to Comment 43-10

Paramedic service is no longer a valid topic of analysis under the CEQA. A project's social impacts are
relevant only if they lead to physical impacts, as recently ruled in the August 1995 Goleta Union
School District v. Regent of California [37 Cal.App.4th 1025]. The CEQA Guidelines\textsuperscript{134} states that a
"'significant effect' on the environment means a substantial, or potentially substantial, adverse change in
any of the physical conditions within the area affected by the project including land, air, water,
minerals, flora, fauna...An economic or social change by itself shall not be considered a significant
effect on the environment. [italics added] Therefore, a lack of paramedic service would not lead to
physical impacts.

Response to Comment 43-11

The EIR contacted the San Rafael Fire Department (SRFD) due to a request from the City of San
Rafael to examine how the proposed project would (among other things) affect the fire department.\textsuperscript{135}
As discussed in Impact 5.10-4 and 5.10-5 of the DEIR, the SRFD has an automatic aid agreement with
the Marinwood Fire District (MFD). Any structural fire report would lead to a response from the
SRFD of one Engine Company, one Truck Company, one Paramedic Rescue Ambulance, and one Chief
Officer. If a wildland fire is reported, an additional Engine is substituted for the Truck Company. The
SRFD is confident that with seven fire engine companies, this would not affect service in San Rafael.

The commenter is correct in that objective criteria (such as estimates of calls based on other
developments) are often used in EIRs. Using the number of total calls expected can be used to
determine if any increase in personnel or equipment is needed (the increase in demand). For example, if
a district has ten firefighters and receives 1,000 calls a year, then on the average one firefighter is
required for every 100 calls. If a new project would generate 100 calls, then another firefighter could be
necessary.

The EIR originally planned to include this type of analysis. The EIR preparers contacted the
Marinwood Fire Department (MFD) to estimate the number of calls that could be expected to occur
from the proposed Grady Ranch development.\textsuperscript{136} The MFD responded that the number of calls
generated by the development would be similar to Skywalker Ranch in both nature and total number,

\textsuperscript{134}CEQA Guidelines Section 15382.

\textsuperscript{135}Letter from Robert Pendoley, Planning Director, City of San Rafael, to Mark Riesenfeld, Planning Director, Marin

\textsuperscript{136}Letter from Nichols • Berman to Jay Neuhaus, Fire Chief, MFD, March 2, 1995.
although the MFD did not anticipate any impact. The EIR preparers contacted the Marin County Fire Department (MCFD) to determine the number of calls. However, interviews with the MCFD determined that this approach was not necessary, as the presence of the Skywalker Fire Brigade (SFB) meant that no increase in demand would occur. Actually, a decrease in service demand occurs in this area, due to the response of the Skywalker Brigade to off-site calls that would otherwise be answered by the MCFD. For example, the SFB responded to nine calls in 1994 for off-site fires, vehicle accidents, and roadside emergencies. It was assumed that no net demand would be generated by the proposed Grady Ranch (and a decrease in service demand might even be possible), and so it was unnecessary to complete the analysis of the number of personnel or equipment necessary, as none would be required.

Other objective criteria was also used to determine impacts, as explained on page 5.10-3 of the DEIR, including if the project would:

- Interfere with emergency response plans or emergency evacuation plans
- Require additional fire staff, facilities, or equipment to maintain an acceptable level of service (e.g. response time, rating, other)
- Create a hazardous situation beyond the capability of the available emergency services
- Create great difficulty or hardship in providing increased service
- Require more water and resources for fire control than would be available
- Result in extension of emergency services response times that could create a hazardous situation

All of these criteria were given to both the MFD and the SRFD.

See "General Notes for Letter 7," under letter 7 responses, for a discussion of significant impacts to the Marinwood Fire Department.

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137 Letter from Jay Neuhaus to Nichols • Berman, March 10, 1995.

Response to Comment 43-12

It would be speculative to assume where the increased employees would live. However, any development resulting from increased employees would require the CEQA analysis by whatever lead agency received applications from developers. This concept was already upheld in Marin Municipal Water District v. KG Land Corporation California, 235 Cal.App.3d 1652, 1660-1663.

Response to Comment 43-13

Road repair and maintenance would be the responsibility of the County. The only impact that could be expected to occur is if the project would result in the County being unable to fund necessary repairs. As discussed in Impact 5.11-1 on page 5.11-8, no physical impacts are expected from changes in County General Fund revenues.

Sanitary sewer impacts are addressed in Impact 5.10-12 on page 5.10-15. The analysis shows objective estimates of wastewater that would be generated and the current capacity of the plant. See also Response to Comment 56-1.

For water availability for other projects if the Proposed Project is approved, see Response to Comment 19-106. In response to this comment, the discussion of Impact 5.10-10 on page 5.10-12 and 5.10-13 is revised as follows:

The project is estimated to result in an increased demand of about 42 acre-feet [footnote omitted] of water per year. [footnote omitted]. This estimate does not include water demands from any landscaped irrigation.

The MMWD undergoes an involved process when determining the water availability for a particular parcel. First, the MMWD develops its overall water supply plan based upon current zoning throughout its service area. To be on the safe side, it assumes maximum buildout of all parcels within the district. The MMWD estimated water demand for its service district through the year 2025. The MMWD has since developed a water supply plan based on this expected demand. The MMWD has developed a firm water supply for the current water demand through 2025.

The Grady Ranch site is now zoned for residential usage. The MMWD assumed that the maximum residential development would occur. The MMWD estimates a single-family house would generate a demand of about 3/10 an acre-foot per year or lower. As Grady Ranch is zoned for 137, so this would result in a demand of 41.1 acre-feet a year. As this is equivalent to the estimated 42 acre-feet that the project would be estimated to use, this proposed project would not disrupt the current MMWD water supply plan. MMWD water supplies are adequate to serve the project. Therefore, water demand generated by the project would be less-than-significant.

Response to Comment 43-14

It is unclear why the commentor has focused on Russian River water. While this is one source of water for the MMWD, there are many others that are important to consider. Knowing the exact amount of water available from the river during drought years would not add to this analysis. Assuming that a particular source would be unavailable during drought years would beg the question of what would effect be on other sources. The purpose of the EIR is not to perform a detailed risk analysis and
analysis of the effects of failure of every portion of the MMWD supply system on the project.

**Response to Comment 43-15**

As explained on pages 5.10-16 and 5.10-17, it is unclear what the future capacity of the treatment plant will be before the finalization of the capital improvement plan, and so an estimate of future capacity is speculative to determine. Financing of the plant will presumably be addressed in the capital improvement plan, although it is difficult to see how this will affect the environmental analysis.

**Response to Comment 43-16**

The drought and the lack of a financing plan has made it difficult for the District to predict future capacity of the system. See Response to Comment 43-15.

**Response to Comment 43-17**

The EIR provides a list of cumulative projects on Exhibit 2.0-17. This list includes the 80 units of senior housing at Juvenile Hall. These projects were used to determine when possible the cumulative effects on service providers. The service providers were questioned about the effects of these projects on the service. For instance, the Marin County Sheriff's Department and Marin County Fire Department were questioned about the effect of each project.

Some services would only be cumulatively affected by some projects. For example, some of the cumulative projects were out of the service area of the Marinwood Fire Department. Cumulative development on fire districts is examined in Impact 5.10-6 on page 5.10-8 of the DEIR. Note that this analysis specifically mentions the effect of the proposed Juvenile Hall senior housing on the MFD.

Some services already assume that vacant lands will be built out to the maximum density allowed. For example, the MMWD assumes that residential land will build out the maximum zoning allowed. In these cases, the effects of these cumulative projects have already been anticipated by the service. In these cases, the "fill out" of existing development also has been anticipated.

**Response to Comment 43-18**

Section 3.5 ("Growth Inducing Impacts") on pages 3.0-36 to 3.0-38 already discusses the precedent-setting effects of the project, such as additional development on agricultural lands, including ARP lands. This section also addresses the precedent-setting effects in the City-Center Corridor, including RMP lands. The precedent-setting effects on agricultural land in general is also identified and discussed. The identification of all other ARP and RMP zoned parcels in Marin in unnecessary. It would be speculative to determine "maximum commercial build out" in these parcels. Note that all ARP and RMP zoned parcels in the County that are physically accommodate the project have been identified in Master Response H, "Master Response on Alternative Site Analysis."

See also Master Response P, "Master Response on Growth-Inducing Impacts."

The possibility of future similar proposals has been discussed on nearby parcels (such as the Luiz property to the south of Grady Ranch) and is discussed in the "Growth Inducing Impacts" section, pages 3.0-36 to 3.0-38 of the DEIR.
November 20, 1995

Tim Haddad
Marin Community Development Agency
CIVIC CENTER -- Room 308
San Rafael, CA 94903-4157

RE: Lucasfilm Ltd. Expansion

Dear Mr. Haddad,

It astounds me that residents of Lucas Valley Estates (LVE) would object to the Lucasfilm expansion for environmental reasons. Those who live in the LVE development would do better to look in the mirror and at their next door neighbors if they are truly concerned about the health of the surrounding land and wildlife.

The LVE development is an environmental travesty and a visual blight to the otherwise lovely drive along Lucas Valley Road. It should remind us all of what can happen to our precious ranch land and open space when housing developers and their customers take over.

Where were the caring environmentalists of LVE when their houses were being built? Were they watching 100 year-old oak trees being uprooted so the road to their new house could be widened? Did they see wildlife habitat being destroyed to accommodate their concrete foundations and paved streets? Did they witness air, noise, creek and land pollution when their tennis courts and walking trails were being paved? Did those self-righteous folks really care about the impact their "little city-like community" would have on the environment?

George Lucas cares and he’s already proven it. Having done some work at Skywalker Ranch, I can attest to his many environmentally responsible actions. For instance, does LVE have its own Fire Department with trained fire fighters and medics who respond to the needs of their
neighbors? Is there any roadside evidence of Skywalker Ranch? Has anyone noticed that Lucasfilm working hours are staggered to avoid heavy commuter-like traffic on Lucas Valley Road?

Marin County would be sorely mistaken to rebuke Lucasfilm expansion. What other private landowners would be willing to deed 97% of their land to permanent open space? George Lucas is an exemplary land steward. He has contributed vastly to the creative, economic and environmental health of this county. We should be applauding and supporting the expansion of his company. His growth is our preservation.

Sincerely,

Judy Rosen
RESPONSE TO LETTER 44
JUDY A. ROSEN

Response to Comment 44-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 20, 1995

Mr. Tim Haddad
Environmental Coordinator
Marin County Development Agency
3501 Civic Center Drive
Room 308
San Rafael, California 94903

RE: Draft EIR - Lucasfilm, Ltd.

Dear Mr. Haddad:

The purpose of this letter is to submit my comments and express my sincere concern regarding deficiencies observed in the draft environmental report prepared in connection with the Lucasfilm, Ltd. proposal to develop the Grady and Big Rock Ranches. My comments and concerns are as follows:

1. The proposed uses of the Lucasfilm facilities are vague, oblique, and general. My summary review of the draft EIR report, as well as, observations made at a meeting in which Mr. Gordon Radley, president of Lucasfilm, made a presentation indicate that the proposed uses of the subject properties are vague, oblique and general.

2. The proposed use of the Lucas Valley facilities are in direct conflict with current zoning regulations and the County General Plan. The proposed project is in reality a "light industrial facility" and is mislabeled as an "office" facility.

It is my understanding that the proposed project will: (a) have sound stages that are fifty-five feet high; (b) have more computing power than the Pentagon; (c) consist of several hundred thousand square feet of facilities; and, (d) produce digital products.
When you put all these pieces together one must conclude that this is a "light industrial production" facility and not an "office" facility. The ancillary office space proposed at the Lucasfilm project is for design staff.

The EIR does not analyze the physical characteristics of current office buildings zoned and approved in Marin County and the ratios of employees to floor space. Further, there is no analysis or comparison of traditional office and business data processing systems as compared to the computing power proposed for the Lucasfilm production facility.

As a matter of fact, Bob Berman, the consultant who executed the EIR study, specifically concedes that the Lucasfilm project is indeed a "light industrial use" in his EIR report. Reference to page 6.0-24 of the draft EIR report, under the caption McNear Quarry, the consultant specifically states..."The eventual redevelopment of the quarry site does not, however, foresee light industrial uses." (Highlight added by this writer).

3. Given the vagueness of the proposed uses at Lucasfilm and the "production" nature of the activities to be conducted there, the EIR analysis of traffic is totally inadequate and the hours of facility operation are vague.

It is a well-known fact that the Lucas Valley interchange at Highway 101 is impacted and the traffic on Lucas Valley Road is very heavy.

At a recent presentation, Lucasfilm executives stated words to the effect that their staff is organized into self-directed work teams whose team members are highly dependent upon each other, and can work "flex" hours.

What was not said, in my opinion, is that given the production nature of the activities to be conducted at Lucasfilm, these teams may have specific target and deadline dates to get work completed. This may require staff teams to work together as necessary to complete a project on time. Therefore, staff teams may not necessarily work flex hours and may indeed work around-the-clock to meet deadlines.

It is my understanding that computer processing and production at the proposed facilities is already planned to be accomplished during the night shift. There is nothing to prevent Lucasfilm from running a round-the-clock operation at the proposed facilities with any and all of its staff plus outside contractors and consultants (among others) being on-site at any given time of the day or night.
The implications on traffic and the environment can be very dramatic. Further, it is my understanding that the EIR did not adequately address the traffic that may result from support services, consultants, subcontractors, musicians, bands, and any other sources of vehicles that may be travelling to and from the proposed facilities at different times of the day and night.

While there are a number of other issues that I have identified that are related to the draft EIR, I have presented only those which, in my opinion, are critical.

I am not opposed to Lucasfilm building a "light industrial" facility in Marin County. However, the proposed facility should be built along the Highway 101 corridor where appropriate zoning is in place. The Lucasfilm facility does not belong in Lucas Valley, which is a residential/agricultural area, for the reasons noted above, namely: (1) it is not an office building but a "light industrial" facility which is in violation of current zoning regulations and the County General Plan; (2) there appears to be no limitation or restriction on the hours of operation at the proposed project; and, (3) the impact on traffic and the environment will be dramatic. Further, the proposed use of the facilities are vague, oblique and general which in turn clouds the underlying "production and light industrial use" of the property. These points are not adequately addressed or covered in the draft EIR.

If you have any questions or would like to discuss my comments, please do not hesitate to contact me.

Sincerely yours,

[Signature]

Van C. Athanasakos
RESPONSE TO LETTER 45
VAN C. ATHANASAKOS

Response to Comment 45-1

See the discussion in Master Response 1, "Master Response on Nature of Proposed Use."

Response to Comment 45-2

See "General Discussion on Nature of Proposed Use."

Response to Comment 45-3

While hours of operation may vary at the proposed project sites the maximum number of people on site will be limited under conditions of approval. The DEIR developed project trip generation accounts for visitors and subcontractors. The staging of special events traffic impacts was not analyzed due to the infrequency and the off peak hour scheduling of such events.
15 Mount Rainier Court  
San Rafael, CA 94903  
November 21, 1995  

Tim Haddad, Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4147

Dear Mr. Haddad:

As residents of Lucas Valley, we are very troubled by the proposed LucasFilm expansion 
for the Grady and Big Rock Ranches. The issues that concern us most are:

1. The location of this industrial development in residential and agricultural zones of 
   Lucas Valley seems to be inconsistent with the Countywide Master Plan. To call the 
   proposed structures "offices" when a 50 foot high sound stage and 65 foot high guest 
   quarters are planned, seems irreconcilable with the Master plan. In addition, the 
   visibility of the tall main building and guest structures from Lucas Valley Road is a 
   significant concern.

2. The traffic which will be generated by this large project will present major problems 
   for this delicate and narrow corridor to the seashore, in addition to significant prob- 
   lems for the residential areas located between the 101 corridor and the proposed 
   Lucasfilm expansion. We would like the EIR to address the traffic issues in greater 
   detail.

3. The amount of grading and tree removal and the diversion of streams which will be 
   needed to accommodate the expansion is contrary to the requirements of the County- 
   wide Plan and threatens the valley's environment.

4. Other potential alternative sites for Lucasfilm's expansion, especially along the 101 
   corridor, have not been adequately addressed by the EIR, and this should be done 
   before the County allows such major disruption in Lucas Valley's rural/residential 
   character.

Lucasfilm is an impressive, creative company, and it is an asset to Marin, but it does not 
belong in the rural/residential corridor known as Lucas Valley.

Sincerely,

Stephen F. Kent, M.D.  

Marcia N. Kent
RESPONSE TO LETTER 46
STEPHEN KENT AND MARCIA N. KENT

Response to Comment 46-1

See Master Response J, "Master Response on Nature of Proposed Use."

Section 5.5 (Visual and Aesthetic Quality) of the DEIR discusses the views of the project from Lucas Valley Road.

Response to Comment 46-2

See Master Response C, "Master Response on Traffic Issues."

Response to Comment 46-3

It is unclear to which policies of the Countywide Plan the commentor is referring. Grading issues are discussed in "General Discussion of Grading Issues." See also Response to Comments 10-3 and 14-27.

Response to Comment 46-4

See Master Response H, "Master Response on Alternative Site Analysis."
for residential properties and 18 percent for commercial properties.

Based on the discussion above, some of the conclusions contained in the DEIR related to property taxes on both the Lucasfilm project and the residential alternative can be further clarified. Both the Lucasfilm project and the residential alternative are subject to the provisions of Prop. 13. In the case of the Lucasfilm project, the DEIR indicated that the assessed value of the project, based on the construction cost of the project, would be an estimated $86 million. Under the provisions of Prop. 13, the assessment on the Lucasfilm project could increase by as much as two percent per year, and the property would be subject to reassessments when major improvements are made. Should the project be sold at some time in the future, the property would be reassessed at its market value.

In the case of the residential alternative, as units are developed and sold, the assessed value of the properties would be determined based on the sale price of the units. As long as the purchased units remain under the same ownership, the property taxes would not increase more than two percent annually, unless improvements are made to the properties. When the units are resold in the future, the sale price would become the new assessed value of the property. If a property has been held for an extended period of time before being resold, and inflation and the demand for residential properties has been robust, the new assessed value is likely to be significantly greater than the assessed value prior to the property sale. If a property has been held for only a short period of time or if real estate values have been flat or declining during the period of ownership, the assessed value is likely to be closer to the market value of the unit.

Given that residential units tend to resell more frequently than commercial property, it is likely that as time passes the aggregate assessed value of the residential development alternative would more closely reflect that alternative’s market value, while the assessed value of the proposed project would tend to lag the actual market value by a greater margin. The significance of this is diminished by the fact that the fiscal analysis projects such a large surplus of revenues for the proposed project alternative. Even if the revenues generated by the proposed project never increased beyond the level assumed in the DEIR (approximately $168,000 per year) and the projected $520 annual County service cost were to increase an average of 4.0 percent per year, it would still take nearly 150 years for the annual service costs to exceed the revenues.

It is possible that the revenue streams associated with the development of 206 new homes might be more stable than the revenue streams associated with the development of one business complex owned by a single individual; however this does not necessarily mean that the fiscal risks to the County are less for the residential alternative than for the proposed project. First, the residential alternative demands greater services. Although the revenue streams might be more stable due to diversified ownership, the consequences to the County from drastic losses in revenue are potentially greater than in the case of the proposed project. The DEIR indicated an ongoing service cost of approximately $500 per year for the proposed project. Even if the proposed project generated no revenues, the projected service cost is insignificant in comparison to the Countywide service expenditures. Nevertheless, because both alternatives would likely generate fiscal surpluses to the County, both should be considered acceptable from a fiscal stand-point.

Response to Comment 50A-8

See Response to Comment 45-1.
November 22, 1995

Mr. Tim Haddad
Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive
Room 308
San Rafael, California 94903-4157

Dear Mr. Haddad:

Re: Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR

I am writing to briefly provide my comments with respect to the draft environmental impact report for the Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR. I am opposed to any further expansion of the Lucasfilm facilities for the reasons set forth below. Accordingly, I believe that the only appropriate development alternative identified in the DEIR is the one which calls for no further changes in the use of the subject properties (which I believe is Alternative #1, but do not have the Draft EIR in front of me).

My initial objection is that the proposed use of the expanded facilities is inconsistent with the Countywide Plan in that it introduces a significant industrial activity into the Inland Rural Corridor that includes Lucas Valley. Industrial uses of agricultural and residential land are not permitted under the plan. The fact that the industry involved here is entertainment, and that the facility produces movies and interactive software rather than it being an industrial steel plant which produces sheet metal is irrelevant. The use proposed remains industrial. The Lucasfilm attempt to fit the proposed industrial use and facility expansion under the guise of "commercial office facilities" does not change the industrial nature of the activities.

I am also concerned about the precedential consequences of approval of the proposed expansion. The nature of industry throughout the U.S., and Northern California in particular, is increasingly shifting from traditional notions of tangible goods production to services and the production of more intangible products such as software. The previous approval of the use at Skywalker Ranch has been cited as precedent for the current Lucasfilm expansion plans, although the size of the propose expansion in terms of square footage and number of new on-site employees alone (not including visitors, temporary workers and support staff) is significantly larger than the Skywalker facility. In the same way that Skywalker is being cited as precedent for greater industrial intrusion in to Lucas Valley, approval of a significant industrial complex like that proposed by Lucasfilm outside of the City-Centered corridor will inevitably lead to pressure from other industrial users for even larger developments of properties located in the Inland Rural and Coastal Recreation corridors.
Traffic
The traffic analysis is inadequate because it does not address construction traffic. How many cement trucks will be needed over how long to build this huge complex. How much heavy equipment will be needed, how many supply trucks, construction worker vehicles, service vehicles? What route will these vehicles use? What will be the effect on air quality of the increase in diesel fumes? What will the effect be on noise in the valley as the noise from heavy trucks echoes off the hills on either side of the valley?

The heavy construction equipment needed to build the Big Rock facility will not be able to negotiate the narrow turns heading west to Big Rock. Will this traffic come from Sir Francis Drake? What will be the impact of construction traffic and the continuing need for supply deliveries, etc., on Sir Francis Drake? Will Lucas Valley Road or Sir Francis Drake need to be widened or realigned to accommodate this traffic? What about the sharp turn in Nicasio for trucks coming east from the turnoff to Petaluma? Will construction of the Big Rock facility necessitate straightening the sharp turns on the grade to Big Rock? Who will pay to repair roads damaged by 15 years of heavy construction traffic?

Since the DEIR does not explain what the functions of the buildings will be it is difficult to know what the traffic for the completed project would be like. Certainly there will be an increase in commercial traffic to service and supply this large facility. Again, a film studio of similar size should be used for comparison, not Skywalker Ranch.

Page 3.0-26 of the DEIR states that the noise impact on Lucas Valley Road would be less than significant and no mitigation would be required. This does not take into account construction traffic, the increase in commercial traffic, or the amplification of noise caused by the configuration of the valley. Noise is a problem now and the addition of project traffic will make it worse.

The DEIR inadequately addresses the impact of the project on bicycle traffic on Lucas Valley Road. Hundreds of bicyclists use Lucas Valley Road to reach West Marin. This is a dangerous road because of curves, steep shoulders, the lack of a bicycle lane, speeding, and short sight distances. Accidents and fatalities will increase with more traffic. In particular, the increase in the number of trucks and heavy equipment using this road during construction as well as during daily operation of the facility will make it even more difficult for bicycles to use this road.

The DEIR should also address the increase in animal deaths from the increased traffic. During the dry season, wildlife is forced to cross Lucas Valley Road to reach water. The number of deer, foxes, skunks, and opossums and other wildlife killed by vehicles will increase.

Widening of Intersections
The proposed widening of intersections will irreversible change the rural feeling of the Lucas Valley corridor. A year ago there was strong neighborhood opposition in Upper Lucas Valley to the installation of a traffic light at Lucas Valley Road and Mt. Lassen. The reason for the opposition was that it would change the rural character of the area. This plan now proposes not only lights, but adding extra lanes. In some sections Lucas Valley Road would be expanded to four lanes. The DEIR should evaluate the visual and environmental impact of the these proposed widenings. Where would the additional lanes come from? Lucas Valley Road, as it passes through lower and upper Lucas Valley, is in a narrow corridor between fence lines to the north and the mature trees of the riparian vegetation of Miller Creek to the south? Which will be sacrificed? The traffic study for the Mt. Lassen/Lucas Valley Road intersection does not take into consideration the additional traffic from the senior center that will be built within the next two years.
What will be the effect of increased traffic on surface streets as motorists cut through neighborhoods to avoid congestion on Lucas Valley Road? Motorists now routinely use Las Gallinas Road to avoid Hwy 101. This causes considerable congestion at Miller Creek Middle School in the morning. Many children ride their bikes to school, further increasing the risk of accidents in this congested area. The DEIR should address these issues.

Number of Employee and Parking
The DEIR is unclear as to whether the numbers given are for permanent employees or if they include service staff; vendors; guests at the hotel, restaurant or special events such as company picnics; contract; and temporary personnel. Also does this include groups such as orchestras and choirs brought in for projects? The provision of hundreds of extra parking spaces for the projected number of employees is an issue of concern that should be addressed in the DEIR. In a public meeting last month, Mr. Radley stated the extra parking was the result of the size of the basement and would not necessarily be used. This is not enough of an explanation for those concerned with traffic and the potential for requests for increases in the number of employees. Likewise the suggestion that people will be sent from one ranch to the other or offsite if the number exceeds that allowed (footnote page 2.0-16) is unenforceable. Who would monitor such a provision?

Potential number of employees
The DEIR should address the impact of the project with the maximum number of employees that the complex could support. Given trends in technology, it is unlikely that 10 or 20 years in the future each employee will need over 1000 square feet of office space. Likewise if the facility was sold, the daycare, restaurant, and hotel, etc., buildings could be converted to additional office or factory assembly space. Once such massive buildings are built, there will be pressure to use the space more efficiently and increase the number of people on site.

Geology and Soils
The enormous amount of grading required for the project emphasizes how wrong this project is for the site. One of the site selection criteria is “hilly terrain,” yet to build such massive, boxy buildings, this hilly terrain must be extensively recontoured. It is difficult to evaluate the proposed grading because the legends on the exhibits such as 5.1-5 are too small and blurred to read.

Page 4.0-23 states that it is a policy of the countywide plan to minimize grading and filling and then states that moving almost 1 million cubic yards of material “does not appear to be excessive.” If this is not excessive, what is? In addition, this figure understates the grading that must be done to stabilize the 50 identified slides in the area.

Page 4.0-43 says that mitigation for landslides should include a detailed description of excavation and compaction needed to stabilize the 50 slides. The DEIR should address this directly since it will change the impact on many aspects of the project including archaeological sites, vegetation removal, and creek disruption. Such a major component of the project should not be ignored by the DEIR.

Wildlife
The extensive use of 7-foot high fencing to exclude deer will seriously interrupt the movement of wildlife and restrict access to water. Alternatives including no fencing should be addressed. Furthermore, deer do not damage mature trees since most of the foliage is above the browse line. The need for the deer fence is created because small
trees need to be planted to mitigate the loss of mature trees. If the mature trees were not
\[\underline{52.18}\] disturbed in the first place, there would be less of a problem.

Mitigation measure 5.3-6 (b) states that if active raptor nests are discovered, grading and
tree removal should be restricted to the non-nesting period (August 15 -February 28).
\[\underline{52.19}\] Owls may nest in late December or January.

The DEIR should address the issue of mountain lions in the vicinity of the Grady site. A
\[\underline{52.20}\] mountain lion sighting was reported in Lucas Valley Estates.

**Surface Water Drainage Impacts**

The DEIR does not adequately address the impact to Nicasio Creek and Miller Creek.
\[\underline{52.21}\] Reduced flow into Nicasio Creek in conjunction with groundwater pumping will decrease
the amount of water available to downstream users, both humans and wildlife. The DEIR
should review the impacts to other groundwater users in the greater area such as Rancho
Santa Margarita and Nicasio, as well as wildlife and vegetation impacts. Lowering the
water table can have far reaching effects.

**Tree Removal**

Removal of 2,674 trees is a significant impact in and of itself, regardless of what
\[\underline{52.22}\] percentage of the total number on the site this represents (page 3.0-12). An alternative use
for this site that did not include such large buildings would preserve many more of the
trees. The DEIR is not objective in stating that this is not a large number of trees relative
to the site or to the previous proposal. The fact that fewer trees will be cut down in this
proposal than in the previous is irrelevant and misleading.

The number of trees to be removed for this project is underestimated because it does not
take into account the additional grading and loss of vegetation that will be required to
\[\underline{52.23}\] stabilize the many slide-prone areas on the site. Slide stabilization plans should be
developed to realistically estimate the size of the disturbed area.

The habitat value of mature trees cannot be matched by replacing them with young trees.
even at ratios of 1 to 3 or 1 to 5. Young trees clustered around large buildings will not
\[\underline{52.24}\] provide the complex of habitats found in stands of mature oaks and bays. The loss of
these trees cannot be mitigated as suggest on page 5.3-27.

Mitigation measure 5.3-2 suggests replanted trees should be monitored for a minimum of
\[\underline{52.25}\] 5 years. This is insufficient, particularly during drought years. Also mature trees damaged
during construction as a result of changes in hydrology, etc., may take several years to
decline and die. These trees should also be replaced.

**Visual and Aesthetic Quality**

The DEIR states that the impact on the aesthetic quality of the project would be less than
\[\underline{52.26}\] significant (page 3.0-18). This is not supported by fact. Open, tree-studded fields will be
replaced by buildings the size of large department stores and a narrow, winding road will
be widened at almost every intersection. How can this be less than significant?

Besides the massive size of the buildings, the complete recontouring of the site will be
\[\underline{52.27}\] visually disruptive. The tunnel within the berm proposed for the Grady site is particularly
unsightly.

The DEIR does not address changes to the viewscape from ridgetop hiking trails.
Archaeological Resources

The proposed project will disturb or destroy all three of the archaeological sites on the Grady property. Studying a site before it is destroyed is not the same as preserving it because archaeological research methods will be better in the future. Even in the context of Marin’s rich archaeological resources, petroglyphs and burials constitute major sites and should be preserved. Even if they are preserved, however, the presence of hundreds of people on the site will lead to their degradation. The DEIR should address this issue.

One suggested mitigation is changing the placement of buildings. What would be the effect of this on other aspects of the project?

Hazardous Waste

The impact of hazardous wastes cannot be evaluated since the applicant has not specifically explained what the facility will be used for. The DEIR does not address the problem of transportation and on site storage of fuels. What are the risks involved in transporting fuel and flammable chemicals over Lucas Valley Road or Sir Francis Drake? Skywalker Ranch cannot be used as a model since the proposed complexes are so much more massive in scale and will involve different activities. A similarly sized film studio should be used for comparison.

The problem of the release of asbestos from serpentine rock and dust generation is inadequately reviewed. The valley is subject to extremely strong winds from the west and this must be taken into account. What will be the effect of dust on sensitive vegetation in the surrounding area?

Use of Well Water and Leach Fields at Big Rock

The use of well water and a septic system for 184,700 square feet of industrial space on the Big Rock site is inadequately analyzed. What will be the effect of other users of the water table and where will the contaminants in the sewage go? Surely it is not the intent of the county to encourage the use of leach fields for industrial development. What about the Los Ranchitos sewage controversy? This low density residential community was required to hook up to the sewer system.

Economic Considerations

This section should include the cost of road repair related to heavy construction traffic, the decrease in the value of homes affected by increased traffic on Lucas Valley Road and subsequent loss in property taxes, and the many other costs incurred by a strained infrastructure and urban sprawl.

The DEIR states that the county will receive $167,870 a year in revenue for this project. This is about the loss in value for one house backing up to Lucas Valley Road. Is the county willing to sell the Countywide Plan for $167,879? The report also states that the cost of this project to the county will be $520 per year. What about the increase in accidents and fatalities, lost revenues to traffic congestion, damaged roads, strain on infrastructure, etc.?

Mitigation Measure Conflicts

The DEIR needs to compare mitigation measures because many conflict. For example, if the mitigation for preserving archaeological sites is to reduce excavation and grading, then how can slopes be stabilized by increased grading? Mitigation Measure 5.10-5 calls for expanding the unpaved roadway on Big Rock Ranch to provide emergency vehicle access. Is this the unpaved road that crosses archaeological site CA-Mrn-495? A matrix of mitigation measures should be prepared to sort this out.
conservation easement, and would share the same owner. The EIR preparers are unaware of another site that would provide a better comparison. The EIR preparers are also unaware of a "film studio of similar size" currently operating grazing operations.

No response is possible for the assertion that the Proposed Project is inconsistent with LAFCO policies, because the commentor does not seem to be referring to a particular policy. Rather, the commentor is stating that the Proposed Project is inconsistent with the general description of LAFCO, created by the EIR consultant as an introduction to the section on page 4.0-55 of the DEIR.

Response to Comment 52-3

The fact that 95 percent of the property would be preserved as open space is not irrelevant, as it directly relates to the portion of the policy that states that a project should "maximum the amount of undivided agricultural land." The commentor is correct that other projects could also be required to keep this much in open space as well, but that does not exempt this project from an analysis of consistency with this policy.

It is not clear as to the reasoning of the commentor when stating that "the amount of grading is massive because the buildings are too big for the site." The reader provides no explanation as to why "the buildings are too big for the site." Furthermore, it is not clear how moving "one million square yards of dirt" would be inconsistent with zoning. The County does not have a zoning requirement that lists thresholds of cut and fill. In any event, the total cut as proposed is 611,000 cubic yards, not a million "square yards."

Response to Comment 52-4

The commentor's opinion is noted. This comment does not contain evidence to verify the commentor's conclusion.

Growth-inducing impacts are already included on pages 3.0-36 to 3.0-38 of the DEIR. See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 52-5

The DEIR does not have the option of choosing the site criteria. Site selection criteria is chosen by the applicant.

See Master Response G, "Master Response on Selection of Alternatives" for information on the Presidio as an alternate site.

Water quality and dam failure impacts are two separate issues. The Hydrology and Drainage section of the No Project Alternative on page 6.0-3 stated that water quality impacts would be worse than under the Proposed Project because streambank repair and revegetation would not occur.

As stated in Impact 5.2-4 on page 5.2-14, new impervious surfaces would not measurably increase surface runoff, and therefore would not impact water quality.

See Master Response G, "Master Response on Selection of Alternatives" for information on McNear Quarry. According to the San Rafael General Plan, this site would not be compatible with agricultural use.
Response to Comment 52-6

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 52-7

See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

The "increase in commercial traffic" is included in the extremely conservative estimated 1,765 daily trips that would generate noise in Impact 5.9-2 on page 5.9-8.

There is no substantial evidence that amplification of noise created by the valley would occur.

Existing noise levels are described on page 5.9-5.

Response to Comment 52-8


Response to Comment 52-9

Comment noted. Anticipated increases in traffic volumes along Lucas Valley Road could contribute to increased incidents where vehicles injure and/or kill wildlife moving across the roadway. Most of the animal movement would most likely occur at night where project-generated traffic would not be expected to significantly affect average daily traffic volumes. Any slight increase in animal mortality would not be considered a significant impact of the project or require mitigation.

Response to Comment 52-10

The DEIR has already examined the environmental impact of the proposed widening in front of Grady Ranch, such as by the number of trees that would be removed and visual impacts.

The Senior Center has already been included into the traffic model. See Response to Comment 41-15.

Response to Comment 52-11


Response to Comment 52-12

See Responses to Comment 50-1, 12A-11, and 14-7.

As noted on footnote 12 on page 2.0-16, that according to the project application, the total population of Grady / Big Rock Ranch could not exceed 640 people, even during special events. The County monitors Master Plan agreements.

Response to Comment 52-13

As a limit would exist on the number of employees the project would support, the DEIR does not need to look at the "impact on the maximum number of employees that the complex could support."
It is speculative to estimate how many square feet employees will need 20 years in the future.

If the project was sold, the site would fall under restrictions in the Countywide Plan and Zoning Code.

Response to Comment 52-14

The comments on grading are noted. These comments are on the merits of the project.

See "Remedial Grading" in Master Response A, "Master Response on Grading Issues" for more information on Exhibit 5.1-5, which has been redone.

Response to Comment 52-15

See Master Response A, "Master Response on Grading Issues." The commentor's opinion that this is "excessive" is considered an individual, subjective comment.

Response to Comment 52-16

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues" for a discussion on the effects of remedial grading.

Response to Comment 52-17

A discussion of the purpose and impacts associated with the proposed exclusionary fencing is provided on page 5.3-32 of the Draft EIR. Severe browsing by deer have lead to on-going management problems at Skywalker Ranch and loss of landscape plantings. The CDFG is interested in having effective fencing in place on the site to minimize the potential for long-term management problems and the need for repeated Depredation Permits to control severe damage to landscaping.

See Response to Comment 10-27.

An EIR does not need to analyze specific alternatives to all parts of a project (Big Rock Mesas Property Owners Association v. Board of Supervisors [73 Cal.App.3d 220]).

Response to Comment 52-18

Mitigation 5.3-6(b) is intended to protect raptor nests during the active nesting season to prevent take of eggs and young that have not yet fledged. Breeding typically does not begin until mid-January, with egg laying sometime after March. However, some species such as great horned owl have been known to begin egg laying by mid-February. In response to the comment, Mitigation Measure 5.3-6(b) on page 5.3-36 of the Draft EIR has been revised as follows:

...Avoidance may be accomplished either by scheduling grading and tree removal during the non-nesting period (August 15 through February 28 January 14), or if this is not feasible, by conducting a pre-grading survey for raptor nests. If grading is scheduled during the sensitive nesting period (March 1 January 15 through August 14), a qualified wildlife...

Response to Comment 52-19

See Response to Comment 7-13.
Response to Comment 52-20

As described on page 5.2-15, it is not expected that groundwater pumping would affect the water available to Nicasio Creek. However, as indicated in Impact 5.2-1 on page 5.2-11 of the DEIR, the proposed dam would reduce streamflow to the Nicasio Creek by 22.7 acre-feet a year, or six percent for the portion of Nicasio Creek in Big Rock Ranch. This is less than a normal annual variation in rainfall. This is not expected to affect any downstream wells. The water table in the area is not expected to be impacted.

Response to Comment 52-21

Comment noted. As discussed under Impact 5.3-2 on page 5.3-22, the loss of substantial tree resources on the site is considered a significant impact, regardless of the revisions made to the original project plans and reduction in the total number of trees affected by development. Mitigation Measures 5.3-2(a) through 5.3-2(d) provide recommendations to further minimize tree removal, protect trees to be retained, and replace those trees where removal is unavoidable. Collectively, these measures would adequately mitigate identified impacts on tree resources to a less-than-significant level.

Response to Comment 52-22

Trees removal included the number of trees to be removed by slide repair. Note that this number has changed slightly. See Response to Comment 14-40.

Response to Comment 52-23

Comment noted. In general, buildings have been sighted in open grasslands with an attempt to minimize incursion into areas of woodland cover. As noted on page 5.3-24, less than approximately two percent of the total number of trees on the site would be removed to accommodate proposed development, with the remainder preserved in private and public open space areas. See also Response to Comment 52-21.

Response to Comment 52-24

Comment noted. The recommended five year monitoring period is a commonly used time frame used in mitigation planning. The critical establishment period for seedling plantings is the first two or three years, beyond which mortality decreases substantially. Provisions in Mitigation Measure 5.3-2(c) would provide detailed guidelines by a certified arborist to control possible damage to trees to be preserved, encompassing all trees to be retained within 50 feet of proposed grading.

Response to Comment 52-25

The mentor is incorrect. The EIR lists significant visual impacts, including Impacts 5.5-6, 5.5-7, and 5.5-8.

All development creates visual change. This change is only significant if certain thresholds are passed. The visual analysis methodology, including how thresholds are chosen, is discussed on page 5.5-22 to 5.5-25.

Response to Comment 52-26

Response to Comment 52-27

The preferred mitigation for potential impact to cultural resources is avoidance and preservation, which is discussed in each of the three mitigation discussions (see Mitigation Measures 5.6-1, 5.6-2 and 5.6-3). The significance of all three Big Rock Ranch resources (CA-Mrn-464, -465, and -495) has been explored in detail in the confidential technical report on file with the Marin County Community Development Agency, and it is concluded that all three sites meet Appendix K of the CEQA Guidelines criteria as significant resources. Consequently, mitigation alternatives, including preservation and excavation, are presented for purposes of reducing potential significant impacts to a less-than-significant level.

Preservation of resources on Big Rock Ranch, in the vicinity of the proposed facilities, does not necessarily mean resource integrity would be compromised by the presence of facilities personnel and visitors. The resources can be isolated and protected by management and security personnel, which in the long run may provide better protection than they are afforded in the present cattle grazing environment.

See also Response to Comment 2-4, and Master Response T, "Master Response to Archeology Mitigations."

An EIR does not need to analyze specific alternatives to all parts of a project (Big Rock Mesas Property Owners Association v. Board of Supervisors [73 Cal.App.3d 220]).

Response to Comment 52-28

See Response to Comment 16-13.

Response to Comment 52-29

Impact 5.1-4 on pages 5.1-24 to 5.1-26 discusses impacts created from disturbance of serpentine rock. As stated in the mitigation measures on page 5.1-25, "if wind conditions make adequate dust control infeasible, construction in the serpentine working face would be deferred until the wind subsides sufficiently."

All construction results in some amount of dust generation. Mitigations to reduce dust generation is already included in Mitigation 5.1-2 on pages 5.1-20 to 5.1-23 ("Erosion Impacts").

It is not clear as to what "sensitive vegetation in the surrounding area" the commentor is referring. Dust is primarily a concern to air quality, not biotic values.

Response to Comment 52-30

See Master Response I, "Master Response on Leachfields," and Response to Comment 16-6(d). As discussed here, no impacts to other users would occur. See also Response to Comment 56-2.

Response to Comment 52-31

As described on page 5.11-7 of the DEIR, an impact is only significant if it would result in an adverse physical change in the environment. No substantial evidence exists to support the claim that losses incurred from the project would create significant physical impacts.
In addition, the CEQA states that "argument, speculation, unsubstantiated opinion or narrative, evidence which is clearly inaccurate or erroneous, or evidence of social or economic impacts which do no contribute to, or not caused by, physical impacts on the environment, is not substantial evidence." [italics added] This would include the argument that heavy construction traffic would create the need for road repairs, loss of property taxes, and "costs incurred by a strained infrastructure and urban sprawl."

The fiscal impact analysis discussed in the DEIR focused on the increased costs to the County of Marin for on-going public services, and quantified these impacts for the point in time at which the proposed project would be fully developed. It did not examine potential short-term impacts that could arise during the course of project construction. If there is concern that an existing infrastructure system (such as roadways) may be damaged during the construction phase of the development, the County should consider the possibility of requiring the project applicant or contractors to post bonds against any potential damage to public property that may occur as a result of the construction activities.

A fiscal impact analysis is a modeling exercise which is constrained by the difficulty in predicting future events. Analysis of the potential fiscal/economic impacts of a number of conditions such as increased urban sprawl, lost revenues to businesses resulting from impacts such as increased traffic congestion, or the cost of potential increases accidents or fatalities, were not included in the EIR. It was not practical to include analysis of potential impacts such as these in the EIR because of the difficulty in accurately determining whether such indirect impacts would actually result from the proposed project, the magnitude of such impacts, and the parties that would actually suffer from such impacts.

The issue of a potential loss of property tax income from the reduction in value of homes along Lucas Valley Road due to increased traffic volumes generated by the proposed project was not addressed as part of the fiscal impact analysis. As noted in the analysis, the Lucasfilm project would contribute approximately $157,246 in property taxes to the County's General Fund. For the County to experience a loss in residential property tax revenues equal to that amount, the assessed value of the residential property would have to decrease by an amount equal to the assessed value of the proposed project, estimated in the DEIR to be approximately $86 million. A loss in assessed value of this magnitude for homes in the vicinity of the proposed project is unlikely. Also, the proposed project may actually generate an overall increase in traffic that is less than the increase in traffic that would be expected under the residential development alternative. According to the DEIR, the existing zoning would allow development of up to 206 dwelling units on the project site, and this amount of residential development could be expected to generate approximately 1,967 daily vehicle trips. In contrast, the DEIR estimates that the proposed project would generate approximately 1,765 vehicle trips per day. It is acknowledged that the residential alternative would likely create a more dispersed pattern of vehicle trips than the proposed project, but it should also be noted that the proposed project would create a flow of traffic that would be the reverse of the current flow during A.M. and P.M. peak commute hours, while the residential alternative would add additional vehicle trips in the same direction as current peak hour commute flows.

Response to Comment 52-32

This does not appear to be a comment on the adequacy of the DEIR, but rather on the merits of the project.

139Ibid.
See Response to Comment 52-31.

**Response to Comment 52-33**

The roadway in Mitigation Measure 5.10-5 does not cross CA-Mrn-495.

It is unclear which archeological mitigation refers to "reduced excavation and grading."

As the commentor has no other examples of mitigations that conflict, no other responses to this comment are available.

**Response to Comment 52-34**

Helicopters are neither planned to be used nor proposed as part of the Master Plan. The applicant has stated that "helicopters and other aircraft will not be invited to land on the project site(s), and no provision will be made for such landings."

November 24, 1995

Tim Haddad, Environmental Coordinator
Marin Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, California 94903-4157

Re: Draft EIR, Lucasfilm Proposal, Lucas Valley Road, Marin County

Dear Mr. Haddad:

My spouse has been a resident of Lucas Valley for nearly 22 years; I, Asiano, for 12 years, which is a portion of my 46 years as a resident of Marin County. Like all the Marin citizens, we take pride in living here because of the overall wonderful quality of life.

We also believe that change is ongoing and inevitable and that progress occurs despite those, for their own reasons, who would wish otherwise. We have studied the Lucasfilm proposal and believe it is a marvelous opportunity to have this complex as a neighbor in Lucas Valley. Lucas has been a neighbor for many years. He has proven that he knows the people of Marin, what they desire in the way of open space, services to the community and the benefits of preserving the special quality of Marin.

The opponents to this project seem to be primarily from the Lucas Valley area. We want you and the Planning Commission to know that the Lucas Valley Homeowners' Association does not represent us and our position on this proposal.

We wish you to know that we wholeheartedly support the Lucasfilm proposal to develop the Grady and Big Rock Ranches.

Sincerely,

June M. Morgan

Joseph F. Asiano
RESPONSE TO LETTER 53  
JOSEPH F. ASIANO AND JANE MORGAN

Response to Comment 53-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 24, 1995

Tim Haddad
Marin County Community Development Agency
Civic Center, Room 308
San Rafael, CA 94903-4157

Dear Mr. Haddad:

My wife and I live directly across from Skywalker Ranch. Back in the 70's we were quite concerned when sixty homes were approved for what is now Skywalker Ranch. We were not sure what to expect either when Mr. Lucas bought his property in 1979.

Happily, we found Mr. Lucas to be a wonderful neighbor. He has contributed generously to the local children's teams, 4-H, St. Mary's Church, the Nicasio Volunteer Fire Department, our annual Nicasio Clean-up Day and to many other local charities. As the former chairman of the Nicasio School Board I happen to know that we are one of the few schools in the county to have a substantial surplus thanks to the tax base that Skywalker generates for our community.

I usually do not have the time to write letters, but these last few weeks I have been very disturbed by the negative press Lucasfilm has been receiving. Lucasfilm or no Lucasfilm, some changes have to be made on Lucas Valley Road. Many weekends there is more traffic on Lucas Valley Road than when Skywalker Ranch is in operation. It is also not George Lucas' fault that Lucas Valley Road is the alternative route for 101.

It seems very unfair to my wife and I that Mr. Lucas should be held to higher standards than his own critics. We wholeheartedly support his projects at the Big Rock and Grady Ranches. His company is a definite asset to any community but especially to ours since George Lucas is one of the few who can protect and preserve this picturesque Valley.

Most sincerely,

Xavier de la Prade

cc: Marin County Board of Supervisors
    Marin County Planning Commission

5655 Lucas Valley Road, Nicasio, CA 94946
Tel/Fax (415) 662-2105
RESPONSE TO LETTER 54
XAVIER DE LA PRADA

Response to Comment 54-1

Comment noted. This is a comment on the merits of the project, and not on the adequacy of the DEIR.
To:                   Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

From:               Glenn H. Stolz
66 Pikes Peak Drive
San Rafael, CA 94903
415-479-1594

Subject: Comments on Draft Environmental Impact Report
Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan
Dated Oct. 13, 1995

Date:               November 26, 1995

While the attached comments are negative, they are directed at the EIR itself, not the
project. I believe the document to be poorly written and edited to the extent that it's
clarity, necessary content, and vital completeness are adversely affected. It may not
serve the many positive aspects of the project properly.

I am not against this project. But, if the traffic mitigations are accepted as written,
this community will not be well served. And, Lucas Valley Road will most likely
become very hazardous.

I do not believe the EIR section on Traffic and Circulation is acceptable. There are
many more discrepancies than I have provided. Time did not permit. I believe what I
have described is grounds for major revision.

Glenn H. Stolz
Comments on Draft EIR, Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan by Glenn H. Stolz, Nov 26, 1995

General: I recommend that the services of professional technical/legal editors be extensively applied to the entire document. There are too many cases where clarity suffers due to lack of consistent style, poor choice of words (and tautology), poor grammar, and typos.

Description of Proposed Project (Project Description): Section 2.2? Whatever? This is a good example of the above general comment. My specific comment here applies to page 2.0-8 and 2.0-9. "Digital production, interactive entertainment/education office facilities and related uses... different from, but complementary to, ... Skywalker Ranch and San Rafael. ""The Grady Ranch... dedicated to digital film production."
A valid, complete description of the activities that will be carried on must be available.

Transportation and Circulation: In my opinion, this section is unacceptable as written. On the basis of omitted (without explanation) description and inaccurate description provided, this section should be redone. The above general comment on editorial requirements also applies.

1. On what basis are the following streets omitted from the "Street Network"?
   - Canyon Oak
   - Sequiera Road
   - Huckleberry Road
   - Mt. Shasta Drive
   - Mt. Muir Ct.
   - Mt. McKinley Dr.
   - Bridgegate Dr.
   - Westgate Dr.

   All these streets intersect with Lucas Valley Rd (LVR) and share the distinct hazard of a left hand turn to access LVR in either an east or west direction. They also would conceivably require acceleration lanes.

2. All the descriptions for the network streets should be reviewed for accuracy. Miller Creek Rd. should be described as intersecting with 101 and Las Gallinas as well as LVR. Mt. Lassen should also be noted as a potential collector from the Rotary Housing.

3. Exhibit 5.7-1 is not accurate. Old LVR is not thru-connected to LVR. However, there is a residential road connected to LVR. See 1 above to note Canyon Oak is not shown. Exhibit 5.7-2 is incorrect in the same way.

4. I submit that while intersections may "usually ..." this is not adequate analysis for this analysis. There are line of sight problems existing on LVR other than the one described at the site. Some exist that affect access to LVR at Mt. Shasta and other spots. I recommend that scenarios be developed to supplement the intersection analysis.
5. Exhibit 5.7-2. I believe there are inaccuracies as to the availability of free movement in most of these details.

6. Travel Speed Analysis. This is inadequate. There needs to be discussion of LVR speed in the so called street network area. The posted 45 mph is often exceeded and will certainly be a problem when there is more traffic. I suggest this be included in scenarios as mentioned above. Sight Distance Analysis should be included.

7. Mitigation. I do not believe the described acceleration lane application will be adequate. It would appear that such measures ignore the primary hazard of left turns against westbound traffic from all streets intersecting LVR from the north. If such mitigation is considered adequate on some basis, it should be discussed in this document.
RESPONSE TO LETTER 55
GLENN H. STOLZ

Response to Comment 55-1

See "Sight Distance Analysis" in Master Response C, "Master Response on Traffic Issues."

Response to Comment 55-2

The descriptions provided for Miller Creek Road and Mt. Lassen Drive are accurate and appropriate within the context of the defined study analysis area.

Response to Comment 55-3

Exhibit 5.7-1 is not intended to be an exact or detailed rendering of the area, and is clearly marked "not to scale." This exhibit is presented to give readers a relational view of the key streets and study area analysis intersections only.

Response to Comment 55-4

See "Sight Distance Analysis" under "Master Response C, "Master Response on Traffic Issues."

Response to Comment 55-5

Without more specific information, no response is possible.

Response to Comment 55-6

See "Sight Distance Analysis" under Master Response C, "Master Response on Traffic Issues."

Response to Comment 55-7

Acceleration/Deceleration lanes provide an effective means of reducing vehicle conflicts on rural two lane roads. A vehicle turning left from a minor street onto Lucas Valley Road would be isolated from westbound through vehicles if an acceleration lane is provided. The left turn vehicle would have adequate time and space to merge safely with any oncoming westbound traffic.
GEORGE FORMAN
JUDI COLBY
5055 Lucas Valley Road
Nicasio, CA 94946
415-662-2286

November 26, 1995

Marin County Community Development Agency
3501 Civic Center Drive
San Rafael, CA 94903
Attn: Dean Powell and Tim Haddad

Re: Lucasfilm Grady Ranch/Big Rock Ranch Master Plan Draft EIR

Dear People:

Our home is located along Lucas Valley Road a little more than a mile west of the entrance to Big Rock Ranch; we have lived here since 1977. We were attracted to our home by its location in a rural, natural setting. We have tried to maintain that environment.

Our home is just downstream from the point at which Nicasio Creek crosses under Lucas Valley Road in a large culvert. Our sole source of domestic water is a fairly shallow well adjacent to Nicasio Creek. We use Lucas Valley Road daily -- sometimes several times daily -- to reach Highway 101, and we also travel west on Lucas Valley Road by car and bicycle.

We have reviewed the Draft Environmental Impact Report for the Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan. Our general criticism of the Report is that while it discusses the impacts of the project on Lucas Valley, it virtually ignores both the existence of the Nicasio Valley homeowners who live along Lucas Valley Road and significant impacts that the proposed project would have on them. Moreover, what little mention the Draft EIR does make of those impacts (possible destruction of two homes -- one of which is ours -- if the new dam proposed for Big Rock Ranch were to fail, and a 6% decrease in the flow of Nicasio Creek) appears to be grossly understated.

Based upon our experiences as long-time residents of the Nicasio Valley and frequent users of Lucas Valley Road, we find the Draft EIR seriously deficient in the following respects:

1. Water resources.

   A. Water quality.

   The Draft EIR fails to compare the quantity and composition of sewage effluent and wastewater production of the Big Rock Ranch portion of the project with comparable production by the number of residences allowed under current zoning. Also, there is no mention of the potential impacts of fertilizers and herbicides that will be used in landscaping. Neither is there an analysis of the cumulative impacts over time of the leachfields on groundwater quality down-gradient from the project. As proposed, the project would impose on downgradient groundwater users the burden of monitoring the degradation of the quality of the water upon which they depend for domestic use. If such impacts were to occur, long-time residents along Nicasio Creek would lose their only source of potable water.

   The Draft EIR fails to identify, analyze and/or require two obvious alternatives that would almost entirely mitigate the project's massive adverse impact on groundwater quality in the Nicasio Creek.
watershed: 1) connection of the Big Rock portion of the project to the Las Gallinas Valley Sanitary District; or 2) installation of a small treatment plant on-site. Another alternative that is worthy of consideration would be locating the leachfields in the upper reaches of the Miller Creek watershed; because the residents of Lucas Valley receive their water from MMWD, any adverse impacts on groundwater quality would be much less severe.

B. Water quantity.

The Draft EIR treats as insignificant the projected 6% reduction in flows in Nicasio Creek. We would agree that at peak flows during large rainstorms, such a reduction would, if anything, be beneficial. However, there is no discussion or analysis of the impact that such a reduction, including the total interruption of early season flows, would have on groundwater recharge downstream from the new reservoir, and the resultant impact upon the surface and groundwater resources upon which downstream homeowners depend. Also, the Draft EIR fails to consider the direct impacts of such diminutions upon wildlife of such dewatering, and the indirect impacts upon homeowners of wildlife being forced to seek water farther downstream.

The Draft EIR does not mention the size of the cone of depression created by the test-pumping of the well on the Big Rock Ranch, nor is there any comparison of the performance of the well during relatively dry and relatively wet years. Has there been any monitoring of other wells in the area? The Draft EIR is silent on what effect the project could have on down-gradient groundwater users in drought years, and how and by whom those impacts would be detected, monitored and mitigated.

The Draft EIR seems to accept the size of the proposed reservoir and new dam as immutable. Because the proposed reservoir would impound far more water than the Big Rock component of the project possibly could use, the Draft EIR should have identified, analyzed and recommended as an obvious alternative a substantial reduction in the size of the proposed reservoir. Also, the Draft EIR should have identified and analyzed as alternatives extending MMWD service to Big Rock from Grady Ranch, or drilling wells on the Grady Ranch and pumping the water up to Big Rock so as to eliminate any loss of water from the Nicasio Creek watershed.

As the owners and residents of the first dwelling that would be in the path of the well of water that would be unleashed by a major failure of the proposed new dam on the Big Rock Ranch, we were disturbed by the Draft EIR’s casual acceptance of that possible calamity, and by the failure to consider the anxiety that would be induced in downstream residents by the construction of a new hazard. The Draft EIR assumes that the existing illegal dam would be removed in the course of residential development of Big Rock Ranch; why is such removal not recommended as part of the proposed project? The Draft EIR should identify, analyze and recommend as alternatives either the elimination of the reservoir and dam, or a substantial reduction in size of both.

2. Traffic.

Based upon our eighteen years of experience living adjacent to and driving on Lucas Valley Road at all times of the day and night, it is clear to us that the Draft EIR relied upon traffic studies that produced “snapshots” of traffic patterns at isolated intersections, rather than actual prolonged observations. We use Lucas Valley Road to access Highway 101 on a daily basis, frequently bicycle on Lucas Valley Road for recreational purposes, and are acutely aware of virtually every vehicle that passes our home, especially in the early morning and evenings. As Lucasfilm’s activities on Skywalker Ranch have increased, we have seen marked increase in traffic on Lucas Valley Road west of Big Rock. Not only have the numbers and speeds of
vehicles increased, but also the number and frequency of large trucks and buses have increased. These larger vehicles have qualitatively different impacts than do passenger cars: they are far noisier; they emit diesel exhaust that lingers in the cool, still air far longer than does passenger car exhaust; they either travel far slower than other vehicles or, if they speed, create far greater safety hazards; and, perhaps most significant, they are inherently unsafe because many cannot negotiate the curves without crossing the center line—particularly between the Grady Ranch and Big Rock. It seems as if several times each year a westbound semi-truck gets stuck on one of the curves going up the hill; once in a while, a trailer will even go over the side. The Draft EIR is devoid of any mention of such problems, nor does it require as a mitigation measure that large trucks and buses be prohibited from using Lucas Valley Road to reach either Big Rock or Skywalker from Highway 101; rather, such traffic should be routed either via Sir Francis Drake and Nicasio Valley Roads, or via Petaluma-Pt. Reyes Road (from either Novato Blvd. or from Petaluma) and Nicasio Valley Road.

On several occasions, out-of-control vehicles have hit and destroyed sections of our fence along Lucas Valley Road. Other properties along Lucas Valley Road, including the parcel immediately to the west of ours, have suffered similar damage, and every time we hear the squeal of tires on an eastbound vehicle zipping around the curve at the east end of our property we wonder whether yet another repair job will be necessary. Early one winter morning, we were awakened to the sounds of a Skywalker Ranch vehicle being winched out of Nicasio Creek just west of the gate to our driveway, and each winter icy spots on curves between Camino Margarita and Big Rock, and between Big Rock and the Grady Ranch, claim several hapless victims, blocking the road for long periods of time. The Draft EIR fails to address the inevitable involvement of Lucasfilm employees, contractors and delivery vehicles in such accidents, and the resultant exacerbation of these problems for Nicasio Valley residents, law enforcement and public safety agencies (including the Nicasio Volunteer Fire Department, which is not mentioned anywhere in the Draft EIR, but which usually is the first to respond to vehicle accidents and fires in the area).

The Draft EIR’s conclusion that Big Rock Ranch’s entrance will not create severe traffic hazards and problems is completely contrary to the day-to-day experience of those who regularly use Lucas Valley Road. Vehicles turning eastward from Big Rock Ranch will have to accelerate uphill, forcing eastbound vehicles already on Lucas Valley Road either to brake sharply or p’l’ into the opposite lane to pass; the proximity to the blind summit, coupled with proximity to the only westbound passing opportunity for many miles, is a prescription for catastrophe. The problem will be even worse at night, especially on foggy nights when the visibility from the summit of Lucas Valley Road and for a considerable distance to the west can be near zero. Adding 50-100 vehicles in rapid succession to the already heavy peak traffic load contributed by Skywalker Ranch will dramatically increase the hazards, delays and inconvenience for the residents of Nicasio Valley. The problems will be especially acute during construction, when heavy trucks and other equipment will be clogging the roads, and road closures are encountered during the proposed realignment of Lucas Valley Road near the Grady Ranch.

The narrowness of Lucas Valley Road near the Big Rock Ranch entrance, together with the absence of a shoulder, also will make the road much more dangerous for the many cyclists that use the road daily, and especially on weekends. The mixing of Lucasfilm traffic with the motorcycles that frequent Lucas Valley Road at excessive speeds also should keep medical emergency crews very busy, a factor that the Draft EIR fails to discuss.

The traffic problems that will result from the Big Rock and Grady Ranch components of the project will not end at the Grady Ranch, or be limited to the intersections studied in the Draft EIR. Even now, the flow of eastbound traffic on Lucas Valley Road during morning commute hours forces residents of upper and lower Lucas Valley either to wait for extended periods of time before turning eastbound onto Lucas Valley
ad, or to turn onto Lucas Valley Road in front of fast-moving eastbound traffic. Adding substantial westbound traffic will make these maneuvers more hazardous, not to mention substantially increasing traffic noise for people living along Lucas Valley Road.

In summary, construction and operation of the Big Rock Ranch component of the project will significantly degrade the current quality and ambience of the Nicasio Valley, and none of the proposed mitigation measures will do much to relieve that impact. However, there are two possible mitigation measures that might alleviate many of the traffic problems west of the Grady Ranch; neither is mentioned or analyzed in the Draft EIR. The first of these alternatives would be to require that the existing dirt road between Big Rock Ranch and Skywalker be improved and paved, and that all internal Lucasfilm traffic between the two properties use that road, rather than Lucas Valley Road. Indeed, improvement of that road would have the additional benefit of also removing all Skywalker traffic (including large trucks and buses) from Lucas Valley Road between the Skywalker main gate and Big Rock Ranch.

The second alternative, which ideally could be combined with the first, would require Lucasfilm to construct a road on its own property to connect the Grady Ranch with Big Rock Ranch, thus eliminating both Big Rock and Skywalker traffic from Lucas Valley Road between the Grady Ranch and the Skywalker main gate.

3. Transformation of the Character of Nicasio Valley.

When the Lucas Valley Estates and Westgate developments were approved, the urbanization of Lucas Valley was virtually assured. The Grady Ranch portion of the project is the culmination of that process, and probably is preferable to further residential construction in the area.

The same cannot be said for the Big Rock Ranch component of the project, although the Draft EIR does its best to do so. In and of itself, the Big Rock project (especially if improved by eliminating the new reservoir) might leave far more land undisturbed than would full buildout of all of the residences for which the land is zoned, but the real issue is the precedent that this development sets for future conversions of agricultural/residential lands to office and/or light industrial uses. What company could not make exactly the same case as Lucasfilm?

The Draft EIR seems to take the position that Big Rock would not set a precedent because Skywalker already has done so. If that is the case, then the entire plan for preserving west Marin's rural nature is doomed, and all of the people who have chosen to live in this area precisely because it is free of large-scale corporate presence will have been profoundly betrayed, with more -- and much worse -- yet to come.

We believe -- and hope -- that Lucasfilm's legitimate needs can be fulfilled without destroying the fragile and irreplaceable rural environment of the Nicasio Valley. The Draft EIR, and the Master Plan on which it is based, should be revised accordingly.

Very truly yours,

GEORGE FORMAN
JUDI COLBY
RESPONSE TO LETTER 56
GEORGE FORMAN AND JUDI COLBY

Response to Comment 56-1

Wastewater production for the Current Zoning Alternative is discussed on page 6.0-11. Development on the Grady Ranch portion would generate approximately 30,000 gallons a day (0.03 million gallons a day, for comparison purposes). This is the only portion that would be annexed into the LGVSD. The remaining homes on the other ranches would be served by private septic systems.

The DEIR did not calculate the quantity of sewage effluent between the proposed Big Rock Ranch and the Current Zoning Alternative on page 6.0-11 of the DEIR because this section identifies impacts to public services, and development on Big Rock Ranch would utilize septic fields, which would not affect any public services. However, the amount of sewage produced by housing development on Big Rock Ranch can be estimated at 37 houses times 300 gallons per house, or 11,100 gallons per day. As noted on page 5.2-19 of the DEIR, proposed development on Big Rock Ranch would generate 6,165 gallons per day.

According to the applicant, the "landscaping plan calls for native or naturalized plants so that any use of pesticides and herbicides would be kept to a minimum. Most landscaping and interior plant maintenance would be provided through outside contractors, as in the case at Skywalker Ranch today. The contractors are State and County licensed pesticide or herbicide applicators. All contractor-applied chemicals are stored at their facilities, not at Lucasfilm. Typical uses include minor pesticide application for interior land maintenance, and minor herbicide application for star-thistle control. Lucasfilm would store a minimal amount on site at both locations for in-house staff use. All storage would be in full compliance with state and local regulations as is currently the case at Skywalker Ranch."  

Mitigation Measure 5.2-9 on page 5.2-19 is designed to ensure the proper functioning of the leachfield and the elimination of any potential downstream impacts.

Response to Comment 56-2

As described in Response to Comment 16-4(a), an EIR does not need to analyze specific alternatives to all parts of a project. In any event, connection of Big Rock Ranch to the LGVSD or to leachfields in the upper reaches of the Miller Creek watershed would require extremely long pipelines and numerous pumping stations, which would require major construction along Lucas Valley Road. This is probably economically infeasible, and environmental impacts would be far greater than leachfields. Installation of an on site treatment plant was not proposed by the applicant, and was not suggested in the EIR because a properly sited leachfield would not result in any significant impacts. The EIR only requires alternative project elements as mitigation to reduce significant impacts.

Response to Comment 56-3

See Response to Comment 9-1.

141 Letter from Douglas Ferguson, applicant's representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 7, 1996.
Response to Comment 56-4

See Response to Comment 1-3.

The EIR did not examine the performance of other wells in the area.

Response to Comment 56-5

The size of the dam was evidently created for a number of purposes, including emergency fire flow water and aesthetics. The DEIR has recommended mitigations to reduce the impacts created by the reservoir to a less-than-significant impact. As impacts have been mitigated, the size of the dam is a question of the merits of the project, which is determined at a later stage of the planning process.

As explained in Response to Comment 16-4(a), an EIR does not need to analyze specific alternatives to all parts of a project, such as a smaller reservoir. In regards to other concerns raised, extending MMWD service to Big Rock Ranch would be infeasible, in part because of the economic cost of providing pumping stations and miles of new pipes under Lucas Valley Road, and the question of providing urban service outside of the City Centered Corridor. Drilling wells on Grady Ranch could also be economically infeasible, and since a well on Big Rock Ranch would not deplete water from the Nicasio Creek watershed such a system would not alleviate any impacts.

Response to Comment 56-6

Anxiety is not a CEQA impact criteria, but a merits consideration, and so was not addressed.

As an unbiased document, it could be seen as improper for the DEIR to show an emotional response to a potentially significant impact. The commentor should note that the DEIR does not single out this impact for special treatment. It factually examines all potentially significant impacts without regard to emotional content.

The EIR does not recommend removal of the existing dam because it is proposed by the project sponsor to be removed during construction of the proposed dam.

As explained in Response to Comment 16-4(a), an EIR does not need to analyze specific alternatives to all parts of a project, such as a smaller reservoir.

Response to Comment 56-7

The traffic analysis includes an estimate of the number of large trucks and buses on Lucas Valley Road. See also "Safety Issues" in Master Response C, "Master Response on Traffic Issues."

If desired, the County could reroute traffic. This would require a review of the issues and an engineering study. However, this is not a CEQA issue.

Response to Comment 56-8


Response to Comment 56-9

Site observations indicate that there will be adequate sight distance for vehicles exiting the Big Rock
Ranch location. Night and poor weather conditions will have an effect on driving in the area. See "Construction Impacts" under Master Response C, "Master Response on Traffic Issues."

**Response to Comment 56-10**


**Response to Comment 56-11**

The commentor is correct. Construction of the project will increase traffic levels on Lucas Valley Road during periods of construction. See "Construction Impacts" in Master Response C, "Master Response on Traffic Issues."

**Response to Comment 56-12**

See Response to Comment 16-3(f). Note that the existing dirt road would violate grade and width standards of the County for roadways, and would require extensive grading and earthmoving to make passable for regular vehicles. This could create severe environmental impacts. However, the majority of inter-facility trips on Lucas Valley Road would occur during off peak hours and would not increase traffic levels to a significant level at the project sites or the study area intersections.

**Response to Comment 56-13**

See Response to Comment 56-12. Again, such a roadway would require extensive grading and earthmoving, probably leading to adverse environmental impacts, while the use of Lucas Valley Road with mitigation would not.

**Response to Comment 56-14**

Growth-inducing impacts are already included on pages 3.0-36 to 3.0-38 of the DEIR. It is not clear which section the commentor is referring to when he states "the Draft EIR seems to take the position that Big Rock would not set a precedent because Skywalker already has done so." In fact, the DEIR states on page 3.0-37 that "Development on Big Rock Ranch could set a precedent for approval of similar development on other lands in the Nicasio Area." See also Master Response P, "Master Response on Growth-Inducing Impacts." It is stated in Master Response P that the approval of Skywalker Ranch in 1979 did not appear to create growth in the area although it did set an initial precedent.
Tim Haddad, Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157

Comments on Draft EIR for Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan

<table>
<thead>
<tr>
<th>Draft EIR Page Reference</th>
<th>Draft EIR Section # (If Applicable)</th>
<th>COMMENTS</th>
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<tbody>
<tr>
<td>2.0-9 and 2.0-12</td>
<td></td>
<td>The number of employees &amp; service personnel being permitted in total for Skywalker, Grady, and Big Rock Ranches is approximately 1,000. This should be so stated, for purposes of impact &amp; clarity.</td>
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<tr>
<td>2.0-13 &amp; 2.0-15</td>
<td></td>
<td>By isolating Grady Ranch and the other components of this project, the true total floor area of approximately 1,000,000 (one million) square foot for the three ranches is not adequately presented. Somewhere in the project application section there should be an indication of this 1 million square foot total. Furthermore, this 1,000,000 square foot area appears exclusive of the huge parking garage area(s).</td>
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<tr>
<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
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<td>3.0-2 &amp; 3.0-3</td>
<td>5.1-1(a) &amp; 5.1-1(c)</td>
<td>This section indicates that Slope stability and grading impact mitigation shall be resolved at a later time, in the Applicant's Development Plan. How does this &quot;proposed future mitigation&quot; meet the EIR requirements for actual mitigation? I believe that the proposed &quot;development plan&quot; needs to be completed before the adequacy of any mitigation can be determined. The purpose of this EIR is, among other things, to educate and inform Marin County citizens and its elected officials regarding the environmental ramifications of this project. I do not understand how full disclosure of the environmental impacts of this project can be made when required project mitigation details are left to &quot;future plans&quot;.</td>
</tr>
<tr>
<td>3.0-7</td>
<td>5.2-1</td>
<td>The Draft EIR states that the proposed dam on Nicasio Creek would alter downstream flows, possibly for the long-term, reducing the volume into Nicasio Reservoir. The EIR mitigation proposed is &quot;no mitigation&quot;. The final EIR should either present some legitimate mitigation for this reduced stream flow, or should state why there will be no significant environment impact from this dam.</td>
</tr>
<tr>
<td>3.0-7</td>
<td>5.2-3</td>
<td>Again, the proposed mitigation is a future &quot;plan&quot; involving this proposed dam. The final EIR should include a well executed study, indicating a reasonable prediction of potential water volume flow reduction to the creek downstream, and to Nicasio Reservoir, and should indicate any significant degradation of the drinking water quality to MMWD users, likely in case of a dam failure. The final EIR should provide a clear disclosure of the consequences of minor or even complete dam failure on the water quality of MMWD drinking water stored in Nicasio Reservoir!</td>
</tr>
<tr>
<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
<td>COMMENTS</td>
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<tr>
<td>3.0-41</td>
<td>3.7</td>
<td>This section states that &quot;Based on the analyses prepared as part of this EIR there are no environmental impacts which could not be eliminated or reduced to an insignificant level by mitigation measures included as part of the proposed project or other measures which could be implemented. With the implementation of the mitigation measures included in this EIR the proposed project would result in no unavoidable adverse environmental impacts&quot;. In my opinion, there is absolutely no reasonable basis for the EIR making the above statement. Many of the so-called mitigation measures indicated are simply proposals for future mitigation plans (to be presented, for example, when the applicant’s development plan is completed). Without the actual development plan, there is no basis for making the statement that the draft EIR makes in section 3.7.</td>
</tr>
<tr>
<td>4.0-10</td>
<td>Exhibit 4.0-2</td>
<td>This section states that the Lucasfilm proposal is consistent with the Marin Countywide Plan, in that &quot;appropriate setbacks have been provided along SCAs (stream conservation areas). Main Office Buildings on Big Rock Ranch would be located within 50 feet of the two tributaries to Nicasio Creek...&quot; This section also states that no mitigation is required, presumably because the building location conforms to the Countywide Plan. I question whether such huge &quot;office buildings/production studios&quot; being located so close to main tributaries of Nicasio Creek (which feeds Nicasio reservoir) is actually consistent with the Marin Countywide Plan. I believe a closer look at the Countywide Plan will indicated inconsistencies, and that the final EIR should consider these inconsistencies.</td>
</tr>
<tr>
<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
<td>COMMENTS</td>
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<tr>
<td>4.0-23</td>
<td>Exhibit 4.0-2</td>
<td>Policy EQ-3.13 Aggressive Exotic Plants, the draft EIR deems the project's planting proposals to be consistent with the Countywide Plan, due to the fact that the applicant does not plan to use non-native invasive species! The EIR, for purposes of fully conforming to the Countywide Plan, should require that the project use only native plant species. The definition of &quot;non-native, non-invasive species&quot; is unclear at best. Many non-native, &quot;non-invasive&quot; plants sooner or later after introduction turn into &quot;invasive&quot; plants. Only by using natives will the applicant be able to ensure protection of the native plants in the proposed project areas. Furthermore, many exotic, invasive plants have been introduced into Marin County by heavy construction equipment and grading equipment. The EIR should require that appropriate mitigation procedures be used during project construction, so that the spreading of exotic, invasive plant seeds vis a vis construction equipment does not occur on this project.</td>
</tr>
<tr>
<td>4.0-69</td>
<td>Exhibit 4.0-4</td>
<td>Regarding this project's consistency or inconsistency with the County's zoning laws, this section declares &quot;no inconsistency&quot; due to the fact that the county zoning refers only to residences when it comes to building size, design, and location. But that's the whole point: this project asks to be located on land that is currently not zoned for this type of large scale commercial development. It is therefore absurd to claim that the project isn't inconsistent with the County zoning requirements, simply because its buildings aren't residential. The final EIR should face the fact that this project does not meet the county zoning requirements regarding building location, height, etc., because the buildings it proposes don't meet the requirements for &quot;residential&quot; buildings required by the project location.</td>
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<tr>
<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
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<tr>
<td>5.8-3</td>
<td>5.8-1</td>
<td>The draft EIR on page 5.8-3 states &quot;a project's air quality impacts can be separated into two categories—short term impacts due to construction and long-term impacts due to project traffic generation&quot;. The EIR should correct this obviously incorrect statement. One of the most potentially invasive sources of air quality problems created by projects such as this involves emissions from the buildings’ ventilation systems. This long-term impact, to near-by residents, and particularly to downwind land and residents, is potentially quite significant, especially considering the proposed (and possibly future, but not yet proposed?) activities of the Lucasfilm group. There have been a number of articles and commentaries published concerning the &quot;off-gassing&quot; emissions and/or toxic materials contained in computers and computer workstation components, related to chemicals or materials used in the construction and preparation of such hardware. Residential use of computers is a relatively minor source of such toxics, but widespread use of the equivalent of thousands of individual computers and other associated electronic hardware components (as must be the case in the Lucasfilm instance) is another matter. The draft EIR does not even mention this environmental problem, and the final EIR needs to deal with it. The residents downwind of this project, including those living and working in Lucas Valley and San Rafael, deserve to feel certain that unsafe air emissions from large volumes of computer and other electronic equipment, and/or from chemicals used on site and released from this approximately 1 million square feet of buildings and movie production space will not negatively affect their short or long-term environment, or their health!</td>
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<td>Draft EIR Page Reference</td>
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<td>5.11-3</td>
<td></td>
<td>The discussion on this page regarding annual revenues should include the fact that property taxes on the proposed project, unlike taxes paid on residences, will not automatically increase when and if the property(ies) is sold (and if history is a guide, residential properties will be sold on the average every 6 or 7 years)! The EIR should also clarify in this section whether or not there is a Prop. 13 property tax increase each year on business property, as there is on residences.</td>
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<td>6.0-1</td>
<td>6.0</td>
<td>This section on alternatives should point out that, according to <em>14 Cal. Admin. Code 15126d</em>, any discussion of alternatives must highlight alternatives that would eliminate any significant environmental issues (or reduce them to insignificant levels), even though such project alternatives would inhibit to a degree the attainment of the project applicant’s objectives, or increase the project cost. The reason it is important for the EIR to clarify this point is that on page 6.0-1 the draft EIR has included a list of the applicant’s goals, stating that “according to the applicant, to meet the project’s goals and objectives the project site must (underlining mine) meet the following criteria”...This statement implies that the applicant’s goals must be met, however arbitrary and irrelevant they may be. As the above California Admin. Code section indicates, project alternatives which reduce the overall environmental impact must be considered, even if the goals of the applicant are not entirely met.</td>
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<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
<td>COMMENTS</td>
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<tr>
<td>6.0-3</td>
<td>6.1</td>
<td>Under <em>Hydrology and Drainage</em>, the draft EIR states that &quot;overall water quality could be worse (under a no project alternative) than under the Proposed Project as streambank repair and revegetation would not occur...&quot; The EIR should provide some reference here that would substantiate this claim, particularly since on its face it appears likely to be incorrect. Given the hundreds of thousands of square feet of floor area, and the huge number of employees that would be using the septic system at Big Rock ranch, it seems invalid to claim that overall water quality would be better under the proposed project. The main building is only a short distance from Nicasio creek, and septic leach field and/or other leakage into the creek(s) is certainly a long term possibility, if not probability. Furthermore, if the proposed project is not built, even with the alternative of either no project or residential development, this does not mean that streambank repair and revegetation will not happen. There are a number of avenues available that might lead to future streambank repair or revegetation on this land in the future, regardless of the alternative chosen.</td>
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<tr>
<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
<td>COMMENTS</td>
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<tr>
<td>6.0-13</td>
<td>6.2</td>
<td>Under <em>Economic Factors</em> on this page, the second paragraph states that the project alternative of 206 residential homes would provide only $872,000 in annual revenues from property taxes and all other fees. I believe this number to be extremely underestimated, as follows: 206 homes X $900,000 X 1% equals $1,854,000. The draft EIR’s revenue projection is clearly in error, as it appears to assume an average home price (including land) of under $425,000, which is totally unrealistic. The likely initial new home price is probably closer to $900,000 or even higher, given the acreage involved and location, etc. (as noted, I used $900,000 per home in my example above). The EIR should contain housing cost estimates from qualified real estate appraisers before it projects property tax revenues from the residential alternative. I would be very surprised if the average estimated cost per home were much less than $900,000. And finally, the EIR should present comparison revenue data in terms of the present (discounted) value of the long-term stream of property tax and other revenue provided by the alternatives.</td>
</tr>
<tr>
<td>6.0-13</td>
<td>6.2</td>
<td>Same section as above: another factor omitted from the draft EIR that should be in the final EIR is the fact that property taxes on residences increase each year under State Proposition 13, and that property tax revenues also increase often dramatically, on residential properties when they are sold! Such is not the case with business properties, such as the Lucasfilm proposal. Thus the draft EIR seriously and dramatically underestimates the future revenue stream from the residential alternative project, both in current dollars and in future dollars. In fact, I believe it is clear that the economic benefits over time to the County of Marin would be astronomically greater under the residential (200+ home) alternative, than with the Lucasfilm proposal!</td>
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<td>Draft EIR Page Reference</td>
<td>Draft EIR Section # (If Applicable)</td>
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<td>6.0-29</td>
<td>6.6</td>
<td>The draft EIR commendably concludes in this section that 1) the No Project Alternative would be the environmentally superior alternative, and 2) that the Grady Ranch Alternative is the environmentally superior build alternative! However, the draft EIR then states that this (Grady Ranch) alternative &quot;fails to implement the applicant’s objectives for the proposed project&quot;. I believe that the draft EIR’s conclusion here is inappropriate, for at least two reasons: first, on page 6.0-1, the EIR lists the six criteria that the applicant wants for the site(s). Of these six criteria, only one is unmet by the Grady Ranch Alternative! That single unmet desire is for a facility containing at least 1000 acres in area. Each of the other five criteria are met by the Grady Ranch option. Furthermore, the desire for &quot;1000 acres&quot; seems entirely arbitrary and capricious, not to mention irrelevant to the function of the Lucasfilm business at hand. The second problem with the draft EIR conclusion is that (as the quote above, referenced to page 6.0-1, states), the state of California requires that the EIR focus on alternatives having less adverse environmental impacts, even if these alternatives would inhibit to some degree the attainment of the applicant’s objectives. Considering the fact that only one of Lucasfilm’s project objectives would be unmet given the Grady Ranch Alternative, and given that this single criteria is both arbitrary and unnecessary in the realistic attainment of the applicant’s goals, it seems incumbent on the EIR to conclude that in fact the Grady Ranch Alternative is the superior project build alternative!!</td>
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RESPONSE TO LETTER 57
DAVID MARKS

Response to Comment 57-1

As Skywalker Ranch was a separate development, this information is not necessary. Section 2.2 describes the existing development proposal used in the analyses in the rest of the report. Including this information would imply that the environmental analyses also include the Skywalker development, which is not the case.

Response to Comment 57-2

See Response to Comment 57-1.

Response to Comment 57-3

Mitigations in the DEIR corresponds to the degree of specificity involved in the underlying activity, as per the CEQA Guidelines Section 15146. The EIR identified the impacts that could reasonably be assumed given the level of detail in the Master Plan submittal. In Citizens for Quality Growth v. City of Mount Shasta (198 Cal.App.3d 433), the court found that if a lead agency is unable to formulate specific mitigation measures, they may adopt mitigation measures that are general in nature. If a development plan were to be necessary before the adequacy of mitigations were to be determined, then the CEQA would not allow EIRs on Master Plans.

Response to Comment 57-4

See Response to Comment 9-1.

Response to Comment 57-5

The EIR already includes an estimate of the reduction in flow standards, under Impact 5.2-1 on pages 5.2-10 and 11. However, a flow reduction of 22.7 acre-feet of water would represent 0.08 percent of the total inflow into the Nicasio Reservoir (which averages 29,700 acre feet a year). This is a less-than-significant impact, as this is much less than a normal annual variation in rainfall.

It is possible that dam failure would result in an increased sediment load, which could in turn affect water quality in Nicasio Reservoir, but this would be speculative to determine. However, according to the MMWD, if any sediment did enter the reservoir, the district could use other supplies until the sediment settles, or simply use more of the material currently used to eliminate sedimentation (aluminum sulfate).

Response to Comment 57-6

As explained in Response to Comment 57-3, Mitigations in the DEIR corresponds to the degree of specificity involved in the underlying activity. The EIR identified the impacts that could reasonably be

142 Nichols • Berman conversation with Dana Roxon, Environmental Coordinator, MMWD, January 4, 1996.

143 Nichols • Berman conversation with Eric McGuire, Environmental Coordinator, MMWD, January 3, 1996.
assumed given the level of detail in the Master Plan submittal. If a lead agency is unable to formulate specific mitigation measures, they may adopt mitigation measures that are general in nature. In all cases, no infeasible general mitigation was proposed. All mitigations proposed in the EIR would succeed in mitigating impacts to a less-than-significant level.

Response to Comment 57-7

See Response to Comment 10-3.

Response to Comment 57-8

Comment noted. Mitigation Measure 5.3-1(a) on page 5.3-21 of the Draft EIR recommends using native plants in landscaping and revegetation, identifies unsuitable plant species which should be prohibited in landscape plantings, and includes provisions to prevent establishment of French and Scotch broom.

Response to Comment 57-9

See Response to Comment 12A-15.

Response to Comment 57-10

Although the manufacturing of electronic equipment, computers and microprocessors is a known source toxic emissions, database searches conducted by the California Office of Environmental Health Hazards Assessment (OEHHA) and searches of the National Air Toxics Information Clearinghouse and Clearinghouse for Inventories and Emissions Factors revealed no recent literature regarding toxic “off gassing” from computers. Recent articles have described the production of ozone (a criteria pollutant) from the office equipment such as laser printers and photocopiers related to high voltage systems within this equipment (ozone is also created by electric motors commonly found in fans, blowers, electric doors, etc.). Ozone from laser printers and photocopiers is normally controlled through the use of activated carbon systems designed into the equipment or, in some cases, in some cases, toner cartridges. The release of measurable amounts of ozone from this equipment normally only occurs when maintenance of the activated carbon systems is neglected.

The proposed project would, as would any place of business, use photocopiers and laser printers which are potential sources of small amounts of ozone. Appropriate design of ventilation systems would minimize exposure of building occupants. The exposure of persons off site, because of dilution within the ventilation system and in the outside atmosphere, would be in the opinion of the EIR's Air Quality Meteorologist, perhaps 1000 times less that of a person within project buildings.

Response to Comment 57-11

See Response to Comment 50A-7.

Response to Comment 57-12

The commentor has stated the CEQA Guidelines incorrectly. The text of Section 15126(d)(1) reads as follows: "Purpose. Because an EIR must identify ways to mitigate or avoid significant effects that a project might have on the environment [reference omitted], the discussion of alternatives shall focus on alternatives to the project or its location which are capable or avoiding or substantially lessening any
significant effects of the project, even if these alternatives would impede to some degree the attainment of the project objectives, or would be more costly."

Furthermore, Section 15126(d)(5) states in part, "The alternatives shall be limited to ones that would avoid or substantially lessen any of the significant effects of the project. Of those alternatives, the EIR need examine in detail only the ones that the lead agency determines could feasibly attain most of the basic objectives of the project."

The alternatives section looks at both on site and off-site alternatives. For off-site alternatives, no sites were found that would feasibly attain most of the project objectives. See Master Response H, "Master Response on Alternative Site Analysis," for more information.

See also Response to Comment 16-9.

Response to Comment 57-13

The No Project Alternative assumes that no changes would occur to existing conditions (page 6.0-2). The No Project Alternative is designed to be a baseline to compare to the project and other alternatives. Therefore, no streambank repair would occur. See also Master Response G, "Master Response on Selection of Alternatives".

The primary source of water quality impacts would be streambank failure, and so the No Project Alternative would create more water quality impacts than that of the Proposed Project. Properly constructed leachfields would not impact water quality.

Response to Comment 57-14

The revenue assumptions for the alternative of 206 residential units contained in the DEIR are based on information provided in the fiscal impact analysis conducted by the Sedway, Kotin, Mouchly Group (SKMG) on behalf of the project applicant in March, 1995.\textsuperscript{144} As part of that analysis, SKMG estimated various sources of annual revenues that might accrue to the County and other service providers. Those revenues included property taxes, sales taxes, permits, licenses and franchise fees, and fines, forfeitures and penalties.

To estimate the potential property tax revenues under this alternative, SKMG first established assumptions regarding the approximate value of the residential development alternative. For taxation purposes, the aggregate value of the residential alternative is based on the sales price of the individual units multiplied by total number of units that could be developed. Based on conversations with Planning Department staff, and the current zoning of the properties under consideration, SKMG determined the maximum development potential of the site to be 206-units. The mix of units and estimated sales prices used in the analysis are as follows:

<table>
<thead>
<tr>
<th>Product Type Value</th>
<th>Units</th>
<th>Average Market Value</th>
<th>Aggregate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Production Homes</td>
<td>79</td>
<td>$450,000</td>
<td>$35,550,000</td>
</tr>
<tr>
<td>Townhomes</td>
<td>37</td>
<td>$325,000</td>
<td>$12,025,000</td>
</tr>
<tr>
<td>Inclusionary Townhomes</td>
<td>21</td>
<td>$163,900</td>
<td>$3,441,900</td>
</tr>
<tr>
<td>Semi-Custom Homes</td>
<td>37</td>
<td>$525,000</td>
<td>$19,425,000</td>
</tr>
<tr>
<td>Custom Homes</td>
<td>32</td>
<td>$850,000</td>
<td>$27,200,000</td>
</tr>
<tr>
<td>Total</td>
<td>206</td>
<td>$474,000</td>
<td>$97,641,000</td>
</tr>
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</table>

SKMG stated that the projected market-rate home prices were based on a survey of recent sales in the vicinity, and that the selling price for required inclusionary affordable housing units was determined by the County based on guidelines established by the U.S. Department of Housing and Urban Development.\(^{145}\)

To compute the property taxes for the residential alternative, SKMG multiplied the aggregate value of the development by one percent, the maximum assessment permitted under the provisions of Proposition 13. This resulted in total property tax revenues of approximately $976,410 per year which are divided among the County and other agencies providing municipal services to the site. While it is possible to envision an alternative in which home values could be assumed to be greater than the values assumed in the fiscal analysis, it is important to understand that the alternative analysis is simply a comparison between the proposed project and a theoretical alternative. To the extent that other conceivable alternatives might yield higher property values, such alternatives would likely contribute correspondingly greater property tax revenues; however, this is not significant, since both alternatives discussed in the DEIR were expected to generate fiscal surpluses, meaning that either one would be acceptable from a fiscal impact standpoint. While the County may have limited authority to require that a proposed project not create adverse fiscal impacts, there is no reasonable basis for the County to require a proposed project to generate fiscal benefits that are superior to the assumed benefits of theoretical alternatives.

With regard to the other annual revenues that may result from the residential alternative, the fiscal impact analysis conducted by SKMG calculated those revenues based on various per capita multipliers derived from current County revenue figures, a methodology commonly utilized in fiscal analyses. For example, the current per capita rates for fines, forfeitures and penalties were calculated by dividing the total unincorporated County population into the total amount of fines, forfeitures and penalties collected by the County. This figure is then multiplied by the expected number of residents resulting from the residential development to estimate the additional revenue that may accrue to the County.

The SKMG report presents the results of its analysis in present dollar values. As the analysis shows, the County's share of annual revenues from the residential alternative is estimated to be approximately

$192,300, and the Lucasfilm project is expected to generate annual revenues of approximately $167,870. To project these revenues into the future and then discount that revenue stream back to the present value, introduces a greater level of uncertainty into the fiscal impact analysis. This would require that additional assumptions be made about the future value of the residential units and the Lucasfilm project; inflation factors for revenue sources would have to be estimated; and the potential for change in future tax policies affecting revenue sources would need to be evaluated. In addition, an appropriate rate for discounting the revenues back to present values would need to be selected, which is a subjective process. Because most assumptions thus developed would apply equally to both projects, a discounted cash flow analysis would tend to show the same relationship between the two projects as that indicated by the present dollar analysis. In other words, as analyzed in the SKMG fiscal analysis, the revenues from the residential alternative would be greater than the Lucasfilm project whether they are presented in constant dollars or as a discounted present value cash flow, but the net fiscal benefit will be greater for the proposed project, due to the latter’s substantially lower service costs. It should be noted at this time that the SKMG analysis did omit potential business license revenues as a source of future revenues that would be expected to accompany the proposed project. If the proposed operations exhibit revenue productivity similar to that achieved by existing Lucasfilm operations, it is possible that the proposed project would generate business license revenues well in excess of any of the other revenues addressed in the SKMG report, creating substantially greater fiscal benefits than projected in that analysis.

In any event, the purpose of showing the annual revenue estimates was to show the reasoning behind the analysis. The purpose of the analysis is to determine if physical impacts result from a fiscal drain on the County. Even if the homes would ultimately sell for higher prices, it would only serve to increase revenue, and therefore would not change the significance of the impact.

**Response to Comment 57-15**

See Response to Comment 50A-7.

**Response to Comment 57-16**

The commentor is incorrect. The DEIR does conclude that the Grady Ranch Alternative is the environmentally superior build alternative.

As stated on page 6.0-29, the environmentally superior alternative is the No Project Alternative, the Grady Ranch Alternative is the environmentally superior build alternative, and the Proposed Project with mitigation is the environmentally superior build alternative that meets the applicant's objectives.
Mr. Tim Haddad  
Environmental Coordinator  
Marin Count, Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157

Dear Mr. Haddad:

As a resident of Lucas Valley, I am very concerned about the proposed Lucasfilm expansion in our area. There are a number of issues that the EIR fails to address or addresses inadequately. The most important issues are the following:

1. The project is inconsistent with the county-wide plan and existing zoning regulations. The areas of concern were zoned agricultural and residential, with a provision allowing "limited office space." The magnitude of this proposal, including a 50-foot high sound stage, hardly qualifies as "limited office space." This is an enormous commercial venture that will be located in a rural county area that should remain residential.

2. The EIR does not address other potential sites for this project. The county simply accepted Mr. Lucas's judgment that the 16 other sites he looked at in Marin were not adequate for his needs. The EIR preparer should have done an independent investigation of other possible sites.

3. The traffic impact on Lucas Valley Road is a major issue. The EIR based its assessment on a 2-day survey of traffic to and from Skywalker Ranch. This is hardly representative of the traffic that will be generated by this new project located on the Grady and Big Rock ranches. Besides the traffic congestion, the noise from construction vehicles traveling up and down Lucas Valley Road will be intolerable. The valley has narrow, steep sides, and noise from heavy vehicles will echo throughout the valley.

4. The EIR does not address the exact nature of the business that will be conducted in the buildings that are to be constructed. Until we know the types of machinery and equipment that will be used, it is impossible to know how many service vehicles will be traveling to the project and how many trips will be made by vendors, contractors, visitors, crews, etc.

5. The EIR fails to address the massive grading that will be needed on the Grady Ranch to allow Mr. Lucas to build his proposed project. Extensive landslide mitigation will be required. The area in question is composed of serpentine rock, which contains asbestos. The EIR does not address what will happen when this asbestos is released during blasting.

6. According to the EIR, Skywalker now has 288 people working in a building that was designated to have 180 people working in it. If the Lucas people are already defying the existing regulations, what guarantee do we have that they will abide by any future rules?

7. The EIR does not address the adaptability of the proposed structures to other uses should George Lucas's empire crumble some day. Houses built on that land will always remain houses, and their use in the future will not be in question.

Lucasfilm is a commercial entity that should be located along the Highway 101 corridor, which would be consistent with the county-wide plan. It's the right venture in the wrong location.

Yours truly,

[Signature]

P.S. 39 Mt. Foraker Drive  
San Rafael, CA 94903
RESPONSE TO LETTER 58
SHIRLEY MORTENSEN

Response to Comment 58-1

See the discussion in Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment 58-2

See Master Response H, "Master Response on Alternative Site Analysis."

Response to Comment 58-3

See Response to Comment 29-3 and 50A-3.

Response to Comment 58-4

See Response to Comment 16-1.

Response to Comment 58-5

The commenter is incorrect. Impact 5.1-4 on page 5.1-24 of the DEIR addresses disturbance of serpentine rock during construction.

See "Remedial Grading" under Master Response A, "Master Response on Grading Issues" for more information on landslide repair grading.

Response to Comment 58-6

See Response to Comment 12A-11.

Response to Comment 58-7

This comment addresses the relative merits between commercial and residential construction, and does not address the adequacy of the EIR. See also Master Response 0, "Master Response on Project Stability / Abandonment Issues."
November 27, 1995

Tim Haddad, Environmental Coordinating
Marin County Community Development Agency
EIR
3501 Civic Center Drive
Room 308
San Rafael, CA 94903-4157

Re: Lucas Film - Grady and Big Rock Ranches Drfalt

Dear Mr. Haddad:

Please save these picturesque ranches from becoming 206 houses packed into a breathtakingly beautiful gateway to the Golden Gate National Recreation Area. Driving west on Lucas Valley Road, or riding a horse through these ranches lifts the spirits and makes Marin County residents realize what a treasure of open space and old growth trees they are.

If Lucas Films is allowed to put its low-impact white-collar industry on this property, much of it will remain as is to be enjoyed by us all.

I came to Marin 50 years ago from Chicago. I thought I'd come to heaven-on-earth. My children live here and are raising families. Like the other silent majority citizens, we would be robbed of an irreplaceable treasure if we lost the rural character of this vast and beautiful land.

Sincerely, yours,

Pat Balmes
RESPONSE TO LETTER 59
PAR BALMES

Response to Comment 59-1

Comment noted. This is not a comment on the adequacy of the EIR, but rather on the merits of the project.
November 27, 1995

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4157

Re: DEIR Lucasfilm, Grady Ranch/Big Rock Ranch

Dear Mr. Haddad:

The DEIR is deficient in several aspects. The major concern for Lucas Valley residents is the traffic situation. Although the mitigation element in the report calls for shuttle buses or van pools and car pools, this issue must be addressed with specific details in a supplemental report.

As you know, the increase in the number of employees to Lucasfilm’s ranches will add approximately 1,000 vehicle trips, for a total of 2,000 round trips daily. Lucas Valley Road is only a two-lane thoroughfare, with bike paths and pedestrian use on the sides.

Let’s dispel the myth: what if there were 208 single family residences on the ranches as allowed by county plans? This is not reality! Experience pertaining the community suggests that such an occurrence will not take place. The following projects provide a history: Renaissance Faire property downsized; Bell Marin Keys extension downsized; St. Vincent Silveria downsized; French Creek in San Geronimo was downsized, Skye Ranch in San Geronimo Valley downsized and extinguished, Ring Mountain downsized and extinguished. Every project has been downsized or had the opportunity to be purchased by MALT. While Lucas is giving the land to MALT, he still is retaining the number of cars allowed at maximum, contrary to anyone else’s project in the county.

However, there exists a way to retain the number of employees allowed and eliminate the traffic. A supplemental report implementing a bus system would illuminate this option, ideal for Grady Ranch. It is only fifteen minutes from the Park and Ride lot at Highway 101 [there is an adjacent vacant field next to the existing lot to Grady Ranch]. Two buses, each the same size as a
county bus serving LVR No. 44, can carry 44 passengers. Round trips would take 30 minutes, therefore, within 2 hours all employees will have arrived at Grady Ranch offices. A total of 8 vehicle trips or 16 round trips would be necessary, as opposed to 356 or 702 round trips.

The buses could be silhouetted in the likeness of Darth Vader, or the Jedi, on Gump Mobile, and provide advertising for his latest achievements.

The Valley residences will be exposed to less pollution, noise, and automobile accidents, less wildlife is killed, and more safety is allowed to the employees during emergency situations.

In the two years that I have lived in Lucas Valley, there has been approximately one deer killed every two weeks by an automobile. As the vehicular traffic increases with the additional 700 cars, completing 1400 round trips, a corresponding increase in animal deaths and maimings, as well as injuries to the occupants of the vehicles would appear.

The DEIR lacks a safety component with concrete plans for catastrophic disasters. Mandatory is input from the County Disaster Preparedness Agency. Emergencies could appear as fire, earthquake, landslide, flood, or the panic that sets in from the threat of a disgruntled employee, family member of an employee, or simply any unbalanced person. In all the above situations, evacuation needs to take place and emergency vehicles must have unrestricted access to the premises. A two lane county road can easily be blocked by an automobile colliding with a deer or other vehicle. The emergency vehicles could not get through. Again, these situations can be covered by bringing a few buses that can easily reinstate the 700-1000 employees in a controlled and safe manner.

Therefore, a supplemental plan that gives the community the assurance of a bus schedule, the specific number of vehicles in conjunction with buses; when that taken into account national and catastrophic disasters that call for immediate evacuation in agreement with the County Disaster Preparedness Agency.

I suggest that this supplemental report be in collaboration with a citizen’s group and Lucasfilm management to work to gather to arrive at a safe and common-sense solution to the looming potential traffic nightmare.

Very truly yours,

Robert R. Reyff

RRR/dp
RESPONSE TO LETTER 60
ROBERT R. REYFF

Response to Comment 60-1

See Response to Comment 43-8.

Response to Comment 60-2

Comment noted. See page 5.7-23 on shuttle bus service, as well as Response to Comment 1-10.

Response to Comment 60-3

It is unclear how the use of buses could mitigate a blockage of a road, which would presumably also be blocked.

The EIR has already considered the impact of fires, earthquakes, landslides, and floods. For example, see Impact 5.10-4 (fire), Impact 5.1-3 (seismic impacts and landslides), and Impact 5.2-3 (flood). The "panic that sets in from the threat of a disgruntled employee, family member of an employee, or simply any unbalanced person" would not be a significant impact under the CEQA, as no physical environmental effect would result.
Dear Dean:

I appreciate the opportunity to comment on the Draft EIR for LucasFilm. I was disturbed by the marked contrast between the document’s bulk and its superficial treatment of key policy questions. I provide the following comments and questions, with references to pages in the DEIR:

3.0-37: The major public policy issue posed by this project is evaluating the tradeoffs of setting a precedent for non-residential development in the Inland Rural Corridor. The discussion in the fourth and fifth paragraphs is utterly inadequate and implicitly dismissive of the public’s concern about the future of agriculture in our county. This environmental document bears the burden of identifying and weighing the consequences of a potentially far-reaching decision. It has failed miserably.

The elements of an adequate public discussion of this issue:
1. Identify other parcels potentially affected by this precedent.
2. Quantify the potential effects of such a precedent. How much development could occur where? What would the effects be? This would essentially be a study at the level of detail of a Program EIR.
3. Evaluate the tradeoffs on a qualitative basis: retention of viable agriculture vs. economic benefits vs. traffic vs. community character; etc.
4. Provide decision makers with a thought-through evaluation of all consequences.

3.0-39 & 40: The EIR fails to meaningfully discuss the above-mentioned precedent for the conversion of agricultural lands to non-residential uses under Cumulative Impacts. As a policy question central to the very identity of Marin County, the statement "... and would contribute incrementally to the slow erosion of the agricultural land supply" is wholly inadequate. Again, a careful and thorough evaluation of this "erosion" is essential to a fully-informed policy decision.

3.0-41: The failure to adequately discuss the policy question of the conversion of agricultural lands to non-residential uses voids Section 3.7, which finds no unavoidable adverse environmental project impacts. This conclusion is unsupported without an extensive discussion.
RESPONSE TO LETTER 61
DAVID SCHONBRUNN

Response to Comment 61-1

See Response to Comments 14-15 and 16-8. As discussed in these responses, it is speculative to determine what other parcels could be affected. The DEIR has identified the potential problem, but "weighing the consequences" is beyond the legal mandate of CEQA. This is a discussion on the merits of the project, which occurs after CEQA review.

Response to Comment 61-2

This is a restatement of Comment 61-1. A more detailed discussion on the cumulative losses of grazing land (and appropriate mitigation) can be found in Impact 5.4-4 on page 5.4-13 and 5.4-14.

Response to Comment 61-3

The impact of cumulative losses of grazing land was not found to be an "unavoidable adverse environmental impacts" because mitigation was available to reduce it to a less-than-significant impact. See Response to Comment 61-2.

Response to Comment 61-4

See Response to Comments 61-1 and 61-2.

Response to Comment 61-5

See Response to Comment 14-18.

Response to Comment 61-6

See Response to Comment 61-5.

Response to Comment 61-7

Exhibit 4.0-2 analyzes the consistency of the Proposed Project with the Countywide Plan. It does not attempt to analyze future unknown development with the Countywide Plan. Section 3.5 ("Growth Inducing Impacts") on pages 3.0-36 to 3.0-38 already discusses the precedent-setting effects of the project. See also Master Response P, "Master Response on Growth-Inducing Impacts."

Response to Comment 61-8

See Response to Comment 14-18.

Response to Comment 61-9

See Response to Comment 14-24.
Response to Comment 61-10

See Response to Comment 52-5.

See Master Response H, "Master Response on Alternative Site Analysis" on the requirements of off-site alternatives.

CEQA does not require an analysis of a "city-centered" project alternative against a rural project.
LETTER 62

JOHN T. and DONNA J. HEINRICH  
5 Mt. Shasta Ct.  
San Rafael CA. 94903  

November 27, 1995  

Re: Impact of Lucasfilm Proposal on Residential Lucas Valley  

Tim Haddad, Environmental Coordinator  
MARIN COUNTY COMMUNITY DEVELOPMENT AGENCY  
3501 Civic Center Drive Room 308  
San Rafael CA 94903-4137  

Dear Mr. Haddad,  

As residents of Lucas Valley and registered voters in Marin County, we submit this letter to express our deep-felt objections to the Lucasfilm development proposed for our neighborhood.  

We object to the immediate detrimental impact the development will have on our valley; to the longer-term impact on the economic structure and land valuation; and to the apparent willingness of the county to renege on its promises to the residents of quiet, safe, residential areas free of the conflicting interests of large commercial enterprises.  

Lucas Valley Road is a beautiful, pastoral drive; but it is also very fragile. It doubles as a conduit for motor vehicles and a pathway for joggers, morning walkers, kids on bikes, serious cyclists, and a large animal population. That is already a poor mix and we residents see our share of collisions and carnage. Now add to that a stream of commuters intent on getting to work on time, service vehicles, and years of construction machinery, and we will have chaos. The road will be straightened, widened, and equipped with signals that will destroy its bucolic charm, and destroy its use for any other purpose than as a motor causeway for resolute drivers.  

Our valley is also surrounded by hills that form natural barriers to the dissipation of sound and pollution. We deeply fear the peace of our valley will be destroyed by traffic noise and smog.  

Lucasfilm spokespeople have been cagey answering questions about traffic increases on Lucas Valley Road. Their answers fall back to the independent EIR estimate of a ten percent traffic increase, but they refrain from committing to that estimate themselves. The truth is that they are PLANNING for about THREE TIMES that traffic with the number of parking places they are planning.  

It makes good sense for the Countywide Plan to provide for limited office space within a residential area; the offices can provide useful services to the residents. But to call the Lucasfilm project "office space" and use this provision as a hook to bring them into this valley is a gross distortion of the intent of the zoning provisions. A high proportion of their people may work at computers, which are also found in offices, but the similarity ends there. This is an extensive production facility to manufacture salable commodities in large scale, and it will have the same impact on local traffic, transient population
density, and land valuation that make large commercial industries poor neighbors in residential areas.

Our concerns are not simply with the proposal as it is presently made. Our concerns are also that this is one more step in a long process of expansion in our valley; and that has been the Lucasfilm history. Their first inroad was a "retreat" on Skywalker Ranch, and there has been pressure for expansion ever since. Even now, there is provision for a "fabulous "Ancillary Building" of 100,000 sq.ft. What is its intended use, and how can the impact of this undefined structure be ascertained?

Hundreds of families have set down their roots here. We invested our hopes and finances expecting a tranquil lifestyle insured by a county plan that prohibits developments contrary to home and family life. Why should we permit this additional step toward the ultimate loss of that lifestyle? Because George Lucas WANTS his business to be here?

We think Lucasfilm does some interesting things. It certainly must be a stimulating place to work and it contributes to the wealth of Marin County. But there is no COMPELLING reason for it to be in Lucas Valley. Once again, THE OWNER WANTS IT HERE. But the Countywide Plan provides ample space along the 101 corridor for additional industrial development, and other businesses requiring intellectual productivity, such as Autodesk, have found homes there. Why gamble the tranquility of an established community for one man's WANTS?

There is an implied threat that if Mr. Lucas does not get his way he may take his payroll elsewhere. Is that grounds to break the covenants with citizens that the Countywide Plan represents? Certainly NOT. In their public statements, Lucasfilm professes an abiding affection for Marin County. Is that true only if they get their way in our valley? To us, the beauty and peace of our community are worth that risk.

We ask all involved to hold firm to the clear intent of the Countywide Plan and stop further commercial encroachments into the residential community of Lucas Valley.

Very truly yours,

John F. Heinrich
Dorna J. Heinrich
RESPONSE TO LETTER 62
JOHN T. AND DONNA J. HEINRICH

Response to Comment 62-1

The commentor is correct that more parking spaces are planned for the site than required by employees. According to the applicant, this is to allow flexibility in the number of employees and guests which might use a given structure at one time. As noted by the applicant, the Marin County Code provision applicable in the absence of a Master Plan would require one off-street parking space for each 250 feet of office space, or 2,563 parking spaces.\textsuperscript{146}

See Master Response J, "Master Response on Nature of Proposed Use."

\textsuperscript{146}Letter from Douglas Ferguson, applicant's representative, to Tim Haddad, Environmental Coordinator, Marin County Community Development Agency, February 7, 1996.
November 27, 1995
Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
Room 308- Marin County Civic Center
San Rafael, Ca.94903
RE: Lucasfilm draft EIR

Dear Mr. Haddad,

I am writing to comment on the Lucasfilm draft EIR. I have organized my comments and questions by the sections identified in the document. Where appropriate, I have included page citations from the draft EIR. Italicized segments indicate quoted portions of the draft EIR.

2.0 - Description of the Proposed Project

The EIR should include a map illustrating the project site and all adjacent agricultural lands identified on pp.5.4-3 through 5.4-5.(including additional ranches cited later in this letter) to provide a visual context of the agricultural environment in proximity to the project. Exhibit 2.0-1 could be revised to accomplish this.

Page 2.0-8 / Project Description There appears to be a reversal of the acreage amounts associated with the Loma Alta and McGuire Ranches in the second paragraph. The EIR should correct this.

Page 2.0- 9/ The second paragraph states that on Big Rock Ranch there would be "preservation of 1061 acres as open space." It also states that on McGuire and Loma Alta, "both ranches would be permanently dedicated as open space." The EIR should distinguish open space dedicated for recreation and natural resource protection from open space designated for agricultural activities. The project description should generally describe types and intensities of agricultural activity which might occur within the agricultural portions of the property.

4.0 - Relationship to Public Plans and Zoning

Page 4.0-5 / The sixth paragraph states that the Marin Countywide Plan requires that any project within the ARP zone which proposes commercial use would be required to "include a plan for new or continued agricultural activities on the project site." The County should require the applicant to provide a conceptual Agricultural Plan for the EIR to evaluate as part of the Master Plan.

Page 4.0-9/ Countywide Plan policies EQ1.2 and CD-1.2 require that within the Inland- Rural Corridor "agricultural uses will be emphasized ...along with other uses that are compatible with agriculture and enhance agricultural preservation..." Does the proposed project emphasize agriculture or enhance agricultural preservation? The applicant should be required to submit a conceptual Agricultural Plan that can be evaluated by the EIR and mitigated, as necessary, in elements of the Agricultural Management Plan already required by this draft EIR.
Countywide Plan Policy A-1.10 states that non-agricultural uses on agricultural lands should "enhance economic viability of agricultural operations." Does a passive easement on the agricultural portions of the project enhance economic viability of agricultural operations? The applicant should be required to submit a conceptual Agricultural Plan to permit an evaluation of economic viability by the EIR and mitigation, as necessary, in elements of the Agricultural Management Plan already required by this draft EIR.

In the consistency paragraph, the fact that Countywide trails are identified for combined use should be mentioned.

Under ARP Zoning, for limited commercial uses to be permitted, there must be "a plan for new or continued agriculture activities on subject and surrounding properties." The applicant should be required to submit a conceptual Agricultural Plan that describes how the Master Plan will provide for new or continued agriculture on site and on surrounding properties, and the EIR should evaluate the plan for consistency with the zoning requirement.

The final paragraph on this page includes the statement that there will be "no development on any portion of McGuire or Loma Alta Ranches, both of which would be permanently dedicated to open space." The earlier comment related to Page 2.0-9 applies in this instance as well.

The section Compatibility with Nearby Agricultural Uses should include discussion of the Flander Ranch which adjoins the Loma Alta Ranch along its southern border, and the adjacent Spirit Rock Center which leases a portion of its land for agricultural activities.

Exhibit 4.0-4 / Agricultural and Open Spaces states that within ARP zones "the primary intent shall be to preserve open lands for agricultural use, not to provide open space/recreation land uses which will interfere or be in conflict with agricultural operations." The EIR should clearly state that Loma Alta and McGuire Ranch should be primarily used for agricultural activity.

Exhibit 4.0-4 / Agricultural and Open Spaces states that "Lands to be preserved for agriculture and/or open space may require the creation of a homeowner’s association or other organization for their maintenance." The EIR should evaluate this zoning provision and establish what options exist for long-term maintenance of agricultural lands within the Master Plan parcels.

An overall observation under this section is that the Master Plan and the draft EIR have given insufficient consideration to the important agricultural plan required for development proposals within agriculturally designated areas. The zoning intends for agricultural activities to not simply be accommodated, but rather that they be "encouraged", intended to "enhance agriculture", or to enhance "economic viability"
of agricultural operations", and to consider the continuing agricultural requirements of "surrounding properties". The Master Plan should not expect agricultural operations to be "guided by County Permit conditions" as proposed by the applicant (see p. 4.0-64,65).

Important opportunities for agriculture exist on these lands that would generate impacts which should be identified at this time and, if necessary, mitigated. Would there be provisions for agricultural buildings, utilities, fencing, irrigation, worker housing? Would there be additional full or part time employees engaged only in agricultural activities? Would there be additional traffic related to agricultural activities? The Master Plan and the EIR should include a conceptual Agricultural Plan, equal in specificity to the plan for limited commercial use on parts of the ARP lands.

5.0 - Environmental Settings, Impacts, and Mitigation Measures

Page 5.1-12/ Creek Alterations Under this section, there is mention of removal of organic debris for flood control benefits. Creek restoration projects often include placement of woody debris to promote fishery restoration. This should be discussed.

Page 5.1-21/ Erosion Control Plan The EIR should require a section on erosion control for agriculturally used lands within the required Agricultural Management Plan.

Page 5.1-22 / Additional Erosion Control Mitigations The EIR list of additional mitigations to be included in the Erosion Control Plan should add the following:

- Utilize sound management practices on portions of the project used for agriculture so as to limit erosion and siltation in natural drainage areas.

Section 5.2/ Regional Hydrology - This section should include mention of the watershed associated with the McGuire and Loma Alta Ranches. These two parcels comprise almost the entire headwater area for the creek system extending through the Rancho Santa Margarita subdivision to the west.

Section 5.2/ Surface and Groundwater- McGuire and Loma Alta Ranches

A section should be added addressing surface water and groundwater conditions on McGuire and Loma Alta Ranches. Groundwater availability would be a significant consideration in planning agricultural activities. Protection of surface water quality should also be discussed in relation to active agricultural use of these ranches.

Page 5.2-10 / Surface Water Impacts- Nicasio Creek Dam The EIR should clarify whether a waterproof lining is proposed for the reservoir to minimize water seepage. If not, a lining should be evaluated under mitigation 5.2-1 to reduce impact from the loss of water available for the creek.

Page 5.2-13/ Mitigation 5.2-2(b) The EIR should identify why a road realignment cannot be accomplished without requiring 150 feet of culvert on Loma Alta Creek. The mitigation could require a drainage course realignment to permit a bridge structure for the creek crossing.
Page 5.2-16,17 / Impact 5.2-7 Erosion and Siltation This section should identify increased agricultural activity as a source of increased erosion. Mitigation 5.2-7 should require an erosion control element in the Agricultural Management Plan.

Page 5.2-19/ Mitigation 5.2-9 -Sewage The wastewater feasibility report required by the EIR should include evaluation of the cost and feasibility of reuse of treated wastewater to support or enhance agricultural activities in lieu of leach field discharge.

Page 5.3-2, 3,7/ Vegetation This section should include mention of general vegetation information for Loma Alta and McGuire Ranches.

Page 5.3-22-25/ Tree Removal This section should address the potential impacts of tree loss resulting from construction of a new combined use trail along the western boundary of the Grady Ranch between Lucas Valley Road and Big Rock Ridge. Mitigation measure 5.3-2 should incorporate provisions related to trail building impacts.

Page 5.3-27,28/ Disturbance to Native Grasslands This section should identify the potential for agricultural activities to impact native grasslands in conjunction with grazing operations on Big Rock, Loma Alta, and McGuire Ranches. Mitigation 5.3-3 should be revised to include preparation of an Agricultural Management Plan that would identify native grasslands on agricultural portions of the project site and establish protection and replacement requirements based on percentages of native grasses within the cover class.

Page 5.4-3-6/ Study Area Agricultural Lands This section should be revised to include description of Flander Ranch and Spirit Rock Center, two agriculturally productive properties adjoining Loma Alta Ranch along its southern border. Exhibit 5.4-1 should be revised to include these additional agricultural sites.

Page 5.4-9/ Exhibit 5.4-3 Farmland Categories The map appears to incorrectly label the "grazing land" and the "other land". The legend identifications should be reversed.

Page 5.4-12/ Loss of Farmland/ Grady Ranch Non-commercial food production activities are occurring at Skywalker Ranch. It may be desirable to incorporate similar growing activities into portions of the private open space where the most desirable soils for cultivation exist. This section should emphasize that the best agricultural soils on all four ranches lies within the proposed private open space.

Page 5.4-12/ Loss of Farmland- Big Rock Ranch The first sentence in the seventh paragraph states “The County has designated this entire 1,117 acre parcel as agricultural open space.” Does that designation conflict with the ARP zoning associated with the property?
Mitigation 5.4-4 Cumulative Loss of Grazing Land  The draft EIR requires dedication of a portion of the upland areas on Grady Ranch to a public agency with provision that the lands be used for agricultural purposes. Given that 2296 acres of agricultural land on the three other ranches within this Master Plan may be privately held lands with agricultural easements, would a public agency be the most appropriate manager of the 800 acres on the Grady Ranch? The EIR should allow either a public agency or the applicant to hold fee title, provided that similarly restrictive agricultural easements are recorded on the acreage.

Conflicts with recreational uses  This section should also cite successfully coexisting agricultural and recreational activities on GGNRA lands near Olema and at the Martinelli Ranch along the East shore of Tomales Bay.

Mitigation 5.4-5 Agricultural Management Plan  Provision for the following additional items not cited in the draft EIR should be included:

- Identification of groundwater and other water sources for agricultural use
- Identification of sites, size, massing, utilities, and access for agricultural support facilities, including worker housing, needed to maintain or enhance agricultural activity on agricultural portions of the property.
- A fencing plan to support agriculture without significant impact to wildlife or public access along proposed Countywide Trail alignments. Detailed descriptions of self-closing gates and other provisions should be included
- A native grassland survey and protection plan
- An agricultural circulation plan identifying vehicular traffic restrictions and improvements needed to permit agricultural use on portions of the site.

A typographical error in the first sentence of the third bullet should be corrected.

Visual and Aesthetic Quality Regional Setting  This section should identify the possibility of visual impact from increased agricultural activity on those portions of the site dedicated to agriculture. In the event that such impacts could be significant, proposed mitigations should be provided in the EIR.

Section 5.7 Transportation  This section should include some discussion of the types, quantity, and timing of traffic associated with agricultural uses.

Sanitary Sewer Service  This section should identify the option of the applicant applying to the State of California for an individual wastewater treatment permit in lieu of seeking annexation by Las Gallinas Valley Sanitary District. Under such a scenario, treated waste water could be recycled to support agricultural uses such as irrigated pasturage.

Section 5.10/ Trails  The EIR should include an illustrative map depicting identified Countywide trail alignments in the vicinity of and traversing the project site. The map should also include representation of the applicant's proposed trail dedication.

Trails - The Setting  The EIR should indicate the proximity of trails at
Roy's Redwood Open Space lands to the project site. Additionally, the EIR should identify Spirit Rock Center Master Plan Conditions which provide public access along its northern boundary contingent on public access being available to the east of that parcel. Public access dedication on the Loma Alta Ranch could result in uninterrupted public access from Nicasio Valley Road to Big Rock Ridge as a result of this project.

Page 5.10-19, 20 / 5.10-14 Trail Impacts This section should identify that mountain bike access has successfully coexisted with grazing activities for some time along Bolinas Ridge near Olema and on Mt. Burdell.

Page 5.10-21/ Mitigation 5.10-14(d) To be consistent, the language of this section of the EIR should refer to an "Agricultural Management Plan" not a "Grazing Management Plan" as stated in the draft EIR.

Section 5.11/ Economic Considerations There is no mention of the annual Business License fee required by the County in unincorporated areas. If such a levy would apply to this project it should be identified in relevant portions of this section.

Section 6.0 / Alternatives
The EIR should include illustrative maps depicting conceptual configurations for Alternatives 6.2 and 6.3. Sufficient information regarding Countywide policies, topographic, geologic, biologic, and other constraints exists to depict hypothetical residential development patterns on Big Rock, McGuire, and Loma Alta Ranches. A suitable illustration of the previous Lucasfilm project likely exists already.

Page 6.0-5 / 6.2 Alternative 2- Current Zoning Alternative The title to this alternative should be changed from "Current Zoning Alternative" to Residential Only Alternative unless a rezoning is required.

Page 6.0-6 / Big Rock, McGuire, and Loma Alta Ranches This section should identify the State Density Bonus Law which could result in 25% increase above the maximum zoned density if certain affordability provisions were incorporated into the Master Plan. Such an increase was provided for the recently approved French Ranch Master Plan, a 500+ acre ranch zoned ARP-20. Either this alternative or a separate alternative should evaluate the impacts of the larger project that could be approved under Density Bonus.

Page 6.0-8,9 / Agricultural Productivity This section should use stronger language to describe the negative impact of a residential only alternative on agriculture. The application provides for agricultural activities only on the entire 1235 acres south of Lucas Valley Road. A residential development alternative could create up to 38 new residences on the south side of the road, depending on State Density Bonus provisions. In mitigating Countywide Plan policies related to ridgeline protection, grading, SCA protection, and other resource protection requirements, residences would likely be dispersed in clustered groups on the lower more gently sloping portions of the ranches. Such a development pattern would significantly
impact existing grazing operations and would inhibit more active use of surrounding portions of the site for agriculture. Similar impacts could occur on the Big Rock Ranch.

63-45

Page 6.0- 9 / Visual and Aesthetic Quality This section should identify the significant visual and aesthetic impact that residential development would have on Rancho Santa Margarita and portions of the San Geronimo Valley if up to 38 homes were built on the Loma Alta and McGuire Ranches. Additionally, residential development would be significantly visible from major portions of County Open Space lands, including Loma Alta, Roy's Redwoods, and lands acquired from Skye Ranch.

I appreciate the opportunity to comment on the draft EIR. I ask that my name be added to the interested parties mailing list and that I receive a copy of the draft Final EIR when it becomes available. Information should be sent to:

Steve Kinsey
P.O. Box 62
Forest Knolls, Ca.94933

Respectfully,

Steve Kinsey
RESPONSE TO LETTER 63
STEVE KINSEY

Response to Comment 63-1

In response to this comment, Exhibit 2.0-2 has been revised to include the Hill and South Luiz Ranches.

Response to Comment 63-2

The commentor is correct. The following sentence in the second paragraph on page 2.0-8 of the DEIR has been revised as follows:

...with the 674 561-acre Loma Alta Ranch and the 564 674-acre McGuire Ranch to be permanently preserved in open space uses.

Response to Comment 63-3

The Master Plan submittal states that the "applicant proposes to grant a permanent conservation easement such as was earlier granted on the open space portion of the Skywalker Ranch" (page 18).

The Skywalker easement is a standard Marin Agricultural Land Trust "Deed of an Agricultural and Conservation Easement and Declaration of Restrictions." Under the Uses and Practices section, it states: "the use of Protected Land shall be confined to agriculture, ranching, limited residential use associated with agricultural use, open space, and other uses which are described herein and are consistent with the provisions of the Marin County Code." Attached exhibits are provided which describe more specific uses and prohibitions, such as allowing nature studies and prohibiting dumping. Agricultural use that would significantly degrade topsoil is prohibited. Otherwise, the use of the site is limited by capacity constraints. For example, Big Rock Ranch currently contains about 100 head of dairy replacement cows. The intensity of agricultural use would need to be described in an Agricultural Management Plan as required under zoning requirements (see page 4.0-70 of the DEIR).

Response to Comment 63-4

As stated in Impact 5.4-5 on page 5.4-16, an Agricultural Management Plan would be required at the Precise Development Plan stage.

Response to Comment 63-5

An Agricultural Management Plan is required as a condition of Precise Development Plan approval as stated in Mitigation Measure 5.4-5 starting on page 5.4-15 of the DEIR. A "conceptual Agricultural Plan" is not required at the Master Plan stage.

Response to Comment 63-6

See Response to Comment 63-5.

Response to Comment 63-7

Policy TR-1.3 does not address the types of trails required. However, more specific details on trails is readily available in the "Trails" section of Chapter 5.10 Public Services, as evidenced by this comment. See also Master Response E. "Master Response to Trail Issues."
Response to Comment 63-8
See response to Response to Comment 63-4.

Response to Comment 63-9
See response to Response to Comment 63-3.

Response to Comment 63-10
The nearest development proposed by the project is over two miles away from the Flanders Ranch or Spirit Rock Center. Therefore it is not a "nearby use."

Response to Comment 63-11
See Response to Comment 63-3. The DEIR cannot require that Loma Alta and McGuire be used for agricultural purposes rather than open space uses. The DEIR can only require actions that would mitigate a significant environmental impact.

Response to Comment 63-12
A mechanism for long-term maintenance has not yet been developed at this stage of the planning process. The DEIR is under no obligation to determine long-term management requirements of the conservation easements. Rather, that would be the responsibility of the easement holder.

Response to Comment 63-13
See Response to Comments 63-5 and 63-3.

Response to Comment 63-14
Woody debris is planned in the creek restoration model. Please refer to Master Response S, "Master Response on Creek Restoration."

Response to Comment 63-15
Erosion control is included in the Agricultural Management Plan on page 5.4-16. The third bullet states a list of management practices, including avoiding steep slopes and cattle trail maintenance to avoid erosion.

However, in response to this comment, the DEIR is revised to include a new bullet on page 5.4-16, as follows:

- A list of management practices to limit erosion and siltation in drainage areas.

Response to Comment 63-16
See Response to Comment 63-15.

Response to Comment 63-17
As no development is planned for McGuire and Loma Alta Ranches, no hydrological study is required.
Current agricultural activities already take place on these two ranches. The project would simply restrict development.

Response to Comment 63-18

See Response to Comment 63-17.

Response to Comment 63-19

As the final plan for the dam has not been developed, no specific dam details are available. However, any leakage that would occur would re-enter the existing water table and make its way to the creek.

Response to Comment 63-20

See Master Response B, "Master Response on Loma Alta Creek Impacts."

Response to Comment 63-21

See Response to Comment 63-15.

Response to Comment 63-22

Mitigation under Impact 5.2-9 is designed to reduce any potentially significant impacts in wastewater disposal into leachfields. A treated wastewater system for agricultural use would not reduce these impacts. Rather, an irrigation disposal system would be considered an alternative to the leachfield system, not a mitigation. An EIR does not need to analyze specific alternatives to all parts of a project (see Response to Comment 16-4[a]).

An irrigation system would have a number of problems. A crop irrigation system would require a treatment facility, such as large open aerated lagoons, or a package treatment plant. Storage ponds would be required to store effluent in winter months. Water quality could be seriously affected, especially at the project site where steep slopes would result in runoff into streams. Irrigation systems are usually operated in level areas with strict runoff controls.

Response to Comment 63-23

A general discussion of vegetation on the site, which includes the Loma Alta and McGuire Ranches, is provided on page 5.3-2 and 5.3-3 of the Draft EIR.

Response to Comment 63-24

See Master Response E, "Master Response on Trail Issues."

Response to Comment 63-25

Cattle grazing has had a continual influence on the grasslands of the site and the entire state for over 100 years. Mitigation Measure 5.3-3 has been recommended specifically to address anticipated impacts of proposed improvements on the remnant stands of native grasslands within the development area, and not continued grazing operations on the site. While preparation of an Agricultural Management Plan could improve the extent and condition of the remaining native grasslands outside the proposed development area and should be encouraged as a long-term management goal, it is not warranted as
mitigation for anticipated impacts of the project.

Response to Comment 63-26

See Response to Comment 56-1.

Response to Comment 63-27

The commentor is correct. The legend on Exhibit 5.4-3 has been revised.

Response to Comment 63-28

The use of private open space would be determined by the applicant, in regard to existing County requirements and restrictions. The amount of each type of farmland that would be lost is detailed in Exhibit 5.4-2 on page 5.4-8 of the DEIR. Enough information is provided for commentors to interpret the information, as evidenced by the commentor's remarks.

Response to Comment 63-29

The county has designated Big Rock Ranch as "Agricultural 2" in the Countywide Plan. The more specific zoning designation is ARP zoning. The DEIR is revised as follows:

The County has designated this entire 1,117-acre parcel as agricultural land (Agricultural 2). open-space.

Response to Comment 63-30

The applicant has offered the Grady Ranch (unlike the other ranches) for either fee ownership to a public entity or for retaining fee ownership subject to deed restrictions while dedicating trail easements (page 18 of the Master Plan submittal). This is described in more detail on page 5.10-18 of the DEIR. Fee ownership is more effective for agricultural management than holding easements, as it is easier for a public agency to gain access, easier to monitor use, no differences in opinion in management decisions would occur, and no enforcement problems with the landowner would occur. See also Master Response E, "Master Response to Trail Issues."

Response to Comment 63-31

Comment noted. The DEIR on page 5.4-15 already states that conflicts between recreational trail use and future grazing operations are not expected. See also Response to Comment 15-1.

Response to Comment 63-32

In response to this comment, Mitigation Measure 5.4-5 on page 5.4-16 of the DEIR is revised to include the following additional bullets:

- Identification of groundwater and other water sources for agricultural use
- Identification of locations, size, utilities, and access needed for agricultural support facilities
- Any fencing required, including details of such features as self-closing gates
Locations of native grasslands prohibited to cattle grazing, as specified in the grassland restoration and enhancement program required under Mitigation Measure 5.3-3 (on page 5.3-29 of the DEIR)

Locations of any circulation improvements necessary to permit agricultural use

There does not seem to be a typographical error in the first sentence of the third bullet. Note that the landowner often is not the grazing operator.

Response to Comment 63-33

No significant visual impacts would be created by agricultural use. The only site that would likely see "increased" use would be the Grady Ranch, which currently has no active agricultural uses. In any case, agricultural use would not be a dominant activity, as described on page 5.5-24 of the DEIR.

Response to Comment 63-34

There is no specific information available in regards to traffic associated with agricultural uses in the study area. Traffic counts and observations conducted in the study area by the EIR traffic consultant during the AM and PM peak periods did not reveal a meaningful number of vehicles or equipment usually associated with agricultural uses.

The EIR level of service (LOS) analysis performed at the study intersections accounts for a variety of vehicle types via default values. Vehicle types accounted for include heavy trucks, buses and recreational vehicles. Based on field observations, the vehicle type default values would adequately account for the presence of agricultural vehicles in the area.

Response to Comment 63-35

See Response to Comment 56-1.

Response to Comment 63-36

See Master Response E, "Master Response to Trail Issues."

Response to Comment 63-37

The commenter is correct in stating that Roy's Redwoods is near the Loma Alta Ranch. However, access through Loma Alta Ranch would not necessarily guarantee uninterrupted public access from Nicasio Valley Road to Big Rock Ridge, as asserted by the commenter. Some connecting trails still travel through some private land, and the final alignments of trails in Loma Alta Open Space Preserve have not yet been identified. However, as already described on page 5.10-19 of the DEIR, the MCOSD does consider the proposed trails as extremely important to provide future access from the Loma Alta Open Space District to Big Rock Ridge. See also Master Response E, "Master Response to Trail Issues."

Response to Comment 63-38

See Response to Comment 15-1.
Response to Comment 63-39

In response to this comment, Mitigation Measure 5.10-14(d) on page 5.10-21 of the DEIR is revised as follows:

...The Marin County Open Space District should eliminate mountain bike access to trails on the project site if the Grazing Agricultural Management Plan (as required in Impact 5.4-5) determines that mountain bike use would interfere with grazing operations.

See also Response to Comment 15-1, and See Master Response E, "Master Response to Trail Issues."

Response to Comment 63-40

The proposed Lucasfilm project would be subject to the annual business license fee levied by the County on business conducted in unincorporated portions of the County. This revenue source was omitted from the fiscal analysis which was prepared on behalf of the project applicant, and summarized in the DEIR. Business license revenues collected by the County vary based on the gross receipts of individual business enterprises located in the County. To the extent that the proposed development will enable the Lucasfilm organization to increase gross receipts for operations licensed in the unincorporated portions of the County, the County should realize additional business license revenues from the Lucasfilm organization.

To provide an estimate of the magnitude of business license tax revenue the proposed development might generate, the following illustrative calculations are provided, assuming that the proposed development would represent new business activity, rather than a consolidation or relocation of business activity already located in unincorporated portions of Marin County. These calculations are based entirely on data obtained from independent sources, which have not been confirmed by Lucasfilm representatives. In addition, because business license fee records are confidential, it was not possible to use County records to confirm the actual revenue levels that the Lucasfilm organization reports for County business licensing purposes. As noted in "General Discussion of Project Stability / Abandonment Issues," it is estimated that the various Lucasfilm enterprises generate approximately $300 million in annual sales. Dividing this total annual sales figure by the estimated number of persons currently employed by the Lucasfilm organization, estimated to be approximately 1,200,147, yields an estimate of approximately $250,000 in revenues per employee. Multiplying this per employee sales figure by the number of new employees associated with the proposed development (approximately 640) suggests that the new development could generate as much as $160 million in annual sales if productivity levels are maintained.

Based on conversations with the Business License Division of Marin County, businesses with annual gross receipts in excess of $25 million pay a annual business license fee of $3,750 plus one percent of the receipts in excess of $25 million.148 If annual sales of the magnitude identified above were attributable to the operations at the proposed development, the County could receive approximately $1.3 million in annual business license revenues. To the extent that actual revenues generated by the proposed development are less than the figure presented above, business license fee revenues would be

148 Claire Ritter, County of Marin, Business License Division, telephone conversation, March 6, 1996.
reduced. To the extent that the revenue-generating activities conducted at the project site result from a relocation of activities already conducted in other unincorporated locations in Marin County, the County's net increase in business license fee revenues would be diminished.

**Response to Comment 63-41**

In response to this comment, the DEIR on page 6.0-15 is revised as follows:

In this alternative, agricultural use would continue on Loma Alta and McGuire Ranches. The site plan for Grady Ranch is shown on Exhibit 6.0-1, and the conceptual plan for Big Rock Ranch is shown on Exhibit 6.0-2.

Note that for Alternative 2 (the Current Zoning Alternative), including the project applicant's conceptual site arrangement would be misleading, as the EIR did not analyze the project at a level of analysis that included individual homesites. The EIR did not use the applicant's conceptual plan (which included locations of homesites), as the feasibility of the site plan was unknown.

**Response to Comment 63-42**

While a "residential only alternative" might be more descriptive, a change in name would not change the analysis. See Response to Comment 20-3.

**Response to Comment 63-43**

The alternatives were not formulated to be "the" land use or development project to be adopted by the County but instead are to be used as a tool in assessing options for the site. The DEIR contains sufficient information for commentors to consider other alternatives, such as a variation in development intensity or location, and the trade-offs involved in various development options. See Response to Comment 16-9.

**Response to Comment 63-44**

It cannot be assumed that it "is likely" that residences would be dispersed in clustered groups on the lower more gently sloping portions of the property. To assume a particular development pattern would be speculative.

**Response to Comment 63-45**

As discussed on page 6.0-9 of the DEIR, the location of individual units would greatly affect the view from Lucas Valley Road. The same could be said from other viewpoints. However, without a particular site plan (including proposed locations and landscaping), determining visual impacts would be speculative.
Wetsel Ranch  
2200 Lucas Valley Road  
San Rafael, CA 94903

Tim Haddad, Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, Room 308  
San Rafael, CA 94903-4157

Re: Lucasfilm Grady Ranch/Big Rock Ranch Draft EIR

Dear Tim Haddad:

I wholeheartedly approve the Lucasfilm Grady Ranch/Big Rock Ranch proposed project. Lucasfilm has a track record, it has shown that they care for the land in their use of the property at Skywalker Ranch. I see approval of the Lucasfilm project not only as a positive project in and of itself; but, also, as the best way to save the rest of the valley from the environmental impact of “the Current Zoning Alternative”, a residential development, which would be irreversibly, detrimental to this fragile valley.

I own and live on the ranch right next-door to the proposed project. Of all the neighbors, probably my family and I will be the most “impacted” by the Lucasfilm project; and I am most anxious that it be approved.

I want to clarify the comments I made at the Nov. 13th Public Hearing. (I was disappointed we weren’t allowed to express our approval of the Lucasfilm project, and I found it difficult to find something to criticize in the DEIR.) However, I do ask that the DEIR explain clearly so that any of its readers would understand:

(1) that there would be many more “trips generated” by a residential development than by the Lucasfilm project;

(2) that the velocity of the water runoff (from rain and springs) through Miller Creek, caused by the impervious surfaces of the house roofs, roads, sidewalks of a residential development would have a disastrous impact on the creek downstream.

Sincerely,

Ms. Deni Wetsel
RESPONSE TO LETTER 64
DENI WETSEL

Response to Comment 64-1

Exhibit 5.7-4 on page 5.7-13 of the DEIR shows that while a residential development (206 single family units) would generate approximately 200 more daily vehicle trips than the proposed project, the AM and PM peak hour project vehicle generation is considerably greater than that of the residential development.

Response to Comment 64-2

As noted on page 6.0-7 of the DEIR, the potential for flooding would be increased in the Current Zoning Alternative. Without more information on the amount and location of impervious surfaces, it cannot be determined if the Current Zoning Alternative would have a "disastrous impact" on downstream creeks. While the amount of runoff could increase, standard engineering practices (such as the inclusion of hydrological energy dissipaters) could be used to reduce the velocity of runoff.
2208 Junipperberry Drive
San Rafael, CA 94903
November 14, 1995

Marin County Community Development Agency  Attn: Tim Haddad
Room 308, Civic Center
San Rafael, CA 94903-4157

Dear Sir:

I am writing in opposition to Lucasfilm Ltd.'s plan to expand in West Marin. Lucas Valley and Marinwood were not intended for commercial use but rather for residential and agricultural use.

A big issue is traffic. I am a freshman at Terra Linda High School. My brother and I leave our house in Marinwood at around 7:45 AM. School does not begin for us until 8:15 AM but we still have to leave our house a half hour early just to make it to school on time.

Lucas Valley Road is a very busy road. The lines of cars back up a lot at the stop signs to turn onto Lucas Valley Road from places like Miller Creek Road, Mt. Shasta, and many others. If this expansion is made and more employees are commuting on Lucas Valley Road, traffic conditions will be worse than they already are. Chances are that once winter comes along, traffic conditions will worsen much more.

I don't feel anyone should have to spend anymore than ten to fifteen minutes getting to a place that is not more than five miles away. I can ride my bike that far in about ten minutes.

Another issue is destroying the open space that we have in Marin. What kind of wastes will be produced as an effect of this? What effect will it have on animals that inhabit the open space that might be taken away from them.

Please take into consideration all the concerns that people have regarding this. It affects everyone that lives in the neighborhood.

Thank you very much.

Sincerely,

Heidi Vonblum
Heidi Vonblum
Student at Terra Linda High School
RESPONSE TO LETTER 65
HEDI VONBLUM

Response to Comment 65-1

The comment that no one should have to spend more than 15 minutes traveling within five miles is an individual, subjective opinion and not a valid significance criterion. While not a significant impact under the CEQA, it may very well be a "significant" effect to the community. However, this concern addresses the merits of the project, which occurs later in the planning process.

Response to Comment 65-2

See Response to Comment 16-13.

Impacts to wildlife habitat are covered in Impact 5.3-5 on page 5.3-31, and impacts to specific special-status plants and animals is covered in Impact 5.3-6 on page 5.3-34.
I am writing this to inform you of something that went on at Skywalker Ranch. I worked out at the ranch for our a year in 85 & 86. There are some things that happened that I did not care for but could not say anything for fear of getting fired. First, there were two dump sites on Skywalker ground. The first one is underneath the foundation of the tech building. It was cleaned out half-assed and then they poured cement over it. Very bad. The second is up on the hill by the Observatory. This one was covered up back in 86. I know for a fact that this dump site has old paint cans & car tires buried there. Sometime in 85 there was a spillage of diesel fuel from one of the tanks to the generator in the tech building. The spill did not have to be reported by law because it was only 5,000 gallons. Law said that it had to be over 5,000 and it was not. I was only 5,000 on the nose. It cost $120,000.00 to clean it up, and no neighbors were ever informed of the spill. The fule went over...
down the stream and off the property by Lucas Valley Road. The gas tanks at Skywalker are always losing gas and are said to not be leaking, but there always losing gas. A lot of propane leaks all over the ranch. If George is allowed to expand his ranch there will be more and bigger dump sites, ones no one knows about. It happened last time and it will happen again. I would like to keep my real name out of the letter, I have dealing with LFC and it would cost me money, but as a person who has lived in Marin for a long time, I feel someone should know what has happened and what will happen again.

Thank you

Concerned Employee

P.S. Please excuse the spelling. If you wish to verify the dump sites talk to a man named Steve Lyons. He knows everything.
Response to Comment 66-1

Comment noted. This is not a comment on the adequacy of the DEIR.

The commentor seems to be referring to a diesel fuel spill that, contrary to the commentor's assertion, was reported. The fuel spill was listed in the State of California Hazardous Waste and Substances Sites List until 1992, when it was removed after cleanup.

For information purposes, it should be noted that the project applicant was issued a use permit in 1983 (UP 83-12) to allow the use of Big Rock Ranch to store construction materials that were to be used on Skywalker Ranch. Two storage sites were approved on Big Rock Ranch. Issues raised by the "concerned employee" may relate to the approved storage sites.
LATE COMMENTS

Under Section 15088(a) of the State CEQA Guidelines, the lead agency is not required to respond to late comments. However, the late comment letters are included in this section in order to provide decision-makers with more information.
November 25, 1995
Robin Allen
849 Nicasio valley rd.
Nicasio CA
94946

Tim Haddad
Marin County
Community Development Agency
3501 Civic Center Drive
San Rafael
CA 94903

Dear Mr. Haddad,

I am writing to you to express my support for the Lucas expansion plans for Lucas Valley. My family and I live in Nicasio and I work in Terra Linda, commuting every day through the Lucas Valley corridor. I rarely encounter any traffic generated by the ranch during my commute. I always enjoy the natural and unobtrusive landscaping which screens the ranch from view.

As a parent I am so thankful that we have a nonpolluting industry which provides jobs for Marin county residents, especially our young people. I dread a future for Marin which only includes homes which are too expensive for our children to buy and a life style which is accessible exclusively to a wealthy, graying population. This seems to be a very real prospect which seems both socially and economically bleak!

I understand some of the concerns our neighbors have expressed about the increase in traffic and the attendant danger which comes with this increase, however, it seems far easier to negotiate and plan with one entity then to think we will have any control of the traffic and impact caused by multiple single family dwellings. Thank you for your attention to this matter. If I can be of any assistance to you in planning for the best use of this resource please contact me.

Sincerely,

Robin Allen

Received late in 11/30
November 30, 1995

Mr. John Kress
3501 Civic Center Drive
San Rafael, Ca.

Dear Mr. Kress,

I am writing you as a resident of Lucas Valley, to express my thoughts on the George Lucas expansion project.

I have attended several local meetings about this projected expansion, and have been thoroughly disgusted with the selfish point of view expressed by some of the local residents who live adjacent to Lucas Valley Road and complain about the noise. It is true that road noise is both annoying and detrimental to property values. However, this has always been the case and has nothing to do with George Lucas, and has everything to do with being smart enough not to purchase residential property on a main artery! I would classify this particular group of complainers under the heading of perpetual whiners, and take them with a grain of salt.

More to the point is the prospect of the residential alternative to the Lucas plan, ie, several hundred homes which would surely be built in the future. I worry about this, not just from the traffic standpoint, but because of the services these houses would use, especially water, which I think is more of a problem than traffic.

The other point in Lucas's favor, which outweighs inconvenience, is the amount of revenue which Lucas brings to the county. I know that you said you could not consider this point alone, but, I think it should be high on your list of considerations in favor of Mr. Lucas. A positive cash flow into government coffers is all too rare in this day and age.

Yes, there are problems with any kind of population expansion, and yes, it would be lovely if no one ever spoiled our beautiful valley. But, since expansion of some kind is inevitable, I hope you will vote for Lucas, because he has proven how beautifully his Skywalker ranch has been developed, and I think we can trust him to do as good a job on the other two ranches. He is a known quantity.

Sincerely,

Patricia Mitchell
16 Bridgegate Dr. San Rafael, 94903

copies: Harold Brown; Annette Rose; Gary Giacomini; Harry Moore;
Tim Haddad; Dean Powell; Mark Riessenfeld

Received late in 11/30
November 17, 1995

Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4147

Dear Mr. Haddad:

This letter is a response to the Draft Environmental Impact Report on the Lucasfilm expansion proposal for a film production facility and related used on the Grady and Big Rock Ranches. Please include my letter in the public comment file.

The Draft EIR is inadequate for two reasons: it plays word games to slide around the meaning of the County Land Use Plan and it grossly underestimates traffic. First, the document's treatment of the Lucasfilm proposal hinges on the definition of the facility as "commercial office buildings." This definition is an affront to common sense and to the clear intention of the County Land Use Plan. If the Land Use Plan is to maintain its integrity, Lucasfilm cannot be permitted to achieve re-zoning by semantics. The fact of the matter is that Lucasfilm proposes to build the largest industrial facility in Marin County in an area zoned residential and agricultural. Words have meaning: if Lucasfilm can detach words from reality in the description of its project, then everyone else can do the same and the County Land Use Plan is a dead letter.

Thanks to Lucasfilm expansions approved between 1979 and 1994, plus new housing at Lucas Valley Estates, Lucas Valley Road has seen a severe increase in traffic. This is a narrow, steep, winding country road which follows a creek through a canyon. Lucasfilm's expansion would obviously require widening Lucas Valley Road to four lanes. Due the the road's location in a narrow canyon for much of its distance, extensive blasting and earth moving would be required--the most severe, large scale environmental impact imaginable. The Draft EIR must deal honestly with the traffic issue and its environmental consequences.

Thank you for the opportunity to participate in the Draft EIR review process.

Sincerely,

Linda H. Graber
November 17, 1995

Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4147

Dear Mr. Haddad:

This letter is in response to the request for public comment on the Draft EIR for the Lucasfilm expansion proposal.

The Draft Environmental Impact Review fails to take a systemic look at the numerous new development projects which will impact the Highway 101 corridor in the vicinity of the Marinwood and Lucas Valley/Smith Ranch exits: Hamilton Air Force Base redevelopment, St. Vincent’s—Silviera housing and office development, Costco relocation at the old Fairchild Camera plant, and finally the Lucasfilm expansion. All these projects together will add thousands of new automobile trips per day to an extremely restricted and congested area. From south Novato to central San Rafael, Highway 101 is gridlocked at peak commute hours already. These new projects will interact in such a way as to strangle existing neighborhoods and businesses, and to pour heavy commute traffic into neighborhoods as drivers attempt to escape Highway 101 congestion.

It is completely unrealistic to examine Lucasfilm’s proposal in isolation from the environmental impacts of other projects currently in the development pipeline. The need for systemic, area-wide environmental planning is recognized in other localities and is leading to improvement of the Environmental Impact Review process. Such reform is already standard practice in Nevada. The Marin County Community Development Agency should examine these more advanced planning models and adopt them for Marin County before allowing the Lucasfilm proposal to proceed any further.

Sincerely,

[Signature]

Lee A. Graber

Received: 10/01/30
These are comments concerning the adequacy of the EIR pertaining to the proposed Lucasfilm expansion on Lucas Valley Road.

1. We request an in-depth study of the economic impact of the proposed projects on the economy of Marin County. While it may not be possible to quantify exactly what the trickle-down impact will be, certainly there are certain gross numbers which can be put into the equation. A clearer statement needs to be made comparing the property tax revenue to the County with the proposed project versus the possibility of 200 houses being built with an average market value of $700,000. Further, there needs to be a clearer statement of the impact of the two projects (Lucasfilm vs housing) on the available revenue to the Dixie School District and the San Rafael High School District.

2. There needs to be an exact quantification of the present traffic flow in each direction on weekdays from 7:30 to 9 A.M. at Mt. Lassen Drive. The same study needs to be done at the entrance to Skywalker Ranch and just west of the entrance to Skywalker. This study should be done randomly on Monday through Friday mornings, during several weeks time.

From this we will learn:

1. The in and out traffic at Skywalker in the morning hours.

2. The number of cars entering Lucas Valley Road from Nicasio Valley Road travelling East. Then we can see how many additional cars feed into the east-bound traffic from Lucas Valley Estates and Upper Lucas Valley. Further, we can compare the westbound traffic at Mt. Lassen with Skywalker entries and again just west of Skywalker. These will be meaningful numbers and stop conjecture about the impact of the proposed projects on the morning traffic at rush hour.

Thank you for your consideration.

Catherine Munson

Shelley Munson
TO: Tim Haddad, 
Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Suite 308, San Rafael, CA 94903

FROM: Joseph F. Aslano
79 Mt. Muir Ct.
Lucas Valley
San Rafael, CA 94903

Date 11/13/95
Phone 479-7430
Fax Phone 883-4063

CC:

REMARKS: ☑ Urgent ☑ For your review ☐ Reply ASAP ☐ Please Comment

My opinion of the Lucas Film project in Lucas Valley, which Draft EIR is to be reviewed today, is that it's an excellent project, dedicated to the fine points of environmental concerns of the residents of Marin County.

I believe that the project should be approved as soon as possible, so that Marin County and its residents profit from the dedicated open space, as well as the valuable economic and social benefits of such a worthwhile project.

I ask that I be counted as a supporter of the Lucas Film Project.
March 6, 1996

Mark J. Riesenfeld, Director
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

Dear Mark:

As you proceed with the environmental impact report for the Lucasfilm proposal, I trust that an in-depth study will be done to look at some of the alternative sites that have been suggested. In particular, it seems to me that the St. Vincent's property would offer most of the features which Lucasfilm is seeking (privacy, substantial open space, highway and transportation access, public utilities, etc.), while avoiding the problems inherent in developing lands for commercial use which are outside the city centered corridor. Hamilton Air Force Base and the former Fireman's Fund site should also be seriously considered.

Sincerely,

Carl J. Naegele
President

cc: LVHA Board
March 11, 1996

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903-4157

Re: Lucasfilm EIR

Dear Mr. Haddad:

C.A.P.S. (Citizen Advocates for Preservation of St. Vincent’s/Silveira) requests that the Lucasfilm environmental impact report examine in depth the potential of the St. Vincent’s property as a possible alternative site for the Lucasfilm development.

Many thoughtful persons are concerned that the proposed location for the Lucasfilm development may significantly threaten the integrity of the Marin Countywide Plan. For this reason, the EIR should seriously examine alternative sites within the City-Centered Corridor. The draft EIR included limited and perfunctory analysis of St. Vincent’s as an alternative site. We believe it should be studied in enough detail to determine if it actually is a viable location for Lucasfilm.

C.A.P.S. is a non-profit corporation whose sole purpose is to advocate for the preservation and protection of the important resources on the St. Vincent’s/Silveira lands. Consequently, we request that the alternative study of the St. Vincent’s lands be comprehensive and thorough. In particular, the analysis should include the project’s potential impacts on the archeological sites, the environmentally sensitive lands and traffic. Much of this information should be readily available in the studies conducted during development, by the City of San Rafael’s Advisory Committee, of the Urban Village plan for the St. Vincent’s/Silveira lands.

At this point, C.A.P.S. is not advocating St. Vincent’s as an alternative location for Lucasfilm. We would not be able to take any position until adequate information is available in the EIR. Nevertheless, there are such serious problems with the proposed site, and sufficient benefits to keeping Lucasfilm in Marin, that we believe St. Vincent’s should be seriously studied as an alternative.

Please include C.A.P.S. on the mailing list for any public notices regarding the status of the Lucasfilm EIR. Thank you.

Yours truly,

Frank Nelson, President

✓ cc: Mark J. Riesenfeld, Agency Director
MARIN COUNTY PLANNING COMMISSION MINUTES
NOVEMBER 13, 1995
Marin County Civic Center, Room #319 - San Rafael, California

Commissioners Present:  Jan Alff Wiegel
                         Ray Buddie (out for Item Nos. 1-6)
                         Morrow Cater
                         Arlene Evans
                         Art Mills
                         Patty Garbarino
                         Deborah Rowland

Commissioners Absent:

Staff Present:  Mark J. Riesenfeld, Planning Director
               J.T. Wick, Principal Planner
               Andrea E. Fox, Planner
               Brian C. Crawford, Principal Planner
               Johanna Patri, Planner
               Tim Haddad, Environmental Coordinator
               Dean R. Powell, Principal Planner
               Alexandra Morales, Planning Commission Secretary

Convened at 10:30 a.m.
Adjourned at 12:15 p.m.
Reconvened at 1:00 p.m.
Readjourned at 6:50 p.m.
10. DRAFT ENVIRONMENTAL IMPACT REPORT: LUCASFILM GRADY RANCH/BIG ROCK RANCH

Hearing to accept comments on the adequacy of the Draft Environmental Impact Report for the Lucasfilm Grady Ranch/Big Rock Ranch Master Plan & Use Permit application proposing to construct two separate office building complexes, including a digital film production facility and related uses on Grady Ranch and an interactive multimedia development and production facility and related uses on Big Rock Ranch. The subject property is located at Lucas Valley Road, San Rafael, and is further identified as Assessor’s Parcel #164-310-07, 10, 11, 12 and 13; APN 164-310-01 and 02; APN 164-320-03; and APN 164-320-01 and 02.

Commissioner Garbarino stated for the record that the company she currently works for, currently has no contracts with Sky Walker Ranch. Additionally, she clarified that she is a salary-employee at Marin Sanitary Service with no equity in the company, and therefore receives no commission for her work. Her salary is a matter of public record. Therefore, after consulting with County Counsel it was determined there would be no conflict of interest in voting on the matter before the Commission.

Daniel Chaffin, Lucas Valley resident, stated that this morning he found out that Commissioner Garbarino is the daughter of the owner of Marin Sanitary Service. Since it is unknown what the value of solid waste from commercial enterprises is compared to solid waste from residential development, it is unknown how much Marin Recycling would benefit from future contracts with Grady and Big Rock Ranches. Therefore, it would be improper to proceed with the hearing, unless Commissioner Garbarino voluntarily abstains from participating on this matter.

Commissioner Alff Wiegel clarified that abstention of a Commissioner on a certain matter is a personal decision and is not an issue to be voted on by the Commission. Since Commissioner Garbarino has determined, after consulting with County Counsel, that there is no conflict of interest, the hearing will proceed.

Tim Haddad, Environmental Coordinator, explained the purpose of this hearing and the environmental review process as set forth in the staff report. Additionally, he presented a brief overview of the project, impacts identified, and potential alternatives. He introduced the project planner, Dean Powell, and EIR preparer, Bob Berman, who were present to respond to any questions.

In response to Commissioner Evans, staff stated that the hearing for the Final EIR has been scheduled in May of 1996 because that is how long it will take the EIR consultant to respond to the comments received, for county staff to review the response, and circulate it to the public.

Hearing was opened to public testimony.

Gordon Radley, representing the applicant, stated that the Draft EIR is a very thorough and comprehensive document. Additionally, he noted that half of the potential impacts identified will be less than significant and the other half will be mitigated to be less than significant.

The following people found the Draft EIR adequate:

Michael Charles, Lucas Valley resident
Shelley Munson, Lucas Valley resident
Neil Sorensen, Lucas Valley resident
John Nelson, Lucas Valley resident (submitted comments in writing)
Jim Nelson, Lucas Valley resident

General comments made to the adequacy of the Draft EIR include:

- Transportation and circulation section is complete and reaches conclusions based on solid findings in terms of trip generation and vehicle counts.

- The proposed project is environmentally superior to the alternative of residential development. The Final EIR should make this comparison extremely clear.

- The document is adequate and complete, particularly in terms traffic and creek restoration.

- It should be clarified that some of the areas are too steep to dedicate to agricultural uses, and therefore could be dedicated as open space instead.

- The document has enumerated all potential significant impacts along with mitigations measures. However, the document should emphasize the concept of deeding over 3,200 acres of woodlands and grasslands to agricultural use and open space which will provide erosion control.

- Traffic generated by the project will not pose a significant impact. However, the EIR should explain how speed on Lucas Valley Road will be controlled.

- The revisions made to the project since 1992 application adequately respond to issues previously raised.

The following people find the Draft EIR inadequate:

Gloria Duncan, Fairfax resident
Catherine Munson, Lucas Valley resident
John Newman, Lucas Valley resident
Mary Jaeger, Novato resident
Elissa Giambastiani, San Rafael Chamber of Commerce
Daniel Chaffin, Lucas Valley HOA
Carl Naegele, Lucas Valley resident and Lucas Valley HOA (also submitted comments in writing)
Joe Giacomini, Lucas Valley resident
Don Dickenson, Marin Conservation League (submitted comments in writing)
Deni Wetsel, Wetsel Ranch
Ron Marinoff, Lucas Valley resident
Alving Greenberg, Lucas Valley resident
Jean Fitzgerald, President of Lucas Valley HOA
Bettie Jones, Lucas Valley resident (submitted comments in writing)
Ralph Jones, Lucas Valley resident (submitted comments in writing)
Judy Rodich, Lucas Valley resident
Patty Friedman, Lucas Valley resident
Don Davy, Lucas Valley resident
Barbara Salzman, Marin Audubon Society
Ann Ocheltree, Lucas Valley resident
David Galin, Lucas Valley resident
Frank Rettenberg, Lucas Valley resident
Joy Dohlgren, Lucas Valley resident
General comments made to the inadequacy of the Draft EIR include:

- The document does not adequately address the Economic Element of the Countywide Plan, i.e., commitment from companies to stay in the county and the benefits they provide to employees, higher earnings, and the potential for increasing exports from the County. The Economic Commission is in the process of developing a list of criteria for targeted business for retention and attraction to the County. Therefore, the Final EIR should set forth a policy relating to these criteria so that this project can be evaluated in accordance with the general objectives of the Countywide Plan's Economic Element. Additionally, this document should: 1) explain how the proposed project would strengthen the network of the film production industry; 2) identify how much of this industry’s tax dollars go towards education; and 3) explain the kind of tax benefits and what type of training and education input to county school does Lucasfilm provide or intends to provide.

Staff clarified that CEQA regulations limit analysis of economic concerns related to a project that must be addressed in an EIR. The EIR analysis is limited to the basic CEQA requirements to evaluate economic effects to the extent they could result in physical impacts on the environment. The EIR evaluates cost/revenue and potential service delivery deficits to cause physical impacts. The EIR evaluates the proposal and its physical impacts based on Countywide Plan and its elements, including the Economic Element, but does not address economic issues in a micro-economic scale. Page 4.06 of the Draft EIR briefly addresses the project in relation to the Economic Element, but discussion will be expanded to respond to concerns raised about project economic information in relation to the economic element “macro-scale” economic impacts or benefits to the community.

- The traffic section should be expanded to address the following: 1) compare the traffic impacts from the proposed project vs. residential development; 2) explain the number of parking spaces (845) vs. the number of employees (640); 3) traffic impacts of not only employees, but traffic generated by delivery vans, food and supply trucks, and transportation of all other temporary personnel used in film production; 4) impacts on property values resulting from increased traffic; 5) traffic impacts on Highway 101; 6) an analysis of using Marinwood as a short-cut to Highway 101, and an analysis of Marinwood exit off Highway 101 southbound; 7) an analysis of traffic impacts at the intersection of Lucas Valley Road and Miller Creek Road; 8) an analysis of traffic impacts at the intersections of Mt. Shasta, Mt. McKinley, and Bridgegate with Lucas Valley Road; 9) address the projected growth of Lucasfilm in terms of traffic; 10) residential growth vs. the potential increased industrial growth this project may create; 11) sociological, physiological and economic studies of the cumulative effects of increased noise on the quality of life for residential neighborhoods; 12) impacts of construction traffic over the next 15 years; 13) cost of mitigations and person financially responsible; and 14) mitigations for noise resulting from increased traffic.

- Explain how the Draft EIR can be impartial in view of communications between the EIR consultant and the applicants’ attorney, and when the applicant’s attorney has set the parameters for the potential alternatives.

Staff clarified that it is the county’s responsibility to oversee any communications between the applicant and the County’s EIR consultant to ensure that the EIR is independent and objective, as is the case for this project.

- Obtain an independent opinion from an expert in digital film production and interactive media regarding the specific types of machinery, activities, toxics, and supplies related to film production and interactive media publishing activities.

- Project consistency with policies of the Countywide Plan, locating non-residential development outside activity centers designated in the plan city-centered corridor, precedent for development in
residential/agricultural designated areas, consistency with the intent of residential/agricultural zoning to be primarily for those purposes, employee housing demand effects on agricultural lands and on road systems, and adequate consideration of alternative sites are major issues of concern for the project.

- How can such a massive commercial complex be contemplated in the middle of a residential/agricultural area without requiring a Countywide Plan amendment as it did in 1992, particularly when the location of the proposed buildings has not changed, the number of employees has increased by 45%, and the facility is larger?

- Given the size of the proposed buildings, explain why the proposed building is constructed an office building rather than an industrial building.

- RPM zoning is zoned primarily for residential use. Therefore, it should be evaluated whether the proposed project meets the intent of the zoning and the land use designation of the Countywide Plan which calls for intensive industrial/commercial uses to be located in the city-centered corridor.

- The project description is inadequate and unclear. The building can either be an office building or a production facility.

- The Draft EIR does not adequately address air quality impacts from construction. The number of truck trips for earth movement, and standards to be met in terms of PM10 and asbestos to protect the public are not addressed. One of the mitigations should be the requirement that there be no net increase of PM10 moving off-site.

- Impacts on the jobs/housing balance, geologic hazards information, and the alternative analysis have not been adequately addressed.

- Runoff down Miller Creek is not adequately addressed. How will impervious surfaces affect runoff? The statement that Miller Creek will not flood is incorrect.

- Include a projection of impacts from the proposed project on schools.

- A lower density residential alternative should be considered.

- Hazardous materials use is not adequately addressed. Specifically state the types of hazardous materials to be used by this project.

- The scope of the Draft EIR is inaccurate since the application is incomplete because it does not include a Rezoning and Countywide Plan amendment which should have been required.

- Explain the monitoring program for the use permit, particularly when the applicant has violated in the past the maximum number of employees allowed.

- Financial data is completely inadequate. The EIR does not address financial stability of the project. Since the Buck Foundation was required to establish proof of financial stability prior to expansion, the same rules should be applied to the proposed project, particularly when the proposed project is privately owned by an individual.

- The project description does not adequately address trails, trail-heads and their location.
Commissioner Garbarino's comments:

- Further explore the secondary access issue from a public safety point.
- Indicate whether constructing a separate bike/jogging/hiking path parallel to the road would be an alternative to the trail going through the property.

Commissioner Alff Wiegel's comments:

- Provide a visual analysis as seen from the upper ridgeline.
- Impact 5.7-8 - Explore whether it would be possible to use recommended road realignment as the driveway to Grady Ranch.

The Commission discussed the possibility of requiring a smaller residential project alternative to be examined in the EIR. After staff input and further discussion, the Commission determined to withdraw the request for a smaller residential alternative to be evaluated.

The Commission questioned the feasibility and impact of the project proposed visual mitigations for grading to create a berm to screen the facility, and discussed the possibility of exploring another mitigation alternative, i.e., a project design which follows the topography of the site to reduce grading and maintains proper setbacks from the natural stream areas. The Commission also requested analysis of a project alternative which places all buildings on one site. Staff responded that project berm mitigations could be further analyzed to determine whether mitigations are feasible and whether the effects have substantial physical impacts of their own, but recommended against doing it at a design level of detail because it would be speculative. In terms of site alternative locations, the EIR preparer further stated that CEQA binds the document to the project sponsor's objectives and is it not the county’s responsibility to change the project sponsor’s objectives in order to locate other projects.

The Director clarified that the issue of whether or not the proposed project should require a rezoning and a Countywide Plan amendment would be determined by the Planning Commission and, ultimately by the Board of Supervisors, at the time the merits of the project are considered. Should the Commission or the Board determine that rezoning and a Countywide Plan amendment are necessary, the applicant will be required to submit said applications; this may change the project description which would require environmental review to evaluate the effects of an amendment and rezoning in the EIR, and may potentially require recirculation of the EIR. An alternative would be for the Commission to direct staff at this time to evaluate in the EIR what potential impacts, if any, would be presented by requiring a rezoning and a Countywide Plan amendment and what mitigations might be available. The Commission agreed that it would be in the best interest to have this information available when the EIR comes back. Therefore, the Commission directed staff to develop a hypothetical discussion of an amendment without addressing the merits of requiring one whatsoever.

Regarding project design alternatives, Mr. Ferguson stated that much time and effort has been put into the proposed design. Therefore, if the Commission finds it appropriate, the project sponsor can explain for county staff the design so that the EIR preparer has a better understanding of the rationale for the design as proposed. The Commission directed staff to meet with Mr. Ferguson and discuss the proposed design.

M/s Mills/Rowland, and passed unanimously, to continue this matter tentatively to May of 1996. Motion passed 7-0.
PUBLIC HEARING COMMENTS

Response to Comment PH-1

Comment noted.

Response to Comment PH-2

Comment noted. A comparison of alternatives is discussed in detail in Section 6.6 of the DEIR, on pages 6.0-29 to 6.0-34.

Response to Comment PH-3

Comment noted. Note that additional creek restoration information is provided in Master Response S, "Master Response on Creek Restoration."

Response to Comment PH-4

Mitigation 5.4-4 on pages 5.4-13 to 5.4-14 recommends fee ownership to a public agency, with the provision that the land be used for agricultural, ranching, open space, or other uses consistent with Marin County Policies. As discussed on pages 2.0-26 and 2.0-29, the applicant would place a permanent conservation easement on the portion of Big Rock Ranch outside the development area, and on McGuire and Loma Alta Ranches, similar to that on Skywalker Ranch. See Response to Comment 63-3 for a more detailed discussion of this easement.

Response to Comment PH-5

The project does not include "deeding" (fee title) any other area besides the Public Open Space portion of Grady Ranch, as discussed on page 2.0-20 of the DEIR.

Response to Comment PH-6

Speed would be controlled through the same methods as currently used -- speed limit postings and enforcement.

Response to Comment PH-7

Comment noted.

Response to Comment PH-8

See Master Response K, "Master Response on Consistency with County Economic Development Objectives."

Response to Comment PH-9

1) Traffic impacts between the residential project and the proposed project are already discussed in Exhibit 5.7-4 on page 5.7-13 and in the "Current Zoning Alternative" section on pages 6.0-9 and 6.0-10.

2) See Response to Comment 12A-11 for a discussion on parking spaces.
3) The traffic analysis already included the traffic generated by deliveries, food trucks, and temporary personnel.

4) CEQA does not find a change in property values as significant.

5) Additional information on Highway 101 is discussed in "Highway 101 Impacts" in Master Response C, "Master Response on Traffic Issues."


7) The DEIR provides a LOS analysis of the Lucas Valley Road / Miller Creek Road intersection for all project build and no build scenarios. See Exhibit 5.7-6 through 5.7-8 of the DEIR.

8) See "Sight Distance Analysis" in Master Response C, "Master Response on Traffic Issues."

9) See Response to Comment 12A-8.

10) Precedent-setting impact are discussed in Section 3.5, starting on page 3.0-36 of the DEIR. See also Master Response P, "Master Response on Growth-Inducing Impacts."

11) Noise impacts are discussed in 5.9 of the DEIR. A decrease in "quality of life" is not considered a significant impact under CEQA.


13) The costs of mitigations are not included into the EIR, although each mitigation shows who is responsible in Appendix E of the EIR, the "Mitigation Monitoring and Reporting Program."

14) Traffic noise impacts are discussed in Impact 5.9-2 on page 5.9-8 of the DEIR.

**Response to Comment PH-10**

As noted in the comment, it is the County's responsibility to oversee any communications between the applicant and the EIR consultant. Note that the applicant's goals and objectives for the proposed project are used to determine the feasibility of alternative sites, as per CEQA regulations. These goals are described on page 2.0-12 in Section 2.0 ("Project Description"), and repeated in 6.0-1 in Section 6.0 ("Alternatives"). As discussed on page 6.0-1 of the DEIR, the applicant selected the project's goals and objectives.

**Response to Comment PH-11**

See Master Response J, "Master Response on Nature of Proposed Use."

**Response to Comment PH-12**

Comment noted.

**Response to Comment PH-13**

See Master Response J, "Master Response on Nature of Proposed Use."

7.0 - 608
Response to Comment PH-14

See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment PH-15

Note that RMP zoning allows more than just residential zoning, as discussed on page 4.0-63 of the DEIR with a use permit. See Response to Comment 16-2.

Response to Comment PH-16

See Response to Comment 16-1.

Response to Comment PH-17

Mitigation Measure 5.8-1 (Construction Period Impacts) on page 5.8-4 discuss mitigations for construction impacts. See Response to Comment 16-12 for more information on asbestos impacts. As the amount of cut and fill is balanced, no off-site importation or removal of earth would occur, and thus no truck trips would be necessary.

Response to Comment PH-18

See Master Response K, "Master Response on Consistency with County Economic Development Objectives" and Response to Comment 14-17 in regards to the jobs/housing balance.

Geologic hazards information is contained in Section 5.1 of the DEIR, including Impact 5.1-1 (Slope Stability), Impact 5.1-2 (Erosion Impacts), 5.1-3 (Seismic Hazard Impacts), 5.1-4 (Disturbance of Serpentine Rock), and 5.1-5 (Expansive Soils).


Response to Comment PH-19

See Response to Comment 16-6(a).

Response to Comment PH-20

As this project is not a residential project, no direct impacts would occur to schools. It is speculative to determine where employees will ultimately live, and so it is impossible to determine what effects employee's children will have on schools.

Response to Comment PH-21

See Responses to Comment 10-34 and 16-9.

Response to Comment PH-22

See Response to Comment 16-13.
Response to Comment PH-23
See Master Response J, "Master Response on Nature of Proposed Use."

Response to Comment PH-24
See Responses to Comments 12A-11 and 14-7.

Response to Comment PH-25
This is a comment on the merits of the project.

Response to Comment PH-26

Response to Comment PH-27
See Responses to Comment 7-1 and 7-2.

Response to Comment PH-28
See Response to Comment 7-4.

Response to Comment PH-29
See Response to Comment 7-13.

Response to Comment PH-30
See Response to Comment 7-9.

Response to Comment PH-31
See Response to Comment 14-29.

Response to Comment PH-32
See Response to Comment 19-60, and Master Response S, "Master Response on Creek Restoration."

Response to Comment PH-33
Stream Conservation Areas are addressed in Response to Comments 9-2 and 16-6(e).

See Master Response S, "Master Response on Creek Restoration," and Response to Comment 17-23 for more information on fencing.

Response to Comment PH-34
See "Remedial Grading" under Master Response A, "Master Response on Grading Issues."
Response to Comment PH-35

See "Response to Comment 12A-16."

Response to Comment PH-36

The DEIR on page 2.0-20 lists the public open space proposed by the applicant for Grady Ranch. As described on this page, the applicant has offered either dedication of fee ownership, deed restrictions, or a combination.

Response to Comment PH-37

See Master Response E, "Master Response to Trail Issues."

Response to Comment PH-38

See Response to Comment 52-23.

Response to Comment PH-39

Comment noted.

Response to Comment PH-40

Comment noted.

Response to Comment PH-41

Comment noted.

Response to Comment PH-42

See Impact 5.7-6 on page 5.7-38 of the DEIR.

Response to Comment PH-43

See Section 6.6, "Comparison of Alternatives and Proposed Project and the Environmentally Superior Alternative," starting on page 6.0-29 of the DEIR.

Response to Comment PH-44

As noted on page 5.3-27 of the DEIR, trees with diameters of less than 12 inches should be salvaged and used for replacement plantings.

Response to Comment PH-45

Program H-1.2b in the Countywide Plan Housing Element calls for a study examining the linkage between jobs generated by commercial development and the need for affordable housing, and the need for an ordinance. This ordinance has not yet been developed.
Response to Comment PH-46

The cut material is to be used for fill material in the proposed berms, where no building construction is planned. The material would be adequate for constructing berms.

Response to Comment PH-47

No rezoning is planned for the site, so no pre-zoning is necessary. Prezoning is a City process done prior to annexation of a property. The City of San Rafael has indicated no interest in annexation or prezoning.

Response to Comment PH-48

Comment noted. The restrictions recommended in Mitigation Measure 5.3-6(b) are intended to protect possible active raptor nests during the breeding season, not the standard grading restrictions to prevent erosion and sedimentation. Construction could proceed during the nesting season if a pre-grading survey determines that no active nests would be affected.

Response to Comment PH-49

See Response to Comment 17-23.

Response to Comment PH-50

Normally, a doubling in traffic is required to achieve a three-decibel increase in noise, the smallest perceivable difference outside of the laboratory. In the opinion of the EIR traffic engineer, the project would increase Average Daily Trips on Lucas Valley Road west of Mt. McKinley Road by approximately 30-35 percent, with smaller increases east of this point.

Response to Comment PH-51

Elimination of landscape tree plantings from locations identified in Mitigation Measure 5.3-3 on page 5.3-29 of the DEIR would not increase the visibility of any of the proposed structures on the site.

Response to Comment PH-52

Bicycles should not be allowed off of roadways or designated trails. See also Response to Comment 15-1. In response to this comment, Mitigation Measure 5.3-1(b) on page 5.3-22 is revised as follows:

Vehicles and motorcycles should not be allowed to travel off designated roadways to prevent future disturbance to grassland cover and other vegetation. Similarly, bicycles should not travel off designated roadways or trails. Barriers should . . .

Response to Comment PH-53

More information on the proposed leachfields are discussed in Master Response I, "Master Response on Leachfields." The size of a leachfield is normally not measured by acres, but by the number of linear feet of trench. The proposed drainfields are planned at 3,128 feet of trench. These types of septic systems are extremely common. A similar sized system is located at Skywalker Ranch. See also Response to Comment 16-6(d).
Response to Comment PH-54

Potential impacts on water quality from the presence of asbestos is discussed in Impact 5.1-4 on pages 5.1-24 to 5.1-26 of the DEIR. As explained in this impact, it is highly unlikely that an impact would occur. Mitigations proposed would reduce the impact to a less-than-significant level.

It is unclear why the commenter feels arsenic would be present on the site. While arsenic is sometimes used in semiconductor manufacture, no manufacturing would occur on the site.

Response to Comment PH-55

See Master Response P, Master Response on "All Development on Grady Ranch" Alternative.

Response to Comment PH-56

See Responses to Comments 1-3 and 52-20.

Response to Comment PH-57

Mitigation Measure 5.3-5(d) on page 5.3-34 of the Draft EIR includes provisions to maintain wildlife access to the south side of the reservoir on Big Rock Ranch.

Response to Comment PH-58

Reducing the size of the Archives Building was not explicitly considered as a mitigation for petroglyph impacts. As mitigation is available to reduce impacts to a less-than-significant level, reducing the size of the building is not required under CEQA. Mitigation Measure 5.6-2(a) on page 5.6-8 calls for the relocation of the building to avoid damaging CA-Mrn-465, while mitigation (b) calls for alternative plan and retaining records of the site. While this would reduce the impact to a less-than-significant level under CEQA, this may not be considered "less-than-significant" to County decision-makers. However, this concerns the merits of the project, which is discussed after CEQA review.

See also Response to Comment 2-4.

Response to Comment PH-59

See Response to Comment 29-7.

Response to Comment PH-60

The County is the owner of Lucas Valley Road. Most likely, abandoned portions would be offered for sale to adjacent landowners. Note that abandoned areas are specifically not separate building sites, which means that no additional development would be allowed on them.

Response to Comment PH-61

Traffic trip generation included employees, contractors, vendors, deliveries, and guests. Trip generation assumptions are discussed on pages 5.7-11 through 5.6-14 of the DEIR. The proposed Oakview project was included in the cumulative traffic model. A list of cumulative projects are shown on page 2.0-31 of the DEIR.
Response to Comment PH-62

More information on the proposed leachfields are discussed in Master Response I, "Master Response on Leachfields." See also Response to Comment 16-6(d). No impacts are expected to Miller Creek.

Response to Comment PH-63

See Master Response K, "Master Response on Consistency with County Economic Development Objectives."

Response to Comment PH-64

See Response to Comments 56-2 and 56-5 for information on hooking up Big Rock Ranch to water and sewer districts. Note that Grady Ranch is already proposed to be hooked up to the Marin Municipal Water District and Las Gallinas Valley Sanitation District.

Response to Comment PH-65

See Response to Comment 7-4.

Response to Comment PH-66

A separate bike/jogging, hiking path next to Lucas Valley Road would be an inferior alternative for three reasons. First, the feasibility of a separate path is questionable. Lucas Valley Road is narrow in places, and widening the road 10-12 feet for a trail may not be physically or economically possible. Second, such an undertaking would create major environmental effects. Third, such an alignment would not connect trails on Loma Alta and McGuire to Big Rock Ridge. As explained on page 5.10-19, the Marin County Open Space District considers this link extremely important, and they would provide a large portion of a secured trail right-of-way from the District's Loma Alta Open Space District (directly south of Loma Alta Ranch) to Big Rock Ridge. See also Master Response E, "Master Response to Trail Issues."

Response to Comment PH-67


Response to Comment PH-68

The proposed roadway configuration is shown on Exhibit 5.7-10 of the DEIR (page 5.7-41). The proposed Lucas Valley Road configuration connecting to the proposed Grady Ranch driveway was designed to provide safe turning access between the driveway and Lucas Valley road. While using the proposed realigned roadway as the new driveway is physically feasible, it would not safe, due to problems in turning to or from westbound Lucas Valley Road, due to a very sharp corner. Please refer to Impact 5.7-6 of the DEIR ("Stopping Sight Distance"), which discusses how the roadway realignment would alleviate current sight distance problems.

Response to Comment PH-69

See Response to Comment 2-1. See also Master Response A, "Master Response on Grading Issues."
Response to Comment PH-70

See Master Response J, "Master Response on Nature of Proposed Use" for reasons why the project was determined not to need a rezoning or amendment.

Response to Comment PH-71

Comment noted.
REQUEST # A-16:

Provide a comparison of the well yield in both wet and dry years and also provide well tests in regard to water quality.

RESPONSE TO REQUEST # A-16:

This information is contained in the response filed by Lucasfilm's consulting hydrologist (Enclosure "G" hereto).

REQUEST # A-17:

Quantify stream side conservation area to be disturbed.

RESPONSE TO REQUEST # A-17:

This information is contained in the response prepared by Lucasfilm's consulting hydrologist (Enclosure "G" hereto), and is supplemented by the additional information contained in the response prepared by Lucasfilm's consulting civil engineer (Enclosure "E" hereto).

REQUEST # A-18:

Describe commitment to the van pool/shuttle system. Specify criteria for facilities and operation.

RESPONSE TO REQUEST # A-18:

While that portion of the DEIR which summarizes impacts and proposed mitigation measures indicates that a van/buspool or shuttle bus system "should be established" (Summary of Mitigation No. 5.7-1(e), at p. 3.0-23), the wording of the actual proposed Mitigation No. 5.7-1(e) is that "consideration shall be given " such a system.

Lucasfilm is willing to consider any traffic reduction mitigations that will provide the most effective, efficient, and practical methods of reducing Lucasfilm's fair share of any significant traffic impacts created by the proposed project. Carpooling or vanpool/shuttle systems and/or other other types of rideshare programs should be considered along with other possible mitigating road system improvements to find the most effective, efficient and practical methods of avoiding significant traffic impacts.
parking floor. At this Master Plan stage, before the interiors of each building have been
designed in detail, the aggregate of all underground parking areas would
accommodate a total of 845 vehicles. This number is in excess of the total number of
employees and service personnel to be permitted on the sites on a regular basis
(640), but allows for flexibility in the number of employees and guests which might be
using a given structure at one time. (By way of comparison, the Marin County Code
provision applicable in the absence of a master plan would require one off-street
parking space to be provided for each 250 square feet of office space [Title 24, Sec.
24.04.340]. Were that standard to be employed here, the project design would call for
2,563 parking spaces).

REQUEST # A-14:

Describe the proposed movement of employees between Skywalker, Big Rock,
and Grady as well as other Lucasfilm facilities in Marin County.

RESPONSE TO REQUEST # A-14:

Subject to the introductory note of caution respecting the impact of future
changes in business operations, the following estimates as to inter-facility traffic
patterns appear realistic for the immediately foreseeable future:

<table>
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<th>Traffic Between</th>
<th>No. Employees</th>
<th>Trips per Wk.</th>
</tr>
</thead>
<tbody>
<tr>
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<td>5-10</td>
<td>2</td>
</tr>
<tr>
<td>Grady &amp; Big Rock Ranches</td>
<td>8</td>
<td>2</td>
</tr>
<tr>
<td>Skywalker/Grady/Big Rock &amp; San Rafael</td>
<td>30</td>
<td>2</td>
</tr>
</tbody>
</table>

REQUEST #A-15:

Provide a copy of the MALT assessment/audit of the Skywalker agricultural
management plan.

RESPONSE TO REQUEST # A-15:

The only document of which we are aware that appears to meet this description
is a "Baseline Documentation Report" which was prepared by MALT under date of
June 10, 1994. A copy of the cover and main body of this report is attached as
Enclosure "H" hereto. The balance of that report consists of supporting aerial
photographs, maps, and generic background reference materials, which will also be
provided should you wish but are not here included because we only have one copy
RESPONSE TO REQUEST # A-10:

This request is answered in the responses provided by Lucasfilm’s project architect (Enclosure “A” hereto) and civil engineer (Enclosure “E” hereto).

REQUEST # A-11:

Provide information on the extent of grading required for the remedial grading proposed in the EIR, such as in Mitigation 5.1-1(a). This should be a “worst-case” scenario, and could be shown on a current grading map or base map.

RESPONSE TO REQUEST # A-11:

This information is contained in the response prepared by Lucasfilm’s consulting civil engineer (Enclosure “E” hereto).

REQUEST # A-12:

Describe expected construction phasing by facility for both Grady Ranch and Big Rock Ranch. Describe construction activity at the site in terms of phasing, peak number of workers, peak number of daily deliveries, type of trucks, and duration of peak period. How long will it take to complete grading and excavation for the Main Office Building and the berm on Grady Ranch?

RESPONSE TO REQUEST # A-12:

Subject to the above introductory note of caution respecting the lack of certainty in estimates given with respect to future events and operations, a schedule showing likely construction period activities and impacts has been prepared by Lucasfilm’s construction consultant and is attached hereto as Enclosure “H”.

REQUEST # A-13:

Provide rationale for the number of parking spaces proposed on the project site.

RESPONSE TO REQUEST # A-13:

Underground parking has been designed throughout the site so as to minimize the number of parked vehicles apparent to view. In each structure used to provide such underground parking, a full floor was provided for this purpose since no other compatible use (except equipment rooms and the like) would be appropriate for that
A 25-meter swimming pool is proposed at the Fitness facility, and typical pool chemicals would be used and kept in storage. (This would likely be approximately 200 gallons of Chlorine, 70 gallons of muriatic acid, 50 lbs. of diatomaceous earth, 20 lbs. of bicarbonate, and 5 lbs. of soda ash). The maintenance of the pool will be regulated and inspected by the Marin County Health Department. (The existing pool at Skywalker Ranch has been called “one of the best maintained commercial pools in Marin” by Health Department Inspectors).

Various routine office supplies for copy machines and printers would be stored in each building in small quantities. Housekeeping supplies (such as ammonia and floor cleaners) would also be stored in each building in small quantities.

In addition, small quantities of routine maintenance materials (e.g., motor oil, grease, paint, thinner, varnish, propane for a forklift, gasoline for small tools, etc.) would be stored at the facility for maintenance operations. A photographic darkroom would be in use for still photographs, with various film developing compounds kept in storage in small quantities. Finally, minor pesticide and herbicide use and storage will occur as described in response to Request #A-5.

**Big Rock Ranch:** This development area will be self-sufficient in terms of water, septic, and heating/cooling utilities. Propane will be used for the heating/cooling systems and emergency generators - this will be the largest quantity of hazardous materials on site and it is estimated that a storage container(s) in the range of 10,000 gallons might be necessary.

Various routine office supplies for copy machines and printers would be stored in each building in small quantities. Housekeeping supplies (such as ammonia and floor cleaners) would also be stored in each building in small quantities.

In addition, small quantities of routine maintenance materials (e.g., motor oil, grease, paint, thinner, varnish, propane for a forklift, gasoline for small tools, etc.) would be stored at the facility for maintenance operations. Finally, minor pesticide and herbicide use and storage will occur as described in response to Request #A-5.

**REQUEST # A-10:**

Provide greater detail in regard to the proposed on site grading. Please quantify how much fill would be required for the berms. How much of the grading, cut and fill would be required just to screen buildings? Is there a feasible building program that would require less grading?
RESPONSE TO REQUEST # A-7:

This is not really a “tunnel” through an existing land mass but an entryway derived by leaving an entrance road which will be surrounded and covered by a newly-created land berm. As detailed in the response provided by Lucasfilm’s project architect (Enclosure “A” hereto): (a) the resulting “tunnel” is designed to minimize the visual impact of the entry from Lucas Valley Road and to heighten the entry experience for visitors to the site, and (b) the emergency bypass road is designed to blend in with the surrounding natural terrain.

REQUEST # A-8:

As stated on page 5.6-7 of the Draft EIR, it would be the responsibility of County decision-makers (Planning Commission and Board of Supervisors) to determine the feasibility of the archaeological mitigation measures in the Draft EIR. However, it is necessary to obtain an estimate of feasibility from the applicant’s point of view to aid the County decision makers.

RESPONSE TO REQUEST # A-8:

As detailed in the response from Lucasfilm’s archeological consultant (Enclosure “D” hereto, either of the mitigation measures proposed by the DEIR are considered feasible by Lucasfilm, but its preference is to pursue the option of removing archeological artifacts in accordance with the highest standards of archeological practice as outlined in that response.

REQUEST # A-9:

Describe the use of hazardous materials on the project site. Provide a list of activities proposed on the project site that would involve the use or production of hazardous materials. Provide a list of maximum quantities of such materials that would be used on the project site. Perhaps prepare a draft Hazardous Materials Disclosure Form consistent with Marin County Office of Waste Management requirements.

RESPONSE TO REQUEST # A-9:

Grady Ranch: Applicant proposes using existing utilities currently installed to Lucas Valley Estates. This will include water, septic, power, and natural gas. This should minimize if not eliminate altogether the need for any storage of liquids or gas for heating/cooling facilities. Propane would be used for emergency generators (for disaster preparedness). Minor construction supplies would be stored on-site for use in routine maintenance and repairs by the Lucasfilm maintenance staff.
REQUEST # A-5:

Describe the planned use of fertilizers and herbicides on site.

RESPONSE TO REQUEST # A-5:

As is the current case as Skywalker Ranch, the landscaping plan calls for native or naturalized plants so that any use of pesticides and herbicides would be kept to a minimum. Most landscaping and interior plant maintenance would be provided through outside contractors, as is the case at Skywalker Ranch today. The contractors are State and County licensed pesticide or herbicide applicators. All contractor-applied chemicals are stored at their facilities, not on Lucasfilm property.

Typical uses include minor pesticide application for interior plant maintenance, and minor herbicide application for lawn maintenance or star-thistle control. Lucasfilm would store a minimal amount on site at both locations for in-house staff use. All storage would be in full compliance with state and local regulations as is currently the case at Skywalker Ranch.

REQUEST # A-6:

Describe if any irrigated landscaping (such as lawn) is proposed on the site.

RESPONSE TO REQUEST # A-6:

Both project sites will have irrigated landscaping, as is the case at Skywalker Ranch. All landscaping and irrigation is designed for maximum water-use efficiency, such as using drip-irrigation systems. For example, all new trees planted at Skywalker Ranch are drip-irrigated for several years until each tree is established and can survive without irrigation. While over 3000 trees have been planted at Skywalker Ranch since 1980, less than 1000 are currently being irrigated with drip systems. Most of these have been planted within the last six years.

Applicant proposes minimal irrigated lawn area at each Ranch. Small decorative flower and plant areas would also receive irrigation as necessary, again with water conservation being treated as a priority.

REQUEST # A-7:

Provide a clarification and reason for the “tunnel” at the entrance to Big Rock Ranch and why the alternative access road is planned to be unpaved.
with any other local requirements. This includes full fire sprinkler systems, extensive fire alarm systems, and fire resistant roofing. In addition, although not required by code, Lucasfilm will install a computer-based alarm monitoring system similar to what has been at place at Skywalker Ranch since 1984.

All buildings will also receive regular fire prevention inspections and enforcement, working with the responsible public agencies. Skywalker Ranch has a 16-year history of outstanding fire prevention, safety, and disaster preparedness and response. The same types of planning and fire prevention systems would be used at both developments to ensure similar records.

**Grady Ranch:** The Marinwood Fire District service area will be expanded to include the Grady Ranch developed area for structural fire protection. As discussed in the DEIR, this does not require any additional equipment or staffing by the District, although Lucasfilm would pay appropriate taxes for the services. The Marin County Fire Department would continue to be responsible for the open space areas. A fire station and full equipment is not necessary due to the proximity of the Marinwood Fire District station. Lucasfilm would provide low-level “private fire brigade” staff and equipment (as defined by Federal OSHA Private Fire Brigade regulations) at the facilities, along with an automatic response of a Skywalker Ranch fire engine to any emergencies. Lucasfilm Grady Ranch fire/security staff would receive appropriate training in fire prevention, suppression, and safety. In addition, staff would be backed up by trained volunteer fire brigade members in emergencies. The volunteer training would be comparable to that provided to volunteer firefighters in the Marinwood Fire District.

**Big Rock Ranch:** Big Rock Ranch is within the jurisdiction of the Marin County Fire Department. They would continue to be the legally responsible provider of fire protection, as is the case at Skywalker Ranch. The Skywalker Ranch Fire Brigade supplements this protection today at all of the Ranches with a Type 1 Fire Engine, a Type III 4wd Wildland Fire Engine, and a minimum of two staff trained to a minimum of California State Firefighter 1 and Emergency Medical Technician 1A. Additional Lucasfilm Ltd. off-duty staff, Chief Officer management personnel, and Volunteer Firefighters are also dispatched automatically.

In the event of a fire at Big Rock Ranch, Skywalker equipment and personnel would respond along with County resources from the closest station in Woodacre. In addition, the Nicasio Volunteer Fire Department would respond if available. (They are fully volunteer, so an actual response is not guaranteed). In addition, the resident Manager at Big Rack would be a member of the Skywalker Ranch Fire Brigade and fully trained (as has been the case since 1987 at the current Farm House and Barn).
Big Rock Ranch: Subject to the same introductory note of caution, it is anticipated that the work hours patterns for these facilities can be summarized as follows:

<table>
<thead>
<tr>
<th>Percentage of Total Employees</th>
<th>Normal Work Hours (Approx.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>25%</td>
<td>9:00 - 6:30</td>
</tr>
<tr>
<td>50%</td>
<td>9:30 - 7:00</td>
</tr>
<tr>
<td>25%</td>
<td>10:00 - 8:00 to 9:00</td>
</tr>
<tr>
<td>100%</td>
<td></td>
</tr>
</tbody>
</table>

REQUEST # A-3:

Describe the mechanism that would be implemented to guarantee a maximum of 640 employees and guests on Grady Ranch/Big Rock Ranch. This should include a discussion of the mechanism currently in place at Skywalker Ranch, and an estimate of its effectiveness. For example, does the main entrance gate at Skywalker keep a tally of people currently at the ranch?

RESPONSE TO REQUEST # A-3:

As indicated in the narrative portion of Lucasfilm's project application (Application Item 3(e), at p. 9), it is proposed that the total number of employees and service personnel occupying all such facilities will be limited to a maximum of 640 persons. Accordingly, the traffic studies conducted in connection with the DEIR were based upon an assumed population of 640 employees/service personnel (with a normal factoring-in of additional traffic to account for related visitors, delivery vehicles, etc.). As at Skywalker Ranch, this population limitation will be monitored by reference to company records respecting the number of employees and service personnel currently on hire.

REQUEST # A-4:

Provide a more detailed description of the fire protection service planned at Grady and Big Rock Ranch. The Master Plan states that "The Big Rock Ranch facilities will have their own fire protection service, also drawing upon personnel and equipment located at Skywalker Ranch". does this mean new personnel and equipment? If so, where would they be located?

RESPONSE TO REQUEST # A-4:

General: All Buildings will be constructed to meet the Uniform Fire Code along
associated with computer software and similar products and activities

(b) Food service areas

(c) Meeting rooms (same as 2(c) above).

(d) File rooms, storage, etc.

2. Archive Bldg. File rooms, storage, etc. 60,000

3. Maint.Mgmt. Building Maintenance and security services 10,000

4. Gate House & and Resid. Offices and residence for facilities Mgr's Office manager 5.100

Aggregate sq.ft.: 600,600 40,200

As % of Total Sq.Ft.: 94% 6%

REQUEST # A-2:

Describe anticipated peak hours of employees.

RESPONSE TO REQUEST # A-2:

Grady Ranch: Subject to the above introductory note of caution respecting the possible impacts of future changes in business operations, it is anticipated that the work hours patterns for these facilities can be summarized as follows:

<table>
<thead>
<tr>
<th>Percentage of Total Employees</th>
<th>Normal Work Hours (Approx.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>33%</td>
<td>7:30 to 8:30 - 5:30 to 6:30</td>
</tr>
<tr>
<td>33%</td>
<td>8:30 to 9:30 - 6:30 to 7:30</td>
</tr>
<tr>
<td>34%</td>
<td>9:30 to 10:30 - 7:30 to 8:30</td>
</tr>
</tbody>
</table>
(c) Meeting rooms (including screening rooms used for mtgs.)

(d) File rooms, storage, etc.

(e) Image Capture rooms, for capture, recordation and/or creation of images


(a) Employee child care

(b) Physical fitness facilities


(a) Offices (same as 2(a))

(b) Food service areas

(c) Meeting rooms (same as 2(c) above)

(d) File rooms, storage, etc.

(e) Image capture rooms (same as 2(e) above)

5. Gate House

Maintenance & Security services

900

BIG ROCK RANCH

1. Office Bldgs (2)

(a) Offices of various sizes, to be occupied by one or more employees, their computer equipment and related furnishings and equipment, in which employees will engage in the design, creation, marketing, sales, administration and other functions (except for physical production of consumer products)

109,600
on pp.1-4 of the expanded project description which was filed on 11/22/95 by Lucasfilm's attorney as a comment on the DEIR.

Those activities will take place within the buildings shown on pages 5 and 6 ("Architectural Plans and Elevations") of the plan drawings filed as part of the project application. On those plan drawings, some interior divisions of the various structures are shown but these are not proposed physical divisions; rather they are a preliminary conceptual suggestion of what portions of the structures might be devoted to separate functional areas of the applicant's business operations. Lucasfilm cannot, any more than could any other business involved in today's changing economy, specify in fixed detail just how many of its employees will be involved in one or more particular business functions, or just where within the building area those functions will be fulfilled, as time progresses. For the purpose of understanding the nature and type of actual activities to be conducted within the various buildings, therefore, those "functional" division lines should be disregarded.

Lucasfilm can roughly approximate, however, the general types of uses to which the subject facilities will initially be put, as set forth below. With the two possible exceptions noted under "Other Uses", the uses to which the facilities will be put are essentially office uses. In the breakdown here provided, the allocations of space to be devoted to each type of use, which are only rough approximations, include the usual "load factor" for adjacent halls, stairways, and other common areas:

<table>
<thead>
<tr>
<th>Bldg.</th>
<th>Type of Use</th>
<th>Office Uses</th>
<th>Resid. Uses</th>
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</thead>
<tbody>
<tr>
<td>GRADY RANCH</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Guest Facilities</td>
<td>Overnight accommodations</td>
<td></td>
<td>40,200</td>
</tr>
<tr>
<td>2. Main Office Bldg.</td>
<td>(a)Offices of various sizes, to be occupied by one or more employees,</td>
<td></td>
<td>295,000</td>
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<tr>
<td></td>
<td>their computer equipment, and</td>
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<tr>
<td></td>
<td>related furnishings and equipment,</td>
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<tr>
<td></td>
<td>in which the employees will engage</td>
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<tr>
<td></td>
<td>in the design, creation, animation,</td>
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<td></td>
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<tr>
<td></td>
<td>editing, sales, marketing, administra-</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>tion and other functions associated</td>
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<td></td>
</tr>
<tr>
<td></td>
<td>with producing images and/or sound</td>
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<td></td>
</tr>
<tr>
<td></td>
<td>for exploitation in any and all media</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>&quot;</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>(b) Food service areas</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
February 7, 1996

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, #308
San Rafael, CA 94903-4157

Re: Lucasfilm EIR - 12/27/95 Requests
   for Additional Information

Dear Mr. Haddad:

This letter and its enclosures will respond on behalf of Lucasfilm Ltd. to the
requests for additional information contained in the Nichols/Berman letter of the above
date, as those requests were supplemented in the meeting with Mr. Berman which
occurred in your office on January 17. For ease of reference, that letter will be referred
to herein as the "Berman Letter", and the initial information requests set forth on pp. 2-3
thereof have been numbered A-1 through A-25.

Introduction: By way of introduction to this responsive material, it is important to
emphasize that Lucasfilm's application is at the Master Plan stage, and that
considerable information respecting the precise design of the project has not and
cannot be known until a Master Plan has been approved and Lucasfilm thereby
allowed to proceed to the Development Plan stage. Further, the manner in which the
project will be operated, once constructed, is subject to evolution in light of changes in
the business in which Lucasfilm is engaged. While Lucasfilm has made every effort to
respond to the issues raised in the Berman Letter, therefore, it must be underscored
that these responses are in many instances simply "best estimates" which are subject
to refinement and possible modification as time passes. In addition, our information
gathering process is continuing and we will be providing you with additional
information as it is developed.

REQUEST # A-1:

Provide additional information on the proposed activities planned for the site.
Provide additional information that would document the type of uses that would occur
within the individual buildings proposed on the project site.

RESPONSE TO REQUEST # A-1:

The activities currently planned for the site are generally described on pp. 1-5 of
the application narrative filed as part of the project application and are further detailed
Lucasfilm does not think it appropriate for it to have a “commitment” at this time to any particular form of traffic mitigation until the most effective, efficient and practicable form of mitigations can be determined. For this reason, Lucasfilm agrees that consideration should be given to rideshare programs, but it understands from the DEIR that the road system improvements therein recommended would by themselves reduce all traffic impacts to “less than significant”.

REQUEST # A-19:

Identify building height, mass, square footage at Skywalker Ranch that are similar to proposed height, mass, square footage, etc., at Grady Ranch and Big Rock Ranch.

RESPONSE TO REQUEST # A-19:

This information is contained in the response provided by Lucasfilm’s project architect (Enclosure “A” hereto).

REQUEST # A-20:

Provide better definition of Preliminary Landscaping Plan. This additional information should take into account mitigation measures in the Draft EIR (such as measure 5.3-3) that recommend revisions to the Landscape Plan. In addition, the applicant should provide information sufficient to allow the EIR preparers to show the project at maturity of the proposed vegetation plan, from the two locations shown on Exhibits 5.5-6 and 5.5-16 in the Draft EIR.

RESPONSE TO REQUEST # A-20:

This information is contained in the responses provided by Lucasfilm’s project biologist (Enclosure “D” hereto) and architect (Enclosure “A” hereto). Full-size (30” x 42”) versions of the graphics referred to and depicted (in reduced form) in the project architect’s response are being separately delivered to your office.

REQUEST # A-21:

Describe potential disaster plans, including both fire and earthquake plans. Discuss potential emergency access for both Grady and Big Rock ranches in the case of a Lucas Valley Road closure between Westgate Road and the project site.
RESPONSE TO REQUEST # A-21:

Each site would have a written disaster plan, as is the case today at Skywalker Ranch. Skywalker is currently and independent disaster zone within the Marin County Office of Emergency Services coordinated disaster plans. Plan details include appropriate staff training and supply storage for emergencies such as earthquakes, severe storms, or road closures. The standard guideline of possible need for 72-hour self-sufficiency would be followed in the design of the plan. Fire Brigade and security staff formally implement the plan when needed.

See the above response to Request #A-4 for a detailed description of fire response to emergencies. In addition to that description, each building would have a written "pre-fire plan" as is commonly used by public fire agencies. The plan includes floor plans, detailed description of use and occupant locations, fire alarm system details, etc. In addition to fire/security staff, each building would have 1-10 employees trained to be "emergency building monitors", as is the case today at Skywalker Ranch. These employees are trained in CPR, evacuation control, and basic disaster response in support of fire brigade or public agency response. Regular training and employee fire drills would occur.

REQUEST # A-22:

Consider providing additional information regarding the design of the proposed earthen dam.

RESPONSE TO REQUEST # A-22:

This information is contained in the response provided by Lucasfilm’s geotechnical engineering consultant (Enclosure “B” hereto).

REQUEST # A-23:

Identify if any street lights are proposed as a part of the proposed project.

RESPONSE TO REQUEST # A-23:

As indicated in the response provided by the project architect (Enclosure “A” hereeto), street lights are not proposed as part of the project design.
REQUEST # A-24:

Describe the rationale for the culvert running under the Main Office Building on Grady Ranch.

RESPONSE TO REQUEST # A-24:

As indicated in the response provided by the project architect (Enclosure “A” hereto), this culvert is necessary simply to provide site drainage for rainwater which currently sheet flows over a portion of the building site. This is not a culverting of a defined watercourse, and as a result will not involve any disturbance or removal of riparian habitat.

REQUEST # A-25:

Provide information regarding the nature of financial backing secured for the project (e.g. commercial bank loans, private investors).

RESPONSE TO REQUEST # A-25:

The project will be constructed with funding provided or secured by Lucasfilm Ltd. and/or its corporate affiliates.

* * * * *

ADDITIONAL RESPONSIVE INFORMATION

The following additional information is provided in response to questions raised in other portions of the Berman Letter and/or in the January 17 meeting, and is organized with reference to the subheadings used in the Berman Letter. Further additional information responsive to those questions will be provided as it is obtained by Lucasfilm and its consultants.

I. REVIEW OF COUNTY N.O.P. AND SCOPING PROCESS (p. 3):

When Lucasfilm submitted its initial version of the pending application, in September of 1988, it was informed by Marin County planning staff that it should be accompanied by an application for such amendment of the Marin Countywide Plan as
might be required to eliminate any inconsistency between the proposed project and the CWP if any inconsistency was later determined to exist. This was done, but under protest, since Lucasfilm did not believe that there was any potential inconsistency with the CWP or that any CWP amendment was legally required.

In 1994, following extensive public hearings which had been convened on the County’s own initiative, the CWP was amended in several respects, among them with reference to the uses permitted in land areas which included the site of the proposed Lucasfilm project. Independently, the Lucasfilm project application, which had been withdrawn for redesign in 1992, was substantially revised. A significant element in that redesign was the dedication of the proposed structures to computer-based activities which occur in office facilities.

When the new Lucasfilm application was resubmitted, the County planning staff again requested that Lucasfilm apply for a CWP amendment similar to that which had been required by the County in connection with the original application. As before, this request was filed by Lucasfilm under protest, notwithstanding its firm belief that no CWP amendment was required. Then, on April 13, 1995, the County planning staff at last concluded that neither a CWP amendment nor a rezoning was required to permit processing of the Lucasfilm application, and so informed Lucasfilm by providing it with a copy of a 4/13/95 staff memorandum to that effect. On June 20, 1995, and at Lucasfilm’s specific request, the County Planning Commission was informed of its staff’s recommendation and of the fact that Lucasfilm was being requested to withdraw the CWP amendment and rezoning applications and to file instead a request for a conditional use permit to accompany its Master Plan. There being no Commission objection to this procedure and Lucasfilm, proceeding in accordance with those County planning staff requests, filed its revised application documents on June 21, 1995.

The County’s earlier Notice of Public Scoping Session, respecting a meeting held on March 29, 1995, correctly referred to the Lucasfilm application as it was then constituted (i.e. including CWP amendment and rezoning requests along with the request for Master Plan approval). Following the later June 21 amendment of the application, however, the heading of the County’s Notice of Completion as to the DEIR erroneously included the earlier reference to the content of the earlier Lucasfilm application. Lucasfilm brought this typographical error to the immediate attention of the County’s planning staff, and within five days a correct Notice of Completion was issued. We are unaware of any prejudice which was suffered as a result of this temporary oversight.
II. DETERMINATION THAT LUCASFILM PROJECT IS "OFFICES" (p.4):

The Lucasfilm project building sites are located in two zoning districts. The Grady Ranch is zoned "RMP", which classification permits "offices" and overnight accommodations to be constructed after a use permit is secured. The Big Rock Ranch is zoned "ARP", which classification permits "limited commercial uses" by master plan if those uses are included in a plan for new or continued agricultural uses on subject and surrounding properties and are in all respects compatible with such agricultural activities.

The Marin Zoning Code does not contain a definition of the words "office" or "offices". In its separate discussion of the designation "office commercial", the Marin Countywide Plan provides that consistent uses include medical and dental offices, banks, clinics, hospitals, pharmacies, meeting facilities, community centers, real estate offices, professional offices, laboratories, radio and television broadcasting studios, art galleries, museums, educational, charitable and philanthropic institutions, and "residential dwellings" (Community Development Element, p.CD-28; emphasis added). As is detailed above in response to Berman Letter Request # A-1, approximately 94% of the total building area of the Lucasfilm facilities will be devoted either to actual offices or to such closely related functions (file/storage, meeting rooms, food service, etc.) as are commonly part of modern office buildings, and the remaining 6% of the total building area will be used for overnight guest accommodations which are also a conditionally permitted use in the RMP zoning district.

III. CONSISTENCY WITH COUNTYWIDE PLAN AND ZONING (p.4):

As stated above in response to Item I, it was and is Lucasfilm's position that the proposed project is consistent with the prior Marin Countywide Plan and with the CWP as it was amended in 1994.

IV. POTENTIAL COUNTYWIDE PLAN AMENDMENT AND REZONING (p.5):

The DEIR has already determined that the project is consistent with the Marin Countywide Plan, and for this reason Lucasfilm submits that the proposed analysis of a hypothetical CWP amendment is unnecessary and inappropriate. It strongly protests the expenditure of EIR funding on this exercise.

V. ECONOMIC CONSIDERATIONS ISSUES (p.5):

The information requested with respect to certain of these issues is provided in
the response filed by Lucasfilm's economic consultant (Enclosure “F” hereto).

VI. ALTERNATIVE SITE ANALYSIS (p.8):

Lucasfilm has engaged in an exhaustive study of alternative project sites, as detailed both in its application narrative and in the suppletion to that narrative filed as a comment on the DEIR. It seriously questions the utility of arbitrarily adding hypothetical “alternative sites” (such as the World College West site) which, in light of the criteria already set forth in detail by Lucasfilm, clearly would not provide a feasible location for its needs.

VII. “ALL DEVELOPMENT ON GRADY RANCH ALTERNATIVE” (p.9):

Both the Grady and the Big Rock Ranches have been considered, in every significant respect in this planning process, as part of a single development site. To study a relocation of all facilities on the Grady Ranch alone, as here proposed, would not be the study of an “alternative site” but would instead be a proposed redesign of the existing project. This is neither required nor appropriate under the CEQA, see, e.g., Big Rock Mesa Prop. Owners Assn. v. Board of Supervisors, 73 C.A. 3d 218, 227 (1977), and Lucasfilm strongly protests the misuse of the EIR process to include such a proposed redesign.

VIII. TRANSPORTATION AND CIRCULATION ISSUES (p.9):

The various requests for additional information made with respect to traffic and circulation issues are answered in the response prepared by Lucasfilm's traffic consultant (Enclosure “C” hereto).

IX. TRAILS SYSTEM (p.11):

(a) Ridge Connector Trail. While not apparent from the aerial photos submitted as part of the application documents, the central of the three trails connecting Lucas Valley Road with Big Rock Ridge does not follow existing maintenance/fire trails as do the other two trails. Once improved, this trail would therefore provide a higher quality "rural" hiking/biking/riding experience than the other two trails. It is also the trail best situated to connect with the continuing trail from Lucas Valley Road up to the Loma Alta Ridge. By concentrating upon this central trail, it will be possible to link the two ridges and provide a first class outdoor experience without crossing the proposed development areas. In comparing the environmental impacts of the Lucasfilm project with a residential development alternative, it should be noted that the County would not be able to require a residential developer to provide such a trail system. See, e.g., Nollan v. California Coastal Comm., 483 U.S., 107 S.Ct. 3141 (1987).
(b) **Big Rock Ranch Lake Trail.** The reasoning behind Lucasfilm's position that the proposed private trail alongside the south side of the Big Ranch Ranch reservoir need not be deleted from the proposed development plan is detailed in the response prepared by Lucasfilm's project biologist (Enclosure "D" hereto).

As you have requested, two copies of this letter and its enclosures are being sent directly to Bob Berman's office in order to save transmission time. Also, as indicated earlier, Lucasfilm will continue to supply supplemental responsive information as it is developed. Please let me know, however, if any further information is required from Lucasfilm or its project consultants with respect to the information already provided in this letter and its enclosures.

Yours very truly,

DOUGLAS P. FERGUSON

Douglas P. Ferguson

Encls. (9; see list attached))

cc (w/ encls): Nichols Berman
Lucasfilm Ltd.
Nossaman, Gunther, Knox & Elliott
Design Planning Associates, Inc.
Harlan Tait Associates
Robert Harrison
LSA Associates
I.L.Schwartz Associates, Inc.
Sedway Kotin Mouchly Group
William B. Vandivere, P.E.
LIST OF ENCLOSURES

A. DESIGN PLANNING ASSOCIATES, INC. Letter (Architecture/Landscaping)
B. HARLAN TAIT ASSOCIATES Letter (Geotechnical)
C. ROBERT HARRISON Letter (Traffic)
D. LSA ASSOCIATES, INC. Letter (Biology & Archeology)
E. I.L.SCHWARTZ ASSOCIATES, INC. Letter (Civil Engineering)
F. SEDWAY KOTIN MOUCHLY GROUP Letter (Economics)
G. WILLIAM B. VANDIVERE, P.E. Letter (Hydrology)
H. NORDBY CONSTRUCTION COMPANY Schedule
I. MALT Baseline Documentation Report for Skywalker Ranch
February 2, 1996

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, #308
San Rafael, CA 94903-4157

Re: Lucasfilm DEIR Comment Response

Dear Tim Haddad:

This letter is in response to some of the 25 additional information items requested in Bob Berman's letter of 12/27/95.

A-7  The reason for the tunnel is to minimize the visual impact, of the entry, from Lucas Valley Road. The entry road will just seem to disappear into the hills. The tunnel will also heighten the entry experience. Squeezing down, passing through and popping out the other side, sets the stage for an enhanced setting containing the quality of development exhibited at Skywalker Ranch.

Except for maintenance or emergency requirements, the tunnel bypass road will seldom, if ever, need to be used. The road surface is to be unpaved and blend in with the surrounding natural terrain. The material will be the aggregate base rock used on the existing ranch roads.

A-10  Site grading includes both excavation (cut) and the building of the berms (fill). Cut and fill are directly related and cannot be considered separately.

On Grady Ranch, the main screening berm contains 255,000 yds$^3$ of fill. This must be generated on site since there will be no hauling allowed on Lucas Valley Road. Less grading will mean a smaller berm and higher building elevations. It may also mean that the main office building complex will need to be broken up and set at different elevations. Where this may work for a typical office building, it will eliminate the required floor to floor relationships set by the building program. Any or all of these changes will make the main office building much more visible from Lucas Valley Road.
On Big Rock, the main screening berm contains 47,500 yd$^3$ of fill. Impact/Mitigation 5.5-6, incorrectly notes its length to be over 4000 feet. It is actually less than 500 feet long. This type of intermediate 'flat' ridge is common to the landscape. One of similar size is located about 1000 feet, north of the subject berm, at elevation 795± (Sheet 8, Grading and Drainage Plan). We can however, raise the north end 5 feet without steepening the side slopes. This is illustrated on the revised Sheet 8A, submitted by I.L. Schwartz & Associates, showing the remedial grading.

A-19 The main house and tech building, at Skywalker Ranch, have similar heights and main elevation massings. The main house height varies from 56 to 68 feet and its front elevation width is 160 feet. The tech building height varies from 45 to 65 feet. With a front elevation width of 230 feet, the tech building, even though smaller in floor area, has a similar front elevation massing as the proposed main office building on Grady Ranch.

A-20 The attached graphics (Sheet 14 & 15) illustrate the Landscape Architect's representation of the existing trees and the proposed tree plantings at 6 to 8 years after installation.

A-23 Street lights are not proposed.

A-24 This is not a culverting of a defined watercourse and as a result, will not involve disruption or removal of riparian habitat. Rainwater that currently sheet flows over the building site will be collected and discharged into the new Grady Creek.

Finally, on the County's Trail Maps, 3 equestrian trails are shown connecting the ridge trail with trails along Lucas Valley Road. The central trail is the best alternative. The central trail does not follow existing fire roads as the trails on the left and right do. Aesthetically, this will provide a higher quality experience and will bypass potential public/private conflicts.

Sincerely,

Will Harrison
These computer generated views illustrate how much of the buildings will be screened by the proposed mass grading. See the preliminary landscape plan for new and existing tree planting and pine grading which will complete the task of screening the Lucasfilm facility from Lucas Valley Road.
These computer-generated views illustrate how much of the buildings will be screened by the proposed bank grading. See the preliminary landscape plan for new and existing tree planting and fine grading which will complete the task of screening the Lucasfilm facility from Lucas Valley Road.
February 6, 1996
Project No. 740.050

Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

SUBJECT: LUCASFILM MASTER PLAN EIR

Dear Mr. Haddad:

This letter is in response to Request #A-22 of the December 27, 1995 Berman letter for additional preliminary design information regarding the proposed new dam at Big Rock Ranch. We previously investigated the geotechnical feasibility of such a facility as recorded in our Geotechnical Reconnaissance Report - Lucasfilm/Big Rock Ranch, dated March 10, 1994.

The new dam will be a compacted earth embankment located just downstream of the existing dam. It will be about 42-feet high with a 3:1 (horizontal to vertical) upstream slope and a 2:1 downstream slope. The embankment will be supported on bedrock that is grouted to seal possible fractures and will be provided with an internal drainage blanket to prevent saturation of the downstream slope. The landslide near the west abutment will be stabilized with a compacted fill buttress.

The maximum reservoir storage elevation will be El. 630 feet, about 12 feet higher than the existing reservoir. Storage volume will be enlarged from 40- to 121-acre-feet. Considering the site geology and that water is in the existing reservoir year around, it is unlikely that provisions for seepage control from the reservoir will be needed. Also, aside from the landslide near the west abutment, other landslides above the reservoir will not be inundated by the higher water surface. They are sufficiently high enough above the reservoir that it would be very unlikely for any slide debris to reach the reservoir should movement reactivate or accelerate.
February 6, 1996
Project No. 740.050

Overtopping of the embankment will be prevented by construction of a reinforced concrete spillway on the east abutment. The spillway will be an uncontrolled (no radial gates or other mechanisms to jam or fail) straight-crest, drop-type about 30 feet wide, with a crest (spill) elevation of 630 feet, and side elevation of 637 feet to match the dam top. In accordance with DSOD requirements, the spillway will pass a flood flow with a probability of occurrence of once in a thousand years. This peak flood of 1,150 cubic feet per second will flow over the crest with a water depth of 5 feet, leaving 2 feet of residual freeboard. From the crest, water will be conveyed to the existing streambed via an open cut channel in weathered bedrock 20 feet wide at the bottom, lined with grouted riprap for aesthetics and energy dissipation.

In accordance with DSOD requirements, a low-level outlet will be constructed for dewatering the reservoir in the event of an emergency. In addition, as reported by Vandivere (1995), Marin Municipal Water District will probably require a dewatering capability sufficient to evacuate the entire reservoir within a 7-day period. An 18-inch-diameter reinforced concrete conduit with an upstream slide gate will be constructed to meet this requirement. Because the spillway is offstream and high on the east abutment, it would be impossible to meet this requirement with a slide gate through the spillway such as was proposed for the on-stream spillway in the dam previously proposed on Grady Ranch.

Very truly yours,

HARLAN TAIT ASSOCIATES

Richard G. Tait
Geotechnical Engineer 818
Expires 3/31/97

RGT:BJK
February 6, 1996

Mr. Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
Civic Center
San Rafael, CA 94903

Dear Mr. Haddad:

The following is submitted in response to the requests for additional information on the Lucasfilm Project which arose in the recent meeting respecting the "Transportation and Circulation Issues" section (pages 9 through 11) of the 12/27/95 Berman letter.

1 -- Project Trip Generation Rates. The project DEIR uses trip generation rates that were developed from traffic counts taken at the Skywalker Ranch. Standard professional practice prescribes that the rates derived from this kind of trip generation research be expressed in terms of total trips counted per each permanent employee present at the time the counts were taken. Total trips include not only those trips made by employees but all other trips as well. Other trips could include but not be limited to any of the following: trips made by guests, trips made by delivery vehicles; trips made by security and maintenance vehicles; etc.

The proper use of the trip generation rates developed for use in the DEIR is to apply them to the number of permanent employees proposed for the project. Application of these rates to the number of both employees and guests would produce a trip generation result that is not in accord with the trip generation research conducted at Skywalker Ranch. For example, the trip rate found at Skywalker Ranch was 2.88 daily trips per Lucasfilm employee. If all contract workers present on the day of the traffic counts were also included in the trip generation rate, the daily rate at Skywalker Ranch would be 2.43 daily trips per employee plus contract worker. The difference in the case of Skywalker Ranch would be to reduce the trip rate by about 15%.

The application of the trip generation rates needs to be consistent with the procedures used to collect the research data and with the norms of professional traffic engineering practice.

2 -- Significance Criteria. As required under CEQA the DEIR defines the criteria that will be used to determine when an identified impact is to be considered a significant impact. The DEIR designates the City of San Rafael standard of mid-Level of Service (LOS) D, Volume to Capacity Ratio (V/C) = 0.85, as the criteria to indicate significant impact at signalized intersections. This standard is more strict than is used by the County. In its acceptance of the Northgate Activity Center Plan, Board of Supervisors Resolution No. 84-501, the County set LOS D as an acceptable standard for its jurisdiction. This means that any LOS D result, V/C ratio up to 0.894, would be considered acceptable by the County.
Most of the intersections studied in the DEIR are County, not City, intersections. The DEIR incorrectly states that all of the intersections studied are within the City limits of San Rafael. The intersections of Lucas Valley Road with Mount Lassen Drive, Miller Creek Road, Las Gallinas Avenue and Los Gamos Road are County intersections. It would appear that for all County intersections a V/C Ratio that results in LOS D is an acceptable condition. For these intersections, Levels of Service E or F should be established as the criteria that determines a significant impact.

3 -- Highway 101 Southbound Ramps at Lucas Valley Road - Existing Conditions Analysis. According to the DEIR, the existing intersection operates with unacceptable LOS for the southbound off-ramp traffic. All other traffic movements are made with little or no delay through the intersection. A temporary traffic signal is recommended by the DEIR to mitigate the existing unacceptable condition. The DEIR states that "Depending on the expected time between construction of the proposed project and construction of these [freeway interchange] improvements, the short term benefit may not justify the cost of this [temporary traffic signal] improvement." ¹

The fair share contribution of the project to a temporary traffic signal would be based on the share the project traffic was of total traffic at the intersection. This calculation would result in the project having a 5.7% share of the costs of the temporary signal. The relatively small share that the project would contribute to the total cost of this questionable improvement would not provide for its actual construction. There is no way to know if the project could be approved and construction be completed before the temporary traffic signal would be replaced by the already approved reconstruction of the interchange. The contribution of the project to the installation of a temporary improvement with such questionable value suggests that the proposed traffic signal is not a useful mitigation measure.

4 -- Los Gamos Road at Lucas Valley Road. The DEIR recommends a traffic signal be installed at this intersection prior to the implementation of the Highway 101 southbound ramps improvement project. The traffic signal is scheduled to be installed as part of the Highway 101 interchange improvement program and to be funded by the Northgate Activity Center Plan traffic fee. There is a question on whether the project should be required to pay the traffic fee and the fair share cost of the specific improvement as well. Based on the project's share of total traffic the fair share cost would be 8.3% of the cost of the recommended improvements.

According to the DEIR cumulative year analysis, this intersection would need to be expanded beyond the improvements planned for in the Highway 101 southbound ramps project. The recommended mitigation measure is an added westbound left turn lane and restriping on the southbound leg of the intersection. This improvement would, however, be needed whether or not the project were developed. It is not clear why the added capacity is not included in the plans for the interchange project nor why the project should bear the costs of future year capacity that would be required whether or not the project were developed.

¹ Lucasfilm Ltd. Grady Ranch / Big Rock Ranch Master Plan DEIR, October 13, 1995, Page 5.7-22.
5 -- Las Gallinas Avenue at Lucas Valley Road - Long Range Cumulative Analysis. The DEIR finds the no project morning peak hour operation of this intersection to be LOS D, V/C = 0.86. The addition of project traffic would change neither the LOS nor the V/C ratio at this intersection. The DEIR requires the mitigation of the no project condition by adding an eastbound through lane.

As described above, this intersection is under County jurisdiction. LOS D is the County standard for acceptable intersection operation. The recommended mitigation is not required to meet County standards and should not be a requirement of the project.

6 -- Smith Ranch Road at Highway 101 Northbound Ramps. Long range cumulative analysis. The DEIR recommends adding a northbound left turn lane on the Highway 101 northbound off-ramp at Smith Ranch Road. The projected morning peak hour V/C ratio at this intersection would increase from 0.86 to 0.88 due to project traffic. The LOS would be D whether or not the project were developed.

LOS D is an acceptable condition under the standards adopted by the Board of Supervisors in Resolution No. 84-501. Based on the policy of the Board, the mitigation recommended in the DEIR for this intersection should not be required.

7 -- Northgate Activity Center Plan Traffic Mitigation Fee. The DEIR indicates that Master Plan approval would be conditioned upon the applicant paying its fair share of the costs of the recommended specific mitigation measures prior to issuance of a building permit. In addition, the DEIR also states that "the applicant would be required to pay the Northgate Activity Center Plan traffic mitigation fees based on 157 PM peak hour project generated trips." According to the information provided in the DEIR the project would not generate 157 afternoon peak hour trips in the Northgate Activity Center Plan area. Approximately half of the project's trip generation would be oriented toward the west on Lucas Valley Road or north on Miller Creek Road and would not pass through the Northgate Activity Center Plan area. Based on the project trip generation and trip distribution information from the DEIR, the project would add 77 trips to the Lucas Valley Road Highway 101 interchange in the afternoon peak hour. The Northgate Activity Center Plan traffic fee should be based on the 77 afternoon peak hour trips that the project would add in the Plan area. As provided in Board of Supervisors Resolution No. 84-501, the Northgate Activity Center Plan traffic fee is to be offset by 55% of the costs of other area wide improvements that are provided by the project.

Please call if there are any questions on any of the above.

Sincerely,

Robert L. Harrison

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2 Ibid., Page 5.7-21.
February 6, 1996

Tim Haddad, Environmental Coordinator  
Marin County Community Development Agency  
3501 Civic Center Drive, #308  
San Rafael, CA 94903-4157

Subject: Lucasfilm DEIR - 12/27/95 Requests for Additional Information

Dear Mr. Haddad:

This letter responds on behalf of Lucasfilm Ltd. to the requests for additional information contained in the Nichols-Berman letter of December 27, 1995.

**Response to Nichols-Berman Letter Request #A-8:**

**Midden Site.** A prehistoric burial, midden, and potential hearth site appears to have an intact cultural deposit at the location of a roadway and bridge across Big Rock Creek. Grading and construction activities could impact the 20 by 25 meter area, where prehistoric remains are located. Two alternative mitigation measures are suggested in the DEIR:

(a) **Relocate the roadway and bridge to completely avoid the location of the prehistoric site.** This mitigation measure would provide adequate protection for this cultural resource site and would not require intensive archeological evaluation. The lateral movement of the road and bridge would only be a short distance from the planned area. An archeological monitor would be present during ground disturbing activities to ensure that buried cultural deposits are not located along either side of the creek.

(b) **Prepare an archeological plan for excavation.** This would include the preparation of a research design and treatment plan for the determining the significance of the deposit. This site has been documented as possessing significant information of import in prehistory. The site was previously excavated and found to be heavily impacted; however, an undisturbed portion of the site that measures approximately 20 by 25 meters extends to the northeast.
Preferred Option. While either of the proposed mitigation measures appear to be feasible, Lucasfilm prefers to pursue option "b," which would not require any modification of the proposed site plan and would completely mitigate impacts to below the level of significance. This option is also the generally favored method of dealing with cultural deposits. This option provides for the maximum retrieval of scientific knowledge, while optimizing preservation of artifacts that might otherwise be lost or get deteriorated.

Petroglyph Sites. Two prehistoric petroglyph sites are identified in the DEIR, which would be impacted by the proposed project. Two alternative mitigation measures are suggested in the DEIR for both sites:

(a) Avoidance.

(b) Analysis, study, and recordation. Mitigation measure "b" would require documentation of the existing rock art with movement to a location nearby. Movement would occur while a professional archaeologist is present.

Preferred Option. While either of the proposed mitigation measures appear to be feasible, Lucasfilm prefers to pursue option "b," which would not require any modification of the proposed site plan and would completely mitigate impacts to below the level of significance. This option is also the generally favored approach to prehistoric petroglyph sites. While avoidance is the least intrusive, the character of the area would be visually impacted by construction of buildings and landscaping. Rock art sites were often chosen for visual or other characteristics. Avoidance might not provide for protection of the character of the sites, because the visual quality of the setting would be altered by construction of a building around the sites.

Treatment Plan. If measure "b" is adopted, we recommend that a treatment plan be prepared detailing the engineering approach for the removal which includes a method that would provide for the safety of the rock art. This plan would incorporate geological concerns relevant to the lithic material that the rock outcrop is composed of and be submitted to the county for approval.

Native American Monitor. We also suggest that this mitigation measure be augmented to provide for the presence of a Native American Heritage Commission monitor. The treatment plan would be submitted to the Native American Heritage Commission monitor for his/her review and prior approval. This would allow the Native American community a choice in the new location of the rock art.

Response to Nichols-Berman Letter Request #A-20:

Conflict with Trees. The DEIR suggests that there may be a conflict with planting trees in a purple needlegrass mitigation area. In fact, the two are not only compatible, but this is the native condition on the project site. According
to Shuford and Timossi (Plant Communities of Marin County, California Native Plant Society, Sacramento, CA, 1989, p. 12 ff):

"...oak savannah...has a tree cover less than 30 percent and consists of widely spaced clumps of oaks or isolated trees. These communities occur in dry areas in the interior of Marin County, particularly around Novato north of Big Rock Ridge...Oak savannah also may grade into chaparral and grassland."

**Background on Purple Needlegrass.** Purple needlegrass was formerly one of the dominant grasses in lowland California. The decline in its abundance is probably due to heavy grazing practiced by European settlers and continued today and due to agricultural, commercial and residential development. Heavy grazing facilitated the replacement of the native needlegrass grassland with a grassland dominated by non-native species. Drought may result in an increase of purple needlegrass due to lowered competition from non-native grasses. This is especially true after the termination of grazing. During years of average or above average rainfall, needlegrass seedlings do not compete as well against the non-native grass species and the native grasses do not increase.

In order to remain healthy, needlegrass requires either removal of the upper portions of its leaves by grazing, clipping, or burning, or requires the removal of thatch (a buildup of dead grass, leaves, and culm bases) that accumulates within the clump. This removal of either thatch or leaves stimulates new leaf growth, when light is able to activate buds at the base of the clump of bunch grass. Without this removal of thatch and/or leaves, the clumps of needlegrass decline in vigor, reduce seed output, and eventually perish.

Needlegrass is able to colonize bare or recently disturbed areas, but is not able to colonize areas consisting of a dense growth of non-native grasses and areas with a thick litter layer. Thatch does not appear to reduce the growth of non-native grasses, and they tend to promote the establishment of the thick thatch or litter layer. Without the removal of the thatch and the reduction of the non-native grasses, native grasslands are expected to decline.

**Restoration Plan.** We recommend that native grasses be planted in 100-square-meter plots. The purpose of planting these "islands" is to allow the natural spread of native grassland between the plots. Stands of purple needlegrass will be established by sowing seed, by planting plugs of seedlings grown in a nursery, or by planting plugs of native grasses excavated during construction. The planted areas may be grazed and/or burned (as described below) to expand the cover of native species.

**Site Preparation.** Site preparation will consist of diskng or other means of loosening the soil. Bare areas or areas of low plant cover that have not been compacted will be raked prior to planting in order to break the soil surface.
Seeding. Native grass seed will be collected onsite from the proposed development areas. Seeds from purple needlegrass will be collected when they become mature (usually in May and June, but sometimes in April). Seeds will be stored in a cool, dry location to ensure minimal loss of viability.

Seeds will be spread by hand over the surface of the soil and lightly raked in. The needlegrass seed is not conducive to spreading with a hand-operated, mechanical seed spreader. Raking the seed into the soil surface will cover the seed, thereby reducing loss due to foraging birds and rodents. Covering the seed will also keep the seed moist after rains and result in higher seedling establishment. Planting will occur in late October or November, prior to or immediately after the first rains of the season. Water will be provided by rainfall, and supplemental irrigation will not be required.

Establishment of Plugs. Plugs will be planted by two methods. First, native grass seeds that have been collected on the site will be sown in "planting plugs" and grown in a greenhouse for approximately three months. The plugs containing small clumps of grass seedlings will then be transplanted into the chosen locations on the project site. Second, clumps of native grass within proposed development areas will be collected, divided into smaller plugs, and transplanted. Collecting and planting will occur in late October or November, if possible. Supplementary irrigation will be provided if the plugs are planted during the dry season (April - early October).

Monitoring and Maintenance. The restored native grassland areas will be monitored for five years or until the performance criterion (percent establishment of needlegrass) is met. Additional plantings will be conducted if the performance criterion is not achieved within five years.

Annual Monitoring. Monitoring will be conducted by an approved biologist and will consist of estimating the mean above-ground aerial cover of the restoration areas, using standard vegetation sampling methods, such as the point-intercept method or plot sampling.

Establishment of the native grassland vegetation will be examined once a year. If cover is low, then additional plantings will be conducted to ensure that the plantings meet the performance standard within 5 years after the initial planting.

Mowing. The general consensus among experts is that native perennial grasses are unable to compete with introduced annual grasses, in the absence of disturbance. The long-term management objectives are to enhance the stands of native grasses, assist in the expansion of native grasses into areas dominated by non-native grasses, and reduce the populations of invasive plant species present on the site. Long-term management will focus on thatch management. Mowing will be used to manage the native grasslands. Areas under restoration to native grasslands would be mown a minimum of once every three years, or the areas could be subdivided such that each sub-area would be mown every
three years at a minimum on a rotational basis. Mowing would be done using a rotary mower pulled by a tractor with wide tires, to avoid compacting the soil.

Response to Nichols-Berman Letter Page Ref. 11: Trails System - Pedestrian path on the south side of the Big Rock reservoir.

Although the proposed pedestrian path on the south side of the Big Rock reservoir will have adverse impacts on wildlife, those impacts should be minor and below the level of significance. The path will be sufficiently set back from the reservoir, and the reservoir will be sufficiently screened with vegetation to minimize impacts. Because the ranch buildings are immediately adjacent to the north side of the reservoir, it is expected that whatever wildlife that will colonize this created environment will have acclimated to some human presence. The additional presence of occasional hikers on the south side of the reservoir is not anticipated to constitute a significant additional impact.

If you have any questions or need any assistance, please do not hesitate to call me at 510/236-6810.

Sincerely,

LSA ASSOCIATES, INC.

Roger D. Harris
Principal

cc: Douglas P. Ferguson
591 Redwood Highway, Suite 3250, Mill Valley, CA 94941
February 6, 1996

Tim Haddad, Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive #308
San Rafael, Ca 94903-4157

Re: Grady Ranch & Big Rock Ranch
Responses to Public Comments on D.E.I.R.
Our File No. 6364

Dear Tim:

This letter is in response to certain of the requests for additional project information which are contained in the 12/27/95 Berman Letter.

My responses are as follows:

Request #A-10 - Following is a breakdown of the site grading:

I. Grady Ranch

<table>
<thead>
<tr>
<th>General Area</th>
<th>Excavation</th>
<th>Embankment</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Main building, day care &amp; guest facilities</td>
<td>341,800 cu.yds</td>
<td>116,200 cu.yds</td>
</tr>
<tr>
<td>b. Ancillary building</td>
<td>77,100 cu.yds</td>
<td>7,800 yds</td>
</tr>
<tr>
<td>c. Berm</td>
<td>0</td>
<td>255,000 cu.yds</td>
</tr>
<tr>
<td>Sub-Total</td>
<td>418,900 cu.yds</td>
<td>379,000 cu.yds</td>
</tr>
<tr>
<td>10% Shrinkage</td>
<td>-41,900 cu.yds</td>
<td></td>
</tr>
<tr>
<td>TOTAL</td>
<td>377,000 cu.yds</td>
<td>379,000 cu.yds</td>
</tr>
</tbody>
</table>
II. **Big Rock Ranch**

<table>
<thead>
<tr>
<th>Item</th>
<th>Volume (cu. yds)</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Dam &amp; Reservoir</td>
<td>45,000</td>
</tr>
<tr>
<td>b. Roads &amp; Buildings</td>
<td>216,900</td>
</tr>
<tr>
<td>c. Berm</td>
<td>13,400</td>
</tr>
<tr>
<td><strong>Sub-Total</strong></td>
<td>275,300</td>
</tr>
<tr>
<td><strong>15% Shrinkage</strong></td>
<td>-41,300</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>234,000</td>
</tr>
</tbody>
</table>

It should be noted that the design concept involves constructing major portions of the buildings below natural grade for various reasons. This results in excavation which is used in the berms to either reduce totally or at least minimize the visibility of the buildings. Therefore, the size of the berms, especially on the Grady Ranch, is a function of the excavation for the buildings which cannot be changed.

It should be noted that fill slopes in some areas, in order to address certain site constraints, may be required to be steeper than 2:1. While general engineering practice allows unreinforced fill slopes to be as steep as 2:1, fill slopes with geotextile reinforcement are commonly constructed to slopes as steep as 1:1 and it should be noted that a reinforced earth slope steeper than 2:1 has been successfully used along the realigned portion of Lucas Valley Road easterly of the Grady Ranch.

It is planned to develop the improvement plans so that the earthwork (excavation and embankment) will balance on the Grady Ranch and on the Big Rock Ranch independently of each other.

Request #A-11 - The enclosed sheets 7A & 8A dated February 1, 1996 have been prepared in consultation with Richard Tait, of Harlan Tait Associates, to more clearly depict the extent of grading required for the remedial grading required in the E.I.R. such as in mitigation 5.1-1(a).

Request #A-17 - Marin Countywide Plan Policy EQ2.21 states in part "Roads, Road Spoils and Road Fill Slopes. No spoil from road construction should be deposited within the SCA". In order to perform stabilization and erosion control measures within the SCA,
some grading, including placing of engineered fills, will be employed. A strict interpretation of the policy would appear to prohibit use of excavated soil or rock from road construction where the identical material created by building site excavation or other excavation could be used. I believe this to be a misinterpretation of the Marin Countywide Plan. I believe the intent of the sentence "no spoil from road construction should be deposited within the SCA" is to prohibit the use of the SCA as a dump site for excess excavated material generated by road construction. I believe this to be true based on the use of the word "spoil" and the use of the word "deposited". I do not believe it is intended that material excavated from roadway construction should be prohibited from being used as a part of slope stabilization and/or erosion control measure within the SCA.

It should be noted that Grady Creek, during the prior dairying operation on the property, was encroached upon, resulting in serious degradation and obliteration of any semblance of a natural condition. This waterway will receive considerable enhancement and mitigation including possibly some fill material in order to return it to as natural a functioning stream as is possible; however, due to its current condition as related to prior development, the 100' wide SCA band has been reduced on this specific creek to 50' as provided in the Marin Countywide Plan.

I believe this addresses the three above-listed items; however, if you have any questions or desire additional information, please feel free to call on me.

Sincerely,

Irving L. Schwartz, C.E.

cc: Douglas Ferguson
    Will Harrison
    Richard Tait

Enc.

6364resp

I.L. SCHWARTZ ASSOCIATES, INC.
CIVIL ENGINEERING AND LAND SURVEYING
February 6, 1996

Mr. Tim Haddad
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

Re: Response to Lucasfilm EIR Fiscal and Economic Comments

Dear Mr. Haddad:

In response to your request for additional information and mentioned in the 12/27/95 letter from Nichols Berman, Sedway Kotin Mouchly Group (SKMG) is pleased to provide the following response to public questions and comments relative to the Lucasfilm EIR. Generally, our response falls into the following three broad areas: (1) fiscal revenues generated by the project far exceed the cost to provide public services; (2) there are substantial direct and indirect economic benefits of the project resulting from spending by Lucasfilm and its employees; and (3) the project is consistent with the Economic Element of the Countywide Plan.

Fiscal Revenues are Projected to Exceed Costs

The proposed Lucasfilm development is essentially a no-cost project to Marin County. The Lucasfilm project will provide significant fiscal revenues to Marin County while placing a relatively minor fiscal burden on County service providers. SKMG’s fiscal impact analysis concluded that the Project would generate an estimated $776,100 per year in recurring property taxes, sales taxes, and other revenue sources, while incurring an estimated $364,600 per year in costs to provide sheriff and school services to the property. However, only $500 of this amount represents a true cost to the County to provide sheriff services; the balance of $364,100 is related to the Project’s “impact” on the Dixie School District, which is not so much of a cost as it is a shifting of property tax funds (see pages 40 and 41 of SKMG’s March 14, 1995 report). Because of its commercial nature, the Lucasfilm project will not increase school enrollment (unlike a residential development), and thus will not impact school district expenditures.
Thus, the only real fiscal cost associated with this project is approximately $500 per year to provide sheriff protection, which is significantly less than the revenue the project is anticipated to generate. In fact, although the property tax base is restricted to a two percent annual increase under Proposition 13, thereby restricting the rate at which property tax revenues will grow, it would take approximately 350 years for the $500 annual cost to the county (increasing at 4 percent) to exceed the revenues generated by the project (increasing at 2 percent). Thus, revenues generated by the Lucasfilm development will far exceed the County's cost to provide services for an extended period - far beyond the life expectancy of the improvements.

In contrast, the alternative development (206 residential units) would demand many more services in the form of fire and police protection, school services, road maintenance, etc., compared to the Lucasfilm project. Further, there is no guarantee that the market value of the residential units would consistently appreciate at a rate exceeding the two percent maximum annual increase in assessed value allowed by Proposition 13. Hence, new service cost increases might not automatically be recouped upon the resale of the residential units.

**Economic and Fiscal Benefits are Substantial**

Unlike an alternative residential development of the site, the Lucasfilm project would provide substantial fiscal and economic benefits due to the commercial nature of the use. For example, the Lucasfilm project is anticipated to generate sales tax from the sale of goods on-site. In addition, the project will provide a significant economic benefit to the County resulting from consumer spending by Lucasfilm and its employees.

The total payroll for the 640 new employees of Lucasfilm is estimated at about $40 million per year. Because of the relatively high average salary of Lucasfilm employees, a majority will be able to afford Marin County's high housing prices. Since many of the employees are anticipated to reside in Marin County, much of the employee wage income will be spent within the county, serving as an economic stimulus as these wages are recycled in the Marin economy (the multiplier effect). As a result, additional local jobs will be supported with their attendant wage benefits.

In addition, Lucasfilm expends an estimated $70 million per year in the Bay Area region through expenditures to vendors and suppliers, generating yet additional multiplier benefits in the form of vendor and suppliers' employee wages and sales effects.

**Consistency with Economic Element of the Countywide Plan**

The Economic Element of The Marin Countywide Plan includes nine major objectives which outline the County's plan to "promote a sustainable local economy which will benefit present
and future generations...where residents have opportunities to enjoy the components of a high quality of life." The Lucasfilm project clearly fits the general objectives in the Countywide Plan in that it is a "clean" use providing a significant number of relatively high-paying jobs.

The Lucasfilm development is among the types of businesses specifically targeted for retention and/or expansion in the Countywide Plan (e.g. movie production, entertainment, and artistic production). The Lucasfilm project also has the potential for developing and expanding international markets for Marin products, another stated policy of the Countywide Plan. Further, the Lucasfilm project would increase exports from Marin County, again, consistent with the Plan.

The high employee wages and output that the Lucasfilm project will generate are also specified as desirable in the Countywide Plan. Finally, the results of SKMG's fiscal impact analysis, demonstrating that the Project will place virtually no financial burden on the County, is aligned with the stated policy of considering a project's "effect of production on local government revenues and expenditures."

If you have any questions, please feel free to contact either of us.

Sincerely,

Amy L. Herman
Principal

Kurt W. Fuchs
Senior Associate
February 6, 1996

Mr. Tim Haddad
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

RE: Lucasfilm Master Plan- Responses to Berman Letter Requests A-16, 17 and 24 and to Pertinent Additional Comments on Hydrology, Water Quality and Creek Stabilization/Restoration Issues

Nichols Berman, the project EIR consultant, has requested that Lucasfilm provide supplemental information on both the existing and post-project conditions on Grady Ranch and Big Rock Ranch. The information provided below supplements the initial project hydrologic assessments contained in three of our reports submitted to Lucasfilm:

Reference 1) Hydrologic Assessment for the Lucasfilm Master Plan, Marin County, CA. (June 30, 1993)

Reference 2) Hydrologic Assessment for the Lucasfilm Master Plan, Big Rock Ranch, Marin County, CA. (February 4, 1994)


Of the 25 items requested by Nichols Berman, items nos. 16, 17 and 24 pertain to project hydrologic impacts.

Berman Letter Request A-16: Provide a comparison of the well yield in both wet and dry years and also provide well tests in regard to water quality.

Response: A well pumping test was conducted on the single, on-site water supply well, identified as Well #9, in October 1990. The 3-day pump test yielded a continuous discharge of approximately 80 gallons per minute (gpm) with only minor drawdown. Following the active period of pumping and a 72-hr. recovery period, the initial well water level of 166 ft. (below ground surface) was re-established. Full recovery to pre-test groundwater levels indicated that pumping impacts were minimal and that the desired water supply could be generated reliably by the new well.
As noted above, the pumping test that was run on Well #9 was conducted in October 1990, which represented both the driest month of the year and the fourth consecutive year a major drought (1987-1992). Therefore, if the well and aquifer responded favorably under these severe drought conditions when groundwater recharge was minimal, it would fare even better during wet years.

**Berman Letter Request A-17: Quantify streamside conservation area to be disturbed.**

**Response:** The tabulation below of "disturbed" areas in the SCA's on the Grady and Big Rock Ranch planning areas makes the following assumptions:

1) The SCA setback on Grady Ranch, previously assigned by County staff, is 50 ft. from top of creekbank; while the SCA setback on Big Rock Ranch is 100 ft.

2) The 700 ft. of poorly-defined "drainageway" on Grady Ranch that is slated for culverting is not shown as a blue-line stream on the USGS quadrangle map and, therefore, is not covered by the SCA statutes.

3) Disturbances due to bridge crossings are not included in the tabulation, because they are authorized activities in an SCA according to the Countywide Plan statutes.

4) Two categories of disturbance appear in the table: the first is area of short term disturbance and the second is area of long term disturbance. The first category denotes the temporary encroachment of heavy equipment and non-hazardous materials (e.g. excavated fill or rock material, construction supplies) during the construction phase of the project. On Grady Ranch, this envelope of disturbance would extend roughly 20 ft. beyond the edge of the building envelopes and any designated slope grading or fill. Following completion of construction, and in the interim prior to the start of any winter season within a longer construction period, excess soil or other spoil material within this area of disturbance would be removed from the SCA. Erosion control measures (e.g. seeding, application of straw mulch or erosion control blanket) would then be applied to control surface erosion due to rainfall impact and overland runoff.

In the second, long-term disturbance category, building construction, culvert re-location (Loma Alta Creek culvert), and reservoir inundation affecting delineated SCAs would persist. The total acreage in this category represents the actual impact to SCA's in the planning area. To avoid confusion, the long term disturbance acreages cited in the table have not been included in the short term disturbance totals, even though it is obvious that the short term disturbance would also occur.
It should also be noted that in cases where the encroachment results in a loss of riparian habitat, new riparian plantings will be done along existing and newly created SCA or reservoir boundaries to mitigate for the loss. Such mitigation would occur in the form of the creation of a riparian floodplain within the Miller Creek channel as part of the creek stabilization/restoration work (see responses to comments on creek stabilization/restoration activities). It would also occur with willow plantings along newly stabilized hillslope drainages suffering from grazing-related gully development.

The existing degraded tributary channel in the eastern watershed on Big Rock Ranch is completely devoid of riparian tree growth due to channel instability. The restoration of this drainage would include extensive planting of quickly establishing willow cuttings, which would generate a true riparian habitat. The same is true for the middle reach of the easternmost tributary to the reservoir, where the existing, degraded drainage upstream of the eventually inundated reach would be stabilized and riparian habitat restored. In total, the acreage of newly created riparian habitat, which would no longer be exposed to the extensive pressures of cattle grazing, would mitigate for the bulk of the SCA area subject to long term disturbance. The exact area of created riparian habitat cannot be determined until a final restoration design is completed for the Miller Creek corridor.
### TABLE 1: SCA AREAS SUBJECT TO DISTURBANCE

<table>
<thead>
<tr>
<th>Site</th>
<th>Blue-Line Stream</th>
<th>Disturbed Area, ac.</th>
</tr>
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<tbody>
<tr>
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<td>Short Term</td>
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<tr>
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<td></td>
<td></td>
</tr>
<tr>
<td>Grady Ck.</td>
<td>No</td>
<td>No SCA designation</td>
</tr>
<tr>
<td>Tributary</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Grady Creek</strong></td>
<td>Yes</td>
<td>0.4</td>
</tr>
<tr>
<td>Roadway Connecting</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bridge Crossings @ Western Entrance</td>
<td>Yes</td>
<td>0.1</td>
</tr>
<tr>
<td>Loma Alta Creek/</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lucas Valley Rd.</td>
<td>Yes</td>
<td></td>
</tr>
<tr>
<td>Culvert Crossing</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Big Rock Ranch</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reservoir Tributaries</td>
<td>Yes</td>
<td>3.8 (Buildings)</td>
</tr>
<tr>
<td>Nicasio Creek</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Immediately D.S. of Dam</td>
<td>Yes</td>
<td>0.8</td>
</tr>
<tr>
<td>Project Totals=</td>
<td></td>
<td>0.4</td>
</tr>
</tbody>
</table>

* Long term disturbance area is not included in short term totals.

** The reach of Loma Alta Creek that is currently culverted will be restored at the same time the new 150 ft. long culvert crossing is constructed. The net loss of SCA will be 150 sq. ft. (0.003 ac.). The reason for the additional length of culvert required, as well as the net loss of SCA incurred, is the angle of the culvert crossing with respect to the re-aligned Lucas Valley Road. The alignment of the channel remains unchanged, so the angle of the culvert crossing underneath the roadway must change.
Berman Letter Request A-24: Describe the rationale for the culvert running under the Main Office Building on Grady Ranch.

Response: The existing drainageway is well-defined until it reaches the valley floor, just beyond the toe of the hillslope. Downslope of this point, which would coincide with the inlet for the culvert, the drainageway is not defined and runoff occurs as overland flow en route to the creek. It is not shown as a blue-line stream and, therefore, SCA guidelines do not apply. Furthermore, there is no riparian vegetation along the proposed culverted reach, so the loss of the drainageway would not incur any reduction in local riparian habitat. Some winter runoff is generated over the middle and upper reaches of the drainageway, so some means of conveying it across the site was necessary to eliminate potential nuisance flooding while accommodating the developable area constraints. In this case, the culvert option best addressed the site constraints at minimal ecological cost.

ADDITIONAL RESPONSES

I understand that certain additional requests for further hydrologic data have been made, which will be addressed under the following generalized headings:

1) Creek stabilization work and its relationship to watershed/site sediment yield and riparian habitat

2) Project impacts on peak flows and flooding (general and dam related)

3) Project impacts on groundwater recharge (via streambed infiltration) and water quality

Creekbank Stabilization, Sediment Yield and Riparian Habitat

A detailed explanation of the nature of channel erosion and instability on Miller Creek and its tributaries appears in Reference 1 (p. 7). In order to clarify some of the confusion resulting from the impreciseness of the DEIR statement regarding a significant increase in post-project site erosion, an expansion on the original discussion will be useful.

Impact 5.2-7 of the DEIR states: "Proposed grading for buildings, roads, creek bank stabilization, the dam and reservoir, and for landslide stabilization could have a significant impact on the streams by contributing a large volume of sediment to the streams. This is a significant impact."

It is certainly true that without a well-implemented erosion control and revegetation plan erosion and stream sedimentation could be significant. In the case of the creek stabilization work, however, the actively eroding and sediment-producing bed
(downcutting) and banks (slumping) would be stabilized using the most advanced principles of wildland stream restoration currently known or practiced. This stabilization would be implemented by actually re-creating the form and function of the Miller Creek channel as it would have existed before logging and cattle grazing led to the current degraded conditions.

A low flow channel and floodplain would be constructed nearly entirely within the existing overwide Miller Creek channel. Where new meanders are introduced, biotechnical revetments pioneered by Wildland Hydrology Consultants in Colorado would be constructed to protect against erosive forces, but only to the extent required to serve this function. Elsewhere the creekbanks would be graded to stable slopes and extensively revegetated, with vegetated floodplain terraces incorporated wherever site constraints permit. The bed of the stream would remain in its native sand and gravel condition.

Some existing reaches of Miller Creek, primarily well upstream of the proposed ILM facilities, are less severely degraded and will not require the same extent of stabilization or channel re-contouring. In these reaches, emphasis will be on local stabilization to save significant riparian trees and to prevent the development of large scale channel instability.

The focus with the proposed type of stream restoration is on the quick establishment of well-rooted riparian trees planted as cuttings during the winter months (e.g. willow, alder), rather than a "landscape" plan with larger but more vulnerable and nursery-bred trees. The reach of Miller Creek through Lucas Valley Estates testifies to the difficulty in achieving quick growth and long term revegetation success where a landscaping plan and extensive irrigation networks are implemented.

The biotechnical revetments, termed "native material (root wad) revetments" consist of logs, logs w/ root wads intact and large boulders, which are backfilled with stream sands and gravels. This matrix of alluvium and the more sturdy elements is planted with willow cuttings and other riparian species. With time, the planted trees become established, provide shade for the pools that are created in the meander bends, and their rooting systems anchor all of the constructed elements in place over the long term. The result is the creation of a healthy riparian corridor (augmented by overbank plantings of oaks, maples, sycamores and other native species) and a vastly improved aquatic habitat. The use of woody elements in the revetment produces alternating zones of scour and small eddies (pockets of low flow velocities and local sediment deposition), which are favorable habitat features. Those who are familiar with the Miller Creek corridor through the MacNarma and Grady Ranches know that much of the creek's lower valley reaches are currently unshaded.
A significant barrier to fish passage would also be eliminated under the planned restoration program. The twelve foot vertical drop below the existing Grady Ranch access bridge would be removed and a stepped boulder cascade constructed in its place. The cascade would consist of a number of low drops with intervening resting pools to facilitate fish passage. The final design would be subject to approval by the Department of Fish and Game.

For other restoration measures and the actions proposed to save existing riparian trees within the Miller Creek corridor, refer to Reference 1 (pp. 7-12). Similar measures for creek restoration are cited in Reference 2 (pp.12-20). Schematics of the restoration measures, including the approximate placement of stabilization elements and riparian plantings, and the typical shape of the restored channel reaches are shown in References 1 and 2. The exact details concerning the restored Miller Creek alignment, cross-sections and position and length of native material revetments will become available during the later stages of the development planning process.

Impacts on Peak Flows and Flooding

Comprehensive analyses of watershed peak flows for the existing and post-project conditions on Miller Creek, Grady Creek and the three Nicasio Creek headwater tributaries on Big Rock Ranch are available in References 1 and 2. There are three reasons that the increases in peak flows are minor to indiscernible:

1) The on-site impervious surface coverage relative to the large areas of open space and the quick runoff response of the shallow native soils on the hillslopes, where most of the development is proposed, combine to minimize the increase in runoff potential. This is embodied in the runoff coefficient "C" value.

2) For significant rainstorms (e.g. 10-yr. return period and up), the response of the watershed soils becomes much more like that of impervious surfaces, particularly where the soils are shallow over bedrock - precisely the condition that exists in the Master Plan area.

3) There are very few storm drain proposed for the development areas, with maximum reliance on existing and restored drainage ways for stormwater conveyance. Without the installation of an extensive storm drain system, as has been constructed for most of the residential subdivisions elsewhere in Marin Co. (thousands of feet of storm drain construction vs. a few hundred on the Lucasfilm lands), the concentration time for runoff is not significantly affected. The rainfall intensity, "i" used to compute peak flows corresponds directly to this time of concentration for runoff.

The frequency and magnitude of severe floodflows on Miller Creek would not discernibly increase due to project implementation.
There would be a minor increase in the magnitude of flows during minor to moderate flood events. Here, the term "flood" is used to denote a certain increase in the magnitude of creekflow in response to a runoff event, not to flood damage.

With regard to Nicasio Creek flooding during a dambreak scenario, two factors are absolutely critical in evaluating the flooding potential:

1) The existing dam was not designed in accordance with accepted engineering design practice, specifically with regard to stability in the event of a significant earthquake. Thus, the likelihood that downstream reaches would undergo severe flooding and property damage under existing conditions during a severe earthquake is high.

2) The proposed, expanded dam and reservoir would be designed and constructed under currently accepted earthquake and geotechnical engineering guidelines. It would also be subject to design review, construction supervision and monitoring by the State Division of Dam Safety.

3) The new dam would include a dewatering pipe that would enable the reservoir to be drawn down gradually in the event of a major earthquake or any other catastrophic event. The existing dam doesn't have this capability.

Impacts to Groundwater Recharge and Water Quality

The pumping test conducted in October 1990 (driest month of the fourth year of a drought) on the well on Big Rock Ranch indicated that the proposed rates of groundwater withdrawal would not diminish the aquifer level. What this also means is that the hydraulic gradient and the magnitude of discharge from the groundwater system into downslope creeks and the reservoir would not diminish. There should not, therefore, be any impact on the magnitude and frequency of reservoir spills into Nicasio Creek, nor on the flows available for streambed infiltration along the lower reaches of the creek along Nicasio canyon. Since alluvial aquifers that serve downstream well users are recharged in this way, there would be no discernible impact on well yields due to pumping on Big Rock Ranch.

Discussions of post-project water quality concerns and substantive measures to minimize impacts on creek water quality are presented in References 1 (p.12-13) and 2 (p.21-22). As noted in the DEIR, all measures proposed will have to comply with the Best Management Practices (BMPs) compiled by the Regional Water Quality Control Board and will be evaluated by the Marin County Department of Public Works. The Skywalker Ranch maintenance foreman indicated that where underground parking garages are used, no stormwater drainage is allowed into the parking areas. When oil spills do occur, absorptive mats and materials included in their
approved hazardous materials inventory are used to clean the contaminants, and the used materials are properly disposed of. Even with this level of care, the final design for the future underground parking facilities will include drains fitted with oil and grease separators subject to periodic monitoring and maintenance.

In addition to the oil and grease traps proposed for outdoor parking lots, the use of grassed swales will be maximize as site constraints permit. Grassed swales are preferred by Regional Board staff due to their limited maintenance requirements and high efficiency.

If you have any questions regarding these responses, please don't hesitate to call.

 Yours truly,

[Signature]

William B. Vandivere, P.E.
RCE #35613
# Grady Ranch

<table>
<thead>
<tr>
<th>Phase No.:</th>
<th>1</th>
<th>2</th>
<th>3</th>
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<tbody>
<tr>
<td>Main Building and Gate House</td>
<td>Guest Facilities and Daycare/Recreation</td>
<td>Ancillary Building</td>
<td></td>
</tr>
</tbody>
</table>

**Scope of Work**

- Lucas Valley Road realignment
- Main creek stabilization
- Elary bridge
- Gully stabilization
- 25' sub-woody lateral road and utilize to other bldgs
- Retozone fire road to weir
- Building and landscaping

- Site work
- 2 bridges
- Gully stabilization
- Cob walls
- Pool
- Tennis courts and retaining walls
- Building and landscaping

- Site - road, gate, gully stabilization
- Retaining walls
- Building and landscaping

**Bldg. Square Footage**

| 265,000 + 500 = 100,000 |

**Parking**

- 330 space garage

| 32 + 38 = 70 space garage parking |

**Subphasing**

- 1st: Misc grading, berms, site bridge, road, creek, and utility development - 6 months
- 1st: Building construction and landscaping - 18 months
- Overlap Total - 22 months

| 31,000 + 20,000 = 53,000 |

| 50,000 |

| 50,000 sq. ft. |

| 13 months |

| 9 months |

# Big Rock Ranch

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<tr>
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<th>5</th>
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<td>Archives and Maintenance</td>
<td></td>
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</table>

- All site work - grading, fire roads, reservoir, roads, culverts, cut and cover tunnel, walking paths
- Building and landscaping

| 109,000 |

| 70,000 |

| 300 spaces in 2 level garage |

| 69 grade |

| 6 months |

| 9 months |

| 4th Building and landscaping - 14 months |

<p>| Overlap Total - 18 months |</p>
<table>
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<th>Phase No.:</th>
<th>Phase:</th>
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<tr>
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<td>Peak Workers per day - Site</td>
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<td>30</td>
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<tr>
<td></td>
<td>125</td>
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<td>65</td>
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<td>Peak Period Duration</td>
<td>8-10 months</td>
<td>7 months</td>
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<tr>
<td>Grading and Excavation</td>
<td>Complete grading for main office building and barn 6 weeks</td>
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<tr>
<td>Duration @ Grady Ranch</td>
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<td></td>
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<tr>
<td>Type of Trucks (same for all phases)</td>
<td>Transfer gravel truck, Earth moving equipment transport trucks, Concrete trucks, End dump truck, Pile driving rig</td>
<td>Pile transfer truck, Semi flatbed trucks, Cranes and boom trucks, Concrete pump trucks, Semi-trailer trucks</td>
</tr>
<tr>
<td>Date: January 31, 1996</td>
<td></td>
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</tr>
</tbody>
</table>

Page 2 of 2
BASELINE DOCUMENTATION REPORT

FOR SKYWALKER RANCH

Prepared for:
Marin Agricultural Land Trust
P. O. Box 809
Point Reyes Station, CA 94956

Prepared by:
Lisa Bush and Associates
P. O. Box 1843
Sebastopol, California 95473

June 10, 1994
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II. Topographic Map and Assessor's Parcel Maps
III. Soil Map and Soil Descriptions
IV. Photograph Descriptions and Photographs
V. Easement
Summary Information

Owner: Lucasfilm, Ltd.
Contact person: Tom Forster, Manager of Ranch Operations
Phone number: (415) 662-1704
Property Address: 5858 Lucas Valley Road
Nicasio, CA 94946
Mailing Address: P. O. Box 2009
San Rafael, CA 94912
Date of easement acquisition: June 4, 1985; August 26, 1993
Assessor’s parcel #s and acreages:
121-100-20 9.80 acres
121-100-23 314.27 acres
121-100-25 331.00 acres
121-110-05 200.00 acres
121-130-21 1,534.52 acres
121-240-03 29.16 acres
121-240-18 20.40 acres
121-250-32 36.65 acres
121-250-38 74.77 acres
\[\text{Total: 2,550.57 acres}\]

Major watershed: Lagunitas Creek, above Nicasio Reservoir

Type of land use: Approximately 80 acres are grazed by heifers, 140 acres are grazed by Skywalker Ranch longhorn cattle, and 600 acres are grazed by horses. The remaining 1,730 acres are used for open space.

Zoning: ARP-20, ARP-30 and ARP-60

Location description: East of Nicasio, northwest of Big Rock, at West Marin/East Marin boundary.

Introduction

The purpose of this report is to document physical features, improvements, property condition and land use on Skywalker Ranch, that are related to the MALT agricultural conservation easement. Skywalker Ranch is the site of film production facilities owned and operated by Lucasfilm Ltd. These facilities and related development are concentrated in approximately 128 acres in Bulltail Valley. The development area occupies 5% of the total ranch acreage, and is excluded from the agricultural conservation easement. The location of the easement boundary is shown on the aerial photograph, in the appendix. Portions of the easement boundary are delineated on the ground by fences, but in most areas there is no physical separation between development and easement areas.
Though the easement was acquired by MALT in 1985 a comprehensive baseline report was not prepared at that time. An aerial photograph taken in February, 1985, on file in the MALT office, provides photographic documentation of Skywalker Ranch at the time that the easement was acquired. This report is based on field visits conducted by Lisa Bush, MALT Land Steward, on April 12, 13, 21, and May 3, 1994. Heavily wooded, steep, and remote areas were not examined because of limited access and visibility.

Observations made during these visits, and conversations with Skywalker Ranch staff, are the basis for the text of this report. An aerial photograph taken March 5, 1993, and photographs taken during the field visits, document the present physical appearance and condition of the property. Roads, fences, and approximate property line locations are shown on the aerial photograph in the appendix. Supplemental information was provided by published reports.

Property Description

The portion of Skywalker Ranch that is within the MALT agricultural conservation easement consists of nine parcels, totaling 2,550.57 acres. These 2,550.57 acres, exclusive of the development area in Bulltail Valley, will henceforth be referred to as the property. The eastern side of the property includes the northwestern part of Big Rock Ridge, which marks the boundary between East and West Marin. The property consists of two major sections, the southern part, which is below the Grant Boundary line on the USGS Topographic Map (see appendix), includes six parcels, totaling 1,695.57 acres. The northern part, above the Grant Boundary line, includes three parcels totaling 855 acres. These two sections join at Big Rock Ridge.

The northern part includes the northwestern end of Big Rock Ridge. This part of the property drains into Halleck Creek, which flows along the north side of Big Rock Ridge. Redwood Canyon flows along the southern side of the ridge into Halleck Creek. In the southwestern portion, drainage is mostly into Nicasio Creek, via several unnamed tributaries. The main tributary, most of which is within the development area, flows through Bull Tail Valley. Several smaller tributaries to Nicasio Creek drain the remainder of the southern part of the property.

Topography is steep throughout the property, and elevations range from 340 feet along Halleck Creek to 1,575 feet at the northern boundary.

Improvements

Improvements include roads, fences, water sources, a television transmission station, and a small observatory near the eastern boundary.

The southern part of the property can be accessed via the main entrance on Lucas Valley Road, or from several dirt roads, all of which are secured by locked gates. One of these dirt roads originates between the northern and southern parts of the property, off Rancheria Road by Halleck Creek. This road enters the property on the 74.77 acre parcel to the north of Shroyer Mountain. There are also dirt roads which connect the property with Big Rock ranch to the east; the Rogers property at the northwest corner; the Scapozzi property, along the northern edge of the southern part; and with the Irving and Merz property, which was formerly part of Skywalker Ranch.

The northern part of the property is extremely steep and there are no roads. This part can be accessed from the Tocalino property to the north, or by foot, from properties to the
south, above Halleck Creek. Some of the less remote roads are partially surfaced with rock. The Marin County Fire Department periodically grades some of the roads to maintain access. Most of the road surfaces are in fair to good condition, however, there are numerous locations where inboard drainage ditches and unprotected culvert outlets have caused gullying.

Fencing includes perimeter fencing along some of the boundaries, and deer and livestock fencing in the interior of the property. The deer fence, which is six feet tall, is constructed of woven wire and high tensile wire, and excludes deer from the development area and some of the adjacent pastures. Wooden and wire sheep fencing follows the development area boundary on the north side of the main house and Technical building, and along the western side of the development area. Behind the stables, the development boundary is not delineated with fencing. Here the development area is included within a livestock pasture. Approximately two-thirds of the southern side of the development boundary is delineated by the deer fence, but near the main house, this fence was constructed approximately 1,000 feet south of the boundary. No cross fences outside of the deer fence are presently maintained. There are remnants of old fence lines that have been allowed to deteriorate in several areas. Within the deer fence there are five livestock pastures.

The only buildings within the easement area are a small metal observatory near the boundary with Big Rock ranch, and a small wooden shed that houses a television reception station on Shroyer Ridge Road.

Water sources include several wells and a small farm pond near the southeastern corner.

Soils and Vegetation

**Vegetation** - Vegetation types include grassland, shrubland and forest. Approximately 1,170 acres support woody vegetation, and the remaining 1,380 acres are grassland. In some areas, plant communities fit Holland (1986) descriptions, and in other areas vegetation types intergrade extensively, forming variable complexes of plant species. The following Holland community types, or their indicator species, occur on the site: Upland Redwood Forest, Mixed Evergreen Forest, Coast Live Oak Woodland, Northern Coastal Scrub, Northern Mixed Chaparral, Non-native Grassland, and Northern Riparian Scrub. Some inaccessible areas were not visited and additional plant communities may exist on the property. Significant stands of native perennial grasses, that do not fit a Holland community type, occur within the Non-native Grassland, and in more distinct stands at the margins of forested areas.

Dominant forest species include Douglas-fir (*Pseudotsuga menziesii*), coast redwood (*Sequoia sempervirens*), California bay (*Umbellularia californica*), coast live oak (*Quercus agrifolia*), and madrone (*Arbutus menziesii*). Less common tree species include big-leaf maple (*Acer macrophyllum*), canyon live oak (*Quercus chrysolepis*) and California bay (*Umbellularia californica*).

Grasslands are composed of a mixture of forbs, non-native annual grasses, and native perennial grasses. On Shroyer Ridge, in the southeast corner near the pond, in parts of the northern section, and in various other locations throughout the property, grasslands are dominated by purple false-brome (*Brachypodium distachyon*), a small non-native annual grass that is unpalatable to livestock. In some areas, it occurs where soils are poor and thin. Along the northern boundary by the Tocalino property, there are large patches of purple false-brome on the Skywalker Ranch property, but there is no sign of it right
over the fence on the Tocalino property. This is an interesting occurrence because unpalatable plants are normally thought to increase under grazing, but the Skywalker property is virtually ungrazed, while the Tocalino property is grazed by beef cattle. The stands of purple false-brome may have become established at an earlier time when the Skywalker Ranch was grazed. The widespread occurrence of this uncommon grass on the Skywalker Ranch property is relevant to the MALTC Conservation Easement because, as a poor forage plant, it represents diminished agricultural value.

In the Shroyer Ridge area, grasslands also include more palatable annual species, as well as scattered clumps of native perennial grasses. Native grass species that were noted in this area include purple needlegrass (Nassella pulchra), California oatgrass (Danthonia californica), California melic (Melica californica), blue wildrye (Elymus glaucus), California brome (Bromus carinatus), and Idaho fescue (Festuca idahoensis).

In the northern part of the property, patches of purple false-brome, storksbill (Erodium spp.), and other low quality forage plants occur on hilltops and exposed slopes, and in areas with poor, thin soils. In swales and protected areas, such as north facing slopes and at forest margins, better forage species are found. These include wild oats (Avena sp.), purple needlegrass, Idaho fescue, California melic, ripgut brome (Bromus diandrus), California oatgrass, blue wildrye, California brome and Italian ryegrass (Lolium multiflorum).

At the northwestern end of Big Rock Ridge and in other scattered locations, there are patches of Coastal scrub and Northern Mixed Chaparral. Most of the Coastal scrub is dominated by coyote brush (Baccharis pilularis), but also includes California sagebrush (Artemesia californica), sticky monkeyflower (Mimulus aurantiacus) and other species. This part of the ridge is inaccessible and was viewed from a distance.

Vegetation acreages were measured from aerial photographs with a planimeter and should be considered estimates only for the following reasons: 1) the photographs are enlargements and are approximate in scale; 2) the photographs are distorted at the edges; 3) planar acreages were measured, but due to steep topography, actual acreages are greater than those measured from photographs in some areas.

Agricultural weeds - Several species of agricultural weed pests were noted during the site visit, including Italian thistle (Cardus pycnocephalus) and purple starthistle (Centaurea calcitrapa). Italian thistle is found throughout the property in very small patches. Purple starthistle is concentrated in the southeastern corner of the property, outside of the deer fence. Purple starthistle is the only one of these two weeds that poses a threat to forage quality. It appears to be restricted to grazed areas, and could be a contaminant from imported feed. It is apparent from Lucas Valley Road that the adjacent Big Rock Ranch is heavily infested with this plant. It has probably spread onto Skywalker Ranch from Big Rock Ranch.

Soils - Seven soil map units are represented on the property. Primary map units include Saurin-Bonnydoon complex, Bonnydoon Variant-Gilroy-Gilroy Variant loams, and Tocaloma-McMullin complex. Soil map units in the northern part of the property are limited to Saurin-Bonnydoon complex and Tocaloma-McMullin complex, while soils in the southern part of the property are composed of a mosaic of these units and Bonnydoon Variant-Gilroy-Gilroy Variant loams, Dipsea- Barnabe very gravelly loams, Gilroy-Gilroy Variant-Bonnydoon Variant loams, Los Osos-Bonnydoon complex, and Tocaloma-Saurin association.
In the Saurin-Bonnydoon complex, Saurin clay loam occurs on convex side slopes and Bonnydoon gravelly loam occurs on ridgetops. Bonnydoon gravelly loam is a shallow, excessively drained soil, derived from sandstone or shale parent material, that overlies fractured bedrock. Saurin clay loam is moderately deep and is also derived from sandstone and shale. This soil unit has a high erosion hazard. Textural and depth differences between these two types probably have a strong influence on the grassland composition in the northern part of the property. Bonnydoon Variant-Gilroy-Gilroy Variant loams are an intricate mixture of numerous soil types. General characteristics are similar to Saurin-Bonnydoon complex. Both of these map units support mainly grassland vegetation.

Tocaloma-McMullin complex is composed primarily of Tocaloma loam and McMullin gravelly loam. Both of these types support mainly woody vegetation. Slopes are very steep in this unit (50 to 75%) and erosion hazard is high. Complete soil descriptions are included in the appendix.

Soil Erosion - At the time of the site visit, vegetative cover was good throughout most of the property, except on rocky ridgetops where soil development is poor. Erosion sites that were noted within the southern part of the property were mostly related to inadequate road drainage on unpaved roads. Since most of roads were constructed in steep terrain, gully ing of inboard ditches and at unprotected culvert outlets is the most common problem. Most of these problems are relatively small-scale and were not individually documented.

There is an active headcut and discontinuous gully west of the hairpin turn in the road at the north end of the development envelope. This gully may be within the development area, but since there is no clearly designated boundary, this is not clear. There is another active headcut below the pond in the southeastern corner that appears to have been caused by concentration of runoff on an old road.

Slide scars are visible throughout the property. In the northern part, there are numerous deep, active, slides and gullies in the deep colluvial deposits in concave hillslopes. Some of these may have been triggered by intense storm events, such as those that occurred in 1982 and 1986. However, at the southern edge of the northern part, where there are horse trails that cross concave slopes, it appears that the horse trailing may be exacerbating erosion problems. There are also several areas where surface soil layers have been removed by horse trails. Except for these localized problems, vegetative cover in the northern part was good at the time of the site visit.

Land Use Information

Current Land Use - The northern parcels, which total approximately 600 acres are leased to the Halleck Creek Riding Club, a non-profit organization which leads horseback riding trips for disabled children. Pastures totaling approximately 140 acres, in the interior of the property near the development envelope are used by Skywalker Ranch staff to graze a herd of 12 longhorn cattle. The southeastern corner of the property by Big Rock Ranch is grazed by heifers that belong to Tony Silveira, who leases Big Rock Ranch. The remainder of the property that is within the MALT easement is presently unused.

Historic Land Use - Skywalker Ranch is composed of properties that have previously been under different ownerships. A majority of the property constituted what was formerly known as Bulltail Ranch, and was the site of a former dairy. According to the

Skywalker Ranch Baseline Documentation Report
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Agricultural Management Plan prepared by Royston, Hanamoto, Alley & Abey in 1980, at one time, a herd of 500 beef cattle were raised on an estimated 806 grazable acres.

**Surrounding Land Use** - Surrounding land use is primarily residential ranchette development, and dairy and beef production.

**Related Information**

*Conservation practices* - Not known.

*Mining or excavation* - There are no quarries on the property.

*Dumps* - There are several areas where refuse has been dumped in the past...

*Timber harvesting* - There are no signs of timber harvesting.

*Livestock leases* - The Halleck creek Riding Club leases the northern part of the property.
Signatures and Acceptance

This is to certify that we, Lucasfilm Ltd., Property Owner and Lisa Bush, duly authorized agent of the Marin Agricultural Land Trust, do accept and acknowledge this document including the attached photographs as being, to the best of our respective knowledge, an accurate description of the physical features, improvements, condition and uses of the subject property, as it relates to the Deed of Agricultural Conservation Easement and Development Rights conveyed by Lucasfilm Ltd. to the Marin Agricultural Land Trust on June 4, 1985, and August 24, 1993.

Lucasfilm Ltd., Property Owner

[Signature]
by Tom Forster, Manager of Ranch Operations

[Signature]
Lisa Bush, Land Steward,
Marin Agricultural Land Trust

Approved by:

[Signature]
Robert Berner, Executive Director,
Marin Agricultural Land Trust
March 20, 1996

Tim Haddad, Environmental Coordinator
MARIN COUNTY DEPARTMENT
  OF COMMUNITY DEVELOPMENT
3501 Civic Center Drive, Room 308
San Rafael, CA  94903-4157

Re: Lucasfilm EIR: Additional Project Description Information

Dear Mr. Haddad:

This letter responds to your requests for further information as set forth in the enclosures to your letter of February 20 and in related conversations:

1. Further Description of Activities. Further detail has been requested respecting the activities which would take place in the Grady Ranch Office Building and Ancillary Building and in the two Big Rock Ranch office buildings.

   Following receipt of your letter, a site visit of the Industrial Light and Magic facilities took place for the purpose of answering the questions raised in the Bay Area Economics letter which was one of the enclosures to your 2/20 letter. It is my understanding that the visit was useful in serving that purpose, and that the attending Lucasfilm representatives again underscored (as did my 2/07/96 letter to you responding to earlier requests for additional information) the fact that the activities being viewed were illustrative but not determinative of such activities as will, over time, likely take place on the Grady and Big Rock Ranches.

   Any detailed description of activities which Lucasfilm could provide at this time would potentially be misleading if not accompanied by an equally detailed listing of the possible modifications in such activities which might in the future result from changing technologies and business methods. Lucasfilm currently develops, produces and distributes (and services others who also develop, produce and distribute) images and/or sound for exhibition in all media. In addition, Lucasfilm currently licenses audio and video technology to the professional and home theatre markets and assures the highest presentation quality of visual entertainment in motion picture theatres and various home delivery media. Its customers and the market in which it provides it products and/or services are the result of business strategies that emerge out of an ever-changing entertainment industry climate. The precise means by which Lucasfilm exercises its business activities as the years progress, therefore, are not capable of a fixed definition.
For these reasons the most reliable description of the activities proposed for the Grady Ranch Office Building and Ancillary Building and for the two Big Rock Ranch Office Buildings is the following generic categorization:

* Building occupants shall engage in all activities necessary to create, distribute and exploit visual information, text and sound for exhibition in any and all media. This effort as conducted on the subject properties will not, however, include the physical mass reproduction of the medium (e.g. disks, videotapes, books, etc.) in which such visual information, text and/or sound are ultimately exhibited.

* In addition to these activities, other attendant activities shall include but not be limited to sales, marketing, distribution, administration, accounting, technical, food services, business and other support and hospitality activities, as well as the activities necessary for the maintenance and operation of the physical plant and other activities taking place on the land or in the buildings located on the land.

* While the precise nature and description of such activities may shift over time, in response to changing technologies and distribution methods, such activities shall remain such as are consistent with office-based uses in that they shall not involve industrial or manufacturing functions.

* This generic categorization of the activities proposed for the project buildings is Lucasfilm's best effort at a reliable description of such activities. Nothing contained in Lucasfilm's prior Master Plan application documentation, or in the description of project activities contained in the DEIR, should be deemed to limit the foregoing generic description of future project activities. The following specific responses to certain of the questions raised in the enclosures to your 2/20/96 letter are also subject to this overriding observation.

Lucasfilm's previous reference to the "other functions associated with producing images and/or sound for exploitation in any and all media" refers to activities which are directly or indirectly necessary to fulfill and/or support the business of creating, distributing and exploiting visual information, text and/or sound for exploitation in any and all media. The scope of those "other functions" would not include the physical mass reproduction of the medium in which such visual information, text and/or sound are ultimately exploited. Such functions shall include but not be limited to all of the necessary support and hospitality functions required to fulfill the business activities as well as the maintenance and operation of the specific buildings and the Ranches in general.

The activities currently and reasonably foreseeable to be directly associated with creating visual information, text and/or sound will primarily take place at so-called
digital workstations, and located in the rooms and spaces that are typically found in office uses. The creation of visual information will include activities necessary for the recordation of images and sounds for subsequent digital manipulation. With respect to audio, there may be voice, music or sound effects recordings which are accomplished in rooms best suited to achieve the highest audio play back quality. Image creation can involve photographic and/or digital recordation of imagery in rooms of various size volume.

Other spaces necessary for these activities include rooms for previewing and reviewing work in progress so that there will be screening rooms of different sizes, including but not limited to rooms which can reproduce the presentation of the media in which the work will be contained.

Regarding the request for information regarding the activities conducted in the “blue screen rooms” and other on-site activities necessary to support the use of the blue screen rooms, please note as follows: the “blue screen rooms”, which are better termed “image recordation rooms”, are intended for photographic and/or digital image capture. The varying sizes of these rooms are necessary to allow for those situations when it is necessary to replicate the same perspective and distance relationships between the recording instrument and the subject of the image capture that may have been established in other recordations taken at a different location or in a digitally created “virtual” set. The need for large scale construction of physical sets are not expected, although the need for small set pieces may be occasional.

Special mechanical equipment necessary to operate image recordation rooms will include ceiling lighting grids that can create any necessary lighting required for the image recordation.

Once images have been captured they will be provided to artists, technicians and engineers at digital workstations elsewhere in the facility for manipulation, animation, composition, processing, editing, and other activities necessary in order to create the final image that may be required. The mass production of the final fixed images as they will appear in the distribution media in which they are intended will not take place at these facilities.

In response to the inquiry regarding mechanical or chemical processes, please note as follows: these facilities will not be manufacturing or mass reproducing finished products for sale directly to consumers. Until such time as the recordation of images can be done completely digitally and/or electronically, there will be some photo chemical and/or photographic activities in the image recordation rooms. There will not be any photo chemical film processing labs which would be manufacturing photographic prints for distribution. Except to the extent mechanical or chemical
processes are used by artists in paintings, sculptures, physical miniatures and set pieces as may be required for reference or direct image recordation, no other mechanical or chemical processes are expected to be involved in the activities required to fulfill business occurring at these facilities.

2. **Workforce Headcount.** Further clarification has been requested on “the mechanism that would be implemented to guarantee a maximum of 640 employees and guests on Grady Ranch and Big Rock Ranch”.

As indicated in “Response to Request A-3” on page 5 of my 2/07/96 letter written to you on behalf of Lucasfilm, the proposed headcount limitation of 640 persons has been calculated with respect to Lucasfilm employees and regular (i.e. daily) service personnel. The number of such employees/personnel in Lucasfilm’s current employment can and will be monitored by reference to company records. If the number of such employees/personnel exceeds 640, appropriate measures will be taken to conform to that agreed limit.

3. **Landscaping Details.** Further landscaping details have been requested in connection with the EIR consultant’s proposed preparation of two additional photomontages.

Lucasfilm’s architect is preparing and will forward under separate cover a copy of the Preliminary Landscape Plans which shows the estimated heights and size of the proposed trees and landscaping elements. In preparing this additional documentation, the architect will attempt to comply with the EIR consultant’s request that he “take into account mitigation measures in the draft EIR that recommend revisions to the Landscape Plan”, which we understand to be those measures contained in proposed mitigations Nos. 5.3-1(a), 5.3-2(a),(b),(c) & (d), and 5.3-3. The DEIR also suggests a revision in the grading plan to change berm contours which are categorized as “unnatural”, but this recommendation is so imprecise that it cannot be implemented in the architect’s response. We would submit, in any case, that the contours of berms should be analyzed as landscaped rather than on the “worst case” assumption that no landscaping is planted. To do otherwise could, in the opinion of Lucasfilm’s consultants, result in awkward and inappropriate grading designs.

In order that such photomontage work as is produced by the EIR consultants be as consistent as possible with the various application documents, Lucasfilm requests the opportunity to review that work prior to its inclusion in the final EIR.

4. **Miscellaneous Clarifications:** You have requested that I set forth the clarifications which Lucasfilm and its consultants believe are necessary to improve certain sections
of the DEIR. They are as follows:

**DEIR page Ref.**

3.0-5 Ref: 5.1-4: Lucasfilm's geotechnical consultant believes a confusion may exist between "sempentinite" rock (which has been encountered in subsurface exploration at Big Rock Ranch, but doesn't necessarily contain fibrous [asbestos-form] serpentine) and "serpentine" rock such as is referred to here and elsewhere in the DEIR.

5.1-9 Ex.5-1.4: The geotechnical consultant also suggests that the table set forth on this page is outdated, with excessively high numbers for "maximum predicted earthquake" occurrences.

5.1-15 Ref: 5.1-1: The geotechnical consultant also questions the statement that "(a)approximately 50 active and dormant landslides have been mapped in the proposed development areas". Does this refer to areas of actual construction, or to the entire area not being dedicated to open space uses?

5.1-20 Ref.5.1-2: In the penultimate sentence of the second paragraph it is stated that "extensive hauling of rock and soil to the dam site" will be required by dam construction. This creates a false impression that such hauling will come from off site, whereas the project construction will balance necessary cut and fill quantities.

5.7-42 Ref.5.7-8: In this paragraph the number "720" should be "845" and the entry "Ancillary Building - underground garage - 125 spaces" should be added under "Grady Ranch Site".

5.10-19 Ref.5.10-14: The third sentence in the last paragraph on this page incorrectly states that Lucasfilm proposes only equestrian and pedestrian use of trails. In the application documents, Lucasfilm utilized the County's trail use designations, which include trail\bike usage for these trails.

**General**

A number of the DEIR's proposed mitigation measures include a sentence stating that "Precise Development Plan approval will be conditioned upon this mitigation measure as a condition of Master Plan approval. It is unclear whether this means that the Precise Development Plan must contain this mitigation measure as a con-
dition or that this condition must be met in order to submit the Precise Development Plan. The latter interpretation would require onerous and expensive levels of detailed design to be submitted with the Precise Development Plan, which designs could then be rendered obsolete by even a slight repositioning of some feature in the Precise Development Plan. We urge that this statement be clarified, through the final EIR, to assure the former interpretation as we believe would be consistent with County policy.

Please let me know if you have any questions regarding the foregoing.

Yours very truly,

DOUGLAS P. FERGUSON
Douglas P. Ferguson

cc: Nichols-Berman
✓Attn: Bob Berman
Lucasfilm Ltd.
Attn: Gordon Radley

DPF/hos