

Grady Ranch Precise Development Plan

Amendment to the Final Supplement to the Grady Ranch/ Big Rock Ranch Master Plan 1996 Final Environmental Impact Report



State Clearinghouse #95033021

Marin County Community Development Agency
Planning Division
3501 Civic Center Drive
San Rafael, CA 94903

February 2012

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PREPARED FOR:
Marin County Community Development Agency
Planning Division
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San Rafael, CA 94903

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February 2012

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1 INTRODUCTION

This document has been prepared as an Amendment to the Final Supplement to the 1996 Grady Ranch/Big Rock Ranch Master Plan Environmental Impact Report, which was prepared for the Grady Ranch Precise Development Plan (PDP) and circulated to public agencies and the public for a two-week period starting on January 23, 2012 and ending on February 6, 2012. One agency and 50 other comments were received during the review period for the Final Supplement to the EIR (Final SEIR).

The purpose of this Amendment is to present responses to points raised in the additional comments received on the Final SEIR regarding the adequacy of the responses previously prepared on the Draft SEIR. This process is consistent with the requirements of the California Environmental Quality Act (CEQA) and the Marin County Environmental Impact Review Guidelines for implementation of CEQA. The Environmental Impact Review Guidelines require, as part of the EIR certification procedure, a minimum 10-day review period of a Final EIR prior to any action to certify it. The review of a Final EIR shall exclusively focus on the adequacy of the response to comments on the Draft EIR. Written comments received on the Final SEIR response to comments that were received within the review period deadline will be considered, together with any written or oral response from staff or the EIR preparer, at the time action is taken by certifying the Final SEIR. This document will be included as an Amendment to the Final SEIR. It will be considered, together with the Final SEIR, when Marin County determines whether the SEIR will be certified as being adequately prepared in compliance with CEQA, which occurs prior to the County's consideration of the merits of the project. The following provides a summary of the events that have taken place in the environmental process so far.

1.1 SUMMARY OF EIR PROCESSES AND EVENTS

In 1991, Lucasfilm, Ltd. submitted an application to Marin County of a Countywide Plan Amendment, a rezoning, and a Master Plan approval for the 1,039-acre Grady Ranch. The applicant also prepared a conceptual plan for the adjacent 1,117-acre Big Rock Ranch. In July 1991, County Planning Department staff determined a Program EIR was required for both the proposed Grady Ranch and Big Rock Ranch projects. In 1991, a Notice of Preparation was issued to affected Federal, State, and local public agencies and to all known interested parties to begin the scoping of environmental issues for the EIR. A public scoping session was conducted on December 19, 1991 to identify environmental issues and provide additional opportunity for the public to participate in the development of the scope of the EIR. The Grady Ranch and Big Rock Ranch Draft EIR was circulated for public review for a 45-day period between August 4, 1992 and September 21, 1992. A public hearing was conducted by the Marin County Planning Commission on August 24, 1992, and testimony was received on the adequacy of the 1992 Draft EIR. In September 1992, after the close of the public review period for the 1992 Draft EIR, the project applicant formally notified the County of changes to the project that would require a supplemental or subsequent Draft EIR to address the project revisions. Consequently, the project applicant requested, and the County agreed, to suspend all processing of the project applications and 1992 Draft EIR pending revisions to the project design.

In October 1994, the project applicant submitted a letter to the Marin County Community Development Agency requesting that the County proceed with its Master Plan application, as modified. Lucasfilm, Ltd. submitted an application to Marin County for a Master Plan and Use Permit approval for digital film and multi-media facilities and related uses on the Grady, Big Rock, Loma Alta, and McGuire Ranches. On the basis of the previous 1992 Draft EIR and the project redesign, County staff determined that a new Master Plan Program EIR should be prepared. The 1996 Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan EIR evaluated a full range of impacts, including geology and soils, hydrology and drainage, biological resources, visual and aesthetic quality, archaeological and historical resources, transportation and circulation, and public services and, where

significant, proposed measures to mitigate these impacts. The 1996 Master Plan FEIR was certified by the Marin County Board of Supervisors (Ordinance 3237 and Resolution 96-151). As mentioned above, the Master Plan Project was planned as a phased project, and the Master Plan Program EIR analyzed both the Big Rock Ranch and Grady Ranch portions of the project.

The Grady Ranch Precise Development Plan (PDP) constitutes a second phase of the implementation program of the Grady Ranch/Big Rock Ranch Master Plan and Use Permit approved by the Marin County Board of Supervisors on October 29, 1996. The County determined that a supplement to the 1996 Master Plan EIR was warranted. The Draft SEIR to the 1996 Master Plan FEIR was submitted to the State Clearinghouse and made available to all applicable federal and State regulatory agencies and other interested parties on October 27, 2011. The public review period began on October 27, 2011 and ended on December 13, 2011. Additionally, the County Planning Commission held a public hearing on the Draft SEIR on December 12, 2011. Following the close of the comment period, written responses were prepared to all comments received. Those comments and the responses were included in the Final SEIR. As noted above, the Final SEIR was released for a two-week public review period, in accordance with Marin County guidelines.

1.2 COMMENTS THAT DO NOT RAISE ISSUES RELATED TO ADEQUACY OF PREVIOUS RESPONSES

As specified in Section 15088(c) of the State CEQA Guidelines, the focus of the responses to comments received on an EIR shall be on the disposition of significant environmental issues. Responses are not required to comments regarding the merits of the project. Comments on the merits of the project will be forwarded to the Marin County decision makers for consideration prior to taking action on the project.

In accordance with the Marin County Environmental Impact Review Guidelines, the review of a Final EIR shall focus exclusively on the adequacy of the response to comments on the Draft EIR. Therefore, specific responses need only be provided to comments raising concerns about the adequacy of responses presented in the Final SEIR regarding comments on the Draft SEIR.

Where comments on the merits of the project are raised, the comment is noted for consideration by Marin County during the merits review, after consideration of the SEIR. If a comment raises a topic unrelated to the adequacy of the previous responses in the Final SEIR, it is also noted for consideration by the County, but no response is required. The intent of this approach is simply to recognize the comment, so it can be considered in its proper context, and focus the Amendment's responses on those sought for the environmental review process under County guidelines. Many of the comments express opinions about aspects of the project and, thus, are included in the Final SEIR and this Responses to Comments Amendment to the Final SEIR for consideration by Marin County decision makers.

This Amendment to the Final SEIR also provides updated information on the project and additional information on the analyses and mitigation measures contained in the Final SEIR. These are discussed in the responses to comments in Chapter 2. Changes to the text of the Final SEIR are compiled in Chapter 3.

2 COMMENTS AND RESPONSES ON THE FINAL SEIR

The Final Supplement to the Grady Ranch Master Plan Final EIR (Final SEIR) was circulated for a 14-day public review and comment period, as required by the Marin County Environmental Impact Review Guidelines. A total of 51 comment letters were received on the Final SEIR during the public comment period. This section of the Final SEIR Amendment contains the comments and responses to comments. A list of commenters on the Final SEIR, along with the subject of each comment, is found in Table 2-1. Each letter and comment has a number/number designation assigned for cross-referencing purposes. This list represents all written comments received during the comment period.

As stated in Chapter 1, according to Marin County Environmental Impact Review Guidelines, the review of a Final EIR shall exclusively focus on the adequacy of the responses to comments on the Draft EIR. Several of the comment letters received on the Final SEIR raised questions or concerns similar to those raised in comments on the Draft SEIR. In those cases, the responses in this Amendment refer to previous responses presented in the Final SEIR. The comment letters and responses to comments on the adequacy of the previously prepared responses to comments on the Draft SEIR are presented in this Chapter. In some cases the responses to comments received on the Final SEIR resulted in changes to the text of the Final SEIR. Where changes are made to the Final SEIR, they are noted in the specific response to comment. Changes to the Final SEIR are captured in Section 3 of this document, "Corrections and Revisions to the SEIR," with additions to the Final SEIR shown in double underline (double underline) and deletions shown by double strikeout (~~double strikeout~~).

Table 2-1 List of Commenters			
Letter Number	Commenter	Date	Agency/Organization
AGENCIES			
Federal			
	<i>None received</i>	N/A	N/A
State			
	<i>None received</i>	N/A	N/A
Regional/Local			
1	Anderson, Dain	February 7, 2012	Marin Municipal Water District
ORGANIZATIONS			
2	Lenert, Carolyn	January 21, 2012	North San Rafael Coalition of Residents
3	Dennis, Nona	February 6, 2012	Marin Conservation League
4	Grassetti, Richard	February 6, 2012	Grassetti Environmental Consulting (GECO)
5		February 6, 2012	Lucas Valley Estate Home Owners Association (LVEHOA)
6	Salzman, Barbara	February 6, 2012	Marin Audubon Society

Table 2-1 List of Commenters			
Letter Number	Commenter	Date	Agency/Organization
INDIVIDUALS			
7	Abolhassani, Dariush	January 20, 2012	N/A
8	Cohen, Art	January 21, 2012	N/A
9	Warren, Janice	January 23, 2012	N/A
10	Busnardo, Paul	January 24, 2012	N/A
11	Sciarillo, Hillary and Jason	January 27, 2012	N/A
12	Grady, Bill	January 29, 2012	N/A
13	Ross, Richard	January 30, 2012	N/A
14	Jao, Zen	February 1, 2012	N/A
15	Gallagher, Jean	February 4, 2012	N/A
16	Geck, Duane and Theresa	February 4, 2012	N/A
17	Cauz, Kristen	February 5, 2012	N/A
18	Fricke, Carl and Hall, Sharon	February 5, 2012	N/A
19	Lowry, John	February 5, 2012	N/A
20	Lowry, Nancy	February 5, 2012	N/A
21	Pasquinelli, Kirk	February 5, 2012	N/A
22	Rossi, Judy	February 5, 2012	N/A
23	Steiner, Roberta	February 5, 2012	N/A
24	Sullivan, Deborah	February 5, 2012	N/A
25	Abolhassani, Dariush	February 6, 2012	N/A
26	Carmadelle, Bruce and Cathy	February 6, 2012	N/A
27	Dahlgren, Joy	February 6, 2012	N/A
28	Dale, Kenneth	February 6, 2012	N/A
29	Douglas, Jeannie	February 6, 2012	N/A
30	Farovitch, Alan	February 6, 2012	N/A
31	Finn, Kim	February 6, 2012	N/A
32	Finney, Dennis	February 6, 2012	N/A
33	Fricke, Carl and Hall, Sharon	February 6, 2012	N/A
34	Fulkerson, E.F.	February 6, 2012	N/A
35	Ghazi, Zoe	February 6, 2012	N/A
36	Hicks, Penny	February 6, 2012	N/A
37	Korsky, Vincent	February 6, 2012	N/A
38	Lowry, Nancy (to Marin Independent Journal)	February 6, 2012	N/A
39	Lowry, Nancy (to Supervisor Susan Adams)	February 6, 2012	N/A

Table 2-1 List of Commenters			
Letter Number	Commenter	Date	Agency/Organization
40	Mills, Janet	February 6, 2012	N/A
41	Monahan, Tom and Susan	February 6, 2012	N/A
42	Nayfach, Norman	February 6, 2012	N/A
43	Schainbaum, Martin	February 6, 2012	N/A
44	Slattery, Dorothy	February 6, 2012	N/A
45	Steiner, Roberta	February 6, 2012	N/A
46	Stokes, Beverly	February 6, 2012	N/A
47	Stokes, Louis	February 6, 2012	N/A
48	Warren, Janice	February 6, 2012	N/A
49	Watanabe, June and Aki	February 6, 2012	N/A
50	Cauz, Steve and Kristen	February 7, 2012	N/A
51	Patane, Mario	February 7, 2012	N/A

2.1 COMMENTS ON THE FINAL SEIR AND RESPONSES

The written comments received on the Final SEIR and the responses to those comments are provided in this section of the Final SEIR Amendment. Each comment letter is reproduced in its entirety and is followed by the response(s) to the letter. Where a commenter has provided multiple comments, each comment is indicated by a line bracket and an identifying number in the margin of the comment letter.

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220 Nellen Avenue Corte Madera CA 94925-1169
www.marinwater.org

February 7, 2012

Ms. Rachel Warner, Interim Environmental Coordinator
Marin County Community Development Agency
Planning Division
3501 Civic Center Drive, Room 308
San Rafael, California, 94903

SUBJECT: Comments on Final Supplement to the Grady Ranch/Big Rock Ranch Master Plan 1996 Final Environmental Impact Report

Dear Rachel,

Marin Municipal Water District (MMWD) staff has reviewed the County's responses to our comments and associated revisions included in the Final Supplement to the Grady Ranch/Big Rock Ranch Master Plan 1996 Final Environmental Impact Report and offer the following additional comments:

Page 2-30, Water Service – The first paragraph correctly states that MMWD would install two services to the project site – one for domestic use and a second for irrigation applications. The second paragraph incorrectly states that three pipelines would cross beneath Lucas Valley Road to the project site. The two services (there would be no separate fire service/pipeline) and their water meters would be installed on the project side (north side) of Lucas Valley Road.

1-1

Page 2-30, Water Service – The second paragraph includes the following sentence: "If some or all of the required flow can be provided by the MMWD system, this tank may be reduced or eliminated." The District will not deliver fire flows to the project site. The criteria for the proposed privately owned and maintained 400,000-gallon storage tank intended for fire suppression use was established by the serving fire district. All references to or suggestions that MMWD would install a separate fire service (pipeline) to the project site and that the capacity of the 400,000-gallon tank could be reduced if MMWD delivers some or all of the fire flow to the project site should be removed from the Final SEIR.

1-2

Page 2-30, Water Service – The paragraph includes specific reference to the size of the future pipeline extension along Lucas Valley Road, and states that the pipeline would be 12-inches in diameter. The size of the pipeline extension has not been determined and all size-specific references to the extension should be removed from the Final SEIR.

1-3

Page 3-93, First Paragraph (begins on prior page) – The paragraph includes the statement: "These consultations resulted in an agreement on the amount of water required by the project, and the terms and cost of the project's contribution of MMWD's development of a sufficient water supply to offset the amount of water required for the project." The terms and cost of the project's contribution have not been finalized. The

1-4



Ms. Rachel Warner
February 7, 2012
Page 2

text of the Final SEIR should be revised to reflect that the agreement is an in-progress activity.

Rachel, if you have any questions about any of MMWD's comments on the Final Supplemental EIR please contact me at your convenience.

1-4
cont'd

Sincerely,



Dain Anderson
Environmental Services Coordinator

cc: Paul Helliker
Mary Casey
Michael Ban
Jon LaHaye
Tanya Sandberg
Una Conkling

Letter
1
Response

Marin Municipal Water District
Dain Anderson
February 7, 2012

1-1 The comment points out the correct configuration of water service lines to the project site. Exhibit 2-12 was previously revised to show an irrigation meter and a domestic meter extending from a Marin Municipal Water District (MMWD) pipe on the north side of Lucas Valley Road. The text on page 2-30 of the Final SEIR is further revised to correct the description, as follows:

~~The two three water lines (8-inch fire, 3-inch irrigation and 4-inch domestic) would could cross would extend from the MMWD water main on the north side of Lucas Valley Road, attached to the walls of a 6-foot diameter reinforced concrete pipe tunnel. The tunnel would terminate to the east of the Main Entry Road on the Grady Ranch property and pipes would be constructed in a trench after this point.~~ A private pump station would be built in an underground vault on the project site. The pump station would be needed to convey water from the terminus of the proposed Lucas Valley Road pipeline extension to proposed on-site improvements. While some of the lower elevation portions of the project site could be served via gravity flow, the proposed building floor elevations would be too high to be served by gravity-flow from the end of the pipeline extension or from any existing MMWD facilities. The pump station would be needed to move water uphill to the private water storage tanks. MMWD would supply water for ~~fire suppression, domestic use,~~ and irrigation, all of which would have separate plumbing within the project. It is intended that the the code-required fire flows would be met through the use of the onsite 400,000 gallon tank located on the hill behind the Main building. If some or all of the required flow can be provided by the MMWD system, this tank may be reduced or eliminated. Captured rain water runoff from the roof of the main building would be pumped up to the smaller 40,000 gallon tank for irrigation use.

1-2 The comment clarifies that water for fire flow would be provided by the proposed 400,000 gallon water tank on the site, rather than by an MMWD service line. Please see Response to Comment 1-1 of this Amendment above. The text on page 2-30 has been revised. In addition, the text on page 3-94 and 3-95 of the Final SEIR, under Item 15, Public Services, is revised to read as follows:

In the Grady Ranch PDP, the proposed Gate House to be located on the Main Entry Road beyond the bridge over Miller Creek, would also be used as headquarters for onsite fire service, maintenance, and security. MMWD's facilities in Lucas Valley Road would provide water to the property line of Grady Ranch. MMWD would supply water for fire suppression. The code-required fire flows would be met through the use of the onsite 400,000-gallon tank located on the hill behind the main building. If some or all of the required flow can be provided by the MMWD system, this tank may be reduced or eliminated. Adequate fire flow would require private on-site facilities, including pumps and storage tank(s), the adequacy of which would be determined by the governing fire agency.

1-3 The text on page 2-30 regarding a 12-inch water main refers to the existing water main. The subsequent sentence states that the length and diameter of the pipeline extension serving the project site has not been determined.

1-4

The Final SEIR reflected the fact that the terms and costs for the facilities needed to supply water to the project site would be determined after Skywalker Properties is eligible and applies for a pipeline extension with MMWD. To clarify that an agreement about terms and costs has not yet been reached, the text on page 2-93 of the Final SEIR is revised to read as follows:

~~These consultations resulted in an agreement on the amount of water required by the project, and the terms and cost of the project's contribution of MMWD's development of a sufficient water supply to offset the amount of water required for the project, and on the~~ The terms and costs for the facilities that would be needed to supply water to the project site after it is annexed to the District will be determined after Skywalker Properties is eligible and applies for a pipeline extension with MMWD. The project applicant would need to apply for a wastewater allocation at the LGVSD's treatment plant. As discussed below under Item 17a, the 1996 Master Plan FEIR stated that there was sufficient capacity to serve the development. The County would not issue building permits without the project being granted a wastewater allocation from the LGVSD (Nichols-Berman 1996, pp. 5.10-16). Water and sewer systems would be extended to the development site from existing utility connections located along Lucas Valley Road. It is anticipated that utilities would be provided to the project site without the need to expand existing infrastructure or treatment capacities; therefore, the proposed project would not induce indirect growth resulting from the expansion or extension of infrastructure. Impacts associated with population growth would be less than significant for development of the project.



From: Carolyn Lenert
 Sent: Saturday, January 21, 2012 4:23 PM
 To: Adams, Susan; Kinsey, Steven; Sears, Kathrin; Rice, Katie; Arnold, Judy
 Cc: Stratton, Debra; Osborne, Neal; Frites, Rick; Parton, Maureen; Ohara, Laurie; Albert, Tanya;
 Crosse, Liza; Escobar, David
 Subject: Grady Ranch

Marin County
 Hon. Supervisors:

On behalf of the North San Rafael Coalition of Residents, I write to enclose the 1986 documents of Lucas Valley Estates homeowners association, the nearest development of homes just east of Grady Ranch. Both the 1986 approval of estates development and the by-laws are attached.

2-1

This public information and the recorded county records were found with a Google search -- which retrieved them instantly from County website. The term searched was 'lucas valley estates marin county' and they popped up first.

And yet-- it has come to our attention that some members of the Board of Supervisors and several Planning Commissioners still assert in public testimony (and repeat erroneous information from the Marin Independent Journal) that Lucas Valley Estates were not even planned nor built until after the Lucas Master Plan approval of 1996. This is wholly-inaccurate. Thus, it cannot be accurately asserted that these homebuyers should have known about Grady Ranch entitlements (or researched local proposed projects before they bought their homes).

2-2

In fact, these homes were built and sold a long decade before 1996. You also need to know that none of the voters residing in Lucas Valley Estates have ever received any communication from the Grady Ranch Applicant as required under CEQA and its environmental impact reporting requirements.

2-3

We believe the Board of Supervisors will appreciate having the facts before making decisions or commenting to the press. Particularly because these are County documents, it will be at minimum a great embarrassment to continue to declare---as one Supervisor insisted at a face to face public encounter---that Lucas Valley Estates "didn't exist before." Of course, the County Tax Collector can also confirm ten years' of receivables from the homeowners, but not 15 years' of supplemental tax revenue from Applicant.

2-4

What is needed is some understanding of the facts---as well as

- discernment of the never-before-seen hybrid form of SEIR submitted by Applicant...

2-5

- the abnormal treatment of the NOP... I 2-6
- the failure to conduct timely community engagement... I 2-7

together with careful and thoughtful consideration of

- four brand new elements* which should probably trigger their own EIR I 2-8
- a proposal that does not appear to conform to its Office zoning designation I 2-9
- nor the Marin General Plan's concentration of development along the 101 Highway Corridor I 2-10
- nor SB 375.

The Coalition has not taken a position to oppose Applicant's proposal. However, on behalf of our members and your constituents, we required vastly increased clarity, completeness (what are the water impacts Countywide? Where is the written commitment of MMWD?) and respectful communication/engagement. I 2-11

Thank you very much for your attention to this.

Sincerely,
 North San Rafael Coalition of Residents
 By Carolyn Lenert, Chair
 Post Office Box 6642
 San Rafael, CA 94903
www.94903Community.org

P.S. Public comment time at the Planning Commission hearing was cut by one-third, but Applicant, CDA and consultants' time was not. That is unsatisfactory. I 2-12

P.P.S. A written pledge from Applicant's owner is available in the County Library stating that Grady Ranch will be maintained as open space in exchange for developing Big Rock. I 2-13

cc: Aides to Marin County Supervisors w/encs.
 Planning Commission w/encs. c/o D. Stratton
 Neil Osborne, Planner, w/encs.

* Raising the Miller Creek streambed seven feet (this without considering downstream impacts)
 Straightening Lucas Valley Road I 2-14
 Outdoor Stage with night lighting
 Wine Cave (40,000 square feet, not---as more recently cited---4,000 sq. ft)

Lucas Valley Estates Homeowners Association

BY-LAWS

KNOW ALL MEN BY THESE PRESENTS:

That we have this day voluntarily associated ourselves together for the purpose of forming a community association.

AND DO HEREBY CERTIFY:

ARTICLE I - NAME

That this association shall be called Lucas Valley Estates Homeowners Association.

ARTICLE II - PURPOSE

That the objects and purposes for which said association is formed are as follows:

- (a) To promote a community designed for healthful, peaceful and harmonious living.
- (b) To promote the collective and individual property and civic interests and rights of all persons owning lots in Lucas Valley Estates ("The Development").
- (c) To aid and cooperate with the members of this association and all property owners in The Development in the enforcement of the conditions, covenants and restrictions on and appurtenant to The Development, and to counsel with the Marinwood Community Service District, the Planning Commission and Supervisors of the County of Marin in relation to any zoning which may affect any portion of the subject development or adjacent areas.
- (d) In general, but not limited to the foregoing, do any and all things necessary to promote the general welfare of the residents and owners of any lots in Lucas Valley Estates and their property interests therein.
- (e) To arrange social and recreational functions for its members.

2-15

Article III - Membership

Section 1 - CLASS of MEMBERS. The association shall have one class of members. The qualification and rights shall be as follows:

1 By-Laws, L.V.E. H.A., 1 April 1990

- (a) Every beneficial owner of a residential lot in the area known as Lucas Valley Estates Subdivision Unit One (1) through Unit Six (6) inclusive containing 174 residential lots in the County of Marin, State of California (herein referred to as "The Development"), shall be a member.
- (b) Membership shall be voluntary and each member shall agree to comply with and be bound by the By-Laws and amendments thereto, and the policies, rules and regulations at any time adopted by the association in accordance with these By-Laws.
- (c) Membership in this association shall terminate upon such member ceasing to be a beneficial owner of a residential lot in Lucas Valley Estates.

Section 2 - Voting Rights. Each member in good standing shall be entitled to vote on each matter submitted to a vote of the members; provided, however, that each such member shall be the sole beneficial owner of a residential lot in Lucas Valley Estates. A member shall have one vote for each residential lot of which he is the beneficial owner. Where two (2) or more owners own a single residential lot, only one (1) vote for such residential lot owned shall be allowed, and such joint owners shall designate and register the name of that owner entitled to cast such single vote with the Secretary of the association.

- (a) At membership meetings all votes shall be cast in person or by proxy.
- (b) The Board of Directors is hereby authorized to establish regulations for voting by proxy.

Article IV - Meeting of Members

Section 1 - Annual Meeting. An annual meeting of the members for the purpose of hearing reports from all officers and standing committees and for electing directors shall be held in the County of Marin the first Sunday in May each year, beginning with the year 1990. The exact time and place shall be fixed by the Board of Directors.

Section 2 - Special Meetings. A special meeting of the members may be called by the Board of Directors. A special meeting of the members must be called within Fourteen (14) days by the President or the Board of Directors if requested by not less than One Fourth (25%) of the members having voting rights.

Section 3 - Notice of Meetings. Written notice stating the place, day and hour of any meeting of members shall be delivered either

2 By-Laws, L.V.E. H.A., 1 April 1990

2-15
cont'd

personally or by mail to each member entitled to vote at such meeting not less than Seven (7) days before the date of such meeting by the Secretary.

Section 4 - Quorum. The members holding Ten per cent (10%) of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting.

Section 5 - Voting by Proxy. Where directors or officers are to be elected by members, or where there is any action requiring the vote of the members, such election or vote upon such proposed action may be conducted by proxy in such manner as the Board of Directors shall determine.

Article V - Board of Directors

Section 1 - General Powers. The affairs of the association shall be managed by its Board of Directors subject to instructions of the members of the association at the annual meeting or subject to approval of the membership as expressed by a vote of a quorum of the membership.

Section 2 - Number, Tenure and Qualifications. The number of directors shall be not less than Five (5). Each director shall be a member in good standing of the association and shall hold office until Two (2) annual meetings of members following his original qualification, and until his successor shall have been elected and qualified. An exception to the provision of two year tenure shall be in the case of the directors first taking office following the organizational meeting of the association. Of the first Five (5) directors, Two (2) shall be from Units One (1) or Six (6) and Two (2) shall be from Units Two (2) or Three (3) or Four (4) or Five (5). Of the first Five (5) directors, Two (2) shall hold office until the second annual meeting and Three (3) shall hold office until the third annual meeting. The determination of the respective terms shall be by lot. Any increase in the number of directors shall be in units of two, and their initial terms shall be for one year and the other for two years, with determination by lot.

Section 3 - Regular Meetings. The Board of Directors shall meet regularly at least semi-annually at a time and place it shall elect. All meetings are open to all members.

Section 4 - Special Meetings. A special meeting of the Board of Directors may be called by or at the request of the President or any Two (2) Directors.

Section 5 - Notice. Notice of any special meeting of the Board of Directors shall be given at least Two (2) days previously thereto

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by written notice delivered personally or sent by mail to each director. Any director may waive notice of any meeting.

Section 6 - Quorum. The majority of the Board of Directors shall constitute a quorum for the transaction of the business of any meeting of the Board of Directors, but if less than a majority of directors are present at said meeting a majority of the directors present may adjourn the meeting.

Section 7 - Vacancies. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors shall be appointed by the Board of Directors. A director appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office.

Article VI - Officers

Section 1 - Officers. The officers of the association shall be a President, a Vice-President, a Secretary and a Treasurer.

Section 2 - Qualifications in Method of Election. The officers shall be members of the Board of Directors and shall be elected by the Board of Directors, and shall serve a term of One (1) year.

Section 3 - President. The President shall preside at all meetings of the association and the Board of Directors at which he is present and shall exercise general supervision of the affairs and activities of the association and shall serve as member ex officio of all standing committees.

Section 4 - Vice President. The Vice President shall assume the duties of the President during his absence.

Section 5 - Secretary. The Secretary shall keep the Minutes of all meetings of the association and the Board of Directors, which shall be an accurate and official record of all business transacted. The Secretary shall be custodian of all association records.

Section 6 - Treasurer. The Treasurer shall receive all association funds, keep them in a bank approved by the Board of Directors, and pay out funds only on checks signed by Two (2) directors. The Treasurer shall be a member ex officio of the finance committee.

Section 7 - Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Article VII - Committees

Section 1 - Standing Committees. The President shall appoint the following standing committees with the approval of the Board of

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Directors: Membership, Architectural Control, Community Planning, Recreation.

Section 2 - Special Committees. The President shall appoint such other committees as the Board of Directors deems advisable.

Section 3 - Membership. The Membership Committee shall contact and enroll all persons eligible for membership, and shall make recommendations regarding eligibility, and shall promote membership attendance at all meetings and activities.

Section 4 - Architectural Control. The Architectural Control Committee shall promote compliance with the Declaration of Covenants, Conditions and Restrictions and administer each phase of The Development's Covenants, Conditions and Restrictions now on record, or as may be approved or amended as permitted in The Development's Declaration of Covenants, Conditions and Restrictions.

Section 5 - Community Planning. The Community Planning committee shall study, review and recommend measures to be taken for the general welfare of the community and liaise with the Marinwood Community Services District and other public agencies to promote the community's concerns and opinions.

Section 6 - Recreation. The Recreation Committee shall promote social events and other activities that generally allow members to interact in a pleasant atmosphere. The Recreation Committee shall have one main event each summer and additional events as approved by the Board of Directors.

Section 7 - Appeal Procedure. (a) Any ruling or finding of any committee of the association may be appealed to the Board of Directors. (b) The member desiring a review of the ruling or finding of the committee must be a member of the association in good standing. (c) Upon receipt of the written appeal from any member of the association, the President shall notify the Chairman of the committee whose ruling or finding is being appealed. (d) The Chairman of the committee shall respond within Ten (10) days of the notice of the appeal a written response to the appeal setting forth the committee's ruling or finding and the committee's reason or reasons for reaching its decision. (e) The appeal shall then be heard by the Board of Directors of the association at its next regular meeting or at a special meeting for that purpose called in accordance with these By-Laws. (f) The majority vote of the Board of Directors on the appeal shall be final.

Article VIII - Fees, Dues, Assessments

Section 1 - Annual Dues. The annual dues, payable annually, shall be determined by the majority of the Board of Directors of the association, not to exceed, however, the sum of one hundred dollars

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(\$100) per year. The amount of the maximum annual dues may be increased by vote of Two-Thirds (2/3rds) of a quorum of the voting members of the association.

Section 2 - Payment of Dues. Dues shall be payable in advance on the first day of March in each year. Dues of a new member shall be prorated from the first day of the month in which such new member is elected to membership for the remainder of the calendar year.

Section 3 - Special Assessments. Special assessments may be levied upon members of the association only by vote of Two-Thirds (2/3) of a quorum of all voting members of the association. Notice of voting on proposed assessments shall be given in the same manner as hereinafter provided for amendments to these By-Laws.

Section 4 - Default in Payment of Dues. (a) When any member shall be in default of dues or special assessments for a period of Sixty (60) days from the date on which such dues or special assessments become payable, he shall, for purposes of voting, be considered as not being in good standing. (b) When any member shall be in default in the payment of dues or special assessments for a period of Ninety (90) days from the date on which such dues or special assessments become payable, he shall be dropped from active membership and placed on the inactive roll. Such member shall not be reinstated until he has paid dues and assessments in full from the date at which they became delinquent.

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Section 5 - Assignment of Dues. In the event any member whose dues are paid terminates his membership by the sale of his residential lot in Lucas Valley Estates he shall be entitled to assign to the buyer of such residential lot the benefit of the paid-up dues. Any such buyer can acquire the benefit of such paid-up dues by becoming a member of the association.

Article IX - Amendments

Section 1 - Any proposed amendment to these By-Laws may be submitted in writing at any meeting of the members of the association; such proposed amendment shall be discussed at the meeting of such members following the meeting at which the proposed amendment was submitted, and shall be voted upon by the members of the association at a date which shall be not earlier than the second meeting following the initial submission of the proposed amendment. Such proposed amendment must be signed by Three (3) members of the association, shall be read to the meeting by the Secretary, and shall be printed on ballots distributed to all members by mail.

Section 2 - A proposed amendment shall become effective when approved by Two-Thirds (2/3rds) majority of a quorum of the voting members.

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MARIN COUNTY PLANNING COMMISSION

RESOLUTION NO. 4049

A RESOLUTION OF THE PLANNING COMMISSION
APPROVING THE LUCAS VALLEY ESTATES DEVELOPMENT PLAN
AND TENTATIVE MAP AMENDMENT
INCLUDING AMENDMENTS APPROVED BY THE BOARD OF SUPERVISORS
ON APPEAL, JANUARY 21, 1986

WHEREAS, based on the findings of the staff report, the Marin County Planning Commission finds and declares as follows:

- I. WHEREAS, the Marin County Planning Commission held a duly noticed public hearing on the Lucas Valley Estates Development Plan and Tentative Subdivision Map Amendment on December 2, 1985, and
- II. WHEREAS, the proposed amendments are in conformance with the certified environmental impact report for the Luiz Ranch Master Plan, the soils report prepared by Harlan Miller Tain and the hydrologyc analysis prepared by Phil Williams and Associates, and
- III. WHEREAS, the Lucas Valley Estates Development Plan/Tentative Map applications, proposing the development of 174 residential units, are in substantial conformance with the Luiz Ranch Master Plan (Ordinance 2753), as amended, and
- IV. WHEREAS, the proposed Amended Development Plan/Tentative Map, as conditioned, is consistent with the Marin Countywide Plan, and
- V. WHEREAS, the subject property is physically suitable for the proposed development, and
- VI. WHEREAS, the amended design and improvement of the proposed subdivision, as conditioned, will not cause substantial environmental damage, substantially and avoidable injury fish or wildlife or their habitat, cause serious public health problems, or conflict with easements acquired by the public for access through the subdivision, and
- VII. WHEREAS, the amended design, subdivision and related improvements is suitable for the proposed density of development.
- VIII. WHEREAS, no further environmental review is necessary because as described in CEQA Section 15162(a): an EIR has been certified, the proposed revisions are not substantive in nature, there has been no substantial change to the circumstances under which the project was approved, and no new information of significance has been discovered.

NOW, THEREFORE, BE IT RESOLVED that the Marin County Planning Commission hereby approves the Amended Lucas Valley Estates Development Plan/Tentative Map applications subject to the following conditions:

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1. The development and use of the subject property shall be in substantial compliance with the Development Plan and Tentative Map plans and material submitted with this application, consisting of the following Exhibits labelled A, B and D on file with the Marin County Planning Department: and as modified by the Lucas Valley Estates Development Plan and Tentative Map Amendments shown as Exhibits F, G, H and I.
 - a. Exhibit A - Tentative Map. Sheets T-1 through T-13 prepared by Irving L. Schwartz dated September 23, 1983 and revised November 14, 1983 and March 5, 1984.
 - b. Exhibit B - Development Plan. Sheets D-1 D-2 and D-8 relating to open space and conceptual landscaping, through D-8 prepared by Royston, Hanamoto, Alley and Abey dated September 23, 1983 and revised November 14, 1983, December 21, 1983, January 11, 1984 and March 5, 1984.

Exhibit "C" has been amended by Exhibit "F".
 - c. Exhibit D - Land Management Plan for Deerfield Park. The plan consists of four pages of text and one exhibit prepared by Royston, Hanamoto, Alley and Abey, dated November 4, 1983.

Exhibit "E" has been amended by Exhibit "I".
 - d. Exhibit F - Development Plan and Tentative Map Amendment, sheets A-1 through A-6 prepared by Schwartz-Waag Associates, Inc., dated August 30, 1985.
 - e. Exhibit G - Amended Architectural Plans, sheets I through II prepared by Fisher-Friedman Associates, A.I.A., dated July 7, 1985.
 - f. Exhibit H - Illustrative Planting Plan (one sheet) prepared by Anthony M. Guzzardo, Landscape Architect.
 - g. Exhibit I - Sample colorboard prepared for Lucas Valley Estates by Fisher-Friedman Associates, A.I.A.
2. A maximum potential of 174 units are authorized as part of this Amended Tentative Map/Development Plan approval. Lot 137 as shown on the revised plan dated 1/21/86, prepared by Schwartz-Waag and Associates, contained within Exhibit "F", is approved subject to the applicant submitting for review and approval by the Department of Public Works and the Planning Director, a geotechnical report verifying geotechnical stability of the site for residential construction. If the site cannot be developed due to geotechnical problems, it shall be eliminated. In addition, prior to inclusion of lot 27 on any Parcel or Final Map of the Lucas Valley Estates subdivision, it shall be the subdividers responsibility to adequately demonstrate to the Planning Director that viable building site exists at lot 27's location.
3. Pursuant to the Luiz Ranch Master Plan and the provisions of Marin County Code, Miller Creek and its tributaries shall be maintained in a natural appearing condition to the greatest extent possible. Creek bank recontouring and revegetation shall be utilized in place of, or in conjunction with rip-rap, crib walls or gabions. All improvement plans shall be subject to the review and approval of the Planning Department and the Department of Public Works.

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4. Pursuant to State and County Code, the County may impose reasonable conditions relating to the filing of multiple final maps. Accordingly, prior to the filing of the first final map in accordance with this Amended tentative map approval, the subdivider shall submit a plan for County review and approval showing the proposed boundaries of each final map and the sequence of submittal. The boundaries of each final map shall include a logical and proportionate share of the proposed open space and the required on-site and off-site improvements for the entire subdivision. County approval of the boundaries and sequence of submittal of multiple final maps shall constitute a development plan condition. Any major deviation from the approval plan shall require a development plan amendment processed at staff level.
5. The project including all required improvements, shall be developed generally from east to west. The first phase (first final map) shall include at a minimum all off-site and Miller Creek improvements up to and including the easterly entrance to the project and the westerly extent of the lots included in the first phase.
6. Prior to the filing of any particular final map pursuant to the plan approved as part of condition 4, the subdivider shall complete the following subject to the review and approval of the Department of Public Works and the Planning Department:
 - a. Detailed soil investigations and reports based upon adequate test borings or excavations shall be prepared by a registered civil engineer. Individual reports shall encompass the portions of Lucas Valley Road, Miller Creek, internal roadways, building sites, water tank sites and water mains included within or necessary for the particular final map area. Additionally, the reports shall include an assessment, with recommended mitigation, for each landslide that is within, or could threaten the proposed development within a particular final map area. Should any lot, roadway, easement line, lot line or other boundary ("Improvement") prove infeasible for geotechnical reasons, said Improvement shall be deleted from the final map and shall become open space to be offered and accepted by the County and/or Marinwood Community Service District, or shall result in an administrative Tentative Map Amendment to consider the reconfiguration of lot lines to allow a non-buildable area as part of a contiguous parcel, unless the developer applies for an receives approval for an amendment Development Plan/Tentative Map.
 - b. The improvement plans for each final map area shall conform to all requirements of Title 24 of Marin County Code, except as modified herein or, in Master Plan Ordinance 2753. The improvement plans shall include all hydrologic and hydraulic information required herein. Should any lot, roadway, easement line, lot line or other boundary ("Improvements") prove infeasible for flood control reasons, such Improvement shall be deleted from the final map and shall either become open space to be offered and accepted by the County and/or Marinwood Community Service District, or shall result in an administrative tentative map amendment to allow a reconfiguration of lot lines to include a non-buildable area as part of a contiguous parcel. Any creek improvements proposed to meet flood control standards shall be consistent with condition 3. Alternatively, a tentative map amendment shall be required to allow an amended configuration of the Improvement.
 - c. The wording of all easements and restrictions required for the particular final map area shall be submitted for the review and approval of the County.
 - d. All other necessary information as required by this Amended Development Plan/Tentative Map approval and County Code.

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7. At the improvement plan stage, all roads proposed to be County maintained shall be redesigned according to the following criteria:
- a. The following roads or portions of roads shall have a minimum width of 36 feet from face of curb to face of curb, and curb and gutter on both sides: Bridgegate Drive from Lucas Valley Road to Creekside Drive; and Westbridge Drive from Lucas Valley Road to Verbena Court. At a minimum, sidewalks shall be required on one side of both portions.
 - b. The following roads or portions of roads shall have a minimum width of 28 feet from face of curb to face of curb and curb and gutter on both sides: Creekside Drive from Bridgegate Drive to tennis court site; and Westbridge Drive from Verbena Court to Creekside Drive. At a minimum, sidewalks shall be required as follows: On the north side of Creekside Drive from Bridgegate Drive to Silver Pine Terrace. On the south side of Creekside Drive from Bridgegate Drive to the tennis court site. On one side of Creekside Drive from Westbridge Drive to a point approximately 500 ft. east of the intersection.
 - c. The following roads or portions of roads shall have a minimum width of 27 feet from face of curb to face of curb, and shall have curb, gutter and sidewalk on both sides: Silver Pine Terrace.
 - d. The following roads or portions of roads shall have a minimum width of 27 feet from face of curb to face of curb, have curb and gutter on both sides, and sidewalk on one side: Golden Iris Terrace; Bridgegate Drive from Creekside Drive to the north end; Red Cedar Court; Alpine Lily Court; Verbena Ct.; Luiz Court; and Westbridge Drive from Creekside Drive to the north end.
 - e. The following roads or portions of roads shall have a minimum width of 20 feet from face of curb to face of curb, have curb and gutter on both sides, and sidewalk on one side: Golden Lily Place; Bay Laurel Lane; and Jasmine Lane.
 - f. That portion of Creekside Drive extending through Parcel B-3 as shown on Exhibit "A" of the Original Deerfield Park Development Plan shall be a through road, having a minimum width of 22 feet from face of curb to face of curb, and shall have curb and gutter on both sides, and sidewalk on one side. Appropriate transitions shall be provided at the junction with Creekside Drive at a point approximately 500 ft. east of the intersection of Creekside and Westbridge where the road width changes.
 - g. A small off street parking area shall be provided in the vicinity of the Creekside Drive and Parcel B-3 junction (tennis court site).
 - h. No gabions will be allowed for creek bank protection within any road right of way.
 - i. Street lights shall be provided and dedicated to either the County of Marin or the Marinwood Community Services District as appropriate. Street lights shall be located at the two intersections of Lucas Valley Road for traffic safety.
 - j. The distance between drainage inlets shall be kept to a practical minimum depending on road alignment, "tapping" opportunities and economics.
 - k. All curb, gutter and sidewalk shall be portland cement concrete.

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1. The Miller Creek bridge along Westbridge Drive shall be redesigned to allow for equestrian traffic along one side of the bridge. Subject to the review and approval of the County, the sidewalk on one side of the bridge shall be increased to 6' in width to provide adequate space for horses.
8. The Improvement Plans for Miller Creek and its major tributaries shall be based on the following criteria:
- a. Maximum stream velocities shall be 5 feet per second for floods up to and including the 100 year event in unstabilized or unprotected portions of Miller Creek and its major tributaries within the areas of development. Greater velocities will be allowed in some sections where embankment stabilization measures permit.
 - b. All major tributaries shall be stabilized and filled so as to provide for a computed water surface elevation for the 100 year event that will be a minimum of 2 feet below the top of bank.
 - c. Tributary confluence structures shall be designed with and without flow in Miller Creek and shall "wrap around" and be combined with the Miller Creek bank protection.
 - d. All open tributaries shall have a minimum drainage easement of 2:1 from the toe of the creek bank plus 15 feet. This may be reduced if channel stabilization is proposed and maintenance access is not a problem. Any such reductions are subject to the review and approval of the DPW.
 - e. While Gabions may be acceptable in some sections, they are not acceptable in all. Alternative embankment protection measures include but are not limited to: large rock rip-rap, and crib walls.
 - f. Due to the size of this project, the length of time that will pass before construction begins and the continuing erosion of stream banks it may very well be that field conditions will change from what is shown on the plans. It is to be understood that the topography as shown on the plans shall be generally reinstated at the time of construction and are not relative to channel conditions at that time.
9. The Improvement Plans shall include hydrologic and hydraulic computations for Miller Creek and its tributaries. Parameters for these computations shall include but are not necessarily limited to:
- a. All stabilizers in place.
 - b. All bank protection measures in place.
 - c. High roughness coefficient for depth.
 - d. Low roughness coefficient for velocity.
 - e. Maximum velocities as described in condition 8a.
 - f. Computations and cross sections shall be taken at intervals such that the Bernoulli equation is satisfied continuously.

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10. A report shall be submitted with the hydrologic and hydraulic computations that identifies and discusses the following:
 - a. The probable volume of floatable material and bed load material and where each would finally reside, e.g., lower reaches, bay, etc.
 - b. The effects of channel stabilization on the immediate downstream reaches.
11. The Improvement Plans for Miller Creek shall include, on a separate sheet(s), a Creek Access Plan that clearly shows provisions for the following:
 - a. Spot access to the creek bed. Access is required during summer only. Appropriate easements must be provided.
 - b. Access to the top of bank of both sides of Miller Creek through the project shall be provided wherever physically practical. This does not mean a physical road or the removal of trees. Access can go around trees or other obstructions. Access to most sections of the creek must be provided.
12. Prior to submittal of Improvement Plans a representative of the subdivider together with personnel from the DPW shall walk the major on-site tributaries upstream of the area to be developed. At this time requirements shall be made for clean up and other necessary work. These requirements shall then be incorporated into the Improvement Plans. This is pursuant to Paragraph 3, page 4, of the Geotechnical Feasibility Study by Harlan-Miller-Tate dated September 23, 1983.
13. Approval of the Amended Development Plan/Tentative Map does not constitute approval of the drainage facilities shown therein. Actual and precise details as to culvert locations, size and alignment shall be determined at the improvement plan stage. At a minimum, the following shall be shown on the improvement plans and/or final map:
 - a. All culverts shall be contained within minimum 15 foot drainage easements. At specific locations larger easements may be required if depth and/or obstructions so dictate. Within the cluster area, ten foot easements may be allowed if the culverts contained therein are to be maintained by a Homeowners Association or some other County authorized agency. Any structures adjacent to these ten foot easements will require deeper than normal foundations to preclude settlement should excavation of the culvert be necessary.
 - b. Show all driveways and culvert inlets on the south side of Lucas Valley Road and how they will be tied into the new road.
 - c. A drainage easement (D.E.) is required across Lots 23, 24, 25, and 26 as shown on the amended Lucas Valley Estates Development Plans/Tentative Map schematic (Exhibit "F", page 6). Over lots 23, 24, and 25 the D.E. shall be from the project boundary to a line on the opposite bank that is 5 feet higher than the stream bed. Each D.E. shall include all the area on each side of the channel below a line 5 feet higher than the stream bed.
 - d. A drainage easement is required through Lots 73, 76, 77 and 81 as shown on the amended Lucas Valley Estates Development Plan/ Tentative Map (Exhibit "F", page 6). Each D.E. shall include all the area on each side of the channel below a line five feet higher than the stream bed.

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- e. A 25 foot D.E. is required along the west property lines of Lots 63, 64 and 65 as shown on the Amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F", page 6).
14. Prior to approval of any final map including Lot 26 as shown on the amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F", page 6) or any proposed easement appurtenant, the subdivider shall demonstrate that Lot 26 can be adequately sewered without significant grading or tree removal. If the subdivider cannot make such demonstration to the satisfaction of the Department of Public Works, Lot 26 shall be eliminated.
15. Parcel A-1 as shown on the original Deerfield Park Development Plan shall be encumbered with an open space/non-development easement. The easement shall be in favor of the Marinwood CSD or the County of Marin and shall provide that Parcel A-1 will be preserved substantially in an undeveloped state as open space. The easement shall run with the land and be binding on all heirs, successors, assigns and grantees.
- a. The property owner retaining fee title to the open space parcel A-1, as shown on the original Deerfield Park Development Plan, shall assume liability for and be responsible for maintenance of the property. Prior to recordation of any final map for the Lucas Valley Development, the applicant shall submit a maintenance plan for the open space parcel, which shall be reviewed and approved by the Planning Director and the Marin County Open Space District. In addition, the property owner shall provide locked metal gates at appropriate access points to the public pedestrian, equestrian and emergency access road that traversed Parcel A-1. These access points shall also provide permanent signage identifying the end of the public right-of-way.
16. a. Prior to the recordation of any Parcel or Final Map, the subdivider shall make an offer of dedication to the public for an emergency vehicle and pedestrian/ equestrian easement over the existing fire road through Parcel A-1 including both the north-south road and east-west road.
- b. The subdivider shall be required to dedicate a restricted access easement within the east-west roadway running along the northern ridge of the site to provide public entities with access to the Big Rock Ridge communication facilities. Prior to the granting of this easement all issues pertaining to fair compensation, liability and road maintenance shall be worked out by all parties involved and shall be approved by the Planning Director.
17. As proposed by the subdivider, a fee simple interest in Parcels A-2 through A-12 and A-15 shall be deeded to the Marinwood CSD. The Marinwood CSD shall accept said fee interest in these parcels as shown on the original Deerfield Park Development Plan/Tentative Map (Exhibit "A"), and as amended on the Lucas Valley Estates Development Plan and Tentative Map Amendment (Exhibit "F"). If the CSD does not accept the parcels, the subdivider may not record the final map. In the case of Parcels A-13 and A-14 (tennis court and adjacent picnic area), these parcels shall be either deeded and accepted by Marinwood CSD or they may be retained by the Homeowner's Association providing that the CC&Rs provide for perpetual maintenance.
18. Parcels A-2, A-3, A-4, A-5, A-8, A-9 and A-10 shall be encumbered with appropriate drainage easements as required by the Department of Public Works.

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19. Parcels A-5 A-6, A-7, A-11, A-12, A-13, A-14 and A-15 shall be encumbered with deed restrictions providing that the encumbered parcels will be maintained for permanent landscaped buffers and recreational use. Such use may include passive and active recreational activities, related structures and landscaping.
20. Prior to the filing of the first final map, the subdivider shall enter into an agreement to pay the required traffic mitigation fees for the project. The fees shall be based on the following formula: number of units x \$2,116 (with increase as adjusted for inflation). The subdivider shall be allowed a credit against the required fees based upon the credit policy adopted by the Board of Supervisors as part of the Northgate Activity Center Plan and as they relate to area wide road improvements. The agreement shall provide that a pro rata share of the total amount of fees owed shall be paid with the filing of each final map.
21. The site of the tank lot as shown on sheet T-9 on Exhibit "A" (Original Deerfield Plans) is conditionally approved. Prior to filing of a final map including any lot to be served by this tank, the Marin Municipal Water District shall review and approve this site.
22. Prior to the approval of any particular final map, the following shall be provided for the lots shown on that final map as required by the appropriate agency:
 - a. Water service to each lot as required by the Marin Municipal Water District. Except that if the location of the water tank adjacent to lot 80 is approved by M.M.W.D., a final map including lot 80 may be approved, provided such map contains a statement indicating that lot 80 shall not be considered a building site until water service is provided as required by M.M.W.D.
 - b. Sewer service to each lot as required by the Las Gallinas Valley Sanitary District.
 - c. Fire protection for each lot as required by the Marinwood CSD. The location and type of fire hydrants shall be as approved by the Marinwood CSD.
23. Where utility easements and fireroads cross the designated parcel A-1 open space area, vehicle barriers shall be as approved by the County of Marin and the Marinwood CSD.
24. The emergency access connection from Idyleberry Road shall be approved by the County of Marin and the Marinwood CSD.
25. Prior to the framing of any unit above the subfloor level, temporary access and water for fire protection shall be provided to that unit as required by the Marinwood CSD.
26. House numbering for all structures to be built in the subdivision shall be displayed on the public street at the driveway or in front of the structure with numerals no less than three inches in height.
27. All structures in the development area shall have Class A fire resistive roofing material and comply with UFC standards No. 32-7.
28. Residential fire sprinklers shall be required in all homes which back onto the open space and do not directly front onto a public street in accordance with NFPA standard 13D. These are identified as lots No. 26, 27, 31, 64, 65, 66, 70, 71, 72, 80, 95, 96, 97, 98, 104, 105, 107, 108, 109, 132 and 133.

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29. Prior to the approval of any particular final map, the following shall be completed for the lots or public areas shown on that particular final map, subject to the review and approval of the Planning Department and the Marinwood CSD.
- a. Final landscape and irrigation plans shall be submitted for review and approval. The plans shall include plant location, species type and size, and provisions for irrigation.
 - b. The landscaping shall be planted. Alternatively, the subdivider shall enter into an agreement guaranteeing the planting of the landscaping. Sufficient security, in an amount and form acceptable to the County, shall be posted as part of any agreement.
 - c. Upon completion of planting, or at the time an agreement to plant is made, the subdivider shall provide a two (2) year maintenance bond guaranteeing the replacement of any landscape materials that die within a two year period from date of planting.
 - d. All plans for park and recreation facilities, such as tennis courts, bicycle paths and trails shall be submitted for review and approval.
30. Prior to approval of the Lucas Valley Road improvements, the Golden Gate Bridge Highway and Transportation District and the Marin County Transit District shall review the plans for bus pull out areas and shelters. A bus shelter or stop may be required on the south side of Lucas Valley Road in lieu of a shelter or shelters on the north side.
31. The proposed changes in the alignment and width of the bicycle path are approved provided: 1) the final design shall be consistent with Planning and Design Standards for Bikeways in California, prepared by Caltrans; and 2) the Department of Public Works approves all bike lane design and width.
32. Prior to approval of any final map, the subdivider shall obtain a permit from the State Department of Fish and Game to allow modifications to the Miller Creek streambed.
33. Development on all custom home lots (lots 1 thru 81 as shown on the amended Lucas Valley Estates Master Plan/Tentative Map, Exhibit "F", page 6) shall be subject to Design Review pursuant to Marin County Code. The exact location and design of the development on these lots shall be determined through the Design Review process. All appropriate mitigation measures recommended in documents constituted in the certified EIR may be imposed as conditions on Design Review applications. Based upon the availability of on-street parking, additional off-street parking may be required on custom home lots through the design review process. The following setback standards and height limits shall be applied to the development of all structures on all custom lots except as modified by condition 34a., b., c., d., e., and f. These minimums may be increased as site constraints dictate.
- a. Front Setback - 20 foot minimum
 - b. Rear Setback - 15 foot minimum
 - c. Side Setback - 15 foot minimum on a street side. 15 foot minimum on all other lots, with a possible reduction to 10 feet through the Design Review process where circumstances dictate.

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- d. The siting of units adjacent to Lucas Valley Road shall be such as to conserve views through to Miller Creek. Any building site particularly along Lucas Valley Road or on the lower hillside which cannot accommodate a two story dwelling without being visually obtrusive may be limited to a one story dwelling.
 - e. All Custom Home lots contiguous to the eastern Subdivision (upper Lucas Valley) shall have a minimum rear yard setback of 30 ft. This includes Parcels 15, 16, 17, 18, 19, 20, 21, 22 and 23 as shown on the amended Lucas Valley Estates Development Plans/Tentative Map. Approval of structures on these lots will be reviewed through the Design Review Process, which will specifically consider the protection of views and privacy of contiguous property.
 - f. All Custom Home lots shall be required through the Design Review process to develop residences that are visually integrated into the site's topography, with structural heights kept to a minimum. Story poles may be required as part of the Design Review process to ensure that a minimal amount of visual intrusion is allowed. All trees shall be preserved in siting houses to the extent feasible.
34. Building setbacks for custom lots shall not be shown on the final map except as follows:
- a. Lots 29, 30, 31, 35, 36 and 37 as shown on the amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F", page 6) shall show a building setback line adjacent to the open space of a minimum of 30 feet.
 - b. Lot 65 as shown on amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F") - The setback line on the north side shall be a minimum of 30 feet from the lot line.
 - c. Lot 66 as shown on amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F") - The setback line on the north and east sides shall be a minimum of 30 feet from the lot line.
 - d. Lot 80 as shown on the amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F") - The building setback shall be as shown for lot 88 on the original Deerfield Park Tentative Map (Exhibit "A", Sheet T-9).
35. Development of the cluster units (Lots 82 thru 174 as shown on the amended Lucas Valley Estates Development Plan/Tentative Map (as shown on Exhibit "F", page 6) shall be subject to all the provisions of Marin County Code in addition to the following:
- a. Each cluster lot shall be developed with one of the unit types designated on page A-1 of Exhibit "F". The following lots shall be developed with smaller unit types as designated by the developer on page A-1 of Exhibit "F": lot #'s 99, 111, 148, 152, 154, and 160.
 - b. Grading shall be kept to a minimum. Every effort shall be made to retain the natural features of the land. Where grading is required all slopes shall be rounded and recontoured to blend with existing topography. Prior to the recordation of any final maps, a complete grading plan for that map shall be submitted for approval by the Planning Director, and the Department of Public Works.

2-16
cont'd

- c. All garages for cluster units shall have electronically operated, remote control door openers. Vertically opening garage doors shall be required if the driveway directly in front of the door is less than 20 feet long.
 - d. All cluster units shall have a 10 ft. minimum separation between structures. This standard shall apply to all future expansions and modifications.
 - e. Lots 115 through 118 and 125 through 129 as shown on Exhibit "F", shall be redesigned to show variable front yard setbacks.
 - f. The siting of all cluster units shall be in substantial conformance with the Amended Development Plan/Tentative Map, (Exhibit "F"). Lots 82 and 83 shall be sited as shown on the revised Lucas Valley Estates plans contained within Exhibit "F" dated 12/31/85 prepared by Fisher-Friedman Associates.
 - g. All "0" lot line structures, as shown on the Amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F") shall require the recordation on the final map of a 5 ft. access easement on the adjacent property to provide for access and maintenance of the structure.
 - h. All future expansions or exterior modifications shall require review and approval by Marin County Planning Department by Design Review.
 - i. At the building permit stage of development, the property owner shall submit a dimensioned plot plan for each structure, showing setbacks from all property lines and setbacks between all structures.
36. Prior to approval of any final map, the subdivider shall submit a copy of the proposed Conditions, Covenants and Restrictions (C.C.& R.'s) to the Planning Director for review and approval. The C.C.& R.'s shall provide for the use, maintenance and responsibilities associated with all common facilities in the project and shall be consistent for the entire subdivision, except that the subdivider may propose a separate set of C.C.& R.'s for the cluster development. The C.C.& R.'s shall include the following:
- a. The Land Management Plan (Exhibit D) prepared by Royston, Hanamoto, Alley and Abey shall be incorporated into the C.C.& R.s.
 - b. Requirements and general standards for building setbacks, heights and Design Review as listed in condition 33, 34, and 35 herein.
 - c. A description of allowed uses within and outside of building setback areas heights and design review as in conditions 33, 34, and 35.
 - d. The landmark tree on Lot 50 as shown on Amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F") shall be preserved.
37. The final map shall include non-access strips on the following lots in the locations noted:
- a. Lots 5 and 6 as shown on amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F", page 6) shall have a one foot non-access strip along the Bridgegate Drive frontage.

2-16
cont'd

- b. Lots 55 and 56 as shown on amended Lucas Valley Estates Development Plan / Tentative Map (Exhibit "F", page 6) shall have a one foot non-access strip along the Westgate Drive frontage.
38. Lot 10 shall be granted an access easement over the panhandle portion of Lot 11 as shown on the amended Lucas Valley Estates plans (Exhibit "F", page 6).
39. The man-made drainage ditch between Lots 51 and 52 as shown on amended Lucas Valley Estates Development Plan/Tentative Map (Exhibit "F", page 6) may be culverted and filled subject to the approval of the Department of Public Works. If the ditch is filled, the lot line between 51 and 52 may be extended to the middle of the old ditch, provided adequate drainage easements are provided.
40. The fire road repair work, as proposed on the original Deerfield Park Tentative Map, shall be completed as part of any final map approval involving any portion of Parcel A-1 that contains any part of the fire road.
41. The subdivider shall pay in-lieu participation fees for 14 units. The in-lieu fee shall be \$46,000 per unit or approximately \$651,000. The in-lieu fees shall be used by the County consistent with Chapter 22.97 of Marin County Code.
42. Prior to the filing of any final map and/or parcel map for the project, the subdivider and the County shall enter into a written agreement dictating the timing and method of payment for the inclusionary in-lieu fees. This agreement shall contain the provision that the in-lieu fees (\$651,000) shall be completely and entirely paid to the County not later than 24 months following the recordation of the first parcel or final map creating building sites or lots. This agreement shall also contain provisions for partial payment of the fee as escrow is closed on lot or unit sales within the 24 month period.
- The in-lieu fees shall constitute a lien on the property which shall be recorded as a separate document at the recordation of the first final or parcel map. The lien shall include a provision for foreclosure under power of sale if the in-lieu payment is not made within 24 months from recordation of the lien regardless whether or not lots or units have been sold.
43. This Development Plan/Tentative Map Amendment approval is subject to all conditions of the Amended Luiz Ranch Master Plan. The previously approved Deerfield Development Plan/Tentative Map is null and void upon approval of the amended Lucas Valley Estates Development Plan/Tentative Map, subject to conditions of approval and exhibits referenced herein.
44. This amended Development Plan/Tentative Map approval shall expire two (2) years from the date of the amended Development Plan/Tentative Map's approval, (December 2, 1985), unless prior to that time a final map is filed for the project. A three (3) year extension may be granted for good cause.
45. Where the soils report or improvement plan on any particular phase of the project indicates that any portion of a subdrain system may be installed within a lot or lots, then the soils report certificate on that map shall be expanded to explain that a subdrainage system has been used within this subdivision. This note will further explain that Marin County Department of Public Works will have on file the Subdivision's "as built" drawings which will show exactly where all subdrains are located.

2-16
cont'd

- 46. Prior to the approval of a final map involving the parcels 92, 93, 94 and 95, the subdivider shall record an unencumbered 5 ft. wide easement along the east side of these parcels allowing for a drainage swale and landscaping. The specific plans for this easement shall be approved by the Planning Director and Department of Public Works and will be maintained by the homeowner's association or Marinwood CSD. A 6 ft. solid fence may be allowed along the interior side of said easement.
- 47. All circular private driveways shown as parcels D-5, D-11, D-12, D-13 on Exhibit "F" of the Lucas Valley Estates Development Plan/Tentative Map, shall be redesigned for approval by Marin County Department of Public Works showing a minimum paved joint driveway width of 18 ft. Each parcel shall provide for appropriate landscaping and maintenance through a joint homeowners agreement, or some other means, to the satisfaction of the Planning Director.
- 48. The proposed Blue Blossom Ct. pedestrian access easement shown on Lucas Valley Estates Development Plan/Tentative Map Exhibit "F" is approved subject to widening to a 25 ft. width at the junction with the linear park. The pedestrian easement shown as A-16 is specifically not approved and in the alternative shall be conceptually approved located within the open space easement between parcels 164 and 165. At the Improvement Plan Phase of development, the subdivider shall provide a specific plan showing how the pedestrian path will be incorporated into the site's topography. This shall be subject to review and approval by the Planning Director and DPW. Should it be determined that a plan that protects pedestrian safety and does not require the elimination of any building sites is not feasible, then the requirement of this specific pedestrian path shall be eliminated.
- 49. Prior to final approval of the proposed tennis court, the applicant shall submit for the Planning Director's approval a detailed plan showing that the tennis court is 50 ft. from the top of the creek bank. In addition, this plan will also show how the creek bank area will be repaired and how existing vegetation will be preserved. A large oak tree as well as mature creek bank vegetation in this area must be protected and incorporated into the tennis court areas design plans.
- 50. Prior to the recordation of a final map involving lots 132 through 139, the subdivider shall submit for approval by the Planning Director a specific tree preservation plan for these parcels. This plan shall show the location and species of all existing trees, all trees to be removed, and proposed replacement trees.

2-16
cont'd

PASSED AND ADOPTED at a regular meeting of the Planning Commission of the County of Marin, State of California, on the 2nd day of December, 1985, by the following vote to-wit:

AYES: Commissioners: Blackseth, Evans, Fuchs, Garfien, Sands, Sessi, Wilson

NOES: Commissioners:

ABSENT: Commissioners:

Letter 2 Response	North San Rafael Coalition of Residents Carolyn Lenert January 21, 2012
2-1	This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
2-2	This comment does not address the adequacy of the responses to comments in the Final SEIR. It should be noted that the Draft and Final SEIRs discuss the requirements for public noticing of an SEIR under the CEQA Guidelines, and the documents do not assert that homes in Lucas Valley Estates were built after the preparation and certification of the 1996 Master Plan FEIR. The Final SEIR states that, since the time that the previous EIR was prepared, additional residential units have been constructed adjacent to the southeastern portion of the project site. This statement refers to new homes constructed to the west of Lucas Valley Estates. In addition, the 1996 Master Plan FEIR makes several references to the existing Lucas Valley Estates. Page 2.0-4 of the 1996 Master Plan FEIR, under "Project Location" states "[d]irectly east of Grady Ranch is the 12-acre Westel Ranch, the Lucas Valley Estates residential development and lands of the Marin County Open Space District." Additionally, the 1996 Master Plan FEIR includes 20 units to be built in the Lucas Valley Estates under cumulative conditions, but recognizes that 154 units are already developed.
2-3	<p>In the Final SEIR, see Master Response 2, regarding the CEQA requirements for public noticing. In addition, CEQA Guidelines Section 15087(a) requires that, "notice shall be mailed to the last known name and address of all organizations and individuals who have previously requested such notice in writing, and shall also be given by at least <u>one</u> of the following procedures:</p> <ol style="list-style-type: none"> <li data-bbox="431 1115 1455 1251">(1) Publication at least one time by the public agency in a newspaper of general circulation in the area affected by the proposed project. If more than one area is affected, the notice shall be published in the newspaper of largest circulation from among the newspapers of general circulation in those areas. <li data-bbox="431 1293 1406 1356">(2) Posting of notice by the public agency on and off the site in the area where the project is to be located. <li data-bbox="431 1398 1455 1493">(3) Direct mailing to the owners and occupants of property contiguous to the parcel or parcels on which the project is located. Owners of such property shall be identified as shown on the latest equalized assessment roll." <p>Marin County noticed the public via all of the three procedures: notice was published in a newspaper of general circulation in the area (the Marin Independent Journal); direct mailing to the owners and occupants of property contiguous to (directly bordering) the project parcels was completed; and notice was posted at the entrance to the project site on Lucas Valley Road, thereby meeting the CEQA public noticing requirements.</p>
2-4	This comment does not address the adequacy of the responses to comments in the Final SEIR. See Response to Comment 2-2, above, regarding Lucas Valley Estates.
2-5	See pages 1-2 and 1-3 of the Final SEIR, regarding use of an SEIR; and Response to Comment 8-3 in the Final SEIR and Response to Comment 4-3 in this Amendment regarding the environmental review approach and consistency with CEQA requirements.

- 2-6 See Master Response 1 in the Final SEIR, regarding CEQA and the Notice of Preparation.
- 2-7 See Response to Comment 2-3, above, regarding public noticing and public comment period.
- 2-8 The comment refers to four elements of the proposed project, i.e., the creek restoration, Lucas Valley Road realignment, outdoor stage, and wine cave, all of which have been addressed in the SEIR. Please see the following responses in the Final SEIR:
- ▲ Response to Comment 8-3, regarding use of a Supplement to an EIR for this environmental review
 - ▲ Responses to Letter 2, Response to Comment 8-19, Response to Comment 8-20, Response to Comment 11-19, Response to Comment 12-8 & 12-9, and Response to Comment 50-5, regarding Miller Creek and downstream impacts
 - ▲ Response to Comment 7-7, regarding realignment of Lucas Valley Road. The proposed road realignment is part of the project description, and as such, impacts associated with that element of the project are in the Final SEIR.
 - ▲ Master Response 3, regarding the outdoor stage. The stage is part of the project description, and as such, impacts associated with that element of the project are addressed in the Final SEIR.
 - ▲ Response to Comment 21-6, regarding the wine cave size and use. The wine cave is part of the project description, and as such, impacts (including traffic) associated with that element of the project are addressed in the Final SEIR.
- 2-9 See Master Response 4 in the Final EIR regarding Marin Countywide plan consistency, zoning and allowable uses.
- 2-10 SB 375 (Chapter 728, Statutes of 2008) directs the California Air Resources Board to set regional targets for reducing greenhouse gas emissions. SB 375 builds on the existing framework of regional planning to tie together the regional allocation of housing needs and regional transportation planning in an effort to reduce greenhouse gas (GHG) emissions from motor vehicle trips. It requires the preparation of a Sustainable Communities Strategy (SCS) with the next update of the Bay Area's Regional Transportation Plan (RTP) to reduce GHG emissions for cars and light trucks by improving the relationship between land use plans and transportation investments. The RTP and SCS for the Bay Area have not yet been prepared. It will be prepared by Joint Policy Committee, including Metropolitan Transportation Commission and Association of Bay Area Governments. While SB 375 encourages development in urban, transit-served locations, it does not preclude development in other locations. GHG emissions are discussed under Item 8 of the Environmental Checklist in the Final SEIR.
- 2-11 In the Final SEIR, see responses to Letter 6, Response to Comment 8-5, Response to Comment 12-43, and Response to Comment 50-6 regarding water impacts and consultation with MMWD. In the Final SEIR, see Master Response 2, regarding public noticing and involvement.
- 2-12 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 2-13 Page 2-1 of the Draft SEIR describes the dedication of open space, as follows:
- “The previously proposed Master Plan included a project site that was comprised of the Grady, Big Rock, McGuire, and Loma Alta ranches. The Master Plan Project was planned as a phased project that included two office building complexes (one each on Grady and

Big Rock Ranch), development of housing for employees and overnight guests, and the preservation of 95 percent of the property as open space under an agricultural conservation easement with public trail access and public open space. Since the approval of the Master Plan, construction of the multimedia facility and accessory buildings has occurred on Big Rock Ranch, and conservation easements have been established. There was also a fee dedication of part of Grady Ranch, in addition to the agricultural conservation easement. Fee title dedication of 800 acres of open space was offered to, and accepted by, the Marin County Open Space District.”

Existing conservation easements and the dedication of open space are not altered by the Grady Ranch Precise Development Plan evaluated in this SEIR.

- 2-14 See Response to Comment 2-8, above, regarding the evaluation of specific elements of the project description.
- 2-15 The attachment (Lucas Valley Estates Homeowners Associations [LVEHOA] By-Laws) does not address the adequacy of the responses to comments in the Final SEIR. This attachment will be provided to Marin County decision makers for consideration.
- 2-16 The attachment (Marin County Planning Commission Resolution Number 4049, Approving the Lucas Valley Estates Development Plan and Tentative Map Amendment) does not address the adequacy of the responses to comments in the Final SEIR. This attachment will be provided to Marin County decision makers for consideration.

3



Protecting Marin Since 1934

FEB 6 2012 PM 3:39 Planning

Ms. Rachel Warner
Interim Environmental Coordinator
Planning Department
Marin County Community Development Agency
3501 Civic Center Drive
San Rafael, CA 94903

February 6, 2012

SUBJECT: FINAL SUPPLEMENT TO THE GRADY RANCH/BIG ROCK RANCH MASTER PLAN 1996
DRAFT ENVIRONMENTAL IMPACT REPORT

Dear Ms. Warner:

It is Marin Conservation League's (MCL's) understanding that the Planning Commission hearing on February 27, 2012, will consider both the certification of the subject Final SEIR and the merits of the Grady Ranch Precise Development Plan. Our comments in this letter are directed to the Final SEIR and its adequacy to inform the consideration of merits. The Responses to Comments closes some of the information gaps in the Draft SEIR but leaves some outstanding gaps. These must be amended before the Commission can move on to consideration of merits.

3-1

- 1. General comment. The Final SEIR is just one part of an extensive administrative record, which includes not only the 1996 FEIR on the Grady Ranch/Big Rock Ranch Master Plan, but also some 40 technical reports that are part of the application itself. The Final SEIR fails to provide a sufficiently comprehensive analysis to assure the Planning Commission and the public that all potentially significant impacts have been identified and mitigation measures found to be feasible and reliable, without having to review numerous other technical documents that contain important environmental information. For example, to even begin to understand the creek restoration project, it is necessary to consult technically complex reports and memos by Balance Hydrologics and others (See Item 4, below). It will be impossible for the Planning Commission or public to evaluate the impacts of the PDP and be assured of adequate mitigation measures without either a more complete analysis in the FSEIR and/or the testimony of objective experts (i.e., not the applicant's consultants) at the hearing on the FSEIR.

3-2

- 2. The project description continues to lack important details of project components. The FSEIR Response to Comments (8-7) dismisses this comment by quoting CEQA Guidelines 15124: "... description of the project ... should not supply extensive detail beyond that needed for evaluation and review of the environmental impact." The following "project details" are either omitted or are in error, and pose potentially significant impacts:
- Elevations of the Main Building, essential for visual and aesthetic analysis of the PDP, are not provided except as a rough sketch (without towers) in the Master Plan FEIR. Story poles should be replaced prior to the February 27 hearing. Story poles should also show the finished elevation of the proposed knoll.

3-3

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URL: www.marinconservationleague.org

ADDRESS: 1623-A Fifth Avenue
San Rafael, CA 94901

Marin Conservation League was founded in 1934 to preserve, protect and enhance the natural assets of Marin County.

- Table 2-1: Project Elements and Building Square Footage, appears not to include 27,960 s.f. of circulation area, which would bring the total s.f. to 297,661 rather than 269,701. 3-4
 - The description of construction activities (FEIR p. 2.35) does not give estimated timing for each phase of the two-and-one-half-year construction period, or list construction equipment or identify staging and stockpile areas, such as for salvaged trees or creek bed materials to be reused. Mitigation measures are little more than standard generalized measures. With such limited information, it is impossible to predict when and for how long nearby receptors who will be most impacted during this lengthy construction period will experience noise and air quality impacts. A more definitive schedule of phases is warranted, with mitigation measures to address each phase. 3-5
 - The square-foot dimension of the wine cave floor is not sufficient to calculate excavated material to add to the total cubic yards of cut and fill. 3-6
 - The increased knoll elevation, bringing it to 37 feet above existing grade, is not included in Table 2-2: Changes from Previous Master Plan, and details of its stabilization or salvage and spreading of top soil for revegetation are not provided. 3-7
3. The Aesthetics Analysis in the FSEIR Dismisses the Loss of Distant Ridgeline Views as Less-than-Significant. The FSEIR acknowledges that “one or two” residences that were not present at the time of the 1996 Master Plan FEIR (i.e., “change in circumstance”) will have their views of distant ridgelines replaced by a view of the “ridgeline of the more near-ground knoll on the project site.” In other words, by increasing the height of the knoll 37 feet higher than its current elevation (i.e., 12 feet higher than the 1996 proposal), the revised project will impact distant views, even as it attempts to hide views of the 85-foot Main Building structure from Lucas Valley Road and nearby residences. The FSEIR concludes (P. 3-8) that “once the knoll is completed and revegetated, the residences would *retain* (emphasis added) ridgeline views that consist of vegetated hillside without the presence of structures. Consequently, although views would change, they would not result in impacts that are new or in substantially more severe significant impacts.” 3-8
- Although those impacted will permanently lose distant vistas, no mitigation is offered other than implementing Program DES-4.e in the 2007 Countywide Plan, e.g., by “requiring buildings in Ridge and Upland Greenbelt areas to be screened by wooded areas, etc.”, in this case by constructing the “berm” and replanting native trees that will take many years to achieve the aspect of a mature woodland.
- This sophistry suggests that distant views of ridgelines to the west can be replaced easily by a reconstructed and newly vegetated hill, designed to “. . .screen buildings on the project site with vegetation and topographical features” and that this would be “. . . consistent with Countywide Plan policies and programs addressing Ridge and Upland Greenbelt areas, and because the project elements would be similar to what was previously analyzed in the 1996 FEIR, this would remain a less-than-significant impact.” In reality, this is a significant and unavoidable impact of the project that cannot be mitigated, even though relatively few existing residences are affected.

- 4. The Stream Restoration Impact Analysis is Incomplete in the FSEIR. The most obvious revision to the 1996 Master Plan is the addition of 1.5 miles of stream restoration. The rationale for filling the creek bed and a variety of restoration techniques are summarized in one page of the FSEIR (p. 2-24), followed by a plan view and two cross-sections of the restoration. This is the most extensive change to the Master Plan of 1996, and, according to the FSEIR has inherent risks and could result in significant impacts to biological resources downstream of the site during and post construction.

To find a thorough analysis of this component of the PDP, beyond what is summarized on p. 2-24, one must refer to three different topics in the FSEIR Environmental Checklist, where mitigations are scattered among the Biological Resources, Geology and Soils, and Hydrology and Water Quality sections. In addition, possibly a dozen reports, not all of which are available on line as referenced in Master Response 4.2, must be consulted to begin to grasp the details of this project component. For example, a "Stream Restoration and Monitoring Report" (WRA 2008) is listed but may have been superseded by the "Stream and Valley Floor Restoration Plan" (Balance Hydrologics 2009). Numerous other interim reports are listed that provide more detail. The discussion of Hydrology and Water Quality (FSEIR p. 3-73) states that all stream restoration and hydrology-related materials were peer reviewed by qualified Cbec staff members, including materials submitted for the Joint Aquatic Resource Permit Application (JARPA). However, the JARPA materials are not referenced among Available Documents, so it is impossible to see what materials Cbec reviewed.

3-9

In a revealing consultant response, the FSEIR Response to Comment 8-23 (p. 4.8-25) concerning the Wetland Mitigation and Monitoring Plan states that "draft reports were incorporated by reference to streamline the preparation and presentation of the Draft SEIR." And yet, the reader is promised in these "draft reports" that "engineering-level designs will be prepared *after the restoration concepts and alternatives have been fully assessed within the CEQA process*" (emphasis added). The principal CEQA document – the FSEIR – provides neither a full assessment of impacts nor mitigation assurances in a complete or coherent fashion.

3-10

Before moving on to consider the merits of the Grady Ranch project, the Planning Commission and the public must have *one* current and coherent analysis of impacts of the restoration, including both short term construction-related and long-term operational risks, and mitigations measures. The latter should detail five-year performance standards and ensure that bonding will cover the risk of any longer-term failure.

3-11

The net effect of the above-referenced deficiencies is that the FSEIR fails to adequately identify the project's potentially significant environmental impacts, and, more seriously, afford assurances that impacts will be mitigated in a timely manner or that mitigations will be monitored by an independent third party. The Final SEIR must be amended to address these deficiencies before informed decisions on the project's merits can be made.

3-12

Sincerely,



Nona Dennis
Vice President

cc. Susan Adams, Supervisor

Letter 3 Response	Marin Conservation League Nona Dennis February 6, 2012
3-1	This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 3-2 through 3-11 below.
3-2	The comment expresses concern about the complexity of information in the project application material, accessibility of the material for public review, and objectivity of the technical analysis provided by the applicant. The project application is available for public review at the Marin County Community Development Agency throughout the SEIR process (please also see Master Response 2 in the Final SEIR regarding document availability). Technical studies are included in the application materials to provide substantial evidence upon which project planning and environmental analysis are based. Many of the technical studies have been included in response to requests by the County and are available on the Community Development Agency's website: http://www.co.marin.ca.us/depts/CD/main/comdev/eir.cfm . The technical studies prepared by the applicant that are used for preparation of the SEIR have been independently peer reviewed and analyzed by specialists who are either County staff or County consultants. It is not necessary to restate the analysis included in each technical report; citation to or incorporation by reference of the technical reports is sufficient to connect the Final SEIR presentation with its relevant technical analysis support. When the Final SEIR refers to components of the project application, it cites the specific report and analysis, so the evidence substantiating a conclusion is identified. This approach is consistent with CEQA (Section 21082.1[b]), which allows the County to receive and use in whole or in part any information submitted to it for a CEQA document, as long as it reflects the County's independent review and analysis. CEQA and the CEQA Guidelines include multiple provisions indicating the acceptability of referencing prior environmental documents or other information to support environmental conclusions (e.g., CEQA Sections 21068.5, 21082.1[b], and 21092[b][1]; Guidelines Sections 15006[f], 15063[d][3], 15072[g][4], 15087[c][5], 15130[b][1][B] and [d], 15150, 15152[a], 15153[b][1], 15168[d][2] and elsewhere).
3-3	The comment is noted. The elevations of the Main Building and Gate House are described on page 2-10 of the Final SEIR. The elevation of the proposed knoll is discussed on pages 2-22 and 3-5 of the Final SEIR, and the elevations of the proposed water tanks are discussed on page 3-6 of the Final SEIR. In addition, the following two exhibits are hereby added to the Final SEIR to provide an illustrative description of the Main Building elevations (see Exhibits 2-14 and 2-15).
3-4	Table 2-1 of the Final SEIR includes 27,960 square feet of circulation area at the bottom of the table. No text revisions need to be made.
3-5	The 2009 <i>Construction Management Plan, Grady Ranch</i> was added to the Final SEIR Bibliography and is available for review. The plan provides substantial detail regarding the intended construction process and actions to manage construction activity and address potential environmental issues. Supporting reports and project documents that are referenced in the Final SEIR are also available on the Community Development Agency website at http://www.co.marin.ca.us/depts/CD/main/comdev/eir.cfm .
3-6	The estimated amount of cut and fill included in Table 2-2 of the Final SEIR, and analyzed in the SEIR, includes grading for the proposed project. The estimate includes excavation necessary for the wine cave.

3-7 The comment is noted. Information regarding the difference in the proposed grading for the knoll was included under Item 1, Aesthetics, of the Environmental Checklist in the Final SEIR. Table 2-2 of the Final SEIR is revised to include the following:

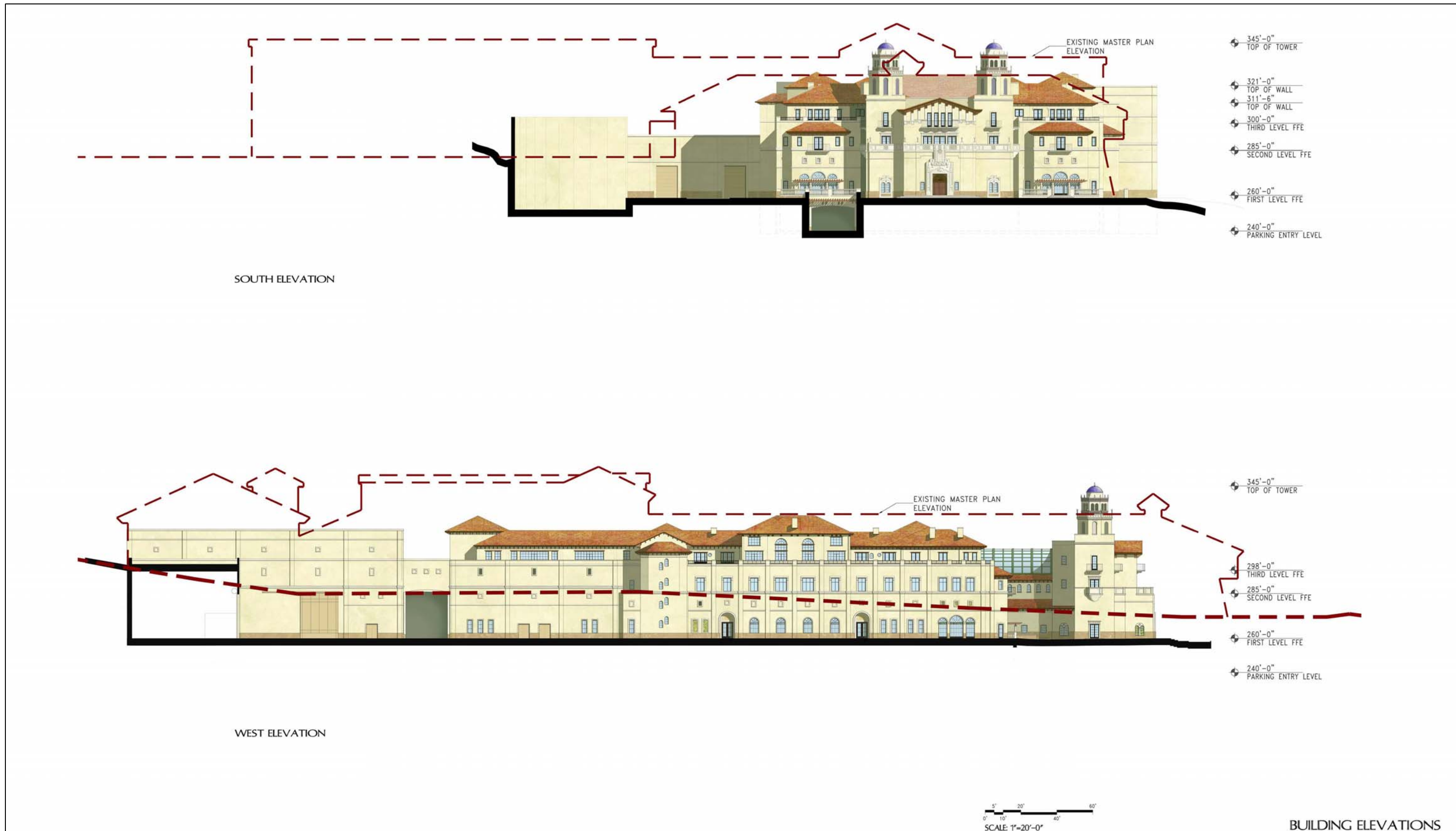
Table 2-2: Changes from the Previous Master Plan to the Proposed Grady Ranch Precise Development Plan		
Project Element	Previous Master Plan	Proposed Precise Development Plan
<u>Graded Knoll</u>	<u>Approximate maximum height at the middle of the knoll would be 301 feet elevation. Approximate maximum height at the north end of the knoll would be 300 feet.</u>	<u>Approximate maximum height at the middle of the knoll would be 313 feet elevation. Approximate maximum height at the north end of the knoll would be 310 to 327 feet.</u>

3-8 County staff has conducted additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP using a digital terrain model and geographic information system (GIS) analysis to review and confirm or revise the conclusions in the Final SEIR. The analysis confirms the Final SEIR’s conclusion that the proposed knoll elevation would not cause new significant aesthetic effects or substantially increase the severity of identified significant aesthetic effects. A summary of the additional evaluation is presented as follows.

County staff has conducted additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP using a digital terrain model and geographic information system (GIS) analysis to review and confirm or revise the conclusions in the Final SEIR. The expanded visual analysis confirmed the conclusions previously presented in the Draft and Final SEIR.

Views onto the Project Site (Summary)

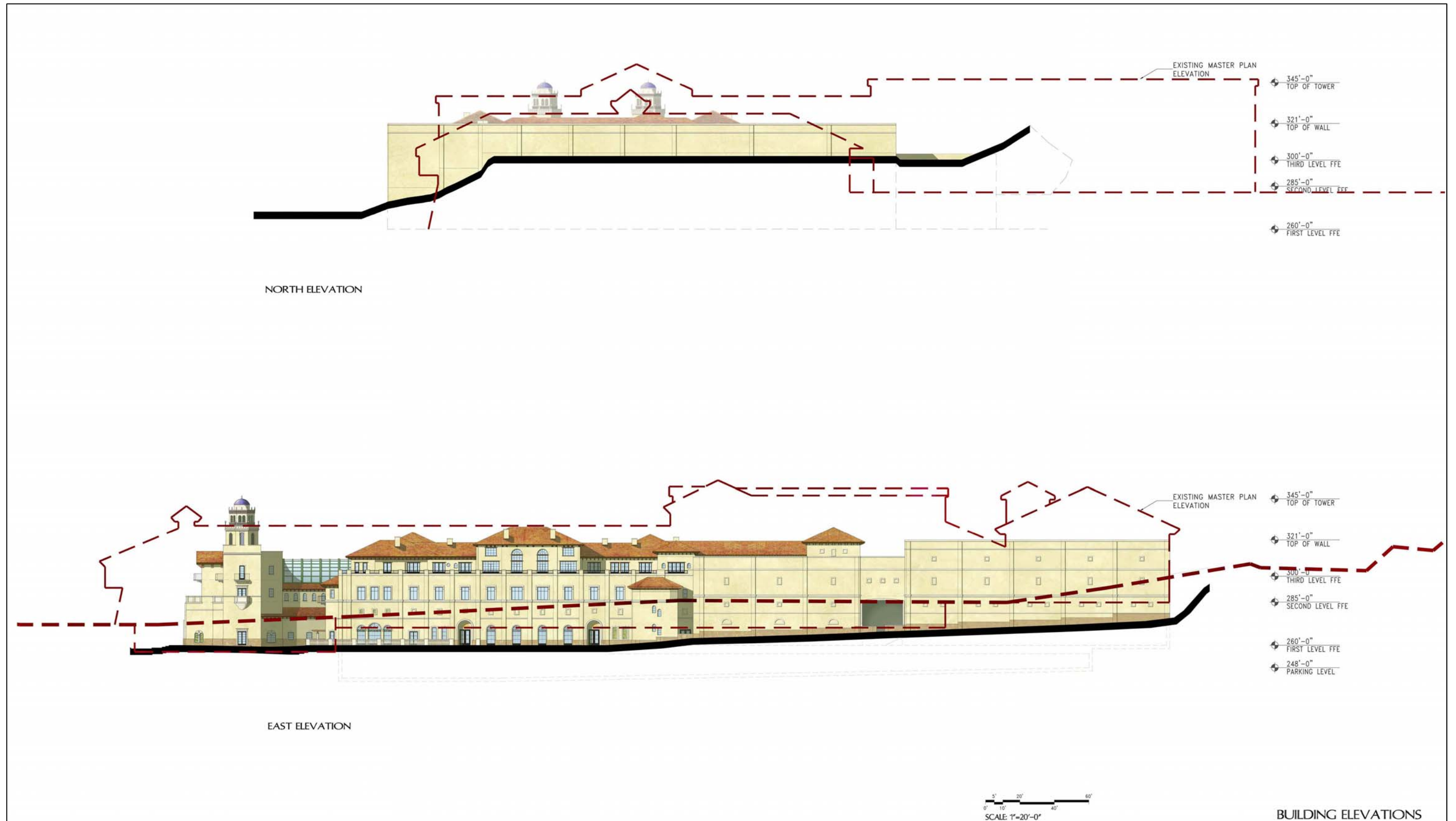
The GIS analysis examined an array of viewpoints for travelers along Lucas Valley Road. It determined that, from a large majority of viewpoints (approximately 83 percent) from Lucas Valley Road (between Big Rock Pass and a point below Westgate Drive), views onto the project site would not include any portion of the towers proposed for the Main Building. Additionally, from a larger majority of viewpoints (approximately 94 percent) from Lucas Valley Road, views onto the project site would not include the southwestern façade of the Main Building. The most prominent views of a portion of the Main Building would be from the entrance to Grady Ranch, along approximately 100 feet of the realigned Lucas Valley Road, where approximately 15 meters (approximately 49 feet) of the building would be visible. The visual analysis did not include project landscaping. Long-term views would include mature landscaping that would screen some views onto the project site. Views changes onto the project site from Lucas Valley Road would generally be from mobile viewers in vehicles or on bikes. This would not result in significant impacts because the change in view would be temporary, it would not adversely affect a scenic vista or substantially damage a scenic resource, and it would not substantially degrade the existing visual character of the site because existing views from Lucas Valley Road include prevalent portions of existing buildings, particularly to the east of the project site.



Source: Urban Design Group 2009

Exhibit 2-14

Main Building South and West Elevations



Source: Urban Design Group 2009

Exhibit 2-15

Main Building North and East Elevations

The analysis also considered potential changes in view from three residential locations to the east of the project site, including the Monahan residence. The residential locations generally represent worst-case scenario locations either because of the vicinity of the location to the proposed project (Monahan property), or the elevation of the location (higher elevation on Creekside Drive). The analysis results identify all landforms that are visible from the uppermost windows of the residences, taken six feet above finished floor elevation. The analyses determined that only one residence (on Creekside Drive) would have any view of the Main Building, and that view would be limited to the upper portions of the southeastern most Main Building tower. This view would consist of approximately five meters (16 feet) of the building. The rest of the Main Building, independent of the upper tower, would not be visible from any of the three residences. Views from one building on the Monahan property (out of two buildings analyzed) would change to include a portion of the proposed 400,000-gallon water tank. The proposed tanks would not be visible from the remaining two residential properties analyzed.

Ridgeline Views Across the Project Site

The analysis confirms the Final SEIR's conclusion that the proposed knoll elevation would not cause new significant aesthetic effects or substantially increase the severity of identified significant aesthetic effects. The analyses document that the skyline finger ridgeline running north and south from Big Rock (where Lucas Valley Road crests the hill) would maintain the same visibility from the three residences before and after project construction. A view of the knoll would affect some portions of existing sub-ridgeline views to the west, but would not alter horizon line views.

A more detailed explanation of this additional evaluation, and the evaluation methodology, is presented as follows.

In 2011, the US Geological Survey (USGS) used American Recovery and Reinvestment Act funding to conduct a detailed aerial terrain survey of Marin, San Francisco, and northern San Mateo counties. Data from this survey were freely available and used by County of Marin CDA staff to model terrain, built structure, and vegetation massing for Lucas Valley as it existed in April, 2011. The terrain and massing surface was prepared so that views from residential structures could be analyzed.

In the vicinity of Grady Ranch, proposed future grading was compiled from civil design data provided by CSW/Stuber-Stroeh, with additional detail built from site plan, roof plan, and elevation drawings provided by Urban Design Group. Some information about proposed site plantings was provided, but not incorporated into this model. For this analysis, all of the graded areas in the project site were left as bare earth. Adjacent non-graded areas retained their April 2011 vegetation. CDA GIS staff conducted several analyses including the following: a single-point analysis; multi-point analysis; an inbound-view analysis where specific locations of proposed structures were identified to model views from private residential windows; and an outbound-view analysis where viewsheds were calculated from key [x,y,z] points on towers, building corners, and a water tank in the Grady Ranch site design plan. One advantage of the outbound-view analysis is that the entire valley can be analyzed at once from a point such as the top of a tower. The disadvantage is that visibility is only recorded for locations where that view reaches ground level, rather than from a typical viewing height. This method was used to screen adjacent residential structures, so that inbound views could be calculated from windows beneath gables estimated to have a view of the tower tops.

Lucas Valley Road viewshed analysis

One analysis estimated all valley areas composing the views along Lucas Valley Road from Big Rock pass to below Westgate Drive. The analysis estimated that along Lucas Valley Road, less than 17 percent of viewers on this segment of road length would have any view of the building tower(s), and less than six percent would have any view of the southwestern façade of the Main Building. Since the analysis modeled bare earth in the graded portions of the project site with not proposed landscaping, it is expected that all of these would be filtered views, wherein only a portion of the building (the upper tower or southerly building elevation) would be visible after the project site is graded and proposed landscaping matures. Inbound viewpoints were calculated for a realistic worst case analysis in that the views are taken from two meters (over 6.5 feet) above the pavement at each of the viewpoints. The views were based on existing April 2011 vegetation, and do not include any vegetation located in areas proposed to be graded. Project landscaping is expected to provide additional screening once established. Outbound viewpoints were calculated against a smooth ridge modeled along Lucas Valley Road that was less than 2.5 meters high, to estimate views from light truck windows.

Inbound Private Residential viewshed analyses

Additional analyses were conducted to provide images that represent views from three representative residences in the area east of the project area. The analysis results identify all landforms that are visible from the uppermost windows of the residences, taken six feet above finished floor elevation. The analyses determined that only one residence would have any view of the Main Building, and that view would be limited to the upper portions of the southeasternmost Main Building tower. The rest of the Main Building, independent of the upper tower, is estimated to not be visible from any of the three residences.

The diagrams also document that the skyline finger ridgeline running north and south from Big Rock (where Lucas Valley Road crests the hill) will maintain the same visibility from the residences before and after project construction. A view of the mound would replace some portions of existing sub-ridgeline views to the west.

Monahan property viewshed analyses

Inbound analyses were conducted from both one north-westerly facing window on the largest building and a westerly-facing window on a newer north building that is closest to the knoll. For the larger building, only the water tank, absent any new plantings, is estimated to be visible. From the north building, it appears that currently the ridge where the mound would be built is already forming the skyline view. Raising the mound would incrementally change the portion of skyline occupied by the near ridge, but most distant views would remain intact from this window.

Outbound Multi-Level viewshed analysis

To evaluate how much of the structure would be visible from Lucas Valley Road, four points were established for outward viewshed analysis. Points were placed at the top of each tower and at the southerly corners of the block used for building massing. The entire upper valley was analyzed, with a 2.2m/7-foot ridge target placed along the road centerline. In this way, it was possible to evaluate visibility of the roof peaks, and also some measure of how much of the building would be visible above ridge or April 2011 vegetation.

Conclusion

The result of the expanded visual analysis using GIS and a digital terrain model was to confirm the environmental conclusions regarding aesthetic impacts that were presented in the Draft and Final SEIR.

3-9 The supplemental JARPA materials include the following reports that are referenced in the Final SEIR. The referenced JARPA materials have been available for public review at the Marin County Community Development Agency. The technical evaluations have been extensive and provide considerable substantial evidence to support the Final SEIR. As noted in Response to Comment, 3-2, all technical reports used to support the SEIR analysis have been subject to the County's independent review and analysis, in accordance with CEQA. The relevant reports are:

- ▲ CSW / ST2. 2011. Grady Ranch Preliminary HEC-RAS Analysis. Section B. Prepared for Skywalker Ranch, Ltd.
- ▲ WRA, Inc. 2011a. Section 7 Biological Assessment, Grady Ranch, Marin County California. Prepared for Skywalker Properties Ltd., February 2011.
- ▲ WRA, Inc. 2011b. Salmonid Habitat Assessment, Upper Miller Creek, Grady Ranch, Marin County California, prepared for Skywalker Properties Ltd., July 2011.
- ▲ WRA, Inc. 2011c. *Rare Plant Survey Report, Grady Ranch, Marin County California*. Prepared for Skywalker Properties Ltd., September 2011.

WRA, Inc. 2011d. Contingency Plan (Habitat Mitigation and Monitoring Plan), Grady Ranch, Marin County California. Prepared for Skywalker Properties Ltd., May 2011. Regarding citation of, and reference to, technical documents used to prepare an EIR, the CEQA Guidelines Section 15148 states the following:

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. The EIR shall cite all documents used in its preparation including, where possible, the page and section number of any technical reports which were used as the basis for any statements in the EIR.

3-10 The comment requests a full representation of the Wetland Mitigation and Monitoring Report and other technical reports used to support conclusions in the Final SEIR. Citation to or incorporation by reference of technical reports is sufficient to support the Final SEIR's conclusions. Please see Response to Comment 3-2, above.

3-11 The SEIR did not identify any new significant impact or substantially more severe significant impact as a result of implementation of the stream restoration portion of the project. Therefore, no mitigation identified as a result of the environmental analysis is required. However, as noted on page 3-75 of the Final SEIR, the applicant has agreed that periodic inspections/surveys would be conducted to ensure that key design elements of the restoration project are intact and functioning as designed. To clarify this applicant-proposed mitigation, the text on page 3-76 is revised to include the following:

MITIGATION MEASURES

Implementation of Mitigation Measure 5.2-8 from the 1996 Master Plan FEIR included a series of measures that required ~~the installation and maintenance of oil and grease traps,~~ a street and parking lot cleaning and sweeping program, monitoring of storage tanks and other hazardous materials sites, and a Surface Runoff Pollution Control Plan to reduce potential water quality impacts to a less-than-significant level. Mitigation Measure 5.2-2 would reduce potential erosion impacts to a less-than-significant level. The text of these mitigation measures is included below. In addition, the following applicant-proposed mitigation measure would ensure that the

proposed stream restoration plan would be monitored and maintained to ensure that potential sediment transport effects would be less than significant.

New Mitigation Measures

Mitigation Measure Hydro-1 is a new mitigation measure, proposed on behalf of the applicant.

Mitigation Measure Hydro-1 [N]

Following construction of the stream restoration project, the project applicant shall ensure that inspections/surveys of the restoration project are conducted at least once annually for five years by a qualified profession (hydraulic engineer/geomorphologist) to ensure that key design elements of the restoration project are intact and functioning as designed. These inspections shall be conducted annually prior to the rainy season and following runoff events equal to or larger than the five-year frequency storm. Repeated cross sectional surveys at key monitoring stations would be an effective method of examining changes that occur slowly over time, which may indicate if a particular element is trending towards failure. If the inspections/surveys discover any area of potential weakness or potential loss of integrity of the restored stream features, the applicant shall notify the Marin County Community Development Agency and all applicable federal, state, and regional agencies in a timely manner with proposed actions to be implemented to prevent erosion and/or failure of key grade control features. During the five years this measure is in place, the applicant will submit annual monitoring reports to the Marin County Community Development Agency.

In addition, the text on page 3-112 of the Final SEIR is revised to read as follows:

HYDROLOGY AND WATER QUALITY

Implementation of Mitigation Measure 5.2-8 from the 1996 Master Plan FEIR included a series of measures that required a street and parking lot cleaning and sweeping program, monitoring of storage tanks and other hazardous materials sites, and a Surface Runoff Pollution Control Plan to reduce potential water quality impacts to a less-than-significant level. Mitigation Measure 5.2-2 from the 1996 Master Plan FEIR would reduce potential erosion impacts to a less-than-significant level. Implementation of Mitigation Measure Hydro-1, a new mitigation proposed on behalf of the applicant, would ensure that the stream restoration project is monitored to minimize the risk or failure.



Ms. Rachel Warner
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Planning Department
Marin County Community Development Agency
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February 5, 2012

SUBJECT: COMMENTS ON GRADY RANCH PRECISE DEVELOPMENT PLAN FINAL SUPPLEMENT TO THE GRADY RANCH/BIG ROCK RANCH MASTER PLAN 1996 DRAFT ENVIRONMENTAL IMPACT REPORT

Dear Ms. Warner;

The Friends of Lucas Valley has retained Grassetti Environmental Consulting (GECO) to conduct a peer review of the Final Supplement to the Grady Ranch/Big Rock Ranch 1996 Final Environmental Impact Report (FSEIR) for the Grady Ranch Precise Development Plan (Project). This letter summarizes the results of our review of the adequacy of the responses to our December 8, 2011 comment letter on the Draft Supplemental EIR. This letter identifies substantial failures in adequately addressing my comments in the FSEIR. These are addressed according to the numbering system used on the County's responses. Due to time constraints, this letter does not address each and every response to comments made in my previous letter, but instead focuses on those of greatest consequence.

4-1

Response 8-1: Failure to Prepare a Notice of Preparation

The County continues to claim that a Notice of Preparation (NOP) is not required for a Supplemental EIR. As noted in our comments, while Section 15087 does not specifically reference the NOP requirements set forth in Section 15082, the NOP is the first notice required for a Draft EIR, and is essential to providing agencies and interested parties with the opportunity to comment on the proposed scope of the DSEIR. Responsible Agencies will likely use this SEIR in their permitting actions and, as such, should have been provided the opportunity to comment on its scope. The County's response fails to address the substance of the comment, namely that the failure to prepare an NOP results in a process that undercuts two of CEQA's primary functions, namely public participation and agency coordination. Finally, the County's response is clearly inconsistent with CEQA statutes section 21080.4, which states, "If a lead agency determines that an environmental impact report is required for a project, the lead agency should immediately send notice of that determination". The Statutes do not provide different noticing requirements between types of EIRs

4-2

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(except Master EIRs). Therefore the County's response does not comport with the CEQA statutes.

4-2
cont'd

Response 8-3: Inappropriate Use of a Program-Level EIR to Address a Specific Project

The response indicates that the County acknowledges that the 1996 EIR was intended as a Program EIR. As described in my original comment, rather than being a tiered project-level EIR addressing in detail the effects of the PDP, the current document is merely an update of the program-level document. As such, it fails to provide adequate, project-level analysis commensurate with the available information on the project design presented in the PDP, which is the basis of the requested approvals. The specific deficiencies of this approach are documented in the following discussions of project description and analytical deficiencies, including impermissible deferral of analyses.

4-3

Response 8-4: Failure to Comply with CEQA Requirements for an EIR

The response claims that the existing setting information is contained in Chapter 2 of the SEIR. That section provides less than 2 pages of existing setting information in total, addressing a half-dozen environmental resource topics. It is essentially devoid of substantive information required to update a 16-year-old document. This "Setting" information is inadequate to provide the baseline for any meaningful impacts assessment.

4-4

Response 8-5: Project Segmentation Issues

The response fails to address the actual source of the water needed to supply the facility and expresses uncertainty on the facilities intended to offset the project's water supply. This is exactly the sort of programmatic approach that is questioned in my original comment 8-3; it fails to provide meaningful information required to identify and mitigate impacts.

According to a Marin Independent Journal newspaper article dated June 30, 2010 The MMWD stated:

"We don't have enough water, so we can't serve you" Lucasfilm then investigated the possibility of supplying its own water by digging wells. "But that opens up a whole lot of questions," Osborne said, "regarding the potential environmental impacts and whether or not there is even water available for this type of project." Now, Helliker said the water district is negotiating a deal with Lucasfilm that would supply it with the potable water it needs in return for Lucasfilm paying for expansion of the district's recycled water system. "Any recycled water facilities that we use or that we expand reduces the amount of water that we have to take from our reservoirs or from the Russian River," Helliker said.

4-5

Therefore it appears that facilities improvements and extensions not disclosed in the FSEIR will be required to mitigate for the project's water consumption. CEQA requires that impacts of mitigation be addressed in EIRs. This EIR fails in that regard.

Response 8-7: Project Description Issues

The FSEIR adds some information regarding the heat exchange system, however the information that is added does not provide information needed to determine the environmental effects of that system, namely the amount of excavation required,

4-6

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number and location of coils, etc. Additional information also is provided regarding the outdoor stage and hours of operation, but again fails to address the anticipated frequency of nighttime use, or place any limit on that use. The number of lights for the outdoor stage is now disclose, but the height, intensity, and potential impacts of those lights on surrounding residents are not addressed.

4-6
cont'd

In addition to lacking a description of the off-site water supply improvements necessary to provide water for the project, the FSEIR project description continues to lack the following necessary components:

- Cut and fill estimates for offsite water and wastewater improvements
- Description and map of realignment of 1200-foot length of Lucas Valley Road, including existing vegetation to be affected and cut and fill estimates
- Elevations of the new buildings, without which project visual effects are difficult to assess
- Photosimulations of the proposed project buildings and roadway alterations from Lucas Valley Road and nearby residences and ridges
- Detailed design of the water tank, including color, shape, height, bulk, etc.
- Elevations of the gatehouse, which may be visible from Lucas Valley Road
- Landscaping and re-vegetation plans
- Construction truck trips, equipment, numbers of construction workers, seasons when grading would occur, staging areas, truck fueling and maintenance areas, soil stockpile areas, construction parking areas, construction lighting, etc.
- Phasing and timing of construction
- Potential for nighttime work both during construction and operation of the facilities. The SEIR must identify hours of operation; absent that information, it must assume 24-hour operation of the facilities and address noise, traffic, lighting, and other issues associated with nighttime operation.
- Description of onsite generators (necessary to determine extent of diesel particulate and other emissions)
- A detailed stormwater treatment plan, which is essential to determining whether the project's impacts to stormwater quality and downstream cumulative flood hazards, as well as whether the project can be constructed in compliance with Regional Water Quality Control Board C.3 standards. Note that the RWQCB's Statewide Stormwater Permit states that these plans should be available for review in CEQA documents (Section C.3 (4.)).

4-7

Response 8-8: Inadequate Existing Setting Discussion

Response 8-4, which is referenced in this response, fails to add any setting information. As described in our original comment, CEQA requires that an EIR describe the existing conditions (setting) in enough detail that "permit[s] the significant effects of the project to be considered in their full environmental context" (Guidelines Section 15125(c)). The setting discussions on pp. 2-3 through 2-6 are very general, broad brush discussions of typically 1-2 paragraphs that fail to provide the reader with useful, meaningful metrics of actual setting conditions and, therefore,

4-8

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are insufficient to allow comparison of existing and post-project conditions (aka "impacts").

4-8
cont'd

Responses 8-9 and 8-10: Alternatives

These responses refer the reader to Response 8-5, the Master Response regarding alternatives. The response does not address the comment that, since approval of the Master Plan, a major changed condition has occurred with respect to potential alternative sites for the project uses. LucasFilm (ILM) has moved many of the uses originally proposed for this site to the former Letterman Hospital building at the San Francisco Presidio. I have been informed that much of that building has been leased out for non-ILM uses. This both calls into question the need for the Grady Ranch project at all, and introduces a potential alternative site for many of the uses currently proposed at Grady Ranch. The SEIR should address this changed condition with respect to alternatives and fully address the potential use of Letterman building for many of the project land uses (with and without some possible reduced use of the Grady Ranch site).

4-9

The response also fails to address the following alternatives that were requested for inclusion in the specifically DSEIR in our December comment letter:

- 1) An off-site alternative consistent with the applicable General Plan and zoning. This could be at another underutilized LucasFilm facility (the SEIR should examine the potential to locate some or all of the proposed uses to the underutilized (currently rented out) Letterman facility in San Francisco or on underutilized facilities on the Big Rock Ranch site. At a minimum, if some of the uses proposed for the Grady Ranch site were to be relocated to other existing facilities, then a reduced-size Grady Ranch alternative would be realistic and feasible. In addition, an off-site facility in an existing industrial part of the County (i.e. along the Highway 101 corridor) should be considered as an alternative in the SEIR.
- 2) Alternative grading and building designs should be addressed that meet the 30-foot height limit typically applied to this residential zoning district as well as the zoning's use restrictions (i.e. no stages).
- 3) An alternative that breaks the one large building into several smaller ones. This could allow reduced grading and reduced building heights, and could facilitate a more sensitive site plan with respect to existing conditions and resources.

4-10

Response 8-11: Zoning and General Plan Consistency Issues

The FSEIR directs the reader to Master Response 4 for a discussion of the apparent inconsistency between the project as currently proposed and the Countywide Plan (general plan) and Development Code (zoning). Our comment was that the proposed project is comprised primarily of light industrial uses, and therefore is not permissible under the Plan and Code. We provided detailed evidence supporting this inconsistency. In response the County essentially states that "we approved the project land use as consistent in 1996, so it's still approved". This response fails to address any of the specific evidence provided in the comment. Additionally, it fails to

4-11

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address the major changes in the proposed project since 1996, as well as the entirely new Countywide Plan adopted since that time. The response provides no evidence supporting its contention that the proposed stage uses are permitted in residential-designated zones. Finally, the FSEIR states that the proposed land use is permissible under the Plan and Code because it would be "functionally equivalent" to residential use. It does not state where in the Plan or Code such a "functional equivalency" test/exemption is provided for. When was this exemption from the strict provisions of the Code adopted by the County?

4-11
cont'd

Response 8-12: Aesthetics

The response fails to address the comment that Mitigation 5.5-8, which defers design of the water tanks, is an impermissible deferral of information/analysis; this DSEIR should provide a description of the tank design and assess its impacts to the visual environment.

4-12

The response claims that the 1996 EIR included a mitigation prohibiting lighting after 11 pm. However the 1996 EIR contains no such prohibition. Mitigation 5.5-3 includes the following measure:

All outdoor lighting should be turned off after 11 p.m. *if not in use unless needed for safety and security...* (emphasis added).

This appears to indicate that the lighting can be kept on at the stage *if it is in use, or if needed for safety and security*. Master response 3 does not limit the hours of lighting at the facility. Therefore this response is inadequate and the impact remains booth unanalyzed and unmitigated.

4-13

Please revise the mitigation measure to prohibit the use of the outdoor stage after 11, along with any associated lighting. Please provide an actual assessment of the impacts of the remaining lighting.

Response 8-15: Tree Removal

The response cites guidelines allowing deferral of a detailed mitigation plan. However, in this case, the plan itself could result in impacts to trees, in that it would specify trees to be removed. Therefore failure to assess the plan results in a failure to assess the potential impacts of the so-called mitigation measure. The response remains inadequate.

4-14

Response 8-19: Biological Resources

The current project has added 1.5 miles of stream restoration to the project. The construction of these improvements could result in significant impacts to biological resources on and downstream of the site during and post construction. The DSEIR included three sentences (p. 3-29) acknowledging these potential impacts, but failed to provide the reader with any meaningful analysis of their potential magnitude on any of the sensitive species in the area. The Final SEIR added three sentences on this issue. This does not constitute anything more than conclusions unsupported by analyses.

4-15

The FSEIR then states that use of the phrases "to the extent practicable" and "attempt to focus" do not weaken mitigation, but are in fact, "part of a commitment to evaluate

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opportunities to minimize or avoid impacts...". There is no evidence supporting this assertion. Even if true, there is no language in the measures requiring any actual mitigation, therefore the conclusion that the impacts would be less than significant remain unsupported by fact.

4-15
cont'd

The FSEIR is unresponsive to comment that biological impacts relative to pre-project baseline conditions, and mitigation measures associated with high flow (urbanization) and low flow (headwater storage) hydromodifications.

4-16

The comment regarding Mitigation BIO-2 (badger buffer distance should be spelled out, as was done for the bats) is responded to with language referring to "performance standards" in the mitigation. Yet the mitigation fails to include any actual performance standards.

4-17

The comment requested that Wetland Mitigation and Monitoring Plan, Tree Preservation Guidelines Report, and Tree Replacement Report be summarized as they relate to the Grady Ranch PDP. Reporting the existence of such reports does not constitute an adequate analysis or assure mitigation of impacts to those resources. Please provide an actual description of the impacts pre-and post- mitigation. The response is just that, yes, in fact, those reports exist and address the issues. There is no evidence in the EIR supporting the assertion that these plans in fact mitigate any impact.

4-18

The comment requested that the Landscape and Vegetation Management Plan, Special- Status Plant Protection Program, and detailed Wetland Protection, Replacement, and Restoration Program called for in the 1996 program EIR's mitigations be prepared prior to issuance of this DSEIR, and summarized in the DSEIR. The response was that the preparation of these plans was equivalent to establishment of a performance standard for the associated impacts to the resources. No performance standards appear to have been imposed by any of the proposed mitigation measures, therefore this response (and the SEIR's conclusions that the mitigation would effectively reduce impacts to less-than-significant levels) appear to be unsupported by fact.

4-19

Response 8-25: Geology and Soils

The comment stated that SDEIR includes no analysis of the detailed grading plan proposed in the PDP and failed to document any changes in geologic conditions since 1996 (for example, any new or reactivated landslides or changes in anticipated seismic shaking severity). It fails to evaluate the stability of the proposed grading plan. It also fails to evaluate the erosion potential associated with construction of the creek restoration. Instead, it defers any such analyses to future design-level geotechnical investigations and slope stabilization and erosion control plans. The response stated that these issues were addressed in a 2008 preliminary geotechnical report. This may or may not be accurate, however the mere existence of a technical report (presumably prepared by the applicant's consultant, having no formal public review opportunity, and apparently not peer reviewed by anyone) does not mean that the EIR need not analyze the impacts. If this were the case, then there would be no need for an EIR at all - the public could just be provided a pile of technical reports. The purpose of CEQA is to provide the public and decision-makers with peer-

4-20

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reviewed information comprehensible to the layperson. This response fails to provide any such information

4-20
cont'd

Response 8-26: Water Tank Geological Stability

The comment requested a discussion of the potential hazards if the proposed 400,000-gallon water tank were to fail in an earthquake. The response states that there would be a keyway and therefore the facility would be stable. The response provides no evidence or analysis supporting this conclusion.

4-21

Response 8-27: Geoexchange Unit Impacts

The DSEIR provided minimal information on the potential impacts on geologic stability of the proposed geothermal heating facility. The comment requested additional information regarding drilling of a large wellfield wells and then placement of excavated material over the wellfield, and evaluation of the potential effects of the wellfield and filling on geologic stability, including differential settlement and liquefaction. The response refers the reader to Master Response 3, which provides some additional information regarding the operation of the facility, but does not provide any additional information regarding necessary grading or impacts on slope stability.

4-22

Response 8-28: Greenhouse Gas Emissions - Alternative

The comment noted that project's greenhouse gas (GHG) emissions are more than twice the BAAQMD's "Efficiency Threshold" levels, part of which is due to the site's location distant from residential areas or mass-transit hubs. The comment requested that DSEIR consider an alternative site location in a more urbanized area of the County. The response just referred the reader back to the original alternative analyses done in 1996. That analysis was done prior to any requirements to reduce GHG emissions, and therefore does not appear to be applicable to this comment.

4-23

Response 8-29: Greenhouse Gas Emissions - Employee Assumptions

The comment noted that the EIR's GHG estimate was based on "an annual average of 170 employees per day" (p. 3-61). However the DSEIR states that actual project employment would be double that number (340 employees - as stated on p. 3-93, Population and Employment). Therefore the GHS (and possibly overall air pollutant emissions) appear to be substantially underestimated in this SDEIR.

4-24

The response states that the traffic analysis uses 340 persons/day. This still does not address the comment, which was that the GHG estimates appear to have been based on the lower figure of 170 people at the site.

Response 8-30: Greenhouse Gas Emissions - Industrial Uses

The comment noted that table GHG-3 indicates that the vast majority of project GHG emissions result from the high electricity use associated with the light industrial activities proposed for the site and requested that the EIR evaluate whether residential uses would result in similarly high per-capita emissions. The FSEIR states that the proposed uses would be functionally equivalent to residential uses. The FSEIR fails to address this inconsistency.

4-25

Response 8-31: Greenhouse Gas Emissions - Mitigations

The comment noted that the DSEIR’s mitigation measures fail to provide any actual mitigation for its GHG emissions. The response states, “the BAAQMD supports the funding of a countywide CAP as an effective mitigation measure....”. A careful reading of the BAAQMD’s comment letter (BAAQMD comment 5-3) only partially supports this contention. The BAAQMD comment states, “It is also the District’s experience that achieving significant emission reductions that are real, surplus, and quantifiable, and permanent is likely to require more than the \$100,000 allotted in the SEIR.” The SEIR includes no commitment to actual on—the-ground, quantifiable mitigation of GHG emissions.

As stated in our original comment, the *Endangered Habitats League, Inc. v. County of Orange (2005)* decision found that a fee program is not an adequate CEQA mitigation if the actions proposed for funding by the measure are vaguely defined or not fully funded. In that case, the appellate court held that there was no evidence of a firm and certain plan for improvements because the record showed only the existence of a fee program as well as a planned study to identify needed improvements. The court said, “Since there is no evidence here of what improvements will be funded by the fee programs...we cannot find the mitigated project is consistent with the general plan,” and held that the fee program was not adequate mitigation under CEQA. Under this decision, the GHG mitigation is inadequate.

4-26

In addition, the response fails to answer the comment’s inquiry as to whether the CAP is required in any case under other County and state policies and regulations.

Response 8-33: Hazardous Materials

The comment states that proposed Vegetation Modification Plan (p. 3-70) is inappropriately deferred and should be presented and evaluated in this project-level DSEIR. The response refers the reader to a previous response stating that the future plan is somehow equivalent to establishment of a performance standard. No evidence is provided to support this assertion.

4-27

Responses 8-34 and 8-35: Hydrology and Water Quality

The comment stated that construction impacts to water quality from the creek restoration plan are not evaluated and that the DSEIR contains no project-specific analysis of potential impacts associated with the PDP grading plan, SCA restoration plans and the associated changes in channel grade, storm and low flow conditions on site or downstream. The response was that the applicant’s consultant had prepared a plan addressing these issues. Please see our comments on response to Comment 8-25, above. This response suffers from the same deficiency.

4-28

Response 8-36: Land Use and Planning

The comment asserted that the DSEIR includes no actual evaluation of the changed site uses with respect to these land use plans and designations, but rather just a statement that the plan conforms to them (p. 3-80). This appears to be both erroneous and unsupported by any analysis or evidence. The response does not provide any evaluation of the changed land uses with respect to the land use plans, but rather references the reader to Master Response 4, which states that the plan is

4-29

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similar to the old plan and, because that plan was found to be consistent (with a previous Countywide Plan), the current plan is also compliant. The response does not provide substantive evidence supporting its assertion.

4-29
con't

Responses 8-37, 38, 39, 40: Noise

The comment requested that the DSEIR noise analysis should be expanded to evaluate potential impact to nearby sensitive receptors, particularly for construction noise, and that the impacts of single-event noise should be evaluated. The DSEIR uses the 3dBA time-averaged noise metric, which allows numerous much-louder single-event noise incidents to occur. For example, passing big-rig trucks may substantially exceed the 3dBA limit, and could disturb nearby residents, but would not result in the 24-hour average noise level to exceed a 3dBA increase. Similarly use of the proposed outdoor stage may result in single-event noise levels that exceed the 3dBA increase at each event. The comment requested that the FSEIR provide evidence that lower CNEL increases are not significant, that a criterion that is protective of local residential land uses be added to this document, and that potential single-event project noise incidents be compared to this standard.

4-30

The response stated that the DSEIR addressed peak noise from blasting, and then provided generic language that "This analysis considers all applicable standards; and the referenced noise levels for specific equipment are well documented and the usage thereof common practice in the field of acoustics." The comment does not question the noise emitted by certain construction equipment, however it does request that maximum noise levels associated with the equipment be considered, as well as maximum, single-event noise levels of trucks making deliveries to the facility. Additionally, the response does not address the actual on-the-ground potential for impacts to structures and disturbance of residents from vibration associated with blasting. It provides a table of peak particle velocity, but doesn't explain the relationship of PPV to human disturbance of structural damage.

Also, the response fails to expand the noise analysis to identify potential impacts to existing Skywalker and Big Rock Ranch facilities and occupants.

Response 8-42: Population and Housing – Water Supply

The comment stated that, with respect to water, this section states, "It is expected that MMWD currently has capacity to serve the development based on consultation between the project applicant MMWD." Additional discussion follows, stating that the applicant would fund undisclosed water supply offsets. The comment also requested that, if the project will require installation of new water, sewer or other utility lines to the proposed project area, adjoining downstream locations or alternative sites, the impacts associated with utility construction should be evaluated.

4-31

The Master Response stated that water is available and/or MMWD would get the water somehow. As described earlier in this letter, that level of response is not adequate. Please see comments on Responses 8-5 and 8-48.

Response 8-44: Transportation and Traffic

The response fail to provide the requested analysis comparing the project with existing conditions (as required under the recent Sunnyvale decision). Instead, the

4-32

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EIR includes a “plan to plan” analysis, which is impermissible under CEQA (See Guidelines Section 15125(e))¹.

4-32
con't

Response 8-49: Utilities

The comment stated that the “Water Treatment” discussion (p. 3-106) references the 1996 EIR’s 120,000-gallon water tank and needs to be updated to account for the current project’s 400,000-gallon tank plus 40,000-gallon additional tank. The response states that all of the project water would come from MMWD, however the FSEIR contains conflicting information, hinting that, if MMWD water may be supplemented by other sources, including site runoff water, and that the availability of MMWD water may eliminate the need for the 400,000-gallon tank. The FSEIR should clarify this issue so the reader can actually understand the potential effects of providing water to the site, and under what circumstances the 400,00-gallon tank would or would not be required.

4-33

The comment stated that the water supply evaluation in the DSEIR was inadequate. No additional information on how this project’s water supply impacts would be mitigated has been included in the FSEIR therefore it is our opinion that this evaluation remains inadequate.

Additionally, as stated in our original comment, if additional water supply is required for the project, then the DSEIR should evaluate the potential secondary effects of providing that water, including possible effects on groundwater and surface water resources, as well as fisheries in local streams from which the water is being withdrawn.

Response 8-5: Cumulative Impacts

The response updates this discussion to describe which of the projects identified on p. 3-109 have been constructed and whether new projects are proposed. However it does not augment the DSEIR’s minimal discussion of cumulative impacts on each resource. The response directs the reader back to the discussion on pp. 3-109/110. As noted in our original comment, that “evaluation” is merely a statement of conclusions and not an evidence-based evaluation of cumulative impacts.

4-34

Responses 8-51 through 8-53: General Plan and Zoning Compliance Issues

We reiterate our original comment. The 1996 Master Plan described the site as for ‘office and accessory buildings’. The current ‘office space’ now only 12% of square footage, and by volume, even less-- so office is no longer the primary facility ‘use’. The project site is designated Planned Residential (PR) in the 2007 Countywide Plan and zoned Residential, Multiple Planned (RMP) in the Development Code (Article II, Zoning Districts, Section 22.10.020). According to the Countywide Plan, this is a “Rural Residential” land use designation, allowing one residential unit for every 1 to 10 acres. (Built Environment Element, p. 3-38). Specifically, the Plan states that this category is established “for single-family and multiple-family residential development in areas where public services and some urban services are available

4-35

¹ Note that many other sections of this EIR also use a “plan-to-plan” type of assessment, thereby failing to meet the CEQA requirement of an “existing condition” setting.

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and where properties are not typically limited by hazards or natural resources." The Countywide Plan does not identify any non-residential uses as being permitted in this land use designation.

The specific permitted uses for the RMP zoning district are specified in the Section 22.10.020 (G) of the Development Code:

The RMP zoning is intended for a full range of residential development types... including single-family, two-family dwellings, multi-family residential development, and limited commercial use in suburban settings, along with similar and related compatible uses.....

The Development Code includes a number of tables listing allowed uses and required permits. Table 2-4 lists the uses as including a range of agricultural uses, child care, community centers, outdoor recreation (e.g. golf and equestrian), parks, libraries, schools, affordable housing, accessory retail, cemeteries, hotels, medical clinics and hospitals, business and professional offices, and utility lines. The Development Code has no provisions for "functionally equivalent uses, as claimed for the project in the responses. Nor do the proposed uses meet the definition of "Offices" as defined on p. VIII-40 of the Development Code.

4-35
cont'd

Neither the site's Countywide Plan nor the Development Code designations permit use of the site for stages, shops, restaurants, screening rooms, or associated uses. Such uses would generally be considered "light industrial" uses. Therefore, the project does not appear to be permissible under the site's zoning and general plan designations. The previously proposed (1996) project was comprised primarily of office space, which would be allowed under the site zoning, although it may not have been consistent with the residential general plan designation. (In cases where general plan and zoning designations substantially diverge, the general plan must rule.)

Conclusions

The net effect of all of the above-referenced issues is a FSEIR still does not adequately identify many of the project's environmental impacts. Many of the responses do not provide the requested information, resulting in an incomplete CEQA document. In addition, the project still appears to conflict with the site's general plan and zoning classifications.

4-36

Please feel free to contact me at (510) 849-2354 if you have questions or comments on this letter.

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Sincerely;



Richard Grassetto
Principal
Grassetto Environmental Consulting

**Letter
4
Response** **Grassetti Environmental Consulting (GECO)
Richard Grassetti
February 6, 2012**

- 4-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 4-2 through 4-35 below.
- 4-2 CEQA Section 21080.4 is cited as the statutory underpinning of CEQA Guidelines Section 15082, Notice of Preparation and Determination of Scope of EIR, so the noticing approach for the SEIR is not inconsistent with the statute. As noted in the Introduction and Project History discussion in the Final SEIR, a Notice of Preparation was issued at the time that a decision was made to prepare the Master Plan EIR, per CEQA Guidelines Section 15082. Pages 1-2 and 1-3 of the Final SEIR explains that the determination that was made for the Grady Ranch Precise Development Plan was that the proposed project is consistent with the criteria for preparation of a Supplement to the 1996 Master Plan FEIR under CEQA Guidelines Section 15163. As mentioned in the comment, CEQA Section 21080.4 does not differentiate between types of EIRs. However, Section 15163 of the CEQA Guidelines regarding preparation of a Supplement to an EIR directly and specifically refers to the noticing requirements of Section 15087 of the Guidelines. As discussed in Master Responses 1 and 2 of the Final SEIR, the required Notice of Availability (NOA) and Notice of Public Hearing on the Draft SEIR were distributed on October 27, 2011, to members of the Planning Commission, Board of Supervisors, State Clearinghouse, state and local agencies and special districts, surrounding property owners, and other interested groups and individuals.
- 4-3 The Final SEIR includes a project description that contains the information necessary to describe the existing setting and the components of the proposed project that could result in physical changes to the environment. Regarding environmental review of later activities associated with a Program EIR, Section 15168(c) of the CEQA Guidelines state that subsequent activities in the program must be examined in the light of the program EIR to determine whether an additional environmental document must be prepared. Section 15168(c)(1) states that, “[i]f a later activity would have effects that were not examined in the program EIR, a new Initial Study would need to be prepared leading to either an EIR or a Negative Declaration.” The Final SEIR (see page 3-1) explains that the preparation of the checklist evaluation in the Draft SEIR was completed to evaluate the checklist categories in terms of any “changed condition” that may result in a different environmental impacts significance conclusion from the 1996 Master Plan FEIR. This evaluation is consistent with CEQA Guidelines Section 15168(c)(4), which states: “Where the subsequent activities involve site specific operations, the agency should use a written checklist or similar device to document the evaluation of the site and the activity to determine whether the environmental effects of the operation were covered in the program EIR.” This evaluation concluded that a Supplement to the previous EIR is the appropriate document. Section 15168 does not require the preparation of a project EIR for later activities; rather, it states under subsection (d) that the program EIR can: (1) Provide the basis in an Initial Study for determining whether the later activity may have any significant effects; (2) Be incorporated by reference to deal with regional influences, secondary effects, cumulative impacts, broad alternatives, and other factors that apply to the program as a whole; and (3) Focus an EIR on a subsequent project to permit discussion solely on new effects which had not been previously considered.

The SEIR approach used for the Grady Ranch PDP is also directed by Sections 15162 and 15163 of the CEQA Guidelines, as noted in Section 1.2 of the Final SEIR, pages 1-1 to 1-3. The

Guidelines are explicit in directing that “no subsequent EIR shall be prepared” when an EIR has already been certified for a project, unless specific conditions arise. Also, a supplement to the prior EIR is appropriate under specified conditions. Please refer to Section 1.2 and Master Response 2 of the Final SEIR for a full description of the CEQA process approach for the project.

- 4-4 The setting discussions in the Project Description include a summary and an update of existing setting conditions on and around the project site. Additional setting information, including regulatory setting, is included in relevant Environmental Checklist items in Chapter 3 of the Final SEIR. Furthermore, the 1996 Master Plan FEIR included setting information for the project site and surrounding area, as well as for the technical issue areas analyzed in the EIR. As stated under CEQA Guidelines Section 15163(b), the Supplement need contain only the information necessary to make the previous EIR adequate for the project as revised.
- 4-5 The comment quotes a June 30, 2010 newspaper article, which is well before both the Draft SEIR and Final SEIR, so the quoted discussion is not a commentary on these environmental documents. Updated information has been made available since June 2010 regarding the overall supply of water from the Marin Municipal Water District (MMWD) and water supply to the proposed project. As discussed in Response to Comment 8-5 of the Final SEIR, MMWD’s 2010 *Urban Water Management Plan (UWMP)* was completed in June 2011. MMWD also provided additional correspondence regarding the Grady Ranch project in 2011. As stated in Response to Comment 8-5 in the Final SEIR, expansion of the recycled water system is not a requirement of the proposed project, and the UWMP stated that no future potable water supply projects are necessary at this time to increase the amount of available potable water supply. Potential offsite infrastructure extensions are described under Section 2.6.12 of the Project Description and are depicted on Exhibit 2-12. The 1996 Master Plan EIR and the SEIR address the potential impacts from extension of utilities. The following reference is added to Chapter 6, Bibliography:
- Marin Municipal Water District. 2011a. 2010 Urban Water Management Plan, Marin Municipal Water District, Marin Municipal Water District, June 2011.*
- 4-6 The estimated amount of cut and fill included in Table 2-2 of the Final SEIR, and analyzed in the SEIR, includes grading for the proposed project, including the proposed knoll. The potential impacts from nighttime lighting are addressed under Item 4d of the Environmental Checklist.
- 4-7 The comment repeats a previous comment made on the Draft SEIR. Please see Response to Comment 8-7 in the Final SEIR. As noted in the response, several of the elements listed in the comment are included in the Project Description. Also, please see Response to Comment 3-3 of this Amendment regarding the addition of exhibits displaying the Main Building elevations.
- 4-8 This comment references setting descriptions included on pages 2-3 through 2-6 of the Final SEIR. As discussed above under Response to Comment 4-4 of this Amendment, the 1996 Master Plan FEIR contains setting information for the technical issue areas analyzed in the EIR. Response to Comment 8-4 in the Final SEIR was not intended to add setting information. Rather, the response explains that the Draft SEIR updates setting information from the 1996 Master Plan EIR based on changes to the project, the existing conditions on and near the project site, and updates and changes to the regulations.
- 4-9 The comment states that many of the uses originally proposed for the Grady Ranch site have been moved to the former Letterman Hospital building at the San Francisco Presidio. The comment does not include a citation for this statement. The commenter points out later in this letter (see Comment 4-11) that there have been changes to the proposed Grady Ranch project

since 1996. Master Response 5 in the Final SEIR correctly states that existing buildings on Skywalker and Big Rock Ranches and at the Presidio have been constructed for different aspects of LucasFilm operations and that the proposed facilities in the Grady Ranch Precise Development Plan are necessary to serve the purpose and need of this project. The subleasing of spaces in existing buildings are separate operating decisions and may be specific to the types of uses in those facilities. This does not constitute a changed condition for a potential alternative site location.

- 4-10 As stated on page 3-3 of the Final SEIR, the alternatives discussions in the Environmental Checklist includes a brief summary of the conclusions of the alternatives analysis from the 1996 Master Plan FEIR and compare those conclusions to the current Grady Ranch Precise Development Plan to determine if the conclusions from the previous EIR would change. As stated above in Response to Comment 4-2, Section 15168(d) of the CEQA Guidelines state that the program EIR can be incorporated by reference to deal with regional influences, secondary effects, cumulative impacts, broad alternatives, and other factors that apply to the program as a whole.
- 4-11 The Marin County Board of Supervisors approved the Master Plan with findings that it was consistent with the goals and policies of the Marin Countywide Plan and zoning standards in 1996. The Master Plan was adopted by Ordinance and specifies the permitted uses and conceptual design within the framework of the more general Countywide Plan policies and zoning standards. The RMP zoning district does allow conditional uses with Master Plan and Use Permit approval for Offices -- professional, including photography and art studios, as well as data processing and computer services. See the definition of Offices -- professional in Marin County Code Section 22.130.030, and Sections 22.10.020.G and 22.10.030 that identify the allowed uses and permit requirements in the RMP zoning district.
- 4-12 In accordance with State CEQA Guideline Section 15126.4(a)(1)(B) and applicable court decisions, a mitigation measure is adequate when a mitigation commitment is made through adoption of a plan of future actions, the plan specifies performance standards that would mitigate the significant effect of the project, and potentially feasible approaches to accomplish the performance standard are presented. The final design of the water tanks would be required to comply with the mitigation measures to reduce the potential impacts to a less-than-significant level. Implementation of the mitigation measures will be monitored through the Mitigation Monitoring and Reporting Program prepared for the project.
- 4-13 The intent of Mitigation Measure 5.5-3 is to maintain nighttime lighting effects at less-than-significant levels by requiring exterior lights to be extinguished when not in use and, in any event, no later than 11:00 pm, unless the lighting is required for safety reasons (which would involve low levels of lighting). To better articulate this intent, the mitigation measure, and the text on page 3-7 of the Final SEIR, is revised as follows:

All outdoor lighting ~~should~~ shall be turned off when not in use, and in any event, no later than after 11:00 pm local time, if not in use unless needed for safety and security. Safety and security lighting (except street lighting) can usually be at lower levels when the area is not in use.

The limited use of the outdoor stage at night, if any, would be required to comply with the county standard conditions of approval for down-directed, low-intensity lights, for safety purposes only. The application materials do not propose high intensity lights at the outdoor stage. The applicant proposes to comply with dark sky policies and minimize nighttime lighting

- to what is needed for safety purposes and some building accents. See the CDA Planning files for the “Visual and Aesthetic Quality” and “Proposed Exterior Lighting Plans”, provided by Urban Design Group on 4/14/09, the “MEP Basis for Design” provided by Interface Engineering, Item 5 of the Response to Notice of Project Status (NOPS1) on 11/25/09, and the “Lighting Cut Sheets and Luminaire Schedules plus Festival Lighting Locations”, provided by Urban Design Group, Item 6 of the Response to Notice of Project Status (NOPS2) on 9/9/10. The lighting plans and cut sheets submitted verify that exterior lights will be shielded and directed downwards.
- 4-14 The comment refers to the Final SEIR’s response to Comment 8-16, regarding tree removal (note the Final SEIR comment number reference is incorrect in the comment). The comment expresses the concern that the Final SEIR is improperly deferring impact analysis of tree loss (which would not be adequate under CEQA), rather than properly committing to a mitigation measure and deferring details that are not practical to define now (which is adequate under CEQA). The tree loss impact analysis is not deferred. It is described in the Draft SEIR and Final SEIR in response to the Agriculture and Forestry Resources questions (see pages 3-11 to 3-14 of the Final SEIR) and Biological Resources question (b) (see pages 3-31 and 3-32 of the Final SEIR). That discussion notes that estimates for number of trees removed decreased considerably from the Grady Ranch project description of the 1996 Master Plan Final EIR (2,374 trees) to the Grady Ranch PDP addressed in this SEIR (411 trees).
- 4-15 The comment indicates that the degree of discussion of biological resources impacts, including responses to prior comments, is not adequate and that evidence does not exist to support the environmental conclusions. The Final SEIR contains a comprehensive discussion of the potential impacts to aquatic and riparian resources from the construction activity and implementation of the stream restoration component of the project. Discussion of biological resources in the Final SEIR is contained on pages 3-28 to 3-41, and includes multiple explanations about construction-related disturbance to special-status species, including steelhead, and habitats, including the riparian corridor. A new mitigation measure was added to the existing mitigation from the 1996 Master Plan Final EIR that specifically addressed mitigation of construction-related impacts to aquatic habitat (Mitigation Measure BIO-1, pages 3-39 and 3-40). Evidence supporting the analysis includes the technical reports prepared as part of the application that were independently peer reviewed by the County’s consultant, including a site-wide biological assessment, salmonid habitat assessment, wetland assessment, Section 7 biological assessment, tree survey report, wetland mitigation report, tree preservation and replacement reports, and other studies, all of which are cited in the Final SEIR’s analysis of biological impacts. In addition, County consultants conducted an independent biological reconnaissance of the project site and conducted additional consultation with resources agencies. The evidence supporting the biological analysis of the stream-related impacts is substantial and independently reviewed and analyzed by the County consultants preparing the SEIR.
- 4-16 The comment restates a previously submitted general comment (Comment 8-20 on the Draft SEIR) and expresses a concern about lack of responsiveness. No additional information is included in the reiterated comment. Please see Response to Comment 8-20 in the Final SEIR.
- 4-17 The performance criterion for an appropriate badger buffer distance in the new Mitigation Measure BIO-2 is acceptable to California Department of Fish and Game biologists. As the trustee agency with the stewardship jurisdiction to protect wildlife species, acceptability to the department is an appropriate criterion.
- 4-18 The comment expresses a complaint that referral to several detailed technical reports does not provide adequate evidence to support environmental conclusions. The reports have been

available for public review at Marin County Community Development Agency during the course of the environmental review process. Please see Response to Comment 3-2 regarding reference to technical reports in the project application materials.

- 4-19 The commenter appears to overlook the performance standards listed in the mitigation measures described in the Final SEIR on pages 3-34 to 3-41, as sub points to the primary commitment to prepare the specific mitigation plan or program. For instance, the Landscape and Vegetation Management Plan requires use of native plants, native cover salvage, maintenance and revegetation for at least 5 years. The native grassland restoration plan includes the performance standard of 1 to 1 replacement on a per acre basis. The wetland mitigation plan includes a 2 to 1 replacement ratio. These and other performance standards will provide direction during the preparation of the detailed mitigation plans to ensure adequate mitigation of each of the affected biological resources.
- 4-20 As is standard for large developments such as Grady Ranch, the initial geologic and geotechnical studies are intended to be preliminary studies that identify potential geologic and/or geotechnical issues and provide the developer/owner with an idea of what types of foundations, slope repair, erosion-control, etc. they may need to implement. No physical alterations to the site have occurred since the 1990s that would change slope stability or alter seismic risks. The preliminary studies are not intended to be final design documents. Standard practice for this type of development dictates that once the building and grading plans are final, detailed geologic and geotechnical studies, including drilling, excavating test pits, field reconnaissance and mapping, slope stability analysis, and foundation design will be performed to provide recommendations to construct a safe, stable, and structurally sound development. If slope stability/landslide or other issues are identified, they would be resolved in detailed project design prior to or as part of the development construction process, per the mitigation measures included in the SEIR.
- 4-21 The 400,000-gallon water tank would rest on a graded, relatively flat area with a keyway buttress on the downhill side. The areas above and below the tank pad would be graded and drained to provide a stable slope. Detailed design development with slope stability calculations (both seismic and static) would be provided to, and reviewed by, Marin County Community Development Agency (CDA) staff prior to the tank being installed or any grading occurring. In addition, Mitigation Measure 5.1-7 addresses potential water tank impacts.
- 4-22 On page 2-35 of the Final SEIR, the characteristics of the geoexchange system have been clarified. The coils of the system involve no wells of any kind. They would be buried under the fill placed for the landscaped knoll south of the main building, rather than in any excavated area. Except for surficial site preparation and trenching for lines to the main building, excavation would not be needed, so no geologic stability impacts would occur. Fill would be engineered in place according to the preliminary grading plan (see Exhibit 2-7 in the Final SEIR). Therefore, the geologic effects of the geoexchange system would be less than significant, consistent with the conclusions in the Final SEIR. Please also see Response to Comment 4-20 regarding site-specific geologic and geotechnical studies for the proposed project to address slope stability and provide recommendations to construct a safe, stable, and structurally sound development.
- 4-23 This comment is in regard to Final SEIR Response 8-28 addressing project alternatives, specifically, with respect to off-site alternatives. Master Response 5 of the FSEIR describes that the 1996 Master Plan EIR evaluated 16 alternative sites, which were found to be infeasible. The 1996 Master Plan EIR evaluated a reasonable range of alternatives, including off-site locations in urban areas that were determined infeasible for a variety of reasons. The urban area off-site

locations considered in the Master Plan EIR would address the commenter's issue regarding consideration of an urban location that could help reduce GHG emissions. The commenter does not suggest a particular alternative site location. As stated in Master Response 5, an EIR need not consider every conceivable alternative to a project.

Importantly, Assembly Bill [AB] 32 does not intend to limit economic growth in California. Senate Bill [SB] 375, intends to incentivize development in urban areas served by transit, but does not preclude development elsewhere. CEQA and the Bay Area Air Quality Management District (BAAQMD) require that impacts of GHG emissions from development be evaluated and mitigated to the extent feasible. Environmental Checklist Items 8a and 8b and Mitigation Measures GHG-1a and GHG-1b of the Environmental Checklist of the Draft SEIR have fulfilled this requirement.

- 4-24 The comment is noted. Response to Comment 8-29 in the Final SEIR explains the basis of the numbers used for the traffic and greenhouse gas emissions analysis. No additional explanation is required.
- 4-25 The GHG emissions analysis in the Final SEIR addresses potential impacts from implementation of the project, as proposed. The previously submitted Draft SEIR comment referenced in this comment (i.e., Comment 8-30) requested a GHG analysis of residential uses. The Final SEIR, at page 3-66, notes that Alternative 2 of the Master Plan EIR (residential use with current zoning) would involve more GHG emissions because of the greater number of daily vehicle trips.
- 4-26 This comment states that the Draft SEIR's mitigation measures (i.e., fee payment to initiate a GHG offset project and funding to prepare a County Climate Action Plan [CAP]) fail to provide any actual mitigation for GHG emissions. This comment references comment letter 5 on the DSEIR, specifically comment 5-4. In general, the Bay Area Air Quality Management District (BAAQMD) has indicated its support of mitigation measures GHG-1a and GHG-1b, because these measures were developed in coordination with, and with input from, BAAQMD staff. Specifically, please see comment 5-3 from BAAQMD in the Final SEIR, which states:

“The District acknowledges that an aggressive and comprehensive climate action plan can serve to reduce countywide GHG emissions well into the future. We support the County's efforts to develop a communitywide climate action plan, as we believe that long-range planning is the best way to ensure permanent reductions in GHG emissions. Such countywide reductions would likely far exceed the 549 MT needed for this Plan to meet the District's threshold of significance.”

There are many examples of appropriate application of off-site mitigation fees in CEQA, including for the purpose of reducing emissions of air pollutants in programs administered by local air pollution control districts (for example, the indirect source review program upheld by the court in *California Building Industry Association v. San Joaquin Valley Air Pollution Control District* (2009) 178 Cal. App. 4th 120.)

Importantly, Mitigation Measure GHG-1a makes a firm, detailed financial commitment to complete on-the-ground off-site mitigation for GHG emissions. This mitigation would occur in the form of energy efficiency retrofits of existing buildings within the County or elsewhere in BAAQMD's jurisdiction. If a more cost-effective option for surplus GHG reductions is identified within the two-year timeframe established for implementation of this mitigation measure, the County and BAAQMD may choose to pursue that option. Because the authority, funding, and responsibility rest with the relevant agencies (i.e., the County and BAAQMD) there is a

reasonable expectation that this mitigation is feasible and readily implementable (*Anderson First Coalition v. City of Anderson* [2005] 130 Cal.App.4th 1173). In addition, Mitigation Measure GHG-1b would result in GHG emission reductions in the County that would overwhelmingly exceed the project's increment (i.e., 549 MT CO₂e/year) above BAAQMD's GHG threshold through development of a Countywide CAP. As stated in Mitigation Measure GHG-1b, "According to Marin County's existing (2000) GHG inventory for the unincorporated area, 15 percent below 2000 levels would result in approximately a 467,000 MT CO₂e/year reduction (Marin County 2006)." This demonstrates the effectiveness of the mitigation measure in more than compensating for the project's increment of emissions above the BAAQMD threshold. Because the cost estimate for the CAP is based on recent, analogous examples from other California jurisdictions, it represents reliable evidence of the feasibility of implementing the mitigation measure for preparation of the CAP. Demonstrating effectiveness and implementation feasibility is consistent with requirements for an adequate mitigation program for GHG emissions (*Communities for a Better Environment v. City of Richmond* [2010]184 Cal.App.4th 70).

The County prepared a GHG reduction plan in 2006, but it does not satisfy the requirements of the State CEQA Guidelines Section 15183.5(b) for a qualified Plan for the Reduction of Greenhouse Gas Emissions. The County is not otherwise required to prepare a CAP under existing State or County regulations. See response to Comment 8-31 in the Final SEIR, which also addresses this comment.

4-27 The comment expresses the opinion that Mitigation Measure 5.10-4, regarding a Vegetation Modification Plan for fire hazard management, does not contain adequate performance criteria. The mitigation measure requires that the plan is prepared to the satisfaction of the Marin County Fire Department (MCFD). Approval by the MCFD is sufficient as a performance criterion, because the department is charged with the responsibility to establish adequate fire fuel management provisions for projects within its jurisdiction. It is important to note that approval of a mitigation plan by the agency with authority over this issue has been found to constitute an adequate performance criterion by the court (see *Gentry v. City of Murrieta*, part D, published in July 1995), including a downstream drainage protection plan and a grading plan to be approved by the local engineering department.

4-28 Information on the feasibility of restoration construction activities as it relates to stormwater pollution prevention and water quality is included in the following memorandum.

- ▲ Balance Hydrologics, 2011. Feasibility of Restoration Concepts at Grady Ranch, Marin County, California. Prepared for CSW-ST2.

This document has been peer reviewed and has been found to adequately address potential impacts to water quality from construction activities associated with the stream restoration plan. The construction impacts to water quality from stream restoration construction activities would be minimal as these would be completed under non-flowing conditions between July 1st and October 15 over a 2-year period. As documented in the Environmental Checklist, the project would comply with Marin County Code 24.04.627 and would include a stormwater pollution prevention plan (SWPPP) that addresses both temporary (during construction) and permanent (post construction) measures to control erosion and sedimentation and to prevent pollutants from entering storm drains, drainage systems, and watercourses.

4-29 Please see Response to Comment 4-11 above regarding consistency with the County zoning code and Marin Countywide Plan.

- 4-30 The commenter is reiterating noise and vibration-related comments previously made on the Draft SEIR without additional information specifying the factual basis for concerns about inadequacy of the responses. Conjecture is offered about perceived effects that “may” happen, in the commenter’s opinion. The previous responses to comments 8-37 through 8-40 referred the commenter to the analysis provided in the Final SEIR. No further explanation is necessary.
- 4-31 Please see Response to Comment 4-5 above regarding water supply.
- 4-32 Response to Comment 8-44 adequately addressed the comment. The transportation analysis for the Final SEIR was based on updated existing traffic and circulation conditions.
- 4-33 As stated on page 2-30 of the Final SEIR, captured rain water runoff from the roof of the main building would be pumped up to the smaller 40,000-gallon tank for irrigation use. Please see Response to Comment 1-2 above regarding the 400,000-gallon tank. This response has clarified that the 400,000-gallon tank would be required for fire flows. Please see Response to Comment 4-5 above regarding water supply.
- 4-34 Please see Response to Comment 8-50 of the Final SEIR. In addition to updating the status of the projects identified in the Draft SEIR, the response explains that the cumulative discussions were updated to incorporate the cumulative analyses contained in the 2007 Marin Countywide Plan Update.
- 4-35 See Response to Comment 4-11 above. The Master Plan and Use Permit approved the main building, as stated in Condition of Approval 62.b pursuant to Exhibit B, page 11, “This building will house offices to be used for advanced, digital technology-based film production. At the very rear of the Main Office Building will be production stages, varying from 25 to 55 feet in ceiling height, which will on occasion be utilized for the filming of sequences which require production techniques possible only in such a large space.”
- 4-36 This comment is a summation of prior points raised. Please see Responses to Comments 4-2 through 4-35 above.



From: Lucas Valley Estates
Sent: Monday, February 06, 2012 1:19 PM
To: EnvPlanning,; Osborne, Neal; Stratton, Debra
Cc: Rice, Katie; Adams, Susan; Sears, Kathrin; Kinsey, Steven; Arnold, Judy; Lai, Thomas; Janice Warren; Hillary Sciarillo; Liz Dale
Subject: Comment on Grady Ranch FEIR: LVEHOA
Attachments: LVEHOA.Grady.FEIR.02.06.pdf

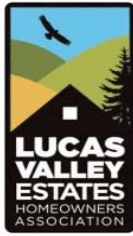
To: Rachael Warner, Environmental Coordinator
 Neal Osborne, Planner, Community Development Agency

Attached please find a Letter of the Comments of the Lucas Valley Estates Homeowners' Association (LVEHOA) on the Grady Ranch Final Environmental Impact Report.

| 5-1

Thank you,

The Board of Directors
 Lucas Valley Estates Homeowners Association



February 6, 2012

Ms. Rachael Warner, Interim Environmental Coordinator
 Mr. Neal Osborne, Planner
 Marin County Planning Department
 Marin County Civic Center 308
 3501 Civic Center Drive
 San Rafael, CA 94903

RE: Lucas Valley, Marin County: Comment on the Lucas Film Properties 'Grady Ranch' FEIR

Dear Ms. Warner,

The Board of Directors of the Lucas Valley Estates Homeowners Association (LVEHOA) would like to provide you with the following comments on the Responses provided in the Grady Ranch Final Environmental Impact Report (FEIR).

5-1
con't

We acknowledge that Responses provided in the FEIR to comments submitted in the GECO letter of December, 2011 are being addressed and submitted separately.

Our comments on the FEIR and responses are as follows:

1. Regarding inadequate traffic impact information or traffic mitigation details, and the response which provides the 1996 Transportation and Circulation the February 2010 update.

The LVEHOA notes that the sole entry and exit street intersections for our Homeowners (at Bridgegate Drive and Westgate Drive) are not included in these studies at all. The underlying assumption in the Report, that with the exception of residents of Mt. Muir Court, all residents on the north side of Lucas Valley Road either already have or will have access to a signalized intersection at Mt. Lassen Drive, is factually incorrect. There is no connection from Lucas Valley Estates to Mt. Lassen Drive. Since neither Bridgegate and Westgate Drive intersections with Lucas Valley Road are included in Transportation and Circulation study in 1996 nor the 2010 update, the potential traffic impact or need for signalization or mitigation has not been considered nor mitigated. Therefore, any mitigation which might be needed has not been discovered, disclosed nor subject to proper public comment nor public review.

5-2

P.O. Box 4121 San Rafael, CA 94913. Email: lve.lvehoa@gmail.com

Page 2 of 5

Furthermore, the Traffic impacts still do not include all future cumulative traffic impacts which will result from future Skywalker and Big Rock office use, and any planned new developments on the Lucas Valley Road corridor. There remains no detailed information about precise location(s) of new traffic signals or stop signs at these intersection(s) along Lucas Valley Road.

5-3

- 2. Noise impacts and the need for an acoustical sound study in a valley corridor. We note the Response in the FEIR says that a study is not needed since noise “should meet benchmarks of allowable noise set forth in the 2007 County-wide Plan.

The LVEHOA reaffirms that a proper sound study should be required to ascertain the true ambient sound impacts which will occur in the narrow Lucas Valley corridor, subject to echo and amplification from its unique topography. The LVEHOA also reiterates that the impacts of noise pollution from operations and from vehicular traffic is unacceptable for this residential zoned area if hours of operation and traffic flow are allowed to be allowed to accommodate 24 hour a day/ 7 day a week hours of operation and employee or truck vehicle activity. We repeat that this is especially true if an outdoor stage is in operation, not only during the day but especially at night when noise impacts should be subject to greater scrutiny in a bedroom community than merely to “approximate “benchmarks”.

5-4

Regarding our comment about night time light pollution, we note the Response which states that night time lights “should be turned off at 11pm unless needed “

Again, as with noise impacts, the LVEHOA considers this impact assessment to be open-ended. We also believe that 11pm is extraordinarily late for a family residential bedroom community which greatly values the dark night time sky viewing and design standards of no street lighting. We are seriously concerned about the open-ended, unrestricted hours of operation, the night time light pollution and apparent visual and sound impacts. The plan for overnight accommodations to be on the third floor level of the facility implies that light pollution will likely impact our neighborhood 24 hours/ day.

5-5

- 3. Public safety impacts of delayed Emergency vehicle response. Since truck traffic cannot pull over on Lucas Valley Road, the Response that Emergency Vehicles can pass or that the Department of Public Works (DPW) may evaluate the matter and make provisions, if they are needed, for emergency vehicles to pass.

The LVEHOA believes that the public should be informed if there is a need for pull-outs and passing lanes to be built by DPW. If so, where they will be located, will the taxpayers pay and will they be sufficient to prevent response time delays? Please note that if emergency vehicles will be required to pass vehicles by crossing a double yellow line and avoiding on-coming traffic, there will be an increased risk for head-on collisions with on-coming vehicles on Lucas Valley Road, a direct impact on Public Safety. This impact requires closer study and disclosure. Speeding in excess of posted limits along Lucas Valley Road is common, which adds risk to passing slow vehicles. This is especially acute near the Bridgegate/Lucas Valley intersection where the road curves. Straightening the road to the west will only encourage speeding and accidents. Pedestrians, cyclists deer and other wildlife who are near road shoulders or crossing the road will also be at greater risk along Lucas Valley Road.

5-6

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Page 3 of 5

Additional traffic produced by Grady Ranch will exacerbate this problem. Furthermore, large trucks carrying supplies, stage gear and other equipment to Grady Ranch will produce exceptional hazards for vehicles and bicyclists along Lucas Valley Road, due to narrow shoulders, no passing lanes and slower stop times. None of these traffic safety matters have been adequately addressed in the FEIR.

5-7

- 4. Long term additional traffic impacts need to be studied. Lucas Valley Road cannot be widened, impacting traffic congestion and green house gas emissions, as well as emergency vehicle travel response time to residents long term. We note in the Response that there are no current no plans to widen Lucas Valley Road.

The LVEHOA comment on this Response is that even if there are no plans today to widen Lucas Valley Road for the expected traffic impacts for this facility, there is no means in place for monitoring the traffic impact that will in fact be generated over the long term, and no meaningful tracking or permanent enforcement of the limit of vehicle numbers permitted for this development. If limited counts of Employees and vehicles exist which are currently anticipated and allowed to come and go, with hours of operation unrestricted up to 24 hours per day as needed, then will these traffic and employee numbers exist for 3 shifts/ day, or triple the current count? And for how many years will that traffic impact be monitored, or enforced? There is no guarantee that traffic will remain limited, and that Lucas Valley Road will not need to be widened in future from the impact of this large multiple use facility with unknown permanent future owner or tenant uses. Since Lucas Valley Road cannot be widened in key points between this proposed facility and the Highway 101 commercial transit corridor, permanent enforceable monitoring of employee and vehicle counts should be required. This missing impact assessment is especially critical if the planned use is not primarily for "office" use but rather digital film stage and production uses, or any other use, needing industrial processes that involve larger amounts of traffic than if only an office use occurred.

5-8

- 5. Downstream hydrology, impacts to the steelhead fish populations and erosion impacts on homeowner private properties as well as our community's infrastructure. We note the Response that these issues will be subject to the SCA policies and programs, and would involve an element to restore Miller Creek, which would improve the existing function of the stream and riparian habitat value.

5-9

The LVEHOA would like to repeat its concern about the habitat of the Steelhead fish population in Miller Creek. We also remain concerned about the future financial liability to taxpayers and homeowners from risks of downstream erosion impacts or damages to infrastructure or property. An assurance or warranty to protect the public against future risks or liability should be required.

- 6. Conditions or restrictions for hours of operation, tenant uses or new owner uses. We note in the Response that the project applicant would also adhere to mitigation measures requiring that business hours would be expected to adhere to a typical Monday through Friday work schedule from 9 a.m. to 5 p.m. However, the hours and activities occurring onsite during film production would "vary depending on the needs". As stated on pages 2-7 and 2-8 of the FSEIR, the administrative functions would primarily be from 9:00 A.M. to 5:00 P.M. as would film production activities, but the applicant does have the right to work outside of these hours.

5-10

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Page 4 of 5

Our Comment about the Hours of Operation and uses is that the FEIR allows for this facility to operate 24 hours/day, which will create traffic, noise and light pollution at all hours. The LVEHOA finds these hours of operation clearly unacceptable and incompatible with its location, proximate to a bedroom community of family homes. As such, operations outside of M-F and 9am-5pm would negatively and significantly impact our families and community.

5-10
cont'd

- 7. Unrestricted owner, future owner or tenant use, along with unlimited hours of operation of this facility. We note that this planned land use is being permitted by County with a conditional use permit. We also note that the proposed project's land uses are being regarded as unchanged since the 1996 Master Plan FEIR.

5-11

Our Comment on this Response is that the LVEHOA believes that the proposed uses and hours of operation are not consistent. The addition of an outdoor stage, and change from primary office proposed in 1996, to only 4.6% office today, is a very significant and material change in use

- 8. Road closures of Lucas Valley Road, during road straightening construction. We note the Response that Lucas Valley Road will not be closed, but that one lane will be closed at a time, and flag men will be used to direct traffic flow to one lane.

The impact of a single lane closure just to the west of Bridgegate and Westgate Drive intersections will present significant impact to our neighborhood sole access and entry points. It is likely that Residents will not be able to enter or exit our neighborhood easily throughout this protracted time of road straightening. During very recent experience while re-paving and road work was being conducted on Lucas Valley Road for just a one week time period, there were demonstrated great delays and bumper to bumper traffic within no time after a single lane closure and use of flagmen were deployed. So bad was the gridlock and delay that one lane closures were planned for off-peak hours to minimize back-ups which became over a mile in length in a matter of minutes. Assuming a lane closure will last longer than a few hours for road straightening construction to occur, we anticipate back-ups and stopped traffic blocking exits at Bridgegate and Westgate and further eastward intersections as well. The road straightening is described as needed to ensure a non-signalized exit from the Grady Ranch site, yet there is no study of whether signaling or straightening is needed for the intersections of Bridgegate and Westgate Drive. Since the line of visibility for these intersections has not been studied, then the entire question of whether road straightening is appropriate must be re-evaluated. The LVEHOA must know how will our residents enter and exit our neighborhood, or whether lane closures will restrict our access or exit from our homes. All these actions and impacts need to be reviewed, disclosed and be subject to proper public comment, public review and mitigations.

5-12

- 9. Risks of power outages or roadside construction detours during installation of underground utilities along our sole access route of Lucas Valley Road. We note the Response that residents will be notified in advance of power outages.

5-13

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Page 5 of 5

This represents a direct impact on homeowners. How will homeowners be notified, and how much notice will be given? There remains the likelihood of unexpected power outages that may occur during installation of underground utilities, and repeat our comments above about the impacts of one-lane closures on Lucas Valley Road during installation of underground utilities.

5-13
cont'd

10. Land Use Impacts which will impact on all bedroom communities in the Lucas Valley area, which will become mere adjacent properties to a permanent commercial traffic corridor (Lucas Valley Road) between Highway 101 Commercial corridor to our east and the Grady Ranch Commercial facility to our west, we note the Response provided in Master Response 4 and described above.

5-14

We strenuously disagree with the claim that this project complies with zoning, the 1996 Master Plan, and the Big Rock Master Plan's approved conditions. We repeat that we believe an alternative site analysis should be required.

11. Inadequate communication, notice and information to the community. We note the Master Response 1 and 2.

The record speaks for itself. The residents and homeowners of the Lucas Valley Estates have not received any written public notice since 1988 on this proposed project (this is well-documented), we were not included in the public comment and public reviews of the 1996 Grady Ranch Master Plan, and have not since been informed of any subsequent communication, information or notices. The members of the public who reside immediately next door to this proposed project have not been included in the public process, comments nor reviews of this project prior to December 2011.

5-15

In closing, the LVEHOA appreciates the following new information that is provided in the FEIR (Appendix A and Appendix B). We regret that we still do not have new information including:

- 1- A sound and acoustics assessment for operation in narrow valley, especially for digital film stage which could include pyrotechnics, explosive noise and other special sound effects;
- 2- A written commitment for County water supply for the project, which was asserted to exist and promised to the public during the Public Hearing of December 12, 2011;
- 3- Scaled, accurate Visual Aids, renderings, 360 degree views, nor story poles on site;
- 4- A digital full plan set available for public viewing on the County Website.

5-16

Thank you for this opportunity to submit our comments on the Grady Ranch FEIR.

Respectfully submitted,

Board of Directors
Lucas Valley Estates Homeowners Association

CC: Tom Lai, Marin County Community Development Agency
CC: Debra Stratton, Secretary, Marin County Planning Commission
CC: Supervisor Adams, Supervisor Rice, Supervisor Sears, Supervisor Kinsey, Supervisor Arnold

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**Letter
5
Response** **Lucas Valley Estate Home Owners Association (LVEHOA)
Board of Directors
February 6, 2012**

- 5-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 5-2 through 5-16 below.
- 5-2 The comment is correct that the traffic reports did not analyze intersection operations at the intersections of Lucas Valley Road with Bridgegate Drive or Westgate Drive and that vehicles on these streets would not have access to a signalized intersection on Mt. Lassen Drive. The 2010 Transportation and Circulation Update analyzed the same six intersections that were addressed in the 1996 Master Plan FEIR, in addition to the new intersection that would be created at the proposed project entrance. The trip distribution discussion in the transportation report estimated that 74 percent of the project-related trips would be to and from the east of the project site. Of those trips, approximately 73 percent would travel north and south from US 101. Therefore, it is not expected that a substantial number of trips to and from the project site would result in turning movements at the intersections of Lucas Valley Road with Bridgegate or Westgate Drive. Because no significant impact was identified for these intersections, the project does not include mitigation that would require public review.
- 5-3 No new traffic signals or stop signs are proposed or required for the intersections of Lucas Valley Road and the Skywalker Ranch or Big Rock Ranch intersections, based on the traffic analyses contained in the 1996 Master Plan FEIR and the 2010 Transportation and Circulation Update.
- 5-4 See Response to Comments 8-37 and 9-4 in the Final SEIR, regarding noise impacts. The remainder of this comment does not address the adequacy of the responses to comments in the Final SEIR. The comment reiterates the previous comments and recommendations, and this information will be provided to Marin County decision makers for consideration. Use of the outdoor stage is included in the assumed operations of the project site that were included in the Environmental Checklist (filming operations within the main building with occasional filming outdoor). Please see page 3-88 of the Final SEIR.
- 5-5 Please see Response to Comment 4-13 in this Amendment, above, regarding revisions to Mitigation Measure 5.5-3.
- 5-6 This comment does not address the adequacy of the responses to comments in the Final SEIR and Response to Comment 9-6 in the Final SEIR is appropriate. As stated in the response, traffic control plans would be included in the final construction management plan, which should coordinate construction timing and have ample measures including flagmen, signing and proper scheduling that would avoid delays, including emergency response.
- 5-7 The 2010 Transportation and Circulation Update (see Appendix B of the Final SEIR, available on CDA's Environmental Impact Review website at <http://www.co.marin.ca.us/depts/CD/main/comdev/eir.cfm>) addressed pedestrian and bicycle traffic currently using Lucas Valley Road and determined that implementation of the project would result in a less-than-significant impact.
- 5-8 The Final SEIR does not identify significant impacts from the number of employees that would be generated from the proposed project. No mitigation is required to limit the number of employees during work days or operations of the project; therefore, no long-term monitoring is

- required. Any future owner of the facilities would have to abide by all of the conditions placed on the development, including maintaining a maximum of 340 total employees and guests. Any changes to the conditions would require a Master Plan amendment or submittal of a new Master Plan.
- 5-9 See Response to Comment 2-8 in this Amendment, regarding downstream impacts. The remainder of this comment does not address the adequacy of the responses to comments in the Final SEIR. The recommendation to ensure the creek and remaining habitats are protected, enhanced, and available for native wildlife is noted.
- 5-10 This comment does not address the adequacy of the responses to comments in the Final SEIR. The comment reiterates the previous comments and recommendations. No evidence has been provided to verify that the facility would operate 24 hours a day and result in traffic, noise, and light pollution. The Master Plan and Use Permit did not establish limitations on the hours of operations provided that the uses comply with the 340 maximum employee counts, and County standards for noise and lights in a residential district. Flexible work schedules may actually reduce traffic impacts by avoiding peak traffic times. Exterior lighting shall be down directed, low intensity, and limited to provide safety when needed without adverse glare to the surroundings. The proposal for some festival lighting on the exterior of the building would consist of small LEDs and would be comparable to Christmas lights that are common in residential areas.
- 5-11 Please Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning standards.
- 5-12 This comment does not address the adequacy of the responses to comments in the Final SEIR. The conditions that are described in the comment regarding existing sight distances at Bridgegate and Westgate Drives are existing conditions and are not a result of implementation of the proposed project. Existing travel speeds, speed limits, and collision history are included in the 2010 Transportation and Circulation Update (see Appendix B in the Final SEIR).
- 5-13 This comment does not address the adequacy of the responses to comments in the Final SEIR. The comment reiterates the previous comments, and this information will be provided to Marin County decision makers for consideration.
- 5-14 The project's compliance with the zoning, 1996 Master Plan, and conditions of approval will be fully evaluated in the staff report for the February 27 Planning Commission hearing. The 1996 Master Plan and Use Permit approved the development on Grady Ranch for digital film production, screening rooms, stages, overnight accommodations, daycare, recreation, and other uses. The RMP, Residential Multiple-family Planned District allows professional office uses including photography and art studios with a Master Plan and Use Permit. Compliance with the Master Plan and Use Permit conditions of approval will be required as part of the Precise Development Plan before issuance of grading and building permits.
- 5-15 This comment does not address the adequacy of the responses to comments in the Final SEIR. The comment reiterates the previous comments, and this information will be provided to Marin County decision makers for consideration.
- 5-16 This comment does not address the adequacy of the responses to comments in the Final SEIR. The comment reiterates the previous comments, and this information will be provided to Marin County decision makers for consideration. Please note that additional correspondence from

MMWD was included in the Final SEIR in comment letter 12. Please also see Responses to Comments 3-3 and 3-8 in this Amendment, above, regarding the addition of elevation drawings for the Main Building and additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP using a digital terrain model and GIS analysis, respectively.

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Marin Audubon Society

P.O. Box 599 | MILL VALLEY, CA 94942-0599 | MARINAUDUBON.ORG

February 6, 2012

Peter Theran, DVM, Chair
Planning Commission
Marin County Community Development Agency
3501 Civic Center Drive
San Rafael, CA 94903

ATT: RACHAEL WARNER

RE: FINAL SUPPLEMENT TO GRADY RANCH-BIG ROCK MASTER PLAN

Dear Chairman Theran and Commissioners:

Environmental Impact Reports are disclosure documents intended to inform the public and decision-makers about the potential environmental impacts of a project. This SEIR fails as a disclosure document. Instead of presenting summaries, analyses, and/or conclusions of the many background reports, it simply sends readers off to review a multitude of other documents that are in many other locations. This is apparently all in the name of “streamlining”. In addition, the SEIR continues to present vague, speculative and sometimes inconsistent or conflicting mitigation measures. Needless to say, we do not find this SEIR to be anywhere near adequate or ready to be certified.

6-1

We wish to emphasize that as a stream that supports endangered steelhead, Miller Creek must be afforded the highest level of protection and restoration. The proposed restoration design could result in problems that would adversely impact downstream channel and vegetative habitats, steelhead and other species that depend on this ecosystem. Problems could result from deposition of sediments and/or from erosion. In addition, populations of many native species depend on the terrestrial habitat and on the presence of the creek running through it. Because a large section of habitat would be lost to development, utmost care must be taken to ensure the creek and remaining habitats are protected, enhanced and available for native wildlife.

6-2

We have the following specific comments, objections and questions:

1. The response to our comment 10-1 refers to several technical reports prepared by the applicant addressing the 15 mile-long creek restoration are “available (Master Response 2),” and states that the EIR preparers’ have extensive experience restoring streams. We cannot find the names of the preparers to check on their qualifications. If the restoration designers and reviewers are such experts, and the design so sound, why has the design not been wholeheartedly supported by agency personnel?

6-3

2. Response 10-2 identifies six creeks where “components of the proposed restoration design have been implemented regionally.” The response does not indicate which components were implemented, where they were implemented, the success of these other projects, nor does it provide any other information that would

6-4

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inform the reader about similarities between the projects, or that would indicate the likelihood of success of the design. Instead, we are referred to CDA’s website for “regional analogs of the restoration methods”- whatever that is.

6-4
cont'd

3. In response 10-3, we are referred to a vision document and the JARPA (with which we are quite familiar having completed JARPA’s for our own restoration projects). The response reiterates that the applicant has agreed to periodic inspections/surveys to ensure the restoration is intact. (P. 4.40-10). Surveys or inspections after-constructions provide information about success and/or problems in the functioning of the project design, but it does not ensure that problems would be corrected. Bonding or some form of financial certainty that would allow the county to step in and take needed action at the applicant’s expense should be required, should the applicant not follow through with corrective actions.

6-5

4. Response 10-6 repeats a rationale for reducing the stream-buffer from 100 to 50 feet. We reiterate that there is nothing in the CWP that provides for reducing a streamside buffer simply because past land management has been inadequate or because “extensive measures” to repair existing damage are proposed to be taken. This simply rewards a property owner for allowing their property to be degraded and fails to adequately protect and restore the very restored habitat that needs protection. A 100 foot wide buffer for this creek is needed and should be required.

6-6

A 50-foot buffer does not just partially conflict (see discussion page 3-30) with the intent of the DWP - it completely conflicts with the intent and purpose of the streamside protection policies. What more compelling reason could there be for a 100-foot buffer than on a creek inhabited with special status species.

5. Response 10-7 does not response to our question, which was: how many smaller trees than 12 inches DBH would be removed by the project?

6-7

6. Regarding tree impacts, response 10-8 rejects our suggestion to remove and relocate existing trees as a mitigation option because “it would be a substantially new impact requiring environmental analysis.” We fail to see why this would be a substantially new impact because the trees would be removed anyway. This response also raises what appears to be an inconsistency because Mitigation Measure 5.3.2 (d) actually does call for removing and relocating trees. This Mitigation makes several reference to “salvaging” trees from the site. This is by far the preferred alternative and we agree that it should be encouraged. In fact, it should be required.

6-8

Salvaging trees larger than 12 inches DBH is also mentioned as a possibility but appears to be rejected. Salvaging and relocating existing native trees should be required for all native trees. Such a replacement program would contribute to the diversity of the restored woodlands and would hasten the habitat replacement. If only young trees are planted, it would take decades to replace the habitat functions of the mature native trees and restore the proportional ratio of old (even dying) and young trees that are essential components of a healthy forest ecosystem. .

6-9

The question of where the mitigation trees would be planted does not seem to be addressed by Mitigation Measure 5.3-1 and is unclear. The success of tree mitigation and the ultimate replacement of habitat value depends in part on whether the conditions where the mitigation trees would be planted are suitable for them to grow. The discussion should address where the trees would be planted and how the habitat values would be replaced. The mitigation trees should not be planted around buildings and parking lots but should be planted in clusters that simulate natural areas.

6-10

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Finally, the discussion of tree impact/mitigation on page 3-13 should be revised to recommend “avoiding” tree impacts, not just minimizing, by prohibiting landscape irrigation within the dripline and prohibiting planting within this area. 6-11

7. Response 10-10 to our comment about fencing to exclude native deer does not address our concern about impacts of this activity. The response simply deletes most of the specifics of the mitigation, and replaces them with vague and general statements that postpone “identifying” the “methods” to exclude deer to some future discussion with the California Department of Fish and Game. The stated intent of the measures to restrict deer is “balancing” protection of native wildlife with reducing management problems and “protecting landscaping.” Measures that are recommended by Fish and Game should be identified here so they can be evaluated by the public. The project should be designed to “live with” wildlife by fencing specific landscaped areas instead of large areas of the site. 6-12

8. The questions we asked about the acreage and location of wetland losses are not answered at 8-23 or on pages 3-32 to 3-34 which is where we are referred. We can find no discussion of the acreage, type and location of the wetlands that would be lost or any reasonable discussion that would lead us to conclude that mitigations would be feasible and would effectively restore wetland habitat values. Only vague promises are made that “a detailed wetland protection and replacement plan would be prepared and implemented.” The location of the wetland loss should be stated and Wetland Mitigation and Monitoring Plan should be summarized and its adequacy evaluated. 6-13

9. Areas where native grasslands are identified in the 2008 surveys exist on the site and where they would be lost should be shown on a figure. The most complete description we could find is at response 8-22 which states that approximately 21,500 square feet of native grassland would be lost. Why the grasslands cannot be avoided should be discussed. Where native grasses would be replaced should be identified and shown. 6-14

10. A 400,000 gallon and a 40,000 gallon water tank would be constructed as part of the project. We cannot find any discussion of the potential impacts of removing such massive quantities of water from the stream ecosystem to fill these tanks on the aquatic ecosystem. What will the loss of that water mean to the fish and other aquatic resources of the creek on-site and downstream? 6-15

Thank you for responding to our issues and for requiring an adequate environmental document. We emphasize that it is not in the public interest to certify the SEIR at this time. The public needs additional information presented in a clear straightforward format to understand the project and its long-term risks. 6-16

Sincerely,



Barbara Salzman, Co-Chair
Conservation Committee



Phil Peterson, Co-Chair
Conservation Committee

A Chapter of the National Audubon Society

**Letter
6
Response**

**Marin Audubon Society
Barbara Salzman
February 6, 2012**

- 6-1 See Response to Comment 3-2 regarding incorporation by reference, and citation of technical reports.
- 6-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. The recommendation to ensure the creek and remaining habitats are protected, enhanced, and available for native wildlife is noted.
- 6-3 Please see page 7-73 of the Final SEIR for a discussion of the firm providing the peer review and analysis.
- 6-4 Regional analogs for the proposed method of restoration are included in the following document:

- ▲ Balance Hydrologics. 2011. Regional Analogs to Proposed Restoration of Miller Creek, Grady Ranch, Marin County, California.

The primary objectives of the proposed Grady Ranch restoration project are to:

- ▲ Remove steelhead passage barriers within Miller and Grady Creeks to allow access to perennial pools in the bedrock reaches of tributary sub-watersheds, and augment late-April, May, or June flows such that they are more frequently sufficient to allow smolt to move downstream into the perennial reaches of Miller Creek and out to San Pablo Bay;
- ▲ Reduce sediment inputs to Miller Creek by stabilizing the stream banks and stream grades of Miller Creek and its tributaries, and by allowing more woody riparian vegetation to establish below Grady bridge;
- ▲ Attenuate peak flows by creating an inset floodplain, with increased channel roughness, complexity, and infiltration;
- ▲ Increase available groundwater storage in the alluvial aquifer, supporting riparian vegetation and the sustained spring and early-summer flows needed to downstream steelhead passage; and
- ▲ Re-establish the hydrologic and ecologic connection between the stream corridor and the rest of the valley floor.

The restoration project has proposed to meet these objectives by the following methods:

- ▲ Raising the base level of Miller Creek and portions of its tributaries using compacted fill sourced within the project site. This will eliminate fish passage barriers, allow for re-activation of floodplain area that has been abandoned by channel downcutting (providing flow attenuation), and increase alluvial groundwater levels by plugging the existing incised channel that currently serves as a drain from the aquifer.
- ▲ Installing boulder weirs and step-pool sequences. This will provide stability to the system and establish a channel grade that is in sync with the flow and sediment transport regime of the watershed.

- ▲ Re-introducing woody debris to the system. This will provide additional channel complexity and, where added as secure structures, will help dissipate flow energy and increase bank stability; and
- ▲ Laying back stream banks in selected locations. This will reduce sediment contribution to Miller Creek from slumping of terrace material, allow for additional floodplain area for flow attenuation, and help reconnect the stream corridor with the rest of the valley floor.

Table 1 below provides a summary of restoration projects that have been implemented regionally that share similar objectives and methods to those included with the Grady Ranch restoration plan. It should be noted that no individual project reflects every feature of the proposed restoration at Grady Ranch.

Table 1 Summary of Restoration Projects That Have Been Implemented Regionally With Similar Characteristics and Techniques to the Proposed Restoration work at Grady Ranch.					
Stream / Watershed	County / Location	Restoration Method	Objective of Restoration Method	Achieved Objective?	Length of Time Since Installation (years)
Miller Creek	Marin County/ Lucas Valley Estates	grade control, boulder weirs, bank stabilization, laying back banks	arrest incision, stabilize banks, improve floodplain connectivity	Yes	20+
San Geronimo Creek / Lagunitas Creek Watershed	Marin County / Spirit Rock Property	boulder weirs, raising bed elevation	arrest and reverse channel incision	Yes	20+
San Geronimo Creek / Lagunitas Creek Watershed	Marin County / Flanders Property	boulder weirs, raising bed elevation	arrest and reverse channel incision	Yes	20+
Dixie and Red Clover Creeks / Upper Feather River Watershed	Plumas County	filling of the incised channel, raising bed elevation	arrest and reverse incision, improve floodplain connectivity, flood attenuation	Yes	20+
Stevens Creek	Santa Clara County	raising bed elevation, boulder weirs, large wood	creation of steelhead habitat, removal of fish passage barriers, reduction of erosion and sedimentation	Yes	3+

6-5 Please see Response to Comment 3-11 regarding applicant-proposed mitigation for monitoring of the stream restoration project. With the implementation of this mitigation, the proposed restoration project would not result in a significant impact and no additional mitigation, including financial bonding, would be required.

6-6 The Master Plan approved a 50-foot buffer, because it would provide ample setback from the creek and protect the resources without disturbing riparian habitat. The creek restoration work proposed for the previously disturbed creek would enhance the creek resources resulting in a net benefit to habitat values. It was determined by County staff that no additional benefit would come from a 100-foot buffer, because of the width of existing riparian vegetation along the

- creek, so the approved 50-foot buffer on the west side of the creek would be consistent with the intent of the County SCA policy and there would be no adverse environmental impacts.
- 6-7 Response to Comment 10-7 stated that, of the 411 surveyed impacted trees, 306 are native trees larger than 12 inches DBH. Additional information is included in the WRA 2008 *Tree Replacement Report*. It could be inferred that the remaining 105 affected trees would be a combination of native trees smaller than 12 inches DBH and/or non-native trees larger and smaller than 12 inches DBH. Therefore, the number of affected trees smaller than 12 inches DBH would be somewhere between zero and 105.
- 6-8 The comment regarding a preference to salvage trees from the site is noted and will be forwarded to the decision makers for their consideration. Please also see Mitigation Measure 5.3-2(d) on pages 3-13 and 3-14 of the Final SEIR, which states: If mature trees (with trunk diameters of 12 inches or greater) proposed for removal are successfully salvaged and transplanted, no additional replacement mitigation should be required.
- 6-9 This comment does not address the adequacy of the responses to comments in the Final SEIR. The recommendation for salvaging and relocating existing native trees is noted and will be forwarded to the decision makers for their consideration.
- 6-10 The details of potential tree replacement locations will be included in the tree replacement program required under Mitigation Measure 5.3-2(d). The comment regarding a preference that mitigation trees not be planted around buildings and parking lots but should be planted in clusters that stimulate natural areas is noted.
- 6-11 This comment does not address the adequacy of the responses to comments in the Final SEIR. The language referred to in the comment would be part of the standards contained in the preservation guidelines to control possible damage to trees to be preserved. The recommended action in the quoted mitigation is to “prohibit turf or any landscaping with high water requirements and to limit permanent irrigation improvements to bubbler, drip, or subterranean systems.” The result of this action could be to avoid tree impacts. The use of the word minimize indicates a potential goal of the action, but does not affect the action itself.
- 6-12 Details of the methods to exclude deer from the development areas would be developed in coordination with, and would require the approval of, the California Department of Fish and Game. The MMRP is a document that describes all required mitigation that must be implemented for the project and identifies who will implement each measure (and when), and which agency will monitor implementation and verify its completion. The MMRP will be a condition of approval and will be adopted at the time of project approval.
- 6-13 Additional details regarding the wetland mitigation and monitoring plan are included in the WRA 2009 report, which is available for review. Please see Response to Comment 3-9 regarding citation of technical and scientific documents.
- 6-14 The Native Grassland Restoration and Enhancement Report is included in the reference documents available for public review. The disturbed areas were described in Response to Comment 8-22 in the Final SEIR. These areas would result in removal of grassland from construction of the proposed water tanks and the Main Building and therefore could not be avoided.
- 6-15 The proposed water tanks would not be filled from onsite surface stream water sources. The 40,000-gallon tank used for irrigation would be filled with rainwater runoff from the roof of the

main building, and the 400,000-gallon tank used for fire flow would be filled with piped water to the project site via the water provider, but a separate fire service pipeline would not be constructed.

6-16

This comment does not address the adequacy of the responses to comments in the Final SEIR. The recommendation regarding certification of the SEIR is noted.

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From: Dariush Abolhassani
Sent: Friday, January 20, 2012 8:00 PM
To: Stratton, Debra
Cc: Adams, Susan; Sears, Kathrin; ; Kinsey, Steven;
Subject: Concerened Lucas Valley Resident regarding Proposed Grady Ranch Development

Dear Ms. Stratton,

My name is Darius Abolhassani and I live with my family on Silver Pine Terrace in Lucas Valley Estates.

A few days ago, I was informed by our neighbors that a very large development had been proposed and almost approved for construction just north of our Westgate Drive entrance to the Estates. This was a shock to me, as none of us were made aware of such a huge project proposed by George Lucas, called Grady Ranch Development. Last Wednesday, I attended a neighborhood meeting and saw a copy of the conceptual plans and a partial definition of the project.

7-1

I would like to express my serious concerns about the proposed Grady Ranch project, and I really think that we the residents of Lucas Valley Estates, need more time to digest the magnitude of this enormous project and its immediate impact on our lives. We have not been informed about this mega development that would seriously impact our quality of life here in Lucas Valley.

During our neighborhood meeting, I also learned that **February 27, 2012** is our last chance to hear about the project. I found out that there are many issues not yet clarified/resolved in the environmental impact study of the project. The potential noise pollution resulting from construction activities alone is unimaginable. This area would be destroyed with such a mammoth industrial facility built and operated at the proposed location.

7-2

Moreover, potential expansion of the permitted 250,000 square feet of building area to almost twice the size, as well as allowing round the clock outdoor sound production are just totally absurd. Also, a 40,000 square foot wine cave, implies production of hundreds of thousands of bottles of wine. It is a sizeable winery on top of all other functions. An operation with this magnitude would result in an out of control traffic.

7-3
7-4

I also learned that George Lucas is about to retire and he could very likely sell the facility to other entities. Who knows what else can be expected after the ownership is changed? With a facility like the proposed Grady Ranch, this valley can no longer be considered a residential zone given the projected level of traffic, noise, and negative environmental impacts.

7-5

10 years ago, when we chose this area to live in and pay its higher property taxes, we could not imagine that 10 years later, we would end up losing everything we paid for and loved about this place.

7-6

Please consider our request for pushing back the final hearing date from February 27 to at least a few months later, so that we the Lucas Valley Estates residents can get our hands around this problem project and be better informed to make our voices heard by the Planning Commission.

7-7

Sincerely,

Darius Abolhassani

**Letter
7
Response****Dariush Abolhassani
January 20, 2012**

- 7-1 See Master Responses 1 and 2 in the Final SEIR regarding public review period, public noticing requirements, and the CEQA process.
- 7-2 See Response to Comment 8-37 in the Final SEIR regarding construction noise.
- 7-3 See Master Response 3 and Response to Comment 9-5 in the Final SEIR, regarding the outdoor stage use impacts and restrictions, including lighting and sound restrictions. The comment implies that the project would include over 500,000 square feet of development. This statement does not accurately represent the project description. In fact, the Grady Ranch Precise Development Plan (PDP) is the second phase of the implementation of the Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan and Use Permit (1996 Master Plan) approved by the Marin County Board of Supervisors on October 29, 1996. The 1996 Master Plan approval allowed up to 456,100 square feet of building floor area. However, the PDP proposes 269,701 square feet, which is a reduction from the amount proposed in the 1996 Master Plan. Additional buildings that were originally shown for the Grady Ranch project site are not part of the current PDP and would not be approved for construction under the current project approvals.
- 7-4 Operational traffic (including all elements proposed in the project description) is addressed in the Final SEIR under Environmental Issue Area 17, "Transportation/Traffic," starting on page 3-99 of the Final SEIR. Please see Response to Comment 21-6 in the Final SEIR, regarding the size and proposed uses for the wine cave. Wine production would not occur on the project site. See also Master Response 3 in the Final SEIR regarding hours of operation and Response to Comment 9-5 in the Final SEIR regarding the outdoor stage use impacts and restrictions (including lighting and sound restrictions).
- 7-5 See Response to Comment 18-7 in the Final SEIR regarding future uses of the project site via sale or lease and Master Response 4, regarding zoning consistency.
- 7-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 7-7 Please see Master Response 2 in the Final SEIR regarding the public review period.



From: [ArtBCohen](#)
Sent: Saturday, January 21, 2012 11:31 AM
Subject: Grady Ranch

I am shocked to learn of the huge commercial project that is being proposed for the quiet, pastoral neighborhood that I live in. Lucas Valley is a semi-rural, quiet, residential community. It is because of these characteristics that I chose to purchase a home there 16 years ago. All that will be destroyed if the Grady Ranch project is allowed to go forward. I urge you to oppose it. Please keep me informed of your position in this matter.
Arthur B. Cohen

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8-1
|

**Letter
8
Response**

**Arthur Cohen
January 21, 2012**

8-1 This comment does not address the adequacy of the responses to comments in the Final SEIR.
 This comment is noted and will be provided to Marin County decision makers for consideration.



-----Original Message-----

From: Janice Warren
Sent: Monday, January 23, 2012 11:02 AM
To: Adams, Susan
Cc: Stratton, Debra
Subject: Grady ranch

Supervisor Adams,

I am an original homeowner (since May 1989) in Lucas Valley Estates. It was not until the LVEHOA presented an informational homeowner meeting on January 18th at Dixie School that I was informed of the Grady Project. LVE Homeowners were queried as to whether they knew of the project. Only three or four hands were raised in the group. I ask why were the neighbors located closest to the proposed project not informed or invited to comment on the proposal?

I question the rationale of massive excavation, zoning issues, water supply and hours of operation of the proposed facility as well as possible damaging downstream effects. These issues would have certainly drawn my attention in 1996.

You represent our area and I would like to know your position on this issue and how you have protected the future of our beautiful valley.

Regards,
Janice Warren

9-1
9-2

Sent from my iPad

**Letter
9
Response****Janice Warren
January 23, 2012**

- 9-1 Please see Master Responses 1 and 2 in the Final SEIR regarding public noticing requirements, procedures, and meetings.
- 9-2 In the Final SEIR please see: Master Response 4 regarding zoning; Master Response 3, regarding hours of operation; Response to Comment 9-5 in the Final SEIR, regarding the outdoor stage use and restrictions (including lighting and sound restrictions); Response to Comment 8-25 in the Final SEIR, regarding excavation; responses to Letter 6 and Response to Comments 8-5 and 8-48, regarding water supply, in the Final SEIR; and Response to Comment 2-8 in this Amendment, above, regarding downstream impacts.



From: Paul Busnardo
Sent: Tuesday, January 24, 2012 7:12 PM
To: EnvPlanning,
Subject: Grady Ranch development - supporting view

I am a 16 year resident of Lucas Valley at 66 Mount Muir Ct. I would like to voice my full support to the development plans for Grady Ranch as proposed by Lucasfilm Ltd.

10-1

The ongoing development in the county is needed for direct job creation through construction and with operation of studio going forward. Ancillary business will benefit from the addition of this growth, with a potential of 340 new employees traveling though the county and consuming services and goods.

10-2

I have no concern with the visibility, location, or style of this development. Prior projects installed by Lucasfilm have shown the limited impact to surrounding areas and I am sure this will carry forward with new projects.

10-3

My rear garden backs on Lucas Valley Road so I am sure there will be increased traffic along this road, but that is the sign of progress and I welcome it to this area. Traffic intersection issues must be reviewed to ensure the safety of local residents entering and exiting the connecting streets to Lucas Valley Road, and this is under study in any case.

10-4

The only concern is that environmental issues be met to comply with regulations, and again I have no doubt that these standards will be met.

10-5

I work in the pulp and paper business, traveling the world to export US products, and am always amazed at the awareness of my clients of Lucasfilms, and the history they have in the Bay Area and Marin County. I do say that if there was a development plan for a pulp mill in Lucas Valley, I would be completely opposed to it. What we have here is a non-polluting, internationally famous, profitable and professional business. I give my full support to this development in my home area.

10-6

Paul Busnardo

iPad email

**Letter
10
Response****Paul Busnardo
January 24, 2012**

- 10-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 10-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 10-3 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 10-4 See Response to Comment 7-4, above, regarding operational traffic.
- 10-5 Mitigation measures have been identified in the SEIR to reduce significant impacts to less-than-significant levels. These measures are described in the SEIR, and are compiled in the Mitigation Monitoring and Reporting Program (MMRP). The MMRP is a document that describes all required mitigation that must be implemented for the project. It identifies who will implement each measure (and when), and which agency will monitor implementation and verify its completion. The MMRP ensures that project development complies with all mitigation measures identified in the SEIR.
- 10-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Hillary Sciarillo
Sent: Friday, January 27, 2012 9:48 AM
To: EnvPlanning,
Subject: Grady ranch comment

My husband and I are completely opposed to this project for reasons including:

There has not been adequate notification to homeowners regarding the project.

11-1

It does not comply with the countywide plan or CURRENT environmental standards.

11-2

The county has done insufficient studies on the project's impacts on traffic, acoustics, light pollution, downstream impacts and economic impacts that are likely to result from the toll the project will take on the road and the creek.

11-3

Insufficient research on alternatives. Why build this huge complex 4 miles from the highway on a rural 2 lane road when taxpayers and the county stand to benefit from tax revenue generated by a project directly off the 101 corridor, which could support local businesses? Lucas' space in the Presidio is 90% rented out. Why wouldn't he use that space?

11-4

Like many homeowners, we recognize that the county has provided special treatment to Lucas, allowing him to circumvent normal processes and standards, which we find devastating. Call us naive, but we always believed that the government was there to serve in the best interest of the public, not the highest bidder.

11-5

Unlike Lucas, we aren't billionaires and couldn't attempt to buy you off even if we wanted to, but we certainly hope that you find within yourselves the ability to do what is fair and ethical.

Hillary & Jason Sciarillo

**Letter
11
Response**

**Hillary and Jason Sciarillo
January 27, 2012**

- 11-1 Please see Master Response 2 in the Final SEIR regarding public noticing and CEQA requirements.
- 11-2 See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan. The Draft SEIR was prepared in accordance with current environmental standards, specifically the current CEQA guidelines.
- 11-3 This comment will be forwarded to Marin County decision makers for consideration. Regarding studies on the project's environmental impacts, numerous studies have been prepared for the PDP and are available for review on the County's website (<http://www.co.marin.ca.us/depts/CD/main/comdev/eir.cfm>), including the following reports. All studies used to support the SEIR have been subject to independent County review and analysis. The studies include:
- ▲ Parisi Associates. 2010. *Transportation and Circulation Update report prepared for the Grady Ranch Project.*
 - ▲ AMEC Geomatrix, Inc. 2008. *Geotechnical Evaluation Grady Ranch Precise Development Plan, Marin County, California.* November 2008.
 - ▲ Balance Hydrologics. 2011. *Regional Analogs to Proposed Restoration of Miller Creek, Grady Ranch, Marin County, California.*
 - ▲ WRA, Inc. (WRA). 2009. *Wetland Mitigation and Monitoring Plan, Grady Ranch, Marin County California.* Prepared for Skywalker Ranch Ltd., October 2009.
 - ▲ WRA, Inc. 2011a. *Section 7 Biological Assessment, Grady Ranch, Marin County California.* Prepared for Skywalker Properties Ltd., February 2011.
 - ▲ WRA, Inc. 2011b. *Salmonid Habitat Assessment, Upper Miller Creek, Grady Ranch, Marin County California,* prepared for Skywalker Properties Ltd., July 2011.
 - ▲ WRA, Inc. 2011d. *Contingency Plan (Habitat Mitigation and Monitoring Plan), Grady Ranch, Marin County California.* Prepared for Skywalker Properties Ltd., May 2011.
- Noise is addressed in the Final SEIR in Environmental Checklist Item 13, beginning on page 3-84, and in the Final SEIR in Master Response 3 and Responses to Comments 7-9, 8-37, 8-38, 8-39, 8-40, 9-5, and 18-8. Lighting impacts are addressed in the Final SEIR under Environmental Checklist Item 1, beginning on page 3-4 and in the Final SEIR in Master Response 3 and Response to Comment 9-5. Regarding downstream effects, see Response to Comment 2-8, above. Per CEQA Guidelines Section 15131, economic or social effects of a project shall not be treated as significant effects on the environment.
- 11-4 Please see Master Response 5 in the Final SEIR, regarding off-site alternatives analysis and Response to Comment 4-9 in this Amendment regarding use of other LucasFilm properties.
- 11-5 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration. It should be noted that the normal CEQA process has been followed in the preparation of the Supplement to the 1996 Master Plan FEIR, and the CEQA Statue and Guidelines have been adhered to.



From: bill grady
Sent: Sunday, January 29, 2012 9:58 PM
To: EnvPlanning,; Osborne, Neal
Subject: Grady Ranch Development Plan and Supplemental Environment Impact Repoet

Members of the Marin County Planning Commission and all interested parties.

I support the development plan and the final supplemental environmental impact report for The Grady Ranch presented to the Planning Commission by Mister George Lucas and I strongly recommend the commission approve this plan and report.

|
12-1
|

William Grady

**Letter
12
Response**

**Bill Grady
January 29, 2012**

12-1

This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Richard Ross
Sent: Monday, January 30, 2012 11:28 AM
To: EnvPlanning,
Subject: Grady Ranch Development

I am a home owner. My home is located on Mt. Tallac Court and backs on Lucas Valley Road. I am deeply concerned about the increased traffic that the proposed project will cause and the resultant noise level in my back yard and my home. This problem will be experienced by all home owners whose homes back on Lucas Valley Road on both Mt. Tallac and Mt. Muir Courts.

13-1

I would like to know what, if any steps can be taken by the developers to mitigate this problem by construction of a berm or sound wall to cut the noise. If this can be accomplished, I have no problem with the project, if not, I am opposed as it will raise the noise level to the point of major irritation and result in a severe drop in the value of these homes.

13-2

Sincerely,

Richard Ross

**Letter
13
Response****Richard Ross
January 30, 2012**

- 13-1 Noise is addressed in the Final SEIR in Environmental Checklist Item 13, beginning on page 3-84, and in the Final SEIR in Master Response 3 and Responses to Comments 7-9, 8-37, 8-38, 8-39, 8-40, 9-5, and 18-8. Traffic impacts are addressed in the Final SEIR under Environmental Checklist Item 17, "Transportation/Traffic." Please also see responses to Letter 1 in the Final SEIR, Responses to Comments 7-3, 7-8, 7-10, 8-45, and 25-5 in the Final SEIR, regarding construction and operational traffic analysis.
- 13-2 Noise is addressed in the Final SEIR in Environmental Checklist Item 13, beginning on page 3-84, and in the Final SEIR in Master Response 3 and Responses to Comments 7-9, 8-37, 8-38, 8-39, 8-40, 9-5, and 18-8. The noise analysis in the Final SEIR concluded that the project would result in less-than-significant noise impacts from operation-related traffic and operation-related stationary sources. Increased traffic from the project would not result in a noticeable change in the traffic noise contours of area roadways.



From: Zen Jao
Sent: Wednesday, February 01, 2012 9:44 PM
To: Stratton, Debra; Adams, Susan
Subject: Public Comment on the Grady Ranch EIR & Merits of the Project

Zen Jao

February 2, 2012

Marin County Planning Commission
C/o Debra Stratton, Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael CA 94903
dstratton@co.marin.ca.us

Hon. Commissioners:

I have reviewed the Final Supplemental Environmental Impact Report to the 1996 Grady Ranch/Big Rock Master Plan Final EIR (SEIR). The proposed project would construct an approximately 270,000 square foot digital film production studio. The facility includes administrative offices, multiple indoor and outdoor sound stages, a general store, a daycare center, a restaurant, a gym, screening rooms, 20 overnight guest suites, parking for over 200 automobiles and a "wine cave" to store products from Lucas's vineyards.

14-1

I am a resident of Lucas Valley Estates. I am concerned about the Grady development's adverse impact on the quality of life in the Valley. The existing zoning is RMP (Residential–Multiple Planned District), and the existing General Plan designation is Planned Residential. A massive commercial development is not compatible with local land use and zoning designations.

Lucas Valley Road is a local two-lane road. The first phase of the project is about half the size of the Marin Civic Center. I am concerned about the traffic generated by the Grady Ranch and potential future load which may exceed the capacity of Lucas Valley Road during rush hours. The SEIR does not adequately address Grady Ranch's and Skywalker Ranch's Big Rock Office's cumulative traffic impact on Lucas Valley Road. The combined Grady Ranch and Skywalker Big Rock Office traffic and noise impacts will be detrimental to the quality of life in Lucas Valley.

14-2

The Marin Municipal Water District (MMWD) will provide water to Grady Ranch. The 1996 Master Plan EIR stated that the Grady Ranch would consume approximately 13.7 million gallons of water per year.

14-3

Marin County has a water shortage problem. The additional water usage is a significant strain on the water supply in Marin County.

14-3
cont'd

The current zoning and General Plan designation protects the Valley from commercial development. The Grady SEIR does not adequately address the project's environmental impacts. I request that the residential land use zoning, as provided in the County-wide Plan, be respected. In order to avoid the significant and negative impacts for local residents, I strongly urge your Honor to deny the project.

14-4

Sincerely,

Zen Jao

**Letter
14
Response****Zen Jao
February 1, 2012**

- 14-1 See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment, regarding consistency with the Marin Countywide Plan and zoning ordinance.
- 14-2 Traffic impacts are addressed in the Final SEIR under Environmental Checklist Item 17, "Transportation/Traffic." In the Final SEIR, see responses to Letter 1, Responses to Comments 7-3, 7-8, 7-10, 8-45, and 25-5, regarding construction and operational traffic analysis. See also Responses to Comments 8-40 and 18-8 in the Final SEIR, regarding traffic noise.
- 14-3 See Responses to Comment 4-5 and 9-2, above, regarding water supply.
- 14-4 Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning ordinance. The remainder of the comment, stating that the SEIR does not adequately address the project's environmental impacts, does not provide specific comments on the analysis or the responses to comment. This comment is noted.

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February 4, 2012

Rachel Warner
Interim Environmental Coordinator
Marin County Community Development Agency
3501 Civic Center Drive, Room 308
San Rafael CA 94903
envplanning@marincounty.org

Re: Comments on Grady Final SEIR Response to Comments

Thank you for your reply to my letter of December 12, 2011 (#25) regarding the Grady DSEIR.

Following are my comments on the FEIR and the adequacy of the County response.

1) On the Land Use and Zoning issue, I continue to believe that the 1996 interpretation of “offices” that allowed approval of the Big Rock/Grady Master Plan was a flawed decision and sets a precedent for future residential development in the valley that is inconsistent with the Marin Countywide Plan and Zoning ordinances. Changes in the current project, including the wine cave and wine tasting room, the outdoor stage, 85 ft. towers and reduction in office space to less than 10% of the total space, further challenge this interpretation of “offices” and should warrant revisiting the appropriateness of this development at this location.

15-1

At the very least, I appeal to the Planning Commissioners to find the FEIR inadequate without additional mitigations cited below.

15-2

2) Hours of Operation FEIR p.2-7 and 2-8 / FEIR p.3-62 conflicting information

The response to neighborhood concerns about the noise and light pollution related to unlimited hours of operation is not adequate. **As long as the hours of operation are dependent on the needs of the film production schedule, there is no enforceable limit.**

While 24/7 may well be an extreme example, the 11pm time for lights out does not encourage faith in a 9 to 5 workday.

Furthermore, there is no mention in the hours of operation of the flexible work schedule cited repeatedly in traffic and GHG emission mitigations.

15-3

On page 13 of the 2010 Transportation Update, under the title “Skywalker Properties’ Trip Reduction Program (2010), it says

“Provision of a van/buspool or shuttle bus system would be ineffective **due to the non-traditional and flexible work schedules of Grady Ranch employees and contractors.**”

Then on page 3-62 of the FEIR on the subject of GHG emissions, it states
“Most Grady Ranch employees and contractors, similar to those at Skywalker Ranch and Big Rock Ranch, would have flexible work schedules.”

In businesses with flexible work schedules, it is not uncommon for schedules to vary from 6am-2pm to 3pm-11pm.

Flexible work schedules allow for long hours of operation without the professed concern about overtime hours.

So which is it: 9 to 5, or flexible work schedules?

Noise, including increased traffic noise on Lucas Valley Road, and light pollution in the evening and nighttime hours, especially from the outdoor stage, are the primary concerns.

15-3
cont'd

15-4

3) Outdoor stage – FEIR p.2-8 & Master Response

The additional description of the use of the outdoor stage does not address our concerns about light pollution at night. Again, there are no limits on hours of use except for the demands of the film schedule.

150 ft. width (half the length of a football field), does not sound “relatively small”. It sounds huge in a residential zone, and **seven work lights** can put out a lot of light, and implies **use after dark**. Is this really “functionally equivalent to office space”?.

Past use of an outdoor stage doesn’t predict or limit future use, or use by future lessees or owners. And if it is truly used so seldom, what is the objection to limiting the hours of use **to protect the dark, quiet evening hours in the neighboring residential communities. (Lucas Valley Estates and upper Lucas Valley homes by county ordinance have all underground utilities and no streetlights except at intersections with Lucas Valley Road.)**

The use of the outdoor stage should be limited to 8am-6pm Monday through Friday.

15-5

4) Response 25-5 regarding the need for a stopsign or stoplight at Bridgegate or Westgate Drive for safe turns onto Lucas Valley Road from Lucas Valley Estates is inadequate and based on inaccurate information. The traffic impact on these two streets, located directly east of the project, was not considered in the original or updated Transportation Reports.

a) Traffic signal at Mt. Lassen does not help the 300-400 residents of Lucas Valley Estates. County response says that the stoplight at Mt. Lassen “can serve a substantial number of residents due to the connections through the neighborhood” and refer me to Comment 7-10, which says “With the exception of residents of Mt. Muir Court, all

15-6

the residents living on the north side of Lucas Valley Road either already have or will have access to a signalized intersection to enter Lucas Valley Road once the intersection at Mt. Lassen Drive is signalized.”

This is not true.

There is no connection from Lucas Valley Estates to Mt. Lassen Drive except on Lucas Valley Road.

There are 174 homes in Lucas Valley Estates, almost all of which have two or more occupants. So by a conservative estimate, there are 300-400 of us who have no access to Lucas Valley Road except by Bridgegate or Westgate Drive. There is a short one-lane service road off of Bridgegate at Golden Iris that connects to the western end of Idylberry Road, but this is secured by a locked gate and not accessible to vehicle traffic.

With all of the attention given this development, it is disappointing that County planners are unfamiliar with the configuration of local roads in Lucas Valley Estates, the residential community closest to the project.

15-6
cont'd

b) Bridgegate and Westgate Drive intersections with Lucas Valley Road are conspicuously absent from the Transportation and Circulation study in 1996 and again in the February 2010 update.

Since these are the two intersections east of and closest to the project, I am at a loss to understand why we were not included.

The response in 25-5 “The County has not identified a need for traffic signals at additional locations” is understandable since these two intersections were never considered in the studies.

Additionally, the response in 25-5 “...should there be such a need, it would not be due to this project, but rather due to increases in traffic from throughout the area” makes no sense.

We are already challenged to make safe left turns onto Lucas Valley Road. (See comments below.) Increased traffic from Grady can only increase the risk, and the additional number of vehicles per day is significant.

15-7

c) Our primary concern is safety, not delays.

The speed and stopping sight distance studies cited in the Transportation Report that led to the proposed straightening of Lucas Valley Road for safe entry and exit from the Grady are the same safety issues that affect us at Bridgegate and Westgate.

15-8

If the same safety standards used in the studies were applied to Bridgegate and Westgate Drives (about the same population as Grady), they would confirm the need for either improving the line of sight or regulating traffic flow with a stopsign or stoplight.

On Page 11, the Transportation Study notes a “safe stopping sight distance of 360 feet needed based upon the 85th percentile speed of 44 mph currently experienced to the east along Lucas Valley Road.”

Item d) on page 3-101 of the SEIR states as a result of realigning Lucas Valley Road “...sight lines would be adequate to meet AASHTO minimum recommended sight distance for turning left from a minor street (555 feet) and turning right (480 feet)”

At neither Bridgegate nor Westgate do we have anything near AASHTO recommended safe line of sight distances. My estimate at Bridgegate to the left is about 300 ft.

The speed limit on Lucas Valley Road from Hwy 101 is 45mph until just before Bridgegate Drive, where it drops to 35mph. Rarely do cars slow down to close to 35mph. Close calls from cars exceeding the limits on Lucas Valley Road are a regular occurrence when turning left unto Lucas Valley Road from Bridgegate Drive. We can’t see them coming, and they can’t see us soon enough to avoid near-collisions.

The only reason there have not been more accidents is because we have been lucky. The addition of cars and trucks from the Grady project can only increase the risk.

This is a family-friendly neighborhood in the Dixie School District. Lucas Valley Road is the only access from our homes to Dixie School. Vehicles with children in them make this turn every day.

My hope is that we will not have to wait for a tragic accident for the County to respond to the need.

I believe that Bridgegate and Westgate Drives should have been included in the Transportation and Circulation studies, and the cost of a stopsign or stoplight at Bridgegate (the most commonly used exit) should have been included in the traffic mitigations for the Grady Project.

7) Greenhouse Gas Emission Mitigation / Public Transportation

p.3-62 of the FEIR attributes some emission reduction to shuttle service to a transit stop and states “The nearest bus stop to Grady Ranch is located on Lucas Valley Road about one mile to the east (Parisi 2010:10,12)” This is not accurate, and should have been updated in the 2010 report.

The Parisi Report shows Golden Gate Transit #44, which used to stop at Bridgegate (about one mile east of the project), but has not operated for many years. There is no

15-8
cont'd

15-9

Golden Gate Transit service on Lucas Valley Road. The only public transportation is the local Marinwood Shuttle. The closest it stops to the project is Mt. Lassen, which is a little more than two miles east of the project.

The only shuttle service that would significantly reduce traffic and emissions on Lucas Valley Road would be a shuttle to a parking area and Golden Gate Transit at the intersection of Lucas Valley Road and Highway 101. This is not being considered.

15-9
cont'd

7) Clarification of the definition of “employees”. FEIR 2.6 on page 2-7.

Does 340 employees and guests include contract labor and other service personnel? For example, if a catering business is hired to run the restaurant, the catering company pays those employees. Would they be included in the 340? Same question if the facilities are rented or leased to another film production company. Are their employees included in the 340 Grady employees? What about other contract labor: plumbers, electricians, mechanics, actors etc. ?

15-10

My question is: **Is there any clear maximum on the total number of people who can be on the property at any one time?** I couldn't find that anywhere. If not, that should be clarified.

Thank you for your attention to my comments.

Sincerely,

Jean Gallagher
Lucas Valley Estates resident

cc: Neal Osborne nosborne@ca.ca.us

cc: Board of Supervisors
Susan Adams sadams@co.marin.ca.us
Katie Rice krice@marincounty.org
Kathrin Sears ksears@co.marin.ca.us
Steve Kinsey skinsey@co.marin.ca.us
Judy Arnold jarnold@co.marin.ca.us

**Letter
15
Response****Jean Gallagher
February 4, 2012**

- 15-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 4-11 in this Amendment, above, regarding Marin Countywide plan consistency, zoning, and allowable uses.
- 15-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 15-3 Please see Response to Comment 4-13 in this Amendment, above, regarding revisions to Mitigation Measure 5.5-3.
- 15-4 This comment does not address the adequacy of the responses to comments in the Final SEIR. Noise is addressed in the Final SEIR in Environmental Checklist Item 13, beginning on page 3-84, and in the Final SEIR in Master Response 3 and Responses to Comments 7-9, 8-37, 8-38, 8-39, 8-40, 9-5, and 18-8. Lighting impacts are addressed in the Final SEIR under Environmental Checklist Item 1, beginning on page 3-4 and in the Final SEIR in Master Response 3 and Response to Comment 9-5. Please also see Response to Comment 4-13 in this Amendment, above.
- 15-5 Please see Response to Comment 4-13 in this Amendment, above, regarding revisions to Mitigation Measure 5.5-3 and the types of lights that would be used for the outdoor stage.
- 15-6 Please see Response to Comment 5-2 in the Amendment, above, regarding the traffic analysis and Bridgegate and Westgate Drives.
- 15-7 Please see Response to Comment 5-2 in the Amendment, above, regarding the traffic analysis as it relates to intersection operations. Please see Response to Comment 15-8, below, regarding the collision and safety operations at these intersections with Lucas Valley Road,
- 15-8 The conditions that are described in the comment regarding existing speed limits and sight distances at Bridgegate and Westgate Drives are existing conditions and are not a result of implementation of the proposed project. Existing travel speeds, speed limits, and collision history are included in the 2010 Transportation and Circulation Update (see Appendix B in the Final SEIR). The roadway segment (non-intersection) discussion of collisions included the roadway segment from Big Rock Trail to Westgate Drive. The traffic analysis prepared for the project did not identify a significant vehicle collision impact at the intersections of Lucas Valley Road and Bridgegate or Westgate Drives from implementation of the project, and no mitigation would be required.
- 15-9 Table GHG-4 in the Final SEIR summarizes the effect of project attribute on the project's GHG emissions. The potential GHG emissions reduction that this comment refers to would be due to shuttle service to transit stops. The shuttle service would be provided by the project and is intended to transport employees and contractors to the nearest transit stop. It is not expected that employees would walk to the nearest transit stop. Therefore, the change in distance to the nearest transit stop (from the estimated one mile list in the traffic report to the approximately two miles to the Marinwood Shuttle stop) would not change the effectiveness of this project attribute.

- 15-10 As stated in Response to Comment 17-14 in the Final SEIR, the County approved a Master Plan/Use Permit in 1996 for the project, which allows the proposed digital arts facility use at Grady Ranch. Any future owner of the facilities would have to abide by all of the conditions placed on the development, including maintaining a maximum of 340 employees and guests.

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From: Theresa Geck
Sent: Saturday, February 04, 2012 10:07 AM
To: Adams, Susan; Stratton, Debra
Cc: Sears, Kathrin; Rice, Katie; Kinsey, Steven; Arnold, Judy
Subject: Grady Ranch Development Project

Dear Ms. Adams,

I am writing you as a concerned resident of Lucas Valley regarding the Grady Ranch development project. My husband and I have lived in Lucas Valley for the past twelve years and our house and property abuts Miller Creek, downstream from the proposed development. We recently attended an information session conducted by the Lucas Valley Estates Homeowners' Association. There were several points that we are concerned about and would like properly evaluated and considered:

16-1

- 1) Updated EIR. This Grady Ranch plan was approved over 15 years ago with a much reduced scope of project, but there is not a current Environmental Impact Report in place for the expanded project. Is it not required by the planning commission that a new report be prepared, especially in light of the considerably expanded scope of the proposed project?

16-2

- 2) Creek Bank Erosion. Living on Miller Creek we are very aware of any type of erosion that may occur when the creekbed and/or stream path is disturbed or modified. Significant erosion events have occurred since the last EIR and it is critical to down stream property owners that the very material changes proposed by the project for the creeks feeding Miller Creek be properly reviewed and the effects considered.

16-3

- 3) Water Use Permits. We were also told that the Marin Municipal Water District has not approved the allocation of the water required by the Grady Ranch Development. Is not a permit required before development can begin? When our current water situation is so dire, it seems that the MMWD would be required to make sure that there is enough water for this proposed project.

16-4

- 4) Increased Traffic on Lucas Valley Road to Grady Ranch. Given the expanded proposed usage of Grady Ranch, there will be an significant increase in traffic on Lucas Valley Road that will implicate road safety concerns and noise.

Before the Grady Ranch project is permitted to begin development, these very significant issues which greatly impact the neighboring residential communities deserve complete and full hearing and consideration. Please do not permit this project to rush to construction.

16-5

Sincerely,

Duane and Theresa Geck

**Letter
16
Response****Duane and Theresa Geck
February 4, 2012**

- 16-1 See Response to Comment 7-3, above, regarding proposed square feet of building space.
- 16-2 See Responses to Comments 8-19, 8-34, 9-8 and 11-19 in the Final SEIR regarding potential erosion and sedimentation impacts. See Response to Comment 2-8, above, regarding downstream effects.
- 16-3 See Responses to Comment 4-5 and 9-2, above, regarding water supply.
- 16-4 See Responses to Comments 7-4 and 14-2, above, regarding traffic levels. In the Final SEIR, see Responses to Comments 7-7 and 13-2 regarding traffic safety and Responses to Comments 8-40 and 18-8 regarding traffic noise.
- 16-5 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: Kris Cauz
Sent: Sunday, February 05, 2012 9:32 PM
To: Stratton, Debra
Subject: Grady Ranch

I am greatly saddened by the proposed Grady Ranch development. I grew up in Lucas Valley and returned here to raise a family in this beautiful pristine environment. It is so sad to think that a development of this size would actually receive approval here. This will greatly impact the way we all know and love this valley, no matter what sales pitch is presented. My biggest concern with this project is the traffic and the safety of Lucas Valley Road in regard to the scope and scale of this project. Our Creekside community is already having difficulties entering Lucas Valley Road safely from both Bridgegate Dr. and Westgate Dr. I personally have had at least 12 close calls with people traveling too fast around the corners and have had to avoid possible collisions. It is already a very scary situation and I can not imagine what is going to happen with all the added congestion this project will bring to our roads. With the increased traffic, it is imperative that measures are put in place to guarantee the safety of our community. This is a family community with most households having young children. Please consider straighten the road to avoid the blind curves that currently exist and put stop lights at both of these intersections(Bridgegate and Westgate) and improve our lighting at these junctures. We appreciate your help with this matter and trust that you will consider how much this project will negatively impact our community. Thank you.

17-1
17-2

Sincerely,

Kristen Cauz

**Letter
17
Response****Kristen Cauz
February 5, 2012**

- 17-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 17-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. The conditions that are described in the comment regarding existing sight distances at Bridgegate and Westgate Drives are existing conditions and are not a result of implementation of the proposed project. Existing travel speeds, speed limits, and collision history are included in the 2010 Transportation and Circulation Update (see Appendix B in the Final SEIR). See Response to Comment 26-2 in this Amendment regarding traffic and left turns onto Lucas Valley Road from Bridgegate and Westgate.



From: Carl Fricke
Sent: Sunday, February 05, 2012 11:17 PM
To: Osborne, Neal
Cc: Stratton, Debra; Adams, Susan; Sharon Hall
Subject: Comments on Grady Ranch Final Supplemental Environmental Impact Report (FEIR/FSEIR)

Dear Neal, Deborah and Susan,

As residents of Lucas Valley and neighbors to the proposed Lucasfilm development, attached is our letter commenting on the Grady Ranch Final Environmental Impact Report (FEIR).

Please distribute as appropriate.

Thank you for your thoughtful review, consideration and actions.

Carl Fricke and Sharon Hall

Attachment: Response to Grady Ranch FSEIR/FEIR

18-1

February 5, 2012

MARIN COUNTY PLANNING COMMISSION
c/o Debra Stratton Planning Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael CA 94903

Subject: Response to Grady Ranch FSEIR/FEIR

Dear Planning Commission,

This letter is written to express comments and concerns presented to the Commission prior to and at the meeting on December 12th, 2012, due to the inadequacy of responses given. We live less than one mile from the proposed Grady Ranch development.

The Final Supplemental EIR (FSEIR/FEIR) is significantly flawed, in numerous technical, factual and legal ways, as credibly outlined and documented in the Grassetti report (December 7, 2011). Richard Grassetti is an expert in CEQA issues. As examples, the CEQA-mandated process, purpose and intent has not been honored; the County has failed to issue proper NOP (Notice of Preparation) resulting in curtailment of public and agency review; environmental impacts have not been adequately assessed; the project non-compliant with regard to planning and zoning; and alternatives sites have not been adequately or appropriately considered. Additionally, numerous factual, material errors have been made.

18-2

In an email sent to County Supervisors on January 21, 2012, Carolyn Lenert (Chair, North San Rafael Coalition of Residents) provided documentation that refuted what some members of the Planning Commission and the Board of Supervisors, in public testimony, had erroneously asserted, that Lucas Valley Estates was not planned or built until after the Lucasfilm Master Plan was approved in 1996. Public information and the County's records (including the County's own tax records) also show that Lucas Valley Estates homeowners association and its development existed in 1986 - ten years prior. Residents (homeowners) in that immediate area at that time can attest that they received no information about Lucas' Grady Ranch proposed development or plans, as has been claimed, resulting in a failure to conduct timely community engagement. These flaws are consistent with the abnormal and erroneous treatment of the NOP, as described by Grassetti, and the ongoing failure to provide the public with a coherent project description, supporting maps, plans and technical studies.

18-3

Another example of the flawed communication and information distribution process regarding the proposed Grady Ranch development is demonstrated in a recent offer by Lucasfilm to meet the public. This meeting is set for Wednesday, February 8th and was only recently announced (small, approx one-and-a-half by two-and-a-half foot signs not easily read by drivers were posted presumably by Lucasfilm representatives near the Lucas Valley Rd and Bridgegate intersection, next to the local Lucas Valley Lightning swim team sign). This attempt to initiate communication in the community comes far too late in the process and comes after the close of the CEQA comment period, and publication of the final FIER only a few weeks prior to the PC hearing on project merits. This timing does not allow the community and its residents a reasonable amount of time to review, ask follow-up questions, assess and respond to the Grady Ranch developer, County, Board of Supervisors and others. Additionally, I understand that this is solely a one-way informational session that is designed

18-4

with no intent to hear, answer questions, or act on audience input in an interactive, constructive way.

18-4
cont'd

Other significant issues that support reconsideration of this proposed project and rejection of the FEIR, as currently stands such that all significant changes and impacts can be addressed from a legal, regulatory, planning and community basis, include:

- a) ***Change in use, where the original Master Plan called mainly for office use (70%) to now 5% office use, with the majority of the facility use being now film production (75%).*** The change to such a commercial use, embedded within an area that is exclusively single and multi-family homes, is not only inappropriate but also an abuse of the County Plan and a disregard for its residents. Add in the factors of size, 85 ft tall towers, three film stages exceeding 50,000 sq ft, and operations that allow production outside of weekdays 9am to 5pm (typical office use), to include the servicing of such a massive facility, on a two-lane county road that is the main corridor to West Marin (commonly used by runners, dog-walkers and bicyclists), the impacts far outweigh the benefits for siteing such a facility at Grady Ranch. The DSEIR’s and FEIR’s analysis are out-of-date, incomplete, inadequate and misleading.

18-5

Furthermore, the current Plan includes a significant change in use, from “office” to a film production studio, which is very different than the office use that was proposed in 1996. The 1996 EIR LucasFilm requested a Use Permit for Grady Ranch to be for, ***“digital production office facility and related uses”*** (Final EIR pp.2.0-8). The 2011 DSEIR, and now the FEIR, in the category of “Proposed Project Operations” County Staff now changed the use description and states that ***“The Main Building would be used for advanced, digital technology-based film production and production stages for the filming of sequences that require production techniques possible only in such a large space.”*** The 1996 Plan contemplated and described “office uses” for film production as computer ***“work stations”***- people sitting in front of computers- ***not film studios.***

18-6

Additionally, the (RMP) Residential, Multiple Planned zoning designation governing the property “office” uses are among the range of conditionally permitted uses. Examples of zoning designations that are consistent with various general plan residential designations for “office” include parks, playgrounds and the like. ***Film production stages are clearly a type of industrial use, not an office use, and film stages are nothing close to being equivalent to a park or playground. Allowing placement of a 269,701 square foot facility*** (and even larger subsequent phases are considered- e.g. up to 453,000 square feet of construction) ***immediately next to many single- and multi-family family homes,*** the only type of development that exists in the immediate area, is an abomination and ***abuse of the Countywide Plan, the planning and environmental impact evaluation process, and is totally disrespectful of the nearby residents.***

18-7

- b) ***The FSEIR is misleading in that development is only described as to the current phase.*** The proposed development is being broken into parts such that cumulative and final (total) impacts are not being assessed. This non-comprehensive approach, where full disclosure is avoided, is not allowed under CEQA. As one example, ***traffic impacts must be assessed and updated to reflect the proposed change in use (75%***

18-8

digital studio versus 70% office) and the combined traffic (car, truck, van) and environmental impacts (VMT- vehicle miles traveled, GHG- green house gases, and other elements promulgated in AB32 and SB 375) of having full-scale operations at Big Rock and Skywalker Ranches. Additionally, the full 453,000 square foot construction and operational aspects should be assessed- not a staged or piecemeal development, such that complete and cumulative impacts are understood. A staged assessment circumvents the CEQA process and violates intent, as well as the letter of the law.

- c) The DSEIR and FEIR state that “. . . *site administration (LucasFilm) would be expected to adhere to a typical Monday through Friday work schedule from 9:00a.m. to 5 p.m. However, the hours and activities occurring onsite during film production would vary depending on the needs of the film production schedule at the time.*” Digital film production is time-sensitive, intense, and does not follow a 9-5, M-F schedule, and “occasional” use does not fit with the economics nor intended use of such a facility. Furthermore, at least a portion if not much or most of the production facilities will be rented out. The frequency, duration and intensity of facility use outside of normal “office” use must be constrained to typical office use (9am to 5pm, Monday through Friday) as the facility is proposed to be located within a residential community.
- d) ***Alternative sites have not been adequately or appropriately studied***, especially in light of conditions that have occurred since the 1996 EIR as prepared, especially over the past several years. One example of an alternative is Silveira Ranch. Environmental impacts, traffic, safety, transportation, housing, community impacts and construction costs would be significantly lessened, while enhancing jobs, tax revenue, recreational benefits, supporting local business growth, and preserving Lucasfilm designs, plans and operational capacities. ***The County and Planning Commission cannot rightfully ignore changes in technologies, County planning, regulatory, policy, property availability and community matters that have significantly changed over the past 15 years*** in analyzing appropriate, alternate sites. This issue alone warrants reconsideration of the EIR and rejection in its current form and conclusions.

18-8
cont'd
18-9
18-10
18-11
18-12
18-13

We ask that the Commission carefully consider these issues and reject the DSEIR and FEIR as written.

Respectfully,

 Carl Fricke and Sharon Hall

**Letter
18
Response**

**Carl Frick and Sharon Hall
February 5, 2012**

-
- 18-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 18-2 through 18-13 below.
- 18-2 The comments reiterate previous comments on the Draft SEIR. The responses provided in the Final SEIR are adequate to address the previous comments because the information provided is accurate and complete. The comments do not provide additional evidence as to why the responses are inadequate, and no further response is required.
- 18-3 Please see Response to Comment 2-2 regarding statements about the Lucas Valley Estates development.
- 18-4 A community meeting for nearby residents is not required under CEQA. The format and content of additional meetings established by the project applicant is not conditioned by the State CEQA Guidelines. See Master Response 2 in the Final SEIR for a description of the public noticing required by CEQA.
- 18-5 This comment does not address the adequacy of the responses to comments in the Final SEIR. See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan. Traffic impacts are addressed in the Final SEIR under Environmental Checklist Item 17, "Transportation/Traffic." In the Final SEIR, see responses to Letter 1, Responses to Comments 7-3, 7-8, 7-10, 8-45, and 25-5, regarding construction and operational traffic analysis. Visual impacts are addressed in the Final SEIR under Environmental Checklist Item 1, beginning on page 3-4 and in the Final SEIR in Master Response 3 and Response to Comment 9-5
- 18-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan.
- 18-7 This comment does not address the adequacy of the responses to comments in the Final SEIR. See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning standards.
- 18-8 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 8-50 of the Final SEIR. In addition to updating the status of the projects identified in the Draft SEIR, the response explains that the cumulative discussions were updated to incorporate the cumulative analyses contained in the 2007 Marin Countywide Plan Update. Please see Response to Comment 7-10 in the Final SEIR regarding the updated traffic study prepared for the project, which included updated traffic counts.
- 18-9 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Responses to Comments 2-10 and 4-26 of this Amendment regarding the analysis and mitigation of potential greenhouse gas emissions impacts.
- 18-10 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 8-50 of the Final SEIR. In addition to updating the status of the

projects identified in the Draft SEIR, the response explains that the cumulative discussions were updated to incorporate the cumulative analyses contained in the 2007 Marin Countywide Plan Update.

- 18-11 Please see Response to Comment 4-13 of this Amendment, above, regarding hours of operation.
- 18-12 Please see Response to Comment 41-4 in this Amendment regarding additional alternatives analysis.
- 18-13 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.

Fax to: 499-7880

Attention Rachel Warner

Comments on the Final SEIR
Grady Ranch

From ~~John~~ John Lowry Home Owner
Lucas Valley Estates

To Community Development Agency:

This proposed Grady Ranch Development is completely out of character for a residential neighborhood. By definition, "residential" means OF suitable for, or limited to residents. How is it possible to Rezone a residential neighborhood?

19-1

This project will in no way benefit Lucas Valley or any man, woman, or child in Marin County. We can not USE, STAY, SPEND or ENJOY the development. We will, however, HEAR trucks for 3 years of construction, SEE the lights at night, FEAR turning on to Lucas Valley Rd, PAY for road improvements, WAIT in traffic, and LOSE forever our bucolic valley.

19-2

Why for the benefit of ONE be at the detriment of so many?



John Lowry
John Lowry
2-5-12

**Letter
19
Response****John Lowry
February 5, 2012**

- 19-1 Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 above in the Amendment regarding Marin Countywide plan consistency, zoning, and allowable uses.
- 19-2 See Response to Comment 16-4, above, regarding traffic safety and noise. See Response to Comment 14-2, above, regarding construction and operational traffic levels. Lighting impacts are addressed in the Draft SEIR under Environmental Checklist Item 1, beginning on page 3-4 and in the Final SEIR in Master Response 3 and Response to Comment 9-5.

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Fax to: 499-7880
Attention Rachel Warner
Comments on the Final SEIR

From Nancy Lowry Home Owner
Lucas Valley Estates

To Community Development Agency:

This proposed Grady Ranch Development is completely out of character for a residential neighborhood. By definition, "residential" means OF suitable for, or limited to residents. How is it possible to Rezone a residential neighborhood?

20-1

This project will in no way benefit Lucas Valley or any man, woman, or child in Marin County. We can not USE, STAY, SPEND or ENJOY the development. We will, however, HEAR trucks for 3 years of construction, SEE the lights at night, FEAR turning on to Lucas Valley Rd, PAY for road improvements, WAIT in traffic, and LOSE forever our bucolic valley.

20-2

Why for the benefit of ONE be at the detriment of so many?

Nancy Lowry
Nancy Lowry

**Letter
20
Response**

**Nancy Lowry
February 5, 2012**

- 20-1 This letter is a duplicate of Letter 19, above. See Response to Comment 19-1, above.
- 20-2 This letter is a duplicate of Letter 19, above. See Response to Comment 19-2, above.

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-----Original Message-----

From: Kpasquinelli
Sent: Sunday, February 05, 2012 9:33 PM
To: Osborne, Neal; Stratton, Debra; Adams, Susan
Cc: Kirk Pasquinelli; Simone Pasquinelli; Dante Pasquinelli
Subject: Grady Ranch

As a resident of Lucas Valley I am opposed to the commencement of any development at Grady Ranch until a more thorough environmental, traffic and wildlife assessment is conducted and a more thorough explanation of the long term uses of the property are disclosed.

21-1

Thank you.

Kirk Pasquinelli

Sent from my iPhone

**Letter
21
Response**

**Kirk Pasquinelli
February 5, 2012**

21-1

This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.

22

From: Judy Rossi
Sent: Sunday, February 05, 2012 8:13 PM
To: Stratton, Debra
Subject: Concerning Grady Ranch and its pending approval

Dear Ms. Stratton,

I am forward my letter (attachment) about my concerns with the board's pending approval of the Grady Ranch and LucasFilms' continued expansion in Lucas Valley. This email is a copy of the standard snail-mail you will be receiving.

Thank you,
Judy Rossi



2 February 2012

Ms. Debra Stratton
Commission Secretary
Marin County Planning Commission
3501 Civic Center Drive
Room 308
San Rafael, CA 94903

Dear Ms. Stratton,

My name is Judy Rossi. I am a resident in the Lucas Valley Estates and a concerned constituent of the Commission and of the Marin County Board of Supervisors. I am writing to the Commission to express my hopes that they will resist the pressure to allow the Big Rock/Grady Ranch MP to proceed without further review as I believe this project will have a detrimental impact the Lucas Valley environment and its current residents.

22-1

While we have all grown up enthralled with Mr. Lucas' iconic films and he will undoubtedly be heralded as one of the great film makers of our time, his persona as a thoughtful, caring neighbor has yet to be seen. I understand the master plan development has been in the works for fifteen years, yet, as it has evolved, it is clearly a bad idea proposed for the wrong location.

Initially, the growing resistance of the valley's residents to the expansion of what amounts to a highly active film studio may seem like a "not-in-my-backyard" platitude. However, I argue that that is an unfair and disingenuous point of view. No one is proposing the existing facilities be scaled back or closed down. Skywalker Ranch has been accommodated for a number of years, but to expand further commercial industry in Lucas Valley clearly runs counter to Marin County's intent of protecting the North Bay's vanishing beauty.

22-2

Many of my fellow residents will raise objections to the project because of its environmental effects; the increase in noise and light pollution that will come, the burden of more than 200 additional cars stretching from the 101 Freeway along a rural road and the innumerable production trucks that will accompany them. They are rightly concerned with the impact on the valley's limited water resources, its stressed infrastructure, and the threat to the wildlife and natural creek, both in the immediate area and downstream.

22-3

There is also the fear that Grady is literally paving the way for further construction in Lucas Valley such as the proposed construction sites of Rocking Horse Ranch 1 and 2. Two projects, I understand, that are not being taken in totality with Grady for their impact on the valley.

22-4

No, I am writing to the Commission with a slightly different perspective. I have been to several resident and board meetings to hear Mr. Lucas' representatives comment that the Grady complex is just a digital studio and will adhere to limited working hours of "9 to 5 p.m." when not in production. As a former

22-5

employee of the motion picture industry, I can assure you, a studio complex is rarely idle and when there is production it runs around the clock. The above-the-line talent, the director and movie stars, may be on set for a limited amount of time, but the crews that construct the sets, erect the lighting, and tear down the props toil 24/7.

22-5
cont'd

Years ago, Jeffery Katzenberg, the CEO of DreamWorks, coined the adage – “If you don't come in on Saturday, don't bother coming in on Sunday.” It is somewhat of an insider’s joke, but one that glistens with clarity the attitude of producers and movie executives.

I also understand there has been much said about the local jobs Grady will create. While there will certainly be construction work during the initial building of the facility, once the movie people take residence the work force will come from the Hollywood-based talent which will limit LucasFilms ability to actually hire local applicants.

22-6

The Grady project may represent an increase in tax revenue for the county and, perhaps there is political benefit for helping Hollywood elite, but these are short-sighted goals. A movie studio is a voracious factory no matter how elegantly the front gates might look or beautiful the buildings, and a damaged ecosystem cannot be brought back with mere money, nor constituents who feel betrayed.

22-7

On a positive note, denial of the Grady Ranch MP will not kill a corporation. Mr. Lucas owns an array of properties that would be far better suited for a digital studio, if, in fact, that is his honest plans.

22-8

Either way, there is only one Lucas Valley and it is precious to me, my family and, to a great number of my neighbors.

Again, I cannot stress strongly enough to the Commission how heartbreaking it is to think this wonderful valley will be consumed by an industrial complex when simple logic says this is not for the common good of the area’s residents. It should not have been approved in 1996 and it certainly should not be approved now.

22-9

Thank you for your time.

Sincerely,

Judy Rossi

cc: Marin County Board of Supervisors
Lucas Valley Estates Home Owners Association

**Letter
22
Response****Judy Rossi
February 5, 2012**

- 22-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-3 See Response to Comment 11-3, above, regarding noise. Lighting impacts are addressed in the Final SEIR under Environmental Checklist Item 1, beginning on page 3-4 and in the Final SEIR in Master Response 3 and Response to Comment 9-5. Wildlife and biological resources impacts are addressed in the Final SEIR under Environmental Checklist Item 4, beginning on page 3-26. See Response to Comment 2-8, above regarding downstream effects. See Response to Comment 9-2, above regarding water supply. See Response to Comment 14-2, above, regarding traffic.
- 22-4 See Responses to Comments 8-15 and 8-50 in the Final SEIR, regarding the cumulative impact analysis, including a discussion of the Rocking H1 Ranch.
- 22-5 See Master Response 3 in the Final SEIR regarding hours of operation and outdoor uses and Response to Comment 9-5, regarding the outdoor stage use impacts and restrictions (including lighting and sound restrictions).
- 22-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-7 See Response to Comment 18-24 in the Final SEIR, regarding impacts to the ecosystem. The remaining text of this comment does not address the adequacy of the responses to comments in the Final SEIR. This does not identify specific inadequacies of the environmental analysis. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-8 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-9 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is noted and will be provided to Marin County decision makers for consideration.
- 22-10 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project.



From: Roberta Steiner
Sent: Sunday, February 05, 2012 11:00 AM
To: Stratton, Debra; nosborne@co.ca.us
Subject: FW: Grady Ranch

From: Roberta Steiner
Sent: Sunday, February 05, 2012 10:58 AM
To: 'sadams@co.marin.ca.us'
Subject: Grady Ranch

Dear Supervisor,

I reside in Lucas Valley. I am opposed to all further development, commercial and housing, in the valley. I thought the master plan prevented commercial endeavors from being developed except along Highway 101. George Lucas continues to be the exception every time. He has "bought" his way into Marin County. The impacts of these developments are vast and entirely negative. I urge you to halt all further expansion and not approve the Grady Ranch proposal.

23-1

Thank you.

Roberta Steiner

**Letter
23
Response****Roberta Steiner
February 5, 2012**

23-1

This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning ordinance. This comment is noted and will be provided to Marin County decision makers for consideration.



-----Original Message-----

From: DEBORAH SULLIVAN
Sent: Sunday, February 05, 2012 9:51 PM
To: Osborne, Neal; Stratton, Debra
Subject: Project Grady

Where is the democratic process here?

I strongly believe that this whole project is a travesty.
Protect this natural beauty.

24-1

Lucas Valley Road is a portal to an almost wild sanctuary leading to an exquisite and wild coast. The abundant wild life in the area is a natural sanctuary and needs to be protected.

This is not just a neighborhood problem.

24-2

This is regional and there has been no public arena for discussion.

We are dubbing it "Brady project Clandestine".

24-3

Shame on all of you who are endorsing any more development WEST OF MILLER CREEK ROAD.

How does a very small project become a project that engulfs a small valley without a comprehensive environmental impact report that includes the science of what happens downstream AND THE IMPACT ON THE FLORA AND FAUNA ON THE BRINK OF EXTINCTION?

I live at the north end of Bridgegate.

I work until 10 at night.

24-4

There is a wild life crossing of fox, coyote and Bobcats and others at the intersection of LVR and Bridgate. The fox don't look both ways before they cross the street!

Does that not matter to anyone but a few?

Georg Lucas doesn't really need another complex..... There is the abandoned Disney Hangar at Hamilton and vacant land and buildings surrounding the base.

Do we need to move earth and stream to accommodate two eight story towers and a complex almost the size of the civic center?

24-5

Sent from my iPhone

**Letter
24
Response****Deborah Sullivan
February 5, 2012**

- 24-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. In the Final SEIR, see Response to Comment 28-3, regarding impacts to wildlife and biological resources and mitigation measures to protect these resources. This comment is noted and will be provided to Marin County decision makers for consideration.
- 24-2 See Response to Comment 2-3, above, regarding public noticing and public comment opportunities.
- 24-3 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 24-4 Wildlife and biological resources impacts are addressed in the Draft SEIR under Environmental Checklist Item 4, beginning on page 3-26. See Response to Comment 2-8, above, regarding downstream effects.
- 24-5 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Dariush Abolhassani
Sent: Monday, February 06, 2012 3:46 PM
To: Osborne, Neal
Cc: Stratton, Debra; Adams, Susan
Subject: Grady Ranch: Final Environmental Impact Report-Residents' Comments

To: Marin County Planning Commission

Dear Representatives,

The final environmental impact report does not address the water supply issue, the traffic impact issue, the noise impact issue, and the wine cave extents and purpose. There are other factors that must be considered. It does not explain how the expansion of the proposed facility can be justified or controlled.

25-1

Additional time is required to address these issues. I am totally against this development as proposed. Please do not approve the plan just because the County is impressed with the funds that it can collect.

25-2

All of us neighbors are also paying a lot of taxes and must have a say in such a massive development project right under our noses.

Sincerely,

Darius Abolhassani

**Letter
25
Response****Dariush Abolhassani
February 6, 2012**

- 25-1 The comment does not specify how the responses to comments in the Final SEIR may be inadequate. All of the issues listed were addressed in the Final SEIR. Please see Response to Comment 21-6 in the Final SEIR, regarding the wine cave extent and purpose. See Response to Comment 9-2 and 4-5 in the Amendment, above, regarding water supply, Response to Comment 11-3 regarding noise, and Response to Comment 14-2, above, regarding traffic impacts.
- 25-2 Please see Master Response 2 in the Final SEIR regarding the public comment period. The remainder of the comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Bruce Carmedelle
Sent: Monday, February 06, 2012 8:59 PM
To: Stratton, Debra
Cc: nosbourne@marincounty.org; Adams, Susan; Rice, Katie; Kinsey, Steven; Arnold, Judy
Subject: Grady Ranch project

Dear Planning Commissioners,

We have lived in Lucas Valley for 13 years and in Marin County for 30 years. We moved to Bridgegate Drive with our family in 1998 as it is a special, tranquil place. Bridgegate Drive is three miles from Highway 101 but it feels like another world, surrounded by nature, mountains, hiking and biking trails, streams and wildlife. That’s why people live here. We have reviewed a great deal of the information available about the Grady project, spoken to many of our neighbors and attended meetings of our Lucas Valley Estates Homeowners Association regarding the project. The more we learn about the project the more we fear that the character and quality of life in Lucas Valley will be altered forever – and not for the good.



26-1

In writing this letter, it’s hard to know where to begin to describe all the problems with this project. We understand that the original project’s merits were approved in 1996 and that the Commission is now focused only on reviewing the FEIR. First, we don’t understand why a project on the shelf for 16 years can suddenly move forward with only an Amended EIR and no review of the merits. Much has changed in the past 16 years, Big Rock Ranch was developed by Lucas and additional houses were built in the Valley. A project of this magnitude – one of the biggest in the history of Marin County, that has changed significantly since first approved and located in what has been an exclusively residential and ranching valley, should be forced to start the planning process from the beginning. At the very least, a complete new EIR should be required, not just an amended one.

As to the Amended EIR (“AEIR”) , we have the following comments and questions:

1. 1. The AEIR does not adequately address the traffic, noise and light impact of the project. With up to 340 workers, vendors and visitors the impact will be dramatic. The valley is negatively impacted by Lucas’ Skywalker Ranch and Big Rock Projects. Turning left onto LVR from Bridgegate and other intersections at commute times is already a white knuckle experience. The Grady Project will make it much worse and will likely require a series of traffic lights on LVR, a sad and unwanted development for our community. As the project is less than a mile from our house, it will generate noise and light whenever in operation, destroying the quiet we now enjoy.
2. 2. The Project will take 3 years to build. It will require heavy machinery to transit LVR and will be noisy and disruptive. The other Lucas projects were at least “over the hill” beyond Big Rock. This project is literally in our back yard.
3. 3. The Project calls for a massive re-plumbing of Miller Creek and the moving of 240,000 cubic yards of dirt and rock. Supposedly this will represent over 30,000 truckloads. That alone should give pause to the entire



26-2



26-3



26-4

project. Why excavate and rebuild a natural feature that is fine the way it is? The AEIR does not address downstream impact of the restoration, why is this left out?

26-4
cont'd

4. 4. The project includes a building with 85 foot towers. This type of building does not belong in Lucas Valley and is completely out of character for all existing development.

26-5

5. 5. What restrictions on use will be applied to the project? Will the outdoor soundstage be able to run 24 hours a day? What happens if the project owner wants to sell the property? What restrictions will there be?

26-6

6. 6. Another big project – H1 and H2 Rocking Ranch will probably be brought back to the Planning Commission, why are these massive projects looked at independent of each other? Building both of them will destroy the valley we all love. Any EIR should address this impact of the two projects.

26-7

In conclusion, we are deeply opposed to the Grady Ranch project as it will forever negatively impact the character and quality of life in Lucas Valley and also property values. A project of this magnitude simply does not belong in this quiet valley. We strongly urge you not to approve the project. Thank you for your consideration.

26-8

Sincerely,

Bruce Carmedelle
Cathy Carmedelle

**Letter
26
Response****Bruce and Cathy Carmadelle
February 6, 2012**

- 26-1 The comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 8-3 in the Final SEIR regarding the process and decision to prepare a Supplement to the 1996 Master Plan FEIR.
- 26-2 See Response to Comment 25-5 in the Final SEIR regarding left turns onto Lucas Valley Road. Please see Responses to Comments 5-2 and 15-8 of this Amendment regarding transportation impacts on Lucas Valley Road and a discussion of existing access conditions from Bridgegate Drive. Please see Response to Comment 11-3, above, regarding noise and light impacts.
- 26-3 Please see Response to Comment 8-37 in the Final SEIR regarding construction noise. See Response to Comment 14-2, above, regarding construction traffic.
- 26-4 Please see Response to Comment 2-8, above, regarding downstream effects.
- 26-5 In the Final SEIR, see Response to Comment 18-6, regarding building height.
- 26-6 Please see Master Response 3 in the Final SEIR regarding hours of operation and details about the outdoor stage uses and Response to Comment 9-5 in the Final SEIR regarding the outdoor stage use impacts and restrictions (including lighting and sound restrictions). See Response to Comment 18-7 in the Final SEIR regarding future uses of the project site via sale or lease. See also, Master Response 4 in the Final SEIR, and Response to Comment 4-11 above regarding Marin Countywide Plan and zoning consistency.
- 26-7 See Responses to Comments 8-15 and 8-50 in the Final SEIR regarding the cumulative impact analysis, including a discussion of the Rocking H1 Ranch.
- 26-8 This comment does not address inadequacies of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: Joy_Dahlgren
Sent: Monday, February 06, 2012 11:17 AM
To: Stratton, Debra
Cc: Adams, Susan; Osborne, Neal
Subject: Letter to Marin County Planning Commission regarding conditions for approval of Lucasfilm's Grady Ranch Project

Dear Ms. Stratton-
Please include the attached letter (also copied below) with information regarding the merits of the Grady proposal that are transmitted to the Planning Commission before their decision on the merits of the project. Thank you.
Joy Dahlgren
415 479 7930

27-1

February 6, 2012

Marin County Planning Commission
c/o Debra Stratton

Re: Conditions for Approval of Lucasfilm Grady Ranch Project

Dear Commissioners:

I have three main concerns regarding the proposed Grady project:

1. Possible future uses of the property
2. The effect of the extensive grading and creek realignment on Miller Creek downstream.
3. The visual impact of the two 80 foot high towers.

27-2

Future Use

George Lucas has stated publicly that he is retiring. Tom Forster, representing Lucasfilm at the DEIR hearing, stated that film production has largely left the US because of high costs, so there would not likely be work on nights or weekends at the Grady facility. Lucasfilm has a division in Singapore. There are reports that much of Lucasfilm's Letterman facility is leased out.

27-3

Why is Lucasfilm planning a new production facility in Lucas Valley when it is not fully utilizing its existing facilities, when film production is leaving the US because of high costs, and when George Lucas is retiring? Why does a

production facility with a maximum of 340 employees and guests need a wine tasting room and a 4,000 square foot wine cave?

This makes me wonder how the property will be used should Lucasfilm no longer want to use it for digital film production. Could it become a theme park, like the Universal Studios complex in Los Angeles or the old Bonanza Ranch at Tahoe? Could it become a resort hotel? A winery? The design of the project would lend itself to these uses, but such uses would damage the character and tranquility of Lucas Valley without the compensating benefits of digital film production.

27-3
cont'd

Condition 67a of the project approval in 1996 requires a deed restriction prohibiting some types of industrial use of the property^{[1][1]}. *A new condition should be added prohibiting tourist use of the property.* If Lucasfilm does not accept this condition, it suggests that this might be exactly it has in mind.

When I inquired regarding the final form of the deed restriction prohibiting industrial use, Neal Osborne replied that he could find no record of a deed restriction recorded on the title of the Grady Ranch property. *These deed restrictions should be recorded as soon as the project is approved.*

27-4

Effects of Grading and Creek Realignment

A few years ago we saw the unanticipated effects of the earth movement involved in the construction of the Buck Institute on the neighboring houses. Massive earth movement and the realignment of Miller Creeks on Grady Ranch could also have unanticipated effects.

27-5

Therefore, as a condition for approval Lucasfilm should provide bonding to pay for any downstream damage later found to result from the creek realignment or grading at Grady Ranch.

Visual Impact of Towers

The project approved in 1996 called for an office building with two stories, and projection stages varying from 25 to 55 feet in ceiling height. The currently proposed project has a three story 65 foot high building 65 with two 80 foot towers. Such a structure cannot be completely hidden from the road and surrounding hills and residences. Furthermore, the Spanish colonial style is quite different in character from the existing structures in Lucas Valley.

27-6

I urge you to limit the maximum height of the project to 55 feet, as was approved in 1996. A further condition of approval should be some sort of design review by an independent panel of architects and landscape architects to insure a design compatible with existing structures in Lucas Valley.

Other Concerns

The ordinance adopted by the Board of Supervisors on October 29, 1996 approving the Lucasfilm Master Plan for the Big Rock and Grady Ranches includes 84 conditions described on pages 1-41 of Exhibit 3. *Please reconfirm that the following are conditions of approval for the current Grady Ranch project :*

- Submission and approval by Marin DPW of comprehensive, detailed Slope Stabilization Plan. [1]
- Submission and approval by DPW of a comprehensive, detailed Grading Plan. [2]
- Submission and approval by DPW and the State Department of Water Resources of a detailed Dam Plan [3]
- Submission and approval by DPW of a detailed, design-level Erosion Control Plan. [4]
- Agreement with the County on a 5-year maintenance and monitoring program for the Erosion Control Plan. [5]
- Consideration of potential liquefaction along Miller Creek on the Grady Ranch in the Precise Development Plan [6]
- Submission and approval by DPW of a design-level geotechnical investigation [8]
- Implementation and monitoring of compliance with water quality protection regulations [11]
- Submission and approval by Community Development Agency of a detailed Landscape and Vegetation Management Plan [22]
- Submission and approval by CDA, CDFG, and USACOE of a detailed Wetlands Protection, Replacement, and Restoration Plan [26]
- Submission and approval by CDA of a detailed exterior lighting plan [29]
- Submission and approval by CDA of a transportation–reduction program [47]

27-7

- Incorporation of dust and noise reduction measures into grading plan. [50 and 51]
- Restriction of future uses of the property to the project described in the 1996 approval [67]

27-7
cont'd

Please consider adding these conditions:

- Limits and monitoring of the on-site population (including guests, clients, and vendors)
- Evaluation of the effectiveness in reducing vehicle trips, both peak and overall, of the transportation–reduction program on Big Rock Ranch developed to comply with condition 47. If effective, it should be extended to include the Grady project. If not effective, it should be modified to increase its effectiveness. This could include incentives for carpooling and transit+bicycle trips, improvements to Lucas Valley Road east of the entrance to Grady to improve bicycle safety, and other measure to reduce vehicle trips.

27-8

Although Lucasfilm paid “fair share” traffic mitigation fees for construction of an acceleration lane on LV Road for left-turning southbound vehicles on Mt Lassen, condition 44, it was never constructed. *This should be constructed before construction on the Grady Ranch begins.*

Thank you for your consideration.

Sincerely,

Joy Dahlgren

[1]^[1] “A deed restriction shall be filed for record at the Marin County Recorder’s Office that would result in recordation of, or reference to, these Master Plan and Use Permit conditions of approval herein to clearly indicate that the use of property within the Master Plan area is subject to the terms of these conditions of approval. Specifically, the approved principle use of the property is offices and related accessory uses that substantially conform with the use characteristics and population limits and allocations described in the Master Plan application. Industrial use of the property, such as manufacturing that involves mechanical or chemical transformation of materials and/or mass production or assemblage of products for distribution shall not be permitted. The final form of the deed restriction shall be subject to review and approval of the County Counsel. The purpose of this condition, which is made to benefit the general public of the County of Marin, is to provide public notice to future owners and lessees that property within the Master Plan area shall be developed and utilized consistent with the project approved herein.”

**Letter
27
Response**

**Joy Dahlgren
February 6, 2012**

-
- 27-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 27-2 through 27-9 below.
- 27-2 This is a comment on the proposed project and does not address the adequacy of the responses to comments in the Final SEIR. The comment is noted.
- 27-3 This is a comment on the proposed project and does not address the adequacy of the responses to comments in the Final SEIR. Please see Master Response 5 in the Final SEIR and Response to Comment 4-9 above regarding use of alternate LucasFilm properties. Please see Response to Comment 17-14 in the Final SEIR regarding potential future uses of the project site. A theme park, hotel, winery, or other tourist destination facility was not approved with the Master Plan Ordinance. A public review process for an amendment to the Master Plan and Use Permit would be required for these uses. Master Plan Condition 67a requires recording a deed restriction on the title of the subject property to provide constructive notice to future owners that the use of the property is subject to the terms of the Master Plan and Use Permit conditions of approval.
- 27-4 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 27-3 above.
- 27-5 Please see Response to Comment 3-10 in this Amendment regarding the potential effects of, and mitigation for, the proposed stream restoration.
- 27-6 This is a comment on the proposed project and does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 3-7 above regarding potential visual impacts.
- 27-7 All of the Master Plan conditions of approval that are relevant to the Grady Ranch project will be required as part of the Precise Development Plan conditions of approval. Some of the conditions will be modified to reflect updated conditions and mitigation measures that have been incorporated into the Precise Development Plan. The Dam Plan was submitted for Big Rock Ranch and is not relevant to the Grady Ranch project. The Transportation System Management program was approved with the Big Rock Ranch project and is a requirement for the operations at Grady Ranch. Please also see Response to Comment 3-10 in the Amendment regarding a mitigation measure for the proposed stream restoration.
- 27-8 This comment does not address the adequacy of the responses to comments in the Final SEIR. These suggested conditions of approval will be considered in the CDA staff report to decision makers.

From: Kenneth Dale
Sent: Monday, February 06, 2012 12:44 PM
To: nosborne@marincounty.org; Adams, Susan; Stratton, Debra
Subject: Grady Ranch Precise Development Plan

To: Marin County Planning Commission

Re: Grady Ranch Precise Development Plan

Ladies and Gentleman

Like many homeowners in Lucas Valley – in my case 22 years in Upper Lucas Valley (LVHA) and almost 20 years in Lucas Valley Estates (LVEHOA), I have recognized that George Lucas has in the past been a good neighbor who has developed the Skywalker Ranch and Big Rock with care for the environment and with minimal noticeable adverse impacts to date.

28-1

Like many other Lucas Valley homeowners, however, I have yet to be persuaded that George Lucas will continue to be a good neighbor if he proceeds with the Grady Ranch Development Plan as described in the Final SEIR. (just as Mutual Fund investors are warned: ‘Past Performance does not indicate Future Performance’)

28-2

In my letter last December, I asked how the zoning change could have happened in 1996 when I had received no notice of it or of any public hearings ever since I moved to Lucas Valley Estates in 1992 and living next door to Grady Ranch. I do not feel that the responses to my letter in this FEIR have answered my comment and question, and I am still not sure how it is possible for something like this to be allowed in a residential area like Lucas Valley.

28-3

I am very concerned that many of the mitigations and subsequent monitoring of impacts for a short time, promised in the FEIR - for traffic, limited number of employees, hours of operation, noise levels, water and creek erosion protection, will prove to be inadequate in the many future years to come.

28-4

My comment is to suggest that you set up a permanent Monitoring System such that any complaints or changes in these impacts due to – or perceived to be due to - Grady Ranch, can be monitored over many more years and reported to both you and Grady Ranch by the general public, the local residents and the various Home Owner Associations in Lucas Valley as and when they occur. A Monitoring System to ensure traffic and other impacts do not exceed numbers in the SEIR should be subject to periodic review by the Marin County Planning Commission, with notification to Grady Ranch and Lucas Valley residents, environmental groups, interested parties and neighborhood associations.

If it becomes apparent from these periodic reviews that extra steps, some of which may be costly, need to be implemented to reduce those problems that have not been adequately mitigated, then Grady Ranch should agree to pay for those costs before their SEIR is approved.

I assume there is an ordinary means by which you can select how those payments can be guaranteed (Escrow Account?) and that there can be both a fair means for guaranteeing the assumptions made in this report, the effect of the mitigations, as well as a very long term or permanent time limit on the Monitoring System to monitor the impacts that are seen to have resulted from such a major development.

28-4
cont'd

Sincerely,

Kenneth Dale

**Letter
28
Response****Kenneth Dale
February 6, 2012**

- 28-1 This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 28-2 Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 above regarding consistency with the Marin County zoning standards.
- 28-3 Please see Response to Comment 10-5 in this Amendment regarding future monitoring of mitigation measures included in the Final SEIR.
- 28-4 Please see Response to Comment 10-5 in this Amendment regarding the MMRP for the project. A Mitigation Monitoring and Reporting Program will be a condition of approval and will be adopted at the time of project approval. The details of the program are being developed for inclusion in the CDA staff report to decision makers.

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From: Jeannie Douglas
Sent: Monday, February 06, 2012 12:09 PM
To: Stratton, Debra; nosbourne@marincounty.org
Cc: Adams, Susan; Sears, Kathrin; Rice, Katie; Arnold, Judy; Kinsey, Steven;
Subject: Proposed Grady Ranch Development Plan/Final SEIR

Jeannie Douglas

Marin County
Community Development Agency
3501 Civic Center Drive Room 308
San Rafael Ca 94903

Re: Proposed Grady Ranch Development Plan / Final Supplement SEIR

5 February 2012

Are you kidding me ? I have to read about it in the newspaper, the Marin IJ, about the Grady Ranch Development Plans. And I am now given 2 days to respond to your Notice of Availability and Notice of Public Hearing Grady Ranch Precise Development Plan Final Supplement to the 1996 Grady/Big Rock Ranch Master Plan Final Environmental Impact Report. Upon reading your notice I have the following questions, concerns and comments:

29-1

I was raised in Lucas Valley, long before George Lucas was ever on the scene. I attended Dixie Elementary School, Miller Creek Junior High and Terra Linda High School. My family residence is now in the Lucas Valley Estates (from June 1992). What was once a quiet peaceful community is now being threatened by increasing traffic on Lucas Valley Road. Just try turning left out of Bridgegate or Westgate during morning or afternoon/evening times. The constant stream of traffic going out to Lucas Films Ltd Skywalker Ranch and Big Rock Ranch makes it virtually impossible. And now we are to have a significant increase in traffic and road noise on Lucas Valley Road ?

29-2

I have not received any notifications from the County or any of it's agencies until yesterday 4 Feb 2012. I am having a difficult time understanding how the county approved a plan back in 1995/1996 for the Grady

29-3

Ranch property without notifying any of the residents of the Lucas Valley Estates ? Check your county tax records we've been here since June 1992.

29-3
cont'd

Also, how does a plan that was originally approved for administration offices turn into a massive Hollywood North type development that sounds like a clone of a Universal Studios Theme Park?

29-4

As lifelong residents, concerned taxpayers and Marin County voters, I believe my family is entitled to answers to these questions and concerns before action is taken to further approve the development of the Grady Ranch Property.

29-5

Sincerely,
Jeannie Douglas

Cc: Neal Osbourne
Rachel Warner
Marin County Supervisors Adams, Rice, Sears, Kinsey, Arnold

**Letter
29
Response****Jeannie Douglas
February 6, 2012**

- 29-1 See Master Response 2 in the Final SEIR regarding the public noticing process and public review period. See also Response to Comment 2-3, above, regarding noticing of contiguous property owners.
- 29-2 See Response to Comment 26-2, above, regarding traffic and left turns onto Lucas Valley Road. See Response to Comment 14-2, above, regarding construction and operational traffic.
- 29-3 Please see Master Response 2 in the Final SEIR regarding the public noticing process and public review period. See also, Response to Comment 2-3, above, regarding noticing of contiguous property owners.
- 29-4 Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding Marin Countywide Plan consistency, zoning and allowable uses.
- 29-5 This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. Please see Master Response 2 in the Final SEIR regarding the CEQA process and public involvement opportunities. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: Allan Farovitch
Sent: Monday, February 06, 2012 12:24 PM
To: Adams, Susan
Subject: additional reasons for opposing Grady Ranch

Dear All Concerned,

I am totally opposed to **any** commercial development in Lucas Valley. However, should you unwisely continue to endorse the Grady Ranch project, I support mitigating all aspects of the Grady Ranch proposal including hours of operation, traffic, noise and pollution. Please do not install any stop lights or stop signs and further disturb this small, tranquil valley. Be sure that the hours of operation are limited. This is not a Highway 101 corridor.

30-1

Thank you.

Allan Farovitch

**Letter
30
Response****Allan Farovitch
February 6, 2012**

30-1

Mitigation is included in the Final SEIR to reduce identified significant impacts. A Mitigation Monitoring and Reporting Program (MMRP) has been prepared, and will be adopted at the time of project approval, to ensure that mitigation measures are implemented, with responsible agency monitoring. Please see Master Response 3 in the Final SEIR regarding hours of operation.

This remainder of this comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about elements included in the project. This comment is noted and will be provided to Marin County decision makers for consideration.



-----Original Message-----

From: Kim Finn

Sent: Monday, February 06, 2012 3:52 PM

To: Stratton, Debra; Adams, Susan; Sears, Kathrin; Rice, Katie; Kinsey, Steven; Arnold, Judy

Subject: re: Grady ranch project

Dear Commission Secretary and Board of Supervisors,

I am a nearly 9 year resident of Lucas Valley Estates. I did not live here in 1996 when the original Grady Ranch project was approved. The fact that is was approved is upsetting. The fact that the revisions made to the project might be approved is infuriating. I do not know why we have zoning laws if they are not applied and/or enforced. How can someone be approved to build a sound stage in an area zoned residential/agricultural? How can the current plans allow for an outdoor sound stage that can be operated 24/7 next to a residential and rural neighborhood? Shame on you for thinking for a moment that the PEOPLE, whose interests you are supposed to represent, would approve a project of this sort. I hope that you will do the right thing for the PEOPLE of this community. I hope you will do what is right for the greater good, not what is flashy or what one person wants. Do not let George Lucas pollute our beautiful valley that we cherish.

31-1

A very concerned citizen,

Kimberly Finn

**Letter
31
Response****Kim Finn
February 6, 2012**

- 31-1 See Master Response 3 in the Final SEIR regarding hours of operation and the outdoor stage, and Response to Comment 9-5 in the Final SEIR regarding the outdoor stage use and restrictions (including lighting and sound restrictions). See also Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning ordinance. The remainder of the comment is a general statement of opposition to the project. This comment is noted and will be provided to Marin County decision makers for consideration.



-----Original Message-----

From: Denis paul Finney
Sent: Monday, February 06, 2012 3:54 PM
To: Stratton, Debra; Adams, Susan; Sears, Kathrin; Osborne, Neal;
Arnold, Judy
Subject: Grady Ranch: Public Comment on the Merits of the Project

Marin County Planning Commission
c/o Debra Stratton, Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael CA 94903
dstratton@co.marin.ca.us

RE: Grady Ranch: Public Comment on the Merits of the Project

Hon. Commissioners:

As a new homeowner in Upper Lucas Valley, I am appalled with the lack of due diligence that the Marin County Board has 'fast tracked' the George Lucas Grady Ranch Studio project for approval without properly considering the environmental, legal and historical truths surrounding the Grady Ranch Lucas studio project application and EIR.

First, the original 1996 application and EIR did not study the impact of the Grady Ranch project downstream (East) on Miller Creek or adjacent/existing open space. They used the Nicasio Community Plan and Loma Alta for Grady Ranch and Big Rock ranch to show conformity with the Marin Master Plan (See section VII. m-p of original application highlighted and attached). Given that the adjacent community is the LVHA and LVEHA and Marinwood? It appears that they are using a geographical "loophole" given that San Rafael had not annexed this land; which is suspiciously convenient given that upon approval, San Rafael would annex Grady Ranch so that they would have access to the downstream Las Gallinas water and sewage. If this is the case, then why weren't the downstream community plans and open space given consideration in the application? As you know subsequently, in the FEIR, protected species of fish, fowl and vegetation were documented when the EIR was reviewed downstream and the adjacent lands when properly studied.

32-1

Second, my house is about 0.25 mile downstream from Grady Ranch directly along Miller Creek. We bought this house because of the creek (with its trout and abundant wildlife), adjacent open-space and lack of light and noise pollution. Our community the Lucas Valley Home Owners association has existed since the 1960's, and has a very thorough community plan describing new buildings, lighting noise etc. None of the LVHA's community plan or existence was considered or even mentioned in the original 1996 – only the Nicasio's community plan was mentioned (and Nicasio is located about 6 miles west of the Grady Ranch site)???

32-2

And lastly, from a historical point of view, in 1972, the Lucas Valley Home Owner's Association (LVHA) became the first community in California to purchase the surrounding 285 acres to preserve as a natural "open space" and donated it to Marin county - this historical gift by the LVHA was commended by the 1972 Marin board of supervisors for "putting their money where their mouth is". (see attached document - LVHA land resolution act of 1972). Ironically in 1996, the "Star Wars struck" Marin county board approved the new studio project without even considering the adjacent LVHA open space. What a "slap in the face" to the people of the 1972 LVHA and the Open Space movement in Marin and across the country.

32-3

In conclusion, with respect to the people and natural environment of Marin county I request that you deny the Grady Ranch – Lucas Studio application as it stands, and request a new application be filed with a full and proper environmental impact of the “downstream” affects on Miller Creek, adjacent- historical LVHA open space and the ALL of the residents in the adjacent Lucas Valley communities. Short or that any approval of the current Grady Ranch EIR should not allow any increase in working hours, vehicular traffic or increased environmental impact than that of the existing Skywalker Ranch now enjoys – as stated in the original 1996 application.

32-4

(See attached file: County of Marin Lucasfilms Ltd. Countywide Plan Findings.pdf) (See attached file: LVHA land resolution.pdf)

Sincerely,

Denis Finney

cc: Board of Supervisors:
 Susan Adams sadams@co.marin.ca.us
 Katie Rice krice@marincouty.org
 Kathrin Sears ksears@co.marin.ca.us
 Steve Kinsey skinsey@co.marin.ca.us
 Judy Arnold jarnold@co.marin.ca.us

cc: Planner Neal Osborne nosborne@co.ca.us

MARIN COUNTY COMMUNITY DEVELOPMENT AGENCY

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FINDINGS FOR PROJECT APPROVAL AND FOR DETERMINATION OF PROJECT CONSISTENCY WITH APPLICABLE COUNTY PLANS (cont'd)

Lucasfilm, Ltd. Master Plan and Use Permit

VII. WHEREAS the Board of Supervisors finds that the Proposed Project, subject to the mandatory EIR mitigation and monitoring measures and the recommended conditions of approval contained herein, is consistent with the goals and applicable policies of *The Marin Countywide Plan* ("Countywide Plan"), for reasons including, but not limited to, the following:

A. Grady Ranch is located entirely within the City-Centered Corridor where public services, facilities and infrastructure would be available to serve the Proposed Project as set forth in Finding N below, and the project would be consistent with policies for designated resource protection areas, such as Stream Conservation and Ridge and Upland Greenbelt areas as set forth in Findings B, C, D and G below. Big Rock, McGuire and Loma Alta Ranches are located entirely within the Inland Rural Corridor, but immediately adjacent to the City-Centered Corridor, where agricultural land use and open space is emphasized along with other uses that are compatible with agriculture and enhance agricultural preservation in a significant way, such as resource and habitat preservation. The Proposed Project would enhance, support, promote, and preserve agricultural land uses through protection (and expansion) of the agricultural land base from conversion to non-agricultural uses and through the encouragement of sustainable agricultural practices as set forth in Findings P, Q and AA below. (*Environmental Quality Policies EQ-1.1 and EQ-1.2; and Community Development Policies CD-1.1 and CD-1.2*)

32-5

B. The Proposed Project would be subject to Stream Conservation Area ("SCA") policies. The overriding objective of SCA policies is to preserve, protect, and enhance existing species and habitat diversity from erosion, sedimentation, pollution and habitat destruction. Streams and their riparian and woodland habitat are irreplaceable and should be 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. Consistent with the SCA policies, a 100-foot SCA has been established on each side of the creeks through the Big Rock Ranch development area, and a 50-foot SCA has been established on each side of the creeks through the Grady Ranch development area. Grady Ranch is located within the City-Centered Corridor where 50-foot setbacks are applied but 100-foot setbacks are recommended where consistent with planning and environmental goals. A 50-foot SCA on Grady Ranch is appropriate because: (1) past land management practices have extensively degraded and damaged creek channels, increased erosion and sedimentation, reduced riparian vegetation, and limited wildlife access; and (2) extensive measures to naturally repair, stabilize and restore

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degraded and damaged creek channels to greatly enhance habitat value, improve water quality, reduce erosion and sedimentation, and maintain flood runoff capacities would be implemented by the project. Thus, the overriding objective of SCA policies would be met. (*Environmental Quality Objective EQ-2; Policies EQ-2.1 and EQ-2.3; Program EQ-4.6e*)

- C. Land uses permitted in SCAs include improvements in fish and wildlife habitat, maintenance of water channels for erosion control and other purposes, and road and utility crossings. Land uses prohibited in SCAs include new buildings and roadways and utility lines, except at crossings. Other than roadway and utility line crossings and the extensive creek stabilization, restoration and habitat enhancement measures proposed, the project would not encroach into designated SCAs. In addition, expansion of the reservoir on Big Rock Ranch would inundate two degraded segments of the SCA that do not contain riparian habitat. The reservoir expansion project would provide substantial vegetation enhancement and human access prohibitions to restore and enhance wildlife habitat. Accordingly, the reservoir expansion project also is considered a permitted use in the SCA, as are flood control projects, projects to improve fish and wildlife habitat, and water supply projects. SCA policies would no longer apply to the degraded segments that are inundated. (*Environmental Quality Policies EQ-2.4 and EQ-2.5; Program EQ-2.3a*)
- D. As encouraged by the Countywide Plan, the Proposed Project would implement extensive measures to naturally repair, stabilize and restore degraded and damaged creek channels that would greatly enhance habitat value, improve water quality, reduce erosion and sedimentation, and maintain flood runoff capacities. Appropriate native vegetation buffers would be planted in the SCA to control erosion, increase habitat value, create protected wildlife movement corridors, and enhance views. Native trees would be replaced at ratios of 3 to 1 or 5 to 1 with native species that naturally grow along creeks. Long-term monitoring of landscaping with in buffer areas would be implemented to ensure successful establishment and management of vegetation and habitat value. Proposed work within the SCA would be limited to the smallest surface area and volume of soil and extent of vegetation removal possible and for the shortest practical length of time. New roads and roadfill slopes would be located outside the SCA, except at stream crossings. Short- and long-term erosion control and surface runoff pollution control measures, such as implementation of an Erosion Control Plan during grading and oil and grease traps in parking areas during project operations, would be included in the project. Overall, water resources would be managed in a systematic manner that is sensitive to natural capacities and ecological impacts. Protection of watersheds, aquifer-recharge areas, and natural drainage systems has been given highest priority in the project. (*Environmental Quality Policies EQ-2.8, EQ-2.9, EQ-2.10, EQ-2.11, EQ-2.12, EQ-2.13, EQ-2.14, EQ-2.18, EQ-2.21, EQ-2.22, EQ-2.23, EQ-2.26, EQ-2.27, EQ-2.28, EQ-2.29, EQ-2.31 and EQ-2.33; Program EQ-4.5d*)
- E. The EIR considered the impact of the Proposed Project on species, special-status species, and habitat diversity and recommended implementation of several programs to ensure the continued health, survival and diversity of plants and animals and enhancement of their habitats to the greatest extent possible. The Proposed Project would implement long-term erosion control, surface runoff pollution control, landscaping management, tree replacement, native grassland restoration, special-status plant protection, wildlife protection, invasive exotic

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vegetation removal, and wetlands protection, replacement, and restoration programs. (*Environmental Quality Policies EQ-2.87 and EQ-2.88; Programs EQ-2.87a, EQ-2.87b, EQ-2.87c, EQ-2.87d, EQ-2.87e, EQ-2.88a and EQ-2.88b*)

- F. The Proposed Project would ensure proper management of the built environment within the context of the natural environment and available resources by minimizing air, water, and noise pollution; repairing, stabilizing, and restoring unstable and eroding portions of the Project Site that would enhance natural hydrological and biological processes; preserving significant natural features and resources, including unique geological and ecological sites, such as serpentine rock outcroppings and related grassland habitat; maintaining diversity, abundance, protection and enhancement of wildlife habitats; minimizing hazards from earthquakes, erosion, floods, and fire; providing a healthful, safe, quiet environment that is functionally pleasing for employees; avoiding significant adverse impacts related to water supply, fire protection, waste disposal, schools, traffic and circulation, and the financial or social environment of the community; minimizing visual impacts and tree damage and removal to the greatest extent possible; implementing a solid waste recycling program as provided by Marin Sanitary Service; avoiding use of aggressive, exotic landscaping; balancing grading on site and adhering to County grading standards; stabilizing and restoring creek channels to enhance habitat, prevent water pollution, and minimize flood hazards from stormwater runoff; providing lighting that is subtle and harmonious with the rural environment; and replacing, restoring and enhancing on-site wetlands at a ratio of approximately 2 to 1 to ensure no net loss of wetlands. (*Environmental Quality Objective EQ-3; Policies EQ-3.2, EQ-3.4, EQ-3.5, EQ-3.6, EQ-3.7, EQ-3.8, EQ-3.9, EQ-3.10, EQ-3.11, EQ-3.12, EQ-3.13, EQ-3.16, EQ-3.21, EQ-3.26 and EQ-3.27*)

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- G. A significant portion of Grady Ranch is designated by the Countywide Plan as Ridge and Upland Greenbelt; however, with exception to the northwest corner of the Main Office Building and a 120,000-gallon water tank, all development on this ranch would be located outside the mapped greenbelt area. Because the Ridge and Upland Greenbelt is mapped only in the City-Centered Corridor, Big Rock, McGuire and Loma Alta Ranches located in the Inland Rural Corridor are entirely outside the mapped greenbelt area. Development in greenbelt areas is evaluated for its potential impact on visual resources and amenities. Development on Grady Ranch would meet the design criteria of Ridge and Upland Greenbelt areas, including staying off visually prominent ridgelines, clustering development on the lower slopes and ridge spur valleys of the ranch near Lucas Valley Road, and minimizing the prominence of construction by such techniques as placing the buildings so they would be screened by wooded areas, rock outcroppings, and depressions in the topography. Specifically, the buildings would be clustered well over 1,000 feet below the ridgeline on 52 acres, or 5%, of the total acreage of the 1,039-acre ranch and would not present significant visual impacts. Measures would be implemented through project landscaping and tree preservation and replacement programs to ensure the maximum retention, salvage and replacement of any trees removed. Further, the project would improve the overall visual quality of the site by implementing extensive habitat restoration, native landscaping, and restorative grading measures that would blend in with the natural setting and control erosion, enhance habitat value, restore unstable and degraded portions of the ranch, and provide adequate visual screening of the project. Therefore, site improvements to Grady Ranch would result in an

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overall enhancement to the natural visual resources and amenities of the site. (*Environmental Quality Policies EQ-3.18, EQ-3.19 and EQ-3.20, Program EQ-3.18a; Community Development Policy CD-8.12*)

- H. The EIR evaluated short-term and long-term air quality impacts and measures would be implemented into the Proposed Project that ensure compliance with the most stringent Federal and State air quality standards. (*Environmental Quality Policies EQ-2.75, EQ-2.78*)
- I. An archaeological and historical records search and two field surveys were conducted within the development areas of Grady and Big Rock Ranches. This work revealed three previously recorded prehistoric archaeological sites on Big Rock Ranch, including two petroglyph sites and one midden site. No resources were found on Grady Ranch. As part of the EIR, a subsequent subsurface testing program was conducted to determine the significance of the sites on Big Rock Ranch. Before commencing the program, the California Native American Heritage Commission was advised of the planned excavations and a local Native American consultant and Most Likely Descendent was retained to monitor the excavation. Since each of the sites was determined to meet criteria as an important cultural resource, the Proposed Project is required to be situated or designed to avoid impacts to the sites. Alternatively, a qualified archaeologist with experience in North Bay prehistory and research considerations would develop an alternative plan to comprehensively document the petroglyph sites in their original condition and conduct an excavation program in compliance with State CEQA Guidelines Appendix K ("Archaeological Impacts"). Whether avoidance or an alternative plan is implemented, the archaeologist would monitor all grading and building activities in the vicinity of the sites. In the event archaeological resources are discovered, all work would halt for further evaluation by the archaeologist. (*Environmental Quality Policies EQ-3.29, EQ-3.30, EQ-3.31, EQ-3.32 and EQ-3.34*)
- J. A total of 3,283 acres, or 97% of the entire Project Site, would be permanently preserved as open space through dedication of an agricultural conservation easement over 2,296 acres of the Big Rock, McGuire and Loma Alta Ranches located within the Inland Rural Corridor, a fee-ownership gift of 800 acres of Grady Ranch to the public located within the City-Centered Corridor, and recordation of a private, non-development deed restriction over 187 acres of Grady Ranch. The majority of these protected lands would be used for continued agricultural purposes, subject to the provisions of an Agricultural Management Plan that would implement extensive agricultural management practices to maintain or improve the long-term productivity of the site. In addition, long-term erosion control, surface runoff pollution control, landscaping management, tree replacement, native grassland restoration, special-status plant protection, wildlife protection, and wetlands protection, replacement, and restoration programs would be implemented. (*Environmental Quality Policies EQ-4.1 and EQ-4.6; Programs EQ-4.1a, EQ-4.1e, EQ-4.5a, EQ-4.6b and EQ-4.6d*)
- K. The Proposed Project would provide jobs near housing in the Las Gallinas Valley planning area and increase the jobs to housing ratio in the West Marin planning area. In addition, temporary housing, such as guest cottages and accommodations would be provided on site for out-of-town production personnel that would lessen traffic commutes and traffic congestion. New jobs would be available to local residents at all income levels in a business industry targeted by the Marin County Economic Commission to be retained and/or expanded.

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Targeted businesses include those that provide employment opportunities for residents, diversify and strengthen the economic base, and contribute to the quality of life. (*Community Development Policy CD-2.2*)

- L. The Proposed Project would minimize dependence on non-renewable energy resources, foster energy conservation, and minimize circulation impacts because it would implement Transportation System Management ("TSM") measures to reduce transportation-related energy consumption; meet minimum State standards for energy efficiency; incorporate passive solar energy design to the extent feasible; and meet minimum County and Marin Municipal Water District water conservation measures, such as use of native landscaping and water-conserving fixtures and irrigation. TSM measures are necessary to ensure that the project would not result in significant traffic impacts and to ensure consistency with Countywide Plan policies which recommend and encourage commercial development to be mutually coordinated with the transportation network and transit systems in order to foster energy conservation and to minimize traffic circulation impacts of new development. The TSM measures could include a van/buspool or shuttle bus for employees to off-site parking areas served by public transit or extension of public transit to the Project Site in addition to measures already established at Skywalker Ranch, such as assisting employees in establishing carpools, guaranteeing transportation to registered carpoolers who miss their ride, providing financial incentives in the form of redeemable vouchers, providing on-site services to minimize the need for additional trips (daycare center, restaurants, check-cashing, mail, and fitness center), and providing the use of bicycles on site. (*Community Development Objective CD-4; Policies CD-2.3, CD-2.4, CD-3.1, CD-4.1, CD-4.5 and CD-4.6; Programs CD-4.4a, CD-4.4b, CD-4.5b and CD-4.6a*)

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- M. The *Nicasio Valley Community Plan* ("Community Plan") is adopted as part of the Countywide Plan to further detail policies of the Countywide Plan as they pertain to the Nicasio planning area. Big Rock, McGuire and Loma Alta Ranches are located within the Nicasio planning area. Development proposed on Big Rock Ranch is consistent with the goals of the Community Plan as set forth in the following "Nicasio Valley Community Plan" analysis section of this staff report. (*Community Development Objective CD-6; Policy CD-6.1*)

- N. In order to properly manage growth so that public facilities, services and infrastructure are available to adequately serve the Proposed Project, the project would be required to pay its fair share of the cost of public facilities, services and infrastructure, including but not limited to transportation, water, sewer, solid waste, schools, and fire and police protection. Further, a fiscal impact study was prepared for the Proposed Project that examined the costs and benefits of the project on public services and facilities and concluded that the project would create a positive net fiscal impact. Lastly, increased vehicle use on Lucas Valley Road could create more accidents and result in a secondary impact of potential additional loss of life due to increased delay in extricating trapped accident victims. As a result, the Applicant would be required to provide a "jaws of life" rescue tool to be stationed with the Marinwood Fire Department that would improve emergency services and enhance capability to prevent loss of lives. (*Community Development Objective CD-7; Policy CD-7.3; Program CD-7.3b; Community Facilities Policy CF-5.2; Program CF-5.2a*)

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- O. 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. The proposed non-residential floor area ratio of 0.01 (456,100 square feet/1,039 acres) for Grady Ranch is within the maximum range of 0.01 to 0.09 established by the Countywide Plan. The existing RMP zoning is deemed by the Countywide Plan as a consistent zoning district with the PR land use designation. Non-residential uses deemed consistent with the PR land use designation include, but are not limited to, commercial offices, lodges, and day-care facilities that would be provided adequate public services and facilities, convenient access, and connection to transit. Under RMP zoning regulations, offices and related accessory uses are permitted by Master Plan and Use Permit approval. (*Community Development Policies CD-8.5 and CD-10.3; Lucas Valley Environs Land Use Policy Map 2.3*)
- P. 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. The proposed non-residential floor area ratio of 0.004 (184,700 square feet/1,117 acres) for Big Rock Ranch is less than the maximum range of 0.01 to 0.09 established by the Countywide Plan. The existing ARP zoning for the property is deemed as a consistent zoning district with the AG2 land use designation. Uses deemed consistent with the AG2 land use designation include primarily agricultural uses that preserve and protect agriculture; however, the Countywide Plan states that land use designations are generalized groupings of land uses and titles that only define a predominant land use type. Some uses are conditional uses under zoning, require a Use Permit, and may be allowed only in limited areas or under limited circumstances. Under ARP zoning regulations, certain limited commercial uses under limited circumstances are permitted by Master Plan approval that are compatible with agriculture and include a plan for continued agricultural activities on site. The Proposed Project would result in permanently preserving 1,061 acres of the 1,117-acre Big Rock Ranch (95% of the acreage) under a dedicated, permanent agricultural conservation easement with development clustered on the remaining 56 acres. The protected land would be used for continued agricultural purposes, subject to the provisions of an Agricultural Management Plan that would implement extensive agricultural management practices to maintain or improve the long-term productivity of the site, such as those implemented under a similar program at Skywalker Ranch. The Skywalker Ranch model demonstrates that the Proposed Project would be compatible with agricultural land uses and enhance the economic viability of agricultural operations. (*Community Development Policies CD-8.2, CD-8.3, CD-8.8 and CD-15.15; Nicasio Land Use Policy Map 7.6*)
- Q. The Countywide Plan land use designation for McGuire 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. The land use designation for Loma Alta Ranch is Agricultural 1 ("AG1") with a maximum residential density of one unit per 31 to 60 acres and a maximum non-residential floor area ratio range of 0.01 to 0.09. The existing ARP zoning is deemed as a consistent zoning district with the AG1 and AG2 land use designations. Uses deemed consistent with the AG1 and AG2 land use designations include primarily agricultural uses that preserve and protect agriculture. No development is proposed for either one of these ranches. The Proposed Project would result in permanently preserving the McGuire and Loma

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Alta Ranches in their entirety (1,235 acres) under a dedicated, permanent agricultural conservation easement. The protected land would be used for continued agricultural purposes, subject to the provisions of an Agricultural Management Plan that would implement extensive agricultural management practices to maintain or improve the long-term productivity of the site. (*Community Development Policies CD-8.8 and CD-15.15; Nicasio Land Use Policy Map 7.6*)

- R. The Proposed Project would meet the intent of traffic policies that call for a Level of Service ("LOS") D or better for peak-hour traffic along U.S. Highway 101 and at all studied intersections within the project area at buildout through payment of local and regional "fair-share" traffic mitigation fees, construction of various area-wide traffic improvements, and implementation of Transportation System Management ("TSM") measures, such as those implemented at Skywalker Ranch, including establishment of a van/buspool or shuttle bus for employees of the Grady and Big Rock Ranch facilities or construction of traffic improvements and/or a combination of traffic improvements and other TSM measures that meet the required Level of Service standard. TSM measures are necessary to ensure that the project would not result in significant traffic impacts and to ensure consistency with Countywide Plan policies which recommend and encourage commercial development to be mutually coordinated with the transportation network and transit systems in order to foster energy conservation and to minimize traffic circulation impacts of new development. The Skywalker Ranch TSM measures include assisting employees in establishing carpools, guaranteeing transportation to registered carpoolers who miss their ride, providing financial incentives in the form of redeemable vouchers, providing on-site services (daycare center, restaurants, check-cashing, mail, and fitness center), and providing the use of bicycles on site. (*Transportation Objective T-1; Policies T-1.1 and T-1.3; Programs T-1.1b and T-1.1e*)
- S. Lucas Valley Road would be maintained as a rural, two-lane roadway through the Project Site with improvements limited to those that enhance safety only, such as a new eastbound acceleration lane out of Grady Ranch. No improvements to this stretch of roadway would be constructed to increase traffic capacity, such as a road widening project to accommodate an additional through lane. (*Transportation Objective T-7; Policy T-7.1*)
- T. The Proposed Project would not displace existing affordable housing. With exception to Big Rock Ranch, the entire Project Site is vacant. Big Rock Ranch is developed with a Lucasfilm employee residence that would be demolished as part of the project, but this residence is not subject to affordable housing requirements. (*Housing Objective H-1*)
- U. The EIR concluded that existing and proposed ambient day-night average noise levels on site are below the maximum levels recommended by the Countywide Plan noise level guidelines for office development. The Proposed Project, as sited and designed, would not be exposed to excessive levels of transportation-generated noise. (*Noise Objective N-1; Policy N-1.1; Programs N-1.1a and N-1.1b*)
- V. The EIR concluded that the Proposed Project would not significantly increase ambient day-night average noise levels recommended by the Countywide Plan noise level guidelines within adjacent residential areas. Transportation-generated noise from the Proposed Project would not raise the day-night average noise level by more than 3 dBA and, therefore, a change in the

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County of **Marin Lucasfilms Ltd. Countywide Plan Findings**

noise level would not be perceivable. In addition, short-term construction-generated noise impacts would be minimized by limiting the hours of construction, maintaining and muffling powered construction equipment, and notifying residents within 800 feet of construction areas before construction-generated noise occurs. (*Noise Objective N-2; Policies N-2.1 and N-2.4; Programs N-2.1a, N-2.1b and N-2.4a*)

- W. The final project design, based on extensive geotechnical investigations by civil engineers with soils engineering expertise and soils certified engineering geologists, would employ engineering measures that avoid and minimize against life and safety risks from slope instability, landslide and seismic ground shaking hazards. Detailed Slope Stabilization and Grading Plans would be prepared based on the geotechnical investigations that describes how each landslide or area of unstable slopes would be repaired or removed by identifying the area of slide debris to be excavated and reconstructed, the methods to be used to engineer the slopes with compacted fill, the surface and subsurface drainage improvements, retaining walls and other structures to be installed in order to stabilize slopes. All grading and structures would conform to applicable minimum earthquake design standards. (*Community Development Policy CD-2.7; Environmental Hazard Objectives EH-3, EH-5 and EH-6; Policies EH-3.1, EH-3.2, EH-3.3, EH-5.1, EH-5.2, EH-5.4, EH-6.1 and EH-6.3; Programs EH-5.2a and EH-6.3a*)
- X. The Proposed Project would ensure that adequate capacity for the safe handling of flood runoff would be provided in stream channels. Based on detailed hydrologic and geologic studies that meet minimum County Code requirements, proposed stream restoration, stabilization and enhancement measures would reduce or eliminate local erosion and sedimentation and maintain flood runoff capacities. Neither existing watershed conditions create nor post-development conditions would cause stream overbank flooding during 100-year storm events. Peak flow rates would not increase significantly after development. (*Environmental Quality Policies EQ-2.19 and EQ-2.20; Environmental Hazards Policy EH-8.6; Programs EH-8.6a and EH-8.6b*)
- Y. The design and location of the proposed dam on Big Rock Ranch would be in accordance with all applicable design standards and specifications and accepted state-of-the-art design and construction practices to protect the public from the consequences of a dam failure. A registered Civil Engineer would prepare a detailed dam plan for approval by the County and State Department of Water Resources -- Divisions of Dam Safety and Water Rights. (*Environmental Quality Policy EQ-2.37; Environmental Hazards Objective EH-9; Policy EH-9.1; Program EH-9.1a*)
- Z. To minimize the risk of wildland and structural fires and ensure adequate fire protection, the Marin County Fire Department and Marinwood Fire Department would ensure that the Proposed Project meets minimum fire safety codes and standards and incorporates into its design adequate water resources, fire suppressant systems, fire-resistant materials, vegetation clearances from structures, irrigated landscaping, access, and emergency communications. Adequate water for fire protection on both Grady Ranch and Big Rock Ranch would be available. Grady Ranch would have a 120,000-gallon water tank on site available for fire suppression, while Big Rock Ranch would have a 90,000-gallon water tank and reservoir. The Applicant would develop a Vegetation Modification Plan for the initial thinning or removal of

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County of Marin Lucasfilms Ltd. Countywide Plan Findings

flammable vegetation and a Vegetation Management Plan for on-going annual vegetative maintenance. Adequate emergency communications for proper fire fighting capability could include local cellular repeater stations or similar equipment, including an independent power supply. The need for additional communications would be evaluated during review of the Precise Development Plan. (*Environmental Hazard Objective EH-11; Policies EH-11.2, EH-11.3, EH-11.5 and EH-11.6; Programs EH-11.1b and EH-11.2b*)

AA. The Proposed Project would enhance, support, promote, and preserve agricultural land uses through protection (and expansion) of the agricultural land base from conversion to non-agricultural uses and through the encouragement of sustainable agricultural practices. The Proposed Project would result in permanently preserving 1,061 acres of Big Rock Ranch, 674 acres of McGuire Ranch, and 561 acres of Loma Alta Ranch (2,296 acres of 2,352 acres or, 97.6% of the total acreage of these ranches within the Inland Rural Corridor) under a dedicated agricultural conservation easement with development clustered on the remaining 56 acres (2.4% of the total acreage). These protected lands would be used for continued agricultural purposes, subject to the provisions of an Agricultural Management Plan that would implement extensive agricultural management practices to maintain or improve the long-term productivity of the site, such as those implemented under a similar program at Skywalker Ranch. The Skywalker Ranch model demonstrates that the Proposed Project would be compatible with agricultural land uses and enhance the economic viability of agricultural operations. In addition, approximately 800 acres of Grady Ranch within the City-Centered Corridor would be permanently preserved by dedication of fee ownership to the Marin County Open Space District or by deed restriction with public trail easements with a provision that at least a portion or all of the land with agricultural potential be made available for long-term, properly managed agricultural uses, subject to the terms of the Agricultural Management Plan. Therefore, the agricultural land base in Marin County would increase as a result of the project by re-establishing agriculture on Grady Ranch. (*Agriculture Objective A-1; Policies A-1.1, A-1.4, A-1.5 and A-1.10*)

BB. Grady Ranch is located within the Sphere of Influence of the City of San Rafael, but it is not contiguous to the corporate limits of the city. Grady Ranch is, however, adjacent to the San Rafael Urban Service Area boundary and the service area boundaries of the Las Gallinas Valley Sanitary District ("LGVSD"), the Marin Municipal Water District ("MMWD"), and the Marinwood Community Services District ("MCSO"). In order to receive sewer service from LGVSD and water service from MMWD, the San Rafael Urban Service Area boundary would be amended to include the 52-acre development area of Grady Ranch and this area would be annexed into the service areas of these districts. In order to receive fire protection services from the Marinwood Fire Department, Grady Ranch would be annexed in its entirety into the MCSO service area. The Marin Local Agency Formation Commission ("LAFCo") dual annexation policies adopted by the County and Cities call for annexation of a project into a city when a project is annexed into service area districts, such as for fire protection and sewer and water services. However, the City of San Rafael has indicated that it is not interested at this time in annexing Grady Ranch because it is not contiguous to the corporate limits of the city. Accordingly, the City of San Rafael waives the dual annexation process at this time. Applications to amend the San Rafael Urban Service Area boundary and to annex portions or all of Grady Ranch into the LGVSD, MMWD and MCSO service areas would be processed

32-5
cont'd

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County of Marin Lucasfilms Ltd. Countywide Plan Findings

by LAFCo. Coordination and timing of these annexations are essential to ensure compliance with LAFCo policies and applicable policies of the Countywide Plan. Accordingly, development of Grady Ranch would be contingent on LAFCo amending the San Rafael Urban Service Area boundary and annexing portions or all of Grady Ranch into the LGVSD, MMWD and MCSD service areas before building permits are issued for Grady Ranch. *(Community Facilities Element Objective CF-4; Policy CF-4.3)*

CC. The Proposed Project would result in the permanent preservation of combined use trails designated for public pedestrian, equestrian and bicycle access over the entire Project Site through trail easement and fee-ownership dedications offered by Lucasfilm. Consistent with the adopted Trails Element maps, the preserved trail network would provide public access to approximately 11 miles of trails throughout Grady, Big Rock, McGuire and Loma Alta Ranches and 800 acres of Grady Ranch, connecting the Lucas Valley Open Space and Loma Alta Open Space Preserves of the Marin County Open Space District. New trails would be located to avoid sensitive habitat areas and private development areas to protect environmental resources and minimize trail user conflicts, respectively. The Marin County Open Space District is responsible typically for maintenance of the trails acquired through offered easement and fee ownership dedications. *(Trails Objectives TR-1, TR-3 and TR-4; Policies TR-1.3, TR-1.4, TR-3.1 and TR-4.1; Programs TR-2.1d, TR-3.1a and TR-4.1a)*

DD. A fiscal impact study was prepared for the Proposed Project that concluded the project would create a positive net fiscal impact. The EIR analyzed potential short-term and long-term fiscal impacts of the project on the County and various public services with consideration given to one-time revenues and costs and annual revenues and costs. The EIR concluded that the economic impacts of the project would not result in significant physical change to the environment. This information is provided in the EIR so that County decision-makers may appropriately evaluate the economic impacts of the project. *(Economic Objective E-3; Policy E-3.2; Program E-3.2a)*

EE. Movie production, entertainment, and artistic production are types of businesses that are on the initial list of targeted business industries developed by the Marin County Economic Commission which the County should retain and/or expand. Targeted businesses include those that provide employment opportunities for Marin residents, diversify and strengthen the economic base, and contribute to the quality of life. According to the fiscal impact study, the Proposed Project would generate new revenues in excess of new public service costs, pay better than average wages, provide a large proportion of higher paid employees, produce products and services that can be exported, provide long-term sustainability, minimize resource and energy use, and attract highly-educated residents. *(Economic Objectives E-5 and E-6; Policy E-5.1; Program E-5.1a)*

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VIII. WHEREAS the Board of Supervisors finds that the Proposed Project, subject to the mandatory EIR mitigation and monitoring measures and the recommended conditions of approval contained herein, is consistent with the goals of the *Nicasio Valley Community Plan*, for reasons including, but not limited to, the following:

32-5
cont'd

County of Marin Lucasfilms Ltd. Countywide Plan Findings

- A. The Proposed Project would be located nearly 1,000 feet below the ridge on a portion of Big Rock Ranch that is generally not visible from Lucas Valley Road. The project, which exemplifies agrarian architecture, would be adequately screened from Lucas Valley Road views by berms planted with native vegetation. The open, spacious attributes of the Nicasio planning area and its agricultural heritage would be preserved. *(Goal 1)*
- B. Approximately 1,061 acres of Big Rock Ranch, 674 acres of McGuire Ranch, and 561 acres of Loma Alta Ranch (2,296 acres of 2,352 acres or, 97.6% of the total acreage of these ranches) would be permanently preserved under a dedicated agricultural conservation easement with development clustered on only 56 acres of Big Rock Ranch (2.4% of the total acreage). Lands to be protected by the agricultural easement would be used for continued agricultural purposes, subject to the provisions of an Agricultural Management Plan that would implement extensive agricultural management practices to maintain or improve the long-term productivity of these ranches, such as those implemented under a similar program at Skywalker Ranch. *(Goal 2)*
- C. Adequate water, sewage disposal and access are available and would be provided to serve the Proposed Project. *(Goal 3)*
- D. The Proposed Project would improve Nicasio Reservoir water quality by implementing short- and long-term erosion control and surface runoff pollution control measures and by extensively repairing, stabilizing and naturally restoring degraded and damaged creek channels that would greatly enhance habitat value, reduce erosion and sedimentation, maintain flood runoff capacities, and improve overall water quality. Also, the Applicant would be required to enter a Watershed Protection Agreement with the Marin Municipal Water District to ensure no increase in the background sedimentation level of Nicasio Reservoir. *(Goal 4)*
- E. Overall, as set forth in Finding VI above, the Proposed Project would meet the ARP design and site preparation standards, specifically ensuring that development would be clustered where the least detrimental environmental and visual impacts would occur while maximizing the amount of potential agricultural land for grazing. *(Goals 1, 2, 3 and 4)*


32-5
cont'dIndex 

- IX. WHEREAS the Board of Supervisors finds that: (1) the entire Project Site is zoned currently for a maximum residential potential of 206 units; (2) the Countywide Plan land use designations establish a maximum residential density range of 173 to 1,236 total units for the site; and (3) it is difficult, and somewhat speculative, to estimate the total number of housing units that ultimately could be approved if the ranches were developed residentially without a specific proposal and environmental review. The current residential zoning of 206 units is at the low end of the maximum residential density range called for by the Countywide Plan land use designations for the Project Site. The Board of Supervisors further finds that a 206-unit residential alternative would not offer significant environmental advantages over the Proposed Project. Generally, this alternative would also mitigate related environmental impacts, but the overall level of development and site disturbance most likely would be greater. This alternative would likely have greater geology and soils impacts than the Proposed Project as a substantially greater area of grading would be required. While it is unclear if

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County of Marin Lucasfilms Ltd. Countywide Plan Findings

certain impacts of this alternative would be significant as no site plan has been formulated, it is probable that this alternative also would create greater biotic, visual, archaeological, traffic, air quality, noise, and public service demand impacts than the Proposed Project due to the greater amount of development and site disturbance. As suggested by the EIR, this alternative would likely eliminate or further restrict agricultural uses over Grady, Big Rock, McGuire, and Loma Alta Ranches.

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X. WHEREAS the Board of Supervisors finds that the overall parking to employee ratio proposed is excessive for the Applicant's needs, especially when consideration is given to the requirement herein to implement Transportation System Management ("TSM") measures, including assisting employees in establishing carpools, guaranteeing transportation to registered carpoolers who miss their ride, providing financial incentives in the form of redeemable vouchers, providing on-site services (daycare center, restaurants, check-cashing, mail, and fitness center), providing the use of bicycles on site, and/or establishing a van/buspool or shuttle bus. Specifically, the Board of Supervisors finds the number of parking spaces to be excessive under the Main Office Buildings on both Grady and Big Rock Ranches. Additional parking under the other buildings is acceptable as it is accessory to these main buildings and is a function of on-site building and population distributions. TSM measures are considered successful if a 6 to 10% daily reduction in single occupant vehicle use is achieved. Numerous studies by the Bay Area Air Quality Management District further show that if the number of available parking spaces are reduced in an office project, that TSM measures are more likely to be successful. Therefore, in order to encourage the success of the required TSM measures, the number of parking spaces under the Main Office Buildings on both Grady and Big Rock Ranches would be reduced to 306 spaces under the Main Office Building on Grady Ranch and to 270 spaces under the Main Office Building on Big Rock Ranch. These reductions, which assume a 10% daily reduction in single occupant vehicle use to both facilities due to implemented TSM measures, are acceptable to the Department of Public Works. The excess garage area, approximately 15,000 square feet on Grady Ranch and 10,000 square feet on Big Rock Ranch, could be utilized for storage and/or mechanical space.

32-5
cont'd

[Index](#) 

XI. WHEREAS the Board of Supervisors finds that the use of hazardous materials on site would not result in any significant, adverse impacts based on the small quantities of hazardous materials that would be stored and used at the proposed facilities and on existing County regulatory requirements. Acutely hazardous materials, if any, would likely be below threshold planning quantities. Pursuant to Chapter 7.90 of Marin County Code, the Applicant would be required to file a Hazardous Materials Disclosure Form with the Marin County Office of Waste Management prior to the handling of any hazardous materials on site. An application for a building permit would not be approved until the disclosure form has been reviewed and certified by Waste Management staff. Based on the amount of hazardous materials or acutely hazardous materials used, the project would fall into one of three categories: (1) a non-regulated business, (2) a regulated business, or (3) an acutely hazardous material handler. Like Skywalker Ranch, the Proposed Project would likely be certified as a regulated business. A regulated business must submit a Business Plan to the Office of

County of Marin Lucasfilms Ltd. Countywide Plan Findings

Waste Management prior to commencing business operations which addresses emergencies and contingencies for accidental spills of hazardous materials and includes hazardous materials inventories and locations, detailed floor plans of the facility, labeling and identification procedures, employee training measures for immediate response, and coordination with local emergency service providers. Business Plans are updated and monitored annually by Office of Waste Management.

[Index](#) 

XII. WHEREAS the Board of Supervisors finds that, based on the project description in the application, only employees and overnight guests are to be counted in proposed on-site population limitations. As defined herein, "employees" or "service personnel" include all employees of the Applicant, such as office employees for digital film production and contracted employees for various services (e.g., restaurant and landscaping services). "Overnight guests" include clients or guests of Lucasfilm that stay overnight at the proposed guest accommodations. The number of overnight guests permitted should be based ultimately on the eventual number of guests units provided on Grady Ranch. All other persons, including guests or visitors, clients, vendors, and delivery personnel, should not be included in on-site population counts.

The Board of Supervisors further finds that a maximum of 340 employees and overnight guests on Grady Ranch and 300 employees on Big Rock Ranch are proposed based on the project description in the application. Populations may vary from building to building but not from ranch to ranch. Big Rock Ranch is more constrained than Grady Ranch regarding on-site population limitations and is limited specifically to 300 persons for the following reasons:

32-5
cont'd

- A. Big Rock Ranch is located in the Inland Rural Corridor of the Countywide Plan, and McGuire and Loma Alta Ranches were included specifically in the current Lucasfilm project "so as to observe the 'Inland Rural Corridor' population/acreage ratios earlier utilized at Skywalker Ranch." (Application Narrative -- Description of the Proposed Development, no date, page 8) The approved population/acreage ratio at Skywalker Ranch is 1 person for every 8.1 acres (300 persons/2,429 acres). For comparison, the population/acreage ratio of Big Rock, McGuire and Loma Alta Ranches combined is a comparable 1 employee for every 7.84 acres (300 persons/2,352 acres).
- B. A total of 300 underground parking spaces are proposed on Big Rock Ranch. As recommended by conditions of approval, this number would be reduced to 270 spaces. Based on the Institute of Transportation Engineers parking demand rates for a general office building (0.79 spaces per employee), 270 spaces would be an adequate number of parking spaces for a workforce of 300 employees only on Big Rock Ranch.
- C. Development on Big Rock Ranch would utilize an on-site septic system for wastewater disposal. The applicant prepared a septic system design, including site profile inspections, percolation tests, and leachfield locations, that assumed a sewage flow of 6,165 gallons per day based on a workforce of 300 employees only.




The Board of Supervisors further finds that on-site population limitations would be monitored by reference to company records respecting the total number of employees and overnight guests on site

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on a daily basis. This information would be compiled quarterly to provide an accurate profile of the average daily site occupancy during the quarter. Consistent with the environmental analysis conducted in the EIR, fluctuations in the daily on-site population limits for both ranches may be permitted as long as the fluctuations are not significant and the average daily populations during the quarter do not exceed the stated population limitations.

32-5
cont'd

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Suggestions and questions about this page and site content should be directed to Alexandra Morales amorales@co.marin.ca.us 415-499-6269. Questions, comments, and suggestions about the site should be directed to Scott McKown, scott_mckown@marinfo.org

October 27,1996 sm

LUCAS VALLEY RESIDENTS FOR DISTINGUISHED PUBLIC SERVICES
IN CONNECTION WITH ACQUISITION OF
NUNES RANCH PROPERTY
FOR
OPEN SPACE PARK

WHEREAS, the Lucas Valley Homeowners Association, acting as the official advisory body to the Marin County Board of Supervisors, the legislative authority of County Services Area No. 13 (Lucas Valley), did on September 27, 1971, initiate proceedings whereby park and recreation functions were added to the area; and

WHEREAS, the Association and numerous residents of the area then began a massive community effort to secure completion of the legal and financial procedures necessary to acquire 285 acres of ridge land overlooking Lucas Valley for park and recreation purposes; and

WHEREAS, the Nunes family, owners of the property in question, has been very cooperative in offering same on favorable terms and conditions to facilitate the acquisition; and

WHEREAS, this community effort included well-organized citizens' participation in public hearings before the Local Agency Formation Commission, the Board of Supervisors, and various county departments; and

WHEREAS, this effort further included the community's publication of newsletters informing the residents of the details and desirability of the project, and finally a comprehensive voter information and turn-out program; and

WHEREAS, the above described community effort culminated in the passage of a \$315,000 bond issue at an election held in the area on April 11, 1972; and

WHEREAS, over 80% of the eligible voters of the area voted in said election, casting 789 "yes" votes to a mere 35 votes in "opposition"; and

WHEREAS, this 96% favorable vote is unprecedented in recent times for any such vote in the State of California;

NOW, THEREFORE, BE IT RESOLVED, that this Board of Supervisors on behalf of the citizens of Marin County commends and expresses its sincere appreciation to the LUCAS VALLEY HOMEOWNERS ASSOCIATION and the following residents of the area in particular for their outstanding leadership efforts on behalf of the public:

- | | |
|----------------------------|--------------------------|
| David C. Benedict | Patrick E. Leamy |
| Calvin B. Colt | John Manzona |
| Mrs. Edward P. Fernandez | Ron Marinoff |
| Mrs. William H. Fitzgerald | Ken J. Moeller |
| Paul H. Juliet | Martin A. Schainbaum |
| Martin A. Kaufman | Paul C. Zucker |
| Thomas Nunes | Phillip W. Hoffmire |
| Isabelle Nunes | Mrs. Catherine H. Munson |

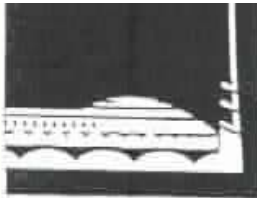
PASSED AND ADOPTED at a regular meeting of the Board of Supervisors of the County of Marin, State of California, this 25th day of April, 1972, by the following vote:

- AYES: SUPERVISORS Louis H. Baar, John F. McInnis, Arnold M. Baptiste, Michael Wornum, Peter R. Arrington
- NOES: None
- ABSENT: None



Peter R. Arrington

32-6



Marin County
Board of Supervisors

RESOLUTION

COMMENDING
LUCAS VALLEY COMMUNITY FOR THE
LUCAS VALLEY OPEN SPACE PURCHASE

WHEREAS, approximately 375 acres of urban open space is lost daily to urbanization in the state of California; and

WHEREAS, Lucas Valley is set in an unspoiled enclosed rural valley with tree covered hillsides as far as the eye can see and is bordered by Big Rock Ridge which rises nearly 1900 feet to form a spectacular visual backdrop for the community, an uninterrupted view of pastoral landscape; and

WHEREAS, the homeowners of Lucas Valley, touched and inspired by the natural beauty of their environment, were motivated to preserve and protect it and worked together to be the first community to pass a bond issue for open space; and

WHEREAS, the \$315,000 bond election conducted on April 11, 1972 turned in a 95.8% yes vote to buy the hills which was unprecedented for a bond election in California, if not the U.S.; and

WHEREAS, on April 25, 1972 the Marin County Board of Supervisors passed a resolution commending Lucas Valley residents for distinguished public service in achieving the acquisition of the 285 acres of Nunes ranch property for open space through the sale of bonds covering a 25 year period; and

WHEREAS, since the Lucas Valley hill purchase of 1972, fourteen other communities in Marin County have bonded themselves for open space purchases for a total of \$16 million; and

WHEREAS, the twenty-five year bond period comes to an end in this month of June, 1997 and thereby finalizes the full purchase of the 285 acres of open space adjacent to Lucas Valley;

NOW, THEREFORE, BE IT RESOLVED be it hereby resolved that the Marin County Board of Supervisors commends the Lucas Valley community for their outstanding ability to put their money where their mouth is and demonstrate to environmentalists everywhere that protection of the environment is truly an investment in the future.

PASSED AND ADOPTED at a regular meeting of the Board of Supervisors of the County of Marin held this 17th day of June, 1997, by the following vote:

- AYES: SUPERVISORS John B. Kress, Harold C. Brown, Jr., Steve Kinsey, Annette Rose, Harry J. Moore
- NOES: SUPERVISORS None
- ABSENT: SUPERVISORS None

32-6
cont'd

**Letter
32
Response****Dennis Finney
February 6, 2012**

- 32-1 The 1996 Master Plan EIR did evaluate downstream impacts to Miller Creek in section 5.2-2(a), with involvement of the Marinwood CSD, Lucas Valley HOA, and other downstream community members. The City of San Rafael has not shown an interest in annexation of the area and there are no Community Plans for the unincorporated areas to the east of Grady Ranch. The Grady Ranch property is not within the City of San Rafael's Sphere of Influence.
- 32-2 Please see Response to Comment 2-2 regarding recognition of Lucas Valley Estates in the 1996 Master Plan FEIR and the Final SEIR. It is unclear to what document the comment is referring to as the "LVHA Community Plan." Marin County CDA's discussion of community plans list 16 community plans in the County, including the Nicasio Valley Community Plan (see CDA's website at <http://www.co.marin.ca.us/depts/CD/main/comdev/advance/CP.cfm>). The 1996 Master Plan EIR assessed the project's consistency with existing adopted public planning policies, plans, and ordinances.
- 32-3 This comment does not address the adequacy of the responses to comments in the Final SEIR. As noted in the Project Description in the Final SEIR, the proposed project includes dedication of 800 acres to the Marin County Open Space District.
- 32-4 This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment includes statement about elements of the project. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: CFSF- Carl Fricke
Sent: Monday, February 06, 2012 10:30 AM
To: Osborne, Neal; Stratton, Debra
Subject: Re: Added comment- Re: Comments on Grady Ranch Final Supplemental Environmental Impact Report (FEIR/FSEIR)

Neal and Deborah,

Please ensure that this becomes part of the public record.

If you want us to submit it in another form to preserve that, please let me know ASAP.

Please let me know what more you want us to do, if anything, or if this is sufficient.

Thank you!

Carl & Sharon

33-1

On Feb 6, 2012, at 9:40 AM, Carl Fricke wrote:

Neal, Susan and Deborah,

We would like to add one valuable thought.

The County Planning Commission, the members of the Board of Supervisors, and Mr Lucas can become real Champions by adding substantial tangible benefit to all the community, its citizens, the local economy, and the environment rather than damaging undeveloped space and a residential community by placing the proposed development in a much more compatible location:

- along a major urban commute corridor with the easy on/off ramps where open and agricultural space can be preserved;
- where environmental impacts are minimal and damage to existing undeveloped lands do not occur (like would happen at Grady);
- greatly reduce construction costs and consequential heavy equipment impact, and the need for moving more than 200,000 cubic yards of dirt;
- preserve an historical site and structure;
- eliminate the need for road realignment, traffic and safety mitigation measures, as well as hydrologic impacts to Miller Creek;

33-2

- reduce Green House Gases (GHG) and Vehicle Mile Traveled (VMT) because the need for driving an extra eight miles (two four mile trips) from the highway;
- gain benefits from SMART (running along rear part of the property) as well as the reverse (entails more SMART ridership);
- enhance and revitalize the Marinwood markets, Smith Ranch Road businesses and local recreational areas;
- preserve alignment and enhance the Marin Countywide Plan, AB 32 and SB 375;
- potentially add affordable and senior housing;
- take advantage of proximity to the sanitary district facilities where recycled water is abundant and the needs for long-distance purple piping and other utility (water, sewer, electric power) are greatly reduced;
- honor existing architectural designs to be maintained such that redrawing them is not required;
- possibly include recreational space, benefitting not only local schools but mitigating many issues attached to development of soccer fields adjacent to the proposed airport near Smith Ranch Road;
- even ensure Mr Lucas' privacy (an agricultural buffer zone with parks and wetland preservation can be maintained along and near highway 101; place the development near the back and behind the St Vincent property hills).

33-2
cont'd

You have very willing and cooperative landowners, the Silverias and St Vincents (Catholic Church), who would work with you. I am sure that many, many other in the community- Marinites, including local schools, Marinwood and Terra Linda business, homeowners associations, recreational groups and the like, as well as others outside the Marin County area, would happily join you in supporting such a cause if you provided the leadership.

Why not be a winner, deliver tremendous benefit to the County rather than destroy its precious natural resources, while getting credit for making such a positive action? We know many people that would help you. Be part of a big solution.

33-3

Carl Fricke and Sharon Hall

On Feb 5, 2012, at 11:17 PM, Carl Fricke wrote:

Dear Neal, Deborah and Susan,

As residents of Lucas Valley and neighbors to the proposed Lucasfilm development, attached is our letter commenting on the Grady Ranch Final Environmental Impact Report (FEIR).

Please distribute as appropriate.

Thank you for your thoughtful review, consideration and actions.

Carl Fricke and Sharon Hall

Attachment: Response to Grady Ranch FSEIR/FEIR
<MPC ltr Feb 2012 (2).pdf>

**Letter
33
Response****Carl Fricke and Sharon Hall
February 6, 2012**

- 33-1 The comment is noted. The comment, and these responses to the comment letter, are included in this Amendment to the Final SEIR and will be incorporated into the public record for the SEIR.
- 33-2 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Master Response 5 in the Final SEIR regarding project alternatives. Please also see Response to Comment 41-4 regarding the Silverias site.
- 33-3 This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment includes a statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: Ed
Sent: Monday, February 06, 2012 4:01 PM
To: Stratton, Debra
Subject: Grady Ranch Proposal

I cannot figure out any good reason that the Grady Ranch plans by Lucas should be permitted to proceed. It will affect all the many people in Lucas Valley extremely negative in both their living conditions and financially. That one person be allowed to do this to so many is unbelievable.

And I hope that the authorities will see the project the same way and turn the project down.

Lucas can build the project elsewhere at less cost and if in the County the dollars income for the County should be the same or greater.

Thank you for your consideration.

E.F.Fulkerson

34-1

**Letter
34
Response**

**E.F. Fulkerson
February 6, 2012**

34-1

This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Zoe Ghazi
Sent: Monday, February 06, 2012 9:59 AM
To: Osborne, Neal
Cc: Stratton, Debra; Adams, Susan
Subject: Grady Ranch Final Environmental Impact Report (FEIR).

Dear Committee,

I am a resident of Lucas Valley Estates and I am opposed to the Grady Ranch project which will affect the quality of life at Lucas Valley Estates and property values. I urge you not to approve.

35-1

Sincerely,

Zoe Ghazi

**Letter
35
Response**

**Zoe Ghazi
February 6, 2012**

35-1

This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Penny
Sent: Monday, February 06, 2012 3:47 PM
To: Stratton, Debra
Cc: sadmas@co.marin.ca.us; Osborne, Neal
Subject: Public Comment Re: Grady Ranch FEIR

The Marin County Planning Commission
c/o Debra Stratton
Marin Civic Center, Room 308
3501 Civic Center Drive
San Rafael, CA 94903

RE: Comment re: Grady Ranch FEIR

Dear Commissioners,

I am writing to comment on the Grady Ranch Project SEIR. As a 25 year resident of Lucas Valley, I have serious concerns about the adequacy of the FEIR and will list just a few below:

1) The FEIR has no provision for limitation of hours of operations. This means that the increased traffic as well as light and noise pollution could be non-stop. Lucas's representatives have indicated that the use would be during the weekdays and limited hours. This should be part of the FEIR agreement for Lucas and future owners.

36-1

2) No downstream effects on Miller Creek have been considered. The rate of flow downstream will certainly be increased and other effects are unknown. At the least, the effects should be understood and mitigated and Lucas should post a bond for repayment of homeowners should damage downstream occur, even in future years.

36-2

3) The traffic on Lucas Valley Road will increase with not only the auto traffic of the 340 employees, but with trucks used by vendors all the needs of this huge production studio. No mitigation can make up for the impact of this increased use. One particular problem is that studies have not been done for the intersections of Bridgegate and Westgate and Lucas Valley Road. Left turns on these intersections are difficult now and will be worse with the increased traffic.

36-3

Overall, I think that the FEIR must contain in writing any promises made by Lucas regarding this project. The expectations and consequences should be specified to prevent future

36-4

problems. If this cannot be done, the FEIR should be rejected.

Sincerely,

Penny Hicks

| 36-4
| cont'd

**Letter
36
Response****Penny Hicks
February 6, 2012**

- 36-1 Please see Master Response 3 in the Final SEIR regarding hours of operation and Response to Comment 9-5 in the Final SEIR regarding the outdoor stage use and restrictions (including lighting and sound restrictions).
- 36-2 See Response to Comment 2-8, above, regarding downstream effects and Miller Creek.
- 36-3 See Response to Comment 26-2, above, regarding traffic and left turns onto Lucas Valley Road from Bridgegate and Westgate Drives.
- 36-4 See Response to Comment 10-5, above, regarding mitigation of potential impacts of the project.

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From: vkorsky
Sent: Monday, February 06, 2012 4:07 PM
To: EnvPlanning,
Subject: Comments on Grady ranch development

I am a resident in Lucas Valley estates. I object to the proposed development on the basis of significantly increased traffic noise along Lucas Valley. My house is situated at 47 Creekside Drive. Our house is probably the closest house to Lucas valley without any sound barriers to diffuse the traffic noise. Since we moved here in 1993, we have noticed a significant increase in noise levels as more and more people use Lucas valley. This makes matters worse. We are across from a retaining wall on Lucas valley. This wall reflects all the traffic noise essentially DOUBLING the noise volume. In your environmental plans please provide a noise buffer between us and the highway. Either plant trees, build a berm or a sound attenuating wall. The situation will only become worse with the impending 34 house development across the road Vincent Korsky

37-1

**Letter
37
Response**

**Vincent Korsky
February 6, 2012**

37-1

This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Responses to Comments 8-40 and 18-8 in the Final SEIR, regarding traffic noise.



----- Forwarded Message -----

From:

To: opinion@marinij.com

Sent: Mon, 06 Feb 2012 20:05:32 -0000 (UTC)

Subject: Letters Readers' Forum Marin IJ

GRADY RANCH FILM SOUND STAGE

In a time when Phil Lesh caused an uproar of protest at revamping an existing building into a music venue in downtown Fairfax, I hear almost no community out pour at George Lucas' proposed movie studio in a quiet residential neighborhood. Included in this project are restaurants, underground parking, general store, indoor and outdoor film and sound stages, guest suits and a massive wine cave. This phase one of the project is estimated to be over 270,000 square feet or half the size of the civic center and phase two to be over 450,000 square feet. All this down a two lane country road. The three years of construction is slated to begin on March 5th. Where is the sense of the Marin County Planning Commission in allowing a residential neighborhood to be turned into Disney Land.

38-1

Nancy Lowry
Lucas Valley

Nancy Lowry

**Letter
38
Response****Nancy Lowry
February 6, 2012**

38-1

In the Final SEIR, clarification is provided regarding outdoor stage uses (Master Response 3), outdoor sound and lighting impacts and restrictions (Response to Comment 9-5), and wine cave size and uses (Master Response 3).

The comment states that a second phase of the project would include over 450,000 square feet of development. This statement does not accurately represent the project description. In fact, the Grady Ranch Precise Development Plan (PDP) is the second phase of the implementation of the Lucasfilm Ltd. Grady Ranch/Big Rock Ranch Master Plan and Use Permit (1996 Master Plan) approved by the Marin County Board of Supervisors on October 29, 1996. The 1996 Master Plan approval allowed up to 456,100 square feet of building floor area. However, the PDP proposes 269,701 square feet, which is a reduction from the amount approved in the 1996 Master Plan. Additional buildings that were in the 1996 Master Plan FEIR are not a part of the proposed PDP and would be subject to a future discretionary application process if proposed by the applicant.

This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: [nlowry](#)
Sent: Monday, February 06, 2012 12:36 PM
To: Adams, Susan
Subject: Grady Ranch Project

Dear Supervisor Adams:

This project is completely out of character for a neighborhood of residential homes. By definition "residential" is:
of suitable for, or limited to residences. How is it possible to re zone a residential neighborhood?

39-1

This project in no way will benefit Lucas Valley or any Marin County man, woman or child. We can not **USE, STAY, SHOP, SPEND, or ENJOY** the development in anyway. We will, however, **HEAR** trucks for three years of construction, **SEE** the lights at night, **FEAR** turning onto Lucas Valley road, **PAY** for the road improvements, **WAIT** in traffic, and **LOSE** our bucolic countryside.

39-2

Why for the benefit of **ONE** be at the detriment of so many?

Please consider the 99.9% who will be negatively effected by this project. Why can someone with deep pockets be able to ruin our neighborhood. We have no money or lawyers to fight this but we do have our elected board of supervisors to stand up for their flock and vote no. We are just simple home owners working long hours everyday to stay afloat.

39-3

Mr. Lucas has not reached out to us in any way. Our neighborhood found out about this project in the Marin IJ.

39-4

No mention of having a shuttle from the park and ride that sits half empty out to his already existing buildings, no mention of hiring local first, no mention or anything except building a massive complex just as he is retiring. Why not add rides and turn it into Disney Land.
Please do not allow George Lucas the permission to destroy our peace. He already has enough. He does not need to build his legacy to himself here. It just not belong.

39-5

Thank you,

Nancy Lowry

Lucas Valley Estates homeowner since 1999

**Letter
39
Response****Nancy Lowry
February 6, 2012**

- 39-1 This comment is identical to Comment 19-1 (Letter 19). See Response to Comment 19-1, above.
- 39-2 This comment is identical to Comment 19-2 (Letter 19). See Response to Comment 19-2, above.
- 39-3 Please see Master Response 2 in the Final SEIR regarding the public noticing process and public review period.
- 39-4 This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

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From: Janet Mills
Sent: Monday, February 06, 2012 2:03 PM
To: Stratton, Debra
Subject: Please do not approve the Grady Ranch Project

February 6, 2012

Marin County Planning Commission
c/o Debra Stratton, Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael CA 94903

Re: The Grady Ranch Project

Dear Honorable Commissioner:

I have lived in Lucas Valley for 23 years, and I strongly object to the Grady Ranch project. I lived here before the existing Lucas projects were built, and the negative impact on this valley has been tremendous. The amount of increased and unsafe speeding traffic on an undivided road has been one of the worst impacts. The residents of this valley risk their lives every time they pull out onto Lucas Valley Road, and every time they slow down to turn off Lucas Valley Road onto a side street like McKinley Drive. This is not to mention the negative impact of a vast amount of huge trailers and trucks carrying cement, lumber, and other building materials which will go on for years. The thought of enduring yet another industrial complex being built even closer to my home is devastating.

40-1

I was never given proper notice about the Grady Ranch project, and didn't have the opportunity to speak out against it. I strongly urge you to require a new environmental impact report to study all traffic, noise, and environmental impacts on the land, wildlife, watershed, and current residents of this valley. I also urge you to vote against the building of the Grady Ranch complex on February 27.

40-2

Thank you for your understanding and consideration.

Sincerely,

Janet Mills

cc: Board of Supervisors:

Susan Adams sadams@co.marin.ca.us

Katie Rice krice@marincouty.org

Kathrin Sears ksears@co.marin.ca.us

Steve Kinsey skinsey@co.marin.ca.us

Judy Arnold jarnold@co.marin.ca.us

cc: Planner Neal Osborne nosborne@co.ca.us

**Letter
40
Response****Janet Mills
February 6, 2012**

- 40-1 This comment is a general statement about existing traffic conditions in the area. See Response to Comment 14-2, above, regarding construction and operational traffic. In the Final SEIR, see Response to Comments 7-7 and 13-2, regarding traffic safety. This comment does not address issues regarding the adequacy of response to comments in the Final SEIR. It is noted and will be provided to Marin County decision makers for consideration.
- 40-2 In the Final SEIR, see Master Response 2, regarding public noticing and involvement. The Draft SEIR analyzed impacts of the project on traffic, noise, land use, wildlife, and water quality in the following sections:
- ▲ Traffic: Final SEIR under Environmental Checklist Item 17, beginning on page 3-100.
 - ▲ Noise: Final SEIR under Environmental Checklist Item 13, beginning on page 3-84.
 - ▲ Land Use and Planning: Final SEIR under Environmental Checklist Item 11, beginning on page 3-79.
 - ▲ Wildlife and Biological Resources: Final SEIR under Environmental Checklist Item 4, beginning on page 3-26.
 - ▲ Water Quality: Final SEIR under Environmental Checklist Item 10, beginning on page 3-72.

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Thomas & Susan Monahan
Lucas Valley Road
San Rafael CA 94903

FEB 6 2012 PM 4:16 Planning

February 6, 2012

To: MARIN COUNTY PLANNING COMMISSION
C/O Debra Stratton Planning Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael CA 94903

Re: Grady Ranch Precise Development Plan
Final Supplemental EIR to the 1996 Grady Ranch/Big Rock Ranch Master Plan
Final Environmental Impact Report

Dear Planning Commissioners,

This letter summarizes the results of our review regarding the inadequacy of the responses to our December 9th and December 13th, 2011 comment letters on the Grady Ranch Draft Supplemental Environmental Impact Report (DSEIR) that were included in the Grady Ranch Final Supplemental Environmental Impact Report (FSEIR). This letter identifies the substantial failures to adequately address the omissions and shortcomings in the FSEIR and the further inadequacy of the response to the comments that were pointed out in our above referenced letters and similar letters that were submitted by the community to the Commission.

41-1

In additional to our analysis of the shortcomings of the response to comments provided in the FSEIR, we also want to bring to your attention the numerous and significant flaws to the FSEIR, such that, certification of the current document will undoubtedly be challenged.

SIGNIFICANT CEQA ISSUES

1. CHANGE IN USE – It is clear that there is a significant change in use from what was proposed and approved in the 1996 Master Plan. The existing Master Plan for Grady Ranch approved use was primarily Office with a minor and occasional use for film production. The design of the originally approved Main "OFFICE" Building dedicated 70% of the square footage for Office use and 30% of the main building for OCCASIONAL Film Production. The current Main Building is now proposed to be 75% film production sound stages, 5% Office, and 20% Guest Housing & Guest Services. In 1996 the Final Environmental Impact Report (EIR) the Main Office Building, was described as ". . . digital production and interactive entertainment / education office facilities . . .". This use is similar to the OFFICE use at the Big Rock Ranch facility, now built, but mostly vacant. The 2011 Supplemental EIR describes the now described "MAIN" building (notice the word "office" is omitted from it's description) as follows; "Main Building" would house facilities to be used "PRIMARILY for advanced, digital technology-based entertainment production." It is clearly stated in the new Project Description and the new Proposed Use to change from what was approved as Office Use and "OCASSIONAL" use for filming sequences, to what is now proposed as Primary Use of entertainment production. This change in Primary use from office to film production constitutes a significant change from a commercial use, which is allowed in a residentially zoned neighborhood, to light industrial use which is not allowed in residential neighborhoods. This Zoning change is not allowed, violates existing Zoning laws, and constitutes significant impacts.
2. PHASING / SEGMENTATION – The 1996 FEIR, Precise Development Plan (PDP), & Master Plan included in its review and subsequent approvals (12) twelve buildings at the Grady Ranch Site. The 2011 FSEIR and PDP does not include all structures approved in the 1996 Master Plan, the applicant is requesting review and approval of only two (2) of the original (12) twelve structures. Both County Staff and LucasFilm Representatives have stated that LucasFilm is planning on retaining the rights to future development of the Grady Ranch for the potential development of structures approved in the 1996 Master Plan. This Second Phase is not fully described and must be fully disclosed to the Planning Commission and Public at this stage of the project, and not deferred to some future date within the current application. There are many changes to the proposed PDP from the 1996 PDP, such as additional new structures (i.e. wine caves, bridges, water tanks, geexchange systems, etc.). Some of the new structures are in conflict with structures approved under the 1996 Master Plan. It is possible that some structures will be omitted from a future

41-2

41-3

phase but it is unclear. It is also unclear which portion of the project LucasFilm plans on pursuing in the future, which makes evaluating the cumulative impacts of the project impossible without this information. By breaking up the project and the associated environmental impacts into segments, essentially the applicant is avoiding the comprehensive CEQA review that would include all aspects and phases of the project. Segmenting of a project is not allowed under the CEQA guidelines. All aspects of the future development of the Grady Ranch including future phases must be disclosed to the Commission and the Public so that these impacts can be evaluated for cumulative environmental impacts (CEQA) and merits of the project (Development Standards). Also, other projects in the immediate area are known to be seeking development rights. The two Hetfield properties (Rocking Horse I and II) should be included in the new EIR to understand the long range cumulative impacts.

41-3
cont'd

3. NO ALTERNATIVES ARE STUDIED – The original 1996 EIR is now more than (16) sixteen years out of date. The FSEIR provides no alternative analysis to the new Grady Ranch Project Proposal. CEQA requires current alternatives be examined for both onsite alternatives and offsite alternatives. Over the past sixteen years the County and the larger Marin Community has evolved and changed. The existence of the internet, work and commute habits, hybrid cars, Skype, traffic congestion, and the housing collapse are just a few examples of significant changes since 1996. The 1996 FEIR previously considered the St. Vincents / Silveira properties as an alternative location for the Grady Ranch project. The 1996 EIR dismissed that location at the time, due to unsettled zoning and public policies that existed at that time. Since then, new policies have been established and a new County Wide Plan has been adopted. It is now clear that locating the new Lucas Film Studio Production Facility proposed for Grady Ranch, at the 300 acre Silveira property would be a superior alternative, and would be allowable under the new County Wide Plan. The Silveira property is currently available for purchase, and would have significantly fewer adverse environmental and community impacts than the proposed project location.

The following are some of the benefits the County and community at large would enjoy from the location of the project at the Silveira Ranch Location.

- Provides direct and easy adjacent access to highway 101, a major urban transportation corridor.
- Solves many of the current traffic and safety impacts.
- Provides significant benefits to the County at large.
- The current architectural design and mass would fit comfortably on the large site without requiring major architectural modification.
- Permanently preserves significant Open Space.
- Contributes land for Affordable Workforce Housing and for Affordable Senior Housing (both to mitigate jobs/housing imbalances in the current proposal).
- Located close to major utilities (PG&E, Sewer, & Water), eliminating huge amounts of new piping, cabling, and recycled water lines.
- Include badly needs recreational ball fields and soccer fields for County-Wide Public Use and as Park Mitigation).
- Benefits from the adjacent SMART Train rail line which would provide public transportation to the film production facility and to the public parks and open space resources.
- Would be much less expensive to build and eliminates heavy construction equipment from traveling a small two-lane country road for three years (or more) – Lucas Valley Road.
- Greatly increases traffic safety on Lucas Valley Road through reduction in traffic and elimination of large (semi) truck carrying equipment and supplies to Grady Ranch eight miles (four miles each way).
- Has significantly fewer environmental Impacts (for example – does not require moving more than 240,000 cubic yards of cut and 240,000 cubic yards of fill) yet still provides the applicant the same film production facility operational capacity and design as requested in the revised proposal (no major redrawing of architectural plans).

41-4

- Greatly reduces greenhouse gas (GHG) emissions and assists complying with AB 32 (VMT – vehicle miles traveled) because cars and trucks would not need to travel an extra four miles (eight miles round trip) off Highway 101.
- Enhances and strengthens local businesses (Marinwood Markets, restaurants, entertainment, and recreational facilities on Smith Ranch Road).
- Helps Preserve historical property (Silveira Ranch) and could allow a Lucas Museum to be built nearby as compatible/complementary use.
- Allows privacy as buildings could be located at the rear of the property, adjacent to wetlands and away from view from Highway 101.
- Very Close to LucasFilm’s other nearby facilities (Big Rock and Skywalker Ranches).
- Community would still benefit from the temporary construction jobs and the permanent film production jobs.

41-4
cont'd

There are many reasons why this alternative location and other possible alternatives should be considered in a new comprehensive EIR. Similarly onsite alternative design solutions should be considered. The current proposed design could be separated into several smaller buildings, thereby reducing impacts, yet no alternative onsite designs have been analyzed, as CEQA requires.

4. NEW ELEMENTS – The current Precise Development Plan includes many new elements that were not approved in 1996. These elements create new and significant changes to the project and should be properly analyzed. The FSEIR does not address the impacts of these new elements, or staff inaccurately states that these new elements pose no significant impacts. This is untrue. The individual impacts alone are significant, and the cumulative effect of these new elements is certainly significant. The following are some of the new elements that were not approved in the 1996 EIR or Master Plan and should not be approved without a full new EIR;

- Eighty Five (85) Foot tall towers at main building.
- Relocation of the guest accommodation building from a separate low rise building located at the center of property, to a new location placed on top of the main “production” building creating a new high-rise hotel element.
- Height and visual impacts from a high rise hotel on the 3rd (and partial 4th) story to the main “production” building.
- New proposed outdoor film stage.
- 20 to 30 feet of additional grading/ fill on top of existing ridge on east side of property.
- Addition of 129,600 square foot geo-exchange system covering approximately four acres.
- Addition of a 200 foot long tunnel/ wine cave.
- Addition of a 400,000 gallon water tank on a prominent ridge.
- Addition of five (5) new bridges on site, some that penetrate the creek bed.
- Major reworking of the Miller Creek, Grady Creek and other drainages, involving endangered species.
- Expansion of internal road system on site.

41-5

5. HOUR OF OPERATION – A full disclosure of the hours of operation needs to be provided as well as the amount of time the facility would be rented out. The 2011 SEIR states that Business Hours of the “site administration” would be expected to adhere to a typical Monday through Friday work schedule from 9 a.m. to 5 p.m. However, the hours and activities occurring on site during film production would vary depending on the “needs of the film production schedule at the time”. The current project description statement is too OPEN ENDED and is inconsistent with what was stated in the 1996 EIR and Master Plan which is as follows; “At the very rear of the Main Office Building will be production stages” . . . “which on OCCASION will be utilized for filming of sequences . . .”. Any film production schedule should be limited to an occasional use, and should not be allowed past the normal business hours of operation 9 to 5 Monday thru Friday. Additionally, the vague description of the hours of operation described in the 2011 SEIR is unlimited and unmeasurable. The description only refers to administrative staff. It does not cover the production crews, truck deliveries, employees, guests or service employees for the Guest accommodations. Full Disclosure of the Hours of

41-6

Operation for the entire building complex must be fully disclosed and allowable operation must be established and regulated.

41-6
cont'd

CONDITIONAL USE PERMIT must be required to limit the impacts and monitor the various uses.

There should be established "hiatus" time spans between these productions, prohibitions of overtime work, and prohibition on nights, holidays and weekends. Additionally, the new proposal for the Main Production Building is proposed to house Guests in a Residential complex now placed on top of a fifty-foot tall building (now total height 75 feet). The previous Master Plan shows this Residential "HOTEL" located up valley, LOW RISE discretely sited on grade, and not visible from surrounding property. A "high-rise" HOTEL by its nature will cause additional adverse visual, noise, and other impacts not previously considered. The GUEST HOTEL component must be relocated back to its original location. The SEIR's analysis in these matters is incomplete, and responses are inadequate. Full disclosure of the proposed hours of operation for the entire building complex, including the proposal for hours of operation for a second phase, must be fully disclosed and allowable hours of operation must be established and regulated.

FINAL SUPPLEMENTAL ENVIRONMENTAL IMPACT REPORT (FSEIR) IS INCOMPLETE

The applicant has not provided the Planning Commission and the Public full disclosure in order to fully measure the impacts of this new proposal. The New FSEIR contains new traffic study information, which is based on an incomplete project description as noted above. The new study doesn't properly measure the true traffic impacts of the proposed project. The new study was not timely submitted and inadequate time has been provided for peer review. There have been no visual simulations of the newly proposed project. The requests for graphic simulations, computer models, scale models, before and after studies, story poles and other normal methods for determining visual impacts have been ignored.

41-7

Accordingly, for these reason listed herein, the FSEIR should not be certified and a new complete EIR should be required.

RESPONSE TO COMMENTS

The following list relates to the item-by-item shortcomings of the response to comments provided in the FSEIR to our letters dated December 9, 2011 and December 13, 2011. We find the staff responses to be inadequate, misleading, evasive, and non responsive. Similarly the lack of response to other comment letters from community members, and in particular, Grassetto Environmental Consulting's December 8, 2011 comment letter (incorporated herein) is disturbing. Mr. Grasetti, who is a CEQA expert, replies to the staff's inadequate response to comments in his letter dated February 5, 2012, which is also incorporated herein for reference. Again as Mr. Grasetti states the FSEIR should be rejected and a new complete EIR should be required.

41-8

Response 21-2 CHANGE IN USE

The FSEIR fails to address that there is a fundamental change in Primary Use of the Main Office Building. It is evident in the FSEIR "Hours of Operation and Employee Count Section" pg. 4-8 that Staff or the County Consultants are not addressing the primary issue at hand. The Primary Use was requested and approved as "Office Use" with a minor "on occasion" use of film production. We find the responses to comments in the FSEIR to be wholly inadequate and evasive.

Response 21-3 CHANGE IN BUILDING HEIGHT

The FSEIR response refers to response 18-6 which simply states a conclusion made in the draft supplemental EIR. It does not adequately address the comment that the Building is taller than what was approved. The Comment also falsely stated that they're of fewer building than previously proposed for the project when it is public record that LucasFilm plans on developing future phases of the project. The FSEIR response to comment is wholly inadequate, evasive, and misleading.

41-9

Response 21-4 CHANGE IN GRADING

Staff's review is misleading and inaccurate in that it is claiming that the proposed grading in the Draft SEIR & Final SEIR is the same as what was proposed in the 1996 Master Plan & FEIR. A simple comparison of the two grading plans makes it quite clear that the grading scope and final fill elevations are significantly different. Staff's Response 21-4 is so inaccurate it begs the question if the respondent, is qualified to respond to civil engineering comments. The FSEIR and its responses is wholly inadequate and a sham.

41-10

Response 21-5 ADDITION OF GEOTHERMAL FIELD

The FSEIR response provides no information regarding Geothermal field (geoexchange system) which covers four acres, involves geologic and seismic issues, and yet, provides no information to address the comments that this system was not approved nor studied in any adequate way. The FSEIR and its responses are wholly inadequate.

41-11

Response 21-6 ADDITION OF A WINE CAVE

The FSEIR response provides misleading direction by referring to page 2-21. No wine cave information is on page 2-21. Information has been provided regarding the wine cave on page 2-10. The response in the FSEIR is wholly inadequate and provides no information of the impacts to the environment, soils stability, seismic concerns, biological impacts, traffic impacts, and greenhouse gas impacts.

Response 21-7 INCREASE IN WATER TANK SIZE

Response and mitigation for the water tank is wholly inadequate. The proposed tank is the size of a CHEVRON OIL TANK placed on a prominent ridgeline. No geotechnical information has been provided in the FSEIR as to the stability of the tank in a seismic event. The mitigation measures approved in 1996 Master Plan FEIR were for a 120,000 gallon tank not two tanks which are 400,000 gallons and 40,000 gallons as now proposed. The tanks are located on a prominent ridgeline and have significant visual impacts. The staff response to allow the neighbors to pick the paint color of the tank after the tank has been approved and constructed is a bad joke. The tank may be 40 feet tall . . . Less visible or alternative locations must be considered. The mitigation measures proposed and the FSEIR is wholly inadequate.

41-12

Response 21-8 REQUEST FOR NEW EIR DUE TO CHANGES TO NEW PROPOSAL

Response is inadequate and does not address the comment. The response refers to Supplemental EIR noticing requirements when the Monahan letter is requesting a new full EIR based on the substantial and significant changes and new additions to the current proposed project. The FSEIR also fails to address the impacts of the new additions to the new project elements.

Response 21-9 PUBLIC NOTICE / INCOMPLETE APPLICATION

The response is inadequate and does not address the comment. The Lead Agency and/or its staff's selection of a Supplemental EIR is inadequate to assess and report upon new significantly impactful and not previously approved elements of the currently proposed project.

41-13

Response 21-10 PROPOSED USE

The FSEIR Master Response 4 is a sham. The response is wholly inadequate and ignoring our comments that the use for the project has changed it is clear in the 1996 Project Description that the proposed use for primarily office in support of digital film production and a minor use of film production. The 2012 FSEIR proposed use is new and is described as Primarily Film Production. The Main "Office" Build in the currently proposed Precise Development Plan has only 12,547 square feet of Office Space out of a 269,701 Square Foot building, that's only 4.65% of the whole building and hardly a Primary Use.

Response 21-11 HOURS OF OPERATION

Master Response 3 is inadequate and simply repeats what was noted in the FSEIR which was the exact verbiage we are commenting upon. The language used for the hours of operation for this project is very weak and leave an enormous loop hole in the definition of hours of operation. The hour of operation only refer to site administration needs to be clearly defined since the hours of operation only apply to "site administration". Does site administration include staff for the Guest Housing Element and film production? Does site administration only refer to those who work within the office portion of the project? The response is ambiguous and inadequate.

41-14

Response 21-12 INCONSISTENCY WITH COUNTY WIDE PLAN

The FSEIR Master Response 4 is a sham and is wholly inadequate. Nowhere in the Residential Multiple Planned Zoning was Film Production Studio allowed as a Primary Use. The project was approved with the Primary Use of Commercial Office Space. The change from a Primary Use of Commercial Office Space in a Residential Area to a Light Industrial Use (production studio) in a Residential Area would be quite clear to any Judicial Court.

Response 21-13 AESTHETICS

The Responses to our comment is inadequate. We are the next door neighbors to the project and will be directly impacted by the Aesthetics of the structure which is viewable from our property. Additionally the Project Applicant and Lead agency has not provided or made it a requirement of the applicant to provide story poles or other devices to represent the height and visual impact of the proposed project. No graphic representation have been provided to date, which is strange due to the fact that the applicant is a digital visual effects company and has the power to provide such documents. A section of the proposed grading activities only

41-15

Response 21-13 AESTHETICS (continued)

represents on paper what the effects of grading would be as viewed at Lucas Valley Road not the adjacent neighbors. Additionally a grading section does not provide the general public with a visual representation of what the actual scale of the impacts will be. These are routinely required of applicants throughout Marin County to provide the Planning Commission and Public .

Response 21-14 HEIGHT LIMIT AND WATER TANK

The response to our comment is inadequate and the excuse about the story pole in the wind is quite weak.

Response 21-15 GRADING AND VISUAL IMPACTS

The response to our comment is inadequate and the DSEIR & FSEIR review of the visual impacts inadequate.

Response 21-16 OUTDOOR STAGE

The response to our comment is inadequate and the DSEIR & FSEIR review of the light impacts is inadequate. The use was not approved in the 1996 Master Plan and FSEIR and should not be approved now. It is however an excellent example of how the Lead Agency has allowed the use of the proposed building to creep away from its original approved use as an office building.

Response 21-17 NEW HOMES NEAR PROJECT

The response to our comment is inadequate.

Response 21-18 CUMMULATIVE IMPACTS

The response to our comment is inadequate.

Response 21-19 NEW EIR NEEDED

The response to our comment is inadequate and a Supplemental EIR should not have been the method of review for a project that has significantly deviated from its approved design and use.

Response 21-20 ALTERNATIVES

The response to our comment is inadequate and the conditions and infeasibility of alternative sites reviewed in the 1996 EIR are no long applicable. For example the St. Vincent / Silveira Ranch property was reviewed in the 1996 EIR as an alternative site. It was determined not to be a viable alternative site due to the lack of allowable zoning and a clear direction from the County Wide Plan. Today the County Wide Plan in place would allow for such a project as what is proposed for Grady Ranch. The Silveira Ranch site is superior to the Grady Ranch Site with less environmental and social impacts.

Response 21-21 ALTERNATIVES Continued

The response to our comment is inadequate and Master Plan 5 response is exactly why a new EIR should be required for this project. The 1996 EIR is 16 years old out of date with regards to the environmental impacts and the alternative off-site review.

Response 21-22 GRADING, GEOLOGY, & SOILS

The response to our comment and DSEIR & FSEIR are inadequate.

Response 21-23 GRADING, GEOLOGY, & SOILS continued

Firstly the response is wholly inadequate the following are some of the reasons why; The comment stated that the Draft Supplemental EIR included no analysis of the proposed grading plan and failed to document changes in conditions since 1996 with regards to geologic and potential seismic impacts. The response stated that these issues were address in the 2008 geotechnical report available CDA's website. The existence of a technical report having no formal public review and no peer review does not mean that the EIR and avoid assessing the impacts. The purpose of CEQA is to provide the public and decision makers with peer reviewed information comprehensible to the general public. This response fails to provide comprehensible information to the layperson.

Response 21-24 GEOTHERMAL FIELD

The response to our comment and DSEIR & FSEIR are inadequate. No study of the impacts of the geothermal field (geoexchange system), have been conducted.

Response 21-25 CUMMULATIVE IMPACTS

The response to our comment and DSEIR & FSEIR are inadequate. The sum of all the changes to the PDP from what was approved in 1996 to the current proposed PDP amount to a significant change and significant impact, none of which have been properly or adequately addressed in the DSEIR or FSEIR.

41-15
cont'd

41-16

41-17

41-18

41-19

41-20

Response 21-26 CURRENT PROPOSED GRADING
The response to our comment and DSEIR & FSEIR are inadequate.

Response 21-27 NOISE / SOUND STAGES
The response to our comment and DSEIR & FSEIR are inadequate.

Response 21-28 GEOTHERMAL PUMPS / NOISE
The response to our comment and DSEIR & FSEIR are inadequate.

Response 21-29 LIGHT
The response to our comment and DSEIR & FSEIR are inadequate.
The response claims this will be better because the tennis court lighting is removed but an analysis of the new outdoor production stage has not been adequately studied.

Response 21-30 TRANSPORTATION PUBLIC SAFETY & TRAFFIC
The response to our comment and DSEIR & FSEIR are inadequate.
The traffic study is inaccurate and is evaluating the project with an inaccurate use.
The truck traffic from a multi-year construction schedule and film production operation will create the environment for endangering cyclists and the public.

Response 21-31 DANGEROUS IMPACTS
The response to our comment and DSEIR & FSEIR are inadequate.

Response 21-32 TRAFFIC IMPACTS & FUTURE GROWTH
The response to our comment and DSEIR & FSEIR are inadequate.
The response did not remotely address our comments.

Response 31-33 AIR QUALITY
The response to our comment and DSEIR & FSEIR are inadequate and inaccurate.

Response 31-34 GREEN HOUSE GAS EMISSIONS
The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-35 GREEN HOUSE GAS EMISSIONS (GEG) continued
The response to our comment and DSEIR & FSEIR are inadequate.
Paying Fees to fund Off Site GHG reduction programs does not mitigate the impacts to the Lucas Valley Community.
The proposed mitigation is a sham.

Response 31-36 UTILITIES
The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-37 GEOEXCHANGE SYSTEM
The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-38 OFFSITE INFRASTRUCTURE
The response to our comment and FSEIR are inadequate.

Response 31-39 FUTURE PHASES / SCOPING / MITIGATION MONITORING
The response to our comment and DSEIR & FSEIR are inadequate.
The response to our comment is also inaccurate. Allowing the applicant to preserve their development rights to portions of the project is a form of segmenting the project with future phases and allowing them to avoid a complete EIR of all components of the project. This is in direct conflict with CEQA guidelines.

Response 31-40 ENFORCEMENT OF CONDITIONAL USE PERMITS
The response to our comment and DSEIR & FSEIR are inadequate.

41-21

41-22

41-23

41-24

Response 31-41 MITIGATION MONITORING

The response to our comment and DSEIR & FSEIR are inadequate. The Mitigation measures and future monitoring are inadequate.

Response 31-42 BIOLOGY

The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-43 HAZARDOUS MATERIALS

The response to our comment and DSEIR & FSEIR are inadequate. Lead agencies assumptions are inaccurate and this is a change from the 1996 Master Plan & FEIR.

Response 31-44 VEGITATION/TREEMREMOVAL

The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-45 HYDROLOGY & WATER QUALITY

The response is inadequate and does not address the correct topic of our comment. Please provide an accurate and relevant response to our comment.

Response 31-46 POPULATION & HOUSING

The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-47 DSEIR IS INCOMPLETE AND INACCURATE

The response to our comment and DSEIR & FSEIR are inadequate.

Response 31-48 GEOTHERMAL ARTICLE

The response to our comment and DSEIR & FSEIR are inadequate. The geexchange system was not previously approved and not adequately studied within the DSEIR or FSEIR

Response 31-49 MARIN COUNTY WIDE PLAN

The response to our comment and DSEIR & FSEIR are inadequate. The use of the project has changed from commercial to light industrial therefore the Staffs determination is incorrect.

Response 47-1 VESTING APPROVAL

The response to our comment and DSEIR & FSEIR are inadequate. We challenge the response that the project is vested.

Response 47-2 DEVELOPMENT AGREEMENT

The response to our comment and DSEIR & FSEIR are inadequate.

Response 47-3 EXTENSION REQUEST

The response to our comment is inadequate. We challenge the denial of our extension request.

Response 47-4 OUTDATED EIR & MASTER PLAN

The response to our comment and DSEIR & FSEIR are inadequate.

Response 47-5 CHALLENGE TO VESTIN AND INADEQUATE SEIR

The response to our comment and DSEIR & FSEIR are inadequate.

CONCLUSION

The current FSEIR is an attempted effort to utilize an expired 16 year old Project EIR from 1996 in order to avoid full disclosure, and to give preferential treatment to the applicant so that they may fast track a project that has clearly substantially changed in it's nature, scope, and design. This FSEIR is fraught with problems. The staff has ignored the efforts made by the public to encourage a more updated and complete environmental review.

The Planning Commission is urged to reconsider this new project first by having a properly prepared current foundational EIR and then to consider all of the significant changes to the environmental base line conditions, and the new changes to the original Master Plan now proposed by the applicant. Clearly the white wash coat of paint over a 1996 expired document will not hold up to scrutiny. Please require a complete new EIR and a complete analysis of all the impacts of this proposal to the Community.

41-24
cont'd

41-25

We believe the proper location for this new production facility is along the Highway 101 corridor. The Silveira Property would be a much superior location with many Community Benefits and significantly fewer Environmental Impacts.

41-25
cont'd

Very truly yours,



Thomas and Susan Monahan

Attachments

**LUCASFILM PROPOSAL
GRADY RANCH**

1996 EIR IS OUTDATED & HAS EXPIRED
THERE ARE 6 MAIN DEFICIENCIES:

- CHANGE OF USE
- NEW ELEMENTS
- PHASING
- EXCESSIVE GRADING
- LACK OF ALTERNATIVES
- HOURS OF OPERATION

FEBRUARY 2012

Developed Area
The developed area of the G elements:

Rear of the Main Office Building would be production stages

The Main Office Building would house offices to be used for advanced, digital technology-based film production. At the rear of the Main Office Building would be production stages, varying from 25 to 55 feet in ceiling height, which would on occasion be utilized for the filming of sequences which require production techniques possible only in such a large space. The "footprint" on the ground of the Main Office Building would be approximately 190,000 square feet. The building would have two stories, over underground parking, on both floors over most of the building. Underground parking, with underground parking for 35

Proposed digital production and interactive entertainment / education office facilities

The proposed digital production and interactive entertainment / education office facilities and related uses on Grady and Big Rock Ranches would contain operations different from, but complementary to, those already existing at Skywalker Ranch and in San Rafael. The existing Lucasfilm facilities (more than 300,000 square feet at Skywalker Ranch and more than 165,000 square feet in San Rafael) are already fully utilized and are not available appropriate for the massive digital interactive and multimedia industries.

Main Office Building

2. Main Office Building:
(a) Proposed Uses. This building will house offices to be used for advanced, digital technology-based film production.

From June 1996 – Final EIR Volume 1

GRADY RANCH

CHANGE OF USE

- LUCASFILM REPEATEDLY REFERS TO THE MAIN BUILDING AS THE "MAIN OFFICE BUILDING"
- IN 1996 PROJECT WAS APPROVED AS "OFFICE USE"

Pg 1-A

on occasion be utilized for the filming of sequences

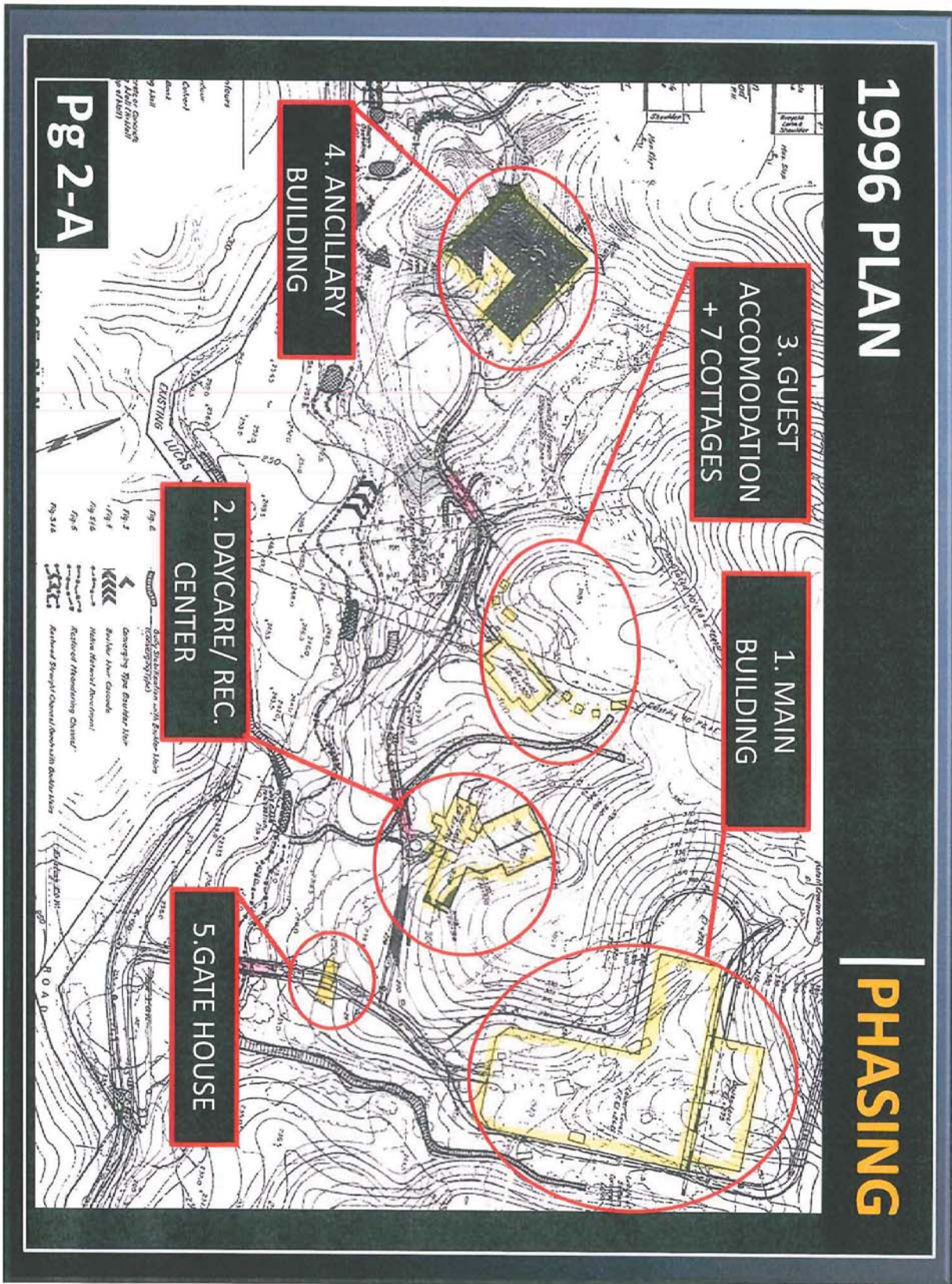
At the very rear of the Main Office Building will be production stages, varying from 25 to 55 feet in ceiling height, which will on occasion be utilized for the filming of sequences which require production techniques possible only in such a large space.

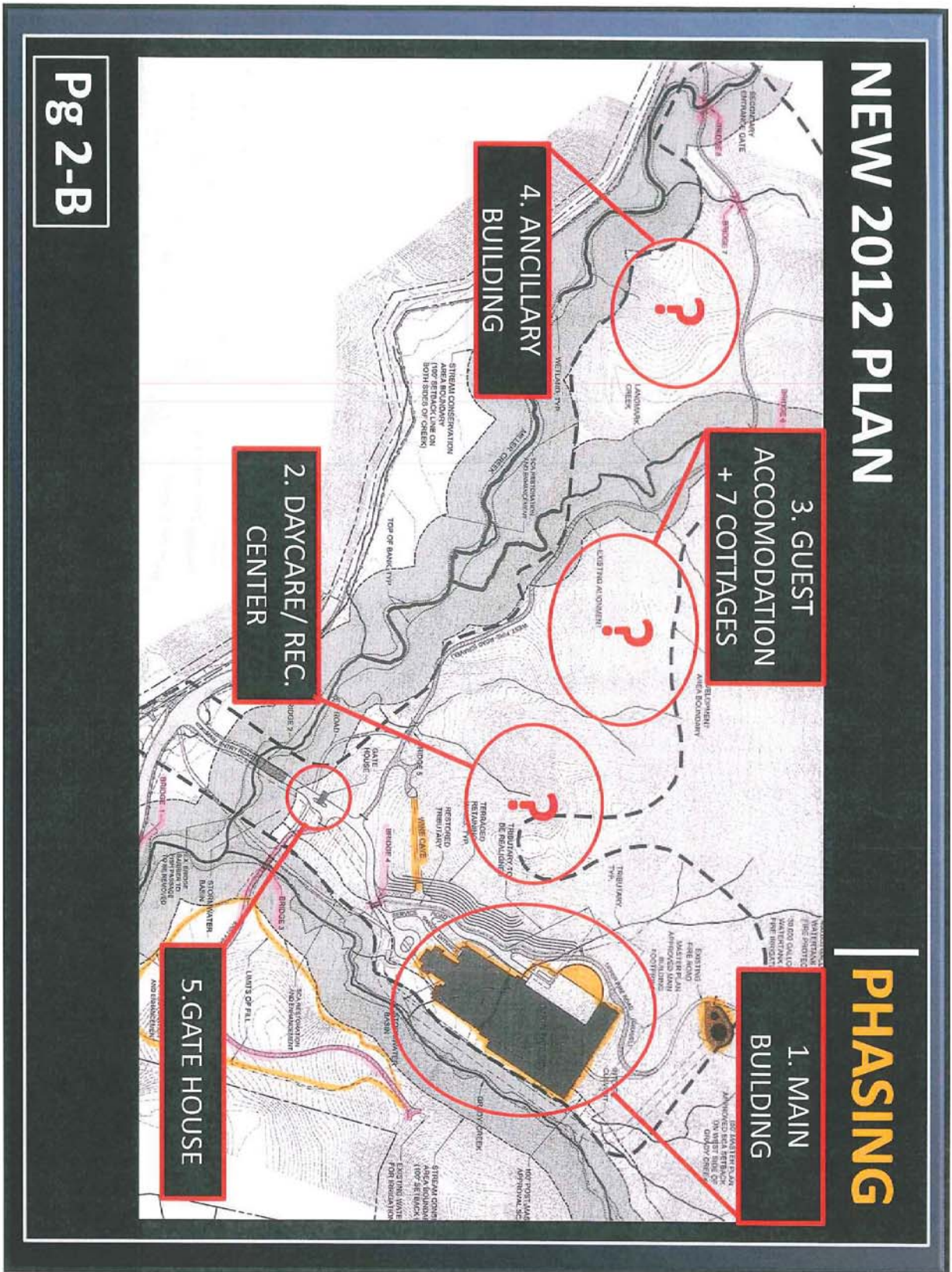
CHANGE OF USE

● ACCORDING TO LUCASFILM, THE FACILITY IS TO BE ONLY "OCCASIONALLY" USED FOR FILM PRODUCTION

GRADY RANCH

Pg 1-B





Pg 2-B

GRADY RANCH

PHASING

- LUCASFILM RETAINS THE RIGHTS TO BUILD IN ALL OF THE AREAS HIGHLIGHTED ON THE 1996 PLAN
- RESIDENTIAL DEVELOPMENT IN THE AREA HAS CHANGED SIGNIFICANTLY SINCE 1996 (IN PARTICULAR ROCKING HORSE 1&2 DEVELOPMENTS)
- 2012 PLAN'S SEIR DOES NOT TAKE INTO ACCOUNT THE IMPACT OF LUCASFILM'S FUTURE DEVELOPMENTS IN THE AREAS THAT THEY HAVE RETAINED RIGHTS TO (IE. IMPACT TO ROCKING HORSE 1&2 AND CURRENT RESIDENTIAL AREAS)

Pg 2-C

2.10 FUTURE PHASES OF MASTER PLAN IMPLEMENTATION

There are three groupings of additional buildings in the approved Master Plan for Grady Ranch that are not included in the proposed PDP. These ten buildings were originally envisioned for use as a day care center/recreation facility, guest accommodations consisting of a main building and seven cottages, and an archival storage building. ~~However~~ The current PDP proposal now includes recreational facilities and guest accommodations ~~have been incorporated~~ in the Main Building at Grady Ranch and child care facilities are available at Big Rock Ranch. As such, the approved square footage of buildings, which may be constructed in a future phase, would be used only for archival storage. These buildings would not be used as production space. Water and parking demands would be limiting factors to the development of future phases.

three groupings of additional buildings in the approved Master Plan for Grady Ranch that are not included in the proposed PDP

The current PDP proposal now includes

The approved square footage of buildings, which may be constructed in a future phase, would be used only for archival storage

PHASING

- THE FUTURE PHASES OF GRADY RANCH NEED TO BE REVIEWED AND EVALUATED UNDER THE SEIR
- SEGMENTING THE PROJECT TO AVOID AN EIR IS NOT IN COMPLIANCE WITH CEQA GUIDELINES
- DETAILED PLANS W/ REGARDS TO "FUTURE PHASES" OF BUILDING SHOULD BE INCLUDED IN THE PROPOSED PDP UNLESS LUCASFILM GIVES UP THEIR RIGHT FOR FUTURE DEVELOPMENT

GRADY RANCH

Pg 2-D

ADVANTAGES OF SILVEIRA RANCH

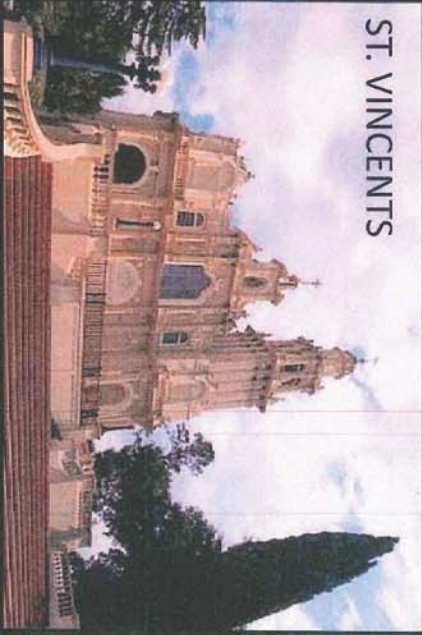
ALTERNATIVES

GRADY RANCH

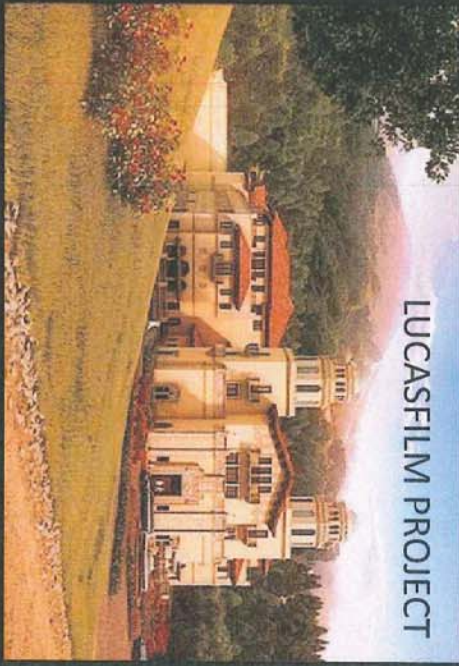
NO ALTERNATIVES TO GRADY RANCH HAVE BEEN STUDIED IN 16 YEARS

Pg 3-A

- SILVEIRA RANCH IS AVAILABLE AND WOULD BE A SUPERIOR LOCATION TO GRADY RANCH
- CLOSER HWY 101 ACCESS WOULD MEAN LESS GREENHOUSE GAS EMISSIONS
- LITTLE OR NO RESIDENTIAL IMPACTS
- FLAT SITE WITH LESS GRADING AND FEWER WATERSHED ISSUES
- BENEFIT TO THE COMMUNITY



ST. VINCENTS



LUCASFILM PROJECT

SILVEIRA RANCH

GRADY RANCH

ALTERNATIVES

- SIMILAR ARCHITECTURE
- SIMILAR SCALE BUILDING
- WIN-WIN
- BENEFIT TO THE COMMUNITY

Pg 3-B

THE FOLLOWING ARE NEW ITEMS NOT APPROVED OF IN THE 1996 MASTER PLAN WHICH POSE A SIGNIFICANT IMPACT

- Increased Building Height
- Increased Height of Grading
- Addition of Access Road
- Outdoor Film Stage Use
- Added 3rd Floor Residential to Main Building
- Added 2nd Water Tank & Increased Size of Water Tank
- Addition of Wine Cave
- Bridges (5 New)
- Geoexchange System

GRADY RANCH

SIGNIFICANT CHANGES

● NEW CHANGES TO CURRENT PDP PROPOSED HAVE SIGNIFICANT IMPACTS NOT ADEQUATELY ADDRESSED IN SEIR

Pg 4-A

1996

2012

SIGNIFICANT CHANGES

GRADY RANCH

Pg 4-B

BUILDING HEIGHT HAS CHANGED

Exhibit 2.0-8
Grady Ranch Master Plan Project Characteristics

Building	Square Footage	Total Square Footage
Main Office Building	13,000	
Basement	190,000	
Main Level	92,000	295,000
Upper Level		
1st Floor		
2nd Floor		
Ancillary Building	50,000	
Basement		
Main Level		
Guest Cottages (each, five proposed)	400	4,000
First Floor		
Second Floor		
Main Guest Accommodations Building	11,000	
Main Level	11,000	33,000
Second Floor	11,000	
Third Floor		
Day Care / Recreational Building	11,000	
Partial Basement Level	9,000	20,000
Main Level		
Gate House	900	900
Main Floor		
Total Grady Ranch		456,100

Additional guest housing has added a 3rd floor to the Main Building

Note: Square footage does not include underground parking areas. It is estimated that the underground parking on Grady Ranch would occupy approximately 190,300 square feet resulting in a total of 646,400 square feet of building space on Grady Ranch.
Source: Lucrafilm Master Plan Drawings Sheets 5 and 6.

GRADY RANCH

NEW ELEMENTS

● MAIN BUILDING HAS CHANGED FROM 2 STORY TO 3 STORY DUE TO ADDITION OF GUEST HOUSING ON 3rd FLOOR

2. Main Office Building:

(a) Proposed Uses. This building will house offices to be used for advanced, digital technology-based film production. (This business will either be separate from or will complement the pre & post-production film activities conducted by Lucasfilm Ltd. and Lucas Digital Ltd. at the nearby Skywalker Ranch and the "special effects" business currently conducted by Lucas Digital Ltd. in San Rafael).

At the very rear of the Main Office Building will be production stages, varying from 25 to 55 feet in ceiling height, which will on occasion be utilized for the filming of sequences which require production techniques possible only in such a large space.

BUILDING HEIGHT HAS CHANGED

APPROVED DESIGN IS ONLY 2 STORIES PLUS UNDERGROUND PARKING

GRADY RANCH

Pg 4-D

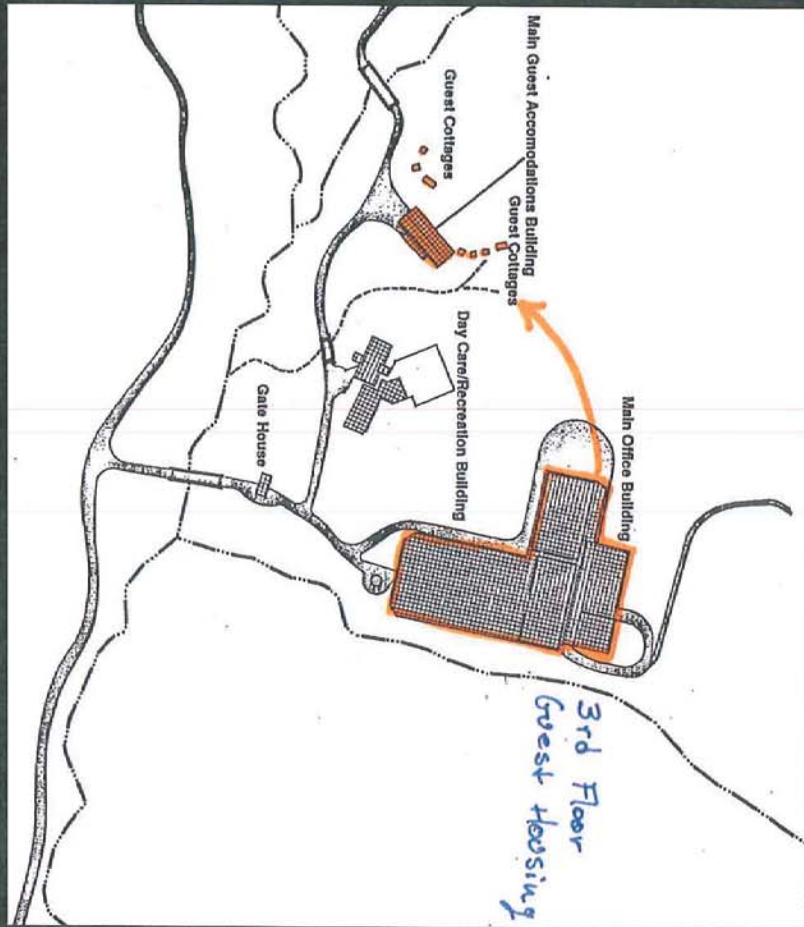
NEW BUILDING HEIGHT IS EQUIVALENT TO EMBASSY SUITES HOTEL IN SAN RAFAEL

BUILDING HEIGHT HAS CHANGED

GRADY RANCH

Pg 4-E

GRADY RANCH



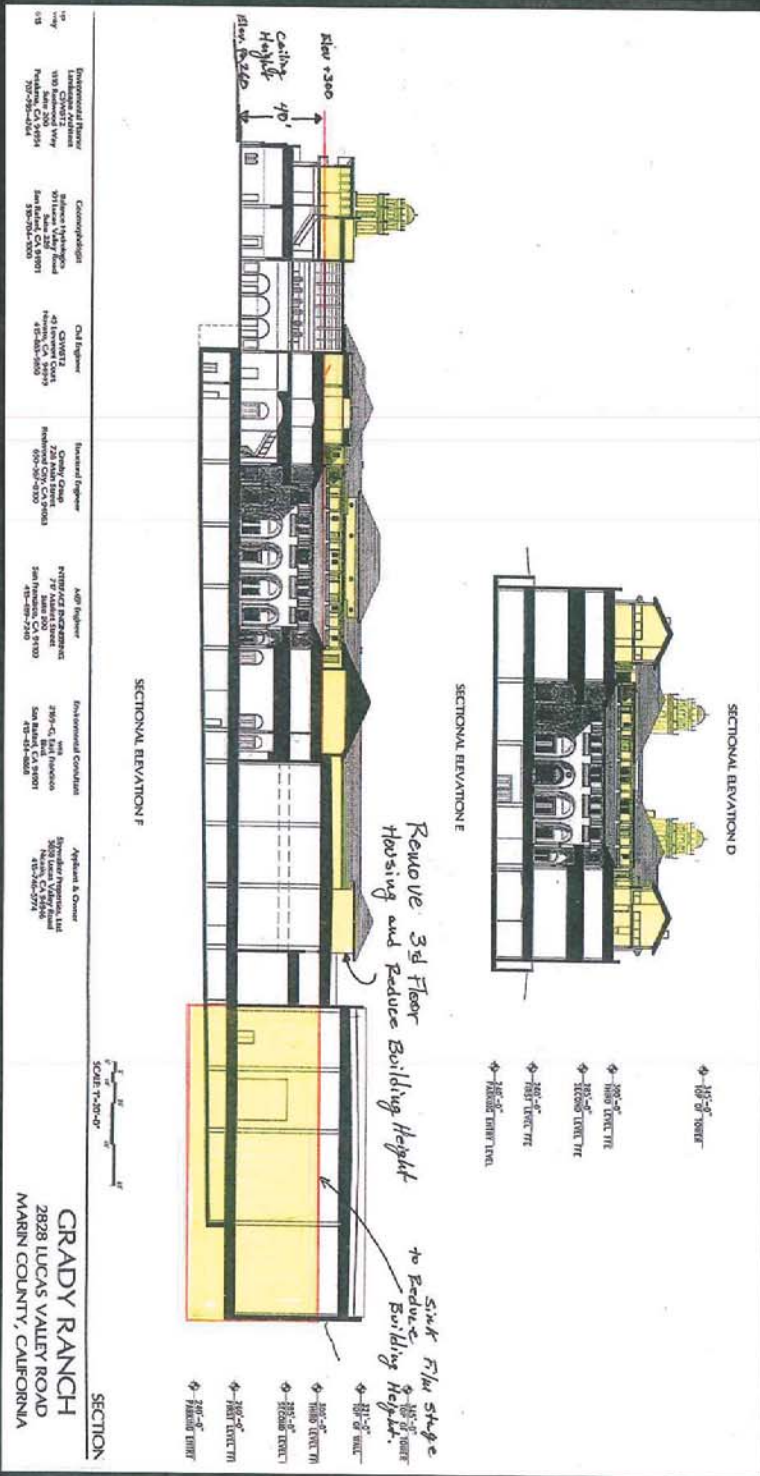
REDUCE BUILDING HEIGHT

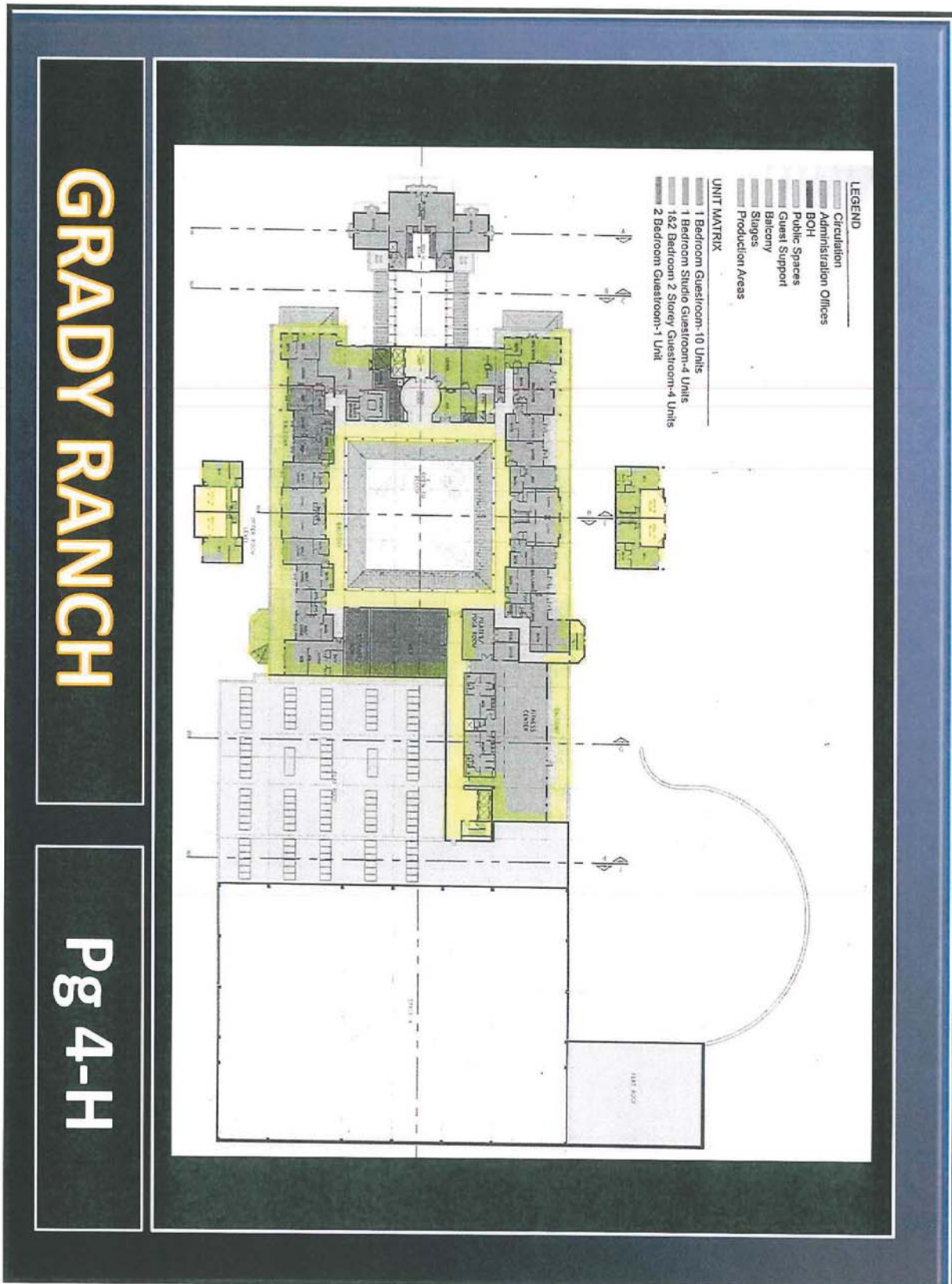
- REMOVE 3rd FLOOR GUEST HOUSING
- SINK SOUND STAGE TO BE PARTIALLY SUBTERRANEAN TO MAINTAIN 55ft CEILING HEIGHT
- LOCATE GUEST HOUSING TO APPROVED LOCATION

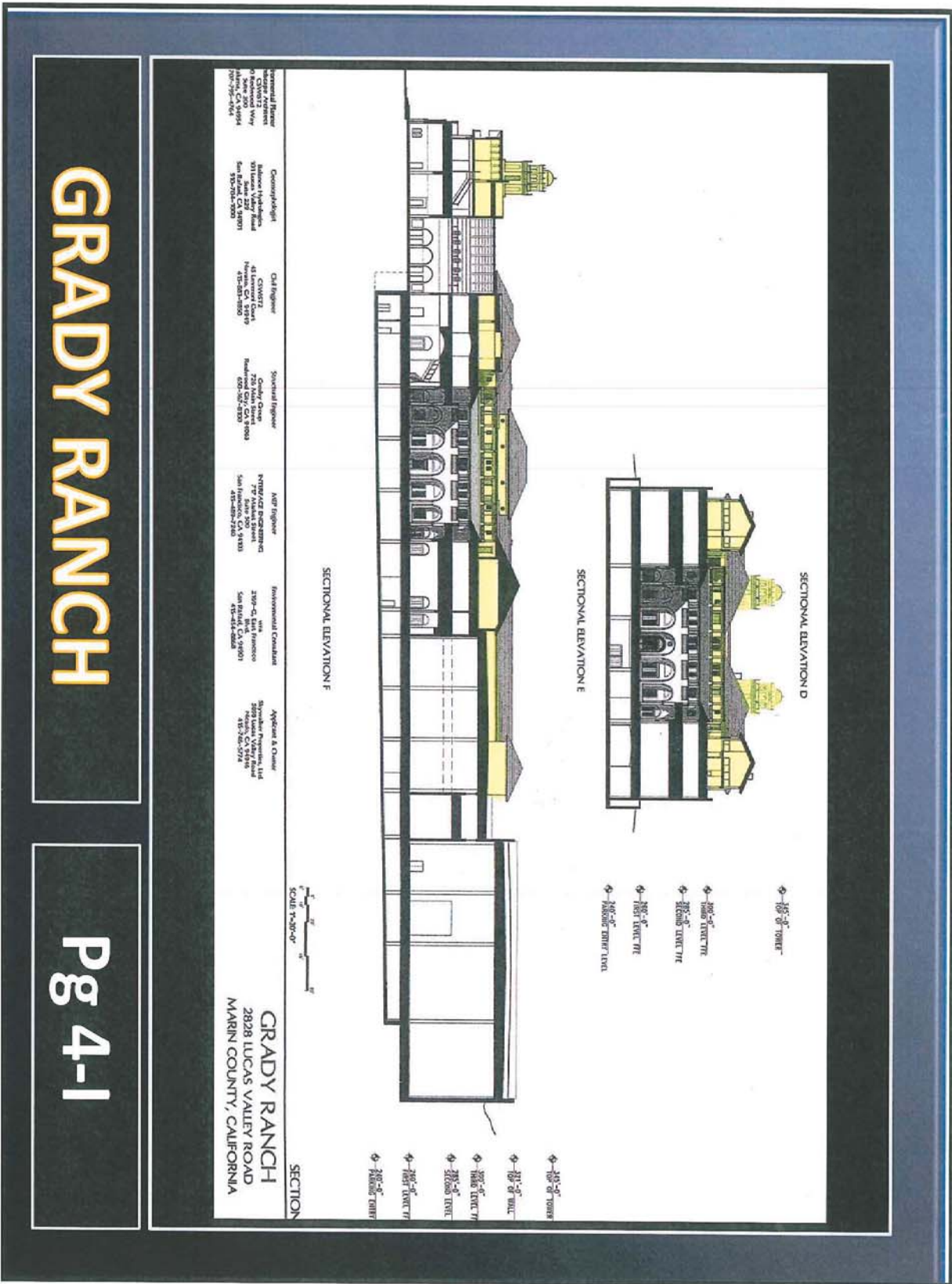
Pg 4-F

GRADY RANCH

Pg 4-G







GRADY RANCH

GRADY RANCH



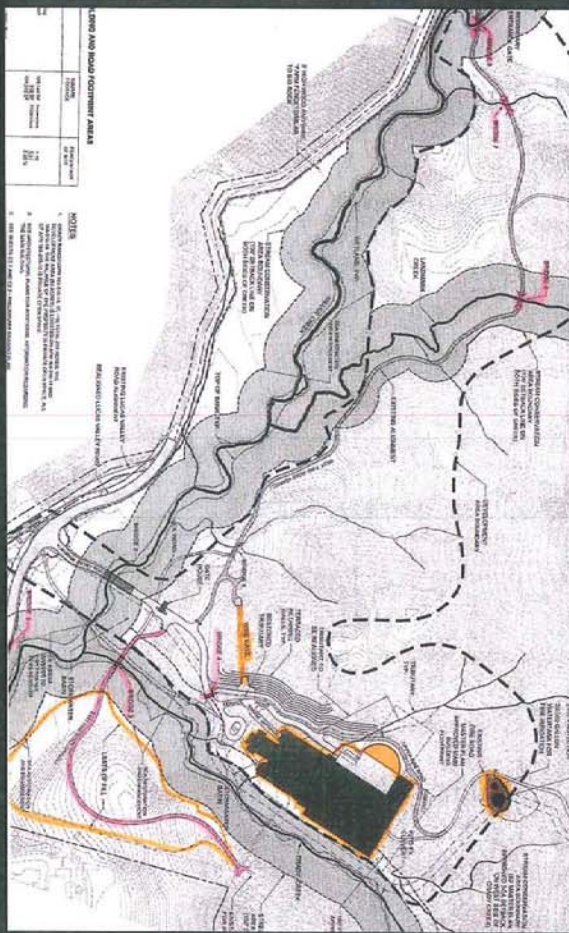
NEW ELEMENTS

1996 PLAN

- HAD 3 BRIDGES
- NO CONNECTING ROAD TO BIG ROCK RANCH
- NO OUTDOOR STAGES
- NO ACCESS ROAD TO EAST SIDE OF PROPERTY
- MAX FILL HEIGHT OF +300' ELEV. FOR CREATION OF HILL TO SCREEN PROJECT
- NO WINE CAVE
- NO WATER TANK
- NO GEO EXCHANGE

Pg 5-A

GRADY RANCH



NEW ELEMENTS

2011 PDP PROPOSED

- 8 BRIDGES
- CONNECTING ROAD TO BIG ROCK RANCH
- OUTDOOR PRODUCTION STAGE
- ACCESS ROAD TO EAST SIDE OF PROPERTY
- REQUEST FILL HEIGHT MIN. +12' MORE THAN APPROVED
- NEW WINE CAVE
- 2 NEW WATER TANKS w/ VOLUME OF 366% MORE THAN APPROVED

Pg 5-B

GRADY RANCH

Water Tank

As a part of the proposed project a 120,000 gallon water storage tank would be constructed. The tank would be located on a graded level pad with a diameter of 52 feet, at an elevation of approximately 500 feet, upslope from the proposed Main Office Building. The water tank would be located outside of the 52-acre development area. The water tank is proposed to be a 20 foot high, 32 foot diameter painted steel tank. The water tank site is adjacent to the existing fire road. The fire road would need to be paved to a width of 12 feet between the water tank and the project roadway just behind the Main Office Building.

NEW ELEMENTS

WATER TANKS HAVE CHANGED

- WATER TANK WAS APPROVED IN 1996 EIR
- 120,000 GALLON TANK APPROVED

GRADY RANCH

NEW ELEMENTS

NEW WATER TANKS REQUESTED

- NEW MAIN WATER TANK 333% BIGGER THAN WHAT WAS APPROVED
- 2nd 40,000 GALLON WATER TANK REQUESTED IN ADDITION TO THE 400,000 GALLON WATER MAIN TANK REQUESTED

2.6.6 WATER TANKS

Two water tanks would be constructed onsite. The water tanks would be private tanks that would be designed, owned, constructed, and maintained by Skywalker Properties. One 40,000-gallon and one 400,000-gallon tank would be located at the end of the fire road north of the Main Building. As discussed below, water service for Grady Ranch would be provided by the Marin Municipal Water District from extensions of the 12-inch water main located along Lucas Valley Road. The 400,000-gallon water tank is proposed to provide adequate storage for fire flows. The 40,000-gallon tank would be filled with rainwater runoff from the roof of the main building.

Marin County Grady Ranch Precise Development Plan	2-21	Final Supplement to the 1996 Master Plan FEIR
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GRADY RANCH



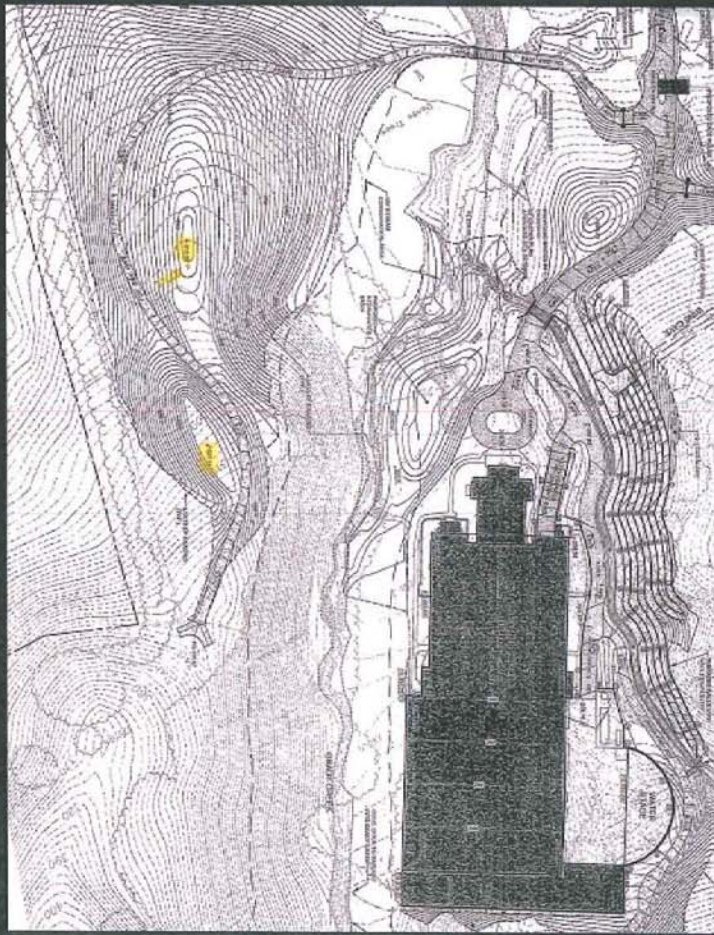
NEW ELEMENTS

WINE CAVE WITH TASTING ROOM REQUESTED

- NO WINE CAVE WAS REQUESTED OR APPROVED IN 1996 PDP OR MASTER PLAN
- IMPACTS NOT CONSIDERED IN 1996 OR 2011 CEQA DOCUMENTS

Pg 5-F

GRADY RANCH

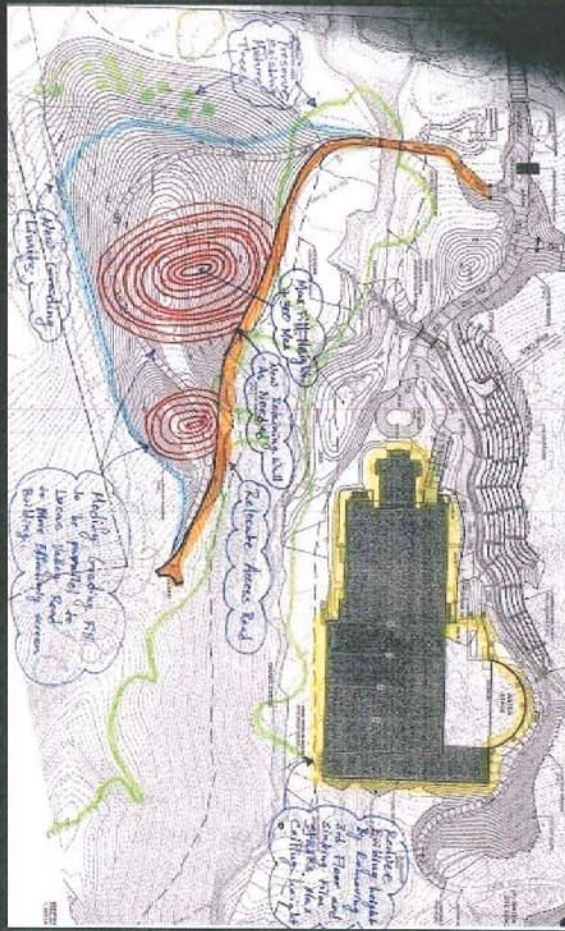


EXCESSIVE GRADING

- NEW GRADING PLAN IS TALLER THAN WHAT WAS APPROVED
- EXTRA FILL NEEDED BECAUSE NEW BUILDING HEIGHT IS TALLER
- REDUCE BUILDING HEIGHT AND FILL HEIGHT

Pg 6-B

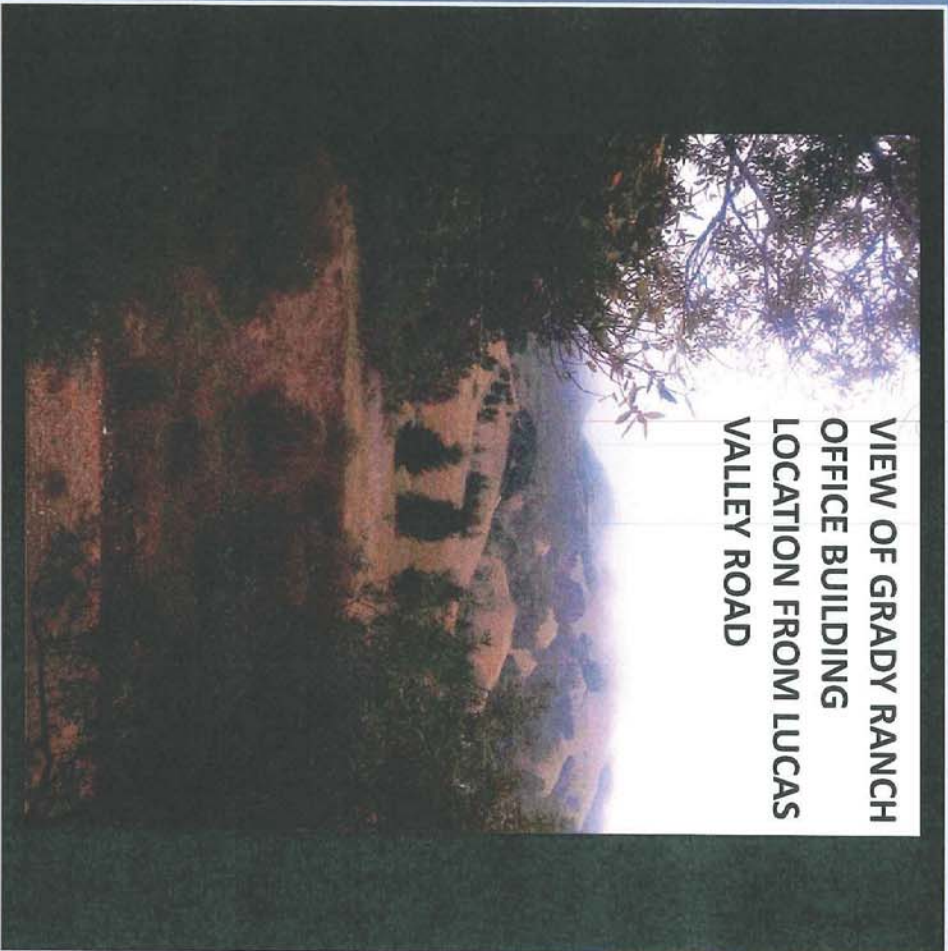
GRADY RANCH



EXCESSIVE GRADING

- SUGGEST ALTERNATE GRADING PLAN TO EFFECTIVELY SCREEN PROJECT FROM LUCAS VALLEY ROAD
- REDUCE FILL ELEVATION
- RELOCATE ACCESS ROAD
- REVISE GRADING LIMITS
- PRESERVE MATURE TREES
- RELOCATE 3rd FLOOR OF BUILDING

Pg 6-C



**VIEW OF GRADY RANCH
OFFICE BUILDING
LOCATION FROM LUCAS
VALLEY ROAD**

**EXCESSIVE
GRADING**

- SUGGEST ALTERNATE GRADING PLAN TO EFFECTIVELY SCREEN PROJECT FROM LUCAS VALLEY ROAD
- REDUCE FILL ELEVATION
- RELOCATE ACCESS ROAD
- REVISE GRADING LIMITS
- PRESERVE MATURE TREES
- RELOCATE 3rd FLOOR OF BUILDING

GRADY RANCH

Pg 6-D

However, the hours and activities occurring onsite during film production would vary depending on the needs of the film production schedule

HOURS OF OPERA
 Several questions were raised from commenters regarding potential exceptions to the regular work hours listed in the Project Description. The text on page 2-7 is revised to read as follows to clarify potential schedule exceptions:

The Master Plan FEIR listed the following number of employees and guests at Grady Ranch per use: residential accommodations, 6; main building, 319; day care/recreation building, 10; and gate house building, 5. The project applicant has indicated that the number of employees and guests under the Grady Ranch PDP would be similar to, and would not exceed, what was proposed under the Master Plan. Business hours of the site administration would be expected to adhere to a typical Monday through Friday work schedule from 9 a.m. to 5 p.m. However, the hours and activities occurring onsite during film production would vary depending on the needs of the film production schedule at the time. As with any business operation, occasional employee hours may extend past this time on an individual basis. As noted above, there would be residential accommodations in the Main Building. A small number of employees could be available around the clock for guest services. Potential exceptions to these business hours for more than a few people would be rare, because of the costs of extending employee hours past the typical workday for a production. Typical existing operation hours for Skywalker and Big Rock Ranches, including for film production work, fall within the 9 a.m. to 5 p.m. work schedule.

2012

GRADY RANCH

HOURS OF OPERATION

- FULL DISCLOSURE OF THE HOURS OF OPERATION NEED TO BE DELIVERED

- THE SEIR IS INSUFFICIENT IN THAT IT DOES NOT ADDRESS WORKING HOURS OF STAFF WHO SUPPORT OR MAINTAIN GUEST UNITS LOCATED IN THE PRIMARY BUILDING

- HAVING THE FILM PRODUCTION SCHEDULE DICTATE THE HOURS OF OPERATION USED FOR FILM PRODUCTION ALLOWS FOR LIMITLESS HOURS OF OPERATION

Pg 7-A

on occasion be utilized for the filming of sequences

At the very rear of the Main Office Building will be production stages, varying from 25 to 55 feet in ceiling height, which will on occasion be utilized for the filming of sequences which require production techniques possible only in such a large space.

HOURS OF OPERATION AND EMPLOYEE COUNTS

Several questions were raised from commenters regarding potential exceptions to the regular work hours listed in the Project Description. The text on page 2-7 is revised to read as follows to clarify potential schedule exceptions:

The Master Plan FEIR listed the following number of employees and guests at Grady Ranch per use: residential accommodations, 6; main building, 319; day care/recreation building, 10; and gate house building, 5. The project applicant has indicated that the number of employees and guests under the Grady Ranch PDP would be similar to, and would not exceed, what was proposed under the Master Plan. Business hours of the site administration would be expected to adhere to a typical Monday through Friday work schedule from 9 a.m. to 5 p.m. However, the hours and activities occurring onsite during film production would vary depending on the needs of the film production schedule at the time. As occasional business operation, occasional employee hours may extend past this time on an individual in Buildings. A small Potential exceptions to the costs of extending operating hours for on the 9 a.m. to 5 p.m. work

However, the hours and activities occurring onsite during film production would vary depending on the needs of the film production schedule

1996

2012

GRADY RANCH

HOURS OF OPERATION

- PRIMARY USE OF MAIN OFFICE BUILDING WAS APPROVED FOR OFFICE USE PRIMARILY
- HOURS OF OPERATION FOR OFFICES IS NORMALLY 9AM-5PM MONDAY-FRIDAY
- THE TERM "OCCASSIONAL USE FOR FILMING" MEANS JUST THAT. IT IS TO BE USED ON OCCASION. IT IS NOT A PRIMARY USE
- FILMING PRODUCTION SCHEDULES SHOULD NOT DICTATE THE HOURS OF OPERATION

Pg 7-B

**Letter
41
Response** **Tom and Susan Monahan
February 6, 2012**

- 41-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 41-2 through 41-25 below.
- 41-2 Please see Response to Comment 4-11 in this Amendment regarding the previous approval for the 1996 Master Plan as it pertains to the Marin Countywide Plan and zoning standards and the allowance of conditional uses.
- 41-4 As stated on page 3-3 of the Final SEIR, the alternatives discussions in the Environmental Checklist includes a brief summary of the conclusions of the alternatives analysis from the 1996 Master Plan FEIR and compare those conclusions to the current Grady Ranch Precise Development Plan to determine if the conclusions from the previous EIR would change. As discussed above in Response to Comment 4-3, Section 15168(d) of the CEQA Guidelines state that the program EIR can be incorporated by reference to deal with regional influences, secondary effects, cumulative impacts, broad alternatives, and other factors that apply to the program as a whole.
- Regarding the comment's suggested off-site alternative location, the Grady Ranch Precise Development Project is not supported by the 2007 Countywide Plan policies for St. Vincent/Silveira. Policy SV-2.3 states: "A variety of low-intensity and institutional uses may be appropriate for the St. Vincent's and Silveira properties, depending on a comprehensive analysis of potential impacts and suitability. Residential development should emphasize workforce and senior housing, especially for very low or low income households and special needs housing, rather than large estates. Examples of agricultural uses are vineyards, orchards, organic farming, a model farm, and related uses. Agriculture-related and other institutions; places of worship, education, and tourism; and small-scale hospitality uses, such as a country inn, a health spa, a small-scale resort, or a bed and breakfast with a restaurant or café, could also be appropriate uses." Policy SV-2.5 states: "The St. Vincent's and Silveira properties are assigned the Planned Designation – Agricultural and Environmental Resource Area land use category. Potential uses include agriculture and related uses, residential development, education and tourism, places of worship, institutional uses, and small-scale hospitality uses, as described more fully in SV-2.3." The Countywide Plan can be viewed/downloaded from <http://www.co.marin.ca.us/depts/cd/main/fm/index.cfm>
- 41-5 The comment states that the Final SEIR does not address the impacts of new elements of the project, or inaccurately states that the new elements pose no significant impact. The project elements listed in the comment are part of the project description and, as such, are analyzed in Environmental Checklist Items 1 through 19 of the Final SEIR. In several cases, the Environmental Checklist analyses determined that potential significant impacts could occur from implementation of the project, not that no significant impact would occur as the comment suggests. Mitigation measures that were developed in response to the environmental analysis, as well as mitigation that was proposed by the project applicant, would reduce potential project-specific and cumulative significant impacts to less-than-significant levels.
- 41-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Master Response 3 in the Final SEIR regarding hours of operation. Please see Response to Comment 4-13 above. The size and height of the proposed Main Building are part

of the project description, and the Final SEIR addresses the potential visual impacts of the project under Environmental Checklist Item 1. Please also see Responses to Comments 3-3 and 3-8 above regarding the addition of elevation drawings for the Main Building and additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP using a digital terrain model and GIS analysis, respectively.

- 41-7 Please see Response to Comment 41-5 above. As explained in Response to Comment 3-2 above, the project application is available for public review at the Marin County Community Development Agency throughout the SEIR process (please also see Master Response 2 in the Final SEIR regarding document availability). Technical studies are included in the application materials to provide substantial evidence upon which project planning and environmental analysis are based. The technical studies have been independently peer reviewed and analyzed by specialists who are either County staff or County consultants. The traffic study analyzes the project, as proposed. Please see Response to Comment 3-8 regarding additional visual resources evaluation.
- 41-8 Responses to comments from Grasseti Environmental Consulting on the Final SEIR are included in this Amendment (see Letter 4 and responses to Letter 4 above). Please see Response to Comment 4-11 in this Amendment regarding the previous approval for the 1996 Master Plan as it pertains to the Marin Countywide Plan and zoning standards and the allowance of conditional uses.
- 41-9 Please see Response to Comment 14-3 above.
- 41-10 Response to Comment 21-4 in the Final SEIR does not assert that the proposed grading for the PDP is the same as what was proposed in the 1996 Master Plan FEIR. Please see Chapter 2, Project Description, and Table 2-2 (Changes from the Previous Master Plan to the Proposed Grady Ranch Precise Development Plan) regarding the changes to the proposed grading. Response to Comment 21-4 in the Final SEIR states that the SEIR addresses potential impacts from the currently proposed grading, which is true. The grading of the knoll was discussed in the 1996 Master Plan FEIR. The Final SEIR updates this analysis to address potential impacts from the increased height of the proposed knoll grading.
- 41-11 Additional text provided in Master Response 3 of the Final SEIR includes additional information regarding the proposed geo exchange system. Please see Response to Comment 4-20 regarding geologic and geotechnical studies. The reference in Response to Comment 21-6 to page 2-21 was not an attempt to mislead the reader, rather it was an error. The text on page 4.2-15 of the Final SEIR is revised to read as follows:
- Text on page ~~2-10~~ ~~2-21~~ is revised, as follows:
- The text on page 2-10 includes additional information in the project description to clarify the size and intended operations to the reader. The wine cave has been a part of the proposed project application and is included in the analyses of the project contained in the Final SEIR.
- 41-12 Please see Response to Comment 4-21 of this Amendment, above, regarding placement and stability of the proposed water tanks and Response to Comment 3-8 above regarding additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP.
- 41-13 Please see Response to Comment 4-3 above and Chapter 1 of the Final SEIR regarding the evaluation used to determine that a Supplement to the previous EIR is the appropriate

- document. Please see Chapter 3, Environmental Checklist for Supplemental Environmental Review, of the Final SEIR. As explained on page 3-1 of the Final SEIR, the purpose of the checklist is to evaluate the categories in terms of any “changed condition.” The term “changed condition” includes changes to the project, including new additions. Changes and new additions are discussed in Chapter 2, Project Description, of the Final SEIR.
- 41-14 Please see Response to Comment 4-11 of this Amendment for additional information regarding consistency with the Marin Countywide Plan and zoning standards. Please see Response to Comment 4-13 in this Amendment regarding hours of operation.
- 41-15 Please see Responses to Comments 3-3 and 3-8 in the Amendment, above, regarding the addition of elevation drawings for the Main Building and additional evaluation of the sight lines and viewshed effects of key elements of the proposed Grady Ranch PDP using a digital terrain model and GIS analysis, respectively. Please also see Response to Comment 4-13 in this Amendment regarding hours of operation and lighting operations and restrictions.
- 41-16 The comments do not specify how the responses to comments in the Final SEIR are inadequate. The responses in the Final SEIR address the individual comments made on the Draft SEIR and provide additional explanation regarding the analyses completed in the SEIR.
- 41-17 Please see Response to Comment 41-4 above regarding the alternatives discussion.
- 41-18 The comment does not specify how the response to comment in the Final SEIR is inadequate. The responses in the Final SEIR address the individual comments made on the Draft SEIR and provide additional explanation regarding the analyses completed in the SEIR.
- 41-19 Please see Response to Comment 3-2 in this Amendment regarding provision and peer review of technical studies.
- 41-20 The comments reiterate the previous comments on the Draft SEIR. The responses provided in the Final SEIR are adequate to address the previous comments because the information provided is accurate. The comments do not provide additional evidence as to why the responses are inadequate, and no further response is required.
- 41-21 The comments do not specify how the responses to comments in the Final SEIR are inadequate. The responses in the Final SEIR address the individual comments made on the Draft SEIR and provide additional explanation regarding the analyses completed in the SEIR.
- 41-22 The comments reiterate the previous comments on the Draft SEIR and/or do not specify how the responses to comments in the Final SEIR are inadequate. The comments do not provide additional evidence as to why the responses are inadequate, and no further response is required.
- 41-23 Please see Response to Comment 4-26 of this Amendment, above, regarding mitigation of the greenhouse gas emissions impact.
- 41-24 The comments reiterate the previous comments on the Draft SEIR and/or do not specify how the responses to comments in the Final SEIR are inadequate. The comments do not provide additional evidence as to why the responses are inadequate, and no further response is required.



From: Norman Nayfach
Sent: Monday, February 06, 2012 10:24 PM
To: Stratton, Debra
Cc: Adams, Susan; Osborne, Neal
Subject: Grady Ranch :Public Comment on the merits of the project

Dear Mr. Stratton:

Please see attached letter for the consideration of the Marin Planning Commission. Thank you.

Norman Nayfach

February 6, 2012

Marin County Planning Commission
3501 Civic Center Drive, Rm 308
San Rafael, Cal. 94903
Attn: Debra Stratton, Commission Secretary

RE : Grady Ranch: Public comment on the merits of the project

Honorable Commissioners:

Our family has lived very happily in the upper Lucas Valley area since 1991.

We have always felt that this area's physical beauty, quiet, low congestion, low light pollution, low noise pollution, minimal Lucas Valley Road traffic (we could go on and on) is close to Paradise for us, our neighbors, Marin County and those other lucky folks who get to enjoy the area on a regular basis.

We are concerned that if final, unconditional approval is given to the pending FEIR Final Environmental Impact Report, including consideration of a DSEIR (Draft Supplement (to) the original EIR) report, our beloved area could be adversely impacted by a number of factors, some of which are outlined below. This is because of our understanding of the seeming impact on the area of the planned around-the-clock gigantic digital film production facility and related buildings and activities, including anticipated related construction activity.

42-1

As we see it, especially if the facility operates on even close to a 24/7 basis, we could likely be facing, among others, the following developments:

- (1) a great increase in traffic on Lucas Valley Road, including (particularly during the construction phase) truck traffic. We understand that such traffic increase, in turn, could substantially increase the difficulty of Lucas Valley Road egress and ingress from/to the access roads (which has already become more difficult over time) and contribute to an increase in the amount of traffic-generated noise.

-(2) a substantial increase in the amount of noise and light that we understand could be generated by an around-the-clock film production operation.

42-2

We would appreciate your taking the foregoing into account as part of your determination whether to recommend final project approval unconditionally.

42-3

At the very least, we would urge that serious consideration be given to a conditional recommendation, which would limit operation to normal business hours (e.g. 8am-5pm Monday-Friday).

42-3
cont'd

Thank you.

Sincerely,

Norman Nayfach

**Letter
42
Response****Norman Nayfach
February 6, 2012**

- 42-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. Please see Response to Comment 8-37 in the Final SEIR regarding construction traffic noise. See Response to Comment 25-5 in the Final SEIR regarding left turns onto Lucas Valley Road. See Response to Comment 14-2, above, regarding construction and operational traffic.
- 42-2 In the Final SEIR, see Master Response 3, regarding hours of operation and Response to Comment 9-5 regarding the outdoor stage use and restrictions, including lighting and sound restrictions.
- 42-3 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Martin A. Schainbaum [<mailto:schainbm@taxwarrior.com>]
Sent: Monday, February 06, 2012 3:31 PM
To: Osborne, Neal
Cc: Stratton, Debra; Adams, Susan; Lucas Valley Estates
Subject: Grady Ranch - Final Environmental Impact Report

With respect to the proposed FEIR regarding the Grady Ranch project, given the existing traffic pattern it will become necessary to place traffic signals not only at the intersection of Mt. Lassen and Lucas Valley Road, but also at intersections of Lucas Valley Road and Westgate Drive or Bridgegate Drive, especially Bridgegate drive which intersects with Lucas Valley Road on a blind curve in the road going East to West.

43-1

Another concern is the noise factor given the anticipated project. Safety and noise pollution should be a primary concern to the County given that it will be the County which approves any project. Please send any response to my law office at the aforementioned Email address.

43-2

Thank you for your courtesy and attention to this matter.

MARTIN A. SCHAINBAUM
A Professional Law Corporation
351 California St., Suite 800
San Francisco, CA 94104-2406
www.taxwarrior.com
Phone: (415) 777-1040
Fax: (415) 981-1065

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**Letter
43
Response****Martin Schainbaum
February 6, 2012**

- 43-1 See Response to Comment 26-2, above, regarding traffic and left turns onto Lucas Valley Road, including the intersections at Westgate Drive and Bridgegate Drive.
- 43-2 See Response to Comment 11-3, above, regarding noise impacts. The remainder of this comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



-----Original Message-----

From: Dorothy J. Slattery, DDS
Sent: Monday, February 06, 2012 1:36 PM
To: Osborne, Neal
Cc: Stratton, Debra; Adams, Susan
Subject: Grady Ranch

To Whom It May Concern:

>As a Marinwood resident and avid cyclist and hiker, I am opposed to the
>commencement of any development at Grady Ranch until a more thorough
>environmental, traffic and wildlife assessment is conducted and a more
>through explanation of the long term uses of the property are
>disclosed.

Dorothy Slattery

|
44-1
|

**Letter
44
Response****Dorothy Slattery
February 6, 2012**

- 44-1 Wildlife and biological resources impacts are addressed in the Final SEIR in Environmental Checklist Item 4, beginning on page 3-26. See Response to Comment 14-2, above, regarding traffic. In the Final SEIR, see Response to Comment 18-7, above, regarding future uses of the project site via sale or lease. The remainder of this comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.



From: Roberta Steiner
Sent: Monday, February 06, 2012 1:03 AM
To: Stratton, Debra
Subject: additional reasons for opposing Grady Ranch

Dear All Concerned,

I am totally opposed to **any** commercial development in Lucas Valley. However, should you unwisely continue to endorse the Grady Ranch project, I support mitigating all aspects of the Grady Ranch proposal including hours of operation, traffic, noise and pollution. Please do not install any stop lights or stop signs and further disturb this small, tranquil valley. Be sure that the hours of operation are limited. This is not a Highway 101 corridor.

Thank you.

Roberta Steiner

45-1

**Letter
45
Response**

**Roberta Steiner
February 6, 2012**

45-1

This letter is identical to Letter 30. See Response to Comment 30-1, above.



Attn: Rachel Warner -

As new residents of Upper Lucas Valley we were dismayed to discover that the traffic on this small two lane residential road was now going to have to bear the increased traffic load for ongoing construction with this huge industrial complex in the largest project ever in Marin County.

46-1

Our concerns are:

- 1. Safety for residents and especially the families with children that travel this road to attend school.
- 2. The commercial development of the wine cave - increasing fear of inebriated drivers on this road and more visitors travelling back and forth.
- 3. Commercial development of the sound stages that will increase night time traffic and sound pollution that will impact all family residential and Lucas Valley communities.
- 4. Disruption of the wildlife patterns of behavior and water and air pollution.

46-2

46-3

46-4

Upper Lucas Valley Road cannot handle this aggressive impact of ongoing tractor trailer traffic and must be addressed by the committee. Days of the week and Hours of operation also must be determined. We believe our concerns will be heard and addressed.

46-5

Sincerely,

Beverly Stokes, President
 Amazing Babies Moving
 Move Alive Media
beverlystokes@amazingbabiesmoving.com
www.amazingbabiesmoving.com
 Call: 415.295.7961

**Letter
46
Response****Beverly Stokes
February 6, 2012**

- 46-1 Please see Responses to Comments 7-7 and 13-2 in the Final SEIR regarding traffic safety. See Response to Comment 14-2, above, regarding construction and operational traffic.
- 46-2 See Response to Comment 2-8, above, regarding the wine cave and associated impacts.
- 46-3 In the Final SEIR, see Master Response 3 and Response to Comment 9-5, regarding the outdoor stage use and restrictions, including lighting and sound restrictions.
- 46-4 The Final SEIR analyzed impacts of the project on wildlife and biological resources, air quality, and water quality in the following sections:
- ▲ Wildlife and Biological Resources: Final SEIR under Environmental Checklist Item 4, beginning on page 3-26.
 - ▲ Water Quality: Final SEIR under Environmental Checklist Item 10, beginning on page 3-72.
 - ▲ Air Quality: Final SEIR under Environmental Checklist Item 3, beginning on page 3-15.
- 46-5 In the Final SEIR, see Master Response 3, regarding hours of operation and Response to Comment 7-3 regarding the management of construction traffic on area roadways.

Marin County Community Development Agency
RE: GRADY RANCH FINAL PUBLIC HEARING

WRITTEN COMMENTS

We have recently bought a house in Upper Lucas Valley to enjoy the beauty and serenity of the San Rafael hills, so it is with shock and dismay that we have just learned about the development plan for the Gray Ranch/ Big Rock Ranch final hearing. We had known about the George Lucas present building complex which was developed to fit in with the natural landscape and operate within specific weekday hours so as to maintain the residential character and quietness of the various Lucas Valley communities which had predated this development by several decades. In fact one of the main reasons we purchased our house in Upper Lucas Valley is that the Upper Lucas Valley HOA had the foresight to purchase the beautifully unique hills to prevent exactly such out-of-character development that is the Grady Ranch plan.

47-1

How are 85 foot towers above grade in keeping with the conservation areas and visual sight lines surrounding the residential areas? And then to purport that constructing a knoll of a quarter of a million cubic yards of excavation will solve the problem of visual screening of this structure from neighboring properties is tortured architectural logic to say the least.

47-2

Apparently the plan is a fait accompli from supervisors in 1996 whom George Lucas was able to cajole and influence to approve this plan that is now being implemented over 15 years later. All that remains that appears to be possible to influence is damage control. Here are the specific issues that we want addressed:

47-3

1. Increased traffic on Lucas Valley road. It is difficult enough at times to make a left turn (heading east to 101) at numerous times during the day. The traffic is only going to substantially increase so how will this be dealt with? Are there more traffic lights going to be installed at several other major residential intersections? Especially at Mt Shasta where the Dixie school is located?

47-4

2. With a 4,000 square ft. wine cellar there is no doubt going to be more inebriated drivers on the Lucas Valley road through our residential district. How will this issue be dealt with to prevent major car accidents in the future?

47-5

3. What are operating business hours that will be imposed on the property? With an outside studio how will the Agency ensure that the peace and quiet of our residential community is not impacted after normal business hours of 9-5 Monday to Friday. In Upper Lucas Valley the community has deliberately not installed street light from its inception over 50 years ago to maintain the darkness of the night sky. How will the committee ensure there is neither light nor sound pollution created by the complex, and in particular the outside studio? Will normal WEEKDAY (Mon- Fri) business hours be written in as business requirement as it is for the initial complex?

47-6

4. And what conditions will be written into the Plan to prevent the next owner of Grady Ranch (once George Lucas corporation sells to the highest bidder) from expanding the property even more or turning it into a Disneyesque Wine Tasting complex with even more traffic and more rowdiness disturbing our pre-existing residential communities.

47-7

The 1996 Board of Supervisors did not protect the communities that were established long before George Lucan bought this property so it is hoped that the present Board will do what is legally possible to mitigate the

47-8

damages that our communities are going to suffer as a result of this ill-fated commercial venture. The families that live here are voters in Marin County and will let their voices be heard in the next elections.

47-8
cont'd

Yours Truly,

Louis Stokes

Louis Stokes, PhD • President OraclePsych Corporation

350 Bay St. Suite 700, Toronto ON M5H 2S6 • 25 Mt Foraker Dr, San Rafael CA 94903
tf 1.855.300.5111 | t 415.295.7951 | c 647.892.0456 drlwstokes@oraclepsych.com

**Letter
47
Response****Louis Stokes
February 6, 2012**

- 47-1 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 47-2 Please see Response to Comment 18-6 in the Final SEIR regarding building height. See Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning ordinance.
- 47-3 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 47-4 See Response to Comment 14-2, above, regarding construction and operational traffic. See Response to Comment 26-2, above, regarding left turns onto Lucas Valley Road. Traffic signalization at the intersection of Lucas Valley Road and Mt. Shasta Drive is not included as part of the project or mitigation.
- 47-5 In the Final SEIR, see Response to Comment 21-6, regarding planned uses of the wine cave. The wine cave would primarily be used for storage, and periodic small and private wine tastings may occur, but tastings would mainly be limited to the wine maker tasting the quality of the wine before bottling. Participants of wine tasting events are governed by the same laws and regulations as all drivers in the State of California. Driving while intoxicated is against the law, regardless of where the driver consumed the alcohol (a private home, a restaurant, a public or commercial event or facility, etc.). Violations of driving laws would be enforced by local law enforcement.
- 47-6 In the Final SEIR, see Master Response 3, regarding hours of operation and Response to Comment 9-5, regarding the outdoor stage use and restrictions, including lighting and sound restrictions.
- 47-7 In the Final SEIR, see response to Comment 18-7, regarding future uses of the project site via sale or lease. See also, Master Response 4 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding zoning consistency.
- 47-8 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

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48

From: Janice Warren
Sent: Monday, February 06, 2012 3:08 PM
To: Stratton, Debra
Cc: nosborne@co.ca.us; Adams, Susan; Rice, Katie; Sears, Kathrin; Kinsey, Steven; Arnold, Judy
Subject: Grady Ranch Project

Dear Ms. Stratton,
Please read my attached letter regarding the subject project.
Regards,

Janice M Warren

48-1

February 6, 2012

Marin County
Community Development Agency
3501 Civic Center Drive Room 308
San Rafael Ca 94903

Re: Proposed Grady Ranch Development Plan / Final Supplement SEIR

Marin County Development Agency:

I have lived in Lucas Valley Estates since 1989. At no time, have I received any notification over these many years that a proposal for the Grady Ranch was under consideration. The first written communication from your agency arrived last week.

48-2

Upon reading your notice I have the following questions, concerns and comments:

I moved to Lucas Valley in 1971 and raised my family, first on Mt. Palomar Court, and then moving to Lucas Valley Estates in 1989.

What was once a quiet peaceful community is now being threatened by increasing traffic on Lucas Valley Road. Just try turning left out of Bridgeway (which has very limited visibility) or Westgate during morning or afternoon/evening times. The constant stream of traffic going out to Lucas Films Ltd Skywalker Ranch and Big Rock Ranch makes it virtually impossible. And now we are to have a significant increase in traffic and road noise on Lucas Valley Road ?

48-3

I am having a difficult time understanding how the county approved a plan back in 1995/1996 for the Grady Ranch property without notifying any of the residents of the Lucas Valley Estates? I did communicate with Susan Adams about this matter recently and Ms. Adams told me she received written notice from your agency and she lives in Roundtree. I found that quite interesting as I live only a stone's throw from the Grady property.

48-4

Also, how does a plan that was originally approved for administration offices turn into a massive development that sounds like a theme park?

48-5

All homeowner's in Lucas Valley Estates are entitled to answers to these questions and concerns before action is taken to further approve the development of the Grady Ranch Property.

48-6

Regards,

Janice Warren

Cc:

Debra Stratton, Commission Secretary

Neal Osborne, Planner

Rachel Warner

Marin County Supervisors

Susan Adams

Katie Rice

Kathrin Sears

Steve Kinsey

Judy Arnold

**Letter
48
Response****Janice Warren
February 6, 2012**

- 48-1 This is a prefatory comment that refers to topics raised later in the letter. Please see Responses to Comments 48-2 through 48-6 below.
- 48-2 See Master Responses 1 and 2 in the Final SEIR regarding public review period, public noticing requirements, and the CEQA process.
- 48-3 See Response to Comment 26-2, above, regarding traffic and left turns onto Lucas Valley Road from Bridgegate and Westgate.
- 48-4 This comment does not address the adequacy of the responses to comments in the Final SEIR. It is noted and will be provided to Marin County decision makers for consideration.
- 48-5 Please see Master Response 4 in the Final SEIR and Response to Comment 4-11 of this Amendment regarding consistency with the Marin Countywide Plan and zoning standards.
- 48-6 This comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement, and it is noted and will be provided to Marin County decision makers for consideration.



RE GRADY/BIG ROCK DEVELOPMENT AND MASTER PLAN

As a 47 yr. resident of Lucas Valley I beg you not to destroy Marin's one and only open land ROAD (with limited minimal residential properties) to Pt. Reyes and its seashores, that w/ out commercial structures or large intrusive structures in our open space environment.

Lucas Valley Road can barely sustain the traffic it now has with its bikers and automobiles.

It is known for its natural aesthetic beauty of winding roads and botanical inhabitants of our Redwoods - it is a spectacular drive to the Pt. Reyes with none other to compare.

And what was the capacity of each of the theatres?

THERE IS NOT ANOTHER EFFICIENT, DIRECT ROUTE TO THE SEASHORES - you cannot take this gift of God and Nature away from this county.

49-1

We are so fortunate in Marin that we have been able to preserve and maintain our agricultural and natural environment, not only in the past but also for, HOPEFULLY, the future.

We need to set an example to the rest of our Nation that there is still a place in the US that will put forth their value system into the environment and not into businesses, especially one as large as Lucasfilm Ltd. They can go elsewhere - why ruin nature for this industry which I must say, is wonderful, great and needed, but not in Lucas Valley. We are thankful that they kept a low profile with their first territory, but we cannot handle the traffic and congestion that this newly planned facility will demand.

The vehicle and noise pollution alone, along LV RD. will be harmful to the fewer and fewer wildlife we used to see here and will destroy the creeks and flora.

PLS PLS PLS DO NOT DESTROY THIS LAND - WE DO NOT NEED A COMMERCIAL VENTURE -

It is not about their plans, BUT NOT WHERE THEY ARE PLANNING IT - NOT IN LUCAS VALLEY.

49-2

WHY DO THEY HAVE TO PARALYZE THIS BEAUTIFUL VALLEY INTO A TRAFFIC DRIVEN COMMERCIAL VENTURE - why can't they find something else.

We can improve our upstream fish passage and infiltration without constructing huge bldgs and adding traffic.

HOW COULD THE BOARD OF SUPERVISORS SUPPORT THIS PROJECT?

49-2
cont'd

Sincerely,
June and Aki Watanabe

**Letter
49
Response****June and Aki Watanabe
February 6, 2012**

- 49-1 See Response to Comment 14-2, above, regarding traffic. The remained of this comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 49-2 See Response to Comment 46-4, above, regarding project impacts to wildlife and biological resources, air quality, and water quality. See Response to Comment 11-3, above, regarding noise.

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From: Kris Cauz
Sent: Tuesday, February 07, 2012 10:16 AM
To: Stratton, Debra
Cc: Adams, Susan; Rice, Katie; Sears, Kathrin; Kinsey, Steven; Arnold, Judy
Subject: Grady Ranch: Public Comment on the Merits of the project

February 6, 2012

Marin County Planning Commission
c/o Debra Stratton, Commission Secretary
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

RE: Grady Ranch: Public Comment on the Merits of the Project

Dear Planning Commissioners,

I had the pleasure of moving to Lucas Valley in 1970 and growing up here until I left for college. I grew up in this remarkable valley, spending countless hours enjoying the natural environment of the area. My husband and I returned back to the valley in 2006 to raise a family in a place that has made it a priority to protect the environment from growth and unnecessary development. There are many of my classmates from Kindergarten who have paid a premium to return to Lucas Valley so their children can grow up in this wonderful community! All of us were very surprised to find out about the scope and scale of the proposed Grady Ranch project. I was shocked to discover that this project was occurring conveniently right under all of our noses without proper information for our community. The impacts of this project will change this valley as we know it. It's difficult to understand why a building of this size is being considered. Is it really necessary to have 65 foot high buildings that are 260,000 and 450,000 sq. feet with 85 foot lighted towers in this area? I honestly can not believe that this project is even being considered for approval to be about the same size as the Civic Center. Is this really necessary? I find all of this extremely sad!

50-1

We urge all of you to please consider the impact of this project on everyone involved. Noise carries extremely well down our valley at high levels. On numerous occasions, I have heard people comment on the noise level of parties that were miles away. Has there been a formal noise impact review? I think this should be mandatory before an outdoor music and film venue is built. Another enormous concern is that the traffic on Lucas Valley Road is already a problem, without creating 350 additional cars, various vending trucks etc. traveling down our two lane road. The residents of our community already have issues pulling out onto Lucas Valley Road from Mount Lassen, Mount Shasta, Mount McKinley, Bridgeway Dr. and Westgate Dr. It is extremely dangerous and needs careful consideration which should involve straightening the road so there are not blind corners and possibly adding traffic signals. In addition, I am truly perplexed that this type of building is really necessary when there are many available empty buildings properly zoned in the county that are currently vacant. I find it sad that George Lucas is interested in ruining this valley as we know it. Perhaps greatly scaling down the size of the project and the scale of his proposed buildings would be a compromise that our residents could live with. A 260,000 sq. foot building followed by a 450,000 sq. foot building is simply appalling!

50-2
50-3

Please also think about the impact this project will have on the quality of life for not only the residents of Lucas Valley, but on the entire ecosystem of animals, plants, birds, insects etc. that call Lucas Valley their home. The natural environment, free of growth and development, is why most of us settled here. We are greatly opposed to the scope and scale of the currently proposed Grady Ranch project and hope you will please consider the impact that this project will have on everyone and everything in our community!

50-4

Sincerely,

Steve and Kristen Cauz

**Letter
50
Response****Steve and Kristen Cauz
February 7, 2012**

- 50-1 In the Final SEIR, see Response to Comment 18-6, regarding building height. In the Final SEIR, see Master Response 3 and Response to Comment 9-5, regarding the outdoor stage use and restrictions, including lighting and sound restrictions. See Master Response 2 in the Final SEIR, and Response to Comment 2-3, above, regarding public noticing. See Response to Comment 38-1, above, regarding proposed building square footage.
- The remainder of this comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.
- 50-2 The Grady Ranch PDP does not include an outdoor music venue. Clarification of proposed uses of the outdoor stage is provided in the Final SEIR, in Master Response 3. Additionally, see Response to Comment 9-5 in the Final SEIR, regarding the outdoor stage use and restrictions, including sound restrictions. See Response to Comment 14-2, above, regarding traffic.
- 50-3 See Master Response 3 in the Final SEIR and Response to Comment 4-11 in this Amendment regarding consistency with the Marin Countywide Plan and zoning ordinance. Regarding the size of the proposed project, see Response to Comment 38-1, above.
- 50-4 Potential impacts to the ecosystem, wildlife, and biological resources are addressed in the Final SEIR under Environmental Checklist Item 4, beginning on page 3-26. The remainder of this comment does not address the adequacy of the responses to comments in the Final SEIR. This comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

Marin County Planning Commission
C/O Debra Stratton
3501 Civic Center Drive, Room 308
San Rafael, CA 94903

February 7, 2012

Regarding: Grady Ranch Film Sound Stage
Dear Planning Commissioners,

I'm a resident of Lucas Valley and was recently advised that an enormous two hundred and fifty thousand square foot film sound stage is being considered for approval in my neighborhood. I want to express to the planning commission my objection to this proposed project. I don't believe there has been proper study and consideration of the impacts that this huge project will have on the community. I urge you not to approve the Grady Ranch project and to require a new and updated EIR to study all uses, traffic, noise and environmental impacts.

51-1

Sincerely,



Mario C. Patane

CC: Board of Supervisors: S. Adams, K Sears, S. Kinsey J. Arnold, K Rice

**Letter
51
Response****Mario Patane
February 7, 2012**

- 51-1 See Response to Comment 11-3, above, regarding noise. See Response to Comment 14-2, above, regarding traffic. The Final SEIR evaluates all environmental impacts required by CEQA. These analyses are provided in Chapter 3 of the Final SEIR. The remainder of this comment is a general statement about the project. This comment is noted and will be provided to Marin County decision makers for consideration.

3 CORRECTIONS AND REVISIONS TO THE SEIR

3.1 CHAPTER 2, PROJECT DESCRIPTION

The text on page 2-30 of the Final SEIR is further revised to correct the description, as follows (change made in Response to Comment 1-1):

The ~~two three~~ water lines (~~8-inch fire, 3-inch irrigation and 4-inch domestic~~) ~~would could cross~~ would extend from the MMWD water main on the north side of Lucas Valley Road, attached to the walls of a 6-foot diameter reinforced concrete pipe tunnel. The tunnel would terminate to the east of the Main Entry Road on the Grady Ranch property and pipes would be constructed in a trench after this point. A private pump station would be built in an underground vault on the project site. The pump station would be needed to convey water from the terminus of the proposed Lucas Valley Road pipeline extension to proposed on-site improvements. While some of the lower elevation portions of the project site could be served via gravity flow, the proposed building floor elevations would be too high to be served by gravity-flow from the end of the pipeline extension or from any existing MMWD facilities. The pump station would be needed to move water uphill to the private water storage tanks. MMWD would supply water for ~~fire suppression, domestic use, and irrigation, all of which would have separate plumbing within the project. It is intended that~~ The the code-required fire flows would be met through the use of the onsite 400,000 gallon tank located on the hill behind the Main building. If some or all of the required flow can be provided by the MMWD system, this tank may be reduced or eliminated. Captured rain water runoff from the roof of the main building would be pumped up to the smaller 40,000 gallon tank for irrigation use.

The text on page 2-93 of the Final SEIR is revised to read as follows (change made in Response to Comment 1-4):

These consultations resulted in an agreement on the amount of water required by the project, ~~and the terms and cost of the project's contribution of MMWD's development of a sufficient water supply to offset the amount of water required for the project, and on the~~ The terms and costs for the facilities that would be needed to supply water to the project site after it is annexed to the District will be determined after Skywalker Properties is eligible and applies for a pipeline extension with MMWD. The project applicant would need to apply for a wastewater allocation at the LGVSD's treatment plant. As discussed below under Item 17a, the 1996 Master Plan FEIR stated that there was sufficient capacity to serve the development. The County would not issue building permits without the project being granted a wastewater allocation from the LGVSD (Nichols-Berman 1996, pp. 5.10-16). Water and sewer systems would be extended to the development site from existing utility connections located along Lucas Valley Road. It is anticipated that utilities would be provided to the project site without the need to expand existing infrastructure or treatment capacities; therefore, the proposed project would not induce indirect growth resulting from the expansion or extension of infrastructure. Impacts associated with population growth would be less than significant for development of the project.

Table 2-2 of the Final SEIR is revised to include the following (change made in Response to Comment 3-7):

Table 2-2 Changes from the Previous Master Plan to the Proposed Grady Ranch Precise Development Plan		
Project Element	Previous Master Plan	Proposed Precise Development Plan
Graded Knoll	<u>Approximate maximum height at the middle of the knoll would be 301 feet elevation. Approximate maximum height at the north end of the knoll would be 300 feet.</u>	<u>Approximate maximum height at the middle of the knoll would be 313 feet elevation. Approximate maximum height at the north end of the knoll would be 310 to 327 feet.</u>

3.2 CHAPTER 3, ENVIRONMENTAL CHECKLIST FOR SUPPLEMENTAL ENVIRONMENTAL REVIEW

The text on page 3-7 of the Final SEIR, under Item 1, Aesthetics (Mitigation Measure 5.5-3), is revised to read as follows (change made in Response to Comment 4-13):

All outdoor lighting ~~should~~ shall be turned off when not in use, and in any event, no later than ~~after~~ 11:00 pm local time, if not in use unless needed for safety and security. Safety and security lighting (except street lighting) can usually be at lower levels when the area is not in use.

The text on page 3-12 of the Final SEIR, under Item 2, Agriculture and Forestry Resources (Mitigation Measure 5.3-2), is revised to read as follows (change made at the initiation of staff):

5.3-2(a) Where feasible from an engineering and geotechnical standpoint and warranted based on the good to excellent health and structure of the tree, trees near the limits of anticipated grading should be preserved and protected. An engineering survey for trees with trunk diameters of four inches or greater (measured at four and one-half feet above grade) ~~should be~~ was performed prior to preparation of the Precise Development Plan, and trunk locations within 50 feet of the limits of grading ~~should be~~ were mapped. Individual specimen-sized trees should be preserved through the use of retaining walls, short oversteepened slopes, and other methods. Protection of larger native trees with trunk diameters exceeding 24 inches should take precedence over smaller live oaks and California bay which are abundant in the forest and woodland habitat.

~~5.3-2(b) Proposed grading to accommodate 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.~~

To clarify this applicant-proposed mitigation, the text on page 3-76 of the Final SEIR is revised to include the following (change made in Response to Comment 3-11):

MITIGATION MEASURES

Implementation of Mitigation Measure 5.2-8 from the 1996 Master Plan FEIR included a series of measures that required ~~the installation and maintenance of oil and grease traps,~~ a street and parking lot cleaning and sweeping program, monitoring of storage tanks and other hazardous materials sites, and a Surface Runoff Pollution Control Plan to reduce potential water quality impacts to a less-than-significant level. Mitigation Measure 5.2-2 would reduce potential erosion impacts to a less-than-significant level. The text of these mitigation measures is included below. In addition, the following applicant-proposed mitigation measure would ensure that the proposed stream restoration plan would be monitored and maintained to ensure that potential sediment transport effects would be less than significant.

New Mitigation Measures

Mitigation Measure Hydro-1 is a new mitigation measure, proposed on behalf of the applicant.

Mitigation Measure Hydro-1 [N]

Following construction of the stream restoration project, the project applicant shall ensure that inspections/surveys of the restoration project are conducted at least once annually for five years by a qualified profession (hydraulic engineer/geomorphologist) to ensure that key design elements of the restoration project

are intact and functioning as designed. These inspections shall be conducted annually prior to the rainy season and following runoff events equal to or larger than the five-year frequency storm. Repeated cross sectional surveys at key monitoring stations would be an effective method of examining changes that occur slowly over time, which may indicate if a particular element is trending towards failure. If the inspections/surveys discover any area of potential weakness or potential loss of integrity of the restored stream features, the applicant shall notify the Marin County Community Development Agency and all applicable federal, state, and regional agencies in a timely manner with proposed actions to be implemented to prevent erosion and/or failure of key grade control features. During the five years this measure is in place, the applicant will submit annual monitoring reports to the Marin County Community Development Agency.

The text on page 3-94 and 3-95 of the Final SEIR, under Item 15, Public Services, is revised to read as follows (text made in Response to Comment 1-2):

In the Grady Ranch PDP, the proposed Gate House to be located on the Main Entry Road beyond the bridge over Miller Creek, would also be used as headquarters for onsite fire service, maintenance, and security. MMWD's facilities in Lucas Valley Road would provide water to the property line of Grady Ranch. MMWD would supply water for fire suppression. The code-required fire flows would be met through the use of the onsite 400,000-gallon tank located on the hill behind the main building. ~~If some or all of the required flow can be provided by the MMWD system, this tank may be reduced or eliminated.~~ Adequate fire flow would require private on-site facilities, including pumps and storage tank(s), the adequacy of which would be determined by the governing fire agency.

The text on page 3-112 of the Final SEIR is revised to read as follows (change made in Response to Comment 3-11):

HYDROLOGY AND WATER QUALITY

Implementation of Mitigation Measure 5.2-8 from the 1996 Master Plan FEIR included a series of measures that required a street and parking lot cleaning and sweeping program, monitoring of storage tanks and other hazardous materials sites, and a Surface Runoff Pollution Control Plan to reduce potential water quality impacts to a less-than-significant level. Mitigation Measure 5.2-2 from the 1996 Master Plan FEIR would reduce potential erosion impacts to a less-than-significant level. Implementation of Mitigation Measure Hydro-1, a new mitigation proposed on behalf of the applicant, would ensure that the stream restoration project is monitored to minimize the risk or failure.

3.3 CHAPTER 4, COMMENTS AND RESPONSES TO ENVIRONMENTAL ISSUES

The text on page 4-1 of the Final SEIR is revised to read as follows (change made at the initiation of staff):

Each comment letter has been reproduced and is followed by the responses to the comments in order of occurrence. For example, the response to the second comment of the second letter would be indicated as Response to Comment 2-2. In some instances, responses to comments may warrant clarifications of the text of the Draft SEIR. In those cases, the text of the Draft SEIR is revised. Additionally, text changes have been made in response to County staff and Planning Commission input. All of the text changes are shown in Chapters 1, Introduction and Project History; 2. Project Description; and 3. Environmental Checklist for Supplemental Environmental Review of this Final SEIR compiled in Chapter 5, Corrections and Revisions to the Grady Ranch Precise Development Plan Final Supplement to the 1996 Master Plan Final EIR. The text deletions are shown in double strikeout (~~double-strikeout~~) and additions are shown in double underline (double underline).

3.4 CHAPTER 6, BIBLIOGRAPHY

*The following reference is added to Chapter 6, Bibliography
(change made in Response to Comment 4-5):*

Marin Municipal Water District. 2011a. 2010 Urban Water Management Plan, Marin Municipal Water District,
Marin Municipal Water District, June 2011.