EXHIBIT B
Statement of Overriding Considerations

CEQA Requirements

The California Environmental Quality Act (CEQA)[1] requires lead agencies to balance the economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a project against its unavoidable environmental impacts when determining whether to approve the project. If the specific economic, legal, social, technological, or other benefits of a project outweigh the unavoidable adverse environmental effects, the adverse environmental impacts may be considered "acceptable." The lead agency must state in writing the specific reasons to support its action based on the final EIR and/or other information in the record. The statement of overriding considerations must be supported by substantial evidence in the record. The statement of overriding considerations should be included in the record of the project approval and should be mentioned in the notice of determination.

Significant and Unavoidable Impacts

The following Project-related environmental impacts could not be eliminated or reduced to a less-than-significant level with implementation of mitigation measures:

1. **Visual Character and Quality.** The Project components would block scenic views that would impact visual character and quality for those who currently have publicly accessible views within the South of Bay Road, Dumbarton Approach, Substation and Marsh Restoration, Tech Campus, and Bayfront Expressway reaches. Even with implementation of Mitigation Measures AES-1 (Floodwall Design and Landscaping Treatments), these impacts would be significant and unavoidable. (Impact AES-1)

   Impact AES-1: Substantially degrade the existing visual character or quality of public views of the site and its surroundings or conflict with applicable zoning and other regulations governing scenic quality.

   San Francisquito Creek Joint Powers Authority (SFCJPA) adopts the following mitigation measures that would support reducing impacts related to visual character and quality.

   Mitigation Measure AES-1: Floodwall Design and Landscaping Treatments. This measure applies to the South of Bay Road, Dumbarton Approach, Substation and Marsh Restoration, Tech Campus, and Bayfront Expressway reaches. During design of floodwalls, the Project Proponent shall incorporate context-sensitive design features to reduce the visual contrast and massing of

[1] Public Resources Code Section 21083 et seq; CEQA Guidelines Section 15093.

any exposed floodwalls (i.e., sheet pile walls). At a minimum, these design features shall include one or more of the following, as appropriate to site conditions:

- Use of low-glare or integral color finishes.
- Incorporation of surface texturing, panel modulation, or similar treatments to break up large blank faces.
- Installation of native landscaping or other screening on the landward side of levees, where feasible and compatible with maintenance needs.
- Prior to completion of final design, final sheet pile wall design and landscaping treatment plans shall be developed for each reach to which this measure applies.

2. **Exceedance of Construction Noise.** The daytime construction noise at the South of Bay Road Reach, Tech Campus Reach, Bedwell Bayfront Park Reach, and Marsh Road Reach would create a substantial increase in ambient noise, resulting in a potentially significant impact. Mitigation Measure NOI-1 (presented at the end of this impact analysis) would be implemented to reduce potential construction noise by employing site-specific noise attenuation measures identified in a Noise Control Plan. Although implementation of the Noise Control Plan is expected to reduce demolition and grading noise by up to 10 dBA to 73 dBA, feasible alternative locations and/or methods for the driving of sheet piles necessary for the Project are not available. Therefore, even with implementation of Mitigation Measure NOI-1, the impact would remain significant and unavoidable despite mitigation.

Impact NOI-1: Generation of a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance, or applicable standards of other agencies.

SFCJPA adopts the following mitigation measures that would support reducing impacts related to construction noise.

Mitigation Measure NOI-1: Construction Noise Control Plan

This measure applies to construction of the South of Bay Road, North of Bay Road, Tech Campus, Bayfront Expressway, Bedwell Bayfront Park, and Marsh Road reaches. The Project Proponent or its contractors shall develop and implement a Construction Noise Control Plan(s) that shall require implementation of specific noise attenuation measures during construction of these reaches to reduce the generation of construction noise. The Noise Control Plan(s) shall be submitted for review and approval by the City of East Palo Alto Community & Economic Development, City of Menlo Park Community Development Department, and City of Redwood City Community Development Department, as applicable. The Construction Noise Control Plan shall include, but not be limited to, the following measures:

- Designation of an onsite construction noise manager responsible for receiving and investigating construction noise complaints;
- Notification of the noise sensitive receptors identified in Table 3.13-2, as well as noise-sensitive receptors along local road use for haul truck access, at least 30 days prior to the start

of construction activities. This notice shall provide contact information for the designated onsite construction noise manager responsible for receiving and investigating construction noise complaints;

- A procedure for notifying the appropriate planning or public works department of any noise complaints within 1 week of receiving a complaint;
- A description of the measures that will be implemented to reduce construction noise levels, including, but not limited to:
    - Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds).
    - Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used where feasible.
    - Stationary noise sources shall be located as far from adjacent receptors as possible, and shall be muffled and shielded from sensitive residential receptors by temporary barriers or enclosures.
    - Off-site truck queuing and staging on residential roads shall be prohibited unless specifically authorized by the Project's traffic control plan(s) required under Mitigation Measure TRA-1. All on-site queueing and staging of trucks shall occur as far from sensitive residential receptors as possible.

Compelling Overriding Considerations and Project Benefits

The SFCJPA Board of Directors adopts and makes the following Statement of Overriding Considerations regarding the significant, unavoidable impacts of the Strategy to Advance Flood Protection, Ecosystems, and Recreation along San Francisco Bay Project (SAFER Bay Project or Project) and the anticipated benefits of the Project.

The overall purpose of the Project is to reduce risks to people, property, and infrastructure from current tidal flooding and projected sea level rise through engineered and natural features that enhance shoreline ecosystems and improve recreational opportunities. Currently, parts of East Palo Alto and Menlo Park are exposed to coastal flooding from San Francisco Bay, and this flood hazard is expected to worsen with sea level rise. These areas are within the existing 1-percent annual chance (commonly referred to as the 100-year flood event) flood hazard area as mapped by the Federal Emergency Management Agency (FEMA). With respect to habitat, according to the *Baylands Ecosystem Habitat Goals Science Update 2015*, between the years 1800 and 1998, 79 percent of San Francisco Bay tidal marshes were lost to diking and filling.[2] Tidal marsh habitat provides nesting and foraging habitat and upland refugia for endangered

[2] Goals Project (San Francisco Bay Area Wetlands Ecosystem Goals Project), 2015. *The Baylands and Climate Change: What We Can Do. Baylands Ecosystem Habitat Goals Science Update 2015.* Prepared by the San Francisco Bay Area Wetlands Ecosystem Goals Project. California State Coastal Conservancy, Oakland, CA.

species, such as the California Ridgway's rail (*Rallus obsoletus obsoletus*) and salt marsh harvest mouse (*Reithrodontomys raviventris*). In some areas of the Project site, tidal salt marsh habitat cannot be restored until adequate flood protection for landward uses is in place. Where salt marsh habitat has been restored, there has been a reduction in available nesting and foraging habitat for federally listed as threatened western snowy plover (*Charadrius nivosus nivosus*). Managed pond habitat for the western snowy plover is also vulnerable to coastal flooding, as are segments of the San Francisco Bay Trail (Bay Trail) and other trails. The specific objectives of the SAFER Bay Project to address these issues include the following:

- Reduce the risk of flooding within the cities of East Palo Alto and Menlo Park from San Francisco Bay waters, including up to 3.5 feet of future sea level rise, and support the communities' objective to be removed from the FEMA floodplain.
- Enable adaptation to our changing climate by implementing flood protection in ways that sustain and restore marsh habitat, support sensitive tidal marsh species, and enhance and protect habitat for western snowy plover, consistent with the South Bay Salt Ponds Restoration Project (SBSPRP) and other restoration efforts.
- Expand opportunities for recreation and community connectivity in collaboration with the Bay Trail Program and efforts to enhance local trails.
- Minimize future maintenance requirements.
- Partner with agencies and organizations pursuing similar goals and objectives and with assets to be protected by the Project.

The Board has carefully balanced the benefits of the Project against the adverse impacts identified in the EIR that could not be feasibly mitigated to a level of insignificance. Notwithstanding the identification and analysis of impacts that are identified in the EIR as being significant and which could not be eliminated, lessened or mitigated to a level of insignificance, the Board, acting pursuant to CEQA Guidelines Section 15092 and 15093, hereby determines that significant effects on the environment found to be unavoidable above (aesthetic resources, noise impacts during construction), are acceptable due to overriding concerns described herein. Based on the objectives identified for the Project, the Board has determined that the Project should be approved; each of the overriding considerations set forth below constitutes a separate and independent ground for finding that the benefits of the Project outweigh its significant adverse environmental effects and is an overriding consideration warranting approval:

1. The Project would provide flood protection benefits for the cities of East Palo Alto and Menlo Park from San Francisco Bay waters, which would reduce risks to people, property, and infrastructure from current tidal flooding and projected sea level rise through engineered features and would support the communities' objective to be removed from the FEMA floodplain.
2. The Project would restore and enhance tidal marsh and managed pond habitat consistent with the South Bay Salt Ponds Restoration Project and other restoration efforts, support sensitive tidal marsh species, and enhance and protect habitat for the western snowy plover and other special-status species.
3. The Project would expand opportunities for recreation and community connectivity through improvements and extensions to the Bay Trail and local trail network, including new and

reconstructed trail segments designed consistent with Bay Trail standards and ADA requirements, and incorporation of public access amenities such as signage, viewing areas, benches, and access points.

In summary, in consideration of the existing flood risks along San Francisco Bay, and the analysis of project outcomes presented in the Final EIR, the SFCJPA finds that the economic, social, and environmental benefits of meeting the Project's goals and objectives outweigh the significant and unavoidable aesthetic resource and noise impacts associated with the Project implementation.