



City of Manteca Planning Commission
AGENDA REPORT

ATTACHMENT 1

MEETING DATE: December 10, 2025

PROJECT NAME: Prologis Manteca 2 Spreckels Distribution Center

PROJECT LOCATION: 407 Spreckels Avenue

APPLICATION NUMBERS: SPC-24-29 and UPJ-24-30

RECOMMENDATION:

(1) Adopt a Resolution certifying the Final Environmental Impact Report, adopting the Mitigation Monitoring and Reporting Program and Findings of Fact and Statement of Overriding Considerations for the Project, and (2) adopt a Resolution approving Site Plan Review SPC-24-29 and Conditional Use Permit UPJ-24-30 for the Prologis 2 Spreckels Distribution Center Project at 407 Spreckels Avenue (APN 221-250-35).

PROJECT INFORMATION	
APPLICANT	Prologis L.P. / Nicole Torstvet
PROPERTY OWNER	Prologis L.P.
General Plan Designation	Industrial (I)
Zoning:	Business Industrial Park (BIP)
Existing Use:	Vacant
Proposed Use:	Industrial Warehouse/Distribution Center
Parcel Size	±14.83 acres
Adjacent Uses:	North: Existing Industrial South: Existing Industrial East: Existing Industrial West: Existing Residential SFD

APPLICABLE CODES AND PROCEDURES

2043 Manteca General Plan
MMC 17.08.050 Public Hearing and Public Notices
MMC 17.08.120 Time Limits and Extensions
MMC 17.10.060(B)(2) Site Plan and Design Review
MMC 17.10.130 Conditional Use Permit
MMC 17.20.020 Zoning Districts
MMC 17.22.020 Allowed Land Uses and Requirements
MMC Chapter 17.42 through 54 (Site Planning Standards)
MMC Chapter 17.58 Performance Standards
CEQA Guidelines, 14 Cal. Code Regs. Sections 15082-15094

ATTACHMENT 1

Procedures

The Manteca Municipal Code (MMC) designates the Planning Commission as the reviewing authority over several land use permits (“permits”) and entitlements. The Planning Commission may approve, conditionally approve, deny, or deny without prejudice a land use permit or entitlement authorized by Title 17 (Zoning), provided that a public hearing is held on the proposed use or development project, and members of the public are allowed to provide public testimony.

Prior to the public hearing, a staff report, environmental review and determination, and general plan findings for the permit or entitlement must be made available to the Planning Commission, interested agencies, and the public.

The permit(s) or entitlement(s) should be denied if the Planning Commission cannot make the appropriate findings. Conditions may be attached to the approval of the permit or entitlement to ensure compatibility. A Project’s design may be altered, and site improvements may be required to make a Project compatible with nearby uses. In addition, the permit or entitlement may be subject to future review, modification, or revocation by the Planning Commission as deemed necessary.

When a permit or entitlement requires a determination or action from the City Council, all project permits or entitlements must be processed concurrently, and final action must be taken by the City Council for all such requested permits or entitlements.

Appeals

Any person dissatisfied with the determination or action of the Planning Commission may appeal to the City Council within ten (10) days from the date of determination or action. Appeals must be submitted in writing, accompanied by a filing fee to the Development Services Director, identifying the determination or action being appealed and specifically stating the basis or grounds of the appeal.

PROJECT DESCRIPTION

This Site Plan and Design Review Application and Conditional Use Permit is for the development of a 14.83-acre site located at 407 Spreckels Avenue (Assessor’s Parcel Number (APN) 221-250-350), which is part of the existing Spreckels Business Park in the City of Manteca. The Project site is currently vacant and in an undeveloped state. The site was previously developed and existed as a portion of the Spreckels Sugar factory facility until the late 1980s, when the plant closed and was demolished, and its lands subsequently redeveloped into the Spreckels Business Park. The Project site is designated as Industrial (I) in the City’s General Plan and has a zoning designation of Business Industrial Park (BIP). The Project Applicant proposes redeveloping the site with a 289,449-square foot warehouse and office building with 46 truck dock doors, 184 parking automobile spaces (97 standard parking spaces, 4 accessible parking spaces, 4 van accessible parking spaces, 79 electric vehicle capable parking spaces), and 83 truck trailer spaces. Of the total square footage of the building, the Project would allocate 279,449 square feet for warehousing/distribution and

ATTACHMENT 1

10,000 square feet for office uses. The Project building would be designed and built to meet the standard for Leadership in Energy and Environmental Design Silver Certification, or above. Access to the Project site would be provided by two driveway encroachments on Spreckels Avenue to the east, and a third entry way along the utility access road of the adjacent industrial park to the north. Other site improvements include landscaping, signage, and lighting installed in accordance with City of Manteca Zoning Ordinance Standards and Specifications and Crime Prevention Through Environmental Design (CPTED) principles.

During the application submittal of this development the number of employees to be employed at the site was not known, as this development is a spec building with an unknown tenant.

The provided domestic water and wastewater services are via the City of Manteca, connecting to an existing twelve (12) inch domestic water main located in Spreckels Avenue with two services to the parcel, and an existing six (6) inch domestic wastewater service to an existing fifteen (15) inch sanitary sewer main located in Spreckles Avenue. Domestic water and wastewater improvements will be installed in conformance with the City's adopted Water Master Plan, Wastewater Collection System Master Plan and City Standards.

The Prologis Distribution Center requires two entitlements, a Conditional Use Permit and a Site Plan and Design Review. The Spreckles Park Development Agreement in force for the Business Park stipulates that where a residential use abuts an industrial use, a Conditional Use Permit is required to ensure the provision of adequate buffers between the two separate land uses. The purpose of Site Plan and Design Review is to promote excellence in site planning and design in order to encourage the harmonious appearance of buildings and sites, and to ensure that new uses and development will be compatible with existing and potential development and to produce an environment of stable, desirable character. Site Plan and Design Review looks at, among other things, appropriate use of construction materials, harmony and proportion of overall design, architectural style, siting of structures, color scheme, parking and loading, signs, landscaping and screening, and lighting.

The project was originally applied for in 2021, with a larger warehouse building (304,120 square feet), and an Initial Study along with a Mitigated Negative Declaration (MND) was prepared. During the MND's public review period, a comment from the State of California Department of Justice was received, asking for revisions to the project and more robust environmental analysis and project mitigations. The project was redesigned with a smaller building, and an Environmental Impact Report (EIR) was prepared.

PROJECT LOCATION

The project site is at 407 Spreckels Avenue, APN 221-250-35. The property is situated on the west side of Spreckels Avenue, approximately 340 feet south of the Phoenix Drive intersection and approximately 740 feet north of the Dupont Court intersection. The site is ±14.83 acres in size and is within City limits. The property has a General Plan land use designation of Industrial (I) and is located in the Business Industrial Park (BIP) Zoning

ATTACHMENT 1

District. The project is bordered by existing industrial uses on its north, east, and south sides, and single family residential use on its west side. (See Figure 1).



Figure 1: Project Site Location

PROJECT SITE EXISTING CONDITIONS

The site was previously developed and existed since the early 1920s as a portion of the Spreckels sugar factory until the late 1980s, when the plant closed and was demolished, and its lands subsequently redeveloped into the Spreckels Business Park. The Project site is currently vacant and exists in an undeveloped state as an open dirt lot with ruderal grasses that are routinely disked and the soil turned. There are frontage improvements in place along Spreckels Avenue, including vertical curb and gutter, landscaping, mowed turf, six mature trees and numerous shrubs, and a concrete multiuser path (Manteca Tidewater Bikeway), along with other infrastructure items such as street lights and hydrants. The lot

ATTACHMENT 1

is bounded by an 8-foot tall CMU block wall on its western side abutting the adjoining residential properties.



Figure 2 – Street Views

GENERAL PLAN CONFORMANCE

The current General Plan document in force for the City of Manteca is to which the project is subject to is the 2043 Manteca General Plan. The site has a General Plan Land Use designation of Industrial (I) (See Figure 3). This land use designation provides for manufacturing, processing, assembling, research, wholesale, and storage uses, trucking terminals, railroad and freight stations, industrial parks, warehouses, distribution centers, light manufacturing, public and quasi-public uses and similar and compatible uses. Business and business office uses, agricultural processing, commercial, and agriculture-related ancillary uses are allowed. Uses that are incompatible with residential uses due to noise, vibration, or other characteristics are not permitted in locations that may impact existing or future residential development. Residential uses, including permanent and temporary uses of any type, are not permitted.

ATTACHMENT 1

General Plan standards for the Industrial land use designation are a Floor-Area Ratio (FAR) of up to 0.7, and maximum site coverage of 60 percent.

The proposed land use is consistent and an allowed use within the proposed designation, and meets the General Plan standards for the same.

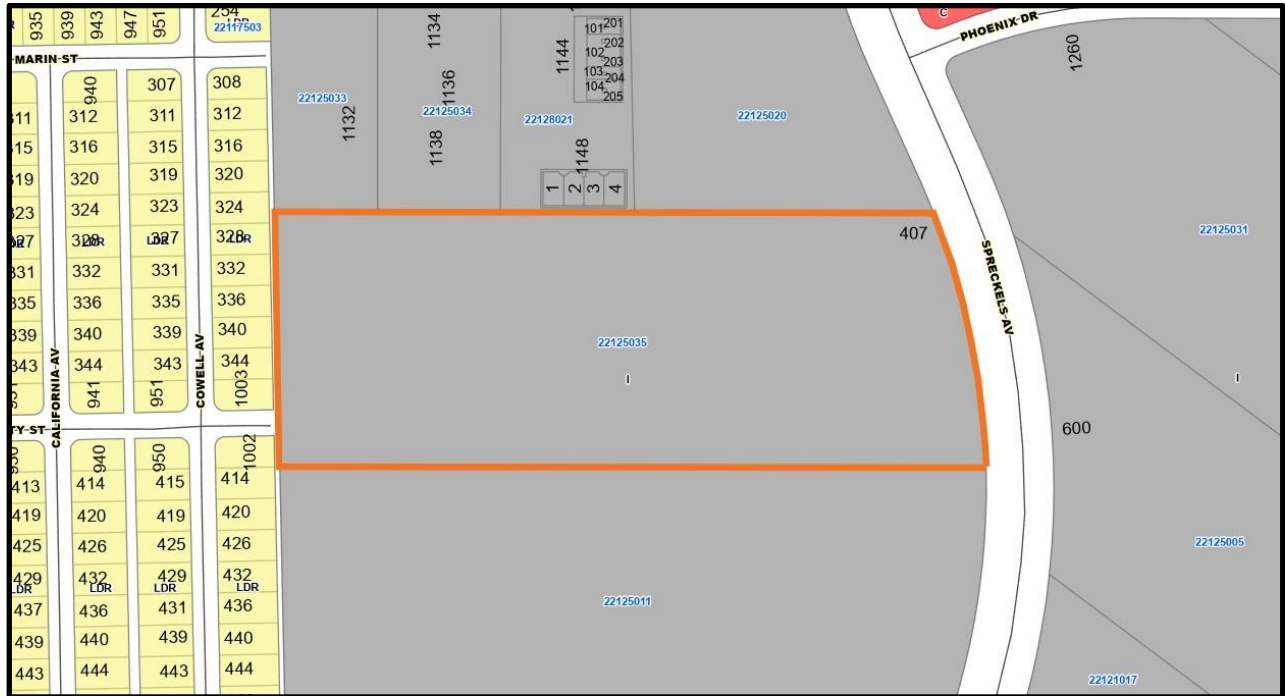


Figure 3: General Plan Land Use Designation

In addition to conforming to the 2043 General Plan Industrial land use designation standards and uses, the Site Plan conforms to the following General Plan goals and policies:

1. **Goal LU-2: Promote infill development and provide for orderly, well-planned, and balanced growth that does not exceed the City's available infrastructure capacity and resources and is consistent with the General Plan.**

Analysis: The proposed development is utilizing a heretofore undeveloped remaining parcel of land in the Spreckels Business Park development for a compatible use intended and foreseen by the City's General Plan. The site is well within the City limits, and all necessary utilities are already existing, directly adjacent to the project site in the existing roadway.

2. **Policy LU-2.3: To maintain balanced growth and to manage the City's investment in infrastructure, facilities, and services for growth areas, encourage infill development, redevelopment, and rehabilitation projects within the City, prioritizing investments in underserved neighborhoods, and growth that is contiguous with existing development and/or the boundary of the City.**

Analysis: This proposed project seeks to develop a remaining, heretofore unbuilt infill lot within the Spreckels Business Industrial Park, where existing infrastructure is adequate and ready to support the development.

ATTACHMENT 1

3. **Implementation Policy LU-4b:** *As part of the City's development review process, ensure that commercial projects are designed to minimize conflicts with residential uses. Review of commercial projects should ensure that the following design concepts are avoided in projects that abut residential areas:*
- *Inappropriate building scale and/or siting on the lot.*
 - *Excessive glare or excessive impacts from light sources onto adjacent properties.*
 - *Excessive noise generated from freight and waste management activities during night hours.*
 - *Excessive air pollutant emissions from freight trucks and large expanses of parking lot areas.*

Analysis: The project's Mitigation Monitoring and Reporting Program (MMRP) includes Mitigation Measures MM 4.1-2, MM 4.1-3, and MM 4.10-3 to address air pollutant emissions and nighttime noise from freight trucks, and reduce those impacts to a less than significant level with mitigation incorporated.

4. **Implementation Policy LU-5e:** *When industrial projects and projects, including warehouse projects, fulfillment centers, and other projects that may generate high volumes of truck trips and/or air quality emissions are proposed within 1,000 feet of existing or planned residential uses or other sensitive receptors, the City shall require:*
- 1) *The preparation of a Health Risk Assessment (HRA) that meets the standards established by the Office of Environmental Health Hazard Assessment (OEHHA), and the San Joaquin Valley Air Pollution Control District (SJVAPCD). Projects shall not be approved until it can be demonstrated that the project would not result in an exceedance of the established thresholds of significance for public health risks at nearby sensitive receptors; and*
 - 2) *The implementation of best management practices (BMPs) to reduce pollution exposure to sensitive receptors, particularly diesel particulate matter (DPM). The appropriate BMPs shall be established on a case-by-case basis, will be based on BMPs recommended by CARB, SJVAPCD, and the California Attorney General, including the Good Neighbor Guidelines for Warehouse Distribution Facilities, and shall consider the following tools, methods, and approaches:*
 - *Creating physical, structural, and/or vegetative buffers that adequately prevent or substantially reduce pollutant dispersal between warehouses and any areas where sensitive receptors are likely to be present, such as homes, schools, daycare centers, hospitals, community centers, and parks.*
 - *Providing adequate areas for on-site parking, on-site queuing, and truck check-in that prevent trucks and other vehicles from parking or idling on public streets.*
 - *Placing facility entry and exit points from the public street away from sensitive receptors, e.g., placing these points on the north side of the facility if sensitive receptors are adjacent to the south side of the facility. Exceptions can be made for emergency vehicle access (EVA) points.*

ATTACHMENT 1

- **Locating warehouse dock doors and other onsite areas with significant truck traffic and noise away from sensitive receptors, e.g., placing these dock doors on the north side of the facility if sensitive receptors are adjacent to the south side of the facility.**
- **Screening dock doors and onsite areas with significant truck traffic with physical, structural, and/or vegetative barriers that adequately prevent or substantially reduce pollutant dispersal from the facility towards sensitive receptors.**
- **Posting signs clearly showing the designated entry and exit points from the public street for trucks and service vehicles.**
- **Posting signs indicating that all parking and maintenance of trucks must be conducted within designated on-site areas and not within the surrounding community or public streets.**

Analysis: Several BMPs from the above list have been incorporated into the design of this project, including buffering perimeter walls and landscape buffers along adjacent residential parcels; site entry points on opposite side from the adjacent residential parcels; warehouse dock doors facing the south sides of the proposed building, away from the residential parcels facing the west side of the building; proposed signage prohibiting idling, etc.

5. **Goal C-6: Accommodate truck and freight movements participating in the development and implementation of an efficient regional good and freight movement network that balances the need to support job creation with the need to protect people from noise, emissions, and other impacts created by goods and freight movement (rail and trucks).**

Analysis: The proposed development consists of a large distribution center or warehouse facility, which will add to the regional goods and freight movement network already in place within the existing business park in which it is located and on the wider regional level. This proposed facility is located on an existing STAA truck route within the City, linked to both SR 99 and SR 120. This facility will ultimately be staffed by an unknown number of employees but will create various jobs, and its design incorporates features which will mitigate noise, emissions, and other impacts associated with truck freight movement and/or storage.

6. **Goal EF-2: Provide adequate commercial, office, and industrial-designated land in appropriate locations to meet the community's employment, shopping, and service needs, ensure Manteca's market competitiveness within the region, and minimize land use conflicts.**

Analysis: The project is an industrial project on industrial-designated land within an existing Business Industrial Park, thus appropriate for its setting. It will ultimately offer a number of jobs, and as a distribution center, serves a service and commercial purpose to the City of Manteca as well as the region at large. As an infill project consistent with its intended zoning and land use, the development of this 14.83-acre site would potentially offset the new development of a 14.83-acre site elsewhere on the periphery of Manteca, potentially in conflict with existing adjacent land uses or beyond the limits of existing infrastructure.

ATTACHMENT 1

7. Goal EF-3: Encourage the retention and expansion of the city's existing businesses and the attraction of new businesses that are compatible with the city's economic development objectives, workforce, and character

Analysis: The development of this site will allow for the addition of a new business into the City of Manteca, in a location comparable to other existing warehousing or industrial businesses.

ZONING ORDINANCE CONFORMANCE

Zoning

The Project site is zoned Business Industrial Park (BIP) under Manteca Municipal Code, Title 17, which, per Table 17.22.020-1, "Allowed Uses and Required Entitlements for Manteca's Base Zoning Districts," allows for "Storage, Warehouse" land use via the approval of a Conditional Use Permit. This zoning is consistent with the zoning of parcels adjacent to the subject site within the Spreckels Business Industrial Park on three of its sides, but differs from the existing single-family residential zoning and use to the west of the project site within the Powers Homesites subdivision.

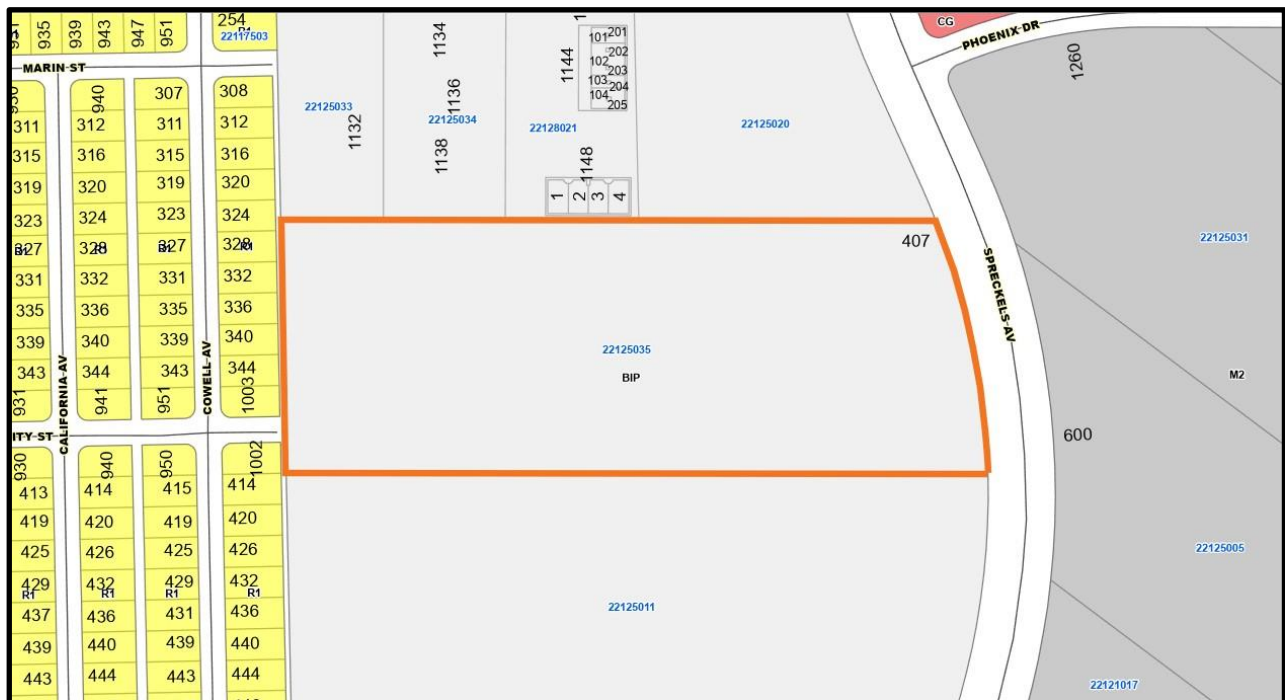


Figure 4: Zoning Designation

The Business Industrial Park (BIP) zoning is compatible with the Industrial (I) General Plan land use designation, based on the allowable uses within each.

CLIMATE ACTION PLAN CONFORMANCE

On October 15, 2013, the Manteca City Council approved and adopted the Air Quality Element Update and Climate Action Plan in response to the passing of Assembly Bill AB32. The intent of this plan is to reduce overall greenhouse gas emissions in both private and public sector development. The proposed Commercial Site Plan conforms to the following Climate Action Plan strategies:

- 1. CAP Compact Development Strategies CD-1: The City shall encourage projects consistent with the development densities allowed by the General Plan and are contiguous to existing development meet compact development criteria.**

Analysis: The proposed project meets General Plan and Zoning density requirements. The site is compact in scale, the project is small in scope, and the site is adjacent to existing development on all four sides.

- 2. CAP Strategies Pedestrian Infrastructure PI-1: The City shall ensure that all projects comply with the General Plan policies regarding pedestrian infrastructure during the development review process.**

Analysis: The project design links onsite pedestrian paths of travel from its office buildings and visitor parking to the existing Manteca Tidewater multiuser path along its Spreckels Avenue frontage.

- 3. CAP Strategies Traffic Calming TC-1: The City shall review all projects requiring street improvements to collectors and arterials to identify opportunities to install traffic calming improvements at intersections impacted by the project and requiring upgrades.**

Analysis: Spreckels Avenue is a arterial class roadway and an STAA route. The project scope includes the signalization of the Spreckels Avenue/Phoenix Drive intersection, based on warrants from the project's traffic analysis.

- 4. CAP Strategies Water Conservation WC-1: The City shall continue to implement water conservation measures to comply with the Model Water Efficiency Landscape requirements that implement the Water Conservation in Landscaping Act of 2006 (Assembly Bill 1881, Laird).**

Analysis: A required part of the formal submittal package is a completed Model Water Efficient Landscape Ordinance (MWELO) Compliance Form. This document is to accompany their landscaping planting plan. Compliance with this checklist and water efficiency requirements will be determined during construction document review.

ENVIRONMENTAL REVIEW

Environmental Impact Report

The City of Manteca determined that an EIR was required for this Project, determining that the implementation of the Project has the potential to result in significant environmental effects, and that a Project EIR, as defined by CEQA Guidelines Section 15161, is required.

ATTACHMENT 1

As stated in CEQA Guidelines Section 15161, a Project EIR should “...focus primarily on the changes in the environment that would result from the development project,” and “...examine all phases of the project including planning, construction, and operation.”

Accordingly, and in conformance with CEQA Guidelines Section 15121(a), the purpose of the EIR is to: (1) disclose information by informing public agency decision makers and the public generally of the significant environmental effects associated with all phases of the Project, (2) identify possible ways to minimize or avoid those significant effects, and (3) to describe a reasonable range of alternatives to the Project that would feasibly attain most of the basic Project objectives but would avoid or substantially lessen its significant environmental effects.

In compliance with Section 15201 of the CEQA Guidelines, the City took steps to provide opportunities for public participation in the environmental review process. A Notice of Preparation (NOP) and Initial Study were distributed on December 5, 2024 to responsible agencies, local government agencies, and interested parties for a 30-day public review period (from December 7, 2024 to January 7, 2025) in order to solicit comments and inform agencies and the public of the Project. The NOP was also distributed to the State of California Office of Land Use and Climate Innovation, State Clearinghouse (SCH) for distribution to State agencies. The NOP was posted on the City's website on December 5, 2024, advertised in the Manteca Bulletin newspaper on December 6, 2024, and at the San Joaquin County Clerk's office on December 6, 2024. The Project was described; potential environmental effects associated with Project implementation were identified; and agencies and the public were invited to review and comment on the NOP. Additionally, the City held a Public Scoping Meeting on December 12, 2024 at the Manteca Transit Center to provide an overview of the Project, explain the CEQA process, and accept public comment. A copy of the NOP and comments received during the 30-day public review period are included in Appendix A of the Draft EIR. The City received 8 comment letters in response to the NOP. Table 2-2 of the Draft EIR provides a brief summary of the NOP comments received that address environmental and related issues.

CEQA requires that a Draft EIR have a review period lasting at least 45 days for projects that have been submitted to the SCH for review (State CEQA Guidelines, Section 15105(a)). The Draft EIR was distributed to various public agencies, organizations, and individuals on June 10, 2025; the EIR was available for public review and comment for a period of 45 days. The review period started on June 10, 2025 and ended on July 24, 2025. The City used several methods to elicit comments on the Draft EIR. A Notice of Availability (NOA) and the Draft EIR was distributed to the SCH for distribution to State agencies and was posted on the City's website. The NOA was posted also at the San Joaquin County Clerk's office on June 10, 2025. The NOA was mailed to responsible agencies, local government agencies, and interested parties that received the NOP, to individuals who had previously requested the NOA or EIR, and to individuals who provided NOP comments on June 10, 2025. The NOA and Draft EIR were made available for review on the City's website at https://www.manteca.gov/departments/development-services/planning-beta/planning-documents/-folder-331#docfold_1524_2484_1099_331. The City received comments from seven (7) agencies or organizations during the public review period, and City responses to

ATTACHMENT 1

the substantive Draft EIR comments were prepared, along with minor revisions to the Draft EIR, to make minor corrections and clarifications subsequent to final review and in response to comments. The corrections and clarifications and responses to comments are included as part of the project's Final EIR. All of the comment letters received by the City have been included and responded to in the Final EIR. Comments directed to environmental concerns have been thoroughly addressed. Comments that do not require a response are addressed as such within the Final EIR, and include those that (1) do not address the adequacy or completeness of the Draft EIR (i.e., are outside the scope of CEQA); (2) do not raise environmental issues; (3) do not address the Project; or (4) request the incorporation of additional information not relevant to environmental issues.

The Draft EIR revisions and information presented in the responses to comments do not result in any of the conditions set forth in Section 15088.5 of the State CEQA Guidelines; therefore, the EIR does not need to be recirculated prior to its certification by the Planning Commission. The Final EIR can be viewed on the City's website at https://www.manteca.gov/departments/development-services/planning-beta/planning-documents/-folder-331#docfold_1524_2484_1099_331.

Mitigation Monitoring and Reporting Program

The environmental analysis and technical studies also informed the preparation of a Mitigation Monitoring and Reporting Program (MMRP) for the project, which proposed a number of design or operational requirements to mitigate project environmental impacts to a less than significant level by their incorporation. These mitigations address impacts in the realm of Air Quality, Biological Resources, Cultural Resources, Geology and Soils, Greenhouse Gas Emissions, Hazards and Hazardous Materials, Noise, and Tribal Cultural Resources. The appropriate reporting or monitoring plan must be designed to ensure compliance during project implementation, in accordance to Public Resources Code Section 21081.6 and 14 Cal. Code Regs. Section 15091(d). The mitigation measures identified in the EIR and MMRP as necessary to mitigate project impacts to a level considered less than significant were added to the project's Conditions of Approval as mandatory requirements for the construction and ongoing operation of the project, upon which the validity of the project's Site Development Permit (authorizing the construction of the facility) and Conditional Use Permit (authorizing the ongoing operation of the facility) will depend.

After adoption of the MMRP for the project, the City of Manteca will coordinate the monitoring of the mitigation measures and regulatory requirements with each applicable City department or division. Monitoring will include: 1) verification that each mitigation measure and regulatory requirement has been implemented; 2) recordation of the actions taken to implement each mitigation measure and regulatory requirement; and 3) retention of records in the project file. If changes are required in the future to the MMRP, they will be made in accordance with CEQA and applicable provisions of the City's Municipal Code. Such changes could include reassignment of monitoring and reporting responsibilities and/or modifications to mitigation measures that achieve the same or better end results. No change will be permitted unless the Mitigation Monitoring and Reporting Program continues to satisfy the requirements of Public Resources Code Section 21081.6. The Mitigation Monitoring and Reporting Program is attached as Attachment 3.

Findings of Fact and Statement of Overriding Considerations

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

The mandate described in Public Resources Code Section 21002 is implemented, in part, through the requirement that for projects with one or more significant environmental effects, agencies must adopt written findings before approving projects for which EIRs are required. For each significant environmental effect identified in an EIR for a project, the approving agency must issue a written finding reaching one or more of three permissible conclusions. The first such finding is that changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR. The second finding is that such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding, and that such changes have been adopted by such other agency or can and should be adopted by such other agency. The third finding is that specific economic, legal, social, technological, or other considerations make infeasible the mitigation measures or project alternatives identified in the EIR (CEQA Guidelines Section 15091(a)). Public Resources Code Section 21061.1 defines “feasible” to mean “capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, and technological factors.” As stated in CEQA Guidelines Section 15093(a), “[i]f the specific economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered ‘acceptable.’”

The attached Attachment 4, “Findings of Fact and Statement of Overriding Considerations,” documents the various project impacts and associated impact thresholds, considering the analysis of each potential impact in detail and summarizing a finding made on each, based on the analysis of evidence regarding each environmental impact. In the realm of greenhouse gas emissions, the EIR analysis quantified that the Project will potentially result in approximately 1,134.59 Million Tons of Carbon Dioxide emissions per year (MTCO₂e/yr) from construction, area, energy, water usage, waste, refrigerants, stationary sources, and on-site equipment. In addition, the Project has the potential to result in an additional 5,335.14 MTCO₂e/yr from mobile sources (82.46%) if the assumption is made that all of the vehicle trips to and from the Project are “new” trips resulting from the development of the Project. As such, the Project has the potential to generate a total of approximately 6,469.73

ATTACHMENT 1

MTCO₂e/yr and would exceed the 3,000 MTCO₂e/yr threshold of significance used for this analysis, quantifying as a Significant and Unavoidable Impact under the appropriate CEQA threshold, even with the Project inclusion of Mitigation Measures MM4.1-1 through 4.1-3, 4.6-1, and 4.6-2 during design and ongoing operation of the constructed facility. Proposed Mitigation Measures MM 4.1-1 through MM 4.1-3, MM 4.6-1, and MM 4.6-2 would reduce GHG emissions from the Project. However, neither the City of Manteca nor the Project Applicant have regulatory authority to control mobile source (tailpipe) emissions, and no feasible mitigation measures exist that would reduce GHG emissions to levels that are less-than-significant; thus, these emissions are considered significant and unavoidable. The Project would have the potential to result in a cumulatively considerable impact with respect to GHG emissions.

Thus, a Findings of Fact and Statement of Overriding Considerations is included with the Project approval documents, in which the City, as Lead Agency, weighs the benefits of the project against the unavoidable environmental risks. Per 14 CCR 15093 and PRC Section 21081, the Statement of Overriding Considerations must explain the social, economic, or other reasons for approving the project despite its environmental impacts. In the Project's Statement of Overriding Considerations (Attachment 4, pages 119-123), six separate standalone findings were listed and explained as consideration for approval of the Project, after their full analysis within the Final EIR and summary in the Project's CEQA Findings. The City finds that each of the individual benefits discussed in the Statement of Overriding Considerations outweigh the unavoidable adverse environmental effects identified in the EIR and, therefore, finds those impacts to be acceptable. The City further finds that each of the benefits listed in the Statement of Overriding Considerations, standing alone, is sufficient justification for the City Council to override these unavoidable environmental impacts and approve the Project based on its specific overriding considerations.

SITE PLAN AND DESIGN REVIEW

Purpose

The purpose of a Site Plan and Design Review process is to promote excellence in site planning and design, to encourage the harmonious appearance of buildings and sites, to ensure that new and modified uses and development will be compatible with the existing and potential development of the surrounding area, and to produce an environment of stable, desirable character.

This project consists of the proposed development and construction of a modern, 289,449-square foot warehouse and office building with 46 truck dock doors, 184 parking automobile spaces (97 standard parking spaces, 4 accessible parking spaces, 4 van accessible parking spaces, 79 electric vehicle capable parking spaces), and 83 truck trailer spaces. Of the total square footage of the building, the Project would allocate 279,449 square feet for warehousing/distribution and 10,000 square feet for office uses. The Project building would be designed and built to meet the standard for Leadership in Energy and Environmental Design Silver Certification, or above. Access to the Project site would be provided by two driveway encroachments on Spreckels Avenue to the east, and a third entry way along the

ATTACHMENT 1

utility access road of the adjacent industrial park to the north. Other site improvements include landscaping, signage, and lighting installed in accordance with City of Manteca Zoning Ordinance Standards and Specifications and Crime Prevention Through Environmental Design (CPTED) principles.

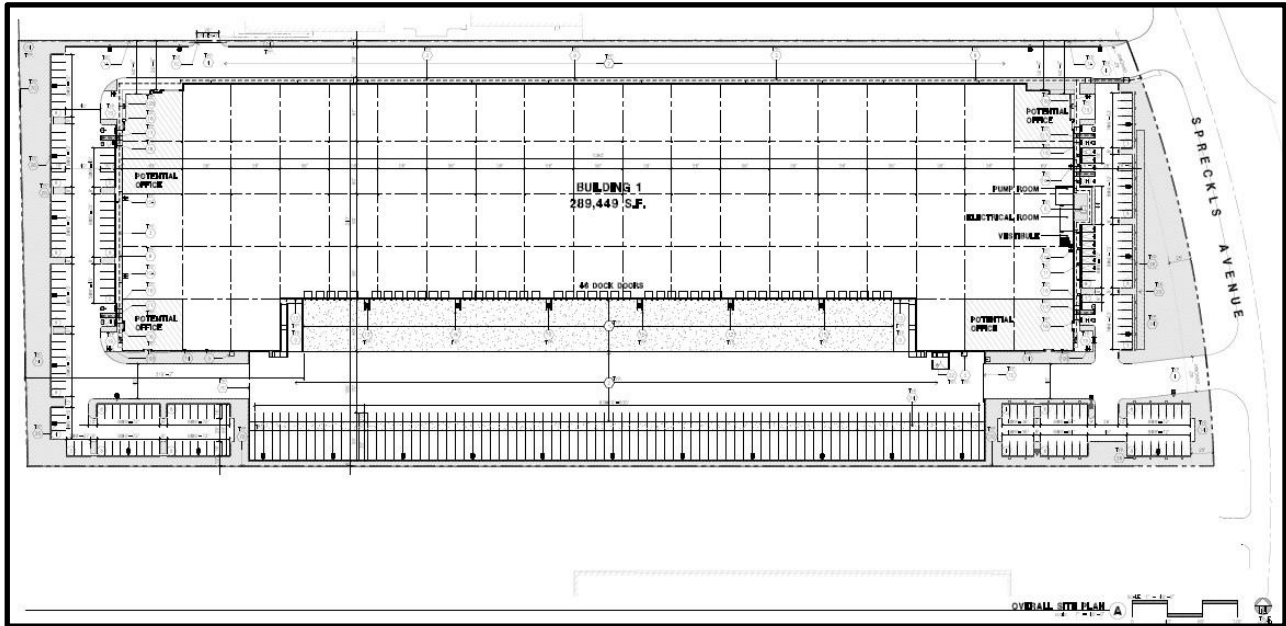


Figure 5: Site Plan

Project Plans are attached as Attachment 6. The proposed building is designed as a rectangular-shaped building with its elongated sides oriented parallel to the Project site's northern and southern boundaries. The proposed building would include 46 loading docks southern side of the building and 83 total truck trailer parking spaces. The truck courts/loading areas would be enclosed and screened from public viewing areas by landscaping and minimum 8-foot-tall screening walls, with 8-foot-tall wrought iron fencing used at the access points to the truck courts/loading areas. Passenger vehicle parking areas would be provided on the western and eastern sides of the building with a total of 184 on-site passenger vehicle spaces. Of the 184 spaces, 97 stalls would be designated as standard, 4 stalls would be designated Americans with Disabilities Act (ADA) Accessible, 4 stalls would be designated as ADA Van Accessible, 79 stalls would be designed as electric vehicle capable. The Project would also install 12 short-term and 12 long-term bike parking spaces.

Given the presence of existing single-family residential dwellings to the immediate west of the project site, care has been taken during design to minimize the environmental impacts of the construction and operation of a warehouse distribution facility on the existing dwellings. Solid walls are proposed to augment the 8-foot tall CMU block wall already in place on the western property line of the site, with heights of up to 14 feet proposed as mitigation measures (via Mitigation Measures MM 4.10-1 and MM 4.10-3 of the MMRP), and proposed landscaping plantings bulked on the western property line delineating the warehouse site from the neighboring residential include a higher density of trees (see Figure

ATTACHMENT 1

8). The proposed building would include 46 loading docks on the southern side of the building, intentionally oriented away from the residential area to the west of the project site, and 83 total truck trailer parking spaces. The truck courts/loading areas would be enclosed and screened from public viewing areas by landscaping and minimum 8-foot-tall screening walls, with 8-foot-tall wrought iron fencing used at the access points to the truck courts/loading areas.

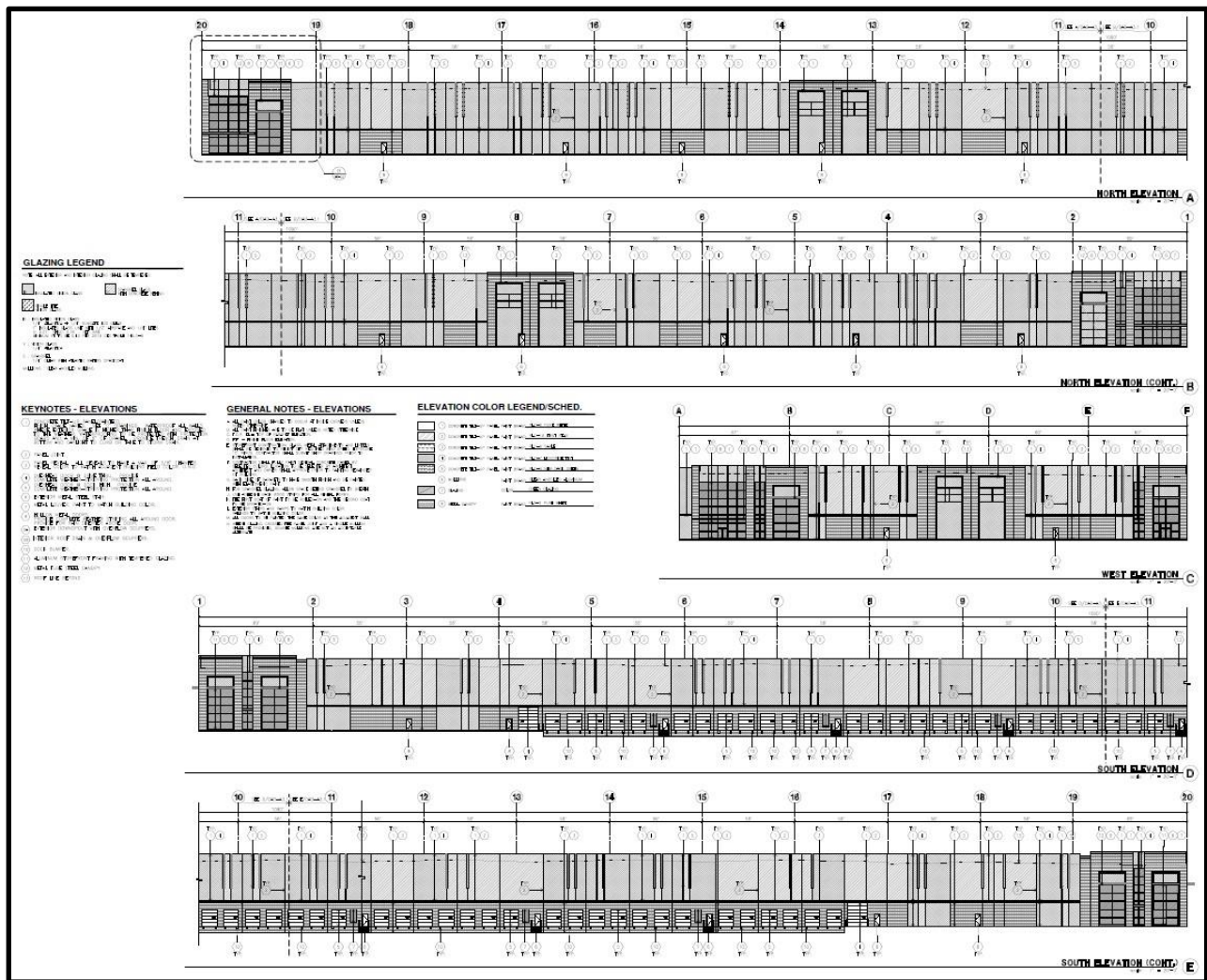


Figure 6a: Elevations

Access to the Project site would be provided by two driveways along Spreckels Avenue to the east, and a third entryway (restricted to passenger cars) along the utility access road of the adjacent industrial park to the north. Each of the three access points would include pre-security parking and a security gate. The first driveway, intended for both truck traffic and vehicle traffic, would be located at the northeast corner of the Project site along Spreckels Avenue. The second driveway, south of the first driveway along Spreckels Avenue, is also intended for both truck traffic and vehicle traffic. The third driveway, along the utility access road, is intended for passenger vehicle traffic only. Truck traffic would enter from either the northeast or southeast corner of the Project site and would follow the perimeter of the

ATTACHMENT 1

proposed building. Loading activities would be conducted on the south side of the building, shielded from view from the adjacent streets. Additionally, a traffic signal will be installed at the Spreckels Avenue and Phoenix Drive intersection.

As depicted in Figures 6a and 6b, the proposed building would be a one-story, 45-foot tall warehouse/distribution and office facility, which has been designed to be visually compatible with the adjacent buildings.

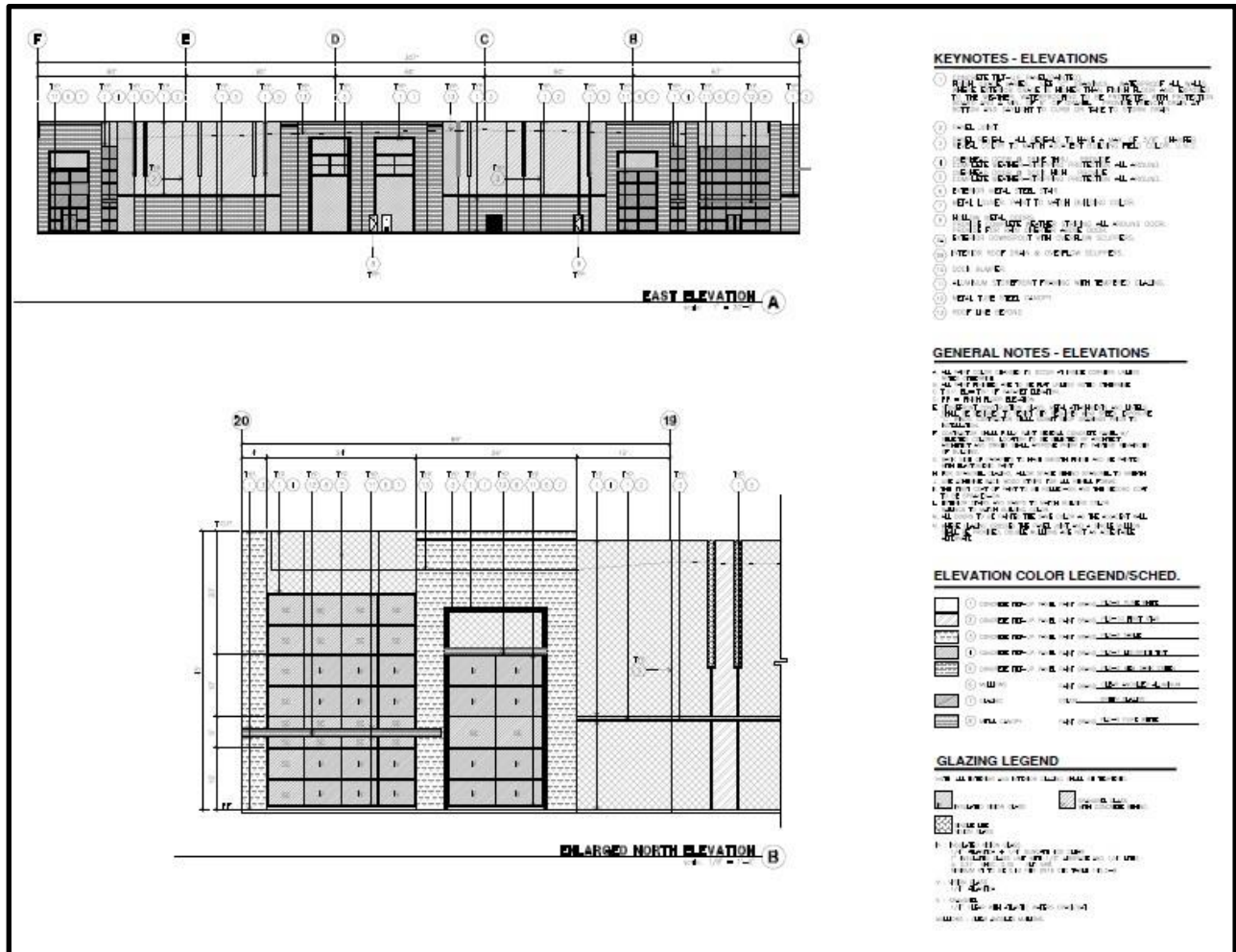


Figure 6b: Elevations

To eliminate the appearances of “sameness” or “flatness” from the publicly visible elevations, the primary color scheme of the proposed building would include varying shades of white, grays, and tan, and the proposed building would be constructed with concrete tilt-up panels, with special architectural features and colors at the potential office locations at the corners of the building to add architectural interest and break up the large planes on the sides of the main building, which also would feature low-reflective green glass (see Figure 7).



Figure 7: Architectural Rendering

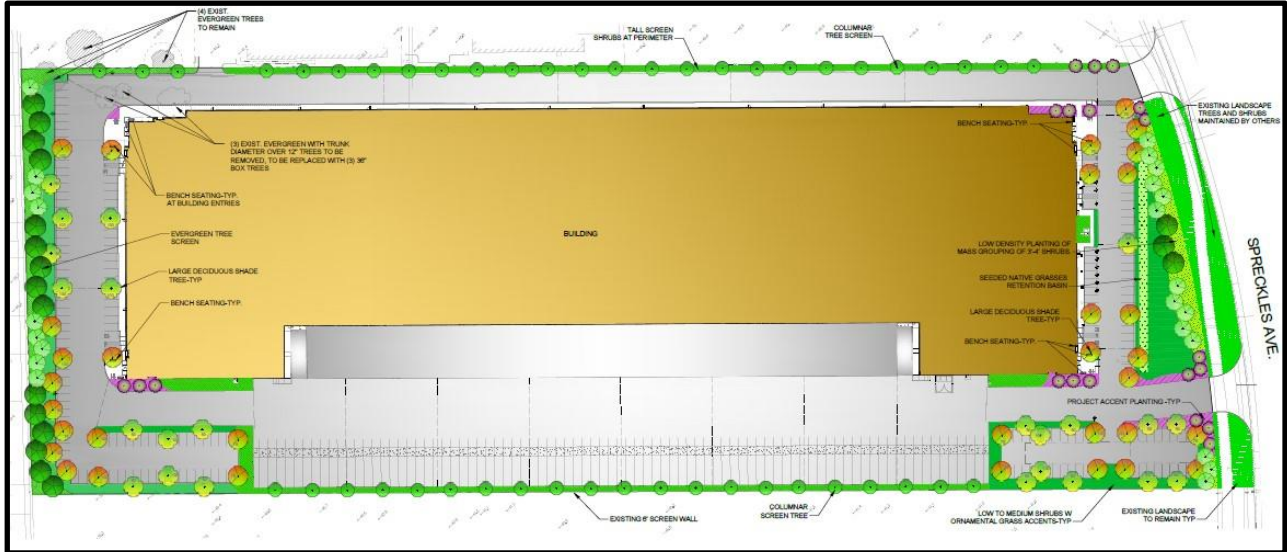


Figure 8: Landscape Plan

There are a total of 19 existing trees on the site, and the Project would require the removal of 3 existing trees at the northwestern corner, will and protect the other existing trees in place along the Project frontage. As depicted in Figure 8, Landscape Plan, proposed landscaping would be ornamental in nature, featuring trees, shrubs, and drought-tolerant accent plants in addition to a variety of groundcovers. Landscaping is proposed along the Project's frontage with Spreckels Avenue and along the Project site's northern, western, and

ATTACHMENT 1

southern boundaries. Landscaping also would occur at building entries and in and around automobile parking areas to shade and accent them. The proposed landscaping would provide a total of 41,357 square feet of shade (36,132 square feet is required). Additionally, the Project would comply with the Outdoor Potable Water Reduction Requirements of the California Green Building Standards Code 4.304 and the Manteca Water Efficient Landscape Ordinance. Exterior lighting would be installed on-site as necessary for safety, security, and wayfinding. Decorative architectural lighting as well as landscape lighting would also be installed to accent building entries as focal points throughout the site. Exterior loading and parking areas would also be illuminated at night. Lighting would be subject to compliance with all applicable Manteca Municipal Code sections, including Chapter 17.50, which requires all outdoor lighting to be designed, located, installed, directed downward or toward structures, shielded, and maintained in order to prevent glare, light trespass, and light pollution.

Site Plan and Design Review Findings

In order to approve a Site Plan and Design Review application, Section 17.10.060(F) of the Manteca Municipal Code requires that the Planning Commission make the following findings:

- 1. The proposed project is consistent with the objectives of the General Plan, complies with applicable zoning regulations, Planned Development, Master Plan or Specific Plan provisions, Improvement Standards, and other applicable standards and regulations adopted by the City.**

Analysis: The proposed development is intended to provide a regionally-serving commercial warehouse distribution center facility. As discussed previously, this intent and design is consistent with the goals and policies of the General Plan. It is also consistent with the allowances of the BIP Zoning District, and the requirements of the Spreckels Business Industrial Park Development Agreement, pursuant to the additional requirements and parameters of a Conditional Use Permit. The project will be conditioned to comply with all other applicable improvement standards and City regulations.

- 2. The proposed project will not create conflicts with vehicular, bicycle, or pedestrian transportation modes of circulation.**

Analysis: The proposed project has been reviewed for appropriate ingress and egress for vehicular, bicycle, and pedestrian access to ensure that there are no conflicts between movements of the new user and existing surrounding uses On Spreckels Avenue. Site access is proposed via two driveway encroachments from the Spreckels Avenue roadway, a STAA route, for both heavy truck and passenger vehicle traffic. Linkages from the site to the existing Manteca Tidewater Multiuser path, which exists on the project site's Spreckels Avenue frontage, are designed for the benefit of pedestrians and bicyclists. The project scope includes the signalization of the Spreckels Avenue/Phoenix Drive intersection, to further optimize and make safer vehicular, bicycle, and pedestrian modes of travel in the immediate vicinity of the project site.

ATTACHMENT 1

- 3. The site layout (orientation and placement of buildings and parking areas), as well as the landscaping, lighting, and other development features, is compatible with and complements the existing surrounding environment and ultimate character of the area under the General Plan.**

Analysis: The proposed project was reviewed to ensure compatibility with the character, scale, and quality of the existing development in the Business Industrial Park district area of which it is a part. The site design complies with all lighting and landscaping requirements and it enhances the safety and aesthetic feel around the project area, completing the final infill project along Spreckels Avenue in the Spreckels Business Park. The proposed building layout (per Figure 5) orients the loading dock doors away from adjacent residential parcels to the west, to mitigate noise and light impacts to those sensitive receptors, and other design features, such as landscape buffers and solid walls are intended to enhance the project aesthetically while mitigating environmental impacts to neighboring properties.

- 4. The proposed architecture, including the character, scale, and quality of the design, relationship with the site and other buildings, building materials, colors, screening of exterior appurtenances, exterior lighting and signing, and similar elements, establishes a clear design concept and is compatible with the character of buildings on adjoining and nearby properties.**

Analysis: The proposed building and site design are typical to large modern warehouse distribution center facilities; however, the developer has provided enhanced landscaping and screening to allow for a more scenic street presence, shading for guest parking, and for buffering for the adjacent homes (See Figures 5 and 8). Lighting is screened and downward-cast to prevent glare and light trespass, and a photo metric plan has been provided to demonstrate consistency of the proposed lighting with Zoning Ordinance requirements. The building finish treatments include color variation and surface differentiations to break up the "blockiness" of the large structure (see Figures 6a, 6b, and 7). The proposed building and site amenities are similar to other addresses in the Spreckels Business Park in the vicinity.

CONDITIONAL USE PERMIT REVIEW

Purpose

The purpose of a Conditional Use Permit is for the individual review of uses, typically having unusual site development features or operating characteristics, including the request to expand or modify a nonconforming use or structure. Conditional Use Permits are intended to ensure compatibility with surrounding areas and uses where such uses are deemed essential or desirable to the various elements or objectives of the General Plan.

In the particular case of this project, the Condition Use Permit is required by the underlying Title 17 zoning designation, warranted by the Table 17.22.020-1 requirement for the proposed warehousing use in the Business Industrial Park zoning district, and also the Spreckels Business Park Development Agreement in force for the parcel, which calls for a Conditional Use Permit where a residential use abuts an industrial use.

ATTACHMENT 1

Conditional Use Permit Findings

In order to approve a Conditional Use Permit, Section 17.10.130(E)(1) of the Manteca Municipal Code requires that the Planning Commission make the following findings:

1. The proposed project is consistent with the General Plan, any applicable Specific Plan, and all applicable provisions of this Title.

Analysis: The proposed development is intended to provide a regionally-serving commercial warehouse distribution center facility. As discussed previously, this intent and design is consistent with the goals and policies of the General Plan. It is also consistent with the allowances of the BIP Zoning District, and the requirements of the Spreckels Business Industrial Park Development Agreement, pursuant to the additional requirements and parameters of a Conditional Use Permit. The project will be conditioned to comply with all other applicable improvement standards and City regulations.

2. The establishment, maintenance, or operation of the use applied for will not, under the circumstances of the particular case (location, size, design, and operating characteristics), be detrimental to the health, safety, peace, morals, comfort, or general welfare of persons residing or working in the neighborhood of such use or to the general welfare of the city.

Analysis: The proposed project is consistent with the General Plan and zoning. As such, all foreseeable impacts associated with the development were analyzed in the City's General Plan Environmental Impact Report and it concluded that General Commercial use was suitable for the site. In addition, the City completed an Environmental Impact Report (EIR) to determine if there might be project level impacts to the neighboring homes and community. It concluded that with mitigation measures the project would have a less than significant impact on the environment. The project approval documents include a Mitigation Monitoring and Reporting Program (MMRP) which sets forth required project mitigation measures applicable to the construction and/or ongoing operation of the entitled facility, as well as monitoring requirements to ensure that the construction and operation of the facility is not detrimental or adversely impactful to neighbors or the community at large. One project impact, greenhouse gas emissions, was studied and deemed unmitigatable to a level less than significant, so a Findings of Fact and Statement of Overriding Considerations was prepared to document the benefits of the Project which outweigh the unavoidable adverse impacts, and document the decision. The project is being entitled under a Site Plan Review and a Conditional Use Permit. If at any time the operation of the facility is found to be out of compliance with any adopted project Condition or mitigation, a corrective action will be taken including, but not limited to revocation of the Conditional Use Permit allowing the ongoing operation of the facility.

ATTACHMENT 1

3. The proposed use is consistent with the purpose of the applicable district or districts.

Analysis: The proposed Warehouse/Distribution Center use is consistent with the established Business Industrial Park zoning district, and the Spreckels Business Industrial Park, of which this parcel is a part.

4. The proposed use meets the minimum requirements of this Title applicable to the use and complies with all other applicable laws, ordinances, and regulations of the city and state.

Analysis: The development of the industrial warehouse distribution center project as proposed meets the objectives of the Industrial (I) General Plan land use designation and corresponding Business Industrial Park (BIP) zoning of the City. The Conditional Use Permit was reviewed and Conditions of Approval are incorporated with this resolution as Attachment 7. During operation, the noise and any loud warehouse operation activities shall remain in compliance with all performance standards of Title 17 and all other applicable federal, state and local laws, ordinances, mitigations and regulations. In addition, the Conditional Use Permit can be revoked if the applicable laws, ordinances, and regulations are not followed.

STAFF CONCLUSION

Based on the facts and findings presented in this staff report, Planning Staff is recommending that the City of Manteca Planning Commission (1) adopt a Resolution certifying the Final Environmental Impact Report, adopting the Mitigation Monitoring and Reporting Program and Findings of Fact and Statement of Overriding Considerations for the Project, and (2) adopt a Resolution approving Site Plan Review SPC-24-29 and Conditional Use Permit UPJ-24-30 for the Prologis 2 Spreckels Distribution Center Project at 407 Spreckels Avenue (APN 221-250-35).

Report prepared by: Dave Ruby, AICP, Senior Planner

Attachments:

Attachment 2: Planning Commission Resolution for EIR, MMRP, FOF-SOOC

Attachment 3: Exhibit A - Mitigation Monitoring and Reporting Program

Attachment 4: Exhibit B - Findings of Fact and Statement of Overriding Considerations

Attachment 5: Planning Commission Resolution for Site Plan Review, Conditional Use Permit Entitlements

Attachment 6: Exhibit A - Project Plans

Attachment 7: Exhibit B - Conditions Of Approval

Attachment 8: Project Powerpoint Presentation

ATTACHMENT 1

Reviewed and Approved by:

Jesus R. Orozco, Deputy Director – Planning

Date