



Edmund G. Brown Jr.
Governor

STATE OF CALIFORNIA
Governor's Office of Planning and Research
State Clearinghouse and Planning Unit



Ken Alex
Director

January 31, 2012

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CITY OF MENLO PARK
BUILDING

Rachel Grossman
City of Menlo Park
701 Laurel Street
Menlo Park, CA 94025

Subject: Menlo Park Facebook Campus Project
SCH#: 2011042073

Dear Rachel Grossman:

The State Clearinghouse submitted the above named Draft EIR to selected state agencies for review. On the enclosed Document Details Report please note that the Clearinghouse has listed the state agencies that reviewed your document. The review period closed on January 30, 2012, and the comments from the responding agency (ies) is (are) enclosed. If this comment package is not in order, please notify the State Clearinghouse immediately. Please refer to the project's ten-digit State Clearinghouse number in future correspondence so that we may respond promptly.

Please note that Section 21104(c) of the California Public Resources Code states that:

"A responsible or other public agency shall only make substantive comments regarding those activities involved in a project which are within an area of expertise of the agency or which are required to be carried out or approved by the agency. Those comments shall be supported by specific documentation."

These comments are forwarded for use in preparing your final environmental document. Should you need more information or clarification of the enclosed comments, we recommend that you contact the commenting agency directly.

This letter acknowledges that you have complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act. Please contact the State Clearinghouse at (916) 445-0613 if you have any questions regarding the environmental review process.

Sincerely,

Scott Morgan
Director, State Clearinghouse

Enclosures

cc: Resources Agency

**Document Details Report
State Clearinghouse Data Base**

SCH# 2011042073
Project Title Menlo Park Facebook Campus Project
Lead Agency Menlo Park, City of

Type EIR Draft EIR
Description Note: Extended review per lead to end on 1/30/12.

Facebook, Inc. (Project Sponsor) plans to move its operation from its existing facilities in the Palo Alto to Menlo Park. The Project Sponsor proposes to move its operations to two sites located north of US 101 near the intersection of Bayfront Expressway and Willow Road. The first phase includes modifications to the existing Conditional Development Permit (CDP) that applies to the East Campus by converting the 3,600 employee cap included in the CDP into a vehicle trip cap for the East Campus. The Trip Cap would allow approximately 6,600 employees to occupy the East Campus. The second phase would include developing the West Campus. The existing buildings at the West Campus would be demolished and developed with office buildings and amenities structures totaling approximately 440,000 sf and would accommodate about 2,800 employees.

Lead Agency Contact

Name Rachel Grossman
Agency City of Menlo Park
Phone 650 330 6737 **Fax**
email
Address 701 Laurel Street
City Menlo Park **State** CA **Zip** 94025

Project Location

County San Mateo
City Menlo Park
Region
Lat / Long 37° 28' 54" N / 122° 10' 01" W
Cross Streets Bayfront Expressway/Willow Road
Parcel No. 055-260-210, etc.

| Township | Range | Section | Base |
|-----------------|--------------|----------------|-------------|
|-----------------|--------------|----------------|-------------|

Proximity to:

Highways SR 84, 114, 109, US 101
Airports
Railways Dumbarton ROW
Waterways SF Bay, Ravenswood Slough
Schools Belle Haven ES
Land Use General Industrial, M-2-X, M-2. ~57 acres is occupied by offices and amenities while the remaining ~22 acres is unoccupied.

Project Issues Aesthetic/Visual; Agricultural Land; Air Quality; Archaeologic-Historic; Biological Resources; Coastal Zone; Drainage/Absorption; Economics/Jobs; Flood Plain/Flooding; Forest Land/Fire Hazard; Geologic/Seismic; Minerals; Noise; Population/Housing Balance; Public Services; Recreation/Parks; Schools/Universities; Sewer Capacity; Soil Erosion/Compaction/Grading; Solid Waste; Toxic/Hazardous; Traffic/Circulation; Vegetation; Water Quality; Water Supply; Wetland/Riparian; Growth Inducing; Landuse; Cumulative Effects; Other Issues

Reviewing Agencies Resources Agency; Department of Fish and Game, Region 3; Office of Historic Preservation; Department of Parks and Recreation; Department of Water Resources; California Highway Patrol; Caltrans, District 4; Regional Water Quality Control Board, Region 2; Department of Toxic Substances Control; Native American Heritage Commission; Public Utilities Commission

Note: Blanks in data fields result from insufficient information provided by lead agency.

**Document Details Report
State Clearinghouse Data Base**

Date Received 12/07/2011

Start of Review 12/07/2011

End of Review 01/30/2012



Department of Toxic Substances Control

Matthew Rodriguez
Secretary for
Environmental Protection

Deborah O. Raphael, Director
1001 "I" Street
P.O. Box 806
Sacramento, California 95812-0806

Edmund G. Brown Jr.
Governor

January 30, 2012

1/30/12
Clear
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Ms. Rachel Grossman, Associate Planner
City of Menlo Park
Community Development Department, Planning Division
701 Laurel Street
Menlo Park, California 94205

Menlo Park Facebook Campus Draft EIR (SCH# 2011042073)

Dear Ms. Grossman:

Thank you for the opportunity to review and comment on this document. As indicated in our prior Notice of Preparation comments of May 23, 2011, DTSC has existing remediation, monitoring and land use restrictions for hazardous materials on the West site. Any design for the site would need to acknowledge and maintain (or, with DTSC's consent, alter) said remedial measures at the site. The West area of the site is currently not being evaluated to a construction level of detail and is indicated as Phase 2 of the proposed campus. As a result, no grading or construction detail has been provided to either the City or the DTSC.

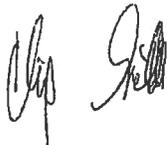
Lacking such detail, DTSC cannot provide specific comments or further detail on what remediation is necessary and how it should be conducted. The mitigation measures and design concepts included in the EIR will first need to be applied on a site specific level. No specific proposal for the layout, design or construction of the facilities has been brought to our attention. No additional remediation of the site, grading plans or land use covenant alteration has yet been proposed.

Therefore, both the EIR and DTSC now anticipate a separate DTSC conducted CEQA review process for grading and construction of the West area and/or any alteration of the existing land use controls and monitoring on the site. DTSC looks forward to future discussion with the City and the applicants on their site layout and designs. Such discussion will also need to consider the occupancy, receptors present, and traffic levels at that time.

Rachel Grossman
January 30, 2012
Page 2

Should you have any questions regarding this letter, please contact me at (510) 540-3773 or via email at CGribble@dtsc.ca.gov.

Sincerely,



Chip Gribble, P.G., Project Manager
Brownfields and Environmental Restoration Program
Berkeley Office

cc Governor's Office of Planning and Research
State Clearinghouse
PO Box 3044
Sacramento, California 95812-3044

Kathie Schievelbein
CEQA Tracking Center
Department of Toxic Substances Control
PO Box 806 Sacramento California 95812-0806

STATE OF CALIFORNIA—BUSINESS, TRANSPORTATION AND HOUSING AGENCY

EDMUND G. BROWN Jr., Governor

DEPARTMENT OF TRANSPORTATION

111 GRAND AVENUE
P. O. BOX 23660
OAKLAND, CA 94623-0660
PHONE (510) 286-5541
FAX (510) 286-5559
TTY 711

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SMVAR003
SCH#2011042073

January 30, 2012

Ms. Rachel Grossman
Planning Division
Community Development Department
City of Menlo Park
701 Laurel Street
Menlo Park, CA 94025

Dear Ms. Grossman:

Menlo Park Facebook Campus Project – Draft Environmental Impact Report

Thank you for including the California Department of Transportation (Department) in the environmental review process for the Menlo Park Facebook Campus Project. The following comments are based on the Draft Environmental Impact Report (DEIR).

West Campus Site Access

Figure 2-10 shows a main entrance to the West Campus site and a secondary entry upstream, or west of the main entrance along Bayfront Expressway (State Route [SR] 84), which is classified as an expressway. The Department maintains access control along this section of SR 84 meaning that new and/or relocated access points are not normally permitted. We recommend that you contact us as soon as possible to discuss the location of the proposed driveways as modifications to the site plan may be necessary.

Proposed Undercrossing Features

For the proposed people mover, pump system and lighting in the undercrossing that connects the East Campus site with the West Campus site, it will be necessary for the City of Menlo Park (City) to enter into or modify an existing Maintenance Agreement with the Department to delineate appropriate maintenance responsibilities for all project features associated with the undercrossing.

Project Initiation Document

Please be advised that any work within the State right-of-way (ROW) greater than one million dollars in cost may require a Project Initiation Document that is approved by the Department. Specifically, please refer to Chapter 9 of the *Project Development Procedures Manual (PDPM)* for more details. The PDPM is available at the following URL:
<http://www.dot.ca.gov/hq/oppd/pdpm/pdpmn.htm>

Ms. Rachel Grossman/City of Menlo Park
January 30, 2012
Page 2

Encroachment Permit

The DEIR acknowledges that encroachment permits will be required for certain project components. Please be advised that any work or traffic control that encroaches onto the state right-of-way (ROW) requires an encroachment permit that is issued by the Department. To apply, a completed encroachment permit application, environmental documentation, and five (5) sets of plans clearly indicating state ROW must be submitted to:

Office of Permits
California Department of Transportation, District 4
P.O. Box 23660
Oakland, CA 94623-0660

Traffic-related mitigation measures should be incorporated into the construction plans during the encroachment permit process. See the website link below for more information.

<http://www.dot.ca.gov/hq/traffops/developserv/permits/>

Scope of Traffic Analysis

Since most project trips are bound to US-101, please provide ramp level of service (LOS) and freeway segment analysis between the Santa Clara county line and Woodside Road.

Trip Rate and Generated Traffic Estimates

For the analysis on pages 3.5-34, -44 and -73, Table 3.5-8 (*East Campus 3,600 Employee Trip Generation*) shows AM (PM) generated trips as 1,434 (1,076), indicating a rate of 0.398 (0.299) as a result of dividing the assumed 3,600 employee trips by the generated traffic. Further, this rate is presented as that corresponding with the Corporate Headquarters Building land use classification. However, the Institute of Transportation Engineer's (ITE's) *Trip Generation, Eighth Edition*, shows AM (PM) trip rates of 0.45 (0.38) for this land use classification. Based on the ITE rates, we calculate anticipated trips to be 1,620 (1,368), which is a difference of 186 (292) between the results in the DEIR and what we would expect to see based on the assumptions provided. It therefore appears that the trips projected for the project are underestimated in the analysis. Please either provide additional information to support the numbers used or modify the tables used in your analysis if these numbers were used in error.

Reduction of Generated Trips by Transit

The analysis applies a 25% trip reduction factor through the use of transit beginning in year 2015, with explanation that the City required this reduction as a prior condition of approval for Sun Microsystems at the same project site. Please provide additional plans or other information that would support this reduction factor or to otherwise identify an appropriate transit trip reduction factor.

Cumulative Analysis

The analysis uses 2025 as the base year for cumulative analysis. Given the current year of 2012, this results in a 13-year cumulative analysis horizon. A General Plan buildout scope is normally appropriate for analyzing cumulative impacts. Please modify your cumulative analysis to consider the buildout scenario for the General Plan, including amendments.

Ms. Rachel Grossman/City of Menlo Park

January 30, 2012

Page 3

Should you have any questions regarding this letter, please contact me by telephone at (510) 286-5541, or by email at gary_arnold@dot.ca.gov, or contact Sandra Finegan of my staff by telephone at (510) 622-1644, or by email at sandra_finegan@dot.ca.gov.

Sincerely,



GARY ARNOLD

District Branch Chief

Local Development - Intergovernmental Review

cc: Scott Morgan, State Clearinghouse



EDMUND G. BROWN JR.
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STATE OF CALIFORNIA
GOVERNOR'S OFFICE *of* PLANNING AND RESEARCH
STATE CLEARINGHOUSE AND PLANNING UNIT



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DIRECTOR

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CITY OF MENLO PARK
BUILDING

Memorandum

Date: January 26, 2012
To: All Reviewing Agencies
From: Scott Morgan, Director
Re: SCH # 2011042073
Menlo Park Facebook Campus Project

Pursuant to the attached letter, the Lead Agency has extended the review period for the above referenced project to January 30, 2012 to accommodate the review process. All other project information remains the same.

cc: Rachel Grossman
City of Menlo Park
701 Laurel Street
Menlo Park, CA 94025

KIRSTEN KEITH
MAYOR

PETER OMTAKI
MAYOR PRO TEM

ANDREW COHEN
COUNCIL MEMBER

RICHARD CLINE
COUNCIL MEMBER

KELLY FERGUSSON
COUNCIL MEMBER



701 LAUREL STREET, MENLO PARK, CA 94025-3483
www.menlopark.org

Building
TEL 650.330.6704
FAX 650.327.5403

City Clerk
TEL 650.330.6620
FAX 650.328.7935

City Council
TEL 650.330.6630
FAX 650.328.7935

City Manager's Office
TEL 650.330.6610
FAX 650.328.7935

Community Services
TEL 650.330.2200
FAX 650.324.1721

Engineering
TEL 650.330.6740
FAX 650.327.5497

Environmental
TEL 650.330.6763
FAX 650.327.5497

Finance
TEL 650.330.6640
FAX 650.327.5391

**Housing &
Redevelopment**
TEL 650.330.6706
FAX 650.327.1759

Library
TEL 650.330.2500
FAX 650.327.7030

Maintenance
TEL 650.330.6780
FAX 650.327.1953

Personnel
TEL 650.330.6670
FAX 650.327.5362

Planning
TEL 650.330.6702
FAX 650.327.1653

Police
TEL 650.330.6300
FAX 650.327.4314

Transportation
TEL 650.330.6770
FAX 650.327.5497

January 26, 2012

Christine Rodriguez
State Clearinghouse Manager
State Clearinghouse
1400 Tenth Street
Sacramento, CA 95814

VIA FAX: (916) 323-3018

RE: Facebook Campus Project (SCN No. 2011042073), Comment Period Extension

Ms. Rodriguez:

Per your discussion with Jackie Ha at Atkins on Wednesday January 25, 2012, this letter is to formally notify the State Clearinghouse that the City of Menlo Park has extended the comment period on the Menlo Park Facebook Campus Project Draft EIR (SCH No. 2011042073) by one week. The original end date for the public comment period as indicated in the Notice of Completion is 1/23/2012. It is now extended until 5:30pm on 1/30/2012. Please update this information as appropriate in the relevant databases.

Please do not hesitate to contact me if you have any follow-up questions.

Sincerely,

Rachel Grossman
Associate Planner



Notice of Completion & Environmental Document Transmittal

Mail to: State Clearinghouse, P.O. Box 3044, Sacramento, CA 95812-3044 (916) 445-0613
For Hand Delivery/Street Address: 1400 Tenth Street, Sacramento, CA 95814

SCH # 2011042073

Project Title: Menlo Park Facebook Campus Project

Lead Agency: City of Menlo Park Contact Person: Rachel Grossman
Mailing Address: 701 Laurel Street Phone: 650-330-6737
City: Menlo Park Zip: 94025 County: San Mateo County

Project Location: County: San Mateo County City/Nearest Community: Menlo Park

Cross Streets: Bayfront Expressway/Willow Road Zip Code: 94025

Longitude/Latitude (degrees, minutes and seconds): 37 28 54 N / 122 10 01 W Total Acres: ~79

Assessor's Parcel No.: 055-260-210, etc. Section: Twp: Range: Base: Pulgas

Within 2 Miles: State Hwy #: SRs 84, 114, 109, US 101 Waterways: SF Bay, Ravenswood Slough

Airports: n/a Railways: Dumbarton ROW Schools: Belle Haven Elementary

Document Type:

CEQA: [] NOP [] Early Cons [] Neg Dec [] Mit Neg Dec [x] Draft EIR [] Supplement/Subsequent EIR (Prior SCH No.) [] Other: NEPA: [] NOI [] EA [] Draft EIS [] FONSI Other: [] Joint Document [] Final Document [] Other: RECEIVED DEC - 7 2011 STATE CLEARING HOUSE

Local Action Type:

[] General Plan Update [] General Plan Amendment [] General Plan Element [] Community Plan [] Specific Plan [] Master Plan [] Planned Unit Development [] Site Plan [] Rezone [] Prezone [] Use Permit [] Land Division (Subdivision, etc.) [] Annexation [] Redevelopment [] Coastal Permit [] GDP Rev., DA

Development Type:

[] Residential: Units Acres [] Office: Sq.ft. ~1.5mil Acres ~79 Employees ~9,400 [] Commercial: Sq.ft. Acres Employees [] Industrial: Sq.ft. Acres Employees [] Educational: [] Recreational: [] Water Facilities: Type MGD [] Transposition: Type [] Mining: Mineral [] Power: Type MW [] Waste Treatment: Type MGD [] Hazardous Waste: Type [] Other:

Project Issues Discussed in Document:

[x] Aesthetic/Visual [x] Agricultural Land [x] Air Quality [x] Archeological/Historical [x] Biological Resources [x] Coastal Zone [x] Drainage/Absorption [x] Economic/Jobs [] Fiscal [x] Flood Plain/Flooding [x] Forest Land/Fire Hazard [x] Geologic/Seismic [x] Minerals [x] Noise [x] Population/Housing Balance [x] Public Services/Facilities [x] Recreation/Parks [x] Schools/Universities [] Septic Systems [x] Sewer Capacity [x] Soil Erosion/Compaction/Grading [x] Solid Waste [x] Toxic/Hazardous [x] Traffic/Circulation [x] Vegetation [x] Water Quality [x] Water Supply/Groundwater [x] Wetland/Riparian [x] Growth Inducement [x] Land Use [x] Cumulative Effects [x] Other: Climate Change

Present Land Use/Zoning/General Plan Designation:

General Industrial, M-2-X, M-2. ~57 acres is occupied by offices and amenities while the remaining ~22 acres is unoccupied.

Project Description: (Please use a separate page if necessary)

Facebook (Project Sponsor) is moving its operations from its existing facilities in the City of Palo Alto to the City of Menlo Park (City). The Project Sponsor proposes to move its operations to two sites located north of US 101 near the intersection of Bayfront Expressway and Willow Road. The first phase includes modifications to the existing Conditional Development Permit (CDP) that applies to the East Campus by converting the 3,600 employee cap included in the CDP into a vehicle trip cap for the East Campus. The Trip Cap would allow approximately 6,600 employees to occupy the East Campus. The second phase would include developing the West Campus. The existing buildings at the West Campus would be demolished and developed with office buildings and amenities structures totaling approximately 440,000 sf and would accommodate about 2,800 employees.

State Clearinghouse Contact:

(916) 445-0613

Project Sent to the following State Agencies

State Review Began: 12-07-2011
SCH COMPLIANCE: 1-30-2012 Extended
Resources: [x] Boating & Waterways [x] Coastal Comm [x] Colorado Rvr Bd [x] Conservation [x] Fish & Game # 3 [x] Delta Protection Comm [x] Cal Fire [x] Historic Preservation [x] Parks & Rec [x] Central Valley Flood Prot. [x] Bay Cons & Dev Comm [x] DWR [x] Cal EMA [x] Resources, Recycling and Recovery
State/Consumer Svcs: [] General Services [] Cal EPA [] ARB: Airport/Energy Projects [] ARB: Transportation Projects [] ARB: Major Industrial Projects [] SWRCB: Div. Financial Assist. [] SWRCB: Wtr Quality [] SWRCB: Wtr Rights [x] Reg. WQCB # 2 [x] Toxic Sub Ctrl-CTC [] Wtr/Adlt Corrections [] Corrections [] Independent Comm [] Energy Commission [x] NAHC [x] Public Utilities Comm [] State Lands Comm [] Tahoe Rgl Plan Agency [] Conservancy [] Other:

Please note State Clearinghouse Number (SCH#) on all Comments

SCH#: 2011042073

Please forward late comments directly to the Lead Agency

AQMD/APCD 2

(Resources: 12, 10)