Survey of Environmental Reporting Pertaining to Vallco Site USTs and Hazardous Materials

Vallco SB 35 and Vallco Specific Plan Site Usage

June 21, 2018

CONTENTS

SUMMARY

There are gross omissions, in the Vallco DEIR environmental reporting, namely, that a 1,000 gallon waste oil underground storage tank (UST) from 1969 was never filed as being removed and the 2018 site inspection by Cornerstone Earth Group found a lid in the location where that UST would have been located and elected to not open the lid to look inside, then claim that the Proposed Project and alternatives would have no significant impact.

This potential UST is mentioned in the current ESA, but the three reports provided by the Vallco property owner dated 2003, 2006, and 2013 which are included in the DEIR Appendices, do not mention the 1,000 gallon tank. Additionally, the Vallco property owner did not fill out the

questionnaire provided by Cornerstone Earth Group and did not provide previous property owner information.

The whereabouts of a 500 gallon UST is unknown:

> Fire Department records contained a contract dated June 12, 1986 between Sears, Roebuck and Company and K.E. Curtis Construction Company for the removal of a 500 gallon UST. No details regarding the contents or location of the UST were described in the contract, and no other records pertaining to a UST removal at Sears in 1986, or later, were identified during this study. It appears plausible that this contract was for the removal of the waste oil UST discussed above (if the UST is no longer present). Alternatively, a different undocumented UST may have been removed from the Site.

(Cornerstone Earth Group, Appendix E Part 1, p. 28)

Readings *exceeding allowable for residential*:

> In October 1994, the dispenser islands, product piping and vent lines associated with the gasoline USTs were removed. Subsequent soil sampling revealed petroleum hydrocarbon contamination above laboratory reporting limits in 5 of 20 soil samples collected from the gasoline UST piping area and in 4 of 5 soil samples collected from the oil UST piping area.
>
> - TPHg was detected above laboratory reporting limits in 3 of 25 soil samples analyzed at concentrations ranging between 25 mg/kg and 3,000 mg/kg. The detected concentrations of TPHg exceeded the Water Board's Tier 1 ESL for TPHg (100 mg/kg) in 1 of the 25 samples (sample 2AST).
> - Benzene was detected above laboratory reporting limits in 5 of 25 soil samples at concentrations ranging between 0.009 mg/kg and 2.4 mg/kg. The detected concentrations of benzene exceeded its residential DTSC-SL[2] (0.33 mg/kg) in 1 of the 25 samples (sample 2AST).
> - TRPH was detected above laboratory reporting limits in 4 of 5 soil samples analyzed at concentrations ranging between 1 mg/kg and 1,300 mg/kg. The detected
>
> [2] BTEX concentrations were compared to screening levels established by the California Department of Toxic Substances Control (DTSC) Human and Ecological Risk Office (HERO) (DTSC-SLs, January 2018). As recommended by the DTSC, US EPA Regional Screening Levels (RSLs) were used for analytes for which no DTSC-SLs have been established.
>
> Vallco Special Area Specific Plan Parcels 118-71-2 Page 11

(Cornerstone Earth Group, Appendix E, Part 1, p. 11)

There is an existing on site battery acid neutralization chamber, not removed.

There is no mention of whether there are remaining USTs from when the orchard was operating (which was up until 1974 according to the aerial photographs). There is a group of buildings near the intersection of N. Wolfe Rd. and Stevens Creek Blvd. which may have had a UST.

Sedgwick annex site, for instance, had a UST presumably for farm equipment. One building historically shows up on Vallco Parkway which may have had a UST.

The ice rink had allegedly required some environmental cleanup which is undocumented.

There was no testing for pesticides while mentioning they were likely used. Pesticides used historically in the area include lead arsenate and DDT until they were banned.

"In Santa Clara, officials also have learned that old farmland often holds surprises. At the city's Ulistac Natural Area, which once held an orchard and then a golf course, testing to create a wetland revealed that significant amounts of soil were contaminated with DDT, lead and arsenic…" (Lynch)

Removing contaminated soil is expensive and may require long haul distances not anticipated in the Vallco DEIR regarding GHG:
http://www.santacruzsentinel.com/article/NE/20150811/NEWS/150819937

Since no soil samples to determine if lead arsenate or DDT are in the soils, there can be no way of denying their presence. Additionally, the JC Penney site has a large mound of soil, about 20' above natural prior grade which may potentially have an even higher concentration of pesticide contamination due to collecting and depositing soil from other areas of the site there.

The site has not been cleared for residential uses and it is not clear whether the 1,000 gallon storage tank and associated piping has been removed, it seems it is in place.

The site was designated on a map in the General Plan as retail/office/residential, a change which occurred in the General Plan Amendment December 4, 2014, and there was *no environmental survey* of the site for suitability as residential. See City Council resolution 14-211, December 4, 2014 which references the DEIR for the GPA. This site needs to be removed from the listings for residential use and have hearings according to the process outlined in the General Plan after May 31, 2018. Due to the findings on the site and need for further sampling, this site should not be included for residential until substantial environmental review has been performed.

VALLCO SPECIAL AREA DEIR INDICATES PROJECT ON LIST OF HAZARDOUS MATERIALS SITES PURSUANT TO GOV. CODE § 65962.5 NOT SB 35 ALLOWABLE

"Impact HAZ-2: The project (and project alternatives) is located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5;" See Draft Environmental Impact Report for Vallco Specific Plan Special Area, SCH# 2018022021, p. 143, PDF 179. http://www.cupertino.org/home/showdocument?id=20887

The JC Penney's and the Sears Automotive sites are on the Leaking Underground Storage Tank (LUST) List compiled by the State Water Resources Control Board.

http://geotracker.waterboards.ca.gov/profile_report.asp?global_id=T0608500770

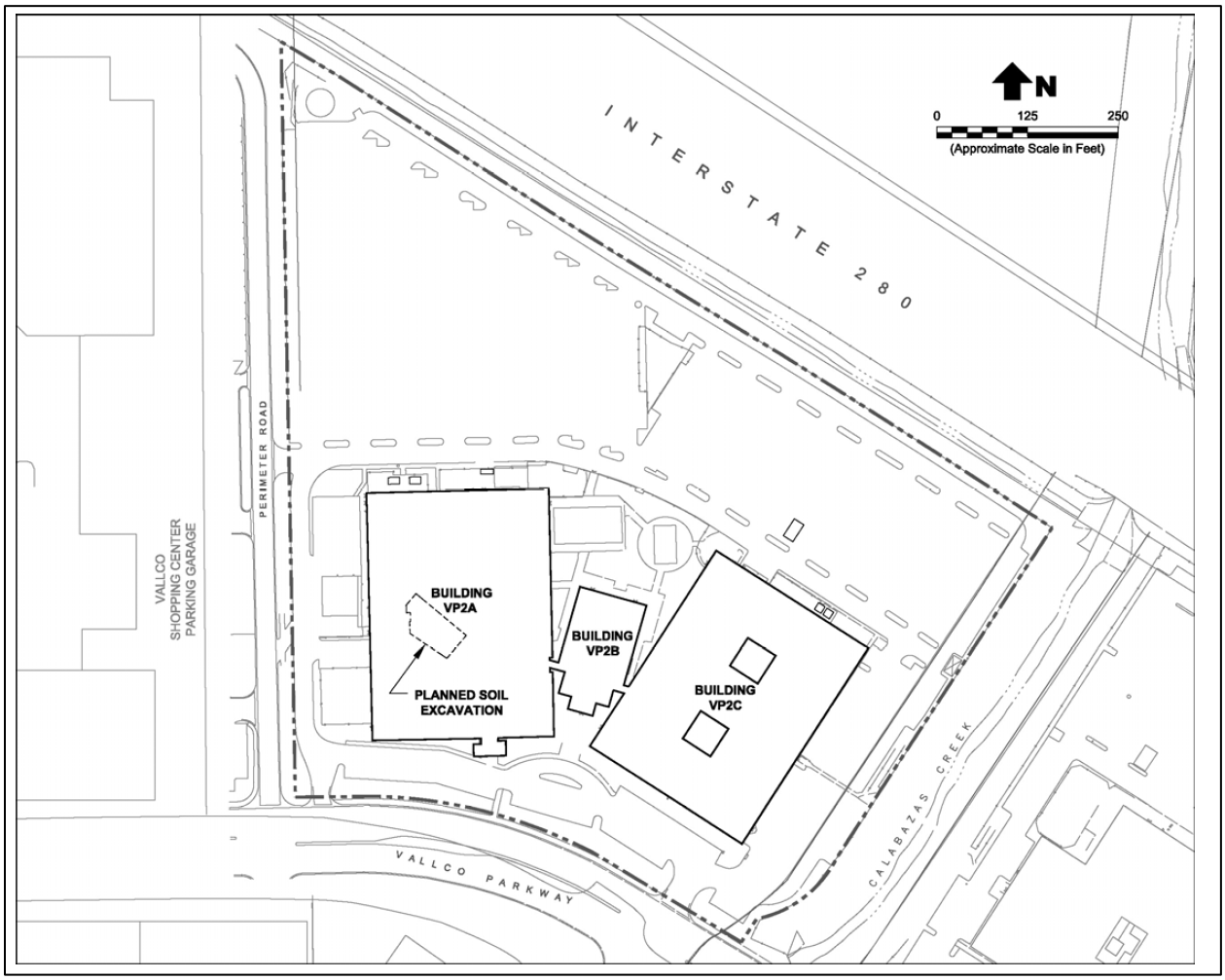
http://geotracker.waterboards.ca.gov/profile_report.asp?global_id=T0608552828

Because no previous study provided by the Vallco property owner mentioned the 1,000 gallon UST which the current ESA mentions, and because that tank is from 1969, and the lack of a clear timeline on the USTs on the site, there may be others not described.

Lastly, state and federal law requires reporting on USTs, if the cover found is indeed the 1,000 gallon UST described, it has to be reported:

https://www.waterboards.ca.gov/ust/tech_notices/docs/ca_fed_regs.pdf

Directly adjacent to the Vallco mall site is 19,333 Vallco Parkway, which is prohibited from housing, day cares, etc.:
http://geotracker.waterboards.ca.gov/profile_report?global_id=T10000000740



The 19,333 Vallco site contamination included PCE and Freon 113, the site is closed in the public record but has a deed restriction:

- DAY CARE CENTER PROHIBITED
- ELDER CARE CENTER PROHIBITED
- HOSPITAL USE PROHIBITED
- LAND USE COVENANT
- NOTIFY AFTER CHANGE OF PROPERTY OWNER
- NOTIFY PRIOR TO CHANGE IN LAND USE
- PUBLIC OR PRIVATE SCHOOL FOR PERSONS UNDER 21 PROHIBITED
- RESIDENCE USE PROHIBITED

TEXT OF SB 35 GOV. CODE § 69513.4(A)(6)(E).

Gov. Code § 69513.4(a)(6)(E):

(a) A development proponent may submit an application for a development that is subject to the streamlined, ministerial approval process provided by subdivision (b) and not subject to a conditional use permit if the development satisfies all of the following objective planning standards:

> *(6) The development is not located on a site that is any of the following:*
>
> > *(E) A hazardous waste site that is listed pursuant to Section 65962.5 or a hazardous waste site designated by the Department of Toxic Substances Control pursuant to Section 25356 of the Health and Safety Code, unless the Department of Toxic Substances Control has cleared the site for residential use or residential mixed uses.*

TEXT OF GOV. CODE § 65962.5.

GOVERNMENT CODE - GOV
TITLE 7. PLANNING AND LAND USE [65000 - 66499.58]
(Heading of Title 7 amended by Stats. 1974, Ch. 1536.)
DIVISION 1. PLANNING AND ZONING [65000 - 66210]
(Heading of Division 1 added by Stats. 1974, Ch. 1536.)
CHAPTER 4.5. Review and Approval of Development Projects [65920 - 65964.1]
(Chapter 4.5 added by Stats. 1977, Ch. 1200.)
ARTICLE 6. Development Permits for Classes of Projects [65960 - 65964.1]
(Article 6 added by Stats. 1978, Ch. 1271.)

(a) The Department of Toxic Substances Control shall compile and update as appropriate, but at least annually, and shall submit to the Secretary for Environmental Protection, a list of all of the following:

(1) *All hazardous waste facilities subject to corrective action pursuant to Section 25187.5 of the Health and Safety Code.*
(2) All land designated as hazardous waste property or border zone property pursuant to former Article 11 (commencing with Section 25220) of Chapter 6.5 of Division 20 of the Health and Safety Code.
(3) All information received by the Department of Toxic Substances Control pursuant to Section 25242 of the Health and Safety Code on hazardous waste disposals on public land.
(4) *All sites listed pursuant to Section 25356 of the Health and Safety Code.*
(b) The State Department of Health Services shall compile and update as appropriate, but at least annually, and shall submit to the Secretary for Environmental Protection, a list of all public drinking water wells that contain detectable levels of organic contaminants and that are subject to water analysis pursuant to Section 116395 of the Health and Safety Code.
(c) The State Water Resources Control Board shall compile and update as appropriate, but at least annually, and shall submit to the Secretary for Environmental Protection, a list of all of the following:
(1) *All underground storage tanks for which an unauthorized release report is filed pursuant to Section 25295 of the Health and Safety Code.*
(2) All solid waste disposal facilities from which there is a migration of hazardous waste and for which a California regional water quality control board has notified the Department of Toxic Substances Control pursuant to subdivision (e) of Section 13273 of the Water Code.
(3) *All cease and desist orders issued after January 1, 1986, pursuant to Section 13301 of the Water Code, and all cleanup or abatement orders issued after January 1, 1986, pursuant to Section 13304 of the Water Code, that concern the discharge of wastes that are hazardous materials.*
(d) The local enforcement agency, as designated pursuant to Section 18051 of Title 14 of the California Code of Regulations, shall compile as appropriate, but at least annually, and shall submit to the Department of Resources Recycling and Recovery, a list of all solid waste disposal facilities from which there is a known migration of hazardous waste. The Department of Resources Recycling and Recovery shall compile the local lists into a statewide list, which shall be submitted to the Secretary for Environmental Protection and shall be available to any person who requests the information.
(e) The Secretary for Environmental Protection shall consolidate the information submitted pursuant to this section and distribute it in a timely fashion to each city and county in which sites on the lists are located. The secretary shall distribute the information to any other person upon request. The secretary may charge a reasonable fee to persons requesting the information, other than cities, counties, or cities and counties, to cover the cost of developing, maintaining, and reproducing and distributing the information.
(f) *Before a lead agency accepts as complete an application for any development project which will be used by any person, the applicant shall consult the lists sent to the appropriate city or county and shall submit a signed statement to the local agency indicating whether the project and any alternatives are located on a site that is included on any of the lists compiled pursuant to this section and shall specify any list. If the site is included on a list, and the list is not specified on the statement, the lead agency shall notify the applicant pursuant to Section 65943. The statement shall read as follows:*

HAZARDOUS WASTE AND SUBSTANCES STATEMENT	
The development project and any alternatives proposed in this application are contained on the lists compiled pursuant to Section 65962.5 of the Government Code. Accordingly, the project applicant is required to submit a signed statement that contains the following information:	
Name of applicant: Address: Phone number: Address of site (street name and number if available, and ZIP Code): Local agency (city/county): Assessor's book, page, and parcel number: Specify any list pursuant to Section 65962.5 of the Government Code: Regulatory identification number: Date of list:	
_____ Applicant, Date _____	_____

(g) The changes made to this section by the act amending this section, that takes effect January 1, 1992, apply only to projects for which applications have not been deemed complete on or before January 1, 1992, pursuant to Section 65943.

(Amended by Stats. 2012, Ch. 39, Sec. 26. (SB 1018) Effective June 27, 2012.)

Impact HAZ-1: **The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would not create a significant hazard to the public or the environment through routine transport, use, disposal, or foreseeable upset of hazardous materials; or emit hazardous emissions or hazardous materials within one-quarter mile of an existing or proposed school. (Less than Significant Impact with Mitigation Incorporated)**

Project

As described in Section 3.9.1.2 (and discussed in more detail in Appendix E: Phase I Environmental Site Assessment), potential on-site sources of contamination relate to historic and/or existing agricultural use, chemical storage and use, underground storage tanks, oil-water separators and acid neutralization chambers, hydraulic lifts, lead-based paint, and ACMs. There is a potential for on-site soil, soil vapor, and groundwater contamination above regulatory screening levels for residential and commercial uses due to historic and existing hazardous materials use, generation, and storage.

Construction of the project (and the General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in the demolition of existing structures and excavation up to a maximum depth of 20 to 30 feet for below ground parking. Unless properly handled and disposed of, the removal and transport of on-site hazardous materials could present a risk to the environment (including LP Collins Elementary School/Bright Horizons at Cupertino Pre-School, which are within 0.25 miles of the project site to the west), construction workers, and future occupants.

The proposed project (and project alternatives) do not propose any on-site use of hazardous materials other than small quantities of herbicides and pesticides for landscaping maintenance and cleaning and pool chemicals. The use, storage, and transportation and disposal of pool cleaning and maintenance chemicals would be managed in accordance with federal, state, and local laws and regulations that ensure on-site use, storage, transportation and disposal of chemicals will result in a less than significant impact. These laws and regulation include the Hazardous Materials Transportation Act which protects the public and environment from the risks associated with the transportation of hazardous materials, Department of Transportation 49 Code of Federal Regulations [CFR] 173.3 which specify how hazardous materials are to be contained, EPA 40 CFR 264.175 which specifies how hazardous materials are to be contained, and OSHA 29 CFR 1910.106 (e)(2)(iii) which specifies how hazardous materials are to be transferred safely. No other routine use, storage, transportation, or disposal of hazardous materials is anticipated as part of the project (and project alternatives).

Mitigation Measures:

MM HAZ-1.1: A Site Management Plan (SMP) and Health and Safety Plan (HSP) shall be prepared and implemented for demolition and redevelopment activities under the proposed project (and the General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative). The purpose of the SMP and HSP is to establish appropriate management practices for handling impacted soil, soil vapor, and groundwater or other materials that may potentially be encountered during construction activities, especially in areas of former

Figure 1: p. 140 Vallco DEIR Circulated May 24, 2018

hazardous materials storage and use, and the profiling of soil planned for off-site disposal and/or reuse on-site. The SMP shall document former and suspect UST locations, hazardous materials transfer lines, oil-water separators, neutralization chambers, and hydraulic lifts, etc. The SMP shall also identify the protocols for accepting imported fill materials, if needed. The SMP shall be submitted to the City and CCDEH for approval prior to commencement of construction (including demolition) activities.

MM HAZ-1.2: The site contains equipment and facilities associated with past activities that are known to or may contain residual hazardous materials. The following measures shall be implemented under the proposed project (and the General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) during building demolition and shall be indicated on demolition plans:

- Sears and JC Penney Automotive Centers:
  - Sears: Remnant piping that appears to have formerly distributed grease, oil and transmission fluid from storage locations to the service bays located along interior building walls, ceilings and within the basement shall be properly removed and disposed, and stains and residual oil shall be cleaned from the interior building surfaces. This work shall be coordinated with the SCCFD.
  - Sears: The below ground oil-water separator (connected to floor drains within the building) and an acid neutralization chamber (connected to drains within a former battery storage room) shall be cleaned and removed. This work shall be coordinated with the SCCFD and SCCDEH. Soil quality below each of the structures shall be evaluated via sampling and laboratory analyses.
  - Sears: The potential presence of a waste oil UST shall be further investigation by removing the access cover and, if uncertainty remains, the subsequent performance of a geophysical survey. If a UST is identified, it shall be removed in coordination with the SCCFD and SCCDEH, and underlying soil quality shall be evaluated. If no UST is identified, soil quality at the location of the waste oil UST, as depicted on the 1969 building plan, shall be evaluated via the collection of soil samples from borings for laboratory analyses.
  - Sears and JC Penney: Each of the below-ground lift casings and any associated hydraulic fluid piping and reservoirs from hydraulic lifts shall be removed and properly disposed. An Environmental Professional shall be retained to observe the removal activities and, if evidence of leakage is identified, soil sampling and laboratory analyses shall be conducted.
  - JC Penney: The 750 gallon oil-water separator shall be properly removed and appropriately disposed during redevelopment activities.

Figure 2: p. 141 Vallco DEIR Circulated May 24, 2018

- Existing staining and spilled oil on-site, including at the Sears Automotive Center and Cupertino Ice Center, shall be properly cleaned. When these facilities are demolished, an Environmental Professional shall be present to observe underlying soil for evidence of potential impacts and, if observed, collect soil samples for laboratory analyses.
- If the lead-based paint on-site is flaking, peeling, or blistering, it shall be removed prior to demolition. Applicable OSHA regulations shall be followed; these include requirements for worker training and air monitoring and dust control. Any debris containing lead shall be disposed appropriately.
- An asbestos survey shall be completed of the buildings prior to their demolition in accordance with the National Emissions Standards for Hazardous Air Pollutants (NESHAP) guidelines. NESHAP guidelines require the removal of potentially friable ACMs prior to building demolition or renovation that may disturb the ACM.
- Once existing buildings and improvements are removed, soil sampling shall be completed to evaluate if agricultural chemicals and lead are present. The agricultural pesticide sampling shall focus on former orchard and row crop areas, as well as in the vicinity of outbuilding (barns and sheds) that were formerly located of the southeast portion of the site. Testing for lead contamination shall be completed at the former structure locations. The sampling, which shall follow commonly accepted environmental protocols, shall be performed prior to soil excavation activities in order to appropriately profile the soil for off-haul to a disposal facility. The analytical data shall be compared to either residential screening levels and/or the specific acceptance criteria of the accepting facility. If this soil is planned to be reused on-site, it shall be compared to residential screening levels and/or natural background levels of metals.

MM HAZ-1.3: Prior to issuance of demolition and/or grading permits, groundwater monitoring wells shall be properly destroyed in accordance with the SCVWD Ordinance 90-1.

MM HAZ-1.4: As part of the facility closure process for occupants that use and/or store hazardous materials, the SCCFD and SCCDEH typically require that a closure plan be submitted by the occupant that describes required closure activities, such as removal of remaining hazardous materials, cleaning of hazardous material handling equipment, decontamination of building surfaces, and waste disposal practices, among others. Facility closures shall be coordinated with the Fire Department and SCCDEH to ensure that required closure activities are completed prior to issuance of demolition and/or grading permits.

Implementation of the proposed project (and General Plan Buildout with Maximum Residential Alternative, and Retail and Residential Alternative), with the implementation of mitigation measures MM HAZ-1.1 through -1.4, would reduce on-site hazardous materials impacts from demolition,

Figure 3: p. 142 Vallco DEIR Circulated May 24, 2018

excavation, and construction to a less than significant level by creating and implementing an SMP and HSP to establish practices for properly handling contaminated materials, implementing measures during demolition activities to identify, remove, and clean up hazardous materials on-site, properly closing groundwater monitoring wells, and obtaining site closure from regulatory agencies. **(Less Than Significant Impact with Mitigation Measures Incorporated)**

General Plan Buildout with Maximum Residential Alternative

The General Plan Buildout with Maximum Residential Alternative would result in the same hazardous materials impacts as described above for the proposed project. See Impact HAZ-1 and mitigation measures MM HAZ-1.1 through -1.4. **(Less than Significant Impact with Mitigation Incorporated)**

Retail and Residential Alternative

The Retail and Residential Alternative would result in the same hazardous materials impacts as described above for the proposed project. See Impact HAZ-1 and mitigation measures MM HAZ-1.1 through -1.4. **(Less than Significant Impact with Mitigation Incorporated)**

Occupied/Re-Tenanted Mall Alternative

The Occupied/Re-Tenanted Mall Alternative assumes no buildings would be demolished. This alternative would include exterior and interior tenant improvements, however. The exterior and interior building improvements would be subject to the existing regulations of the SCCFD, SCCDEH, OSHA, NESHAP, and SCVWD, as described above for the proposed project.

A discussion of this alternative is provided in the EIR for informational purposes only. This alternative is a permitted land use, and can be implemented without further discretionary approvals from the City or environmental review under CEQA. **(Less than Significant Impact: Not a CEQA Impact)**

Impact HAZ-2:	**The project (and project alternatives) is located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5; however, the project (and project alternatives) would not create a significant hazard to the public or the environment as a result. (Less than Significant Impact)**

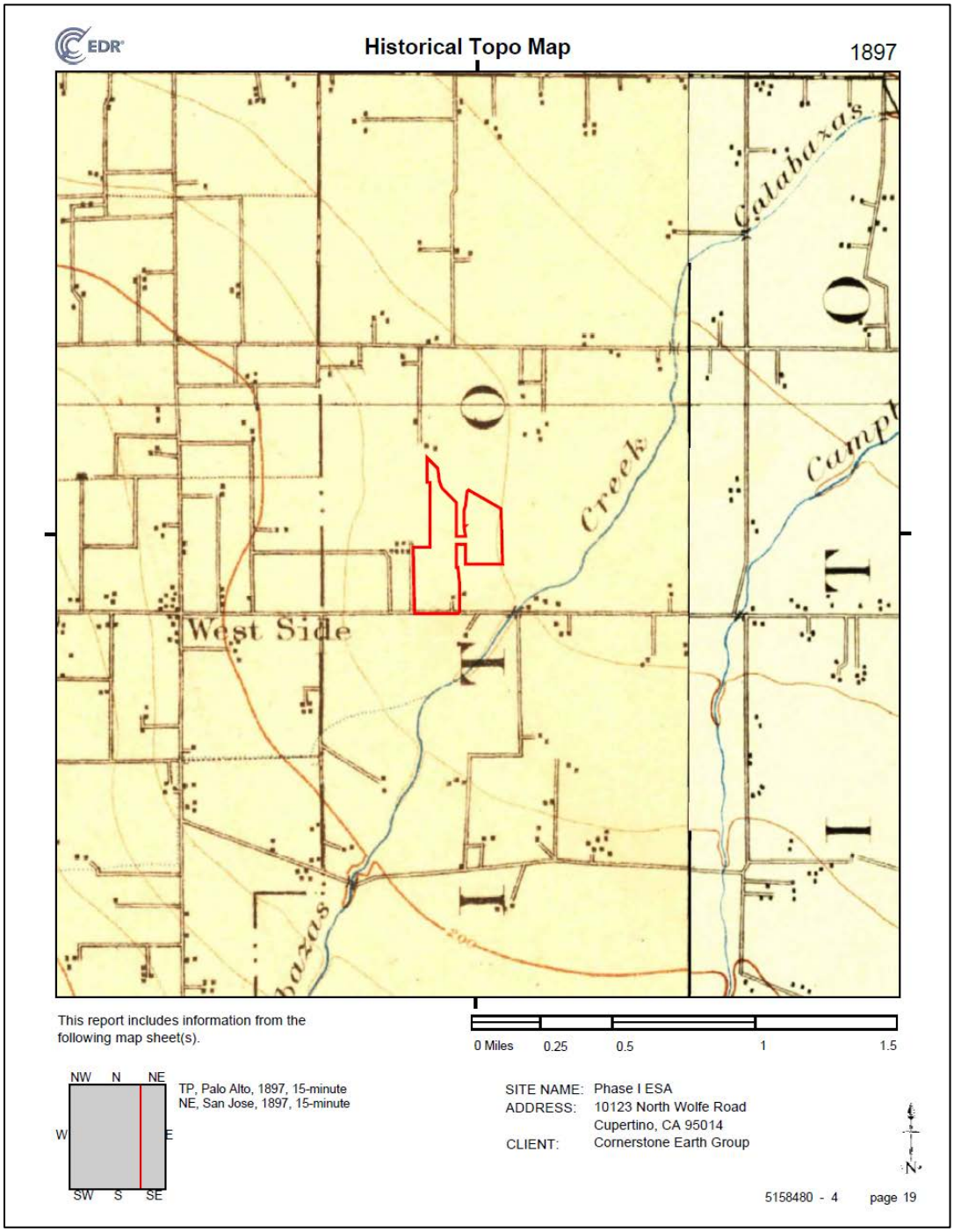
Project and All Project Alternatives

The project site does not contain any open hazardous materials cases listed on the Cortese list databases, although the closed UST cases at the Sears Automotive Center and JC Penney are identified. Therefore, the existence of a Cortese list site in the Specific Plan area would not result in any hazardous material impacts different from the impacts discussed in Impact HAZ-1. **(Less than Significant Impact)**

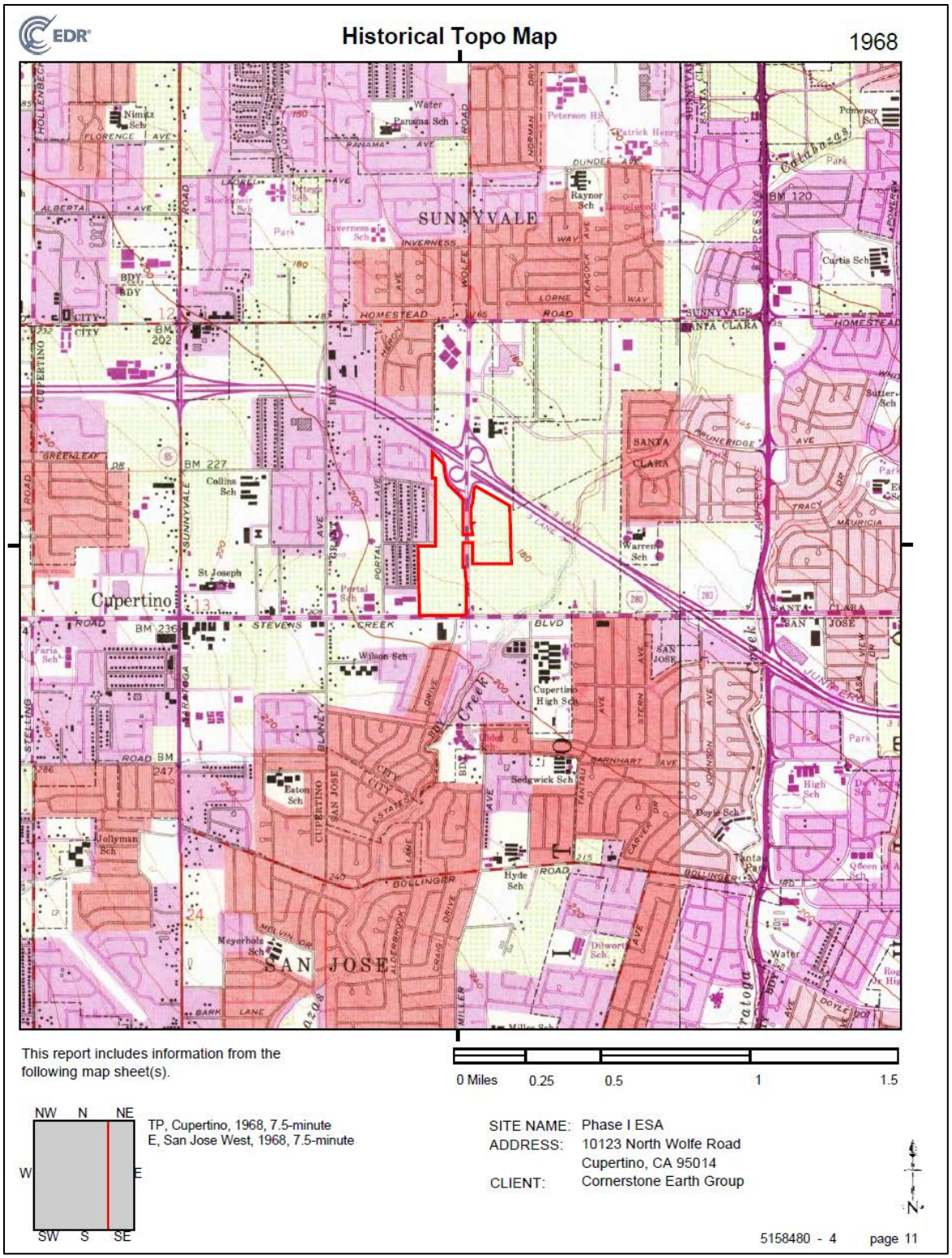
Figure 4: p. 143 Vallco DEIR Circulated March 24, 2018

HISTORICAL IMAGES FROM THE ENVIRONMENTAL SITE ASSESSMENT

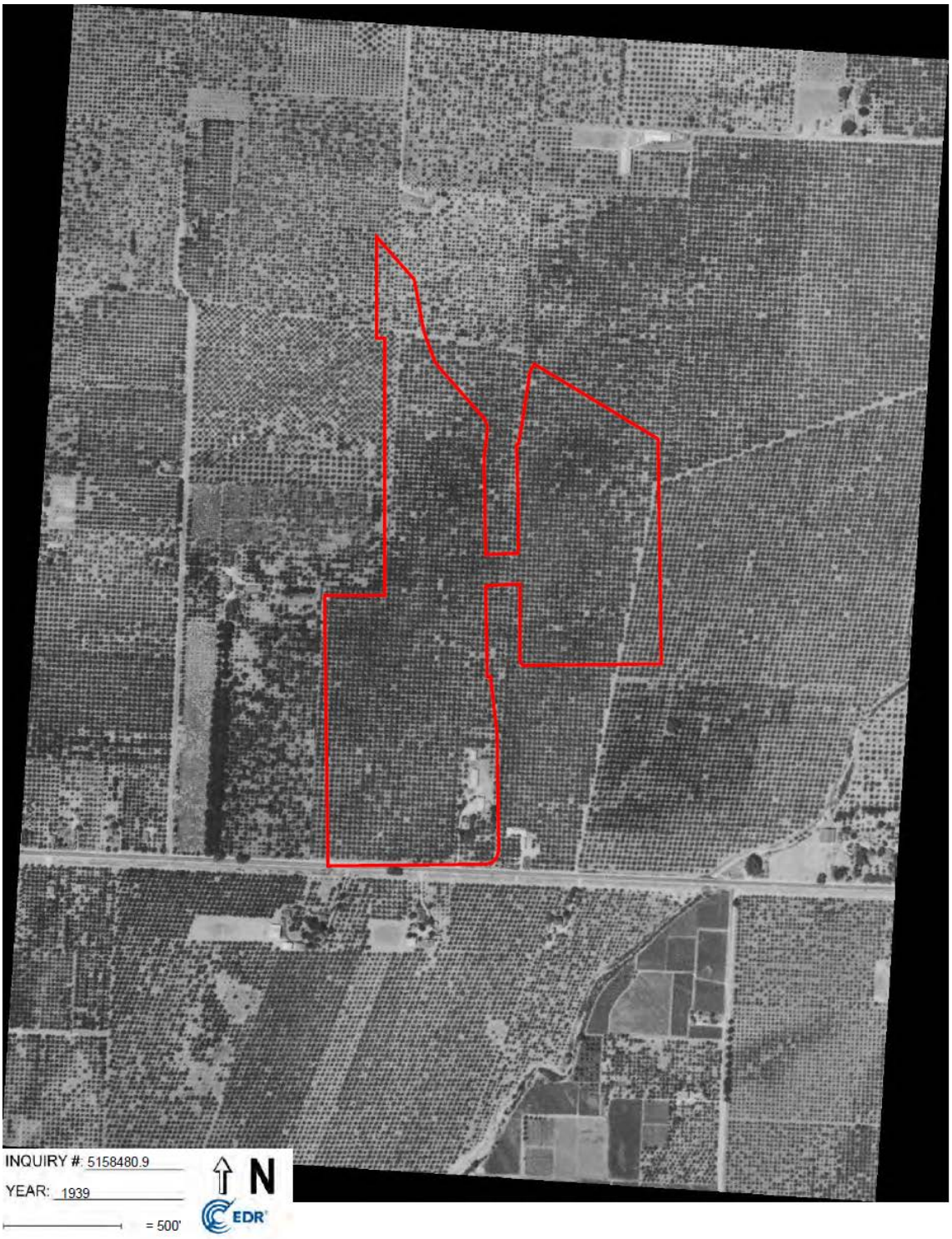
This 1897 Historical Topo Map indicates the buildings in the furthest south and east corner of the property at what is now the NE corner of N. Wolfe Rd. and Stevens Creek Blvd.



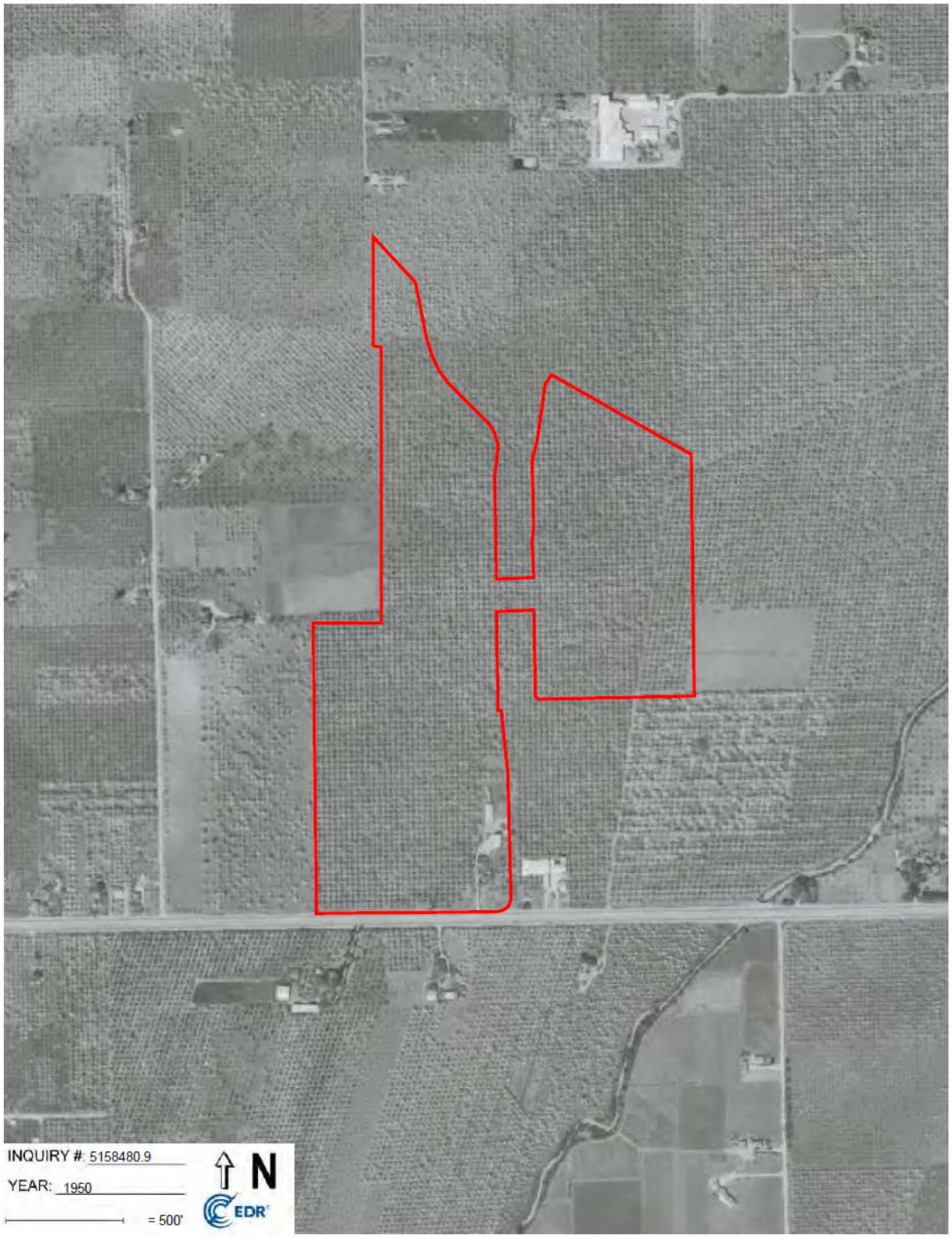
Historically, there was no mound indicated to the north of the JC Penney building:



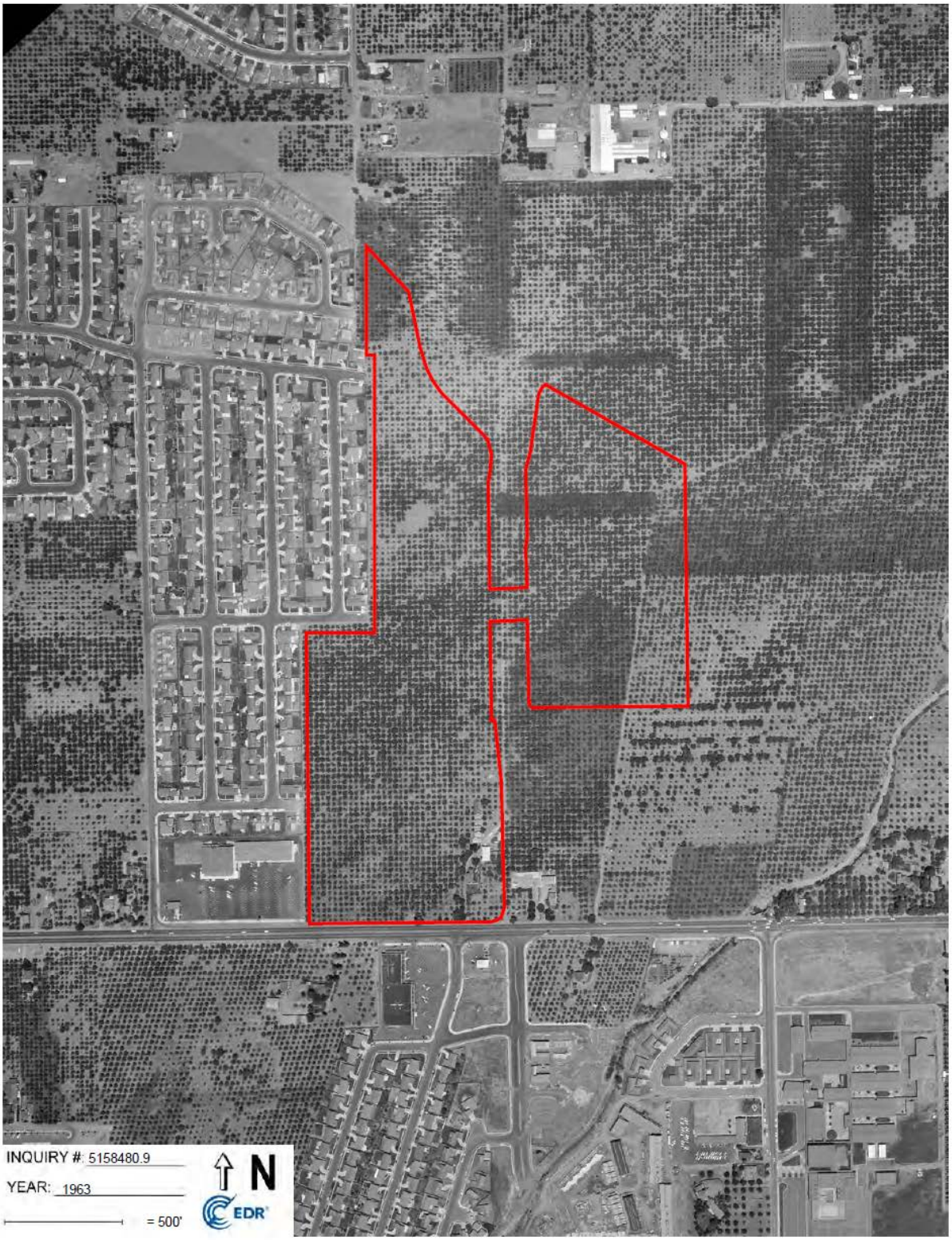
This is the first aerial photograph in the ESA, clearly the property is filled with trees and the buildings are shown near Stevens Creek Blvd.



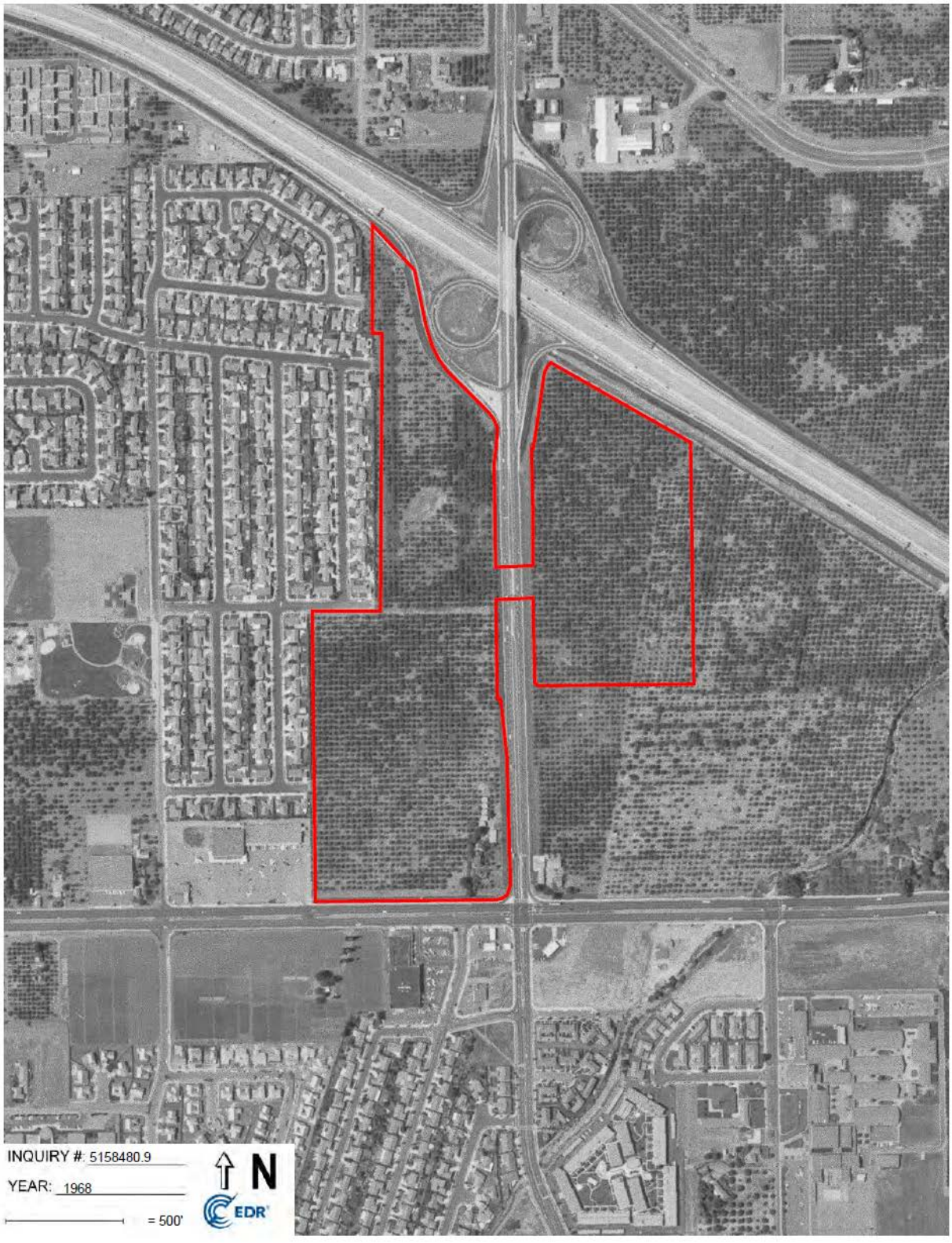
This photograph from 1950 shows the continued use as an orchard:

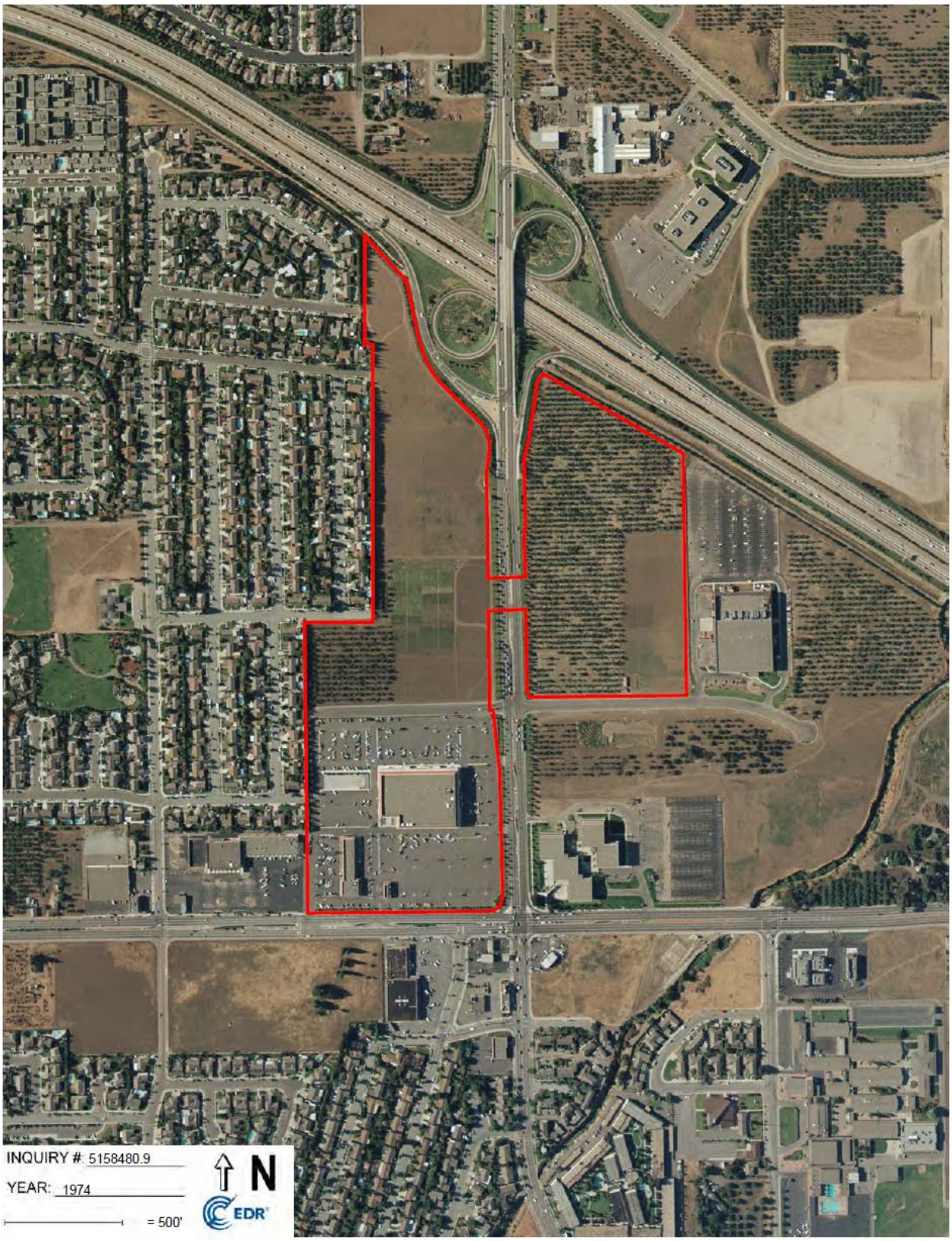


The property is still in use as an orchard in 1963:

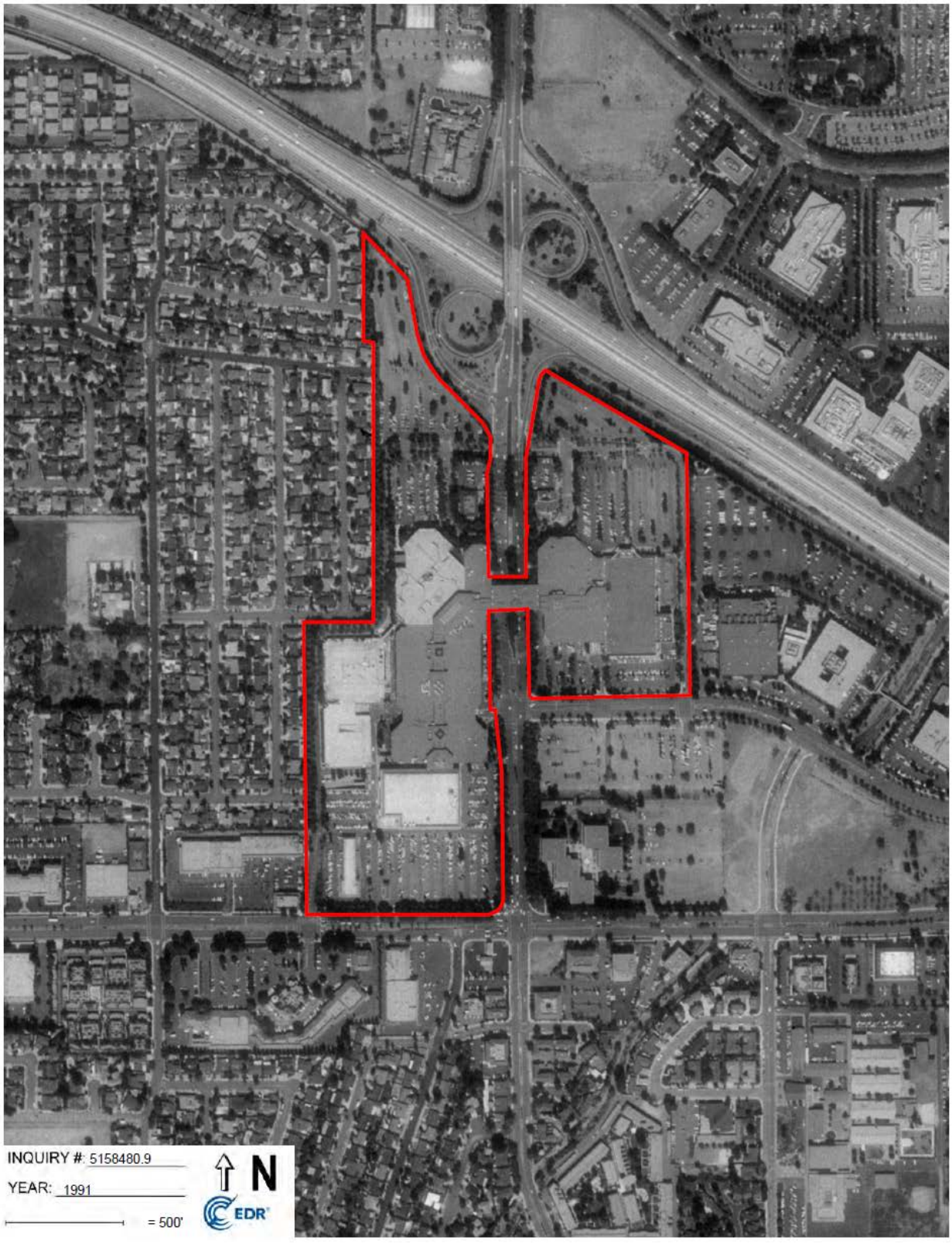


Still an orchard in 1968 (minimum 30 years of orchard use):




INQUIRY #: 5158480.9
YEAR: 1974
= 500'
N
EDR


INQUIRY #: 5158480.9
YEAR: 1981
= 500'
N
EDR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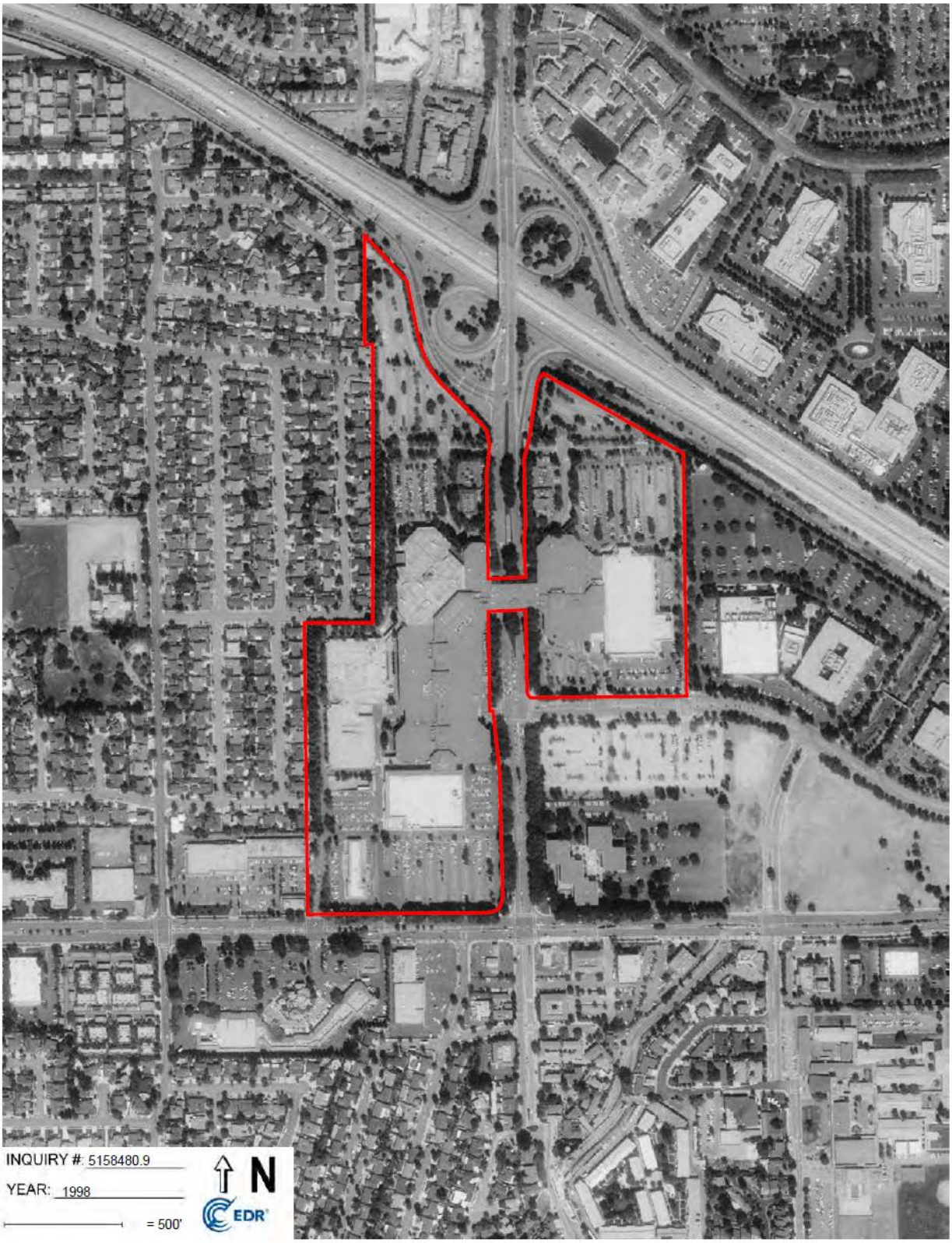
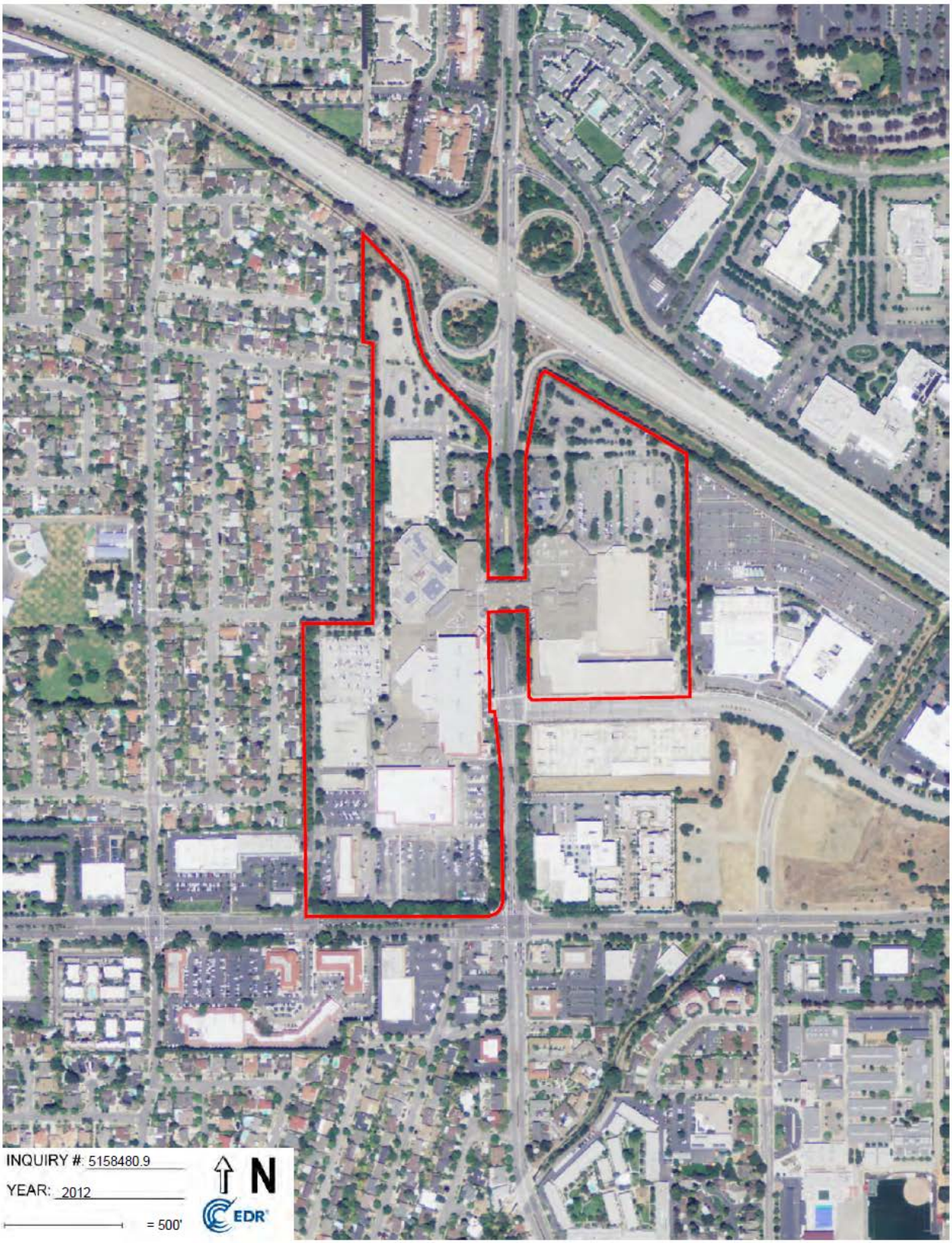
YEAR: 1991
= 500'
N
EDR


INQUIRY #: 5158480.9
YEAR: 1998
= 500'
N
EDR


INQUIRY #: 5158480.9
YEAR: 2005
= 500'
N
EDR


INQUIRY #: 5158480.9
YEAR: 2006
= 500'
N
EDR


INQUIRY #: 5158480.9
YEAR: 2012
= 500'
N
EDR

3.2 CHRONOLOGY OF PROPERTY USE

The following historical Property use summary was compiled using the historical data gathered during the various activities of this assessment as referenced in Section 3.4.

1939 Based on a review of historical aerial photographs, the Property was developed with orchards. The surrounding areas of the Property were developed with orchards, agricultural land, and farmhouses.

1950 Based on a review of historical aerial photographs, the Property and surrounding areas were developed similar to that observed in the 1939 aerial photographs.

1963 Based on a review of historical aerial photographs, the Property was developed with orchards. The surrounding areas to the north and east were developed with orchards. A residential neighborhood was located on the surrounding area to the west of the Property. The surrounding area to the south of the Property was developed with orchards followed by Stevens Creek Boulevard and a gas station and retail strip center.

1970 Based on a review of a historical single-frame orthophotograph, the Property was undeveloped. A residential neighborhood was located on the surrounding area to the west of the Property. Highway 280 was developed to the north of the Property followed by undeveloped land. The surrounding area to the east of the Property was undeveloped. A square-shaped building, currently occupied by Sears, was developed adjacent to the south of the Property. Stevens Creek Boulevard was located further south of the Property followed by a gas station and a retail strip center.

According to a *Polk's Business Directory*, the Property address was not listed.

1977 A permit was issued to Vallco Fashion Park by the City of Cupertino Building Inspection Department for the construction of shopping mall.

1979 According to a *Haine's Business Directory*, Vallco Fashion Park was listed at the Property address.

1983 According to a *Haine's Business Directory*, Vallco Fashion Park was listed at the Property address.

1987 According to a *Haine's Business Directory*, Vallco Fashion Park was listed at the Property address.

1989 Based on a review of historical aerial photographs, the Property was developed with a building that fits the footprint of the current Property building. A residential neighborhood was located on the surrounding area to the west of the Property. Highway 280 was located to the north of the Property followed by commercial sites. The

CORNERSTONE EARTH GROUP

3.3 DOCUMENTS PROVIDED BY DAVID J. POWERS & ASSOCIATES

To help evaluate the presence of Recognized Environmental Conditions at the Site, Cornerstone reviewed and relied upon the documents provided by David J. Powers & Associates listed in Table 4. Please note that Cornerstone cannot be liable for the accuracy of the information presented in these documents. ASTM E1527-13 does not require the Environmental Professional to verify independently the information provided; the Environmental Professional may rely on the information unless they have actual knowledge that certain information is incorrect. A summary of the provided documents is provided below; please refer to the original reports for complete details (Appendix E).

Table 4. Documents Reviewed

Date	Author	Title
May 5, 2006	Ceres Associates (Ceres)	Phase I Environmental Site Assessment Update, Vallco Fashion Mall, 10123 North Wolfe Road, Cupertino, California
January 7, 2014a	WSP Services, Inc. (WSP)	Phase I Environmental Site Assessment, Vallco Fashion Mall, 10123 North Wolfe Road, Cupertino, California 95014
June 26, 2014b	WSP Services, Inc.	Limited Phase I Environmental Site Assessment of Sears/Bay Club Facilities in the Vallco Shopping Center, Cupertino, California.
January 11, 2016	WSP Services, Inc.	Updated Information to the January 7, 2014 Phase I Environmental Site Assessment of Vallco Mall in Cupertino, California.

3.3.1 Reported Site History

Based on information contained in the provided prior reports, the Site historically was occupied by farmhouses and used for agricultural purposes since at least 1939. A Sears department store and an associated automotive center building reportedly were constructed on-Site by 1970, and the remaining Vallco mall structures were constructed between approximately 1974 and 1979. At the time of the Phase I ESA (WSP, 2014a), the shopping mall reportedly had approximately 110 tenant spaces with a vacancy rate of approximately 38 percent. Macys, Sears and JC Penney were listed as anchor tenants. Two detached on-Site buildings located north of the shopping mall were occupied by restaurants (TGI Fridays and Alexander's Steakhouse). The Mall reportedly underwent significant renovations in 1988 and 2006. In 2006, two new parking structures were constructed, additional retail stores were added along the west side of Wolfe Road, and the AMC movie theatre was added to the third level of the mail. In 2012, Sears renovated their store, and the Bay Club, a fitness facility, was established in the southeast corner of the Sears building.

3.3.2 Reported Hazardous Materials Use

The various prior retail tenants and restaurants within the mall reportedly handled and stored a variety of retail materials, products, and foodstuffs unique to their places of business. WSP stated that no major quantities of chemicals or hazardous materials were stored on-Site at the time of the Phase I ESA (2014a). Landscape maintenance was noted to be performed under a contract with Petalon, and on-Site escalators and elevators were reported to be maintained under a contract with KONE. A maintenance supply room was reported to contain a flammable

materials storage cabinet containing numerous household size containers of paint, stains, and lacquers, as well as other common maintenance supplies. The Phase I ESA (2014a) did not identify any significant staining or stressed vegetation on-Site.

WSP indicated that although the Site is listed as being a RCRA small quantity generator of hazardous waste, no hazardous wastes reportedly are routinely generated at the mall. WSP stated that the listing likely resulted from previous tenants (Expressly Portraits, Fox Photo, Inc., Kits Camera, and The Picture People, Inc.) that were engaged in photo developing activities that generated hazardous waste. Chemicals for treatment of water in a whirlpool were reportedly stored on the portion of the rooftop above the Bay Club (WSP, 2014b). General solid wastes and trash reportedly are disposed in dumpsters and compactors located on-Site. Various materials are separated for recycling. The dumpsters and recyclable materials were noted to be serviced by Recology.

Although the Sears Automotive Center currently is unoccupied, WSP reported that in 2014 bulk product oil was stored in aboveground contained tanks within the eastern portion of the Automotive Center building. Waste oils were contained within an aboveground storage tank (AST), and several drums of oils and lubricants within containment were stored in the same area. The Automotive Center was noted to store tires, batteries, and small quantities of retail oils and lubricants in the basement. Hydraulic lifts were reported to be present within the building, and several unidentified surface caps for access to potential below ground equipment installations were noted by WSP in the paved parking area south of the Automotive Center (these features were observed by Cornerstone to be located on the east side of the building and are further discussed in Section 7.2).

Four gasoline and two motor oil underground storage tanks (USTs) reportedly were removed from the Sears Automotive Center in 1985; associated dispenser islands and product lines were removed from the Site in 1994. Additionally, a 350-gallon diesel UST and a 350-gallon waste oil UST at JC Penney reportedly were removed from the Site in 1989. A 750-gallon oil-water separator at JC Penney also was closed in-place in 1994.

Following various soil and ground water quality studies, and soil removal activities, the leaking underground storage tank (LUST) cases at JC Penney and Sears were closed by the Santa Clara Valley Water District (SCVWD) in 1994 and 1999, respectively. WSP (2014a) concluded that these LUST cases represent historical recognized environmental conditions (RECs), and recommended that *any future subsurface disturbance in the areas of the former LUSTs at the Sears Automotive Center and the JC Penney locations should be performed with care with an awareness of the past releases in these areas*. The LUST cases and the Sears Automotive Center area discussed further in subsequent sections of this Phase I ESA.

WSP (2014b), which focused on the Sears property, provided a similar recommendation and stated that *because of the former presence of the underground storage tanks, the hydraulic lifts currently in use, and the possibility of underground installations, any future disturbance or investigation in the area of the Sears Automotive Center (removal of the building and/or excavation) should be performed with care and an awareness of the potential for petroleum or chemical releases in these areas.*

WSP (2016) indicated that the Sears retail operations and Automotive Center were closed and vacated as of October 4, 2014, and that JC Penny was expected to close by April 2016. WSP (2016) recommended that *the closure activities of these premises be monitored and coordinated with the Santa Clara Fire Department to ensure that no residual hazardous materials or*

SECTION 4: RECORDS REVIEW

4.1 STANDARD ENVIRONMENTAL RECORD SOURCES

Cornerstone conducted a review of federal, state and local regulatory agency databases provided by Environmental Data Resources (EDR) to evaluate the likelihood of contamination incidents at and near the Site. The database sources and the search distances are in general accordance with the requirements of ASTM E 1527-13. A list of the database sources reviewed, a description of the sources, and a radius map showing the location of reported facilities relative to the project Site are attached in Appendix A.

The purpose of the records review was to obtain reasonably available information to help identify Recognized Environmental Conditions. Accuracy and completeness of record information varies among information sources, including government sources. Record information is often inaccurate or incomplete. The Environmental Professional is not obligated to identify mistakes or insufficiencies or review every possible record that might exist with the Site. The customary practice is to review information from standard sources that is reasonably available within reasonable time and cost constraints.

4.1.1 On-Site Database Listings

Several past Site occupants were listed on various regulatory agency databases. The listings appear generally consistent with the reported history and past occupancy of the Site as summarized in Section 3.3. Sears Automotive Center and JC Penney were listed as closed LUST cases, and on other databases related to the use and storage of hazardous materials.

Sears was identified on the Statewide Environmental Evaluation and Planning System (SWEEPS) UST database, which lists seven USTs at Sears including four gasoline and two motor oil USTs, and a 1,000 gallon waste oil UST. As previously discussed, four gasoline and two motor oil USTs were removed in 1985; the 1,000 gallon waste oil UST is not discussed in the SCVWD case closure documents. Sears Automotive Center also was listed on a County database of facilities that operate ASTs; a total AST capacity of 1,800 gallons was noted.

Vallco Fashion Park was listed in the California Hazardous Material Incident Report System (CHMIRS) database, which contains information on reported hazardous material incidents (accidental releases or spills). The listing indicates that 18 gallons of non-PCB mineral oil was released to on-Site pavements and a storm drain in 1999 as a result of a traffic accident involving a PG&E vehicle that was transporting a transformer. The spill reportedly was contained and cleaned. A second CHMIRS listing indicates that 50 gallons of hydraulic fluid were released to grease traps and possible to the sanitary sewer in 2014. The spill reportedly was contained and cleaned. These incidents appear unlikely to have significantly impacted the Site.

Macy's additionally was listed in the CHMIRS database and on the Emergency Response Notification System (ERNS) database resulting from a reported 1 gallon spill of mineral oil from a failed PG&E transformer in 1999. The spill was noted to have been cleaned by the responsible party. Ceres (2006) stated that PG&E indicated that PCBs were removed from transformers in the area in the late 1970s and early 1980s. However, the ERNS listing identifies the material spilled at "Oil, Misc: Transformer (PCB: 92 ppm)." The ERNS listing additionally indicates that contaminated soil was removed. Based on the reported small volume of oil spilled and the report that impacted soil was removed, this incident appears unlikely to have significantly impacted the Site.

Expressly Portraits was listed on the ERNS database resulting from a spill in 1996 of liquid waste containing silver (5 gallons) into secondary containment. This incident appears unlikely to have significantly impacted the Site.

Macy's and JC Penney also were listed on the Emissions Inventory (EMI) database, which contains toxics and criteria pollutant emissions data collected by the California Air Resources Board and local air pollution agencies. These listings appear likely to have been associated with the operation of diesel fueled emergency generators at these businesses.

Vallco Shopping Mall, JC Penney, Macy's, R Jacobs Group, Bath & Body Works, Ice Center Enterprises, Fox Photo, Kits Camera, Expressly Portraits and The Picture People were identified at the Site addresses on the HAZNET database, which contains data extracted from the copies of hazardous waste manifests received each year by the DTSC. Listed wastes disposed from the Site were categorized as other organic solids, laboratory waste chemicals, material containing PCBs, unspecified organic liquid mixture, latex waste, oxygenated solvents, inorganic solid waste, asbestos containing waste, unspecified alkaline solution, oil-containing waste, metal sludge and photochemical/photoprocessing waste.

Kits Camera, The Picture People, Sears and Vallco Fashion Park were identified on a Resource Conservation and Recovery Act (RCRA) database as Small Quantity Generators (SQGs) of hazardous waste. No violations were noted.

4.1.2 Nearby Spill Incidents

Based on the information presented in the agency database report, no nearby off-Site spill incidents were reported that appear likely to significantly impact soil, soil vapor or ground water beneath the Site. The potential for impact was based on our interpretation of the types of incidents, the locations of the reported incidents in relation to the Site and the assumed ground water flow direction.

4.1.3 Further Review of Database Listings

To obtain additional information regarding the on-Site LUST cases at the Sears Automotive Center and JC Penney, a cursory review of readily available documents obtained from the state Geotracker (http://geotracker.waterboards.ca.gov) databases was performed. Geotracker is a database and geographic information system (GIS) that provides online access to environmental data. It tracks regulatory data about leaking underground storage tank (LUST), Department of Defense, Site Cleanup Program and Landfill sites.

Brief summaries of the Sears Automotive Center and JC Penney LUST cases are presented below.

4.1.3.1 JC Penney Store No. 427, 10150 Wolfe Road

Two 350 gallon diesel USTs and one 500 gallon waste oil UST were previously located on-Site. The first diesel UST was used for several years and then abandoned in place in 1985 when a leak was suspected. The second diesel UST was installed adjacent to the first UST within a 4-inch thick concrete vault in 1985. In 1989, water was observed in the second UST, and it was taken out of service. The 500 gallon waste oil UST presumably was used until 1985, when the associated JC Penney automotive maintenance facility ceased operations.

The three USTs were emptied, excavated, and removed in 1989. Soil samples collected directly beneath the diesel tanks contained Total Petroleum Hydrocarbons as diesel (TPHd) at concentrations up to 6,600 milligrams per kilogram (mg/kg). Soil samples collected from beneath the waste oil UST contained TPH as oil (TPHo) at concentrations up to 1,400 mg/kg and TPH as diesel at concentrations up to 71 mg/kg. The Water Board's Tier 1 Environmental Screening Levels (ESLs)[1] for TPHd and TPHo are 230 mg/kg and 5,100 mg/kg, respectively.

Soil removal reportedly was subsequently performed at each UST excavation. Approximately 78 tons of soil were removed from the diesel UST excavation; TPHdreportedly was not detected above laboratory reporting limits in confirmation soil samples collected after soil removal.

Approximately 225 tons of soil were removed from the waste oil UST excavation; one soil sample collected at an approximate depth of 8 feet in the waste oil UST excavation contained total oil and grease (TOG) at a concentration of 3,800 mg/kg. Analyses of other confirmation soil samples collected from the waste oil tank excavation contained TOG at up to 110 mg/kg and TPHd at up to 14 mg/kg. During removal of the waste oil UST, an oil/water separator was observed along the south wall of the excavation. The oil/water separator was not removed due to concerns for the structural integrity of the nearby building. Analyses of soil samples collected below the separator reportedly did not detect TPHg, TPHd, TOG or BTEX compounds. In 1994, the 750 gallon separator was steam cleaned and closed in place by filling it with cement grout under County Fire Department oversight.

A ground water monitoring well (MW-1) was installed in 1990 near the excavations. TPHd was detected at concentrations at up to 0.2 milligrams per liter (mg/L) in ground water samples collected from MW-1 in 1990; its ground water ESL is 0.1 mg/L. Three additional ground water monitoring wells (MW-2, 3 and 4) were installed later in 1990, and a ground water monitoring program was implemented between 1990 and 1993. Analyses of ground water samples collected during 1992 and 1993 typically did not detect TPHd or benzene, toluene, ethylbenzene or xylenes (BTEX) compounds at concentrations exceeding their respective laboratory reporting limits. Ground water was reported at depths between approximately 120 and 140 feet. A perched water bearing zone also was noted between depths of approximately 80 and 95 feet; this zone reportedly was not consistently encountered at the Site.

In 1992, supplemental investigations were performed to evaluate soil quality relating to the removed diesel and waste oil USTs. One boring was advanced to an approximate depth of 115 feet in the vicinity of the former diesel USTs. Soil samples from various depths were analyzed

[1] Environmental Screening Levels (San Francisco Bay, Regional Water Quality Control Board, February 2016) are used to screen sites for potential human health concerns where releases of hazardous chemicals to soil have occurred. ESLs are risk-based concentrations derived from standardized equations combining exposure information assumptions with toxicity data. Under most circumstances, the presence of a chemical in soil at concentrations below the corresponding screening level can be assumed not to pose a significant health risk.

for TPHd and BTEX compounds; these compounds were not detected above laboratory reporting limits. Nine borings were advanced in the vicinity of the former waste oil UST. Selected soil samples from the nine borings were analyzed for TOG, total recoverable petroleum hydrocarbons (TRPH), TPHd, TPH as gasoline (TPHg), and BTEX compounds. TOG was detected in soil samples at concentrations up to 4,010 mg/kg. TRPH was detected in one soil sample at a concentration of 240 mg/kg. The TOG concentrations detected were significantly higher than TRPH detections, which potentially may indicate that a large portion of the detected TOG concentrations may be caused by naturally occurring organic matter, not by the petroleum releases from the removed USTs.

The SCVWD stated that it appears that the extent of soil contamination has been sufficiently defined and that contaminated soil has been effectively removed, with the exception of 3,800 mg/kg of TOG detected in the sidewall of the waste oil UST excavation. The SCVWD also stated that the residual soil contamination does not appear to pose a significant threat to ground water. The SCVWD issued a case closure letter in September 1994. The case closure letter noted that Water District Ordinance 90-1 requires that the four ground water monitoring wells be properly destroyed when they are no longer in use.

4.1.3.2 Sears Automotive Center, 10101 North Wolfe Road

In 1985, two 12,000 gallon gasoline USTs, two 5,000 gallon gasoline USTs, and two 550 gallon oil USTs were removed from the Site. Soil samples were collected from the edge of the concrete UST anchoring slabs (four samples from the gasoline UST excavation and one sample from the oil UST excavation). Laboratory reports were not available within the records reviewed; however, hand written notes indicate that 4.7 and 19.6 mg/kg were detected in two soil samples from the gasoline UST excavation (14 foot depth). These concentrations presumably represent TPHg; the specific analyses conducted were not described.

In October 1994, the dispenser islands, product piping and vent lines associated with the gasoline USTs were removed. Subsequent soil sampling revealed petroleum hydrocarbon contamination above laboratory reporting limits in 5 of 20 soil samples collected from the gasoline UST piping area and in 4 of 5 soil samples collected from the oil UST piping area.

- TPHg was detected above laboratory reporting limits in 3 of 25 soil samples analyzed at concentrations ranging between 25 mg/kg and 3,000 mg/kg. The detected concentrations of TPHg exceeded the Water Board's Tier 1 ESL for TPHg (100 mg/kg) in 1 of the 25 samples (sample 2AST).
- Benzene was detected above laboratory reporting limits in 5 of 25 soil samples at concentrations ranging between 0.009 mg/kg and 2.4 mg/kg. The detected concentrations of benzene exceeded its residential DTSC-SL[2] (0.33 mg/kg) in 1 of the 25 samples (sample 2AST).
- TRPH was detected above laboratory reporting limits in 4 of 5 soil samples analyzed at concentrations ranging between 1 mg/kg and 1,300 mg/kg. The detected

[2] BTEX concentrations were compared to screening levels established by the California Department of Toxic Substances Control (DTSC) Human and Ecological Risk Office (HERO) (DTSC-SLs, January 2018). As recommended by the DTSC, US EPA Regional Screening Levels (RSLs) were used for analytes for which no DTSC-SLs have been established.

concentrations of TRPH do not exceeded the Water Board's Tier 1 ESL for TRPH of 5,100 mg/kg.

- Toluene was detected in 4 of 25 soil samples at up to 16 mg/kg, which does not exceed the residential DTSC-SL (1,100 mg/kg).
- Ethylbenzene was detected in 3 of 25 soil samples at up to 23 mg/kg. The detected concentrations of ethylbenzene exceeded its residential RSL (5.8 mg/kg) in 1 of 25 soil samples (sample 2AST).
- Xylenes were detected in 3 of 25 soil samples at up to 150 mg/kg, which does not exceed the residential RSL (580 mg/kg).

In November 1994, approximately 4.5 cubic yards of soil reportedly was removed from the location of sample (2AST) in which the greatest concentrations of TPHg, benzene and ethylbenzene were previously reported. Analyses of a second samples collected following the soil removal work did not detect TPHg or BTEX compounds.

At the request of the SCVWD, a supplemental investigation was performed in 1999 to assess the potential for ground water contamination from the removed USTs. Seven direct push borings were advanced to approximate depths of 22 to 44 feet. Soil samples were collected, and the deepest sample from each boring was submitted for laboratory analysis. Low concentrations of ethylbenzene and xylenes (below their respective residential RSLs) were detected in one soil sample; benzene, toluene, TPHg, and Methyl tert Butyl Either (MtBE)/fuel oxygenates were not detected above their respective laboratory reporting limits. Ground water was not encountered. One of the seven borings (GP-6) was advanced near the location of former sample (2AST) in which the greatest concentrations of TPHg, benzene and ethylbenzene were previously reported. These analytes were not detected in the soil sample analyzed from GP-6 collected from a depth of 22 feet.

In December 1999, the SCVWD issued a case closure letter indicating that no further action related to the UST release is required.

Note that the UST removal report (Blain Tech Services, 1985) and the SCVWD case closure summary (1999) indicate that the two 550 gallon USTs contained new motor oil, which also is consistent with the SWEEPS UST database listings and a building plan reviewed by Cornerstone at the County Fire Department. As discussed below in Section 4.2, the building plan depicts two adjacent 500[3] gallon new oil USTs and a nearby 1,000 gallon waste oil UST. Some reports prepared subsequent to the 1985 UST removals, however, depict one of the 550 gallon USTs as having contained waste oil, which appears to be incorrect. As previously noted, the 1,000 gallon waste oil UST is not discussed in the SCVWD case closure documents.

Additionally, inspection notes from October 1994 prepared by the County Fire Department indicate that two 1½ inch diameter oil pipes and a 3 inch diameter waste oil pipe were pressure tested and subsequently abandoned in place by filling them with concrete. These pipes presumably lead to the waste oil and two new oil USTs that were located on the west side of the building.

[3] These appear to have been referenced as 550 gallons in the UST removal documents and subsequent reports.

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4.2 ADDITIONAL ENVIRONMENTAL RECORD SOURCES

The following additional sources of readily ascertainable public information for the Site also were reviewed during this Phase I ESA.

4.2.1 City and County Agency File Review

Cornerstone requested available files pertaining to the Site at the following public agencies: the Cupertino Building Department, Santa Clara County Fire Department (FD), and the Santa Clara County Department of Environmental Health (DEH).

The building department files contained a very large volume of records pertaining to the Site that appeared to be related mainly to tenant improvement conducted by occupants of the mall. No records indicative of Recognized Environmental Conditions were readily apparent within the Building Department files; however, due to the large volume of records, only a cursory review was feasible within the time and budget constraints of this Phase I ESA.

The information reviewed at the FD and DEH that pertains to hazardous material use and storage at the Site is summarized in Table 5.

Table 5. File Review Information

Agency Name	Date	Occupant	Remarks
10101 North Wolfe Road			
FD	1969	Sears Auto Center	Building plans depict several features associated with the auto center building including 1) two adjacent 500 gallon new oil USTs and a nearby 1,000 gallon waste oil UST located west of the building, 2) a sump pump in the southwest corner of the building's basement, 3) multiple hydraulic vehicle lifts, 4) a battery storage room with drains leading to a below ground neutralization chamber located east of the building, 5) a below ground sand and grease interceptor located east of the building, 6) grease, oil and transmission fluid distribution piping throughout the interior of the building, 7) an elevator within the southeast portion of the building, and 8) two 10HP air compressors within the northeast corner of the basement.
FD	1986	Sears	A contract dated June 12, 1986 between Sears, Roebuck and Company and K.E. Curtis Construction Company for the removal of a 500 gallon UST. No details regarding the contents or location of the UST were described in the contract.

Table 5 (Continued). File Review Information

Agency Name	Date	Occupant	Remarks
10101 North Wolfe Road			
FD	Various	Sears Auto Center	Hazardous materials inventories indicate that various automotive related hazardous materials were stored on-Site included oils, transmission fluid, brake fluid, antifreeze, lead-acid batteries, and refrigerants, among others. These materials were noted to be contained in drums and ASTs. Wastes generated at the site were noted to include waste oil, waste gasoline, used oil filters, used batteries, waste antifreeze, and waste from a below grade oil/water separator, among others.
DEH	1991, 1993, 1999, 2003, 2007 and 2010	Sears Auto Center	Inspection reports noting multiple violations including unlabelled waste containers, open containers, improper recordkeeping, improper management of lead wheel weights, lack of proper training and lack of secondary containment. The presence of an oil/water separator is noted that reportedly was connected to four floor drains within the auto service shop. A spill of hydraulic oil was noted near a dumpster on the west side of the facility in 1991. Cleanup was required. In 1999, an area of etched concrete and chemical residue from "battery acid and neutralizing" was noted outside of a service bay.
FD	1996-1999	Jiffy Lube	Jiffy Lube is noted to have operated within the northern portion of the auto service building between 1996 and 1999. The facility is noted to have used seven ASTs with capacities between 150 and 500 gallons for storage of motor oils, transmission fluid, antifreeze, used oil and used antifreeze.
DEH	2004 and 2007	Sears Auto Center	Chemical inventories. Listed items are generally consistent with FD records summarized above.
FD	2012-2015	Bay Club	Pool treatment chemicals (calcium hypochlorite and muriatic acid) were noted to be stored in a roof-top shed.
10333 North Wolfe Road			
FD	1998-2012	Macy's	Permits and correspondence indicate that a diesel fueled emergency generator with a 75 gallon double walled AST was present on the building roof.
DEH	2004	Macy's	Hazardous waste inventory listing broken and damaged cosmetic products.
DEH	2008	Macy's	Inspection report noting violations including an unlabeled waste drum and lack of proper recordkeeping.
DEH	2014	Macy's	Hazardous waste inventory listing returned/expired cosmetic waste and fragrances.

Table 5 (Continued). File Review Information

Agency Name	Date	Occupant	Remarks
10150 North Wolfe Road			
FD	1998-2012	JC Penney	Inspection reports and chemical inventories document the presence of a diesel fueled emergency generator with a 25 gallon, double walled AST located on the second floor within the eastern portion of the building. Diesel also was noted to be stored within a double contained 55-gallon drum in 1998. Refrigerants (Freon 11), cooling water treatment products (corrosion inhibitors), miscellaneous maintenance and custodial products, and paints also were noted to be present.
DEH	2012 and 2016	JC Penney	Chemical inventories listing diesel fuel (150 gallons), along with unspecified corrosives, aerosols, flammables, oxidizers, paints and maintenance products, among others. Waste bulbs, batteries and non-PCB ballasts were noted to be generated.
10123 North Wolfe Road			
FD and DEH	1991-2016	Vallco	Permits, inspection reports and chemical inventories document the presence of a diesel fueled emergency generator with a 170 gallon, double walled AST located in a generator room.
DEH	1992, 1993, 1996, 1999 and 2001	Expressly Portraits	Inspection reports indicate that the facility generated waste photo processing chemicals. Violations associated with recordkeeping, training and container labeling were noted.
FD	1993-2008	Ice Chalet	Chemical inventories document the presence of Freon 22 (10,000 cubic feet) and refrigerant oil (600 gallons).
FD	1993-2001	Kits Cameras/ Ritz Cameras/ Expressly Portraits	Chemical inventories document the presence photo processing chemicals (fixers, stabilizers and developers, etc.).
DEH	2003	The Picture People	Inspection report and correspondence indicate that the facility generated waste photo processing chemicals (705 gallons in 2003). Violations associated with recordkeeping were noted.
DEH	2014	Vallco Mall	Various correspondence indicate that a fire in an elevator pump room on the third floor was extinguished by sprinklers and resulted in oily water being discharged in the vicinity of the pump room and to underlying areas on the second and first floors. It was reported that no impacts to soil or storm drains occurred, and that the release was cleaned up by a restoration contractor.

Table 7 (Continued). Summary of Readily Observable Site Features

General Observation	Comments
Hoods and Ducting	Not Observed
Hydraulic Lifts	Observed as described above
Incinerator	Not Observed
Petroleum Pipelines	Not Observed
Petroleum Wells	Not Observed
Ponds or Streams	Not Observed
Railroad Lines	Not Observed
Row Crops or Orchards	Not Observed
Stockpiles of Soil or Debris	Not Observed
Sumps or Clarifiers	Observed as described above
Transformers	Observed as described above
Underground Storage Tanks	Possible waste oil UST at Sears Automotive Center
Vehicle Maintenance Areas	Observed as described above
Vehicle Wash Areas	Not Observed
Wastewater Neutralization Systems	Observed as described above

The comment "Not Observed" does not warrant that these features are not present on-Site; it only indicates that these features were not readily observed during the Site visit.

(Cornerstone Earth Group, pp. 8-15, PDF 12-19)

SITE PHOTOS FROM ENVIRONMENTAL SITE ASSESSMENT

Photograph 5. Elevator equipment with hydraulic fluid in drip pan.

Photograph 6. One of three on-Site emergency generators.

Photograph 7. Interior of Cupertino Ice Center.

Photograph 8. Refrigeration equipment at Cupertino Ice Center.

Photograph 11. Oily water on floor of mechanical room at Cupertino Ice Center.

Photograph 12. Typical trash compactor and associated hydraulic fluid AST.

Photograph 13. Pool chemicals stored in stairwell at Bay Club.

Photograph 14. Vallco facility maintenance storage room.

Photograph 15. Sears Automotive Center (SAC) building.

Photograph 16. Interior of SAC building.

Photograph 17. Staining on floor of battery room at SAC.

Photograph 18. Former hydraulic lifts (filled with concrete) at SAC.

Photograph 19. Remnant distribution piping and staining on floor in basement at SAC.

Photograph 20. Staining on floor near drain at former compressor location in basement at SAC.

Photograph 21. Waste oil drain in floor slab, capped drain pipe in wall and wall staining in basement at SAC.

Photograph 22. Remnant hydraulic lift piping (unpainted) in basement at SAC.

Photograph 23. Concrete access cover (near storm drain) at the suspected waste oil UST location at SAC.

Photograph 24. Steel cover of acid neutralization chamber adjacent to battery room at SAC.

Photograph 25. Steel covers to oil/water separator at SAC.

Photograph 26. Former auto service area at JC Penney.

Photograph 27. Former hydraulic lift filled with pea gravel at JC Penney.

Photograph 28. Secondary containment area at JC Penney.

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SECTION 8: ENVIRONMENTAL QUESTIONNAIRE AND INTERVIEWS

8.1 ENVIRONMENTAL QUESTIONNAIRE / OWNER INTERVIEW

To help obtain information on current and historical Site use and use/storage of hazardous materials on-Site, we provided environmental questionnaires to each of the three property owners. A competed questionnaire was obtained from Simeon/Wolfe Properties pertaining to parcel APN 316-20-088; a copy is attached in Appendix D. Based on our review of the completed questionnaire, Wolfe Properties LLC purchased the parcel in 2012. It reportedly was historically used as an overflow parking lot associated with Vallco Shopping Mall. Since 2015, Apple, Inc. reportedly has been using the parcel for construction storage purposes. No information indicative of Recognized Environmental Conditions was noted. A completed questionnaire was not received from KCR Development pertaining to APN 316-20-092. Based on other data reviewed by Cornerstone, the parcel owned by KCR historically was used for agricultural purposes and subsequently used as an overflow parking lot associated with Vallco Shopping Mall (similar to the Simeon/Wolfe Properties parcel).

Sand Hill Property Company did not complete the provided questionnaire; however, they referred Cornerstone to the previously completed reports listed in Table 3 and provided copies of each. They also provided access to the Site and contact information for Mr. Mike Rohde, General Manager of Vallco Shopping Mall, who was briefly interviewed during our Site visit.

8.2 INTERVIEWS WITH PREVIOUS OWNERS AND OCCUPANTS

Contact information for previous Site owners and occupants was not provided to us. Therefore, interviews with previous Site owners and occupants could not be performed.

SECTION 9: FINDINGS, OPINIONS AND CONCLUSIONS (WITH RECOMMENDATIONS)

Cornerstone performed this Phase I ESA in general accordance with ASTM E1527-13 to support David J. Powers & Associates in evaluation of Recognized Environmental Conditions. Our findings, opinions and conclusions are summarized below.

9.1 HISTORICAL SITE USAGE

Based on the information obtained during this study, the Site historically was used for agricultural purposes (orchards and row crops), and what appears to have been a residence with several associated outbuildings were present on the southeast portion of the Site. A Sears retail store and a separate automotive center building, with an associated gasoline station, were constructed on-Site in approximately 1970. The other currently existing Vallco mall structures were constructed between approximately 1974 and 1979, and include structures formerly occupied by other anchor tenants (Macys and JC Penney) and two detached on-Site buildings located north of the shopping mall that were occupied by restaurants (TGI Fridays and Alexander's Steakhouse). JC Penney operated an automotive repair facility on the eastern side of their building until approximately 1985.

HISTORICAL SITE USE

Simeon environmental questionnaire (Sand Hill Property company did not fill one out and no previous owners information was provided to Cornerstone Earth Group). Notice ASTs and USTs are asked about, along with many other items:

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OTHER SITE FEATURES AND INFORMATION

8) Please indicate if you are aware of any of the following structures, features, or activities currently or formerly at the site.

Structure/Feature	Yes	No	Do Not Know
Aboveground Storage Tanks (ASTs)			X
Agricultural fields			X
Agricultural or drinking water supply wells			X
Air emission control systems			X
Areas where garbage or other wastes have been disposed on-site			X
Boilers			X
Chemical mixing or processing activities			X
Chemical storage areas			X
Current or former drainage ditches, ponds, or streams			X
Dry cleaning equipment			X
Dry wells			X
Elevators			X
Emergency generators			X
Equipment maintenance or repair areas			X
Fill materials placed on-site (*i.e.*, fill used to build up the site elevation to current level)			X
Ground water monitoring wells			X
Ground water or soil remediation systems			X
Hydraulic lifts			X
Incinerators			X
Manufacturing machinery			X
Medical Waste			X
Oil or gas wells			X
Petroleum pipelines			X
Railroad lines			X
Septic tanks			X
Stockpiles of soil or debris			X
Storage sheds			X
Sumps, clarifiers, oil/water separators, or similar structures			X
Transformers			X
Underground Storage Tanks (USTs)			X
Vapor or dust control hoods and ducting			X
Waste burning areas (i.e. burn pit) or ash disposal area			X

If you checked yes to any of the above, please provide additional information here or attach to this questionnaire.

9.2 CHEMICAL STORAGE AND USE

Prior hazardous materials use and storage at the Site was predominantly associated with the Sears Automotive Center and the JC Penney Automotive Center. These facilities stored a variety of automotive related hazardous materials USTs, ASTs, drums and smaller containers. Both facilities currently are vacant. Past photo-related mall tenants (*e.g.*, Expressly Portraits, Fox Photo, Inc., Kits Camera, and The Picture People, Inc.) were engaged in photo developing activities that utilized photoprocessing chemicals and generated associated hazardous waste.

Hydraulic fluid is used on-Site within elevator equipment and trash compactors. Diesel fuel is stored in ASTs associated with three on-Site emergency generators. Pool water treatment chemical are used at the Bay Club fitness center. Other water treatment chemicals, such as corrosion and scale inhibitors and biocides, are used in the operation of HVAC equipment. Various facility maintenance products, consisting mainly of paint related products and janitorial supplies, also are used and stored on-Site.

At the Sears Automotive Center, remnant piping that appears to have formerly distributed grease, oil and transmission fluid from storage locations to the service bays remains along interior building walls, ceilings and within the basement. Residual lubricants within the piping were observed to be dripping onto the concrete floor slab and walls at several locations, mainly within the basement. Also, at the former location of two air compressors with the basement, the floor slab surrounding a floor drain also was heavily stained with oil. Staining also was observed on the floor of a former battery storage room. We recommend that the observed piping be properly removed and disposed, and that stains and residual oil be cleaned from the interior building surfaces. This work should be coordinated with the Santa Clara County Fire Department.

Near refrigeration equipment at the Cupertino Ice Center, oil staining and a spill (approximately 1 to 2 gallons) of what appeared to be oily water on the concrete floor slab also were observed. We recommend that the observed staining and spilled oil be cleaned.

The staining and spilled oil on concrete flooring at the Sears Automotive Center and the Cupertino Ice Center appeared unlikely to have significantly impacted underlying soil quality. However, when these facilities are demolished, we recommend that an Environmental Professional be present to observe underlying soil for evidence of potential impacts and, if observed, collect soil samples for laboratory analyses.

9.3 AGRICULTURAL USE

The Site was used for agricultural purposes for several decades. Pesticides may have been applied to crops in the normal course of farming operations. Residual pesticide concentrations may remain in on-Site soil. If elevated concentrations of agricultural chemicals are present, mitigation or soil management measures may be required during construction/earthwork activities. We recommend performing soil sampling to evaluate if agricultural chemicals are present. The sampling should focus of former orchard and row crop areas, as well as in the vicinity of outbuilding (barns and sheds) that were formerly located of the southeast portion of the Site; pesticides and/or pesticide application equipment commonly were stored in such outbuildings. Testing for lead contamination also shall be completed at the former structure locations. The sampling, which shall follow commonly accepted environmental protocols, shall be performed prior to soil excavation activities in order to appropriately profile the soil for off-haul to a disposal/accepting facility. The analytical data shall be compared to either residential

screening levels and/or the specific acceptance criteria of the accepting facility. If this soil is planned to be reused on-site, it shall be compared to residential screening levels and/or natural background levels of metals.

9.4 UNDERGROUND STORAGE TANKS

Two 350 gallon diesel USTs and one 500 gallon waste oil UST were previously located near the JC Penney Automotive Center and were removed in 1989. Two 12,000 gallon gasoline USTs, two 5,000 gallon gasoline USTs, and two 550 gallon oil USTs were removed from the Sears Automotive Center in 1985. As summarized in Section 4.1.3, soil and ground water quality studies and soil removal activities subsequently were conducted at these facilities. The SCVWD issued case closure letters to JC Penney and Sears in 1994 and 1999, respectively. Residual petroleum hydrocarbons remain in place near the former USTs; however, the reported residual contaminant concentrations generally do not exceed the Water Board's current Tier 1 ESLs or residential screening levels established by the DTSC and US EPA. Thus, the residual contaminants do not appear to pose a significant risk to current or future Site occupants.

A building plan from 1969 for the Sears Automotive Center that was reviewed by Cornerstone depicts a 1,000 gallon waste oil UST on the west side of the building. Similarly, the SWEEPS UST database lists seven USTs at Sears (the six USTs that were removed in 1985, and the 1,000 gallon waste oil UST). No records pertaining to the removal of a 1,000 gallon waste oil UST were identified during this study. During our Site visit, an access cover was observed in the pavement in the vicinity of the waste oil UST depicted on the 1969 building plan. Thus, it appears that a waste oil UST may remain on-Site. We recommend that the potential presence of a waste oil UST be further investigation by removing the access cover and, if uncertainty remains, the subsequent performance of a geophysical survey. If a UST is identified, it should be removed in coordination with the Santa Clara County Fire Department and DEH, and underlying soil quality should be evaluated. If no UST is identified, soil quality at the location of the waste oil UST, as depicted on the 1969 building plan, should be evaluated via the collection of soil samples from borings for laboratory analyses.

Fire Department records contained a contract dated June 12, 1986 between Sears, Roebuck and Company and K.E. Curtis Construction Company for the removal of a 500 gallon UST. No details regarding the contents or location of the UST were described in the contract, and no other records pertaining to a UST removal at Sears in 1986, or later, were identified during this study. It appears plausible that this contract was for the removal of the waste oil UST discussed above (if the UST is no longer present). Alternatively, a different undocumented UST may have been removed from the Site.

9.5 OIL-WATER SEPARATORS AND ACID NEUTRALIZATION CHAMBER

At the Sears Automotive Center, an oil-water separator (connected to floor drains within the building) and an acid neutralization chamber (connected to drains within a former battery storage room) were identified during this study. We recommend that these below ground features be cleaned and removed. This work should be coordinated with the Santa Clara County Fire Department and DEH. Soil quality below each of the structures should be evaluated via sampling and laboratory analyses.

In 1994, the 750 gallon oil-water separator at the JC Penny Automotive Center was steam cleaned and closed in place by filling it with cement grout under County Fire Department oversight. Based on reported soil sampling data, this separator does not appear to have

significantly impacted underlying soil quality. However, it likely will require removal and appropriate disposal during redevelopment activities.

9.6 HYDRAULIC LIFTS

Multiple former hydraulic lifts were observed with the service bays at the Sears and JC Penny Automotive Centers. The inner lift cylinders appeared to have been removed and the outer steel casings were filled with concrete (at Sears) and pea gravel (at JC Penney). We recommend that each of the below ground lift casings and any associated hydraulic fluid piping and reservoirs be removed and properly disposed. An Environmental Professional should be retained to observe the removal activities and, if evidence of leakage is identified, soil sampling and laboratory analyses should be conducted.

9.7 LEAD-BASED PAINT AND TERMITE CONTROL PESTICIDES

The Consumer Product Safety Commission banned the use of lead as an additive in paint in 1978. Based on the age of the building(s), lead-based paint may be present. The removal of lead-based paint is not required prior to building demolition if the paint is bonded to the building materials. However, if the lead-based paint is flaking, peeling, or blistering, it should be removed prior to demolition. In either case, applicable OSHA regulations must be followed; these include requirements for worker training, air monitoring and dust control, among others. Any debris containing lead must be disposed appropriately.

Additionally, soil adjacent to structures that are painted with lead-containing paint can become impacted with lead as a result of the weathering and/or peeling of painted surfaces. Soil near wood framed structures also can be impacted by pesticides historically used to control termites. Lead and/or pesticides often are identified in soil near old residences and associated outbuildings, such as those historically located on the southeast portion of the Site. Prior to redevelopment of the Site, we recommend that shallow soil at the former structure locations be evaluated for the possible presence of lead and pesticides.

9.8 IMPORTED SOIL

If the planned development will require importing soil for Site grading, we recommend documenting the source and quality of imported soil. The DTSC's Clean Fill Advisory (2001) provides useful guidance on evaluating imported fill.

9.9 POTENTIAL ENVIRONMENTAL CONCERNS WITHIN THE SITE VICINITY

Based on the information obtained during this study, no hazardous material spill incidents have been reported in the Site vicinity that would be likely to significantly impact the Site. However, as is typical to many commercial areas, several facilities in the vicinity were reported as hazardous materials users. If leaks or spills occur at these facilities, contamination could impact the Site, depending upon the location of the property, the magnitude of the release, and the effectiveness of cleanup efforts.

9.10 GROUND WATER MONITORY WELLS

In 1990, four ground water monitoring wells were installed on-Site to evaluate potential impacted from the former USTs at JC Penney. No records pertaining to the current status of these wells were identified during this study. Due to stored construction materials, the reported

well locations were not accessible at the time of our visit; one location appears to be below the parking garage constructed to the south of the JC Penney building. Prior to redevelopment of the Site, these wells should be properly destroyed in accordance with SCVWD Ordinance 90-1.

9.11 FACILITY CLOSURE

As part of the facility closure process for occupants that use and/or store hazardous materials, the Santa Clara County Fire Department and DEH typically require that a closure plan be submitted by the occupant that describes required closure activities, such as removal of remaining hazardous materials, cleaning of hazardous material handling equipment, decontamination of building surfaces, and waste disposal practices, among others. We recommend that facility closure be coordinated with the Fire Department and DEH to ensure that required closure activities are completed prior to redevelopment of the Site.

9.12 SITE MANAGEMENT PLAN

We recommend preparing a Site Management Plan (SMP) and Health and Safety Plan (HSP) for the proposed demolition and redevelopment activities. The purpose of these documents will be to establish appropriate management practices for handling impacted soil, soil vapor and ground water or other materials that may potentially be encountered during construction activities, especially in areas of former hazardous materials storage and use, and the profiling of soil planned for off-Site disposal. The Site Management Plan should document former and suspect UST locations, hazardous materials transfer lines, oil-water separators, neutralization chambers, and hydraulic lifts, etc. The SMP also would provide the protocols for accepting imported fill materials.

9.13 ASBESTOS CONTAINING BUILDING MATERIALS (ACBMS)

Due to the age of the on-Site structure(s), building materials may contain asbestos. Because demolition is planned, an asbestos survey is required by local authorities and/or National Emissions Standards for Hazardous Air Pollutants (NESHAP) guidelines. NESHAP guidelines require the removal of potentially friable ACBMs prior to building demolition or renovation that may disturb the ACBM.

9.14 DATA GAPS

ASTM Standard Designation E 1527-13 requires the Environmental Professional to comment on significant data gaps that affect our ability to identify Recognized Environmental Conditions. A data gap is a lack of or inability to obtain information required by ASTM Standard Designation E 1527-13 despite good faith efforts by the Environmental Professional to gather such information. A data gap by itself is not inherently significant; it only becomes significant if it raises reasonable concerns. No significant data gaps were identified during this Phase I ESA.

9.15 DATA FAILURES

As described by ASTM Standard Designation E 1527-13, a data failure occurs when all of the standard historical sources that are reasonably ascertainable and likely to be useful have been reviewed and yet the historical research objectives have not been met. Data failures are not uncommon when attempting to identify the use of a Site at five year intervals back to the first use or to 1940 (whichever is earlier). ASTM Standard Designation E 1527-13 requires the Environmental Professional to comment on the significance of data failures and whether the

data failure affects our ability to identify Recognized Environmental Conditions. A data failure by itself is not inherently significant; it only becomes significant if it raises reasonable concerns. No significant data failures were identified during this Phase I ESA.

9.16 RECOGNIZED ENVIRONMENTAL CONDITIONS

Cornerstone has performed a Phase I ESA in general conformance with the scope and limitations of ASTM E 1527-13. This assessment identified the following Recognized Environmental Conditions[4].

- Documents reviewed during this study, as well as observations at the Site, indicate that a 1,000 gallon waste oil UST may be present on the west side of the Sears Automotive Center building. No documents pertaining to the removal of this UST or the evaluation of soil quality at the UST location were identified. There is a potential that this UST, if present, may have impacted soil, soil vapor and/or ground water at the Site.
- An oil-water separator (connected to floor drains within the building) and an acid neutralization chamber (connected to drains within a former battery storage room) were identified during this study on the east side of the Sears Automotive Center building. There is a potential that these features may have impacted soil, soil vapor and/or ground water at the Site.
- Vehicle lift components (*e.g.*, outer lift cylinder casings and possibly associated hydraulic fluid piping and reservoirs) remain in ground at the JC Penney Automotive Center and within the northern portion of the Sears Automotive Center that is not underlain by the basement. There is a potential that these features may have impacted soil and/or ground water at the Site.
- In 1986, Sears, Roebuck and Company established a contract with K.E. Curtis Construction Company for the removal of a 500 gallon UST. No details regarding the contents or location of the UST were described in the contract, and no other records pertaining to a UST removal at Sears in 1986, or later, were identified. There is a potential that this unidentified UST may have impacted soil, soil vapor and/or ground water at the Site.
- The Site historically was used for agricultural purposes. There is a potential that residual pesticides could remain in Site soil. If present, this soil may require appropriate management.
- Soil adjacent to structures that are painted with lead-containing paint can become impacted with lead as a result of the weathering and/or peeling of painted surfaces. Soil near wood framed structures also can be impacted by pesticides historically used to control termites. There is a potential that residual lead and pesticide concentrations could remain in on-Site soil resulting from the prior residence and outbuildings previously located on the southeast portion of the Site.

[4] The presence or likely presence of hazardous substances or petroleum products on the Site: 1) due to any release to the environment; 2) under conditions indicative of a release to the environment; or 3) under conditions that pose a material threat of a future release to the environment.

This assessment identified the following Historical Recognized Environmental Conditions[5]:

- Two 350 gallon diesel USTs and one 500 gallon waste oil UST were previously located near the JC Penney Automotive Center and were removed in 1989. Two 12,000 gallon gasoline USTs, two 5,000 gallon gasoline USTs, and two 550 gallon oil USTs were removed from the Sears Automotive Center in 1985. The SCVWD issued case closure letters to JC Penney and Sears in 1994 and 1999, respectively, indicating that no further work was required.

Within the Sears Automotive Center building, remnant piping is present that appears to have formerly distributed grease, oil and transmission fluid from storage locations to the service bays and hydraulic fluid to vehicle lifts. Residual spilled oil and staining is present on the concrete floor slabs and walls of the building, mainly within the basement. Near refrigeration equipment at the Cupertino Ice Center, oil staining and a spill (approximately 1 to 2 gallons) of what appeared to be oily water on the concrete floor slab also were observed. The staining and spilled oil on concrete floors and walls at the Sears Automotive Center and the Cupertino Ice Center appeared unlikely to have significantly impacted underlying soil quality; thus, we do not categorize these observations as Recognized Environmental Conditions. As noted in ASTM E 1527-13, the term Recognized Environmental Condition is not intended to include de minimis conditions that generally do not present a significant threat to human health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate governmental agencies. We recommend, however, that the observed staining and spilled oil be cleaned, and that the remnant piping be properly removed and disposed. Additionally, when these facilities are demolished, we recommend that an Environmental Professional be present to observe underlying soil for evidence of potential impacts and, if observed, collect soil samples for laboratory analyses.

SECTION 10: LIMITATIONS

Cornerstone performed this Phase I ESA to support David J. Powers & Associates in evaluation of Recognized Environmental Conditions associated with the Site. David J. Powers & Associates understands that no Phase I ESA can wholly eliminate uncertainty regarding the potential for Recognized Environmental Conditions to be present at the Site. This Phase I ESA is intended to reduce, but not eliminate, uncertainty regarding the potential for Recognized Environmental Conditions. David J. Powers & Associates understands that the extent of information obtained is based on the reasonable limits of time and budgetary constraints.

Findings, opinions, conclusions and recommendations presented in this report are based on readily available information, conditions readily observed at the time of the Site visit, and/or information readily identified by the interviews and/or the records review process. Phase I ESAs are inherently limited because findings are developed based on information obtained from a non-intrusive Site evaluation. Cornerstone does not accept liability for deficiencies, errors, or misstatements that have resulted from inaccuracies in the publicly available information or from interviews of persons knowledgeable of Site use. In addition, publicly available information and field observations often cannot affirm the presence of Recognized Environmental Conditions; there is a possibility that such conditions exist. If a greater degree of confidence is desired, soil, ground water, soil vapor and/or air samples should be collected by Cornerstone and analyzed

[5] A past Recognized Environmental Condition that has been addressed to the satisfaction of the applicable regulatory agency or meeting unrestricted use criteria established by the applicable regulatory agency without subjecting the Site to required controls or restrictions.

MAPPED SITES SUMMARY

Target Property Address:
10123 NORTH WOLFE ROAD
CUPERTINO, CA 95014

Click on Map ID to see full detail.

MAP ID	SITE NAME	ADDRESS	DATABASE ACRONYMS	RELATIVE ELEVATION	DIST (ft. & mi.) DIRECTION
A1	J.C. PENNEY	10150 N WOLFE RD	FINDS		TP
A2		VALCO FASHION PARK,	CHMIRS		TP
A3	SEARS AUTOMOTIVE CEN	10123 WOLFE RD N	RGA LUST		TP
A4	SEARS AUTOMOTIVE CEN	10101 N WOLFE RD	RGA LUST		TP
A5	SEARS AUTOMOTIVE CEN	10123 N WOLFE RD	RGA LUST		TP
A6	JC PENNEY	10150 WOLFE	HIST CORTESE		TP
A7	MACY'S VALCO	10333 N WOLFE ROAD	FINDS		TP
A8	JC PENNEYS	10150 N WOLFE RD	HAZNET		TP
A9	MACY'S (VALCO #341)	10333 N WOLFE ROAD	CHMIRS, EMI		TP
A10		10123 NORTH WOLFE RD	CHMIRS, HIST CORTESE		TP
A11	JC PENNY COMPANY, ST	10150 N WOLFE ROAD	FINDS		TP
A12	VALLCO SHOPPING MALL	10123 N WOLFE RD.	HAZNET		TP
A13	MACY'S WEST 124A	10333 WOLFE RD	HAZNET		TP
A14	BATH & BODY WORKS	10123 WOLFE RD STE 2	HAZNET		TP
A15	VALLCO FASHION PARK	10123 N WOLFE RD	CUPA Listings, HAZNET		TP
A16	R JACOBS GROUP	10123 NO WOLFE RD #2	HAZNET		TP
A17	KITS CAMERAS ONE HR	10123 N WOLFE RD STE	RCRA-SQG, FINDS, ECHO		TP
A18	J. C. PENNEY CO., IN	10150 N WOLFE RD	LUST, HIST LUST, SWEEPS UST, CA FID UST		TP
A19	JC PENNEY #427	10150 N WOLFE RD	FINDS		TP
A20	SEARS ROEBUCK & CO	10101 WOLFE RD	RCRA-SQG, LUST, HIST LUST, SWEEPS UST, HIST UST,...		TP
A21	JC PENNEY	10150 N WOLFE RD	RGA LUST		TP
A22	JC PENNEY	10150 WOLFE RD N	RGA LUST		TP
A23	J.C. PENNEY	10150 N WOLFE RD	RGA LUST		TP
A24	VALLCO DENTAL CARE	10101 WOLFE RD	FINDS		TP
A25	ALEXANDER'S STEAKHOU	10330 N WOLFE RD	FINDS		TP
A26	J.C. PENNEY	10150 N WOLFE RD	RGA LUST		TP
A27	VALLCO GENERATOR ROO	10123 N WOLFE RD	FINDS		TP
A28	SEARS AUTO CENTER	10101 WOLFE RD	AST		TP
A29		10333 NORTH WOLFE RD	ERNS		TP
A30		10123 WOLF RD	ERNS		TP
A31	VALLCO FASHION PARK	10123 N WOLFE RD STE	RCRA-SQG, FINDS, ECHO, HAZNET		TP
A32	SEARS AUTOMOTIVE CEN	10101 N WOLFE RD	FINDS		TP
A33	ICE CENTER ENTERPRIS	10123 N WOLFE RD	HAZNET		TP
A34	SEARS #1468/6939	10101 N WOLFE RD	LUST, HIST UST, FINDS, ECHO		TP
A35	ICE CHALET VALLCO	10123 N WOLFE RD	FINDS		TP
A36	THE PICTURE PEOPLE I	10123 N WOLFE RD UNI	FINDS		TP
A37	JC PENNY COMPANY, ST	10150 N WOLFE ROAD	EMI		TP
A38	MACY'S VALCO	10333 N WOLFE ROAD	EMI		TP
A39	FOX PHOTO INC	10123 N WOLFE RD	HAZNET		TP

(Cornerstone Earth Group, PDF 46)

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A40	KITS CAMERA #51	10123 N WOLFE RD	HAZNET		TP
A41	EXPRESSLY PORTRAITS	10123 NO WOLFE RD #2	HAZNET		TP
A42	THE PICTURE PEOPLE I	10123 N WOLFE RD UNI	HAZNET		TP
A43	MACY'S DEPARTMENT ST	10333 N WOLFE RD	FINDS		TP
A44	J.C. PENNEY	10150 N WOLFE RD	LUST, HIST UST		TP
Reg	INTERSIL INC	10900 N TANTAU AVENU	NPL, SEMS, RCRA-SQG, US ENG CONTROLS, ENVIROSTOR	Same	2372, 0.449, NE
45	THE PICTURE PEOPLE	19123 N WOLFE RD MS	RCRA-SQG, FINDS, ECHO	Higher	1 ft.
B46	ENTERPRISE CONTROLS	10045 ESTATES DR	EDR Hist Cleaner	Higher	165, 0.031, South
B47	ONE HOUR CLEANERS BY	10045 E ESTATES DR	RCRA-SQG, FINDS, ECHO, DRYCLEANERS, HAZNET	Higher	165, 0.031, South
B48	ONE HOUR CLEANERS BY	10045 ESTATES DR	CUPA Listings	Higher	165, 0.031, South
B49	ESTATES MOBILE SERVI	19550 STEVENS CREEK	EDR Hist Auto	Higher	196, 0.037, South
B50	TOSCO #11220	19550 STEVENS CREEK	LUST, HIST LUST	Higher	196, 0.037, South
B51	VALLCO 76 #112220-30	19550 STEVENS CREEK	UST	Higher	196, 0.037, South
B52	MOBIL	19550 STEVENS CREEK	LUST, HIST LUST, SWEEPS UST, EMI, HIST CORTESE	Higher	196, 0.037, South
B53	MOBIL SERVICE STATIO	19550 STEVENS CREEK	HIST UST	Higher	196, 0.037, South
B54	PLATINUM ENERGY #261	19550 STEVENS CREEK	LUST, SWEEPS UST, CA FID UST, CUPA Listings	Higher	196, 0.037, South
B55	TOSCO NORTHWEST CO N	19550 STEVENS CREEK	RCRA-SQG, FINDS, ECHO	Higher	196, 0.037, South
C56	TANDEM COMPUTERS LOC	19333 VALLCO PARKWAY	SEMS-ARCHIVE, RCRA-LQG, SWEEPS UST, HIST UST, CA...	Higher	211, 0.040, SE
C57	APPLE INC	19333 VALLCO PY	AST	Higher	211, 0.040, SE
C58	APPLE, INC.	19333 VALLCO PARKWAY	RCRA-LQG	Higher	211, 0.040, SE
C59	APPLE INC	19333 VALLCO PARKWAY	SLIC, BROWNFIELDS, HIST UST, EMI	Higher	211, 0.040, SE
D60	HOLIDAY CLEANERS	19720 STEVENS CREEK	EDR Hist Cleaner	Higher	230, 0.044, SSW
D61	HOLIDAY CLEANERS OF	19720 STEVENS CREEK	FINDS, DRYCLEANERS, EMI	Higher	235, 0.045, SSW
D62	WARDROB CUSTOM CLEAN	19705 STEVENS CRK BL	RCRA-SQG, FINDS, ECHO	Higher	260, 0.049, SSW
D63	MELS CLEANERS	19705 STEVNS CRK BD	EDR Hist Cleaner	Higher	260, 0.049, SSW
E64	BUSHMAN GERALD R	19480 STEVENS CREEK	EDR Hist Auto	Higher	292, 0.055, South
E65	ALLAN DOMASH	19480 STEVENS CREEK	LUST, AST, CA FID UST, CUPA Listings	Higher	292, 0.055, South
E66	JIFFY-LUBE	19480 STEVENS CREEK	AST	Higher	292, 0.055, South
E67	SHELL	19480 STEVENS CREEK	LUST, HIST LUST, HIST CORTESE	Higher	292, 0.055, South
E68	ALLAN DOMASH	19480 STEVENS CREEK	SWEEPS UST, HIST UST	Higher	292, 0.055, South
B69	ANNE E MURRAY DDS	10055 MILLER AV 104	CUPA Listings	Higher	355, 0.067, South
B70	DRS LIN & LO DMD INC	10055 MILLER AV 101	CUPA Listings, HAZNET	Higher	355, 0.067, South
71	HEWLETT-PACKARD COMP	190447 PRUNERIDGE AV	CA FID UST	Lower	620, 0.117, NNW
72	STEFFEN WILLIAM CHEV	19795 STEVENS CREEK	EDR Hist Auto	Higher	625, 0.118, SW
F73	ROBERT F HARLEY DDS	10055 N PORTAL AV 13	CUPA Listings	Higher	725, 0.137, SW
F74	THEODORE A FLOOR DDS	10055 N PORTAL AV 10	CUPA Listings	Higher	725, 0.137, SW
G75	CVS PHARMACY #17687	19499 STEVENS CREEK	RCRA-CESQG	Higher	869, 0.165, SSE
G76	CVS PHARMACY #17687	19499 STEVENS CREEK	CUPA Listings, HAZNET	Higher	869, 0.165, SSE
G77	TARGET STORE T3224	19499 STEVENS CREEK	RCRA-SQG, FINDS, ECHO	Higher	869, 0.165, SSE

(Cornerstone Earth Group, PDF 47)

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CUPERTINO, CA 95014

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A43	MACY'S DEPARTMENT ST	10333 N WOLFE RD	FINDS		TP
A44	J.C. PENNEY	10150 N WOLFE RD	LUST, HIST UST		TP
Reg	INTERSIL INC	10900 N TANTAU AVENU	NPL, SEMS, RCRA-SQG, US ENG CONTROLS, ENVIROSTOR	Same	2372, 0.449, NE
45	THE PICTURE PEOPLE	19123 N WOLFE RD MS	RCRA-SQG, FINDS, ECHO	Higher	1 ft.
B46	ENTERPRISE CONTROLS	10045 ESTATES DR	EDR Hist Cleaner	Higher	165, 0.031, South
B47	ONE HOUR CLEANERS BY	10045 E ESTATES DR	RCRA-SQG, FINDS, ECHO, DRYCLEANERS, HAZNET	Higher	165, 0.031, South
B48	ONE HOUR CLEANERS BY	10045 ESTATES DR	CUPA Listings	Higher	165, 0.031, South
B49	ESTATES MOBILE SERVI	19550 STEVENS CREEK	EDR Hist Auto	Higher	196, 0.037, South
B50	TOSCO #11220	19550 STEVENS CREEK	LUST, HIST LUST	Higher	196, 0.037, South
B51	VALLCO 76 #112220-30	19550 STEVENS CREEK	UST	Higher	196, 0.037, South
B52	MOBIL	19550 STEVENS CREEK	LUST, HIST LUST, SWEEPS UST, EMI, HIST CORTESE	Higher	196, 0.037, South
B53	MOBIL SERVICE STATIO	19550 STEVENS CREEK	HIST UST	Higher	196, 0.037, South
B54	PLATINUM ENERGY #261	19550 STEVENS CREEK	LUST, SWEEPS UST, CA FID UST, CUPA Listings	Higher	196, 0.037, South
B55	TOSCO NORTHWEST CO N	19550 STEVENS CREEK	RCRA-SQG, FINDS, ECHO	Higher	196, 0.037, South
C56	TANDEM COMPUTERS LOC	19333 VALLCO PARKWAY	SEMS-ARCHIVE, RCRA-LQG, SWEEPS UST, HIST UST, CA...	Higher	211, 0.040, SE
C57	APPLE INC	19333 VALLCO PY	AST	Higher	211, 0.040, SE
C58	APPLE, INC.	19333 VALLCO PARKWAY	RCRA-LQG	Higher	211, 0.040, SE
C59	APPLE INC	19333 VALLCO PARKWAY	SLIC, BROWNFIELDS, HIST UST, EMI	Higher	211, 0.040, SE
D60	HOLIDAY CLEANERS	19720 STEVENS CREEK	EDR Hist Cleaner	Higher	230, 0.044, SSW
D61	HOLIDAY CLEANERS OF	19720 STEVENS CREEK	FINDS, DRYCLEANERS, EMI	Higher	235, 0.045, SSW
D62	WARDROB CUSTOM CLEAN	19705 STEVENS CRK BL	RCRA-SQG, FINDS, ECHO	Higher	260, 0.049, SSW
D63	MELS CLEANERS	19705 STEVNS CRK BD	EDR Hist Cleaner	Higher	260, 0.049, SSW
E64	BUSHMAN GERALD R	19480 STEVENS CREEK	EDR Hist Auto	Higher	292, 0.055, South
E65	ALLAN DOMASH	19480 STEVENS CREEK	LUST, AST, CA FID UST, CUPA Listings	Higher	292, 0.055, South
E66	JIFFY-LUBE	19480 STEVENS CREEK	AST	Higher	292, 0.055, South
E67	SHELL	19480 STEVENS CREEK	LUST, HIST LUST, HIST CORTESE	Higher	292, 0.055, South
E68	ALLAN DOMASH	19480 STEVENS CREEK	SWEEPS UST, HIST UST	Higher	292, 0.055, South
B69	ANNE E MURRAY DDS	10055 MILLER AV 104	CUPA Listings	Higher	355, 0.067, South
B70	DRS LIN & LO DMD INC	10055 MILLER AV 101	CUPA Listings, HAZNET	Higher	355, 0.067, South
71	HEWLETT-PACKARD COMP	190447 PRUNERIDGE AV	CA FID UST	Lower	620, 0.117, NNW
72	STEFFEN WILLIAM CHEV	19795 STEVENS CREEK	EDR Hist Auto	Higher	625, 0.118, SW
F73	ROBERT F HARLEY DDS	10055 N PORTAL AV 13	CUPA Listings	Higher	725, 0.137, SW
F74	THEODORE A FLOOR DDS	10055 N PORTAL AV 10	CUPA Listings	Higher	725, 0.137, SW
G75	CVS PHARMACY #17687	19499 STEVENS CREEK	RCRA-CESQG	Higher	869, 0.165, SSE
G76	CVS PHARMACY #17687	19499 STEVENS CREEK	CUPA Listings, HAZNET	Higher	869, 0.165, SSE
G77	TARGET STORE T3224	19499 STEVENS CREEK	RCRA-SQG, FINDS, ECHO	Higher	869, 0.165, SSE

(Cornerstone Earth Group, PDF 48)

2013 ESA

Previous ownership of the mall:

> According to Mr. Rohde and a review of public records, previous owners of the Mall property, in descending order, have included Vallco International Shopping Mall, LLC; GKK Cupertino Owner LLP, Teachers Annuity Trust, Jacobs Group, Heightman, and Westfield. The Mall underwent significant renovations in 1988 and 2006. In 2006, two new parking structures were constructed, additional parking was added south of JC Penney's, additional retail stores were added along the west side of Wolfe road, and the AMC movie theatre was added to the third level of the mall. In 2012, Sears renovated their store building and the Bay Club, a fitness facility, was established in the southeast corner of the Sears building.

Appendix E, Part 2, PDF 119

2006 ESA FOR MAIN VALLCO SHOPPING MALL BUILDING PROPERTY

Sears had a leak reported in April 11, 1985, as of June 31, 2001, no action had been taken.

Statement conflicts with current ESA.

The following information pertains to the Property:

3 Expressly Portraits located at 10123 North Wolfe Road, is listed as approximately 200 feet to the southeast of the Property. The site is listed on the **ERNS** database as an emergency response notification site. One Hazardous Waste Liquid Spill of Silver was listed as occurring on June 14, 1996. According to the database, the spill was released to a secondary containment tank. After clean-up and inspection, no further action was taken. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

3 Kits Cameras One Hour Number 51, located at 10123 North Wolfe Road, Suite 2023, is listed as approximately 200 feet to the southeast of the Property. The site is listed as a **RCRA Generator** Site. According to the database, the facility at this site is listed as a small quantity generator, permitted to generate 100 - 1,000 kilograms per month of hazardous waste. No violations were reported. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

3 Vallco Fashion Park, located at 10123 North Wolfe Road, is listed as approximately 200 feet to the southeast of the Property. The site is listed as a **RCRA Generator** Site. According to the database, the facility at this site is listed as a small quantity generator, permitted to generate 100 - 1,000 kilograms per month of hazardous waste. No violations were reported. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

The following sites are within ⅛ mile of the Property:

1 Sears Automotive Center, located at 10123 North Wolfe Road, is listed as approximately 200 feet to the northeast of the Property. The site is listed on the **LUST** database as having had a leaking underground storage tank. According to the database, gasoline was leaked, affecting the soil only. The leak was reported on April 11, 1985. As of June 31, 2001, no action had been taken. Though listed as the same address as the Property, this site is not part of this report and is not considered part of the Property. Sears Automotive center no longer uses this address. The current address is 10101 North Wolfe Road.

2 JC Penny, located at 10150 North Wolfe Road, is listed as approximately 200 feet to the northeast of the Property. The site is listed on the **LUST** database as having had a leaking underground storage tank. According to the report, diesel was leaked on the site. The leak was reported on November 28, 1989. The site was issued a closure letter on September 1, 1994. The site also is listed as a **UST SITE.** The current status is inactive. Based on the regulatory status of this site it is not anticipated that this site will adversely impact the environmental quality of the Property.

4 Sears Automotive Center, located at 10150 North Wolfe Road, is listed as approximately 200 feet to the southeast of the Property. The site is listed on the **LUST** database as having had a leaking underground storage tank. According to the report, gasoline was leaked on the site. The leak was

reported on January 1, 1988. The site was issued a closure letter on December 6, 1999. Based on the regulatory status of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property. Sears Automotive center no longer uses this address. The current address is 10101 North Wolfe Road.

5 JC Penny, located at 10150 North Wolfe Road, is listed as approximately 200 feet to the southeast of the Property. The site is listed on the **LUST** database as having had a leaking underground storage tank. According to the report, diesel was leaked on the site. The leak was reported on November 16, 1989. The site was issued a closure letter on September 1, 1994. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

3 The Picture People, located at 19123 North Wolfe Road, is listed as approximately 200 feet to the southeast of the Property. The site is listed as a **RCRA Generator** Site. According to the database, the facility at this site is listed as a large quantity generator, permitted to generate over 1,000 kilograms per month of hazardous waste. No violations were reported. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

6 Sears Automotive Center, located at 10101 North Wolfe Road, is listed as approximately 300 feet to the southeast of the Property. The site is listed on the **LUST** database as having had a leaking underground storage tank. According to the report, gasoline was leaked on the site. The leak was reported on October 24, 1994. The site was issued a closure letter on December 6, 1999. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

6 Sears Roebuck & Co, located at 10101 North Wolfe Road, is listed as approximately 300 feet to the southeast of the Property. The site is listed as a **RCRA Generator** Site. According to the database, the facility at this site is listed as a small quantity generator, permitted to generate 100 - 1,000 kilograms per month of hazardous waste. No violations were reported. Based on the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property. The site also is listed as a **UST SITE.** The current status is inactive.

6 Jiffy Lube Store #1615, located at 10101 North Wolfe Road, is listed as approximately 300 fee to the northeast of the Property. The site is listed on the **UST** database as having an underground storage tank registered with the State Water Resources Control Board. According to the database, no violations were noted. Based upon the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

7 Tandem Location One, located at 19333 Vallco Parkway, is listed as approximately 425 feet to the northeast of the Property. The site is listed on the **UST** database as having an underground storage tank. The status is listed as inactive. According to the database, no violations were noted. Based upon the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

8, 9 Four Phase Systems Motorola Tandem, located at 19333 Vallco Parkway, is listed as approximately 550 feet to the northeast of the Property. The site is listed on the **STATE SPILLS** site. According to the database, on April 27, 1991, a spill or leak was disclosed to the San Francisco Bay Area Water Quality Control Board. Soil remediation and on-site groundwater extraction or containment action was not recommended. According to the database, the site is not an NPL site and it's current status is closed. The most recent agency update was March 11, 1991. Based upon the regulatory status and listing nature of this site, it is not anticipated that this site will adversely impact the environmental quality of the Property.

The site is also listed on the **CERCLIS NFRAP** database. According to the database, no further action is planned. The EPA identification number is CAD069101152.

The following NPL sites are within one mile of the Property:

22,23 Interstil Inc./Siemens Components, located at 10910 North Tantau Avenue and 19000 Homestead Road is listed as approximately 4,300 feet to the northeast of the Property. The site is listed as an **NPL** site. According to the database, an inadvertent industrial spill occurred that resulted in Volatile Organic Compounds (VOC) being released into the soil and groundwater. The spill was discovered in 1982. In 1983 a system was installed to extract gasses from the soil. In 1986, a "pump and treat" system was installed at the site. In February 1990, draft reports of remedial investigations for the site and off-site down gradient areas were released. As of January 13, 2006, the database lists the status as "final".

Based on the number of sites listed in the environmental database report, it is possible that groundwater in the area has been affected by a variety of contaminants. However, evidence was not found that the Property has contributed to a local groundwater problem, if one exists.

Information regarding previous or current environmental concerns at the Property was not found during Ceres Associates' regulatory review at the Santa Clara Valley Water District, Santa Clara County Environmental Health Department, or the Santa Clara County Fire Prevention Department for this Phase I ESA.

ASBESTOS

Suspected asbestos-containing materials (ACM) including drywall and texture materials, spray-on acoustical ceiling materials, acoustical ceiling tiles, exterior stucco materials, one-foot by one-foot resilient floor tiles, roofing materials, and the cooling tower fill were noted during the Property reconnaissance. The building on the Property appears to be of the age and construction that suggests the possibility that construction materials may contain asbestos fibers. The suspect ACMs observed appeared to be in good condition and non-friable.

SURROUNDING AREA SUMMARY AND CONCLUSIONS

A Sears Automotive Center is located approximately 400 feet south of the Property on the west side of North Wolfe Road. The site was observed to have ten hydraulic lifts and signage indicated the facility performed oil and automotive coolant changes. This would indicate used and fresh motor oil and used and fresh automotive coolant is used at the facility. Ceres Associates was unable to assess housekeeping practices at the facility from off-site visual observation. According to information reviewed at the Santa Clara Valley Water District (SCVWD), six underground storage tanks, four gasoline and two motor oil, were removed from the site in 1985. The dispenser islands and product lines were removed from the site in 1994. Sampling was performed in 1999 to assess the hydrocarbon concentration in the soil and groundwater at the site. Seven boring locations were sampled to a depth of 44 feet below ground surface. Groundwater was not encountered in the seven borings. Concentrations of ethylbenzenes, total xylenes, and lead were reported in the soil samples. The concentrations were below regulatory action levels. The site was granted case closure on December 6, 1999. The SCVWD concluded that based on soil sampling results, residual contamination in the subsurface from the former USTs are minimal. Additionally, due to the location of deep groundwater, residual contamination at the site would not likely pose a significant threat to the groundwater beneath the site. Ceres Associates did not find evidence that this site has impacted the environmental quality of the Property.

JC Penny, located adjacent to the east of the Property, is listed as a leaking underground storage tank site (LUST) in the environmental database report. According to information reviewed at the SCVWD, one 350-gallon diesel fuel UST and one 350-gallon waste oil UST were removed from the site on November 15, 1989. A 750-gallon waste oil/water sump was closed in-place on January 21, 1994. Overexcavation of approximately 303 tons of contaminated soil was performed at the diesel and waste oil UST excavations. Four monitoring wells were installed to monitor groundwater conditions beneath the site. Final monitoring results indicated non-detect levels of target analytes. A case closure letter was issued for the site by the SCVWD on September 1, 1994. This site is also listed on the UST database as having inactive UST(s). Ceres Associates did not find evidence that this site has impacted the environmental quality of the Property.

Only 6 USTs mentioned being removed in 1985, no mention of the 1,000 gallon waste oil UST:

21	Sears Automotive Center, located at 10101 North Wolfe Road, is approximately 200 feet southwest of the Property. The site is listed on the LUST database as being a leaking underground storage tank site. According to information reviewed at the Santa Clara Valley Water District (SCVWD), six underground storage tanks, four gasoline and two motor oil, were removed from the site in 1985. The dispenser islands and product lines were removed from the site in 1994. Sampling was performed in 1999 to assess the hydrocarbon concentration in the soil and groundwater at the site. Seven boring locations were sampled to a depth of 44 feet below ground surface. Groundwater was not encountered in the seven borings. Concentrations of ethylbenzenes, total xylenes, and lead were reported in the soil samples. The concentration levels were below regulatory action levels. The site was granted case closure on December 6, 1999. The SCVWD concluded that based on soil sampling results, residual contamination in the subsurface from the former USTs are minimal. Additionally, due to the location of deep groundwater, residual contamination at the site would not likely pose a significant threat to the groundwater beneath the site. Ceres Associates did not find evidence that this site has impacted the environmental quality of the Property.

STATE AND FEDERAL LAW REGARDING UST OWNERS AND OPERATORS

See the following for required reporting of USTs:
https://www.waterboards.ca.gov/ust/tech_notices/docs/ca_fed_regs.pdf

California Water Boards

Edmund G. Brown Jr.
Governor

Matthew Rodriquez
Secretary for Environmental Protection

State Water Resources Control Board

October 21, 2015

To: Underground Storage Tank Owners and Operators

COMPLIANCE WITH CALIFORNIA AND FEDERAL UNDERGROUND STORAGE TANK REGULATIONS

The United States Environmental Protection Agency (U.S. EPA) issued revised underground storage tank (UST) regulations on July 15, 2015. The revisions strengthen the 1988 federal UST regulations by increasing the emphasis on properly operating and maintaining UST systems. The new federal UST regulations have been published in the Federal Register located at: http://www.gpo.gov/fdsys/pkg/FR-2015-07-15/pdf/2015-15914.pdf.

On August 20, 2015 the State Water Resources Control Board (State Water Board) notified California UST owners and operators they must comply with the new federal UST regulations, in addition to California UST statutes and regulations. The new federal UST regulations became effective on October 13, 2015 in Indian Territory and in those states, including California, that do not have State Program Approval. The compliance deadlines for the new requirements in the federal UST regulations range from October 13, 2015 to October 13, 2018 for those USTs installed on or before October 13, 2015. All USTs installed after October 13, 2015 must fully comply with the new applicable federal UST regulations, as well as California UST statutes and/or regulations at the time of installation.

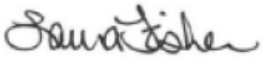
To assist in complying with the new federal UST regulations, the U.S. EPA provides publications and other resources on their 2015 Revised Underground Storage Tank Regulations webpage at http://www2.epa.gov/ust/revising-underground-storage-tank-regulations-revisions-existing-requirements-and-new. Additional resources for field constructed tanks and airport hydrant fuel distribution systems are posted at http://www2.epa.gov/ust/field-constructed-tanks-and-airport-hydrant-systems-2015-requirements. And finally, resources for emergency generator tank systems can be found at http://www2.epa.gov/ust/emergency-power-generator-ust-systems-2015-requirement-release-detection.

In addition to the U.S. EPA resources, State Water Board staff has compiled a detailed table to assist California UST owners and operators in identifying new federal UST regulations that must be met in addition to California UST statute and regulations. The table contains the category of the new federal requirement, the compliance deadline dates, a detailed description of each of the new federal regulations that affect California USTs, and the citation of the federal requirement.

For more information about the new federal UST regulations, please see the U.S. EPA's 2015 Revised Underground Storage Tank Regulations webpage located at http://www2.epa.gov/ust/revising-underground-storage-tank-regulations-revisions-existing-requirements-and-new.

If you have any further questions regarding these new federal UST regulations, please contact me at (916) 341-5870 or laura.fisher@waterboards.ca.gov or Mr. Cory Hootman at (916) 341-5668 or cory.hootman@waterboards.ca.gov.

Sincerely,



Laura S. Fisher, Chief
UST Leak Prevention Unit and
Office of Tank Tester Licensing

Enclosure (1)

1. Federal Underground Storage Tank Regulations That Must Be Met In Addition To California Underground Storage Tank Regulations (October 2015)

cc: [Via email only]

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FEDERAL UNDERGROUND STORAGE TANK REGULATIONS THAT MUST BE MET IN ADDITION TO CALIFORNIA UNDERGROUND STORAGE TANK REGULATIONS*

Requirements for Underground Storage Tanks		
Category	**Requirement**	**40 CFR**
Definitions Effective October 13, 2015.	*Release detection* means determining whether a release of a regulated substance has occurred from the underground storage tank (UST) system into the environment or a leak has occurred into the interstitial space between the UST system and its secondary barrier or secondary containment around it.	280.10
	Repair means to restore to proper operating condition a tank, pipe, spill prevention equipment, overfill prevention equipment, corrosion protection equipment, release detection equipment or other UST system component that has caused a release of product from the UST system or has failed to function properly.	280.10
	Replaced means: (1) For a tank—to remove a tank and install another tank. (2) For piping—to remove 50 percent or more of piping and install other piping, excluding connectors, connected to a single tank. For tanks with multiple piping runs, this definition applies independently to each piping run.	280.10
Design & Construction Requirements Effective as Indicated.	Effective April 11, 2016, except for safe suction piping, when piping is installed or replaced; it must be double-walled and interstitially monitored.	280.20
	Effective October 13, 2015, when overfill prevention is installed or replaced, flow restrictors in vent lines may not be used to comply with the overfill requirement.	280.20(c)(3)
Notification Requirement Effective October 13, 2015.	Within 30 days of acquisition, any person who assumes ownership of a regulated underground storage tank system must submit a notice of the ownership change to the implementing agency, using the form in appendix II of part 280 of 40 Code of Federal Regulations.	280.22(b)
Compatibility Requirements Effective October 13, 2015.	Owners and operators must notify the implementing agency at least 30 days prior to switching to a regulated substance containing greater than 10 percent ethanol, greater than 20 percent biodiesel, or any other regulated substance identified by the implementing agency.	280.32(b)
	Owners and operators must be able to demonstrate compatibility of the UST system (including the tank, piping, containment sumps, pumping equipment, release detection equipment, spill equipment, and overfill equipment) with the regulated substance containing greater than 10 percent ethanol, greater than 20 percent biodiesel, or any other regulated substance identified by the implementing agency.	280.32(b)(1)
	Owners and operators may demonstrate compatibility of the UST system with the regulated substance containing greater than 10 percent ethanol, greater than 20 percent biodiesel, or any other regulated substance identified by the implementing agency by using a certification or listing of UST system equipment or components by a nationally recognized, independent testing laboratory for use with the regulated substance stored; or equipment or component manufacturer approval. The manufacturer's approval must be in writing, indicate an affirmative statement of compatibility, specify the range of biofuel blends the equipment or component is compatible with, and be from the equipment or component manufacturer.	280.32(b)(1)(i) & (ii)
	Owners and operators must maintain the compatibility certifications, listings, or equipment or component manufacturer approval of UST system equipment for as long as the UST system is used to store the regulated substance containing greater than 10 percent ethanol, greater than 20 percent biodiesel, or any other regulated substance identified by the implementing agency.	280.32(c)

* For underground storage tanks installed after October 13, 2015, these requirements are effective at the time of installation.

This is a sampling page of the entire document.

https://www.waterboards.ca.gov/ust/tech_notices/docs/ca_fed_regs.pdf

SINGLE WALL UST AND ASSOCIATED SINGLE WALL PIPING REMOVAL LAW

On September 25, 2014, California Health and Safety Code (HSC), Section 25292.05 became effective, requiring the permanent closure of all single-walled USTs by December 31, 2025. The statutory definition of UST in HSC Section 25281 includes connected piping. As a result, the universe of single-walled (SW) UST components that need to be removed and replaced includes SW tanks, as well as SW piping connected to double-walled (DW) tanks.

Source:
https://www.waterboards.ca.gov/water_issues/programs/ust/adm_notices/jan_dec2017_fnl_cal_ust_annual_rpt.pdf

History of UST fabrication materials here:
https://www.steeltank.com/Portals/0/Articles/UST%20History.pdf?ver=2009-05-31-010756-110

STATE DENSITY BONUS LAW REQUIREMENTS PER VALLCO SB 35 APPLICATION:

Under the State Density Bonus law, the City can only deny an incentive or concession if it finds that an incentive or concession does not result in identifiable and actual cost reductions; would have a specific, adverse impact on public health and safety or the physical environment; or would violate state or federal law. It is the City's burden to provide the evidence supporting such findings. (Vallco SB 35, p. 16, PDF 16)

Gov. Code § 65589.5(d)(2):

(2) The housing development project or emergency shelter as proposed would have a specific, adverse impact upon the public health or safety, and there is no feasible method to satisfactorily mitigate or avoid the specific adverse impact without rendering the development unaffordable to low- and moderate-income households or rendering the development of the emergency shelter financially infeasible. As used in this paragraph, a "specific, adverse impact" means a significant, quantifiable, direct, and unavoidable impact, based on objective, identified written public health or safety standards, policies, or conditions as they existed on the date the application was deemed complete. Inconsistency with the zoning ordinance or general plan land use designation shall not constitute a specific, adverse impact upon the public health or safety.

HOUSING ACCOUNTABILTY ACT REQUIREMENTS PER VALLCO SB 35 APPLICATION:

The Vallco SB 35 Applicant states the following:

The City is only permitted to reject a project under these circumstances if there is a preponderance of evidence that the project would have a significant, unavoidable, and quantifiable impact on "objective, identified written public health or safety standards, policies, or conditions." Gov. Code §65589.5(j). There is no evidence, let alone a preponderance of evidence, that the Project would have any impact on public health and safety that cannot be feasibly mitigated. A broad range of plaintiffs can sue to enforce the Housing Accountability Act, and the City would bear the burden of proof in any challenge. Gov. Code § 65589.5(k). As recently reformed in the 2017 legislative session, the Housing Accountability Act makes attorney's fees and costs of suit presumptively available to prevailing plaintiffs, requires a minimum fine of $10,000 per housing unit for jurisdictions that fail to comply with the act within 60 days, and authorizes fines to be multiplied by five times if a court concludes that a local jurisdiction acted in bad faith when rejecting a housing development. (Vallco SB 35, p. 17, PDF 17)

There is "…a preponderance of evidence that the project would have a significant, unavoidable, and quantifiable impact on "objective, identified written public health or safety standards, policies, or conditions." Gov. Code §65589.5(j)" (Vallco SB 35, p. 17, PDF 17)

VALLCO SPECIFIC PLAN DRAFT ENVIRONMENTAL IMPACT REPORT SUMMARY

The Environmental Impact Report for the Cupertino General Plan Community Vision 2015-2040, certified December 4, 2014 studied the following scenario at Vallco:

The General Plan EIR analyzed the demolition of the existing 1,207,774 square foot mall and redevelopment of the site with up to 600,000 square feet of commercial uses, 2.0 million square feet of office uses, 339 hotel rooms, and 800 residential dwelling units within the Vallco Special Area (Vallco DEIR, p. xiii, PDF 14)

The SB 35 plan was not studied, nor anything remotely close to it, in the General Plan EIR. The General Plan EIR, however, found significant unavoidable impacts with mitigation to air quality (AQ-1, AQ-2, AQ-3, AQ-6), noise (NOISE-3, NOISE-5), and traffic (TRAF-1, TRAF-2, and TRAF-6) as tabulated in EIR Table 2.2, *Executive Summary, Summary of Impacts and Mitigation Measures*. (GP DEIR, pp. 8-28, PDF 14-34). The DEIR for Vallco Special Area has numerous significant and unavoidable impacts with mitigation, and indicates the site is on a hazardous materials listing pursuant to Gov. Code § 65962.5

The Draft Environmental Impact Report for the Vallco Special Area Specific Plan, a.k.a. Vallco Shopping District Specific Plan, circulated for public 45 day review May 24, 2018 studied the following Proposed Project and project alternatives:

Table 1: Vallco DEIR Summary of Project and Alternatives

Summary of Project and Project Alternative Development						
	Land Uses					
	Commercial (square footage)	**Office** (square footage)	**Hotel** (rooms)	**Residential** (dwelling units)	**Civic Space** (square feet)	**Green Roof** (acres)
Proposed Specific Plan	600,000	2,000,000	339	800	65,000	30
Project Alternatives						
General Plan Buildout with Maximum Residential Alternative	600,000	1,000,000	339	2,640	65,000	30
Retail and Residential Alternative	600,000	0	339	4,000	0	0
Occupied/Re-Tenanted Mall Alternative	1,207,774	0	148	0	0	0

(Vallco DEIR, p. xiii, PDF 14)

The Vallco SB 35 application has 2,402 residential units, 400,000 SF retail, 1,810,000 SF office and a roof park. The Vallco SB 35 configuration is similar to the Vallco DEIR Project Alternative "General Plan Buildout with Maximum Residential Alternative" which has 2,640 residential units, 600,000 SF retail, 339 hotel rooms and only 1,000,000 SF office. Note that 148 of the 339 hotel rooms are under construction and nearing completion. The Vallco Project Alternatives were based on the Vallco SB 35 plans and the results of the Vallco DEIR apply to the Vallco SB 35 plan, although, due to the number of significant negative impacts with mitigation, the Vallco SB 35 plan warrants an environmental impact report on its' specific configuration.

Table 2: Comparison of SB 35 Plan to Projects studied in various EIRs

Projects at Vallco Studied in GP EIR or Vallco Special Area DEIR vs. SB 35 Plan						
	Commercial SF	**Office SF**	**Hotel Rooms**	**Residential Dwelling Units**	**Civic Space**	**Green Roof (acres)**
General Plan EIR 2014						
	600,000	2,000,000	339	800	no	no
Vallco Special Area DEIR 2018						
Proposed Project	600,000	2,000,000	339	800	65,000	30
Project Alternatives						
General Plan Buildout with Maximum Residential Alternative	**600,000**	**1,000,000**	**339**	**2,640**	**65,000**	**30**
Retail and Residential Alternative	600,000	0	339	4,000	0	0
Occupied/Re-tenanted Mall	1,207,774	0	148	0	0	0
Vallco SB 35 Plan	**400,000**	**1,810,000**	**(148 under construction)**	**2,402**	**0**	**"Up to 26 acres"[1]**

The Draft Environmental Impact Report for the Vallco Special Area Specific Plan states the following **significant negative impacts with mitigation**:

SECTION 6.0 SIGNIFICANT AND UNAVOIDABLE IMPACTS

As discussed in detail in Section 3.0, the project, General Plan Buildout with Maximum Residential Alternative, and Retail and Residential Alternative would result in the following significant and unavoidable impacts:

[1] Per Vallco SB 35 Development Application p. 15 PDF 51

- *Impact AQ-2: The construction of the project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would violate air quality standard or contribute substantially to an existing or projected air quality violation.*

(Significant and Unavoidable Impact with Mitigation Incorporated)

- *Impact AQ-3: The operation of the project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would violate air quality standard or contribute substantially to an existing or projected air quality violation.*

(Significant and Unavoidable Impact with Mitigation Incorporated)

- *Impact AQ-4: The proposed project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in a cumulatively considerable net increase of criteria pollutants (ROG, NOx, PM10, and/or PM2.5) for which the project region is non-attainment under an applicable federal or state ambient air quality standard.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact AQ-6: The proposed project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would expose sensitive receptors to substantial construction dust and diesel exhaust emissions concentrations.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact AQ-9: Implementation of the proposed project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would cumulatively contribute to air quality impacts in the San Francisco Bay Area Air Basin.*

(Significant and Unavoidable Impact with Mitigation Incorporated)

- *Impact NOI-1: The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would not expose persons to or generation of noise levels in excess of standards established in the General Plan Municipal Code, or applicable standard of other agencies.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact NOI-3: The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in a substantial permanent increase in ambient noise levels in the project vicinity above levels existing without the project.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact NOI-4: The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact NOI-6: The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in a cumulatively considerable permanent noise level increase at existing residential land uses.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact TRN-1: Under existing with project conditions, the project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would conflict with an applicable plan, ordinance, or policy establishing measures of effectiveness for the performance of the circulation system; and conflict with an applicable congestion management program, including standards established for designated roads or highways.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact TRN-2: Under background with project conditions, the project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would conflict with an applicable plan, ordinance, or policy establishing measures of effectiveness for the performance of the circulation system; and conflict with an applicable congestion management program, including standards established for designated roads or highways.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)***

- *Impact TRN-7: The project (and General Plan Buildout with Maximum Residential Alternative and Retail and Residential Alternative) would result in a considerable contribution to a significant cumulative transportation impact.* ***(Significant and Unavoidable Impact with Mitigation Incorporated)*** *(Vallco DEIR, pp. 406-407, PDF 442-443)*

The following tables from the Vallco Specific Plan DEIR describe the sources and health effects which arrise from the air pollutants mentioned in the Air Quality portion of the DEIR:

Table 3: DEIR Health Effects of Air Pollutants

Table 3.3-1: Health Effects of Air Pollutants

Pollutants	Sources	Primary Effects
Carbon Monoxide (CO)	• Incomplete combustion of fuels and other carbon-containing substances, such as motor exhaust • Natural events, such as decomposition of organic matter	• Reduced tolerance for exercise • Impairment of mental function • Impairment of fetal development • Death at high levels of exposure • Aggravation of some heart diseases (angina)
Nitrogen Dioxide (NO_2)	• Motor vehicle exhaust • High temperature stationary combustion • Atmospheric reactions	• Aggravation of respiratory illness • Reduced visibility
Ozone (O_3)	• Atmospheric reaction of organic gases with nitrogen oxides in sunlight	• Aggravation of respiratory and cardiovascular diseases • Irritation of eyes • Impairment of cardiopulmonary function
Lead (Pb)	• Contaminated soil	• Impairment of blood functions and nerve construction • Behavioral and hearing problems in children
Suspended Particulate Matter ($PM_{2.5}$ and PM_{10})	• Stationary combustion of solid fuels • Construction activities • Industrial processes • Atmospheric chemical reactions	• Reduced lung function • Aggravation of the effects of gaseous pollutants • Aggravation of respiratory and cardiorespiratory diseases • Increased cough and chest discomfort • Reduced visibility
Sulfur Dioxide (SO_2)	• Combustion of sulfur-containing fossil fuels • Smelting of sulfur-bearing metal ores • Industrial processes	• Aggravation of respiratory diseases (asthma, emphysema) • Reduced lung function • Irritation of eyes • Reduced visibility

(Vallco DEIR, p. 52 PDF 88)

Table 4: DEIR Health Effects of Air Pollutants

Table 3.3-1: Health Effects of Air Pollutants		
Pollutants	**Sources**	**Primary Effects**
Toxic Air Contaminants	• Cars and trucks, especially diesels • Industrial sources such as chrome platers • Neighborhood businesses such as dry cleaners and service stations • Building materials and product	• Cancer • Chronic eye, lung, or skin irritation • Neurological and reproductive disorders

(Vallco DEIR, p. 53, PDF 89)

The above significant and unavoidable impacts with mitigation represent: *"…a preponderance of evidence that the project would have a significant, unavoidable, and quantifiable impact on "objective, identified written public health or safety standards, policies, or conditions."* Gov. Code §65589.5(j)" (Vallco SB 35, p. 17, PDF 17). Setbacks Non-Compliance – Applicant does not Reference Existing Curb

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