

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

2.1 INTRODUCTION

The Draft EIR (DEIR) for the Mitchell Ranch Center project [SCH# 2007092011] was circulated for a 45-day public review period beginning on May 19, 2010, and ending on July 6, 2010. Forty-six (46) comment letters and eighty-three (83) identical form letters signed by individuals were received during the comment period and are included in this Final EIR. Various individuals requested information on the project during the public comment period via e-mail. Each individual's email and the City response is included as letters 38 through 49. Other individuals commented on the project outside of the comment period; these letters are reflected as letters 50 through 57. No significant environmental impacts or issues, beyond those already covered in the Draft EIR for the Mitchell Ranch Center project, were raised during the comment period, and the City of Ceres, acting as lead agency, directed that responses to the Draft EIR comments be prepared. Responses to comments received during the comment period do not involve any new significant impacts or "significant new information" that would require recirculation of the Draft EIR pursuant to CEQA Guidelines Section 15088.5.

2.2 LIST OF COMMENTERS

The following individuals and representatives of organizations and agencies submitted written comments on the Draft EIR:

TABLE 2.0-1
PUBLIC COMMENTS RECEIVED ON THE DRAFT EIR

Letter	Individual or Signatory	Affiliation	Date
A	Jay Simmonds	Ceres Unified School District	5/24/10
B	Tammy Felix	Ceres Partnership for Healthy Children	5/25/10
C	Arie W. Vander Pol	Turlock Irrigation District	5/26/10
D	Jerome Thiele	Modesto City-County Airport	5/27/10
E	Katy Sanchez	State of California Native American Heritage Commission	6/9/10
F	Dan Otis	State of California Department of Conservation	6/30/10
G	Scott Morgan	State of California Governor's Office of Planning and Research	7/12/10
H	Tom Dumas	State of California Department of Transportation	7/6/10
I	David Warner	San Joaquin Valley Air Pollution Control District	7/6/10
J	Bella Badal	Stanislaus County, Department of Environmental Services	6/29/10
1	Florence Cardenas	Resident	6/1/10
2	Craig Hunnel	Resident	6/15/10
3	Kimberly Divis	Resident	6/24/10
4	Jaime "Junior" Saad	Resident	6/26/10
5	Kathy Hopwood	Resident	6/28/10
6	Cathy R. Jepson	Kiwanis	6/29/10
7	Lee Brittell	Resident	7/5/10

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Letter	Individual or Signatory	Affiliation	Date
8	Deana Rushton	Resident	7/6/10
9	Rocky Fisher	Resident	7/5/10
10	Mike Alfareh	Resident	7/5/10
11	Rafael Barajas	Resident	7/5/10
12	Wendel Trinkler, Jr.	Resident	7/6/10
13	Florence Cardenas	Resident	7/6/10
14	James Vinyard	Resident	7/6/10
15	Andy Azevedo, Jr.	Resident	7/5/10
16	Richard DeSignori	Resident	7/3/10
17	Shasi Parmer	Resident	7/5/10
18	Rick A. Rushton	Resident	7/6/10
19	Jon & Geri Ottersbach	Residents	7/6/10
20	Sherri R. Jacobson	Resident	7/6/10
21	Marsha Harris	Resident	7/6/10
22	Carlos Vizcaino, Jr.	Resident	7/5/10
23	Gary Nance	Resident	6/2/10
24	Charlie Gross	Ceres Partnership for Healthy Children	6/3/10
25	Kristi Perrone	Resident	6/4/10
26	L & K Carpenter	Residents	6/4/10
27	David Pratt	Resident	6/7/10
28	Daniel Arendt	Resident	6/7/10
29	Maria Galvan	Resident	6/8/10
30	Katherine Quellich	Resident	6/8/10
31	Margaret Lockwood	Resident	6/11/10
32	Donna	Resident	6/11/10
33	Galen Hedgecock	Resident	6/20/10
34	Larry Beyers	Resident	6/21/10
35	Cheryl Taylor	Resident	6/23/10
36	Form Letters		
36.1	Debbie, Henry, and Alex Wolski	Resident	6/11/10
36.2	Terrie Rocio	Resident	7/6/10
36.3	Kathy Nobles	Resident	7/6/10
36.4	Harpal Singh	Resident	7/6/10
36.5	Jerald Martinez	Resident	7/6/10
36.6	Maria Drago	Resident	7/6/10

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Letter	Individual or Signatory	Affiliation	Date
36.7	Dwyer Jerold	Resident	7/6/10
36.8	Debbie Sevell	Resident	7/6/10
36.9	Daniel A. Krause	Resident	7/6/10
36.10	J. Casillas	Resident	7/6/10
36.11	Linda Kay Haly	Resident	7/6/10
36.12	Daniel Gray	Resident	7/6/10
36.13	Erika Soto	Resident	7/6/10
36.14	Veronica Gonzalez	Resident	7/6/10
36.15	Illegible	Resident	7/6/10
36.16	Paulette Frank	Resident	7/6/10
36.17	Illegible	Resident	7/6/10
36.18	Estefany Ortega	Resident	7/6/10
36.19	Geovanni Irwin	Resident	7/6/10
36.20	Claudia George	Resident	7/6/10
36.21	Thomas Guzman	Resident	7/6/10
36.22	Blanca E. Rodriguez	Resident	7/6/10
36.23	Lee Brittell	Resident	7/6/10
36.24	Billy & Shasi Parmer	Residents	6/29/10
36.25	Maria and Juan Sanchez	Resident	6/29/10
36.26	Lloyd Hughes	Resident	6/28/10
36.27	Emma Espinoza	Resident	6/28/10
36.28	Vernon L. Wegner	Resident	6/28/10
36.29	Sharon Carlson	Resident	6/28/10
36.30	Barbara Lynch	Resident	6/28/10
36.31	Rene Davis	Resident	6/28/10
36.32	MVR	Resident	6/28/10
36.33	Antonio Alvarez	Resident	6/28/10
36.34	Marina Gonzalez	Resident	6/28/10
36.35	Don Williams	Resident	6/28/10
36.36	Kevin Koenig	Resident	6/28/10
36.37	Amanda Reed	Resident	6/28/10
36.38	Maria Moullamp	Resident	6/28/10
36.39	Clifford Reed	Resident	6/28/10
36.40	Phil Rock	Resident	6/28/10
36.41	Jose Obsund	Resident	6/28/10

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Letter	Individual or Signatory	Affiliation	Date
36.42	Mr. and Mrs. R. V. Mangueros	Residents	6/25/10
36.43	Alma Pimtel	Resident	6/25/10
36.44	Barbara Bates	Resident	6/25/10
36.45	Erika Vega	Resident	6/25/10
36.46	Barry Hurd	Resident	6/25/10
36.47	Kristen Evans	Resident	6/25/10
36.48	Lance Thomas	Resident	6/25/10
36.49	Maria Cantu	Resident	6/25/10
36.50	Maria E. Martinez	Resident	6/25/10
36.51	Rita U. Romero	Resident	6/25/10
36.52	Mrs. Joan R. Bowerman	Resident	6/25/10
36.53	Daniel Doshier	Resident	6/25/10
36.54	Jose Lopez Jr.	Resident	6/25/10
36.55	David Schemel	Resident	6/25/10
36.56	Dorris L. Peters	Resident	6/25/10
36.57	Kimberly A. R. Tarber	Resident	6/25/10
36.58	Barbara R. John	Resident	6/25/10
36.59	Kudod Berbs	Resident	6/25/10
36.60	Wayne Burton	Resident	6/25/10
36.61	Teri Santos	Resident	6/25/10
36.62	Ken Levenhagen	Resident	6/25/10
36.63	Oscar Letina	Resident	6/25/10
36.64	Ezequiel Banon	Resident	6/25/10
36.65	Jose Guzman	Resident	6/25/10
36.66	Illegible	Resident	6/25/10
36.67	Gary E. Neg	Resident	6/25/10
36.68	Mr. and Mrs. Bob Huerta	Residents	6/21/10
36.69	Anthony& Carol Dutra	Residents	6/15/10
37	Form Letters		
37.1	Candy Fisher	Resident	6/25/10
37.2	Gustavo and Maria Lopez	Residents	6/28/10
37.3	Michael T. Markls	Residents	6/25/10
37.4	Estela Mana	Resident	6/25/10
37.5	Jennifer Lutz	Resident	6/25/10
37.6	Ken Miller	Resident	6/25/10

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Letter	Individual or Signatory	Affiliation	Date
37.7	Nahemi Padilla	Resident	6/25/10
37.8	Jessica Guzman	Resident	6/25/10
37.9	Daniel Loewen	Resident	6/25/10
37.10	Karen Loewen	Resident	6/25/10
37.11	Chris DeSignori	Resident	6/25/10
37.12	Mary Ann Oliveira	Resident	6/25/10
37.13	Zep Martinez	Resident	6/25/10
37.14	Martin & Blanca Barajas	Residents	6/25/10
	City's Responses to Inquiries		
38	Rick Rushton	Resident	6/21/10
39	Bob King	Resident	5/19/10
40	Lee Brittell	Resident	5/19/10
41	Lee Brittell	Resident	5/20/10
42	Marsha Harris	Resident	5/19/10
43	Alejandra Gonzalez	Resident	5/25/10
44	Sherri Jacobson	Resident	5/25/10
45	Florence and Tony Cardenas	Residents	6/1/10
46	Florence Cardenas	Resident	6/3/10
47	Lee Brittell	Resident	6/28/10
48	Florence Cardenas	Resident	6/28/10
49	Kimberly Divis	Resident	6/24/10
	Various individuals via e-mail		
50	Lawrence Burdick	Resident	2/5/10
51	Lynne Baker	Resident	10/27/09
52	Leitha Veneman	Resident	7/18/09
53	Kathy Williams	Resident	4/19/09
54	Sharon Harrah	Resident	2/23/09
55	Carrie & David	Residents	10/12/08
56	Rev. Ron Kennedy Sr.	Resident	11/19/08
57	Wayne	Resident	3/25/08

2.3 COMMENTS AND RESPONSES

2.3.1 REQUIREMENTS FOR RESPONDING TO COMMENTS ON A DRAFT EIR

CEQA Guidelines Section 15088 requires that lead agencies evaluate all comments on environmental issues received on the Draft EIR and prepare a written response. The written

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response must address the significant environmental issue raised and must provide a detailed response, especially when specific comments or suggestions (e.g., additional mitigation measures) are not accepted. In addition, the written response must be a good faith and reasoned analysis. However, lead agencies need only to respond to significant environmental issues associated with the project and do not need to provide all the information requested by commenters if it does not concern the project's environmental impacts, as long as a good faith effort at full disclosure is made in the EIR (CEQA Guidelines Section 15204).

CEQA Guidelines Section 15204 recommends that commenters provide detailed comments that focus on the sufficiency of the Draft EIR in identifying and analyzing the possible impacts on the environment and ways in which the significant effects of the project might be avoided or mitigated. CEQA Guidelines Section 15204 also notes that commenters should provide an explanation and evidence supporting their comments. Pursuant to CEQA Guidelines Section 15064, an effect shall not be considered significant in the absence of substantial evidence.

CEQA Guidelines Section 15088 also recommends that where a response to comments results in revisions to the Draft EIR, those revisions be noted as a separate section of the Final EIR contained herein as **Section 3.0, Revisions to the Draft EIR**.

2.3.2 RESPONSES TO COMMENT LETTERS

Written comments on the Draft EIR are reproduced on the following pages, along with responses to those comments. To assist in referencing comments and responses, the following coding system is used:

- Public agency comment letters are coded by letters and each issue raised in the comment letter is assigned a number (e.g., Comment Letter A, comment 1: A-1).
- Individual and interest group comment letters are coded by numbers and each issue raised in the comment letter is assigned a number (e.g., Comment Letter 1, comment 1: 1-1).
- The first in a collection of group letters, meaning those letters that are identical but signed by different members of a group, are coded by number and each issue raised in the comment letter is assigned a number. Only the first of the group letter is printed in the Final EIR response to comments. All of the subsequent copies of the group letter are numbered with a decimal (e.g., Letter 36, then Letter 36.1, Letter 36.2). Copies of all letters are included on the CD-ROM of the Final EIR.

Where changes to the Draft EIR text result from responding to comments, those changes are included in the response and identified with revision marks (underline for new text, ~~strike out~~ for deleted text).

2.3.3 MASTER RESPONSE

The following master response is provided for issues raised by a large number of commenters. In general, the comments addressed by this master response focused on methods of moving the Walmart (Major 1) store further from the existing residential uses on Don Pedro Road. The commenters were interested in reducing noise impacts from the loading docks, and traffic impacts associated with the Walmart and associated development in the proposed project. There are four main areas addressed in this response:

- A. Request that Alternative 2 be the preferred alternative for the project.
- B. Locating the Walmart building to the southwest corner of the property.
- C. Eliminating the westernmost driveway on Don Pedro Road.
- D. Eliminating all driveways on Don Pedro Road.

The following discussion explores the design changes suggested by some of the commenters, and indicates the potential for environmental impact if different from that analyzed in the EIR.

A. Request that Alternative 2 be the preferred alternative for the project.

A number of commenters recommend construction of Project Alternative 2, rather than the proposed project. Alternative 2 would reorient the Walmart building to face Mitchell Road, but would keep all of the planned driveways shown with the proposed project. Draft EIR pages 5.0-69 through 5.0-81 discuss the relative noise impacts of all the project alternatives. The discussion indicates that noise impacts under Alternative 2 would be the same as the proposed project with three exceptions. Those exceptions include noise generated by loading dock activities, rooftop mechanical equipment, and trash/recycle compactors, noise impacts generated under Alternative 2 would be lower than under the proposed project. The reason for the lower noise levels is primarily due to the increased distances between these noise sources and nearby sensitive receptors. A potentially significant noise impact was identified for loading dock activities under the proposed project (but not for rooftop mechanical equipment or trash/recycle compactors). The potentially significant impact would be mitigated through construction of solid noise barriers identified in mitigation measure MM 4.10.4. Under Alternative 2, a similar noise barrier would be required to provide shielding of loading dock noise impacts at the nearest residences to the west. Since the driveway configuration and total square footage of building analyzed in Alternative 2 is identical to the proposed project, the traffic and all other impacts would also be identical. Mitigation measures for both the proposed project and Alternative 2 would be identical, and the impacts associated with both are less than significant, therefore there is no environmental reason to recommend Alternative 2 over the proposed project.

B. Locating the Walmart building to the southwest corner of the property.

Several commenters suggested that the design of the project be altered to move Walmart (Major 1) to the southwest corner of the site. Though not indicated by the comments, this approach would presumably reorient all of the other commercial space to the north and east portion of the site. The relocation of the Walmart building would move the loading area farther from Don Pedro Road. The southwest corner of the site does not provide enough space to fit the Walmart store facing Mitchell Road. According to the applicant, the Walmart store requires approximately 770 feet along the rear of the store (including setbacks and space for circulation, etc.), and the southwest corner of the site is only 580 feet wide. In order to move the Walmart store to the southwest corner of the site, the store would need to be shifted east, closer to the center of the site, or a substantial redesign of the building would be required. If the current building layout were retained and the building relocated in this fashion, it would result in unusable space behind the Walmart building (in the southwest corner of the site), and the underutilization of land. Reorientation of the building might also result in a parking layout with parking running parallel to the Walmart building due to the lack of sufficient space in front of the store, which would result in customers having to maneuver between parked cars and into lanes of traffic. Such a layout could potentially create an increased hazard to customers walking from

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parking to the store entrance. This configuration may also require parking behind the Walmart building near the loading docks, which would create further conflicts among pedestrians and trucks. This design would potentially result in an undesirable internal circulation pattern. It is also important to note that as the building sizes on the project site would remain unchanged, the traffic associated with the site would remain similar to that of the proposed project.

Assuming that the front of the Walmart would be oriented toward Mitchell Road, the loading area would then be along the western edge of the project site. In order to support the buildings in this configuration, a driveway would need to extend along the western property line similar to that with the proposed project. This layout is similar to the configuration of the proposed project, and as a result truck traffic on Don Pedro Road would also be similar to that of the proposed project unless site access were also modified as set forth in C or D below.

This configuration would not by itself avoid or substantially lessen impacts. Noise impacts to the uses west of the project site are likely to be greater under this configuration. It is likely that the reconfiguration would result in a noise wall similar to that of the proposed project. Currently there are no sensitive receptors to the southwest of the project site, however there are apartments to the north and west of the site. Finally, it is unlikely that traffic along Don Pedro would be substantially lessened under this configuration since, with the proposed Project configuration, most customers would be likely to access the site via the entry points on Mitchell Road and Service Road rather than the access points on Don Pedro, which provides access to the rear of the Walmart building.

C. Eliminating the westernmost driveway on Don Pedro Road.

A few commenters suggested eliminating the western driveway (driveway 1 on **Figure 3.0-4**) and allowing the noise attenuation wall on Don Pedro to extend to the northwest corner of the property. This extension would eliminate the westernmost opening in the noise wall, reducing the possibility of noise "leaking" through the opening for the driveway. By eliminating this driveway, all traffic, including delivery trucks, would need to use the eastern driveway (driveway number 2 on **Figure 3.0-4**) or one of the other driveways on the site. Because of the short distance between the intersection of Mitchell Road and Don Pedro Road, the area available for stacking of cars and trucks on Don Pedro is limited. During peak hours, traffic waiting to access driveway 2 from Don Pedro Road could obstruct the intersection of Mitchell Road and Don Pedro Road.

Extending the planned left- and right-turn lanes on Don Pedro Road to Mitchell Road to driveway 2 would provide additional vehicle storage and would reduce vehicle queues such that they would not block the driveway. Although this would result in removal of on-street parking, the change in lanes could be provided within the existing Don Pedro Road right-of-way. With the elimination of the westernmost access on Don Pedro, the remaining driveways are projected to continue to operate acceptably. Closure of the driveway, and extension of the noise barrier, would not reduce the noise experienced by the single-family residences located farther east on Don Pedro Road, at Archcliffe Drive. This is because the proposed noise barrier already interrupts the line of sight between the noise-generating features of the project and the existing residences. As closing the driveway will not change the physical location or layout of the Walmart building, the distance between noise sources and nearest receptors does not change. This means that noise from HVAC equipment, food cold storage equipment, loading docks, recycle compactors, parking lot sweeping, etc., will be as reported in Section 4.10 of the Draft EIR. The net effect of closing the site access in the northwest corner of the site and shifting that project traffic to the remaining north site access to Don Pedro is expected to be negligible from a noise standpoint and remains less than significant.

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Closure of driveway number 1 would eliminate a gap in the noise barrier required for the driveway opening. As a result, a decrease in noise levels would be expected at any sensitive receptors in the northwest direction because the line of sight between the noise source and the receptor would be blocked by the wall.

The apartments to the west of the proposed project would continue to be shielded by the proposed noise barrier located along the western site boundary. The church to the north would experience lower noise levels from the noise generated by the equipment used for recycling at the northwest corner of Walmart and by the pharmacy drive-up window operation. However, noise impacts experienced at the church from these sources was predicted to be less than significant for the proposed project in the Draft EIR.

D. Eliminating all driveways on Don Pedro Road.

This design concept would eliminate all of the driveways along Don Pedro Road entering the proposed project. For discussion purposes, it is assumed that the noise wall would extend along the entire northern property line. The elimination of the driveways would route all traffic to the other driveways on the project site. The reconfiguration would either keep the physical location or layout of the Walmart building in which case the distance between noise sources and nearest receptors would not change, or result in a redesign of the project site moving the major stores to different areas of the site.

If the existing configuration remains, truck traffic would need to enter through driveways on Mitchell Road or Service Road, move through the parking area of the center, and gain access to the rear of the stores with loading docks. The proposed configuration of the parking lot would need to be changed to allow for distinct on-site travel ways (similar to small roads) to ensure a clear path for delivery trucks. The reconfiguration of the parking area may result in less parking available for the overall project that could in turn require the project to be smaller in size.

If the current configuration remains, noise from HVAC equipment, food cold storage equipment, loading docks, recycle compactors, parking lot sweeping, etc., will be as reported in Section 4.10 of the Draft EIR. Closure of driveways (driveway numbers 1 and 2 in **Figure 3.0-4** of the Draft EIR) would eliminate a gap in the noise barrier required for the driveway openings. As a result, a decrease in noise levels would be expected at any/all sensitive receptors along Don Pedro Road because the line of sight between the noise source and the receptor would be blocked by the wall. Note that the Draft EIR determined noise impacts to be less than significant.

Elimination of openings in the wall along Don Pedro Road would also mean that pedestrians and cyclists on Don Pedro Road, and in the neighborhood to the north and east, would have to get around the wall to gain access. While elimination of the driveways would ensure that deliveries did not occur from Don Pedro Road, it would not necessarily eliminate project-related traffic. Project-related traffic from the north and east would still likely travel along Don Pedro Road to the Mitchell Road intersection, then gain access to the site from the project driveway on Mitchell Road (driveway 3 in **Figure 3.0-4** of the Draft EIR). Trucks would access the site via the main customer entry points along Mitchell Road and Service Road and would drive through parking areas to reach the pads at the north end of the site. This circulation pattern would increase the potential for pedestrian and vehicle conflicts within the parking lot.

SUMMARY

As noted in the Draft EIR, the noise impacts from the proposed project would be less than significant. Construction of a noise wall and the operational characteristics of the project

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reduce noise impacts on Don Pedro Road from operations of the Walmart and associated structures. Traffic is also addressed in the Draft EIR, with the following discussion concerning impacts on Don Pedro Road:

- On Don Pedro Road, east of El Camino Avenue, the project is expected to increase daily traffic volumes by approximately 120 vpd through the neighborhood. This increase in traffic of approximately 12 percent would generally not be noticeable to residents on this portion of Don Pedro Road. The Traffic Impact Study indicates that traffic volumes are projected to increase by approximately 1,800 vpd to 3,000 vpd west of Mitchell Road along the project frontage, as project traffic accesses the site from the driveways on Don Pedro Road. Although the roadway can physically accommodate this amount of traffic, the increase in traffic might make it more difficult for residents to back out of driveways and onto Don Pedro Road. There are approximately six driveways serving parcels on the north side of Don Pedro Avenue along the project frontage that would experience degraded driveway access. (Draft EIR, Page 4.13-25)

The Draft EIR includes mitigation measure MM 4.13.1, which requires traffic calming measures designed to reduce the impact of traffic on Don Pedro Road. The mitigation measure is intended to slow traffic and create more spaces in the traffic flow, creating room for vehicles to leave the driveways along Don Pedro Road. As noted in the Draft EIR discussion, because of the uncertainty of the effectiveness of the mitigation, the impact remains **significant and unavoidable**. With the exception of the closure of all of the driveways, all of the different configurations discussed above would result in similar traffic on Don Pedro to the Project Alternative and would result in a similar mitigation measure and environmental determination.

Closure of all of the project driveways onto Don Pedro Road would eliminate direct site access from Don Pedro Road, and thus would eliminate trucks from this segment; however as noted above, it is likely that some customer traffic heading to the project would still use the roadway. The cumulative traffic discussion, on page 4.13-49 of the Draft EIR, notes that while most of the intersection of Don Pedro and Mitchell Road will function acceptably under the *cumulative no-project* scenario, the left-turn leg of the intersection degrades to level of service F. As a result, even without the proposed project, traffic will continue to increase along Don Pedro Road and ultimately exceed the ability of the roadway to function unless improvements are made leaving the impact significant and unavoidable as reported in the Draft EIR.

Changes to the driveways and the noise wall would further reduce impacts already considered less than significant, but would create other circulation impacts on and off the project site. Since modifications to the project do not substantially lessen an impact identified in the Draft EIR, there is no environmental reason to modify the proposed project.

Letter A



Ceres Unified School District

ADMINISTRATION
WALT HANLINE, Ed.D.
District Superintendent

JAY SIMMONDS
Assistant Superintendent Student Support Services

May 24, 2010

City of Ceres
Mr. Tom Westbrook
Planning Department
2220 Magnolia Street
Ceres, CA 95307



Dear Mr. Westbrook,

The Ceres Unified School District is pleased to provide this letter of support on behalf of WalMart. Over the past sixteen years WalMart has been an active supporter of a variety of school and district events in which their partnership allowed countless students to enjoy the benefits of activities in and outside the classroom.

In the last decade, as funding for education has steadily decreased, WalMart has taken the lead in the Ceres community by continuing to demonstrate their commitment to give as many students as possible the opportunities to participate in fun and exciting activities that enhance their educational experience. For example, WalMart annually donates supplies, materials and funding for each of the high school's Sober Grad Night student celebrations. Their support of this activity ensures that all of our high school seniors can celebrate their graduation in a safe and secure environment.

Additionally, WalMart supports the mission of the Ceres Unified School District Foundation to provide Ceres teachers with opportunities, through activities and events that enhance the educational process and excite children about learning. As such, WalMart has been an active participant in the Foundation's annual fundraiser, providing a monetary donation as a raffle prize.

The devotion of the WalMart staff to ensuring our students gain opportunities for enhanced learning is unparalleled. There is no doubt that WalMart has, and will continue to make a positive impact on this community and the families that we serve.

If you have any questions or would like to discuss this letter further, please do not hesitate to contact me at 209-556-1552.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jay Simmonds".

Jay Simmonds
Assistant Superintendent of Student Support Services

A-1

"Educating and Serving Students and Families through Innovative Educational Options."

P.O. Box 307 • Ceres, California • Telephone (209) 556-1550 • Fax (209) 541-0947

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LETTER A JAY SIMMONDS, CERES UNIFIED SCHOOL DISTRICT; MAY 24, 2010

Response A-1: The commenter indicates support for the project, but does not raise a question regarding the environmental impacts of the project or the adequacy of the EIR. The comment is included here for consideration by the lead agency; however no response is necessary.

Letter B



CERES PARTNERSHIP

for healthy children

May 25, 2010

City of Ceres
c/o Tom Westbrook
2220 Magnolia Street
Ceres, CA 95307



Dear Mr. Westbrook,

Ceres Partnership for Healthy Children wanted to let you know of some of the ways Walmart has benefited our community in the last few years. Ceres Partnership for Healthy Children is a community organization with a Family Resource Center. Through partnerships with funders, local businesses, and agencies throughout our community, we support families and improve the health and well being of our children by providing parenting classes, resource & referral services, family counseling, family advocacy and case management, youth programs, and many community wide events.

Walmart has been a business partner and has funded mini grants to Ceres Partnership for Healthy Children programs. Walmart has provided weekly donations of items to support families in need. This is a huge benefit to the families we work with and without this partnership we would not be able to provide this level of support to children and families in Ceres.

We understand the controversy with the development of a Super Walmart within our community and wished to express to you some of the community benefits. If you have any questions or comments or if there is any way Ceres Partnership for Healthy Children can be of support to you, please let me know.

B-1

Sincerely,

Tammy Felix, Program Manager
Ceres Partnership for Healthy Children

2908 4th Street, Ceres, CA 95307 phone 209-541-0101 fax 209-541-0909 www.cerespartnership.org

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LETTER B

TAMMY FELIX, CERES PARTNERSHIP FOR HEALTHY CHILDREN; MAY 25, 2010

Response B-1: The commenter indicates support for the project, but does not raise a question regarding the environmental impacts of the project or the adequacy of the EIR. The comment is included here for consideration by the lead agency; however no response is necessary.

Letter C



May 26, 2010



Board of Directors:
Joe Alamo
Charles Fernandes
Michael Frantz
Ron Macedo
Rob Santos

General Manager/CEO:
Larry Weis

City of Ceres Development Services Department
Planning Division
Attn: Tom Westbrook
2220 Magnolia Street
Ceres, CA 95307

RE: Draft Environmental Impact Report – Mitchell Ranch Center

Dear Mr. Westbrook:

The Turlock Irrigation District (District) acknowledges the opportunity to review and comment on the referenced project. District standards require development occurring within the District's boundary that impacts irrigation and electric facilities, to meet the District's requirements.

An irrigation pipeline belonging to Improvement District 454, the Cooper, runs from east to west at the approximate midpoint of the proposed project. All downstream parcels west of Mitchell Road have abandoned out of the improvement district and upon development, this line must be removed and plugged as per District Standards. Any additional irrigation facilities found during construction are abandoned and must be removed.

C-1

The District's electric utility has existing overhead distribution lines along the east side of Mitchell Road and the south side of Service Road. These lines have enough capacity and will be used to serve the proposed development. No additional infrastructure is planned at this time.

C-2

A 15-foot Public Utility Easement must be dedicated along all street frontages. Additional easements will be requested after the application process is started and the feed design is completed.

C-3

The owner/developer must apply for a facility change for any pole or electrical facility relocation. Facility changes are performed at developer's expense.

C-4

Turlock Irrigation District
333 East Canal Drive, P.O. Box 949, Turlock, CA 95381-0949
Serving portions of Stanislaus, Merced and Tuolumne Counties

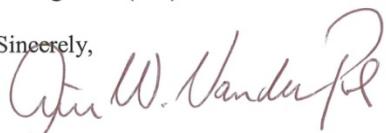
PH: 209.883.8300
www.tid.com

Letter C Continued

Mitchell Ranch Center
May 26, 2010
Page 2

If you have any questions concerning irrigation system requirements, please contact me at (209) 883-8384. Questions regarding electric utility requirements should be directed to Paul Rodriguez at (209) 883-8438.

Sincerely,



Arie W. Vander Pol
Engineering Technician, Civil
CF: 2006072b



2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER C

ARIE W. VANDER POL, TURLOCK IRRIGATION DISTRICT; MAY 26, 2010

Response C-1: The District requests that the irrigation pipeline belonging to Improvement District 454, running east to west through the property, be removed and plugged per District standards. The abandonment of the irrigation pipeline is discussed on page 4.7-23 of the Draft EIR. This comment does not raise an issue with the adequacy of the EIR and no additional response is required.

Response C-2: The District confirms that the overhead distribution lines along the east side of Mitchell Road and the south side of Service Road have enough capacity to serve the project. The overhead distribution lines are discussed on page 4-14-3 of the EIR. This comment does not raise an issue with the adequacy of the EIR and no additional response is required.

Response C-3: The District requests that a 15-foot public utility easement be dedicated along all street frontages. This comment does not raise an issue with the adequacy of the EIR and no additional response is required.

Response C-4: The District requests the owner/developer apply for a facility change for any pole or electrical facility relocation. This comment does not raise an issue with the adequacy of the EIR and no additional response is required.

Letter D

TO: City of Ceres Development Services Department
2220 Magnolia Street
Ceres, CA 95307

FROM: Jerome Thiele, Airport Manager

Modesto City-County Airport

617 Airport Way, Modesto, CA 95454

SUBJECT: Mitchell Ranch Center (Walmart)



Agency's relationship to the proposed project:

Responsible Agency Trust Agency Other

List any permits or subsequent approvals required by your agency for the proposed project:

2. List potential significant effects of the proposed project and reasons why these are considered significant (use additional sheets if necessary):

Site falls below airport protective FAA FAR-77 Airspace,
There shall be no objects, antennae taller than 449' MSL
(354' max. height AGL).

D-1

Letter D Continued

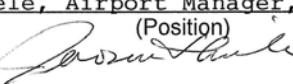
3. List recommended mitigation measures to reduce the significance of the potential significant effects described above (use additional sheets if necessary):

4. Additional comments regarding project approval, conditions of approval, or other related matters:

Site is located approx. 7,000-7,250' South of this airports
primary Runway 28R threshold. Site falls below Airports FAR-77
Conical Surface - protective airspace. Site will be subject to
periodic overflight of aircraft operating at 800-1,000 AGL.

D-2

6. Comments prepared by:

Jerome J. Thiele, Airport Manager, Modesto City-County Airport,
(Name) (Position) (Agency) (Date)
May 27, 2010 

What will happen to the existing Wal-mart?

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER D JEROME THIELE, MODESTO CITY-COUNTY AIRPORT; MAY 27, 2010

Response D-1: The Modesto City-County Airport requests that no objects or antennae taller than 449 feet MSL be erected. The project does not propose any features that would be taller than 449 feet mean sea level (MSL). The proposed Walmart store is the tallest feature of the project and would only be approximately 38 feet, including parapets. No additional response required.

Response D-2: The Modesto City-County Airport notes the project site is located 7,000–7,250 feet south of the airport's primary Runway 28R threshold and may be subject to periodic overflight of aircraft operating at 800–1,000 AGL. The project is within the City's Airport Planning Boundary. The Draft EIR discusses the potential for periodic aircraft overflight on page 4.7-24. The project is not considered a sensitive receptor and aircraft overflight would not cause noise impacts to the project that would be incompatible with the proposed uses. The City notified the Airport Land Use Commission (ALUC) of the public comment period on the Draft EIR; however, this agency did not provide any comments. No additional response is required.

Letter E

STATE OF CALIFORNIA

Arnold Schwarzenegger, Governor

NATIVE AMERICAN HERITAGE COMMISSION

915 CAPITOL MALL, ROOM 364
SACRAMENTO, CA 95814
(916) 653-4082
(916) 657-5390 - Fax

June 9, 2010



Tom Westbrook
City of Ceres
2220 Magnolia Street
Ceres, CA. 995307

RE: SCH#2007092011 Mitchell Ranch Center EIR; Stanislaus County.

Dear Mr. Westbrook:

The Native American Heritage Commission has reviewed the Notice of Completion (NOC) regarding the above referenced project. The California Environmental Quality Act (CEQA) states that any project that causes a substantial adverse change in the significance of an historical resource, which includes archeological resources, is a significant effect requiring the preparation of an EIR (CEQA guidelines 15064(b)). To adequately comply with this provision and mitigate project-related impacts on archaeological resources, the Commission recommends the following actions be required:

- ✓ Contact the appropriate Information Center for a record search to determine:
 - If a part or all of the area of project effect (APE) has been previously surveyed for cultural resources.
 - If any known cultural resources have already been recorded on or adjacent to the APE.
 - If the probability is low, moderate, or high that cultural resources are located in the APE.
 - If a survey is required to determine whether previously unrecorded cultural resources are present.
- ✓ If an archaeological inventory survey is required, the final stage is the preparation of a professional report detailing the findings and recommendations of the records search and field survey.
 - The final report containing site forms, site significance, and mitigation measures should be submitted immediately to the planning department. All information regarding site locations, Native American human remains, and associated funerary objects should be in a separate confidential addendum, and not be made available for public disclosure.
 - The final written report should be submitted within 3 months after work has been completed to the appropriate regional archaeological Information Center.
- ✓ Contact the Native American Heritage Commission for:
 - A Sacred Lands File Check. Sacred Lands File check completed, no sites indicated.
 - A list of appropriate Native American Contacts for consultation concerning the project site and to assist in the mitigation measures. Native American Contacts List attached
- ✓ Lack of surface evidence of archeological resources does not preclude their subsurface existence.
 - Lead agencies should include in their mitigation plan provisions for the identification and evaluation of accidentally discovered archeological resources, per California Environmental Quality Act (CEQA) §15064.5(f). In areas of identified archaeological sensitivity, a certified archaeologist and a culturally affiliated Native American, with knowledge in cultural resources, should monitor all ground-disturbing activities.
 - Lead agencies should include in their mitigation plan provisions for the disposition of recovered artifacts, in consultation with culturally affiliated Native Americans.
 - Lead agencies should include provisions for discovery of Native American human remains in their mitigation plan. Health and Safety Code §7050.5, CEQA §15064.5(e), and Public Resources Code §5097.98 mandates the process to be followed in the event of an accidental discovery of any human remains in a location other than a dedicated cemetery.

E-1

Sincerely,

Katy Sanchez
Katy Sanchez
Program Analyst
(916) 653-4040

CC: State Clearinghouse

Letter E Continued

Native American Contact List

Stanislaus County
June 8, 2010

Southern Sierra Miwuk Nation
Les James, Spiritual Leader
PO Box 1200 Miwok
Mariposa, CA 95338 Pauite
209-966-3690 Northern Valley Yokut

North Valley Yokuts Tribe
Katherine Erolinda Perez
PO Box 717
Linden , CA 95236
(209) 887-3415

Ohlone/Costanoan
Northern Valley Yokuts
Bay Miwok

Southern Sierra Miwuk Nation
Anthony Brochini, Chairperson
P.O. Box 1200 Miwok
Mariposa , CA 95338 Pauite
tony_brochini@nps.gov Northern Valley Yokut
209-379-1120
209-628-0085 cell

This list is current only as of the date of this document.

Distribution of this list does not relieve any person of statutory responsibility as defined in Section 7050.5 of the Health and Safety Code, Section 5097.94 of the Public Resources Code and Section 5097.98 of the Public Resources Code.

This list is only applicable for contacting local Native Americans with regard to cultural resources for the proposed SCH# 2007092011 Mitchell Ranch Center EIR; Stanislaus County.

Letter E Continued

Notice of Completion & Environmental Document Transmittal

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

SCH # 2007092011

Project Title: Mitchell Ranch Center EIR	
Lead Agency: City of Ceres	Contact Person: Tom Westbrook
Mailing Address: 2220 Magnolia Street	Phone: 209.538.5774
City: Ceres	Zip: 95307
County: Stanislaus	County: Stanislaus County
Project Location: County: Stanislaus City/Nearest Community: Ceres	
Cross Streets: Northwest corner of intersection of Mitchell Road and Service Road, Don Pedro Road	
Lat. / Long.: 37° 34' 55" N / 120° 56' 27" W	
Assessor's Parcel No.: 053-012-068, 053-013-016 through -019	
Within 2 Miles: State Hwy #: SR 99	Section: 14 Twp.: 4S Range: 9E Base: USGS
Airports: Modesto City-County Airport	Waterways: none Railways: n/a Schools: Nine Schools
Document Type:	
CEQA:	<input type="checkbox"/> NOP <input checked="" type="checkbox"/> Draft EIR <input type="checkbox"/> NOI <input type="checkbox"/> Other: Joint Document <input type="checkbox"/> Early Cons <input type="checkbox"/> Supplement/Subsequent EIR <input type="checkbox"/> EA <input type="checkbox"/> Final Document <input type="checkbox"/> Neg Dec <input type="checkbox"/> (Prior SCH# No. _____) <input type="checkbox"/> Draft EIS <input type="checkbox"/> Other _____ <input type="checkbox"/> Mit. Neg. Dec <input type="checkbox"/> Other RECEIVED <input type="checkbox"/> FONSI
Local Action Type: MAY 18 2010	
<input type="checkbox"/> General Plan Update <input type="checkbox"/> Specific Plan <input type="checkbox"/> Rezone <input type="checkbox"/> Annexation <input type="checkbox"/> General Plan Amendment <input type="checkbox"/> Master Plan <input type="checkbox"/> CLEARING HOLLOW REZONE <input type="checkbox"/> Redevelopment <input type="checkbox"/> General Plan Element <input type="checkbox"/> Planned-Unit Development <input type="checkbox"/> Use Permit (Alcohol Sales) <input type="checkbox"/> Coastal Permit <input type="checkbox"/> Community Plan <input type="checkbox"/> Site Plan <input type="checkbox"/> Land Division (Subdivision, etc.) <input type="checkbox"/> Other _____	
Development Type:	
<input type="checkbox"/> Residential: Units _____ Acres _____ <input type="checkbox"/> Water Facilities: Type _____ MGD _____ <input type="checkbox"/> Office: Sq.ft. _____ Acres _____ Employees _____ <input type="checkbox"/> Transportation: Type _____ <input type="checkbox"/> Commercial: Sq.ft. 299,830 Acres 26.3 Employees 580 <input type="checkbox"/> Mining: Mineral _____ <input type="checkbox"/> Industrial: Sq.ft. _____ Acres _____ Employees _____ <input type="checkbox"/> Power: Type _____ MW _____ <input type="checkbox"/> Educational _____ <input type="checkbox"/> Waste Treatment: Type _____ MGD _____ <input type="checkbox"/> Recreational _____ <input type="checkbox"/> Hazardous Waste: Type _____ <input type="checkbox"/> Other _____ <input type="checkbox"/> Other _____	
Project Issues Discussed in Document:	
<input checked="" type="checkbox"/> Aesthetic/Visual <input type="checkbox"/> Fiscal <input type="checkbox"/> Recreation/Parks <input type="checkbox"/> Vegetation <input type="checkbox"/> Agricultural Land <input type="checkbox"/> Flood Plain/Flooding <input type="checkbox"/> Schools/Universities <input type="checkbox"/> Water Quality <input type="checkbox"/> Air Quality <input type="checkbox"/> Forest Land/Fire Hazard <input type="checkbox"/> Septic Systems <input type="checkbox"/> Water Supply/Groundwater <input type="checkbox"/> Archeological/Historical <input type="checkbox"/> Geologic/Seismic <input type="checkbox"/> Sewer Capacity <input type="checkbox"/> Wetland/Riparian <input type="checkbox"/> Biological Resources <input type="checkbox"/> Minerals <input type="checkbox"/> Soil Erosion/Compaction/Grading <input type="checkbox"/> Wildlife <input type="checkbox"/> Coastal Zone <input type="checkbox"/> Noise <input type="checkbox"/> Solid Waste <input type="checkbox"/> Growth Inducing <input type="checkbox"/> Drainage/Absorption <input type="checkbox"/> Population/Housing Balance <input type="checkbox"/> Toxic/Hazardous <input type="checkbox"/> Land Use <input type="checkbox"/> Economic/Jobs <input type="checkbox"/> Public Services/Facilities <input type="checkbox"/> Traffic/Circulation <input type="checkbox"/> Cumulative Effects <input type="checkbox"/> Other _____	

Present Land Use/Zoning/General Plan Designation:
Present Land Use: Vacant and disused residential structure
General Plan: Regional Commercial (RC)
Zoning: Mitchell Road Corridor Specific Plan Regional Commercial (RC)

Project Description: (please use a separate page if necessary)
The Mitchell Ranch Center consists of a commercial development with "Majors", "Shops" and "Pads". Major 1 is proposed to be tenanted by a Walmart store.
Majors 2, 3 and 4, are proposed for location along the western edge of the site and are planned to be tenanted by junior anchor stores. The four smaller commercial buildings, or "Shops," are proposed for location throughout the site and are to be tenanted by multiple small-scale retail stores. Finally, the three free-standing pad sites, or "Pads," are proposed for location in the southeastern portion of the site and will be tenanted by restaurants including fast-food and other small-scale general commercial uses.
At the time of issuance of the NOP, the application for the Mitchell Ranch Center project consisted of a proposal to construct a retail center totaling 317,283 square feet.

State Clearinghouse Contact:

(916) 445-0613

State Review Began: **05.18.2010**

SCH COMPLIANCE **07.01.2010**

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

2007092011
SCH#: **2007092011**

Please forward late comments directly to the Lead Agency

Project Sent to the following State Agencies

<input checked="" type="checkbox"/> Resources	State/Consumer Svcs
<input type="checkbox"/> Boating & Waterways	General Services
<input type="checkbox"/> Coastal Comm	Cal EPA
<input type="checkbox"/> Colorado Rvr Bd	ARB: Airport Projects
<input checked="" type="checkbox"/> Conservation	ARB: Transportation Projects
<input checked="" type="checkbox"/> Fish & Game # 4	ARB: Major Industrial Projects
<input type="checkbox"/> Delta Protection Comm	SWRCB: Div. Financial Assist.
<input type="checkbox"/> Cal Fire	SWRCB: Wtr Quality
<input type="checkbox"/> Historic Preservation	SWRCB: Wtr Rights
<input checked="" type="checkbox"/> Parks & Rec	Reg. WQCB # 55
<input type="checkbox"/> Central Valley Flood Prot.	Toxic Sub Ctrl-CTC
<input type="checkbox"/> Bay Cons & Dev Comm.	Yth/Adit Corrections
<input type="checkbox"/> DWR	Corrections
<input type="checkbox"/> Cal EMA	
<input type="checkbox"/> Resources, Recycling and Recovery	
<input checked="" type="checkbox"/> Bus Trans Hous	Independent Comm
<input checked="" type="checkbox"/> Aeronautics	Energy Commission
<input checked="" type="checkbox"/> CHP	X NAHC
<input checked="" type="checkbox"/> Caltrans # 10	Public Utilities Comm
<input type="checkbox"/> Trans Planning	State Lands Comm

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER E

KATY SANCHEZ, NATIVE AMERICAN HERITAGE COMMISSION; JUNE 9, 2010

Response E-1:

The commenter outlines the CEQA process for addressing potential impacts to Native American cultural resources. Section 4.4 of the Draft EIR addresses cultural resources. As noted on page 4.4-10 of the Draft EIR, the Native American Heritage Commission and the Native American community were contacted and a pedestrian surface survey of the site conducted. Although no cultural resources were discovered, mitigation measures MM 4.4.1a, MM 4.4.1b, and MM 4.4.2 have been applied to the proposed project to address the potential for discovery of resources during excavation in preparation for construction. With the application of the mitigation measures, the impact of the project on cultural resources is less than significant. No additional response is necessary.

Letter F

NATURAL RESOURCES AGENCY

ARNOLD SCHWARZENEGGER, GOVERNOR



DEPARTMENT OF CONSERVATION

DIVISION OF LAND RESOURCE PROTECTION

801 K STREET • MS 18-01 • SACRAMENTO, CALIFORNIA 95814

PHONE 916 / 324-0850 • FAX 916 / 327-3430 • TDD 916 / 324-2555 • WEBSITE conservation.ca.gov



June 30, 2010

VIA FACSIMILE (209) 538-5792

Tom Westbrook
City of Ceres
Development Services Department
2220 Magnolia Street
Ceres, CA 95307

Dear Mr. Westbrook:

Subject: Mitchell Ranch Center Draft Environmental Impact Report
SCH# 2007092011

The Department of Conservation's (Department) Division of Land Resource Protection (Division) has reviewed the Draft Environmental Impact Report (DEIR) for the referenced project. The Division monitors farmland conversion on a statewide basis and administers the California Land Conservation (Williamson) Act and other agricultural land conservation programs. We offer the following comments and recommendations with respect to the project's impacts on agricultural land and resources.

Project Description

The purpose of the Mitchell Ranch Center project is the development of a 317,283 square foot retail center. The project site is located in the City of Ceres (City) at the northwest corner of the intersection of Mitchell Road and Service Road and consists of five parcels (APN Nos. 053-012-068 and 053-013-016 through -019) totaling 26.3 acres. The project site does not contain any lands under Williamson Act contracts. However, the proposed project would convert 16.7 acres of Prime Farmland to non-agricultural uses. The impact to agricultural resources has been categorized as significant and unavoidable. Therefore, the Division recommends that any subsequent CEQA document address the following item to provide a more comprehensive discussion of potential impacts of the project on agricultural land and activities:

F-1

Mitigation Measures

The loss of agricultural land represents a permanent reduction in the State's agricultural land resources. As such, the Department recommends the use of permanent agricultural conservation easements on land of at least equal quality and size as partial compensation for the direct loss of agricultural land. If growth inducing

The Department of Conservation's mission is to balance today's needs with tomorrow's challenges and foster intelligent, sustainable, and efficient use of California's energy, land, and mineral resources.

Letter F Continued

June 30, 2010
Page 2 of 2

or cumulative agricultural impacts are involved, the Department recommends that this ratio of conservation easements to lost agricultural land be increased. Conservation easements will protect a portion of those remaining agricultural land resources and lessen project impacts in accordance with CEQA Guideline section 15370. The Department highlights this measure because of its acceptance and use by lead agencies as an appropriate mitigation measure under CEQA, and because it follows an established rationale similar to that of wildlife habitat mitigation.

Mitigation via agricultural conservation easements can be implemented by at least two alternative approaches: the outright purchase of easements or the donation of mitigation fees to a local, regional or statewide organization or agency whose purpose includes the acquisition and stewardship of agricultural conservation easements. The conversion of agricultural land should be deemed an impact of at least regional significance. Hence the search for replacement lands can be conducted regionally or statewide, and need not be limited strictly to lands within the project's surrounding area.

The Department also has available a listing of approximately 30 "conservation tools" that have been used to conserve or mitigate project impacts on agricultural land. This compilation report may be requested from the Division at the address or phone number below. General information about agricultural conservation easements, the Williamson Act, and provisions noted above is available on the Department's website:

<http://www.conservation.ca.gov/dlrp/index.htm>

Of course, the use of conservation easements is only one form of mitigation that should be considered. Any other feasible mitigation measures should also be considered.

Thank you for giving us the opportunity to comment on this DEIR. If you have questions regarding our comments, or require technical assistance or information on agricultural land conservation, please contact Elliott Lum, Environmental Planner, at 801 K Street, MS 18-01, Sacramento, CA 95814; phone: (916) 324-0869; email: Elliott.Lum@conservation.ca.gov.

Sincerely,



Dan Otis
Program Manager
Williamson Act Program

cc: State Clearinghouse

F-1
con't

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER F

DAN OTIS, STATE OF CALIFORNIA DEPARTMENT OF CONSERVATION; JUNE 30, 2010

Response F-1:

The Department requests that permanent agricultural conservation easements on land of at least equal quality and size be dedicated. Please see discussion in Section 4.11, Agricultural Resources, under Impact 4.11.1 (pg. 4.11-10). The City of Ceres does not have a program that requires the use of conservation easements.

The City originally considered the conversion of agricultural land for the proposed project site during adoption of the Mitchell Ranch Corridor Specific Plan in 1989 (Resolution No. 89-176) with adoption of overriding considerations in Resolution 89-177. As part of the update to the Ceres General Plan (1996), the proposed project site was designated for urban development, and another statement of overriding considerations was made in Resolution #96-135 adopting the General Plan (See pg. 4 for Conversion of Agricultural Lands impacts).

A conservation easement, as suggested by the commenter, does not in fact mitigate for the loss of agricultural land. Efficient use of land avoids the need to convert agricultural land to urban uses. This impact is considered Significant and Unavoidable in conformance with the previously adopted the Mitchell Road Corridor Specific Plan and the General Plan.

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Letter G



STATE OF CALIFORNIA
GOVERNOR'S OFFICE of PLANNING AND RESEARCH
STATE CLEARINGHOUSE AND PLANNING UNIT

ARNOLD SCHWARZENEGGER
GOVERNOR
July 12, 2010



CYNTHIA BRYANT
DIRECTOR

Tom Westbrook
City of Ceres
2220 Magnolia Street
Ceres, CA 95307

Subject: Mitchell Ranch Center
SCH#: 2007092011



Dear Tom Westbrook:

The State Clearinghouse submitted the above named Draft EIR to selected state agencies for review. On the enclosed Document Details Report please note that the Clearinghouse has listed the state agencies that reviewed your document. The review period closed on July 6, 2010, and the comments from the responding agency (ies) is (are) enclosed. If this comment package is not in order, please notify the State Clearinghouse immediately. Please refer to the project's ten-digit State Clearinghouse number in future correspondence so that we may respond promptly.

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

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

G-1

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

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

Sincerely,

Scott Morgan
Acting Director, State Clearinghouse

Enclosures: (list number of copies, e.g. 10, 100, 1000, etc.)
cc: Resources Agency

1400 10th Street P.O. Box 3044 Sacramento, California 95812-3044
(916) 445-0613 FAX (916) 323-3018 www.opr.ca.gov

Letter G Continued

Document Details Report State Clearinghouse Data Base

SCH# 2007092011
Project Title Mitchell Ranch Center
Lead Agency Ceres, City of

Type EIR Draft EIR
Description NOTE: Extended review to end on 7/6/10.
NOTE: Review Per Lead

The Mitchell Ranch Center consists of a commercial development with "Majors", "Shops" and "Pads". Major 1 is proposed to be tenanted by a Walmart store.

Majors 2, 3 and 4, are proposed for location along the western edge of the site and are planned to be tenanted by junior anchor stores. The four smaller commercial buildings, of "Shops," are proposed for location throughout the site and are to be tenanted by multiple small-scale retail stores. Finally, the 3 free-standing pad sites, or "Pads," are proposed for location in the southeastern portion of the site and will be tenanted by restaurants including fast-food and other small-scale general commercial uses. At the time of issuance of the NOP, the application for the Mitchell Ranch Center project consisted of a proposal to construct a retail center totaling 317,283 sf.

Lead Agency Contact

Name Tom Westbrook
Agency City of Ceres
Phone (209) 538-5774
email
Address 2220 Magnolia Street
City Ceres **State** CA **Zip** 95307 **Fax**

Project Location

County Stanislaus
City Ceres
Region
Cross Streets Northwest corner of intersection of Mitchell Rd and Service Rd, Don Pedro Rd
Lat / Long 37° 34' 55" N / 120° 56' 27" W
Parcel No. 053-012-068; 053-013-016 to 019
Township 4S **Range** 9E **Section** 14 **Base** USGS

Proximity to:

Highways SR 99
Airports Modesto City/County
Railways
Waterways No
Schools 9
Land Use PLU: Vacant & disused residential structure
Zoning: Mitchell Ranch Road Corridor Specific Plan Regional Commercial (RC), Regional Commercial General Plan: Regional Commercial (RC)

Project Issues Aesthetic/Visual; Agricultural Land; Air Quality; Archaeologic-Historic; Biological Resources; Cumulative Effects; Drainage/Absorption; Economics/Jobs; Fiscal Impacts; Flood Plain/Flooding; Geologic/Seismic; Growth Inducing; Landuse; Noise; Population/Housing Balance; Public Services; Schools/Universities; Sewer Capacity; Soil Erosion/Compaction/Grading; Solid Waste; Toxic/Hazardous; Traffic/Circulation; Vegetation; Water Quality; Water Supply; Wildlife; Septic System

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

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Letter G Continued

Document Details Report State Clearinghouse Data Base

Reviewing Agencies Resources Agency; Department of Conservation; Department of Fish and Game, Region 4; Office of Historic Preservation; Department of Parks and Recreation; Department of Water Resources; Caltrans, Division of Aeronautics; California Highway Patrol; Caltrans, District 10; Air Resources Board, Transportation Projects; Regional Water Quality Control Bd., Region 5 (Sacramento); Native American Heritage Commission

Date Received 05/18/2010 **Start of Review** 05/18/2010 **End of Review** 07/06/2010

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

Letter G Continued

Jul. 6. 2010 4:49PM

STATE OF CALIFORNIA—BUSINESS, TRANSPORTATION AND HOUSING AGENCY

No. 0290 P. 2

ARNOLD SCHWARZENEGGER, Governor



Flex your power!
Be energy efficient!

DEPARTMENT OF TRANSPORTATION
P.O. BOX 2048 STOCKTON, CA 95201
(1976 E. CHARTER WAY/1976 E. DR. MARTIN
LUTHER KING JR. BLVD. 95205)
PHONE (209) 941-1921
FAX (209) 948-7194
TTY: 711

July 6, 2010

10-STA-99-PM 10.34
Mitchell Ranch Center
Draft Environmental Impact Report
SCH #200709211 SCH #2007-09-2011

Tom Westbrook
City of Ceres
Community Development Department
2220 Magnolia Street
Ceres, CA 95307

Dear Mr. Westbrook:

Clear
7/6/10
e
scd

RECEIVED
JUL 06 2010
STATE CLEARING HOUSE

The California Department of Transportation (Caltrans) appreciates the opportunity to have reviewed the Draft Environmental Impact Report (DEIR) for the proposed Mitchell Ranch Center Project to be located at the northwest corner of Service Road and Mitchell Road in the City of Ceres.

We have circulated copies of the DEIR and supporting documentation to our functional units for review. Caltrans has the following comments:

1. Figure 3.0-4 Site plan developed by PMC, indicates three access driveways on Service Road. The access point 6 on the plan (closest to El Camino) will be across from the future (State Route 99 Service Road/Mitchell Road Interchange Project) northbound ramp termini and will need to be modified to a right-in, right-out access only, or removed entirely. **NOTE:** This future interchange project has been proposed but is now on indefinite hold by the City of Ceres.
2. A review of the Synchro6 Analysis files, which were done to analyze the Level of Service at the SR-99/Mitchell Road ramp intersections, have problems with various inputs and analysis geometry which would result in erroneous LOS results and subsequent potential significant impacts:

- The northbound SR-99/Mitchell Road off-ramp was analyzed using an incorrect intersection configuration as a 4-leg intersection with the northbound SR-99/Mitchell Road on-ramp. The off-ramp and on-ramp are not at a single intersection as the Synchro analysis was done. These ramps are separated by approximately 300 ft distance.

The northbound SR-99 on-ramp channelized right-turn was analyzed as a "Stop" control. However, this movement is a free right-turn movement. The eastbound left-turn from Mitchell Road to the NB SR-99 on-ramp was analyzed as a "Stop" control; however, this movement is an uncontrolled left-turn movement.

"Caltrans Improves mobility across California"

Letter G Continued

Jul. 6. 2010 4:49PM

No. 0290 P. 3

Mr. Westbrook
July 6, 2010
Page 2

- The Synchro file at this location also shows incorrect vehicle volumes used in the analysis. For example at the "Existing Peak Hour AM" scenario, the vehicle volumes shown in Figure 3a show 2 right-turns, and 627 left-turns. However, the Synchro analysis used 0 vehicles for both these movements in its analysis.
- The peak hour factors used in various analysis files are unreasonable values, generally acceptable levels used are between 0.90 and 0.92. For example a PHF of 0.99 was used for the analysis at SR-99/Mitchell Road "Existing No Project PM" scenario. Please provide justification for the use of the values used or revise and re-submit.

3. A review of the reports for the HCS+ merge/diverge analysis files which were done to analyze the Level of Service at the ramp junctions with mainline have problems with various inputs and analysis geometry which would result in erroneous LOS results and subsequent potential significant impacts:

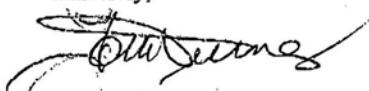
- The volumes for the ramps in the HCS+ Ramps Worksheets are not consistent with Traffic Impact Study volumes. For example, HCS Worksheets provided for southbound Mitchell AM Peak in the cumulative condition ramp volume is 385. The Traffic Study Cumulative without project Figure 11A cumulative ramp volume for the onramp is 910. Please justify the volumes used or revise and re-submit.

4. The SR 99 Service Road/Mitchell Road Interchange Project development process has been put on indefinite hold by the City of Ceres, and the future of the IC project is currently uncertain. Therefore, the project's opening day impacts must be mitigated by this project at opening day. Additionally, the project's mitigation of its cumulative impacts cannot be dependant or deferred to SR 99 Service Road/Mitchell Road Interchange Project.

5. All electronic files used for the analysis should be submitted with the revised Traffic Impact Study for us to review. (i.e. Synchro Electronic files, HCS+ electronic files).

If you have any questions, please contact Janet P. Jaramillo at (209) 942-6022 (email: jjaramil@dot.ca.gov) or myself at (209) 941-1921. We look forward to continuing to work with you in a cooperative manner.

Sincerely,



TOM DUMAS, Chief
Office of Metropolitan Planning

c: Scott Morgan, State Clearinghouse

"Caltrans improves mobility across California"

Letter G Continued



ARNOLD SCHWARZENEGGER
GOVERNOR

STATE OF CALIFORNIA
GOVERNOR'S OFFICE of PLANNING AND RESEARCH
STATE CLEARINGHOUSE AND PLANNING UNIT



CYNTHIA BRYANT
DIRECTOR

Memorandum

Date: July 12, 2010
To: Lead Agency
From: Scott Morgan, Acting Director
Re: SCH # 2007092011
Mitchell Ranch Center



The State Clearinghouse sent out a *late* end-of-review-period/closing letter for the above referenced project on July 7, 2010. This comment was received before the close of the review period. We apologize for this error and any inconvenience this may have caused. Please see the corrected attachment.

cc: Resources Agency

1400 10th Street P.O. Box 3044 Sacramento, California 95812-3044
(916) 445-0613 FAX (916) 323-3018 www.opr.ca.gov

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER G SCOTT MORGAN, STATE OF CALIFORNIA, GOVERNOR'S OFFICE OF PLANNING AND RESEARCH; JULY 12, 2010

Response G-1: The Office of Planning and Research notifies the City of Ceres of the mailing to public agencies and the completion of the public comment period and does not discuss the adequacy of the Draft EIR. No response is required.

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Jul. 6. 2010 4:47PM

STATE OF CALIFORNIA—BUSINESS, TRANSPORTATION AND HOUSING AGENCY

Letter H

No. 0289 P. 2

ARNOLD SCHWARZENEGGER, Governor

DEPARTMENT OF TRANSPORTATION
P.O. BOX 2048 STOCKTON, CA 95201
(1976 E. CHARTER WAY/1976 E. DR. MARTIN
LUTHER KING JR. BLVD. 95205)
PHONE (209) 941-1921
FAX (209) 948-7194
TTY: 711



Flex your power!
Be energy efficient!

July 6, 2010

10-STA-99-PM 10.34
Mitchell Ranch Center
Draft Environmental Impact Report
SCH #200709211

Tom Westbrook
City of Ceres
Community Development Department
2220 Magnolia Street
Ceres, CA 95307

Dear Mr. Westbrook:

The California Department of Transportation (Caltrans) appreciates the opportunity to have reviewed the Draft Environmental Impact Report (DEIR) for the proposed Mitchell Ranch Center Project to be located at the northwest corner of Service Road and Mitchell Road in the City of Ceres.

We have circulated copies of the DEIR and supporting documentation to our functional units for review. Caltrans has the following comments:

1. Figure 3.0-4 Site plan developed by PMC, indicates three access driveways on Service Road. The access point 6 on the plan (closest to El Camino) will be across from the future (State Route 99 Service Road/Mitchell Road Interchange Project) northbound ramp termini and will need to be modified to a right-in, right-out access only, or removed entirely. *NOTE:* This future interchange project has been proposed but is now on indefinite hold by the City of Ceres.

H-1

2. A review of the Synchro6 Analysis files, which were done to analyze the Level of Service at the SR-99/Mitchell Road ramp intersections, have problems with various inputs and analysis geometry which would result in erroneous LOS results and subsequent potential significant impacts:

H-2

- The northbound SR-99/Mitchell Road off-ramp was analyzed using an incorrect intersection configuration as a 4-leg intersection with the northbound SR-99/Mitchell Road on-ramp. The off-ramp and on-ramp are not at a single intersection as the Synchro analysis was done. These ramps are separated by approximately 300 ft distance.

The northbound SR-99 on-ramp channelized right-turn was analyzed as a "Stop" control. However, this movement is a free right-turn movement. The eastbound left-turn from Mitchell Road to the NB SR-99 on-ramp was analyzed as a "Stop" control; however, this movement is an uncontrolled left-turn movement.

H-3

"Caltrans improves mobility across California"

Jul. 6. 2010 4:47PM

Letter H Continued

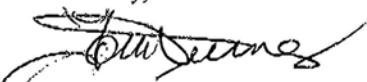
No. 0289 P. 3

Mr. Westbrook
July 6, 2010
Page 2

- The Synchro file at this location also shows incorrect vehicle volumes used in the analysis. For example at the "Existing Peak Hour AM" scenario, the vehicle volumes shown in Figure 3a show 2 right-turns, and 627 left-turns. However, the Synchro analysis used 0 vehicles for both these movements in its analysis. H-4
- The peak hour factors used in various analysis files are unreasonable values, generally acceptable levels used are between 0.90 and 0.92. For example a PHF of 0.99 was used for the analysis at SR-99/Mitchell Road "Existing No Project PM" scenario. Please provide justification for the use of the values used or revise and re-submit. H-5
- 3. A review of the reports for the HCS+ merge/diverge analysis files which were done to analyze the Level of Service at the ramp junctions with mainline have problems with various inputs and analysis geometry which would result in erroneous LOS results and subsequent potential significant impacts:
 - The volumes for the ramps in the HCS+ Ramps Worksheets are not consistent with Traffic Impact Study volumes. For example, HCS Worksheets provided for southbound Mitchell AM Peak in the cumulative condition ramp volume is 385. The Traffic Study Cumulative without project Figure 11A cumulative ramp volume for the onramp is 910. Please justify the volumes used or revise and re-submit. H-6
- 4. The SR 99 Service Road/Mitchell Road Interchange Project development process has been put on indefinite hold by the City of Ceres, and the future of the IC project is currently uncertain. Therefore, the project's opening day impacts must be mitigated by this project at opening day. Additionally, the project's mitigation of its cumulative impacts cannot be dependant or deferred to SR 99 Service Road/Mitchell Road Interchange Project. H-7
- 5. All electronic files used for the analysis should be submitted with the revised Traffic Impact Study for us to review. (i.e. Synchro Electronic files, HCS+ electronic files). H-8

If you have any questions, please contact Janet P. Jaramillo at (209) 942-6022 (email: jjaramil@dot.ca.gov) or myself at (209) 941-1921. We look forward to continuing to work with you in a cooperative manner.

Sincerely,



TOM DUMAS, Chief
Office of Metropolitan Planning

c: Scott Morgan, State Clearinghouse

"Caltrans improves mobility across California"

Jul. 6. 2010 4:47PM

No. 0289 P. 1

Letter H Continued

STATE OF CALIFORNIA
FACSIMILE COVER
10-2A-0049

TO: Tom Westbrook City of Ceres Community Dev. Dept.		FROM: Janet P. Jaramillo, Transportation Planner Caltrans – D10, Intergovernmental Review	
DEPARTMENT OF TRANSPORTATION 1976 EAST CHARTER WAY STOCKTON, CA 95205			
UNIT/COMPANY: City of Ceres Community Development Department		DATE: 07-06-10	TOTAL PAGES (Including Cover Page): 3
		FAX # (209) 942-7164	ATSS FAX N/A
DISTRICT/CITY: Ceres		PHONE # (209) 942-6022	ATSS N/A
PHONE # (209) 538-5774	FAX # (209) 538-5759	ORIGINAL DISPOSITION:	

RE: 10-STA-99-PM 10.34
Mitchell Ranch Center
Draft EIR
SCH No. 200709211



Thank you,

- Janet -

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER H

TOM DUMAS, STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION; JULY 6, 2010

Response H-1: The westernmost Service Road driveway will initially provide right-in/right-out/left-out access. Left-turn out access will be prohibited as traffic volumes on Service Road increase. As indicated in Section 4.13, Transportation, pg. 4.13-44 of the Draft EIR, MM 4.13.4c stipulates that driveway access at this location will be restricted to right-in only operations when the SR-99 Service Road/ Mitchell Road interchange improvements are implemented. Right-turns out of this driveway with the interchange project were not recommended due to the short weaving section between the driveway and the proposed State Route 99 on-ramp.

Response H-2: The SR 99/Mitchell Road northbound ramp functions as three different intersections. Vehicles exiting the freeway and traveling north on Mitchell Road do not need to stop as there is an exclusive receiving lane on Mitchell Road. Vehicles exiting the freeway and turning south onto Mitchell Road (to reenter the freeway), must yield to both northbound and southbound traffic from a turn lane located 65 feet south of the northbound STOP bar on Mitchell Road. Very few vehicles were observed making this movement. Traffic traveling north on Mitchell Road is stop controlled, but there are no conflicting movements. Traffic entering SR 99 to travel north is not controlled. The on-ramp is located approximately 300 feet from the off-ramp. Given the unique configuration of the Mitchell Road/SR-99 northbound ramp, separate Synchro analysis files were developed for this intersection as the actual lane configuration and traffic control is not considered a valid intersection configuration for purposes of Synchro analyses. These files were provided to Caltrans on June 30, 2010.

For the analysis presented in the Draft EIR, delay for the northbound through movement that must stop, but does not need to yield to other traffic as they have an exclusive receiving lane was calculated. For this calculation, the traffic volume for the right-turn was reduced to zero, as this movement does not conflict with the northbound movement from the freeway and including the volume and traffic control for that movement does not provide a valid delay value for the intersection. A significant impact was identified at this location due to vehicle queues and improvements to mitigate the impact were identified in the Draft EIR. No changes to the analysis results and conclusions presented in the Draft EIR were made.

Response H-3: Please see response to comment H-2.

Response H-4: Please see response to comment H-2.

Response H-5: For the Existing and Existing Plus Project scenarios, the observed peak hour factor for each intersection was used in the LOS analysis, resulting in peak hour factors that ranged from intersection to intersection, including peak hour factors of 0.99. For the forecasted Cumulative Without Project and Cumulative With Project scenarios, the Highway Capacity Manual default peak hour factor of 0.92 was used for all intersections. No changes to the analysis results and conclusions presented in the Draft EIR were made.

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Response H-6: The HCS analysis worksheets provided in the appendix reflected a prior iteration of the HCS analysis results. The results presented in the report reflect the most recent analysis. Appendix D to Appendix 4.3-1 has been updated to reflect the latest HCS analysis of the freeway mainline segments and ramp junctions and is included in Section 3.0, Revisions to the Draft EIR (See **Appendix D**, of this Final EIR). No changes to the analysis results and conclusions presented in the Draft EIR were made.

Response H-7: Interim improvements have been identified at the SR 99/Mitchell Road interchange that would improve operations at the interchange for opening day conditions. The project applicant is required to submit improvement plans to Caltrans within 120 days of receiving final approval of the development by the City of Ceres. If Caltrans approves the plans, then the applicant must construct the improvements by the first certificate of occupancy or 18 months from Caltrans approval. If Caltrans approval is not timely, then prior to the first certificate of occupancy, the City will require a guarantee sufficient to construct the signal improvement. The project does not rely on the future planned Mitchell Road/Service Road interchange improvements to mitigate its impacts, although they will be required to pay their fair share towards those improvements.

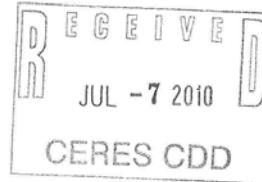
Response H-8: A revised traffic study is not being prepared as the technical analysis has not changed. The requested Synchro and HCS files have been sent to Caltrans staff.

Letter I



July 6, 2010

Tom Westbrook
City of Ceres
Planning Department
2220 Magnolia Street
Ceres, CA 95307



Project: Mitchell Ranch Center (SCH# 2007092011)

District CEQA Reference No: 20100329

Dear Mr. Westbrook:

The San Joaquin Valley Unified Air Pollution Control District (District) has reviewed the Environmental Impact Report (EIR) for the project referenced above. The proposed project, located at the northwest corner of Mitchell Road and Service Road (APNs 053-012-068, 053-013-016, 017, 018, 019), includes the construction and operation of a 299,830 square foot shopping center. The applicant proposes to develop a Walmart supercenter and ten (10) other commercial buildings. The District offers the following comments:

Emissions Analysis

1. The only criteria pollutant emissions analysis provided in the EIR is found in Appendix 4.2-5, which appears to have been run for the purpose of quantifying greenhouse gas emissions. The ROG, NOx and PM10 emissions presented in Appendix 4.2-5 indicate that some criteria pollutant emissions would exceed District thresholds, supporting a conclusion that the project would have a significant impact on air quality. These data are substantially different than those presented in Tables 4.2-6 and 4.2-7. The District recommends that the EIR be amended to correct these discrepancies. I-1
2. The EIR only summarizes the results of the original air impact assessment. Thus, the District can neither validate the adequacy of the air quality impact assessment nor the attendant conclusion. The District recommends that the EIR be amended to include the relevant detailed air impact assessment as a technical appendix. I-2

Seyed Sadredin
Executive Director/Air Pollution Control Officer

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Tel: (209) 557-8400 FAX: (209) 557-8475

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Fresno, CA 93726-0244
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www.valleyair.org www.healthyairliving.com

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Letter I Continued

District CEQA Reference No. 20100329.

Page 2

3. The discussion on construction related impacts (pages 4.2-18 and 4.2-21) incorrectly states that the District does not require detailed quantification of fugitive PM10 emissions because compliance with District Regulation VIII requirements is sufficient to mitigate impacts to insignificant levels. Please note that the District does recommend the quantification of construction related emissions for large projects falling under the Full Analysis Level (*Guide for Assessing and Mitigating Air Quality Impacts*, Sections 4.3.1, 5.3, and 5.5). This project is of sufficient size to warrant quantification of fugitive PM10 emissions. The District recommends that Table 4.2-6 be amended to include quantification of fugitive PM10 emissions and comparison to the District's 15 tons per year threshold of significance for PM10. I-3
4. The discussions on Impacts 4.2.2 and 4.2.4 conclude that with the implementation of mitigation measures MM 4.2.2a through 4.2.2e and MM 4.2.4a through MM 4.2.4b and compliance with District regulations, the project's construction and operational emissions would be reduced to a less than significant impact. These conclusions do not appear to be supported by Tables 4.2-6 and 4.2-7 or by the emissions analysis in Appendix 4.2-5. The District recommends that the EIR be amended to include quantification of emission reductions achieved through implementation of mitigation measures and compliance with District regulation. The District further recommends inclusion of the emissions analysis as a technical appendix. I-4

Mitigation Measures

5. The discussion of Impact 4.2.1 identifies the project's impacts on air quality as it relates to the obstruction of implementation of applicable air quality plans. The conclusion is made that there are no mitigation measures available beyond implementation of District Rule 9510 (Indirect Source Review) to reduce the project's impact on air quality. It is the District's experience that implementation of a Voluntary Emission Reduction Agreement (VERA) is a feasible mitigation measure which effectively achieves the emission reductions required by a lead agency, including mitigation of project related impacts on air quality to a net zero level by supplying real and contemporaneous emissions reductions. The District recommends the City evaluate the feasibility of using a VERA to further mitigate project related impacts on air quality. If the VERA is found to be a feasible mitigation measure, the District recommends the measure be included in the EIR and Monitoring and Reporting Program and Tables 4.2-6 and 4.2-7 be amended to show the emission reductions associated with the VERA. I-5
6. Mitigation Measures MM 4.2.2b and MM 4.2.2d reduce construction equipment exhaust emissions. Feasible mitigation of construction exhaust emission includes use of construction equipment powered by engines meeting, at a minimum, Tier II emission standards, as set forth in §2423 of Title 13 of the California Code of Regulations, and Part 89 of Title 40 Code of Federal Regulations. To further reduce the project's construction related impacts on air quality, the District recommends that for each development within the scope of the EIR, the incorporation of, as a condition of project approval, a requirement that off-road construction equipment used on site achieve fleet average emissions equal to or less than the Tier II NOx I-6

Letter I Continued

District CEQA Reference No. 20100329

Page 3

emissions standard of 4.8 g/hp-hr. This can be achieved through any combination of uncontrolled engines and engines complying with Tier II and above engine standards.

I-6
con't

Health Risk Assessment

7. The discussion on exposure of sensitive receptors to hazardous air pollutants (Impact 4.2.6, page 4.2-28) indicates the project will have a less than significant health impact on receptors in the project vicinity. Specifically, the health risk assessment (HRA) presented in the DEIR was determined to have a maximum exposed individual (MEI) index of 1.2 in one million. While Appendix 4.2-3 includes the summaries of input and output data, the electronic modeling files (AERMOD and HARP) were not submitted to the District for review. Thus, the District can neither validate the health risk assessment nor the attendant conclusion. The District recommends that future development within the scope of the EIR be evaluated on a project specific basis at the time of final discretionary approval.

I-7

District Regulations

8. Based on the information provided, development within the scope of the project will require subsequent discretionary approvals. District Rule 9510 (Indirect Source Review) requires applicants subject to the rule to submit an Air Impact Assessment (AIA) application to the District no later than applying for final discretionary approval, and to pay any applicable off-site mitigation fees before issuance of the first building permit. For any action constituting the final discretionary approval by your agency for developments within the scope of this project, the District recommends that demonstration of compliance with District Rule 9510, including payment of all applicable fees prior to issuance of the demolition, grading, and building permits, be made a condition of project approval. Information about how to comply with District Rule 9510 can be found online at: <http://www.valleyair.org/ISR/ISRHome.htm>.

I-8

If you have any questions or require further information, please call Jessica Willis at (559) 230-5818.

Sincerely,

David Warner
Director of Permit Services

Jessica R. Willis
for Arnaud Marjollet
Permit Services Manager

DW:jw

Cc: File

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER I

DAVID WARNER, SAN JOAQUIN VALLEY AIR POLLUTION CONTROL DISTRICT;
JULY 6, 2010

Response I-1:

The commenter states that the criteria pollutant emissions shown in Appendix 4.2-5 are substantially different from those presented in Tables 4.2-6 and 4.2-7 of the Draft EIR.

The information contained in Tables 4.2-6 and 4.2-7 of the Draft EIR Air Quality section is derived from Appendix 4.2-1, not Appendix 4.2-5. Appendix 4.2-1 contains analysis conducted by Urban Crossroads (2008), which is intended to determine the impacts to air quality associated with the development of the proposed project. According to Urban Crossroads, construction activities associated with the proposed project will result in emissions of carbon monoxide, reactive organic gases, nitrogen oxide, sulfur oxide, and particulate matter (PM_{10} and $PM_{2.5}$). Construction-related emissions are expected from construction activities such as demolition, grading, underground utility construction, paving, building construction, architectural coatings, and construction workers commuting. Furthermore, operational activities associated with the proposed project will result in emissions of carbon monoxide, reactive organic gases, nitrogen oxide, sulfur oxide, and particulate matter (PM_{10} and $PM_{2.5}$). Operational emissions would be expected from equipment and activities such as vehicle emissions and fugitive dust related to vehicular travel, combustion emissions associated with natural gas use, landscape maintenance equipment emissions, and architectural coatings.

As a point in clarification, Appendix 4.2-5 contains a URBEMIS model prepared by PMC in order to determine carbon dioxide emissions resulting from implementation of the proposed project. This model did not focus on criteria pollutant emissions resulting from the proposed project as these emissions were already quantified by Urban Crossroads (2008), yet was conducted with the sole purpose of determining carbon dioxide emissions resulting from the project (Appendix 4.2-5).

As noted in response I-4, the project will not exceed criteria pollutants as adopted by the District.

Response I-2:

The commenter requests that the detailed air quality information be included in the technical appendix.

The Air Quality Impact Analysis (see Appendix 4.2-1 of the Draft EIR) was prepared by Urban Crossroads in August 2008, using methodologies and assumptions recommended within the various guidelines of the San Joaquin Valley Air Pollution Control District (SJVAPCD). The site plan changed since the Air Quality Impact Analysis was prepared, and Urban Crossroads subsequently reviewed the revised site plan and prepared a letter (December 3, 2009) certifying that the changes have no effect on their findings or recommendations (see summary memorandum in Appendix 4.2-1 of the Draft EIR) due to the fact that the overall project square footage was decreased.

Since circulation of the Draft EIR, the applicant has completed the Indirect Source Review (ISR) permit application process for the air district. (See

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Appendix C in this Final EIR) As part of the ISR permit application, the applicant's consultant (MBA) reviewed and updated the URBEMIS model run provided in the Draft EIR to accurately reflect the actual building sizes and area surrounding the proposed project as depicted on the site plan provided as Figure 3.0-4 in the Draft EIR. The parameters input into the model, as well as the model results, were reviewed by the City's consultant Urban Crossroads to ensure that the refinement of the model was acceptable and a memorandum was prepared. (See **Appendix C** in this Final EIR) This is not significant new information. This additional information merely clarifies or amplifies the prior information.

Response I-3: The commenter states that the discussion of construction-related impacts on pages 4.2-18 and 4.2-21 of the Draft EIR incorrectly states that a quantification of PM₁₀ emissions is not recommended by the SJVAPCD in the case of the proposed project. The commenter further recommends that Table 4.2-6 of the Draft EIR be amended to include quantification of PM₁₀ emissions.

As shown in Section 3.0, Revisions to the Draft EIR, page 4.2-18 of the Draft EIR, the section under Project Impact Analysis will be revised as follows:

Project Construction Impacts

The SJVAPCD's approach to CEQA analyses of construction PM₁₀ impacts is to require implementation of effective and comprehensive control measures ~~rather than to require detailed quantification of emissions (although a lead agency may elect to do so)~~. The SJVAPCD has determined that ~~the proposed project is of sufficient size to warrant quantification of fugitive PM₁₀ emissions, compliance with Regulation VIII for all sites and implementation of all other control measures provided in Tables 6-2 and 6-3 of the guidance document (as appropriate, depending on the size and location of the project site) will constitute sufficient mitigation to reduce PM₁₀ impacts to a level considered less than significant (SJVAPCD, 1998)~~.

As shown in Section 3.0, Revisions to the Draft EIR, page 4.2-21 of the Draft EIR, under Impact 4.2.2, will be revised as follows:

As noted above, the SJVAPCD's approach to CEQA analyses of construction PM₁₀ impacts is to require implementation of effective and comprehensive control measures ~~rather than to require detailed quantification of emissions, based on quantification of construction-related emissions~~. The SJVAPCD has determined that ~~the proposed project is of sufficient size to warrant quantification of fugitive PM₁₀ emissions. Quantification of PM₁₀ emissions are outlined in Table 4.2-6. The project does not exceed the District's 15 tons per year threshold of significance for PM₁₀. However, project construction activities will still be required to comply with District Regulation VIII, a series of fugitive dust control measures. In addition, the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts* contains enhanced and additional control measures that provide a greater degree of PM₁₀ reduction than Regulation VIII for construction sites of significant size. The SJVAPCD has determined that compliance with Regulation VIII and the implementation~~

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

~~of additional measures constitute sufficient mitigation to reduce construction generated PM₁₀ impacts to a level considered less than significant.~~

As shown in Section 3.0, Revisions to the Draft EIR, Table 4.2-6 of the Draft EIR and text following the table on page 4.2-22 will be revised as follows:

TABLE 4.2-6
EMISSIONS SUMMARY OF CONSTRUCTION ACTIVITIES (WITHOUT MITIGATION) (TONS PER YEAR)

	ROG	NO _x	PM ₁₀	CO	SO _x
Construction Emissions (2008)	1.56	4.43	<u>1.76</u>	4.20	0
SJVAPCD Significance Threshold	10	10	<u>15</u>	n/a	n/a
Threshold Exceeded?	No	No	<u>No</u>	n/a	n/a
Construction Emissions (2009)	2.98	2.47	<u>0.19</u>	3.97	0
SJVAPCD Significance Threshold	10	10	<u>15</u>	n/a	n/a
Threshold Exceeded?	No	No	<u>No</u>	n/a	n/a

Source: *Urban Crossroads, 2008*

As shown in Table 4.2-6, emissions resulting from project construction will not exceed most criteria pollutants thresholds established by the SJVAPCD. ~~However, due to the proposed project's construction related particulate matter emissions, this impact remains potentially significant. Even though PM₁₀ will not exceed the threshold, District regulations require mitigation measures addressed below.~~

This is not significant new information. This additional information merely clarifies or amplifies the prior information.

Response I-4: The commenter states that the less than significant determinations for Impacts 4.2.2 and 4.2.4 of the Draft EIR are not supported by Table 4.2-6, Table 4.2-7, or Appendix 4.2-5.

The information contained in Table 4.2-6 and Table 4.2-7 of the Draft EIR Section 4.2 Air Quality section is derived from Appendix 4.2-1. Appendix 4.2-1 contains analysis conducted by Urban Crossroads (2008), which is intended to determine the impacts to air quality associated with the development of the proposed project. According to Urban Crossroads, construction activities associated with the proposed project will result in emissions of carbon monoxide, reactive organic gases, nitrogen oxide, sulfur oxide, and particulate matter (PM₁₀ and PM_{2.5}). Construction-related emissions are expected from construction activities such as demolition, grading, underground utility construction, paving, building construction, architectural coatings, and construction workers commuting. According to Urban Crossroads and as depicted in Table 4.2-6 of the Draft EIR as well as in response I-3 above, the proposed project would not exceed SJVAPCD thresholds for reactive organic gases, nitrogen oxide, or PM₁₀. Furthermore, mitigation measures MM 4.2.2a through MM 4.2.2e are required in order to further minimize criteria air pollutants during the project's construction phase.

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

Impact 4.2.4 of the Draft EIR addresses operational emissions. However, since circulation of the Draft EIR, the applicant has completed the Indirect Source Review (ISR) permit application process for the air district. (See **Appendix C** to this Final EIR) As part of the ISR permit application, the applicant's consultant Michael Brandman Associates (MBA) reviewed and updated the URBEMIS model run provided in the Draft EIR to accurately reflect the actual building sizes and area surrounding the proposed project consistent with the site plan included as Figure 3.0-4 of the Draft EIR. The parameters input into the model supporting the ISR permit application, as well as the URBEMIS model results, were reviewed by the City's consultant Urban Crossroads to ensure that the refinement of the model was acceptable. Refinements to the model included:

- The MBA assessment reflects the refined building footprint shown on the site plan included as Figure 3.0-4 of the Draft EIR, which is smaller than what was analyzed in the original Air Quality Impact Analysis. The MBA assessment provides impacts based on a 299,830 square foot shopping center whereas the original Air Quality Impact Analysis based its impacts on a 327,329 square foot shopping center. This reduction in square feet results in a reduction of vehicle trips and building square footage which directly results in fewer vehicle emissions and area-source emissions.
- The MBA assessment includes refined project construction durations that are reflective of what is expected to occur. The original Air Quality Impact Analysis is based on a conservative construction scenario that was to commence in 2008.
- The MBA assessment includes a refined trip length analysis based on existing market conditions. The refined trip length analysis estimates a weighted trip length for Customer-based shopping trips as 2.61 miles. The original Air Quality Impact Analysis is based on the conservative default model trip length available in the URBEMIS 2007 emissions inventory model for Customer-based shopping trips as 7.4 miles.
- The MBA assessment reflects a Clean Truck Fleet (See MBA ISR Application, Part 2 for the Clean Truck Fleet methodology explanation) for Walmart trucks as approved by the SJVAPCD on March 17, 2009. These emissions reductions are reflected in the "mitigated" summary totals for operational emissions.

Appendix C to this Final EIR includes a memorandum from Urban Crossroads that concludes that the assessment was thoroughly reviewed and that they concur with the findings made by MBA. As shown in **Appendix C**, the refined URBEMIS model run shows that the operational impacts associated with the project are less than significant.

Please see Section 3.0, Revisions to the Draft EIR, for a summary of revisions to Section 4.2, Air Quality.

Response I-5: The commenter recommends the implementation of the Voluntary Emission Reduction Agreement (VERA) as a mitigation measure to Impact 4.2.1. The District has noted that participation in a Voluntary Emissions Reduction Agreement (VERA) might be beneficial in addressing cumulative air quality impacts if the project cannot get below the SJVAPCD's adopted thresholds

2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

of significance. The VERA program is intended for use by projects that cannot reduce their impacts to below the thresholds of significance by other means. In this instance, the proposed project's ISR shows that a combination of project features and mitigation measures reduce the projected impacts to below the adopted District thresholds of significance. The District does not require additional mitigation beyond that of meeting the adopted thresholds. As the VERA program, similar to the ISR permit, does not reduce air quality impacts to zero, and since the ISR permit submitted for the proposed project already reduces project impacts to below the adopted threshold of significance, a VERA is not necessary and would not constitute additional feasible mitigation that would serve to substantially reduce the cumulative impact.

Response I-6: The commenter recommends that, as a condition of approval, the requirement that off-road construction equipment used on site achieve fleet average emissions equal to or less than the Tier II nitrogen oxide emission standard of 4.8 g/hp-hr. With the mitigation measures already proposed in the Draft EIR, the project's construction emissions would not exceed the Air District's thresholds of significance and, thus, would result in a less than significant impact. Therefore, no further mitigation is necessary. As noted in Response I-4 above, the air quality impacts of the proposed project are less than significant and require no additional mitigation.

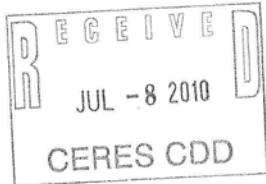
Response I-7: The commenter notes that while Appendix 4.2-3 includes the summaries of input and output data relating to the health risk assessment to exposing sensitive receptors to hazardous air pollutants, the electronic modeling files were not submitted. As a result, the SJVAPCD cannot validate the health risk assessment or conclusion. The AERMOD electronic computer modeling files have been provided to the Air District. The AERMOD files are not capable of being printed in a useable form for this EIR and, therefore, are not reproduced here. The electronic files are available on request.

As for the comment on HARP (Hotspot Analysis Reporting Program), this model was not used in the HRA as outlined in the technical document. Cancer risk was calculated in accordance with the California Environmental Protection Agency and the Office of Environmental Health Hazard Assessment (OEHHA) protocols (see pages 11-15 of the HRA report)

The commenter states that the SJVAPCD recommends that future development within the scope of the EIR be evaluated on a project-specific basis. The Draft EIR contains project-level analysis and no future evaluation of the project-level impacts is anticipated. The commenter's suggestion is noted for the consideration of the decision-makers.

Response I-8: The commenter notes that development within the scope of the proposed project will require subsequent discretionary approvals and recommends the demonstration of compliance with SJVAPCD Rule 9510 before approval of subsequent approvals. The applicant already submitted the ISR application to the Air Quality District and the Air District deemed the application complete on October 20, 2010 (see **Appendix C**, of this Final EIR)

Letter J



CHIEF EXECUTIVE OFFICE
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STANISLAUS COUNTY ENVIRONMENTAL REVIEW COMMITTEE

June 29, 2010

Tom Westbrook, Interim City Planner
City of Ceres, Development Services
2220 Magnolia Street
Ceres, CA 95307

SUBJECT: ENVIRONMENTAL REFERRAL – CITY OF CERES – MITCHELL RANCH
CENTER EIR

Mr. Westbrook:

The Stanislaus County Environmental Review Committee (ERC) has reviewed the subject project and is unable to fully comment on the potential environmental impacts of the project as comments from the Department of Public Works are pending at this time.

The Agriculture Commissioner and Sealer of Weights and Measures noted that the proposed project will permanently eliminate agricultural uses at this site and that, while the project may not include a large number of acres, it will add to the cumulative loss of agricultural land available for production in Stanislaus County. In addition, the ERC attaches hereto and incorporates herein by reference comments/conditions from the Department of Environmental Resources (Environmental Health) dated May 25, 2010.

J-1

The ERC appreciates the opportunity to comment on this project.

Sincerely,

Christine Almen, Senior Management Consultant
Environmental Review Committee

cc: ERC Members

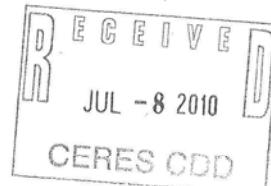
Attachment

Letter J Continued



DEPARTMENT OF ENVIRONMENTAL RESOURCES

3800 Cornucopia Way, Suite C, Modesto, CA 95358-9492
Phone: 209.525.6700 Fax: 209.525.6774



TO: CITY OF CERES PLANNING DEPARTMENT
FROM: DEPARTMENT OF ENVIRONMENTAL RESOURCES
RE: E.I.R. REVIEW COMMENTS

PROJECT TITLE: MITCHELL RANCH CENTER EIR
PROJECT DESCRIPTION:

Based on this agency's particular field(s) of expertise, it is our position the project described above:

- Will not have a significant effect on the environment.
- May have a significant effect on the environment.
- No comments.
- See comments below.

1. Existing on-site well and/or septic tank shall be destroyed under permit from DER and in accordance with all laws and policies (Stanislaus County and California State Model Well Standards). J-2
2. Applicant must submit 3 sets of food facility construction plans to the Department of Environmental Resources for review and approval for compliance with the California Retail Food Code section 114380. J-3

Response prepared by:

BELLA BADAL, PhD., R.E.H.S.
SENIOR ENVIRONMENTAL HEALTH SPECIALIST
DEPARTMENT OF ENVIRONMENTAL RESOURCES

Date: 5/25/10

cc: County ERC

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2.0 COMMENTS AND RESPONSES TO COMMENTS ON THE DRAFT EIR

LETTER J: CHRISTINE ALMEN AND BELLA BADAL, STANISLAUS COUNTY, DEPARTMENT OF ENVIRONMENTAL SERVICES; JUNE 29, 2010

Response J-1: As shown on the California Important Farmland Map maintained by the State of California Natural Resources Agency: Department of Conservation, the City of Ceres is surrounded by prime farmland therefore all projects within the General Plan Area must necessarily convert prime farmland to urban uses. To reach non-prime farmland the City would need to consider the foothill areas 30 – 50 miles east of the City. As a site on non-prime farmland would be outside of the City's General Plan and outside any urban service area (water, wastewater, etc.), and well beyond the other urban boundaries of the region, locating a project on non-prime farmland is not an alternative to the proposed project location. As noted in the discussion of impact 4.11.1 on page 4.1-11 of the Draft EIR, the General Plan identified nearly 3,000 acres of prime farmland that would be affected by the General Plan and adopted a statement of overriding considerations. This analysis also notes that the proposed project area is within the area and acreage considered for conversion from agricultural to urban uses by the General Plan.

Response J-2: The County advises that any existing well and on-site septic tank will need to be removed with issuance of a permit from the Department of Environmental Services (DER). Mitigation measures MM 4.7.5a through MM 4.7.5c (Draft EIR, page 4.7-24) will ensure proper abandonment and destruction of wells and septic tanks prior to construction activities. No further response required.

Response J-3: The County advises that food facility construction plans will need to be submitted to the Department of Environmental Services for compliance with the California Retail Food Code Section 114380. Any future development that proposes restaurant will comply with this code. No further response required.