

**FINDINGS AND CONDITIONS OF APPROVAL FOR THE PHILLIPS 66 RODEO
RENEWED PROJECT; PHILLIPS 66 COMPANY (APPLICANT & OWNER); COUNTY
FILE# CDLP20-02040**

A. GROWTH MANAGEMENT PERFORMANCE STANDARDS

1. **Traffic:** A traffic impact analysis was prepared for the Rodeo Renewed Project which suggested mitigation measures that, if implemented, would reduce any potential impacts on traffic during construction of the project to less-than-significant levels. The project was also reviewed by the Public Works Department and the Department of Conservation and Development, Transportation Planning Section for impacts on traffic and circulation and is subject to compliance with their conditions of approval. The project is also subject to compliance with the mitigation measures identified within the Final Environmental Impact Report. Therefore, the proposed project will not have an adverse impact on traffic in the area.
2. **Water:** Implementation, operation, and maintenance of the project at the Rodeo Refinery and Santa Maria Site would not require new or expanded water facilities. Therefore, the project would not result in an increase in demand for new or expanded water service or facilities, and thus would not cause significant environmental effects. No impact would occur.
3. **Sanitary Sewer:** Although the refinery lies within the Rodeo Sanitary District's service area, the refinery collects, treats, and discharges all wastewater and stormwater to its own on-site wastewater treatment system. Since the refinery does not discharge to the public wastewater treatment facilities, the capacity of the Rodeo Sanitary District's wastewater treatment facility would be unaffected by the project. Implementation, operation, and maintenance of the project at the Rodeo Refinery and Santa Maria Site would not require new or expanded sanitary sewer facilities. Therefore, the project would not result in an increase in demand for new or expanded sanitary sewer service or facilities, and thus would not cause significant environmental effects. No impact would occur.
4. **Fire Protection:** At both the Rodeo Refinery and Santa Maria Site, Phillips 66 currently provides internal fire protection and emergency services with adequate emergency personnel, equipment, and response times. The Rodeo Refinery is licensed by the State Fire Marshal to provide its own fire protection. The refinery is part of a Mutual Aid Organization, which is composed of more than half a dozen refineries that agree to provide one another with emergency response resourced in the event of a major emergency. The Rodeo-Hercules Fire District can also provide emergency services to the refinery; however, the Rodeo-

Hercules Fire District would be supported by the Pinole Fire Department, the Crockett-Carquinez Fire District, and the Contra Costa County Fire Protection District in the event that major assistance was needed at the refinery.

Implementation of the Rodeo Renewed Project would require a similar level of protection as under baseline conditions at the Rodeo Refinery and would not increase the demand for fire protection services. Therefore, it is not expected that the project would affect service ratios or response times or increase the use of existing fire protection or emergency facilities such that substantial physical deterioration, alteration, or expansion of these facilities would occur, and it is not expected to require additional support from public fire protection agencies.

5. **Public Protection:** The Growth Management Element standard is 155 square feet of Sheriff's facility/station area and support facilities for every 1,000 members of the population. At both the Rodeo Refinery and Santa Maria Site, Phillips 66 currently provides internal police protection with adequate emergency personnel, equipment, and response times. Construction and demolition related to the project, including the transitional phase, would lead to temporary increases in population. At the Rodeo Refinery, approximately 500 construction workers would be required at its peak over the approximate 21-month construction period, and a smaller number to accomplish demolition at the Santa Maria Site. It is estimated that approximately 80 construction workers would be expected to relocate temporarily to the area, with fewer to the Santa Maria Refinery area. Thus, it is not expected that the project would affect service ratios or response times or increase the use of existing police protection or facilities such that substantial physical deterioration, alteration, or expansion of these facilities would occur, and would not increase the demand for police protection services compared to baseline conditions. No impacts related to police protection would occur.
6. **Parks and Recreation:** The project does not include parks or recreational facilities. Additional parks and recreational facilities would not be necessary as a result of the project. As indicated above in Public Protection, the temporary population increase associated with the construction, demolition, and transitional phases of the project would not be significant, and thus, would not require the construction of parks and recreational facilities. Therefore, no impact would occur related to construction or expansion of recreation facilities.
7. **Flood Control and Drainage:** The project elements would all be constructed within the previously-developed areas, where stormwater and runoff is controlled and treated onsite before discharge; therefore, drainage patterns would not be altered. Furthermore, removal of the Carbon Plant and Santa Maria facilities

would result in a decrease in total impermeable surface area, which will consequently decrease surface runoff levels and would reduce onsite and offsite flooding, as well as reduce the chance for exceedance of stormwater drainage systems. Thus, no impact would occur.

B. LAND USE PERMIT FINDINGS

1. **Required Finding:** *That the proposed conditional land use shall not be detrimental to the health, safety, and general welfare of the county.*

Project Finding: The Rodeo Renewed Project will modify the existing Rodeo refinery into a repurposed facility that would process renewable feedstocks into renewable diesel fuel, renewable components for blending with other transportation fuels, and renewable fuel gas. The facility would no longer receive or refine petroleum crude oil. Renewable feedstocks are not considered hazardous materials, and the refinery conversion would therefore lessen the volume of hazardous materials being processed at the refinery. An Environmental Impact Report (EIR) was prepared for the project that disclosed the project impacts on the environment including analysis of hazards and hazardous materials. The EIR determined that the repurposed facility would be a cleaner facility and would overall reduce impacts to the community and environment. In addition, the Rodeo refinery includes buffer zones that have been established around the facility to provide a safe-distance barrier between the refinery and the community. The Rodeo site is bounded on the northeast and southeast by undeveloped open space and industrial uses. The southwest edge of the Rodeo site is a 300- to 600-foot undeveloped area that is maintained as a buffer between the Rodeo Refinery and the Bayo Vista residential area of Rodeo. Therefore, based on the forgoing, the project will not be detrimental to health, safety, and general welfare of the County. In addition, the applicant has agreed to enter into a Community Benefits Agreement that provides financial support for workforce training and development and sustainability initiatives within Contra Costa County. This agreement directly supports the general welfare of the County and its residents through the commitment of applicant-provided funding. Furthermore, the applicant is required as a condition of project approval to ensure the long-term reusability of the project site by implementing a work plan for the demolition and cleanup of the refinery site. The condition requires the applicant to provide financial assurances for the removal of obsolete equipment and site remediation of hazardous materials. This assurance and continued effort at cleaning up the site will ensure the project is not detrimental to the long-term health, safety, or general welfare of the County or its residents.

2. **Required Finding:** *That the proposed conditional land use shall not adversely affect the orderly development of property within the county.*

Project Finding: The Rodeo Renewed Project does not include any new land development. The refinery is approximately 1,100 acres in size and is located in the unincorporated area of Rodeo. Interstate Highway 80 (I-80) bisects the refinery in a northeast to southwest direction. All elements of the Rodeo Renewed Project would be located on about one acre within the existing boundaries of the 495-acre portion of refinery property already developed for refining operations. All local elements of the project will be within the portion of the lands designated for Heavy Industry (HI) use by the County General Plan and zoned Heavy Industrial District (H-I) under the Contra Costa County zoning ordinance. Pursuant to these designations, the processing of renewable feedstocks and other manufacturing operations are allowed and are permitted uses. Based on the foregoing, the Rodeo Renewed Project will not adversely affect the orderly development of property with the County. In addition, the project has also been conditioned to ensure the long-term reusability of the project site by implementing a work plan for the demolition and cleanup of the refinery site. The condition requires the applicant to provide financial assurances for the removal of obsolete equipment and site remediation of hazardous materials. This assurance and continued effort at cleaning up the site will ensure the project site is not burdened with obsolete equipment and hazardous materials that would prevent or hinder future development in the County.

3. **Required Finding:** *That the proposed conditional land use shall not adversely affect the preservation of property values and the protection of the tax base within the county.*

Project Finding: The refinery has been in operation at its current location since 1896. The proposed project will be situated within the 495-acre portion of the refinery property already developed for refining operations. The project will not change the refinery's current land use other than switching the refining or renewable feedstocks, nor will it be inconsistent with the present industrial uses in the vicinity of the refinery, including those conducted at the PG&E substation, the Shore Terminal (formerly NuStar) facility, and the Rodeo Sanitary District. The refinery also consists of approximately 600 acres of undeveloped land, a portion of which is used by the refinery as a buffer zone to limit potential impact of the refining operations on non-industrial land uses located in the refinery's general vicinity. Further, implementation of the project would maintain the assessed value of the refinery property, which would allow the facility to continue to contribute to the County's tax base. Thus, the project will not adversely affect the

preservation of property values and the protection of the tax base within the County.

4. **Required Finding:** *That the proposed conditional land use shall not adversely affect the policy and goals as set by the general plan.*

Project Finding: The proposed project is consistent with the overall goals and policies of the General Plan. The Land Use Element supports the manufacture of transportation fuels within the Heavy Industry land use designation. The project also meets the Growth Management Performance Standards section of the General Plan.

5. **Required Finding:** *That the proposed conditional land use shall not create a nuisance and/or enforcement problem within the neighborhood or community.*

Project Finding: The project will be located on land designated Heavy Industry (HI) by the General Plan, and zoned Heavy Industrial District by the County zoning ordinance. Industrial operations have occurred throughout the refinery property for well over 100 years. The residential development of Bayo Vista and the community of Rodeo are located south of the refinery. The refinery maintains an open space buffer zone between the oil processing areas and the closest sensitive receptors. The Shore Terminal petroleum products storage facility is located directly to the north of the refinery, with the community of Tormey and Crockett as the closest neighborhoods in that direction. However, topographically these communities are physically separated from the refinery by rolling hills. The refinery abuts the San Pablo Bay to the west, with land designated by the General Plan as Open space (OS) to the east. Since the project will be refining renewable feedstocks, it is expected that there will be a decrease in environmental impacts as well as a decrease in the potential for nuisances. In addition, the project has also been conditioned to ensure the long-term reusability of the project site by implementing a work plan for the demolition and cleanup of the refinery site. The condition requires the applicant to provide financial assurances for the removal of obsolete equipment and site remediation of hazardous materials. This assurance and continued effort at cleaning up the site will ensure the project site does not become a nuisance, and also reduces the risk of hazardous materials impacting the surrounding neighborhood or community.

6. **Required Finding:** *That the proposed conditional land use shall not encourage marginal development within the neighborhood.*

Project Finding: The Rodeo Renewed Project will be located in areas zoned Heavy Industrial District (H-I) under the County Zoning Ordinance and designated Heavy Industry (HI) in the General Plan. Most of the undeveloped land adjacent to the 495-acre developed portion of the refinery is maintained by Phillips 66 as open space to serve as a buffer between refining operations and the adjacent non-industrial land uses. The areas to the north and southwest are already developed for industrial use. The refinery will not alter its use of the buffer zone, and the project will maintain the existing land use in a manner that will ensure its continued ability to meet future transportation fuel demands. The proposal will not encourage marginal development within the neighborhood or County.

7. **Required Finding:** *That special conditions or unique characteristics of the subject property and its location or surroundings are established.*

Project Finding: The Phillips 66 Rodeo refinery has existed in its present location for more than 100 years and is one of the few areas in the County suitable for the proposed project. The project areas are zoned Heavy Industrial District (H-I) by the County Zoning Ordinance. This designation allows the refining of fuel feedstocks and other manufacturing operations.

C. CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA) FINDINGS

1. **Environmental Impact Report.** The Rodeo Renewed Project proposes to modify the existing Phillips 66 Rodeo Refinery into a repurposed facility that would process renewable feedstocks into renewable diesel fuel, renewable components for blending with other transportation fuels, and renewable fuel gas. The project includes constructing a pre-treatment facility, modifying certain existing refinery equipment, taking other existing processing equipment out of service, demolishing an existing petroleum coke facility on the Rodeo refinery site, demolishing the Santa Maria Refinery in San Luis Obispo County, and decommissioning several hundred miles of regional pipelines. As a result of the project, the Rodeo facility would no longer refine crude oil into petroleum-based products.

The Department of Conservation and Development determined that an environmental impact report (EIR) was required for the project. Accordingly, the County prepared an EIR for the project (State Clearinghouse# 2020120330). The project EIR includes a Draft EIR and Final EIR. The Final EIR provides responses to comments received on the Draft EIR during the public comment period. The Notice of Preparation of the EIR was posted on December 21, 2020, and a public

Scoping Meeting was held on January 20, 2021. Both written and oral comments were received during the public comment period and the Scoping Meeting; the Scoping Meeting comments were responded to in the Draft EIR, which was released for public review on October 18, 2021, with a Notice of Availability. A 60-day comment period for the Draft EIR began on October 18, 2021, and ended December 17, 2021. During the comment period, the County received 86 comment letters on the Draft EIR and over 1,600 form letters both for and against the proposed project. The principal comment topics included marine vessel safety, spills of feedstocks and products, process safety, traffic congestion, the CEQA baseline, greenhouse gas emissions, and indirect impacts on agriculture and land use.

The County's Responses to Comments received are provided in the Final EIR that has been prepared for the project. The Final EIR also includes County-initiated updates and errata to the Draft EIR. These errata constitute minor text changes to the Draft EIR and occur in the Executive Summary; Chapter 1 Introduction; Chapter 3 Project Description; Section 4.3 Air Quality; Section 4.4 Biological Resources; Section 4.5 Cultural Resources; Section 4.7 Geology and Soils; Section 4.8 Greenhouse Gas Emissions; Section 4.9 Hazards and Hazardous Materials; Section 4.10 Hydrology and Water Quality; Section 4.14 Tribal Cultural Resources; Chapter 5 Alternatives; Section 6.4 Cumulative Impacts; and Appendix B. The complete text of the changes can be found in Chapter 4 in the Final EIR. The changes were made primarily to correct grammatical and typographical errors, as well as to improve accuracy and readability of certain passages. The text changes are not the result of any new significant information or adverse environmental impact, do not alter the effectiveness of any mitigation included in the pertinent section, and do not alter any findings in the Draft EIR.

2. Findings Regarding Potential Environmental Impacts

Contra Costa County is the lead agency under the California Environmental Quality Act (CEQA) for preparation, review, and certification of the EIR for the Phillips 66 Rodeo Refinery Renewable Fuels Project. As the lead agency, the County is also responsible for determining the potential environmental impacts of the proposed action, which of those impacts are significant, and which impacts can be mitigated through imposition of feasible mitigation measures to avoid or minimize such impacts to a level of "less than significant." The EIR for the project considered the project's impacts, which are summarized in Table ES-3 of the Draft EIR.

Pursuant to Public Resources Code Section 21081 and CEQA Guidelines Section

15091, no public agency shall approve and carry out a project where an EIR has been certified, which identifies one or more significant impacts on the environment that would occur if the project is approved, unless the public agency makes one or more findings for each of those significant impacts, accompanied by a brief explanation of the rationale for each finding. The possible findings, which must be supported by substantial evidence in the record, are:

- Changes or alterations have been required in, or incorporated into, the project that mitigate or avoid the significant impact on the environment.
- Changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.
- Specific economic, legal, social, technological or other considerations make infeasible the mitigation measures or project alternatives identified in the EIR.

"No Impact" or "Less than Significant Impact"

FINDING: The project would have either no impacts or less than significant impacts related to:

- Aesthetics
- Energy conservation
- Greenhouse gases
- Land use and planning
- Noise and vibration
- Wildfires.

FINDING: Potentially significant impacts were also identified, all of which can be mitigated to a less-than-significant level. These impacts affect the environmental topics of:

- Air Quality
- Biological Resources
- Cultural Resources
- Geology and Soils
- Transportation and Traffic
- Tribal Cultural Resources

Environmental analysis contained in the EIR determined that measures were available to mitigate these potential adverse impacts to less-than-significant levels. The recommended mitigation measures are included within the Mitigation Monitoring and Reporting Plan, which describes the timing and responsible agency for monitoring compliance with all mitigation measures. The mitigation measures have also been incorporated into the recommended conditions of approval.

FINDING: The EIR for the proposed project identified eight significant and unavoidable impacts related to related to

- Air quality
- Biology
- Hazards and hazardous materials
- Hydrology and water quality

Each impact is described further below. These potential environmental impacts remain significant and unavoidable despite the imposition of all feasible mitigation measure.

The County determines and finds that changes or alterations have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effects as identified in the EIR. The County also determines and finds that all feasible mitigation has been adopted to reduce or avoid the potentially significant impacts identified in the FEIR and that no additional feasible mitigation is available to further reduce significant impacts.

3. **Findings on Alternatives to the Phillips 66 Rodeo Renewed Project**

Alternatives Considered but Eliminated from Further Consideration

The County finds that each of the alternatives eliminated from further consideration in the Draft EIR is infeasible, would not meet most project objectives, and/or would not reduce or avoid significant impacts of the Project, for the reasons detailed in Chapter 5 of the Draft EIR.

Alternatives Analyzed in the EIR

In accordance with CEQA and the CEQA Guidelines, Chapter 5 of the Draft EIR evaluated a reasonable range of alternatives to the Phillips 66 Rodeo Renewed Project. The EIR's analysis examined the feasibility of each alternative, the

environmental impacts of each alternative, and each alternative's ability to meet the project objectives described in Chapter 5, Section 5.5 of the Draft EIR. In accordance with CEQA and the CEQA Guidelines, the alternatives analysis included an analysis of a no-project alternative and identified the Reduced Project Alternative as the environmentally superior alternative.

FINDING: The County certifies that it has independently reviewed and considered the information on alternatives provided in the Draft EIR and in the administrative record. For the reasons set forth below, the County finds that the alternatives either fail to avoid or substantially lessen the Project's significant impacts (and in some cases increase or create new significant and unavoidable impacts) or are "infeasible" as that term is defined by CEQA and the CEQA Guidelines.

The Draft EIR evaluated four alternatives to the Project:

- Alternative 1 – No Project Alternative
- Alternative 2 – Reduced Project Alternative
- Alternative 3 – Terminal Only Alternative
- Alternative 4 – No Temporary Increase in Crude Oil Alternative

Brief summaries of these alternatives and findings regarding these alternatives are provided below.

1) Alternative 1 – No Project Alternative

Under the No Project Alternative, the Rodeo Refinery would continue to receive petroleum-based feedstocks, including crude oil, by pipeline (from the Santa Maria Site via the Pipeline Sites) and marine vessels, refine those feedstocks into a variety of petroleum-based fuel products, and ship those products out by pipeline, marine vessels, and rail. The Carbon Plant would continue to receive raw coke by truck, produce finished petroleum coke, and ship that material to market by rail and truck. The No Project Alternative would consist of the continued operation of the existing Rodeo Refinery equipment and the Santa Maria Site and the Pipeline Site. Future activity levels would be, on average, similar to the baseline in terms of material throughput, number of truck, train, and marine vessel trips, and employment. (See Draft EIR, Chapter 5, Section 5.5.1.1)

FINDING: In accordance with Public Resources Code Section 21081(a)(3) and CEQA Guidelines Section 15091(a)(3), the County finds that specific legal, social, technological, or other considerations, including failure to meet project

objectives, render the No Project alternative infeasible. This alternative would not achieve most of the objectives of the proposed project, with the exception of maintaining quality jobs. Moreover, the No Project Alternative would result in the same impacts to aesthetics, biological resources, hazards and hazardous materials, hydrology and water quality, land use and planning, noise, and public services as the proposed Phillips 66 Rodeo Renewed Project and would result in more severe impacts to air quality, energy use, greenhouse gas emissions, transportation, and utilities and service systems than the proposed Phillips 66 Rodeo Renewed Project. For these reasons, the County rejects this alternative.

2) Alternative 2 – Reduced Project Alternative

In the Reduced Project Alternative, the capacity of the Rodeo Renewed facility would be reduced compared to the Project because the Pre-Treatment Unit would consist of only two pre-treatment trains instead of three, thereby reducing overall processing capability for renewable feedstocks to 55,000 bpd (instead of 80,000 bpd) and shipping 50,000 bpd of renewable fuels (instead of 55,000 bpd). With existing (as of 2021) renewable processing capacity of 12,000 bpd (i.e., the Unit 250 production) and the reduced shipping of 50,000 bpd, the total production capacity of the facility after the Reduced Project Alternative is operational would be 62,000 bpd of renewable fuels. Like the Project, the facility would continue to receive 38,000 bpd of gasoline blendstocks, and blend and ship 40,000 bpd conventional fuels. All other elements of the Reduced Project would be identical to the Project, including demolition of the Carbon Plant and the Santa Maria Site and cleaning and decommissioning the Pipeline Sites. (See Draft EIR, Chapter 5, Section 5.5.2.1)

FINDING: In accordance with Public Resources Code Section 21081(a)(3) and CEQA Guidelines Section 15091(a)(3), the County finds that specific legal, social, technological, or other considerations, including failure to meet project objectives, render the Reduced Project Alternative infeasible. By reducing renewable feedstock throughput, this alternative would generate fewer jobs, would result in a lower volume of renewable fuels being produced and brought to market to support the State's renewable energy goals, and would not achieve the Project objectives as well as the proposed project. For these reasons, the County rejects the Reduced Project Alternative as infeasible.

3) Alternative 3 – Terminal Only Alternative

Under the Terminal Only Alternative, the process equipment at the Rodeo Site would be demolished, likely over a period of years, leaving only the storage tankage and associated infrastructure, including the wastewater treatment plant (Unit 100), piping, pumps, and administration buildings in active service. In this alternative, as in the Project, the Carbon Plant and Santa Maria Site would be closed and demolished and the Pipeline Sites would be cleaned and removed from active service.

Operation of this alternative would involve the receipt of gasoline blendstocks, as under existing conditions, as well as renewable fuels and blendstocks, by marine vessel and potentially rail. Finished gasoline and diesel, both petroleum-based and renewable, would be distributed from the Rodeo Site by pipeline and potentially rail. The Terminal Only Alternative would result in 110 vessels per year delivering blendstocks and fuels, which is considerably less than the Project. As described in Table 5-1, the Terminal Only Alternative is assumed to handle an average of 75,000 bpd, in approximately equal amounts of gasoline and diesel fuel. This alternative would employ far fewer personnel than the Project, with employment estimated at 75. (See Draft EIR, Chapter 5, Section 5.5.3.1)

FINDING: In accordance with Public Resources Code Section 21081(a)(3) and CEQA Guidelines Section 15091(a)(3), the County finds that specific legal, social, technological, or other considerations, including failure to meet project objectives, render the Terminal Only Alternative infeasible. The Terminal Only Alternative would not convert the Rodeo Refinery to a renewable transportation fuels production facility. The Terminal Only Alternative would not produce renewable fuels, and would therefore not assist California in meeting its goals for renewable energy, GHG emission reductions and reduced Carbon Intensity. The lack of production of renewable fuels at the Rodeo facility could mean that the region's fuel demand would have to be met with greater amounts of petroleum-based fuels, some portion of it imported, than with the Project. In that case, the Terminal Only Alternative would not assist in the attainment of California's climate and energy goals. The Terminal Only Alternative would not convert equipment and infrastructure to produce renewable fuels, but it would discontinue the processing of crude oil at the Rodeo Refinery. The Terminal Only Alternative would result in the elimination of approximately 575 of the 650 existing jobs at the Rodeo Refinery. Although it would preserve 75 jobs.

The Terminal Only Alternative would repurpose and reuse only a small portion of the facility's existing equipment capacity, primarily storage tanks and administrative facilities. The remainder of the refinery's equipment would not be reused.

The Terminal Only Alternative would preserve marine and rail facilities, and possibly truck loading/offloading facilities. Those facilities would likely be used to receive, store, and distribute renewable fuels and would certainly be used to handle conventional fuels and fuel components (e.g., the existing gasoline blending operation). However, this alternative does not include accessing renewable feedstocks.

The Terminal Only Alternative would not be able to process renewable feedstocks.

The Terminal Only Alternative would allow the Rodeo facility to supply regional market demand for conventional and renewable fuels. However, the capacity to supply fuels would be substantially less than the Project's and would not maintain the facility's current capacity to produce approximately 120,000 bpd.

The Terminal Only Alternative would not transition the Rodeo Refinery to a renewable fuels facility and would not require any increased crude oil or gasoil deliveries.

The Terminal Only Alternative would not have the capacity to process recyclable fats, oil, and grease.

The Terminal Only Alternative would provide a mechanism for compliance with the federal RFS and state LCFS because it would likely supply some renewable and low-carbon fuels, although to a far lesser extent than the Project.

For these reasons, this alternative was found to be infeasible.

4) Alternative 4 – No Temporary Increase in Crude Oil Alternative

Under this alternative, it is reasonable to expect that the decreased vessel traffic to the Marine Terminal during the 7-month interim period, and therefore the decreased production of refined products by the Rodeo Refinery, would be offset by imports to other regional fuels facilities and possibly, where feasible, increased production by the other three regional refineries. Imports would likely come primarily by vessel, and increased production, should some excess capacity be available, would require imports

of crude oil, also likely primarily by marine vessel. Accordingly, some or all of the vessel traffic that would not come to the Rodeo facility would come to other regional facilities.

Under operating conditions, however, the No Temporary Increase in Crude Oil Alternative would result in the same significant and unavoidable impacts associated with vessel spills as the Project.

FINDINGS: In accordance with Public Resources Code Section 21081(a)(3) and CEQA Guidelines Section 15091(a)(3), the County finds that specific legal, social, technological, or other considerations, including failure to meet project objectives, renders the No Temporary Increase in Crude Oil Alternative infeasible. Under this alternative, it is reasonable to expect that the decreased vessel traffic to the Marine Terminal during the 7-month interim period, and therefore the decreased production of refined products by the Rodeo Refinery, would be offset by imports to other regional fuels facilities and possibly, where feasible, increased production by the other three regional refineries. Imports would likely come primarily by vessel, as happened in 2020 during the Marathon Martinez refinery shutdown (CEC, 2021a), and increased production, should some excess capacity be available, would require imports of crude oil, also likely primarily by marine vessel. Accordingly, some or all of the vessel traffic that would not come to the Rodeo facility would come to other regional facilities.

Under operating conditions, however, the No Temporary Increase in Crude Oil Alternative would result in the same significant and unavoidable impacts associated with vessel spills as the Project.

The No Temporary Increase in Crude Oil Alternative would convert the Rodeo Refinery to a renewable transportation production facility that would produce the same amounts of renewable fuels as the Project.

The No Temporary Increase in Crude Oil Alternative would produce renewable fuels in the same quantities as the Project. Accordingly, the facility would assist California in meeting its goals for renewable energy, GHG emission reductions, and reduced CI. The decreased production of conventional fuels during the construction period compared to the Project would mean that the region's fuel demand would have to be met with imported petroleum-based fuels, but such an eventuality would be of short duration (7 months) and would not interfere with the long-term supply of renewable fuels.

The No Temporary Increase in Crude Oil Alternative would result in the conversion of equipment and infrastructure to produce renewable fuels to the same extent as the Project would, and it would discontinue the processing of crude oil at the Rodeo Refinery.

The No Temporary Increase in Crude Oil Alternative would preserve the existing jobs.

The No Temporary Increase in Crude Oil Alternative would repurpose and reuse the facility's existing equipment capacity, including the marine and rail terminals to the same extent as the Project.

The No Temporary Increase in Crude Oil Alternative would preserve marine, rail, and truck offloading facilities to access renewable feedstocks to the same extent as the Project.

The No Temporary Increase in Crude Oil Alternative would have the same ability to process a comprehensive range of renewable feedstocks as the Project.

The No Temporary Increase in Crude Oil Alternative would maintain the Rodeo facility's capacity to supply regional market demand for both renewable and conventional fuels in the long term. However, during 7 months of the construction period, the Rodeo facility would not be able to supply its historic share of the regional market for conventional fuels, which could result in either increased imports or regional shortages of transportation fuels.

The No Temporary Increase in Crude Oil Alternative would have the capacity to process recyclable fats, oil, and grease.

The No Temporary Increase in Crude Oil Alternative would provide a mechanism for compliance with the federal RFS and state LCFS by producing renewable fuels at the maximum capacity of the Project.

For these reasons, this alternative was found to be infeasible.

5) Environmentally Superior Alternative

FINDING: While the County finds that the Reduced Project Alternative is the environmentally superior alternative because it would not result in impacts greater than the proposed Project and would in many cases result in reduced impacts compared to the proposed Project, the County also finds that the Reduced Project Alternative is infeasible under Public Resources Code Section 21081(a)(3) and CEQA Guidelines Section 15091(a)(3) because it would not

meet many of the basis project objectives. The Reduced Project Alternative is infeasible because it would result in a lower volume of renewable fuels being brought to market to support the State's renewable energy goals, and would not achieve the Project objectives as well as the proposed project. For these reasons, the County rejects the environmentally superior alternative as infeasible. The County further finds that of the remaining alternatives evaluated in the EIR, each has varying levels of impacts on different environmental resources, as noted in the Findings above, and none of the remaining alternatives is superior to the Project for CEQA purposes. Compared to the remaining alternatives, the Phillips 66 Rodeo Renewed Project provides the best available and feasible balance between maximizing attainment of the project objectives and minimizing significant environmental impacts, and the Project is the environmentally superior alternative among those options.

4. **Statement of Overriding Considerations.**

Pursuant to Public Resources Code section 21081(b), the County must balance the benefits of the proposed project against any unavoidable environmental impacts in determining whether to approve the proposed project, and CEQA Guidelines section 15093(b) provides that when a public agency approves a project that will result in significant impacts that are identified in the Final EIR but are not avoided or substantially lessened, the agency must state in writing the specific reasons to support its decision based on the Final EIR and/or other information in the whole administrative record. If the specific economic, legal, social, technological, or other benefits of a proposed project outweigh its unavoidable adverse environmental impacts, the adverse effects may be considered "acceptable." If a lead agency makes a statement of overriding considerations, the statement should be included in the record of the project approval and should be mentioned in the notice of determination. The statement of overriding considerations does not substitute for, and is in addition to, findings required by CEQA Guidelines section 15091.

The project would have significant and unavoidable impacts (i.e., impacts that would remain significant even after the application of mitigation) related to air quality, biology, hazards and hazardous materials, and hydrology and water quality. Specifically:

- 1) The project would have a significant and unavoidable air quality impact from the rail transport of renewable feedstocks.

- 2) The project would have significant and unavoidable impacts on special-status species, wetlands, and migratory wildlife from potential spills from marine vessels and the introduction of invasive species.
- 3) The project would have a significant and unavoidable impact as a result of the hazards posed by potential spills of hazardous materials from marine vessels.
- 4) The project would have a significant and unavoidable impact on surface water quality from potential spills from marine vessels.

Contra Costa County is the lead agency under the California Environmental Quality Act (CEQA) for preparation, review, and certification of the EIR for the Rodeo Renewed Project. As the lead agency, the County is also responsible for determining the potential environmental impacts of the proposed action, which of those impacts are significant, and which impacts can be mitigated through imposition of feasible mitigation measures to avoid or minimize such impacts to a level of "less than significant." Public Resources Code section 21081(a) provides that no public agency may approve or carry out a project for which an EIR has been certified that identifies one or more significant effects on the environment that would occur if the project is approved or carried out, unless the public agency makes findings with respect to each significant effect.

A. Summary of Significant Unavoidable Environmental Impacts

The EIR for the proposed project identified eight significant and unavoidable impacts related to related to air quality, biology, hazards and hazardous materials, and hydrology and water quality, including Impact 4.2-3: The EIR discloses that locomotive emissions along rail lines outside the San Francisco Bay Area Air Basin (SFBAAB) related to transport of renewable feedstocks for the Rodeo Renewed Project would exceed regulatory significance thresholds, resulting in a significant impact. Furthermore, the EIR discloses that the County has no authority to impose mitigation measures based on federal preemption, even if any were feasible, on that activity. Accordingly impacts would be significant and unavoidable.

Impact 4.4-4: The EIR discloses that marine vessels transiting San Francisco and San Pablo bays and unloading and loading at the marine terminal could potentially spill crude oil and refined products during the transitional period and renewable feedstocks and renewable products during the operational period and that such spills would constitute a significant impact on special-status species and their habitats. The EIR imposes mitigation measures BIO-2

and BIO-3, but discloses that those measures would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.4-5: The EIR discloses that marine vessel activity during the transitional and operational periods would increase the risk of introducing non-indigenous invasive species, resulting in a significant impact on sensitive species and their habitats. The EIR imposes mitigation measures BIO-4a and BIO-4b, but discloses that those measures would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.4-7: The EIR discloses that marine vessel activity during the transitional and operational periods would increase the risk of spills of crude oil and refined products during the transitional period and renewable feedstocks and products during the operational period. These effects would constitute a significant impact on sensitive species and their habitats. The EIR imposes mitigation measure BIO-5, but discloses that the measure would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.4-9: The EIR discloses that marine vessels transiting San Francisco and San Pablo bays and unloading and loading at the marine terminal could spill crude oil and refined products during the transitional period and renewable feedstocks and renewable products during the operational period and that such spills would constitute a significant impact on native resident and migratory wildlife. The EIR imposes mitigation measure BIO-6, but discloses that the measure would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.4-10: The EIR discloses that marine vessel activity during the transitional and operational periods would increase the risk of introducing non-indigenous invasive species, resulting in a significant impact on native resident and migratory wildlife. The EIR imposes mitigation measure BIO-7, but discloses that the measure would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.9-2: The EIR discloses that marine vessels transiting San Francisco and San Pablo bays and unloading and loading at the marine terminal could

potentially spill crude oil and refined products during the transitional period and renewable feedstocks and renewable products during the operational period and that such spills would constitute a significant impact from the risk of spills and the release of hazardous materials. The EIR imposes mitigation measures HAZ-1 and HAZ-2, but discloses that those measures would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

Impact 4.10-1: The EIR discloses that marine vessels transiting San Francisco and San Pablo bays and unloading and loading at the marine terminal could potentially spill crude oil and refined products during the transitional period and renewable feedstocks and renewable products during the operational period and that such spills would constitute a significant impact on surface water quality. The EIR imposes mitigation measures HAZ-1 and HAZ-2, but discloses that those measures would be unlikely to mitigate the project's impact to a less-than-significant level, and impacts would be significant and unavoidable.

B. Overriding Considerations

In addition to reviewing the project EIR in accordance with CEQA requirements, the Commission has reviewed written and oral testimony regarding the aspects of the project, some of which are unrelated to adequacy of the CEQA analysis. Specifically, a wide range of individuals, business entities, and organizations expressed support for the project, pointing out its employment benefits to Contra Costa County, its wider economic benefits to the Bay Area, and its air quality, energy, and carbon-reduction benefits to California. Letters in support of the project were received from, among many others, the United Steelworkers, the International Brotherhood of Electrical Workers, the Contra Costa Building and Construction Trades Council, the Bay Planning Coalition, the Carpenters and Joiners of America, the Industrial Association of Contra Costa County, the East Bay Leadership Council, the Bay Front Chamber of Commerce, the Phillips 66 Community Advisory Panel, Southwest Airlines, and the Council of Business and Industry. A number of individuals expressed their disapproval of the project, primarily on the grounds of potential noise, odors, and risks from the Rodeo Renewed facility itself and potential global land use and food security implications of the increased use of renewable feedstocks.

As required under Public Resources Code section 21081 and CEQA Guidelines section 15093, the County Planning Commission, having reviewed and considered the project EIR, all other written materials within the administrative record, and all oral testimony presented at public hearings and other public meetings on the project EIR, has balanced the benefits of the proposed project against the identified unavoidable adverse impacts associated with the project, and hereby finds that the benefits outweigh and override the significant unavoidable impacts for the reasons set forth below.

After balancing the specific economic, legal, social, technological, and other benefits of the proposed project, the County Planning Commission finds that the significant and unavoidable adverse impacts identified above are acceptable due to the following specific considerations in the record, which outweigh the unavoidable, adverse environmental impacts of the project. Further, the County Planning Commission finds that each of the separate benefits of the proposed project is hereby determined to be, independent of the other proposed project benefits, a basis for overriding all unavoidable environmental impacts identified in the EIR.

The County finds that the project will provide the following benefits to the residents of the County and of the State of California.

Attainment of Regulatory and Policy Goals: The Rodeo Renewed Project transforms an existing crude oil production facility into a renewable fuels processing facility providing for the production of up to 55,000 barrels of renewable transportation fuels per day to assist California in meeting a number of goals. The project's renewable fuels products would produce fewer lifecycle GHG emissions per barrel, and their use in transportation would have a lower carbon footprint than conventional petroleum-based fuels.

- Assist Attainment of Goals. Governor Newsom's Executive Order N-79-20 states: "clean renewable fuels play a role as California transitions to a decarbonized transportation sector" and "to support the transition away from fossil fuels consistent with the goals established in this Order and California's goal to achieve carbon neutrality by no later than 2045, the California Environmental Protection Agency and the California Natural Resources Agency, in consultation with other State, local and federal agencies, shall expedite regulatory processes to repurpose and transition upstream and downstream oil production

facilities...” The Governor’s Order also directs CARB to “develop and propose strategies to continue the State’s current efforts to reduce the carbon intensity of fuels beyond 2030 with consideration of the full life cycle of carbon. Additionally, the California Air Resources Board’s November 19, 2020, “California’s Greenhouse Gas Goals and Deep Decarbonization” presentation anticipates that biofuels will comprise 19 percent of the transportation “fuel” sector by 2045.” As a major producer of renewable fuels, the project would materially contribute to California’s efforts to meet the goals of Executive Order N-79-20.

- *Compliance With Federal and State Standards.* The federal Renewable Fuel Standard (RFS) program was created under the Energy Policy Act of 2005 as an amendment to the Clean Air Act (CAA), and expanded by the Energy Independence and Security Act of 2007. EPA implements the program in consultation with U.S. departments of Agriculture and Energy. The RFS requires a certain volume of renewable fuel to replace or reduce the quantity of petroleum-based transportation fuel, heating oil or jet fuel. The program has a goal of producing, nationally, 36 billion gallons of total renewable fuel per year; by producing over 800 million gallons of renewable fuels per year the project would materially promote that goal.

Under California Assembly Bill (AB) 32, the Global Warming Solutions Act of 2006, refineries are subject to regulations aimed at reducing California’s global warming emissions and transitioning to a sustainable, low-carbon future (CARB 2021). The latest Update to the Climate Change Scoping Plan (CARB 2017) sets goals of a 40-percent GHG emission reduction below 1990 emission levels by 2030 and a substantial advancement toward the 2050 goal to reduce emissions by 80 percent below 1990 emission levels. Key provisions of AB 32 include the Low-Carbon Fuel Standard, which is intended to reduce California’s dependency on petroleum by encouraging the provision of low-carbon and renewable alternative fuels, and the Cap-and-Trade Regulation, which discourages major sources of GHG emissions and encourages investment in cleaner, more efficient technologies. By increasing production of renewable fuels, the project will provide a mechanism for compliance with these provisions through providing facilities in California.

Furthermore, by reducing emissions of air pollutants from existing conditions, the project will forward the goals of the Bay Area Air Quality Management District's 2017 Clean Air Plan. Specifically, the project would be consistent with the plan's Refinery Emissions Reduction Strategy by eliminating sources associated with petroleum refining, and with the plan's call for refineries to transition to clean energy companies by 2050.

Reductions in Greenhouse Gas Emissions from the Combustion of Renewable Fuels: The combustion of renewable fuels produced by the project would result in reductions of greenhouse gas emissions of approximately 45-75 percent as compared to petroleum-based fuels. Based on the carbon intensity of the renewable diesel sold in California in 2021, the project would reduce the lifecycle carbon emissions of transportation fuels by approximately 8.5 million metric tons per year. (Final EIR, p. 3-50.)

Maintaining Current Employment Levels: Numerous letters of support for the project were received during the comment period from labor unions and individuals citing the retention of family-wage jobs and the creation of construction jobs as key benefits of the project. The project will preserve and protect approximately 650 existing family-wage jobs in Contra Costa County and will continue to provide indirect support to thousands of other jobs in the Bay Area. In addition, construction of the project will provide up to 500 construction jobs.

Sustainability and Reinvestment in Community: The Rodeo Renewed Project is a substantial investment in the community and facility and supports sustainability by re-using and transforming an existing industrial facility and by producing renewable transportation fuels.

Transportation Fuel Supply Security: Interruptions in the regional supply of transportation fuels have occurred as a result of refinery shutdowns for various reasons. These incidents have adversely affected Contra Costa County's residents and businesses through inconvenience and higher fuel prices. A reliable supply of fuels is thus essential for the economic well-being of the region. The project will maintain the Rodeo facility's current capacity to supply regional market demand for transportation fuels by producing up to 67,000 barrels of renewable fuels per day and distributing up to 40,000 barrels of conventional gasoline per day. Furthermore, shortages that could result from a refinery shut-down during construction of the project will not occur

because the project will continue to import and refine crude oil during the project construction period.

Recycling Benefits: Recycling organic wastes and by-products such as used cooking oils, rendering wastes, and other fats, oils, and greases has a number of environmental and financial benefits. These include reducing demand on landfill space, reducing the carbon footprint of fuels, and generating a second revenue stream from the same material. These benefits improve quality of life and help businesses thrive. By accepting large quantities of recyclable fats, oils, and grease to be processed into renewable fuels, the project will help Contra Costa County, the region, and the State of California realize those benefits.

Demolition of Santa Maria Refinery and Carbon Plant: The project provides for the demolition of these two sites, eliminating uncertainty regarding the re-use of these sites as currently developed.

Reduction of Truck Traffic near Rodeo: Rodeo Refinery truck traffic in 2019 consisted of approximately 40,000 roundtrips per year. With the Rodeo Renewed Project, including the elimination of truck traffic from the Carbon Plant, truck traffic would be reduced to approximately 16,000 truck roundtrips per year.

Reductions in Energy Usage (Electricity and Natural Gas): The proposed Project would result in modest reductions in electricity usage and substantial reductions in natural gas usage.

Each of these benefits are sufficient to outweigh the adverse environmental impacts of the proposed Project and to justify approval of the project and certification of the EIR.

5. **Certification of EIR**

On the basis of the whole record before it, including the Draft and Final EIRs, and in accordance with Section 15090, the County Planning Commission finds that:

- The EIR has been completed in compliance with CEQA;
- The EIR reflects the County's independent judgement and analysis;
- The EIR was presented to the decision-making body of the Lead Agency and the decision-making body reviewed and considered the information contained in the EIR prior to approving the project.

Pursuant to CEQA Section 15097, a Mitigation Monitoring Program has been

prepared, based on the identified impacts and mitigation measures in the EIR. The Mitigation Monitoring Program is intended to ensure that the mitigation measures identified in the EIR are implemented. All mitigation measures are included in the Conditions of Approval for the project.

Recirculation is Not Required

Pursuant to CEQA Guidelines Section 15088.5(a), recirculation of a Draft EIR is required only if:

- "1) a new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented;*
- 2) a substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance;*
- 3) a feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impacts of the project, but the project's proponents decline to adopt it; or*
- 4) the draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded."*

None of the text edits or changes to the Draft EIR meet any of the above conditions. Therefore, recirculation of any part of the Draft EIR is not required. The information presented in the project EIR support this determination by the County.

Differences of Opinion Regarding Environmental Analysis

In making its determination to certify the EIR and to approve the project, the Commission recognizes that the project involves controversial environmental issues and that a range of technical and scientific opinion exists with respect to those issues. The Commission has acquired an understanding of the range of this technical and scientific opinion by its review of the Draft EIR, the comments received on the Draft EIR and the responses to those comments in the Final EIR, as well as other testimony, letters, and reports submitted for the record. The Commission recognizes that some of the comments submitted on the EIR, and at the hearing, disagree with the conclusions, analysis, methodology and factual bases stated in the EIR. The EIR was prepared by experts, and that some of these comments were from experts, thus creating a disagreement among experts. The

Commission has reviewed and considered, as a whole, the evidence and analysis presented in the EIR and in the record, and has gained a comprehensive and well-rounded understanding of the environmental issues presented by the project. In turn, this understanding has enabled the Commission to make its decisions after weighing and considering the various viewpoints on these important issues.

Documents and Records

The various documents and other materials constitute the record upon which the Commission bases these findings and the approvals contained herein. These findings cite specific pieces of evidence, but none of the Commission's findings are based solely on those pieces of evidence. These findings are adopted based upon the entire record, and the Commission intends to rely upon all supporting evidence in the record for each of its findings. The location and custodian of the documents and materials that comprise the record is Contra Costa County, Department of Conservation and Development, 30 Muir Road, Martinez, CA, 94553, telephone (925) 655-2705.

**CONDITIONS OF APPROVAL FOR THE PHILLIPS 66 RODEO RENEWED PROJECT;
PHILLIPS 66 COMPANY (APPLICANT & OWNER); COUNTY FILE# CDLP20-02040**

Project Approval

1. Land Use Permit #CDLP20-02040 for the Rodeo Renewed Project is **APPROVED** based on the project materials submitted to the Department of Conservation and Development, Community Development Division (CDD) on August 13, 2020, including the following Documents:
 - Project application, received on August 13, 2020.
 - Rodeo Renewed project description, received on August 13, 2020.
 - Project Draft EIR and Final EIR, dated October 2021 and March 2022 respectively.

This approval is subject to the Conditions of Approval enumerated below.

Application Fees

2. The application was subject to an initial deposit of \$5,662.00. The application is subject to time and material costs if the application review expenses exceed the initial deposit. Any additional fee due must be paid prior to an application for a grading or building permit, or 60 days of the effective date of this permit, whichever occurs first. The fees include costs through permit issuance and final file preparation. Pursuant to Contra Costa County Board of Supervisors Resolution Number 2019/553, where a fee payment is over 60 days past due, the Department of Conservation and Development may seek a court judgement against the applicant and will charge interest at a rate of ten percent (10%) from the date of judgement. The applicant may obtain current costs by contacting the project planner. A bill will be mailed to the applicant shortly after permit issuance in the event that additional fees are due.

Indemnification Agreement

3. The applicant shall enter into an Indemnification Agreement with the County, and the applicant shall indemnify, defend (with counsel reasonably acceptable to the County), and hold harmless the County, its boards, commissions, officers, employees, and agents (collectively "County Parties") from any and all claims, costs, losses, actions, fees, liabilities, expenses, and damages (collectively, "Liabilities") arising from or related to the project, the applicant's land use permit application, the County's discretionary approvals for the project, including but not limited to the County's actions pursuant to the California Environmental Quality Act and planning and zoning laws, or the construction and operation of

the project, regardless of whether those Liabilities accrue before or after project approval.

Compliance Report

4. At least 60 days prior to commencement of construction-related activities, issuance of grading permits or issuance of building permits, whichever occurs first, Phillips 66 shall submit an application for Condition of Approval Compliance Review to the CDD. Submittals for this application shall include a report addressing compliance with each condition of approval. The report shall detail how each condition will be satisfied and should be accompanied with applicable materials (e.g., documentation, plans, photographs, etc.) that confirm compliance with the permit conditions. This application will remain active throughout the life of the project and additional submittals will be required to ensure compliance with each phase of development (i.e., grading, building). The initial deposit for review of the compliance report is \$2,000 and shall be billed for additional time and materials costs that may exceed the initial deposit. The applicant shall also provide an additional deposit of \$10,000.00 to cover costs of mitigation monitoring (subject to time and materials costs). Phillips 66 shall be responsible for providing adequate funding to cover all eventual costs of mitigation monitoring.

Demolition & Site Clean-Up/Reuse Program

5. The Permittee shall demolish and remove all portions of the facility that will not be used for any phase of the Project or any intended future use of the facility. Upon the permanent closure of the facility, the Permittee shall demolish and remove all remaining portions of the facility. During the operation of the Project, the Permittee shall investigate soil conditions at the site and, where necessary, clean-up and restore the site to a condition suitable for commercial and industrial land uses. To assure the performance of these requirements, the Permittee shall do all of the following:
 - (a) Within 30 days following final approval of the land use permit, the Permittee shall provide a Corporate Guarantee to Contra Costa County to guarantee the performance and implementation of all tasks specified in the Demolition and Site Clean-Up/Reuse Work Plan (Work Plan). The initial value of the Corporate Guarantee shall be no less than \$100,000,000, based on estimated costs as described in Table A in Condition 7 below. The Corporate Guarantee shall be adjusted annually for inflation by March 15 of each year following project approval. The inflation adjustment shall be

calculated using the inflation factor in Title 27, California Code of Regulations, Section 22236, for the prior calendar year. Following any adjustment to the value of the Corporate Guarantee pursuant to Condition 7, then the Corporate Guarantee shall be adjusted annually for inflation in accordance with this subsection, except that no inflation adjustment shall be required for a year in which the value of a Corporate Guarantee was adjusted between January 1 and March 15 based on an updated cost estimate.

- (b) The following portions of the facility shall be demolished and removed as follows:
 - (1) The Contra Costa Carbon Plant shall be demolished and removed no later than two years following the commencement of operations of the Project.
 - (2) The process units that have operating permits relinquished as part of the Project, such as Crude Unit 267, Sulfur Plant 236 and Sulfur Plant 238 shall be demolished and removed within 5 years of permanent cessation of operations in the respective process units.
- (c) Within 30 months following final approval of the land use permit, the Permittee shall submit a Work Plan as specified in Condition 6 for review and reasonable approval by the Contra Costa County Conservation and Development Director or designee.

Site Clean-Up/Reuse Work Plan Elements

- 6. The Work Plan must include all of the following information:
 - (a) The Work Plan must specify which portions of the facility will be demolished and removed from the site over time. The Work Plan must include a description of all above-ground and below-ground structures, equipment, and appurtenances that will be demolished and removed from the site.
 - (b) The Work Plan must include the following schedules. Each schedule must propose a phased completion plan demonstrating steady progress by including all interim tasks necessary to demolish and remove each portion of the facility, and the estimated time necessary to complete each task.

- (1) A schedule for removal of all portions of the facility that will not be used for any phase of the Project or any intended future use of the facility. All demolition and removal activities included in this schedule must be completed no later than 20 years after approval of the Work Plan.
- (2) A schedule for completing the demolition and removal of all remaining portions of the facility upon the permanent closure of the facility.
- (c) The Work Plan must include a schedule for completing the investigation of soil conditions at the site. The soil investigation must be completed no later than 15 years after final approval of the land use permit.
- (d) The Work Plan must include a schedule for restoring the site to a condition suitable for commercial and industrial land uses as determined by the applicable regulatory agencies having oversight of restoration activities.
- (e) The Work Plan must include cost estimates for demolition and removal, and for site investigations and associated potential clean-up.
- (f) At least once every five years, the Permittee shall submit an amended Work Plan for review and reasonable approval by the Contra Costa County Conservation and Development Director or designee. The amended Work Plan shall include the information specified in subsections (a) through (e) of Condition 6, and include the following additional information:
 - (1) A description of all demolition and clean-up tasks and activities completed following the submission of the prior Work Plan, and the status of in-progress Work Plan tasks and activities.
 - (2) An accounting of actual expenditures on all demolition and clean-up tasks and activities completed under the initial Work Plan and all amended Work Plans.
 - (3) A schedule of all demolition and clean-up tasks and activities that are expected to be implemented in the next five-year period.
- (g) The Permittee shall comply with all applicable federal, state, and local laws and regulations when performing all demolition and clean-up tasks and activities at the site.

Corporate Guarantee

7. The Corporate Guarantee required by Condition 5 must comply with the following requirements.
 - (a) The Guarantor must be:
 - (1) A parent corporation of the Permittee; or
 - (2) An entity whose parent corporation is also the parent corporation of Permittee; or
 - (3) An entity that is engaged in a substantial contractual business relationship with the Permittee and issues the Corporate Guarantee as an act incident to that business relationship.
 - (b) The Guarantor must meet the following financial means test based on the Guarantor's audited year-end financial statements:
 - (1) A current rating for its most recent bond issuance of AAA, AA, A, or BBB, issued by Standard & Poor's, or Aaa, Aa, A, or Baa, issued by Moody's; and
 - (2) Tangible net worth at least six times the sum of the current cost estimate covered by the Corporate Guarantee; and
 - (3) Tangible net worth of at least \$15 million; and
 - (4) Assets located in the United States amounting to at least 90 percent of its total assets or at least six times the sum of the current cost estimate covered by the corporate guarantee.
 - (c) The Corporate Guarantee shall be substantially in the form attached as Appendix A, subject to reasonable approval by Contra Costa County.
 - (d) If the Guarantor fails to meet the requirements of the financial means test under Condition 7 or wishes to terminate the Corporate Guarantee, the Guarantor shall send notice of the failure or intent to terminate by certified mail to Permittee and Contra Costa County within 90 days after the end of the financial reporting year in which the failure or intent to terminate occurs.

The Corporate Guarantee shall terminate no less than 60 days after the date that Permittee and Contra Costa County have received notice of failure or intent to terminate, as evidenced by the return receipts. Subject to reasonable approval by Contra Costa County, the Guarantor shall establish alternate coverage on behalf of Permittee, or Permittee shall establish alternate coverage, within 60 days after the County's receipt of notice of failure or intent to terminate.

Table A – Initial Corporate Guarantee Basis

Activity	Estimated Costs (\$Millions)
Net Demolition Costs for Idled and Operating Assets	\$ 70
Estimated Site Investigation & Non-Determined Clean-up or Other Costs held in Reserve	\$ 30
Total	\$ 100

- (e) Within 30 days after the County's approval of the Work Plan and each amended Work Plan, the value of the Corporate Guarantee shall be updated to reflect all updated cost estimates included in the Work Plan or amended Work Plan, as applicable.
- (f) Subject to reasonable approval by Contra Costa County, the value of the Corporate Guarantee may be adjusted to reflect:
 - (1) Completion of demolition activities that have occurred; and
 - (2) Completion of site investigation or other activities that have occurred as set forth in the Work Plan.
 - (3) Changes in estimates or defined work scope as it relates to any changes to demolition, clean-up, or site investigation activities.
- (g) The portion of the Corporate Guarantee for Estimated Site Investigation & Non-Determined Clean-up or Other Costs (in Table A) shall maintain a minimum of \$15 million held in reserve until site investigation activities are complete, which amount shall not be subject to adjustment for inflation.

Definitions Relating to the Demolition & Site Clean-Up/Reuse Program

- 8. For purposes of Conditions 5 through 7 above, the following terms have the following meanings:

- (a) "Facility" means all structures, processing equipment, and other equipment and appurtenances used for manufacturing, storage, or distribution at the Rodeo refinery located at 1380 San Pablo Ave, Rodeo, CA 94572 and the Carbon Plant located at 2101 Franklin Canyon Rd, Rodeo, CA 94572.
- (b) "Project" means the Phillips 66 Rodeo Renewed Project, County File (CDLP20-02040).
- (c) "Site" means the real property where the Rodeo refinery is located, at 1380 San Pablo Ave, Rodeo, CA 94572, and the Carbon Plant located at 2101 Franklin Canyon Rd, Rodeo, CA 94572.

Timing for Carbon Plant Removal

- 9. The Contra Costa Carbon Plant shall be demolished and removed no later than two years following the commencement of operations of the project.

Community Benefits Agreement

- 10. The applicant has agreed to enter into a Community Benefits Agreement with the County to implement the permittee's planned Community Benefit Initiative for the Project. The agreement will detail the benefit(s) that the Project will provide the community and an implementation schedule for the agreed-upon community benefits. At least 30-days prior to scheduling of a final building permit inspection for this project (e.g., occupation of the subject site), the permittee shall provide CDD staff with evidence that the permittee and County have entered into a Community Benefits Agreement.

CONSTRUCTION MANAGEMENT CONDITIONS

Construction Hours

- 11. Non-emergency maintenance, construction and other activities on the site related to this use shall be prohibited on State and Federal holidays on the calendar dates that these holidays are observed by the State or Federal government as listed below:
 - New Year's Day (State and Federal)
 - Birthday of Martin Luther King, Jr. (State and Federal)

- Washington's Birthday (Federal)
- Lincoln's Birthday (State)
- President's Day (State)
- Cesar Chavez Day (State)
- Memorial Day (State and Federal)
- Juneteenth National Independence Holiday (Federal)
- Independence Day (State and Federal)
- Labor Day (State and Federal)
- Columbus Day (Federal)
- Veterans Day (State and Federal)
- Thanksgiving Day (State and Federal)
- Day after Thanksgiving (State)
- Christmas Day (State and Federal)

For specific details on the actual days and dates that these holidays occur, please visit the following websites:

Federal Holidays - www.federalreserve.gov/aboutthefed/k8.htm

California Holidays - www.sos.ca.gov/holidays.htm

Contact Persons and Information

12. Prior to commencement of construction-related activities, issuance of grading permits or issuance of building permits, whichever occurs first, Phillips 66 shall post a publicly visible sign stating the names, titles, and phone numbers of individuals responsible for control of construction noise, dust, litter, and traffic. A 24-hour emergency number shall also be stated. The sign shall be kept up to date and shall be placed in a conspicuous location on refinery property along San Pablo Avenue.

Construction Trailers

13. Phillips 66 may locate construction trailers onsite. Such trailers may be located onsite for up to two months prior to the start of project construction and must be removed within two months after construction is complete.

Community Outreach

14. In order to help support the local economy, Phillips 66 shall encourage its employees and subcontractors to patronize local businesses and restaurants during breaks and mealtimes, and that they use personal vehicles during these

break times and not construction equipment, such as dump trucks or other large construction vehicles, so as to minimize unnecessary road wear by heavy trucks on local roadways.

MITIGATION MEASURES REQUIRED FOR COMPLIANCE WITH THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA)

These conditions are mitigation measures identified in the project's Environmental Impact Report.

(Air Quality Mitigation Measure AQ-1) - Implement Bay Area Air Quality Management District (BAAQMD) Basic Control Measures

15. Construction contractors shall implement the following applicable BAAQMD basic control measures as best management practices (BMPs):
 - All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day.
 - All haul trucks transporting soil, sand, or other loose material offsite shall be covered.
 - The permittee shall not cause or allow track-out at any active exit from the site onto an adjacent paved public roadway or shoulder of a paved public roadway that exceeds cumulative 25 linear feet and creates fugitive dust visible emissions. All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers within 4 hours of when the owner/operator identifies such excessive track-out on San Pablo Avenue, between the refinery and Interstate 80, and on the access roads between the Carbon Plant and Highway 4. The use of dry power sweeping is prohibited.
 - All vehicle speeds on unpaved roads shall be limited to 15 miles per hour.
 - All roadways, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading unless seeding or soil binders are used.
 - Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to 2 minutes as recommended by the BAAQMD, and not to exceed 5 minutes as required by the California airborne toxics control measure Title 13, Section 2485 of the California Code of Regulations (CCR). Clear

signage shall be provided for construction workers at all access points.

- Monitor the extent of the trackout at each active exit from the site onto a paved public road at least twice during each workday, at times when vehicle traffic exiting the site is most likely to create an accumulation of trackout, or as otherwise specified by the Air District.
- Document the active exit locations monitored each workday.
- Document each occasion when the trackout exceeds cumulative 25 linear feet and all trackout control and cleanup actions initiated as a result of the above monitoring.
- Maintain these records for at least five years, in electronic, paper hard copy or log book format, and make them available to the Air District upon request.
- All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications.
- All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.
- Post a publicly visible sign with the telephone number and person to contact at the Lead Agency regarding dust complaints. This person shall respond and take corrective action within 48 hours. The Air District's phone number shall also be visible to ensure compliance with applicable regulations.

Construction contractors shall implement the following Advanced Construction Mitigation Measures:

- All exposed surfaces shall be watered at a frequency adequate to maintain minimum soil moisture of 12 percent. Moisture content can be verified by lab samples or moisture probe.
- All excavation, grading, and/or demolition activities shall be suspended when average wind speeds exceed 20 mph.
- Wind breaks (e.g., trees, fences) shall be installed on the windward side(s) of actively disturbed areas of construction. Wind breaks should have at maximum 50 percent air porosity.
- Vegetative ground cover (e.g., fast-germinating native grass seed) shall be planted in disturbed areas as soon as possible and watered appropriately until vegetation is established.
- The simultaneous occurrence of excavation, grading, and ground-disturbing construction activities on the same area at any one time

shall be limited. Activities shall be phased to reduce the amount of disturbed surfaces at any one time.

- All trucks and equipment, including their tires, shall be washed off prior to leaving the site.
- Site accesses to a distance of 100 feet from the paved road shall be treated with a 6- to 12-inch compacted layer of wood chips, mulch, or gravel.
- Sandbags or other erosion control measures shall be installed to prevent silt runoff to public roadways from sites with a slope greater than one percent.

(Air Quality Mitigation Measure AQ-2) - Implement a NOx Mitigation Plan

16. Phillips 66 shall prepare a NOx Mitigation Plan (NM Plan) prior to the issuance of construction-related permits for site preparation. The purpose of the NM Plan is to document expected construction and transitional phase NOx emissions in detail; and, if necessary, to identify feasible and practicable contemporaneous measures to reduce aggregated construction and transition NOx emissions to below the BAAQMD's 54 pounds per day threshold of significance.

The NOx emissions estimate for the project shall include consideration of readily available NOx construction and transition emission reduction measures, and/or other emission reduction actions that shall be implemented during construction and transitional phase of the project. The NM Plan shall describe the approximate amount of NOx emissions reductions that will be associated with each action and reduction measure on a best estimate basis.

The NM Plan shall be submitted to the Contra Costa County Department of Conservation and Development and the BAAQMD for review and approval, or conditional approval based on a determination of whether the NM Plan meets the conditions described below. The NM Plan shall include those recommended measures listed below needed to reduce the project's construction and transition NOx emissions to less than the BAAQMD's threshold of significance.

The NM Plan shall include a detailed description of the NOx emissions for all construction and transition activities based on BMPs and use data at the time of project approval and current estimation protocols and methods. The plan shall, at a minimum, include the following elements:

(1) Project Construction and Transition NOx Emissions

The project's construction and transition NOx emission estimates presented in the NM Plan will be based on the emission factors for off-road and on-road mobile sources used during construction and transition, over and above baseline, along with the incorporation of vehicle fleet emission standards. Project construction and transition NOx emission estimates will be based upon the final Project design, project-specific traffic generation estimates, equipment to be used onsite and during transition, and other emission factors appropriate for the project prior to construction. The methodology will generally follow the approach used in the Draft EIR and in Appendix B.

(2) NOx Emission Reduction Measures

The NM Plan shall include feasible and practicable NOx emission reduction measures that reduce or contemporaneously offset the project's incremental NOx emissions below the threshold of significance. Planned emission reduction measures shall be verifiable and quantifiable during project construction and transitional phase. The NM Plan shall be consistent with current applicable regulatory requirements. Measures shall be implemented as needed to achieve the significance threshold and considered in the following order: (a) onsite measures, and (b) offsite measures within the San Francisco Bay Area Air Basin. Feasible onsite and offsite measures must be implemented before banked emissions offsets (emission reduction credits) are considered in the NM Plan.

a. Recommended Onsite Emission Reduction Measures:

- i. Onsite equipment and vehicle idling and/or daily operating hour curtailments;
- ii. Construction "clean fleet" using Tier 4 construction equipment to the maximum extent practicable;
- iii. Reductions in vessel and/or rail traffic;
- iv. Other onsite NOx reduction measures (e.g., add-on NOx emission controls); or
- v. Avoid the use of Suezmax vessels to the maximum extent practicable.
- vi. To the maximum extent practicable, all off-road equipment shall use the highest tier engines available when zero emissions equipment is not available (e.g., Tier 4 construction, rail, marine vessels and equipment, including for any dredging activities). In

place of Tier 4 engines, offroad equipment can incorporate retrofits such that emission reductions achieved equal or exceed that of a Tier 4 engine.

Contra Costa County Department of Conservation and Development in its consideration of the NM Plan shall have the option to require daily NOx reductions at the Carbon Plant necessary to achieve the NOx daily emissions significance threshold. Daily idling of one kiln would provide sufficient NOx reductions to offset the Project's incremental NOx emissions to below the NOx daily emissions threshold of significance on individual days that construction emissions are estimated to potentially be above the daily NOx significance threshold.

Additional measures and technology to reduce NOx emissions may become available during the Project construction and operation period. Such measures may include new energy systems (such as battery storage) to replace natural gas use, new transportation systems (such as electric vehicles or equipment) to reduce fossil-fueled vehicles, or other technology (such as alternatively-fueled emergency generators or renewable backup energy supply) that is not currently available at the project-level. As provided in the NM Plan, should such measures and technology become available and be necessary to further reduce emissions to below significance thresholds, Phillips 66 shall demonstrate to the Contra Costa County Department of Conservation and Development and BAAQMD satisfaction that such measures are as, or more, effective as the existing measures described above.

b. Recommended Offsite Emission Reduction Measures:

Phillips 66, with the oversight of the Contra Costa County Department of Conservation and Development and BAAQMD, shall reduce emissions of NOx by directly funding or implementing a NOx control project (program) within the San Francisco Bay Area Air Basin to achieve an annual reduction equivalent to the total estimated construction NOx emission reductions needed to lower the project's NOx impact below the 54 pound per day significance threshold. The offsite measures will be based on the NOx reductions necessary after consideration of onsite measures.

To qualify under this mitigation measure, the NOx control project must result in emission reductions within the San Francisco Bay Area Air Basin that would not otherwise be achieved through compliance with existing regulatory requirements or other program participation. Phillips 66 shall notify Contra Costa County within six months of completion of the NOx control project for verification.

(3) Quarterly Verification Reports

Phillips 66 shall prepare and submit NM Verification Reports quarterly during the construction or transitional phase activities, while project construction or transitional phase activities at the site are ongoing. The reporting period will extend through the last year of construction. The purpose of the report is to verify and document that the total project construction and transitional phase NOx emissions for the previous year, based on appropriate emissions factors for that year and the effectiveness of emission reduction measures, were implemented.

The report shall also show whether additional onsite and offsite emission reduction measures, or additional NOx controls, would be needed to bring the project below the threshold of significance for the current year. The report shall be prepared by Phillips 66 and submitted to the Contra Costa County Department of Conservation and Development and the BAAQMD for review and verification. NOx offsets for the previous year, if required, shall be in place by the end of the subsequent reporting year. If Contra Costa County and the BAAQMD determine the report is reasonably accurate, they can approve the report; otherwise, Contra Costa County and/or the BAAQMD shall identify deficiencies and direct Phillips 66 to correct and re-submit the report for approval.

(Air Quality Mitigation Measure AQ-4) - Odor Prevention & Management Plan

17. Phillips 66 shall develop and implement an Odor Prevention & Management Plan (OPMP). The OPMP shall be an integrated part of daily operations at the Rodeo site, to effect diligent identification and remediation of any potential odors generated by the facility.
 - The OPMP shall be developed and reviewed by the County in consultation with the BAAQMD prior to operation of the project

and implemented upon commencement of the renewable fuels processes.

- The OPMP shall be an “evergreen” document that provides continuous evaluation of the overall system performance, identifying any trends to provide an opportunity for improvements to the plan, and updating the odor management and control strategies as necessary.
- The OPMP shall include guidance for the proactive identification and documentation of odors through routine employee observations, routine operational inspections, and odor compliant investigations.
- All odor complaints received by the facility shall be investigated as soon as is practical within the confines of proper safety protocols and site logistics. The goal of the investigation will be to determine if an odor originates from the facility and, if so, to determine the specific source and cause of the odor, and then to remediate the odor.
- The OPMP shall be retained at the facility for Contra Costa County, the BAAQMD, or other government agency inspection upon request.

(Biological Mitigation Measure BIO-1a) – Update Pre-Arrival Documents

18. Phillips 66 shall update pre-arrival document materials and instructions sent to tank vessels agents/operators scheduled to arrive at the Marine Terminal with the following information and requests:

- Available outreach materials regarding the Blue Whales and Blue Skies incentive program.
- Whale strike outreach materials and collision reporting from NMFS.
- Request extra vigilance by ship crews upon entering the Traffic Separation Scheme shipping lanes approaching San Francisco Bay and departing San Francisco Bay to aid in detection and avoidance of ship strike collisions with whales.
- Request compliance to the maximum extent feasible (based on vessel safety) with the 10 knot voluntary speed reduction zone.
- Encourage participation in the Blue Whales and Blue Skies incentive program.

(Biological Mitigation Measure BIO-1b) – California Department of Fish and Wildlife (CDFW) and Research Sturgeon Support

19. Phillips 66 will conduct and support the following activities to further the understanding of vessel strike vulnerability of sturgeon in San Francisco and San Pablo Bay. Coordinate with CDFW and Research Sturgeon to ensure appropriate messaging on information flyers suitable for display at bait and tackle shops, boat rentals, fuel docks, fishing piers, ferry stations, dockside businesses, etc. to briefly introduce interesting facts about the sturgeon and research being conducted to learn more about its requirements and how the public's observations can inform strategies being developed to improve fisheries habitat within the estuary.

(Biological Mitigation Measure BIO-3) - Update and Review Facility Response Plan and Spill Prevention, Control, and Countermeasure Plan with Office of Spill Prevention & Response (OSPR)

20. The Facility Response Plan and Spill Prevention, Control, and Countermeasure (SPCC) Plan shall be updated to address the project operational changes, including changes in proposed feedstocks and types of vessels and trips. The SPCC shall address the operational changes of the Transitional Phase and post-project. Phillips 66 will consult with OSPR during update of the SPCC Plan, especially adequacy of booms at the Marine Terminal to quickly contain a spill of renewable feedstocks. In accordance with CCR Title 14, Chapter 3, Subchapter 3, several types of drills are required at specified intervals. Due to the potential for rapid dispersion of biofuels and oils under high energy conditions, Phillips 66 shall increase the frequency of the following drills to increase preparedness for quick response and site-specific deployment of equipment under different environmental conditions.
 - Semi-annual equipment deployment drills to test the deployment of facility-owned equipment, which shall include immediate containment strategies, are required on a semiannual pass/fail basis – if there is fail during first six months, then another drill is required. Phillips 66 will require that both semi-annual drills are conducted and schedule them under different tide conditions.

- An Oil Spill Removal Organization (OSRO) field equipment deployment drill for on-water recovery is required at least once every three years. Phillips will increase the frequency of this drill to annual.
- CDFW-OSPR shall be provided an opportunity to help design, attend and evaluate all equipment deployment drills and tabletop exercises. To ensure this, Phillips 66 shall schedule annual drills during the first quarter of each year to ensure a spot on OSPR's calendar.

(Biological Mitigation Measure BIO-4a) - Prohibit Ballast Water Exchange

21. Phillips 66 shall prohibit vessels from ballast water exchange at the Marine Terminal.

(Biological Mitigation Measure BIO-4b) - Update Pre-Arrival Documentation

22. Phillips 66 shall update pre-arrival document materials and instructions sent to tank vessels agents/operators to ensure they are advised prior to vessel departure of California's Marine Invasive Species Act and implementing regulations pertinent to (1) ballast water management, and (2) biofouling management. Additionally, Phillips 66 will request that vessel operations provide documentation of compliance with regulatory requirements (e.g., copy of ballast water management forms and logs of hull husbandry cleaning/inspections).

(Cultural Mitigation Measure CUL-1) - Inadvertent Discovery of Archaeological Resources

23. Pursuant to CEQA Guidelines Section 15064.5(f), "provisions for historical or unique archaeological resources accidentally discovered during construction" shall be instituted. In the event that any cultural resources are discovered during ground-disturbing activities, all work within 100 feet of the find shall be halted and Phillips 66 shall consult with the County and a qualified archaeologist (as approved by the County) to assess the significance of the find pursuant to CEQA Guidelines Section 15064.5. If cultural resources are recovered on State lands, submerged or tidal lands, all work within 100 feet of the find shall be halted and Phillips 66 shall consult with the California State Lands Commission. If any find is determined to be significant, representatives of the County and the

qualified archaeologist would meet to determine the appropriate course of action.

Avoidance is always the preferred course of action for archaeological sites. In considering any suggestion proposed by the consulting archaeologist to reduce impacts to archaeological resources, the County would determine whether avoidance is feasible in light of factors such as the nature of the find, project design, costs, and other considerations. If avoidance is infeasible, other appropriate measures (e.g., data recovery, interpretation of finds in a public venue) would be instituted. Work may proceed on other parts of the Project site while mitigation for archaeological resources is carried out. All significant cultural materials recovered shall be, at the discretion of the consulting archaeologist, subject to scientific analysis, professional museum curation, and documented according to current professional standards.

(Cultural Mitigation Measure CUL-2) - Inadvertent Discovery of Human Remains

24. The treatment of human remains and associated or unassociated funerary objects discovered during any ground-disturbing activity shall comply with applicable state law. Project personnel shall be alerted to the possibility of encountering human remains during project implementation, and apprised of the proper procedures to follow in the event they are found. State law requires immediate notification of the County coroner, in the event of the coroner's determination that the human remains are Native American, notification of the California Native American Heritage Commission (NAHC), which would appoint a Most Likely Descendent (MLD) (PRC Section 5097.98). The MLD would make all reasonable efforts to develop an agreement for the treatment, with appropriate dignity, of human remains and associated or unassociated funerary objects (CEQA Guidelines Section 15064.5[d]).

The agreement shall take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects. The PRC allows 48 hours to reach agreement on these matters. If the MLD and the other parties do not agree on the treatment and disposition of the remains and funerary objects, Phillips 66 shall follow PRC Section 5097.98(b), which states that "the landowner or his or her authorized representative shall reinter the human remains and items

associated with Native American burials with appropriate dignity on the property in a location not subject to further subsurface disturbance.”

(Geology & Soils Mitigation Measure GEO-1) - Comply with Geotechnical Report

25. Phillips 66 shall comply with and implement all of the following measures designed to reduce potential substantial adverse effects resulting from strong seismic ground shaking:
- A California licensed geotechnical engineer or engineering geologist shall perform a comprehensive geotechnical investigation of all project facilities based on adequate subsurface exploration, laboratory testing of selected samples, and engineering/geologic analysis of the data gathered. The information shall be compiled and presented as a geotechnical report that provides an evaluation of potential seismic and geologic hazards, including secondary seismic ground failures, and other geologic hazards, such as landslides, expansive and corrosive soils, and provides current California Building Code seismic design parameters, along with providing specific standards and criteria for site grading, drainage, berm, and foundation design.
 - For construction requiring excavations, such as foundations, appropriate support and protection measures shall be implemented to maintain the stability of excavations and to protect construction worker safety. Where excavations are adjacent to existing structures, utilities, or other features that may be adversely affected by potential ground movements, bracing, underpinning, or other methods of support for the affected facilities shall be implemented.
 - Recommendations in the approved geotechnical report shall be incorporated into the design and construction specifications and shall be implemented during build-out of the project.
 - The project geotechnical engineer shall provide observation and testing services during grading and foundation-related work, and shall submit a grading completion report to the County prior to requesting the final inspection. This report shall provide full documentation of the geotechnical monitoring services provided during construction, including the testing results of the American Society for Testing and Materials. The Final Grading Report shall

also certify compliance of the as-built Project with the recommendations in the approved geotechnical report.

(Hazards and Water Quality Mitigation Measure HAZ-1) - Implement Release, Monitoring and Avoidance Systems

The following actions shall be completed by Phillips 66 prior to project operations, including the transitional phase, and shall include routine inspection, testing and maintenance of all equipment and systems conducted in accordance with manufacturers' recommendations and industry guidance for effective maintenance of critical equipment at the Marine Terminal. Feedstocks handled at the Marine Terminal are not regulated under the Lempert-Keene-Seastrand Oil Spill Prevention and Response Act (LKS Act) (e.g. renewable feedstocks such as soybean oil and tallow) and therefore not subject to OSPR oversight, and are also not subject to the California State Lands Commission (CSLC) oversight efforts (Marine Oil Terminal and Maintenance Standards (MOTEMS), Article 5, Article 5.3 and Article 5.5, depending on the materials handled). Yet materials may be detrimental to the environment if spilled. Regulated products (i.e. "Oil" and "Renewable Fuels" defined in Pub. Resources Code sec. 8750) will continue to be transferred at the Marine Terminal, which do require MOTEMS-compliant Terminal Operating Limits for those products that reside within the jurisdiction of the CSLC. To ensure that project operation continues to meet those standards, the following measures are required.

26. Applicability of MOTEMS, Article 5, 5.3, 5.5 and Spill Prevention Requirements.

As some materials transferred at the terminal may be feedstocks or other non-regulated materials/feedstocks/products, Phillips 66 shall comply with the Lempert-Keene-Seastrand Oil Spill Prevention and Response Act (LKS Act) for all vessels calling at the Marine Terminal regardless of feedstock/material type. In addition, MOTEMS operational regulations, as codified in Article 5. Marine Terminals Inspection and Monitoring (2CCR §2300 et seq), Article 5.3 Marine Terminals Personnel Training and Certification (2CCR §2540 et seq), and Article 5.5 Marine Terminals Oil Pipelines (2CCR §2560 et seq), including items such as static liquid pressure testing of pipelines, shall be implemented for all operations at the Marine Terminal regardless of feedstock/material type and LKS Act regulatory status.

Upon request, Phillips 66 shall provide evidence to relevant regulatory agencies that these facilities, operational response plans, and other

applicable measures have been inspected and approved by CSLC and OSPR and determined to be in compliance.

If terminal operations do not allow for regular compliance and inspection of LKS and MOTEMS requirements by the CSLC and OSPR, Phillips 66 shall employ a CSLC-approved third-party to provide oversight as needed to ensure the same level of compliance as a petroleum-handling facility, and to ensure maximum protection of the environment from potential spills and resulting impacts. Phillips 66 shall provide evidence of compliance upon request of relevant regulatory agencies.

27. Remote Release Systems

The Marine Terminal has a remote release system that can be activated from a single control panel or at each quick-release mooring hook set. The central control system can be switched on in case of an emergency necessitating a single release of all mooring lines. However, to further minimize the potential for accident releases the following is required:

- Provide and maintain mooring line quick release devices that shall have the ability to be activated within 60 seconds.
- These devices shall be capable of being engaged by electric/push button release mechanism and by integrated remotely-operated release system.
- Document procedures and training for systems use and communications between Marine Terminal and vessel operator(s).
- Routine inspection, testing and maintenance of all equipment and systems in accordance with manufacturers' recommendations and necessity, as well as guidance provided by SIGTTO/OCIMF 2008 "Jetty Maintenance and Inspection Guide" Section 2.3.1.1, 2.3.1.2 and 2.3.1.4, are required to ensure safety and reliability. The inspections, testing, and maintenance will be performed by Phillips 66 or its designated representatives.
- In consultation with the CSLC and prior to project operation, Phillips 66 shall provide a written evaluation of their existing equipment and provide recommendations for upgrading equipment to meet up-to-date best achievable technology standards and best industry practices, including but not limited to consideration of equipment updates and operational effectiveness (e.g. visual and audible alarm options, data display location and functionality, optional system features). Phillips 66 shall follow guidance provided by

SIGTTO/OCIMF 2008 "Jetty Maintenance and Inspection Guide"
Section 2.3.1.1, 2.3.1.2 and 2.3.1.4.

- Best achievable technology shall address:
 - Functionality - Controlled release of the mooring lines (i.e. a single control system where each line can be remotely released individually in a controlled order and succession) vs. release all (i.e. a single control system where all lines are released simultaneously via a single push button). See SIGTTO/OCIMF 2008 "Jetty Maintenance and Inspection Guide" Section 2.3.1.2.1.
 - Layout - The location(s) of the single control panel and/or central control system to validate that it is operationally manned such that the remote release systems can actually be activated within 60 seconds.

This measure would allow a vessel to leave the Marine Terminal as quickly as possible in the event of an emergency (fire, explosion, accident, or tsunami that could lead to a spill). In the event of a fire, tsunami, explosion, or other emergency, quick release of the mooring lines within 60 seconds would allow the vessel to quickly leave the Marine Terminal, which could help prevent damage to the Marine Terminal and vessel and avoid and/or minimize spills. This may also help isolate an emergency situation, such as a fire or explosion, from spreading between the Marine Terminal and vessel, thereby reducing spill potential. The above would only be performed in a situation where transfer connections were already removed and immediate release would not further endanger terminal, vessel and personnel.

28. Tension Monitoring Systems

- Provide and maintain Tension Monitoring Systems to effectively monitor all mooring line and environmental loads, and avoid excessive tension or slack line conditions that could result in damage to the Marine Terminal structure and/or equipment and/or vessel mooring line failures.
- Line tensions and environmental data shall be integrated into systems that record and relay all critical data in real time to the control room, Marine Terminal operator(s) and vessel operator(s).
- All systems data shall be required to be recorded and readily accessible to enable tasks such as: (1) verification that systems are routinely operated in compliance with the MM (e.g. vessels are

berthing within the MOTEMS compliant speed and angle requirements), and (2) post-event investigation and root-cause analysis (e.g. vessel allision during berthing).

- System shall include, but not be limited to, quick release hooks only (with load cells), site-specific current meter(s), site-specific anemometer(s), and visual and audible alarms that can support effective preset limits and shall be able to record and store monitoring data.
- Document procedures and training for systems use and communications between Marine Terminal and vessel operator(s).
- Routine inspection, testing and maintenance of all equipment and systems in accordance with manufacturers' recommendations and necessity, as well as guidance provided by SIGTTO/OCIMF 2008 "Jetty Maintenance and Inspection Guide" Section 2.3.1.1, 2.3.1.2 and 2.3.1.4, are required to ensure safety and reliability. The inspections, testing, and maintenance will be performed by Phillips 66 or its designated representatives.
- Install alternate technology that provides an equivalent level of protection.
- All systems data shall be required to be recorded and readily accessible to enable tasks such as: (1) verification that systems are routinely operated in compliance with the MM, and (2) post-event investigation and root-cause analysis.

The Marine Terminal is located in a high-velocity current area and currently has only limited devices to monitor mooring line strain and integrated environmental conditions. Updated MOTEMS Terminal Operating Limits (TOLs), including breasting and mooring, provide mooring requirements and operability limits that account for the conditions at the terminal. The upgrade to devices with monitoring capabilities can warn operators of the development of dangerous mooring situations, allowing time to take corrective action and minimize the potential for the parting of mooring lines, which can quickly escalate to the breaking of hose connections, the breakaway of a vessel, and/or other unsafe mooring conditions that could ultimately lead to a petroleum product spill. Backed up by an alarm system, real-time data monitoring and control room information would provide the Terminal

Person-In-Charge with immediate knowledge of whether safe operating limits of the moorings are being exceeded. Mooring adjustments can be then made to reduce the risk of damage and accidental conditions.

29. Allision Avoidance Systems

- Provide and maintain Allision Avoidance Systems (AASs) at the Marine Terminal to prevent damage to the pier/wharf and/or vessel during docking and berthing operations. Integrate AASs with Tension Monitoring Systems such that all data collected are available in the Control Room and to Marine Terminal operator(s) at all times and vessel operator(s) during berthing operations. The AASs shall also be able to record and store monitoring data.
- All systems data shall be required to be recorded and readily accessible to enable tasks such as: (1) verification that systems are routinely operated in compliance with the MM, and (2) post-event investigation and root-cause analysis (e.g. vessel allision during berthing).
- Document procedures and training for systems use and communications between Marine Terminal and vessel operator(s).
- Routine inspection, testing and maintenance of all equipment and systems in accordance with manufacturers' recommendations and necessity, as well as guidance provided by SIGTTO/OCIMF 2008 "Jetty Maintenance and Inspection Guide", are required to ensure safety and reliability. The inspections, testing, and maintenance will be performed by Phillips 66 or its designated representatives.
- Velocity monitoring equipment is required to monitor reduced berthing velocities until permanent MOTEMS-compliant corrective actions are implemented.
- The systems shall also be utilized to monitor for vessel motion (i.e. surge and sway) during breasting/mooring operations to ensure excessive surge and sway are not incurred.

The Marine Terminal has a continuously manned marine interface operation monitoring all aspects of the marine interface. The Automatic Identification System is monitored through TerminalSmart and provides a record of vessel movements. Pursuant to the CSLC January 26, 2022 letter entitled Phillips 66 (P66) Rodeo Marine Terminal – Review of New

September 2021 Mooring & Berthing Analyses and Terminal Operating Limits (TOLS), the single cone fenders shall not be used as the first point of contact during berthing operations. Therefore, all berthing operations shall utilize the double cone fenders. P66 shall incorporate TOL diagrams with landing point statements in the Terminal Information Booklet. For all vessels, a Phillips 66 Marine Advisor is in attendance and is in radio contact with the vessel master and pilot prior to berthing, reviewing initial contact point and then monitoring.

Excessive surge or sway of vessels (motion parallel or perpendicular to the wharf, respectively), and/or passing vessel forces may result in sudden shifts/redistribution of mooring forces through the mooring lines. This can quickly escalate to the failure of mooring lines, breaking of loading arm connections, the breakaway of a vessel, and/or other unsafe mooring conditions that could ultimately lead to a spill. Monitoring these factors will ensure that all vessels can safely berth at the Marine Terminal and comply with the standards required in the MOTEMS.

(Traffic/Transportation Mitigation Measure TRA-1) - Implement a Traffic Management Plan

30. Prior to issuance of grading and building permits, Phillips 66 shall submit a Traffic Management Plan for review and approval by the Contra Costa County Public Works Department. At a minimum the following shall be included:
- The Traffic Management Plan shall be prepared in accordance with the most current California Manual on Uniform Traffic Control Devices, and will be subject to periodic review by the Contra Costa County Public Works Department throughout the life of all construction and demolition phases.
 - Truck drivers shall be notified of and required to use the most direct route between the site and the freeway.
 - All site ingress and egress shall occur only at the main driveways to the project site.
 - Construction vehicles shall be monitored and controlled by flaggers.
 - If during periodic review the Contra Costa County Public Works Department, or the Department of Conservation and Development, determines the Traffic Management Plan requires modification,

Phillips 66 shall revise the Traffic Management Plan to meet the specifications of Contra Costa County to address any identified issues. This may include such actions as traffic signal modifications, staggered work hours, or other measures deemed appropriate by the Public Works Department.

- If required, Phillips 66 shall obtain the appropriate permits from Caltrans and the Contra Costa County Public Works Department for the movement of oversized or excessive load vehicles on state-administered highways or County maintained roads respectively.

(Tribal Cultural Resources Mitigation Measure TCR-1) - Awareness Training

31. A consultant and construction worker tribal cultural resources awareness brochure and training program for all personnel involved in project implementation shall be developed by Phillips 66 in coordination with interested Native American Tribes (i.e. Wilton Rancheria). The brochure will be distributed and the training will be conducted in coordination with qualified cultural resources specialists and Native American Representatives and Monitors from culturally affiliated Native American Tribes before any stages of project implementation and construction activities begin on the project site. The program will include relevant information regarding sensitive tribal cultural resources, including applicable regulations, protocols for avoidance, and consequences of violating state laws and regulations. The worker cultural resources awareness program will also describe appropriate avoidance and minimization measures for resources that have the potential to be located on the project site and will outline what to do and whom to contact if any potential archaeological resources or artifacts are encountered. The program will also underscore the requirement for confidentiality and culturally-appropriate treatment of any find of significance to Native Americans and behaviors, consistent with Native American Tribal values.

(Tribal Cultural Resources Mitigation Measure TCR-2) - Monitoring

32. To minimize the potential for destruction of or damage to existing or previously undiscovered burials, archaeological and tribal cultural resources and to identify any such resources at the earliest possible time during project-related earthmoving activities, Phillips 66 and its construction contractor(s) will implement the following measures:

- Paid Native American monitors from culturally affiliated Native American Tribes will be invited to monitor the vegetation grubbing, stripping, grading or other ground-disturbing activities in the project area to determine the presence or absence of any cultural resources. Native American representatives from cultural affiliated Native American Tribes act as a representative of their Tribal government and shall be consulted before any cultural studies or ground-disturbing activities begin.
- Native American representatives and Native American monitors have the authority to identify sites or objects of significance to Native Americans and to request that work be stopped, diverted or slowed if such sites or objects are identified within the direct impact area. Only a Native American representative can recommend appropriate treatment of such sites or objects.
- If buried cultural resources, such as chipped or ground stone, historic debris, building foundations, or bone, are discovered during ground-disturbing activities, work will stop in that area and within 100 feet of the find until an archaeologist who meets the Secretary of the Interior's qualification standards can assess the significance of the find and, if necessary, develop appropriate treatment measures in consultation with the California Department of Transportation, the State Historic Preservation Office, and other appropriate agencies. Appropriate treatment measures may include development of avoidance or protection methods, archaeological excavations to recover important information about the resource, research, or other actions determined during consultation.
- In accordance with the California Health and Safety Code, if human remains are uncovered during ground disturbing activities, the construction contractor or the County, or both, shall immediately halt potentially damaging excavation in the area of the burial and notify the County coroner and a qualified professional archaeologist to determine the nature of the remains. The coroner shall examine all discoveries of human remains within 48 hours of receiving notice of a discovery on private or state lands, in accordance with Section 7050(b) of the Health and Safety Code. If the coroner determines that the remains are those of a Native American, they shall contact the NAHC by phone within 24 hours of making that determination (Health and Safety Code Section 7050[c]). After the coroner's

findings are presented, the County, the archaeologist, and the NAHC-designated MLD shall determine the ultimate treatment and disposition of the remains and take appropriate steps to ensure that additional human interments are not disturbed.

(Tribal Cultural Resources Mitigation Measure TCR-3) - Inadvertent Discoveries

33. Phillips 66 shall develop a standard operating procedure, or ensure any existing procedure, to include points of contact, timeline and schedule for the project so all possible damages can be avoided or alternatives and cumulative impacts properly accessed.
34. If potential tribal cultural resources, archaeological resources, other cultural resources, articulated, or disarticulated human remains are discovered by Native American Representatives or Monitors from interested Native American Tribes, qualified cultural resources specialists or other Project personnel during construction activities, work will cease in the immediate vicinity of the find (based on the apparent distribution of cultural resources), whether or not a Native American Monitor from an interested Native American Tribe is present. A qualified cultural resources specialist and Native American Representatives and Monitors from culturally affiliated Native American Tribes will assess the significance of the find and make recommendations for further evaluation and treatment as necessary. These recommendations will be documented in the project record. For any recommendations made by interested Native American Tribes which are not implemented, a justification for why the recommendation was not followed will be provided in the project record.
35. If adverse impacts to tribal cultural resources, unique archeology, or other cultural resources occurs, then consultation with Wilton Rancheria regarding mitigation contained in the Public Resources Code sections 21084.3(a) and (b) and CEQA Guidelines section 15370 should occur, in order to coordinate for compensation for the impact by replacing or providing substitute resources or environments.
36. If cultural resources are recovered on State lands, submerged or tidal lands, all work within 100 feet of the find shall be halted and Phillips 66 shall consult with the California State Lands Commission.

(Tribal Cultural Resources Mitigation Measure TCR-4) - Avoidance and Preservation

37. Avoidance and preservation in place is the preferred manner of mitigating impacts to tribal cultural resources and shall be accomplished by several means, including:

- Planning construction to avoid tribal cultural resources, archaeological sites and/ or other resources; incorporating sites within parks, green-space or other open space; covering archaeological sites; deeding a site to a permanent conservation easement; or other preservation and protection methods agreeable to consulting parties and regulatory authorities with jurisdiction over the activity. Recommendations for avoidance of cultural resources will be reviewed by the CEQA lead agency representative, interested Native American Tribes and the appropriate agencies, in light of factors such as costs, logistics, feasibility, design, technology and social, cultural and environmental considerations, and the extent to which avoidance is consistent with project objectives. Avoidance and design alternatives may include realignment within the project area to avoid cultural resources, modification of the design to eliminate or reduce impacts to cultural resources or modification or realignment to avoid highly significant features within a cultural resource. Native American Representatives from interested Native American Tribes will be allowed to review and comment on these analyses and shall have the opportunity to meet with the CEQA lead agency representative and its representatives who have technical expertise to identify and recommend feasible avoidance and design alternatives, so that appropriate and feasible avoidance and design alternatives can be identified.
- If the resource can be avoided, the construction contractor(s), with paid Native American monitors from culturally affiliated Native American Tribes present, will install protective fencing outside the site boundary, including a buffer area, before construction restarts. The construction contractor(s) will maintain the protective fencing throughout construction to avoid the site during all remaining phases of construction. The area will be demarcated as an "Environmentally Sensitive Area." Native American representatives from interested Native American Tribes and the CEQA lead agency representative will also consult to develop measures for long term

management of the resource and routine operation and maintenance within culturally sensitive areas that retain resource integrity, including tribal cultural integrity, and including archaeological material, Traditional Cultural Properties and cultural landscapes, in accordance with state and federal guidance including National Register Bulletin 30 (Guidelines for Evaluating and Documenting Rural Historic Landscapes), Bulletin 36 (Guidelines for Evaluating and Registering Archaeological Properties), and Bulletin 38 (Guidelines for Evaluating and Documenting Traditional Cultural Properties); National Park Service Preservation Brief 36 (Protecting Cultural Landscapes: Planning, Treatment and Management of Historic Landscapes) and using the Advisory Council on Historic Preservation's Native American Traditional Cultural Landscapes Action Plan for further guidance. Use of temporary and permanent forms of protective fencing will be determined in consultation with Native American representatives from interested Native American Tribes.

CONDITIONS OF APPROVAL ADMINISTERED BY THE PUBLIC WORKS DEPARTMENT

Applicant shall comply with the requirements of Title 8, Title 9 and Title 10 of the Ordinance Code. Any exceptions must be stipulated in these Conditions of Approval. Conditions of Approval are based on the materials submitted to the Department of Conservation and Development on August 13, 2020.

COMPLY WITH THE FOLLOWING CONDITIONS OF APPROVAL PRIOR TO ISSUANCE OF A BUILDING PERMIT.

General Requirements

38. Improvement plans prepared by a registered civil engineer shall be submitted, if necessary, to the Public Works Department, Engineering Services Division, along with review and inspection fees, and security for all improvements required by the Ordinance Code for the conditions of approval of this permit. Any necessary traffic signing and striping shall be included in the improvement plans for review by the Transportation Engineering Division of the Public Works Department.

Roadway Improvements (Frontage/Off-Site)

39. Any cracked and displaced curb, gutter, and sidewalk shall be removed and replaced along the project frontage of San Pablo Avenue. Concrete shall be saw-cut prior to removal. Existing lines and grade shall be maintained. New curb and gutter shall be doveled into existing improvements. (See Mitigation Measure TRA-1 above.)

Access to Adjoining Property

40. Encroachment Permit

- Applicant shall obtain an encroachment permit from the Public Works Department, if necessary, for Traffic Control and signal optimization within the right-of-way of San Pablo Avenue and Cummings Skyway.
- Applicant shall obtain an encroachment permit from Caltrans for Traffic Control within the State right-of-way.
- Applicant shall obtain an encroachment permit from the City of Hercules for Traffic Control within the City right-of-way.

41. Site Access - Applicant shall only be permitted access at the locations shown on the approved site/development plan.

Construction

42. Prior to the start of construction-related activities, the applicant shall prepare a Traffic Control Plan (TCP), including a haul route, for the review and approval of the Public Works Department.
43. Applicant shall survey the pavement condition on San Pablo Avenue and Cummings Skyway prior to the commencement of any work on site, with Public Works Department approval. The survey shall include a photo/video of the roadways. Applicant shall complete any remedial work prior to initiation of use; OR, provide a bonded agreement assuring completion of the remedial work.
44. Applicant shall provide a pavement analysis for those roads along the proposed haul route or any alternate route(s) that are proposed to be utilized by the hauling operation. This study shall analyze the existing pavement conditions, and determine what impact the hauling operation

will have over the life of the project. The study shall provide recommendations to mitigate identified impacts.

ADVISORY NOTES

ADVISORY NOTES ARE NOT CONDITIONS OF APPROVAL; THEY ARE PROVIDED TO ALERT THE APPLICANT TO ADDITIONAL ORDINANCES, STATUTES, AND LEGAL REQUIREMENTS OF THE COUNTY AND OTHER PUBLIC AGENCIES THAT MAY BE APPLICABLE TO THIS PROJECT.

- A. NOTICE OF OPPORTUNITY TO PROTEST FEES, ASSESSMENTS, DEDICATIONS, RESERVATIONS OR OTHER EXACTIONS PERTAINING TO THE APPROVAL OF THIS PERMIT.

Pursuant to California Government Code Section 66000, et seq., the applicant has the opportunity to protest fees, dedications, reservations or exactions required as part of this project approval. To be valid, a protest must be in writing pursuant to Government Code Section 66020 and must be delivered to the Community Development Division within a 90-day period that begins on the date that this project is approved. If the 90th day falls on a day that the Community Development Division is closed, then the protest must be submitted by the end of the next business day.

- B. Additional requirements may be imposed by the following agencies and departments; the applicant is strongly encouraged to review these agencies' requirements prior to continuing with the project:

- Contra Costa County, Building Inspection Division
- Contra Costa County, Public Works Department
- Rodeo-Hercules Fire Protection District
- Contra Costa County, Health Services, Hazmat
- Bay Area Air Quality Management District
- Regional Water Quality Control Board
- California Department of Fish and Wildlife
- California Department of Transportation
- East Bay Municipal Utility District
- Pacific Gas and Electric Company
- San Francisco Bay Conservation and Development Commission
- California State Lands Commission

- C. The applicant will need to comply with the requirements of the Bridge/Thoroughfare Fee Ordinance for the Hercules/Rodeo/Crockett and West Contra Costa Transpiration Advisory Committee Areas of Benefit as adopted by the Board of Supervisors. The fee shall be paid prior to initiation of use.

Attachment: Appendix A

APPENDIX A**GUARANTEE**

*Shall be on guarantor's letterhead stationery. It shall
also contain original signature of Guarantor*

[TITLE]
[AGENCY]
[ADDRESS]

Guarantee made this _____ Date _____ by _____ Name of Guaranteeing Entity _____, a business entity organized under the laws of _____ Insert Name of State _____, herein referred to as Guarantor, to the [AGENCY (Contra Costa County)] obligee on behalf of _____ Applicant _____ of _____ Business Address _____.

Recitals

1. Guarantor meets or exceeds the financial means test criteria for guarantors, which means that Guarantor shall have:
 - a. A current rating for its most recent bond issuance of AAA, AA, A, or BBB issued by Standard and Poor's or Aaa, Aa, A or Baa as issued by Moody's; and
 - b. Tangible net worth each at least six times the amount of the current cost estimate to be demonstrated by the test; and
 - c. Tangible net worth of at least \$15 million; and
 - d. Assets located in the United States amounting to at least 90 percent of its total assets or at least six times the amount of the current cost estimate to be demonstrated by the test.
2. Guarantor is a parent corporation of the _____ Applicant _____; ☐ is a firm whose parent corporation, _____ Corporate Parent _____, is also the parent corporation of _____ Operator _____; or ☐ engages in a substantial business relationship with _____ Applicant _____ and is issuing this guarantee as an act incident to that business relationship.
3. _____ Applicant _____ has developed a Demolition and Site Clean-up Work Plan as required by the [SPECIFY LAND USE PERMIT].
4. [Insert appropriate phrase: "On behalf of our subsidiary" (if guarantor is a parent corporation of the Applicant); "On behalf of our affiliate" (if guarantor is a firm whose parent corporation is also the parent corporation of the Applicant); or "Incident to our business relationship with" (if guarantor is providing guarantee as an incident to a substantial business relationship with the Applicant)] _____ Applicant _____. Guarantor guarantees to Contra Costa County that in the event that _____ Applicant _____ fails to perform activities identified in the Demolition and Site Clean-up Work Plan whenever required to do so, Guarantor shall do so.
5. Guarantor agrees that if at any time during or at the end of any fiscal year before termination of this guarantee the Guarantor fails to meet the financial means test criteria, Guarantor shall send within 90 days, by either registered or certified mail, notice to Contra Costa County, and the _____ Applicant _____, of such failure and that he or she intends to provide alternate financial assurance, including without limitation surety bond, letter of credit, insurance or trust fund, as applicable, in the name of _____ Applicant _____ if the _____ Applicant _____ fails to obtain such assurance. Within 120 days after the end of such fiscal year or other occurrence, Guarantor shall establish such alternate financial assurance in the name of _____ Applicant _____ in the amount of the applicable current cost estimate, unless _____ Applicant _____ has done so.
6. Guarantor agrees to notify Contra Costa County, and the _____ Applicant _____, by either registered or certified mail of a voluntary or involuntary proceeding under the Bankruptcy Code, 11 U.S.C. Sections 101-1330, naming Guarantor as debtor within ten days after commencement of the proceeding.
7. Guarantor agrees to remain bound under this guarantee notwithstanding amendment or modification of the Demolition and Site Clean-up Work Plan.

8. Guarantor agrees to remain bound under this guarantee for so long as _____ Applicant _____ must comply with the applicable financial assurance requirements in the Land Use Permit, except that Guarantor may cancel this guarantee by sending notice by registered or certified mail to Contra Costa County, and the _____ Applicant _____. Such cancellation shall become effective no earlier than 120 days after receipt of such notice by Contra Costa County, and the _____ Applicant _____, as evidenced by the return receipts.

11. Guarantor agrees that if _____ Applicant _____ fails to provide alternate financial assurance, including without limitation surety bond, letter of credit, insurance or trust fund, as applicable, within 90 days after a notice of cancellation by Guarantor is received from Guarantor by Contra Costa County, and the _____ Applicant _____, Guarantor shall provide such alternate financial assurance in the name of _____ Applicant _____ in the amount of the applicable current cost estimate.

12. Guarantor expressly waives notice of acceptance of this guarantee by Contra Costa County, or the Applicant _____. Guarantor also expressly waives notice of amendments or modifications of the Demolition and Site Clean-up Work Plan.

The parties below certify that this document is being executed in accordance with the requirements of the Contra Costa County land use permit.

Effective date: _____

_____	Name of Guarantor
_____	Authorized Signature of Guarantor
➤	
_____	Typed or Printed Name of Person Signing
_____	Title and Phone Number of Person Signing
➤	
_____	Signature of Witness or Notary and Seal

Privacy Statement

The Information Practices Act (California Civil Code Section 1798.17) and the Federal Privacy Act (5 U.S.C. 552a(e)(3)) require that this notice be provided when collecting personal information from individuals.

AGENCY REQUESTING INFORMATION: *California Department of Resources Recycling and Recovery (CalRecycle).*

UNIT RESPONSIBLE FOR MAINTENANCE OF FORM: Financial Assurances Section, California Department of Resources Recycling and Recovery (CalRecycle), 1001 I Street, P.O. Box 4025, Sacramento, California 95812-4025. Contact the Manager, Financial Assurances Section, at (916) 341-6000.

AUTHORITY: *Public Resources Code section 43600 et seq.*

PURPOSE: *The information provided will be used to verify adequate financial assurance of solid waste disposal facilities listed.*

REQUIREMENT: *Completion of this form is mandatory. The consequence of not completing this form is denial or revocation of a permit to operate a solid waste disposal facility.*

OTHER INFORMATION: *After review of this document, you may be requested to provide additional information regarding the acceptability of this mechanism.*

ACCESS: *Information provided in this form may be provided to the U.S. Environmental Protection Agency, State Attorney General, Air Resources Board, California Department of Toxic Substances Control, Energy Resources Conservation and Development Commission, Water Resources Control Board, and California Regional Water Quality Control Boards. For more information or*

access to your records, contact the California Department of Resources Recycling and Recovery (CalRecycle) , 1001 I Street, P.O. Box 4025, Sacramento, California 95812-4025, (916) 341-6000.