

WORLD LOGISTICS CENTER SETTLEMENT AGREEMENT TERMS & CONDITIONS

PARTIES

Environmental Organizations:

- Center for Community Action and Environmental Justice
- Center for Biological Diversity
- Coalition for Clean Air
- Sierra Club
- San Bernardino Valley Audubon Society

Highland Fairview:

- Highland Fairview Properties
- HF Properties
- Sunnymead Properties
- Theodore Properties Partners
- 13451 Theodore, LLC
- HL Property Partners

SETTLEMENT TERMS & CONDITIONS

A. Greenhouse Gas Emissions and Air Quality

1. Heavy Duty Truck Grants.

- WLC will provide funding for 500 grants for the purchase of Class 8 heavy duty electric trucks. The program shall prioritize applicants who will use the trucks in Moreno Valley and along the Highway 60 corridor, and will give special priority for drayage trucks that will be used in Moreno Valley and along the Highway 60 corridor. The grants will be phased proportionately with buildout of the first 35 million square feet of the project.
- The heavy duty truck grants will include the following two conditions: (1) a prohibition on the resale of the electric truck to an entity that will operate trucks outside of California; and (2) 85% of the mileage must occur in the SCAQMD region.
- To be enforced using a geo-fencing electronic system on each truck.

2. Medium Duty Truck Grants.

- WLC will provide up to 60 grants for the purchase of Class 4 through Class 7 medium duty trucks. The program will prioritize (i) applicants who will use the trucks in Moreno Valley and along the Highway 60 corridor and (ii) Class 6 and 7 trucks. Only if there is no demand for the Class 6 and 7 truck classes shall grants be provided to Class 4

and 5 trucks with priority provided to Class 5 trucks over Class 4 trucks. The grants will be phased proportionately with buildout of the first 20 million square feet of the project.

- These medium duty truck grants will include the following two conditions: (1) a prohibition on the resale of the electric truck to an entity that will operate trucks outside of California; and (2) 85% of the mileage must occur in the SCAQMD region.
- To be enforced using a geo-fencing electronic system on each truck.

3. Local Delivery Truck Grants.

- WLC will provide up to 120 grants for WLC tenants to purchase light-duty delivery vehicles (generally referred to Class 1, 2, and 3 trucks) for use for deliveries in Moreno Valley and the immediately proximate area. The program will prioritize (i) tenant applicants whose buildings are located closest to residential areas and (ii) the highest class of Class 1, 2, and 3 trucks and vehicles for which there is demand.
- The grants will be phased proportionately with buildout of the first 20 million square feet of the project.
- These local delivery grants will include a condition that 50% of the mileage must occur in Moreno Valley and the Highway 60 corridor.
- To be enforced using a geo-fencing electronic system on each truck.

4. Local Community Passenger Vehicle & Zero Emission Transportation Grants.

- WLC shall (1) fund a \$1,100,000 community clean vehicle grant program that will provide up to 1,000 \$1,000 electric vehicle car grants to Moreno Valley residents and/or (2) fund other programs to advance zero emission transportation.
- Car grants for Moreno Valley residents shall be prioritized to households earning not more than 150% of the Area Median Income, as calculated by the U.S. Department of Housing and Urban Development.
- The grants will be phased proportionately with buildout of the first 20 million square feet of development of the project.

5. Electric Vehicle Advocacy Fund.

- Upon the commencement of grading within the Specific Plan area, WLC shall pay \$300,000 to a mutually agreeable third-party entity selected by Petitioners to provide outreach, education, and training on zero-emissions vehicles and maintenance, with a focus on educating and training Moreno Valley residents about the electric truck and car programs provided for under the Settlement Agreement.

6. Maximize Onsite Solar.

At a minimum, WLC shall do the following:

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- WLC shall install the maximum amount of on-site rooftop solar generation permitted under the existing Moreno Valley Utility ordinance and other applicable law.
- If the existing Moreno Valley Utility ordinance is amended to allow additional onsite rooftop solar generation, and if that additional generation is approved by the Moreno Valley Utility and Southern California Edison and is allowed by other applicable law, then WLC shall install additional on-site rooftop solar generation at a cost of at least \$1,650 per 10,000 square feet of warehouse floor area.

7. Solar Advocacy Fund.

- Upon the commencement of grading within the Specific Plan area, WLC shall provide \$300,000 to a third-party, non-profit advocacy group or foundation that Petitioners shall select to advocate for a regional approach to encourage solar power generation and protect desert resources and greenfields.

8. Lower Carbon Hydrogen Available Onsite.

- If available under commercially reasonable terms, WLC will make available to tenants hydrogen fuel with a carbon intensity (CI) score of 50 or less. Hydrogen fuel will be made available upon the issuance of certificates of occupancy for 15 million square feet of logistics warehousing, or earlier, provided there is sufficient demand at that time to allow for a break-even price point or higher after the return of capital costs and ongoing operational expenses for the initial 5 years of operation, with a commercially reasonable income thereafter.

9. Onsite EV chargers.

- WLC will provide 1,000 Level 1 chargers in WLC parking lots, phased proportionately with project buildout, and will ensure that they function properly for at least 15 years from their dates of installation.
- WLC will provide 80 Level 2 chargers in WLC parking lots with two ports per charger (for a total of at least 160 ports), phased proportionately with project buildout, and will ensure that they function properly for at least 15 years from their dates of installation.
- WLC shall install signage at each EV parking space stating that the parking space is for EVs only and improperly parked vehicles will be towed.

10. Electrification/No Diesel/Alternative Fuels.

- At least 90% of all forklifts must be powered by electricity, hydrogen, or non-fossil zero-emission fuels. No forklift may be powered by diesel fuels.
- 90% of all handheld landscaping equipment (e.g., leaf blowers, hedge trimmers, weed whackers, etc.) shall be electric or meet most current CARB standard within five years of the standard's implementation, to be enforced by including this requirement in all service contracts.

- Hot water heaters for office and bathrooms shall be powered either through solar cells mounted on the roofs of the buildings or solar-generated electricity.
- Only electric appliances shall be used in building office areas (e.g., electric stoves).
- Diesel powered generators will be prohibited unless necessary due to emergency situations or constrained supply.
- All “yard goats,” yard trucks, and hostlers will be powered by electricity or a non-diesel alternative.

11. Auxiliary Power Unit (APU).

- All truck idling shall be limited to no more than 5 minutes.
- Each warehouse building shall provide an on-site air-conditioned lounge with a vending machine(s), a seating area, restrooms, workstations, shower facilities, and a television. The lounge shall be regularly maintained, cleaned, and stocked.
- WLC shall provide at least one APU plug-in for every 35 dock doors at multiple locations within the Specific Plan area where trucks park.
- Signage shall be provided in English and Spanish identifying where such APU plug-ins are located.

12. Warehouse Construction.

- WLC shall construct all warehouse buildings to achieve at least LEED Silver Certification for core and shell. If the WLC seeks to advertise a building as having LEED Silver Certification, it shall apply for certification. If certification is granted, notice shall be provided to Petitioners.
- Warehouse roof areas not covered by solar panels shall be constructed with materials with an initial installation Solar Reflective Index Value of not less than 39.

13. Cold Storage.

- All transport refrigeration units (TRUs) shall have electric plug-ins and electrical hookups shall be provided at all TRU loading docks.
- WLC shall notify petitioners in writing before filing any applications for cold storage in warehouses.

14. Construction Emissions/Dust.

- All construction equipment shall meet or be cleaner than Tier 4 standards, except if the construction contractor certifies that it is not feasible to use exclusively Tier 4 equipment due to limited availability.

- In all events, at least 80% of construction equipment shall meet or be cleaner than Tier 4 standards for the life of the project's construction.
- In the event that diesel-powered construction equipment becomes available (1) with improved emission control devices that reduce particulate matter emissions, including fine particulate matter, and reduces NOx emissions, (2) at commercially reasonable prices, and (3) in sufficient quantities to be reasonably available, then WLC shall use such construction equipment.
- No diesel-powered portable generators shall be used, unless necessary due to emergency situations or constrained supply.
- No idling longer than five minutes shall be permitted.

Biological Resources:

1. Lighting Program.

- Must reduce light and glare to maximum extent practicable.
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- Must implement a campus-wide lighting program in compliance with International Dark Sky Association standards with at least the following measures (except where doing so would violate safety requirements or federal, state, City or county governmental regulations; provided, however, that if doing so would violate such requirements or regulations, then WLC shall consult with Petitioners and, should Petitioners so decide, WLC and Petitioners shall cooperate to attempt to persuade the decision maker to allow the lighting program described below)
 - Light color of all exterior lighting, including street lights, shall be 2,700 Kelvin.
 - Limit the heights of all freestanding and wall-mounted lights to 20 feet within 1,500 feet of the San Jacinto Wildlife Area ("SJWA").
 - Dimmers to 25% output after sundown when no motion detected for ten minutes, subject to City approval, which approval WLC shall request.
 - Motion sensors on all interior lighting shall be installed consistent with applicable Title 24 regulations.
 - Require darker colored paint (Pantone 7501C) on all exterior building walls within 1,000 feet of the SJWA property line and visible from the SJWA to reduce glare.
 - Plant trees within setback area to reduce glare to SJWA.
 - Install full cut-off luminaries on buildings and poles. Installation of automatic blinds on office windows visible from the SJWA within 1,500 feet of the SJWA edge that automatically close within 20 minutes after sunset and open within 20 minutes of sunrise.
 - Truck head lights shall be turned off within five minutes of truck parking.
 - All construction lighting shall be shielded and directed away from the project's property lines.

2. SJWA Setback Area & Additional SJWA Protections.

- Warehouse buildings shall be no closer than 450 feet from the southern boundary with SJWA, as depicted by the red line in the Setback exhibit.
- Truck yards shall be no closer than 350 feet from the southern boundary with SJWA, as depicted by the yellow line in the attached graphic.
 - No buildings, truck courts, loading areas, parking, truck circulation areas, or truck or trailer storage, shall be permitted within the 350-foot setback area.
 - Only landscaping, drainage facilities, and underground utilities shall be permitted. Emergency access and maintenance access shall also be permitted.
 - The SJWA setback area shall be subject to an open space deed restriction that limits uses within the 350-foot setback area to only landscaping, drainage facilities, underground utilities, emergency access, and maintenance access.
 - No lighting shall be located in the 350-foot setback.
- No wall or fence shall be installed along the project's property line with the SJWA, unless required by California Department of Fish and Wildlife or other governmental authority.
- All portions of truck yards visible from the SJWA, including those truck yards adjacent to the SDG&E Moreno Compressor Station, shall be shielded by a wall or walls at least 14 feet high, if the City so permits under the Specific Plan, which permission WLC shall in good faith seek. In no event shall such walls be lower than 12 feet high.
- WLC shall plant landscaping and design detention basins in the SJWA special edge treatment area so as to soften the southern appearance of truck yard screen walls by planting at least 50% of all trees at 24" box in size.
 - Detention basins within the SJWA special edge treatment shall be designed and built no larger than necessary to handle the Specific Plan area's estimated storm water flow.
 - Landscaping within the SJWA special edge treatment area shall be substantially consistent with conceptual design set forth in the Specific Plan at pages 4-25 and 4-26.
 - Plant only low-biogenic and native vegetation in SJWA special edge treatment area.
 - At least 50% of trees within the 350-foot setback area shall be evergreen trees.
 - At least 50% of trees within the 350-foot setback area shall be native to Southern California.
- No ornamental grasses shall be installed in the Specific Plan area. Only grasses, shrubs, or sub-shrubs listed in section 5.4.4 of the Specific Plan, which are all native grasses, shall be planted within the Specific Plan area.
- Invasive, non-native grasses, shrubs, and sub-shrubs shall be removed from the Specific Plan area's developed portions as part of the WLC's regular landscaping services.
- All leases shall inform tenants within 1,000 feet of the SJWA edge that the project is adjacent to the SJWA, which permits hunting.
- Permanent signage in English and Spanish shall be installed within 450 feet of the SJWA stating that such area is within 450 feet of an area that permits hunting.

3. SJWA Conservation Fund.

- Upon the issuance of a building permit for a warehouse building south of Alessandro Blvd., WLC shall fund a \$4 million account for (i) land acquisition efforts to augment the SJWA, (ii) SJWA conservation efforts, (iii) wildlife corridor crossings on Gilman Springs Road, (iv) facilitating native plantings, (v) plant management, (vi) other conservation efforts, or (vii) administration of such funds.
- The funds shall be managed by a third-party, non-profit entity or foundation chosen by Petitioner Parties.

4. SDG&E Moreno Compressor Station Shielding.

- Landscaping.
 - Prior to the issuance of a certificate of occupancy for a warehouse building south of Alessandro Blvd. and north of the SDG&E Moreno Compressor Station, landscaping that substantially blocks vehicle lights shall be installed and maintained around the project's western, northern, and eastern property line abutting the SDG&E Moreno Compressor Station.
- Fencing.
 - Prior to the issuance of a certificate of occupancy for a warehouse building south of Alessandro Blvd., ten foot tall fencing with metal mesh installed below and above ground level to prevent animals from moving between the SDG&E Compressor Station and SJWA shall be installed and maintained around the western, northern, and eastern property line abutting the SDG&E Moreno Compressor Station.

5. Davis Road.

- WLC shall support efforts to keep Davis Road closed north of the SJWA, as shown on the attached map, including the placement of a gate near Alessandro Blvd. No access from the north via Davis Road for the property located at 16200 Davis Road shall be requested. See Attachment B, Exhibit 2 – Horse Ranch Exhibit.

6. WLC Open Space Area (Planning Area 30).

- WLC shall not build any buildings within Planning Area 30. WLC shall provide notice of any property transfer or proposed activity within Planning Area 30 within 30 days of such transfer or formal proposed activity.
- Prior to the issuance of a certificate of occupancy for any warehouse building adjacent to Planning Area 30, a wall at least 14 feet high, if the City so permits, which approval WLC shall in good faith request, shall be constructed along the warehouse building's southern edge. In no event shall such wall be lower than 12 feet high.

7. SJWA Boundary & Setbacks.

- For purposes of this Agreement, SJWA boundary shall mean SJWA's boundaries as they exist as of the Effective Date of the Agreement.
- All setback obligations from the SJWA shall be as shown on the following attachment. See Attachment B, Exhibit 1 – Setback.

Community Benefits:

1. Berms/Screening Before Warehouse Construction.

- The berms to be installed along Redlands Blvd. and Merwin St. shall be completed before the construction of any warehouses within 1,000 feet of Redlands Blvd. or Merwin St.
- Either the berm to be installed along Bay St. or a temporary barrier sufficient to substantially screen warehouse construction activities shall be completed before the construction of any warehouses within 1,000 feet of Bay St.

2. Setbacks From residentially zoned property.

- Buildings shall be set back at least 290 feet measured from the nearest existing City residential zoning boundary (which is currently the centerline of Redlands Blvd., Bay Ave., and Merwin St.). Notwithstanding the foregoing, buildings of no more than 45 feet in height, as measured pursuant to the Specific Plan, shall be setback at least 250 feet from the nearest existing City residential zoning boundary.

3. Landscaping/Screening.

- Merwin St. Berm:
 - WLC will install a berm and landscaped area on the east side of Merwin St. similar to that to be installed on Redlands Blvd. to screen future buildings and development as viewed from Merwin St.
- Enhancements to Berm:
 - The property's Western Edge, as defined by the Specific Plan and as shown in Specific Plan Exhibit 4-1, when viewed from the western side of Redlands Boulevard and Merwin Street and the southern side of Bay Avenue, shall be developed to screen future buildings with walls, berms, and/or landscaping as follows.
 - For a minimum of 25% of the linear length of the berms, the entirety of the buildings and roof mounted equipment behind the berms shall be substantially screened by walls, berms, and/or landscaping at maturity at all times of the year. "Substantially screened" means that while there might be some view of the buildings looking through the foliage, the buildings will be mostly obscured from view.

- For a minimum of 25% of the linear length of the berms, all but the top five feet of the buildings and roof mounted equipment behind the berms shall be substantially screened by walls, berms, and/or landscaping at maturity at all times of the year.
- For the remaining 50% or less of the linear length of the berms, all but the top fifteen feet of the buildings and roof mounted equipment behind the berms shall be substantially screened by walls, berms, and/or landscaping at maturity at all times of the year.
- In the event the above levels of screening on the Western Edge are not achieved within 15 years of landscaping's installation, WLC shall do supplemental planting to meet the above levels of screening.
- Larger Trees than the Specific Plan Requires:
 - WLC will plant larger trees within the Specific Plan's Western Edge, as follows: 50% of all trees to be 24" box.
- Evergreen Trees:
 - Western Edge - Evergreen trees shall constitute 85% of all 24" box trees planted within the Specific Plan's Western Edge.
 - Specific Plan Campus - Evergreen trees shall constitute 50% of all trees planted within the WLC. For purposes of defining evergreen trees, deciduous trees that behave like evergreen trees in the Southern California climate shall be considered evergreen trees.
- **Varied Appearance:**
 - Landscaping on the Western Edge shall avoid a linear appearance through implementation of the following measures:
 - Trees shall be planted at varied depths from the World Logistic Center's property line so that they do not create a uniform and linear appearance and create a layering effect as viewed from adjacent streets so as to maximize screening of World Logistic Center buildings;
 - Consistent with layering effect, larger evergreen trees shall be concentrated towards the top of the berms to maximize screening;
 - To the extent practicable, berm contours shall vary and accent elements, such as boulders, shall be placed on berm slopes facing adjacent streets to create visual interest; and
 - Trees within the Western Edge shall be maintained in their natural form and shape with minimal pruning.
- **Dead trees shall be promptly removed and replaced with similar type trees.**

- **Use of palm trees shall be limited to accent areas only.**
- **Plant trees in the parking areas that are capable of achieving 50% shading within ten years.**
- **Use concrete for parking lots with concrete having a solar reflective index of no less than 30.**

4. Architectural Design

- Screen all rooftop equipment: (i) visible from any existing residential homes within 1,000 feet of the property's Western Edge; or (ii) within 1,000 feet of the San Jacinto Wildlife Area ("SJWA"). Rooftop equipment shall be screened using the building's parapet wall or other architectural element that appears to be or is an integral part of the building.
- No portion of any building that is closer than 600 feet to the centerline of Redlands Blvd., Bay Ave., or Merwin St. shall exceed 60 feet in height (portions that are farther away may exceed 60 feet in height).
- For warehouse buildings abutting the Western Edge that are not substantially screened, the rooflines shall be designed to avoid long linear flat walls through the incorporation of architectural features like breaks, wall offsets, height variations, and/or accent features.

5. Homeowner or Resident Reimbursements

- **Air Filtration System Reimbursement Program.**
 - WLC shall pay 90% of the costs of purchasing and installing non-portable air filtration systems ("Air Filtration System Reimbursement Program"), including any necessitated HVAC modification, which cost shall not exceed \$25,000 per home, as follows.
 - The home is an eligible home as shown on the attached map. See Attachment C, Exhibit 1 – Filter Overview Map.
 - The homeowner or resident requests payment within five years of the commencement of grading or commencement of construction of a warehouse building within 2,000 feet of such homes.
 - In the event a property owner or resident has a household income less than 80% of the Area Median Income as determined by the Department of Housing and Urban Development, WLC shall pay 100% of the cost of the air filtration system up to \$25,000.
 - The project shall mail notice via registered or certified mail of the Air Filtration System Reimbursement Program to Petitioners and to residents and property

owners of record of the qualified homes prior to the issuance of the project's first grading or building permit within 2,000 feet of the homes and annually thereafter for four years. The notice shall identify the exact date when the five-year period starts and ends. Proof of mailing shall be provided to Petitioners. The project's website shall also include notice of the Air Filtration System Reimbursement Program during the program's five-year term, including identifying which homes have started the five year window and when it ends.

- The homeowner or resident may select and contract with a contractor or installer of the homeowner's or resident's choice.
- **Noise Insulation Reimbursement Program.**
 - WLC shall pay 90% of the costs of purchasing and installing noise insulation measures ("Noise Insulation Reimbursement Program"), which cost shall not exceed \$10,000 per home, as follows.
 - The home is an eligible home as shown on the attached map. See Attachment C, Exhibit 2 – Sound Proofing Overview Map.
 - The homeowner or resident requests payment under the Noise Insulation Reimbursement Program within five years of the commencement of grading or commencement of construction of a warehouse building within 2,000 feet of such homes.
 - The project shall mail via registered or certified mail notice of the Noise Insulation Reimbursement Program to Petitioners and to residents and property owners of record of the qualified homes at least 60 days before the issuance of the project's first grading or building permit within 2,000 feet of the homes and annually thereafter for four years. The project's website shall also include notice of the Noise Insulation Reimbursement Program during the program's five-year term, including identifying which homes have started the five year window and when it ends.
 - The homeowner or resident may select and contract with a contractor or installer of the homeowner's or resident's choice.
 - In the event a property owner or resident has a household income less than 80% of the Area Median Income as determined by the Department of Housing and Urban Development, WLC shall pay 100% of the cost of the noise insulation measures up to \$10,000.
- **Exterior Pressure Washing Reimbursement.**
 - Due to possible dust during grading, WLC shall reimburse each homeowner for exterior pressure washings of the first two rows of homes on the west side of Redlands Blvd., south side of Bay Ave., and west side of Merwin St. up to \$500 per house.

6. Additional Homeowner Outreach.

- Petitioners are free to engage in their own homeowner notification, outreach and efforts to maximize awareness and success of the air filtration, noise insulation, and power washing programs, either directly or through a contractor or third party nonprofit.
- WLC shall provide funds of up to \$120,000 to a designated nonprofit or foundation selected by Petitioners upon the issuance of the Project's first grading or building permit for work within 2,000 feet of any home identified in sections 5(a)(i)(1) and 5(b)(i)(1).
- WLC will annually notify Petitioners of how many and which homes have used this program. Petitioners may also request this information, and the WLC shall provide it within 30 days.
- WLC shall also notify Petitioners of any rejected requests under the air filtration, noise mitigation, and/or pressure washing program for any home with a rationale for the rejection within 30 days of such rejection.
- Any unused funds from this \$120,000 may be directed to other philanthropic activities to benefit the City of Moreno Valley if any funds remain after the expiration of the reimbursement programs.

7. Noise

- **Project Operations.**
 - All portions of truck yards that are visible from Redlands Blvd., Merwin St., Bay Avenue and the SJWA shall be shielded by walls at least 14 feet high, if the City so permits. WLC shall apply for an administrative variance pursuant to Specific Plan section 11.3.3.1, if necessary, and make a good-faith effort to seek permission to install these 14-foot high walls. In no event shall such walls be lower than 12 feet high.
 - All portions of truck circulation drive aisles that are visible from any existing home within 1,000 feet of the Specific Plan's Western Edge shall be shielded by walls at least 14 feet high, if the City so permits. WLC shall apply for an administrative variance pursuant to Specific Plan section 11.3.3.1, if necessary, and make a good-faith effort to seek permission to install such 14-foot high walls. In no event shall such walls be lower than 12 feet high.
 - No exterior mechanical building equipment generating noise levels above 50 dBA CNEL measured at the property line of each of the homes located West of Redlands Blvd., south of Bay Ave., and west of Merwin St. shall be installed, absent the written consent of such affected homeowner.
 - Buildings located between E Street and Redlands Blvd. or 500 feet east of Merwin St. shall not have loading docks or parking areas facing residential home frontage

on Redlands Blvd. or Merwin St., as shown on attached map in red. See Attachment C, Exhibit 3 – Map for No Docks Facing Existing Homes.

- Prohibit outdoor loading activities within 1,000 feet of any existing home between 9:00 p.m. to 6:00 a.m. if noise levels exceed 50 dBA CNEL measured at the property line of each such home located West of Redlands Blvd., south of Bay Ave., and west of Merwin St., absent the written consent of such affected homeowner or resident.
- No outdoor speakers that exceed 45 dBA Leq measured at the property line of any existing home between 7:00 p.m. and 7:00 a.m. within 1,500 feet of any residential property fronting Redlands Blvd., Merwin St., and Bay Ave. except in the event of an emergency, absent the written consent of such affected homeowner.

- **Project Construction**

- No nighttime grading or outside construction between 6:00 p.m. and 7:00 a.m. shall be conducted within 1,000 feet of any existing home west of Redlands Blvd., south of Bay Ave., and west of Merwin St., except if necessary for concrete pours.
- Notice shall be provided to residents within 750 feet of the Western Edge at least one week prior to construction between 6:00 p.m. and 7:00 a.m.

8. Lighting

- The heights of all outdoor freestanding and wall-mounted lights shall not exceed 20 feet within 1,000 feet of the centerline of Redlands Blvd., Bay Ave., and Merwin St., except where doing so would violate safety requirements or federal, state, City or county governmental regulations.
- All outdoor freestanding and wall-mounted lights within 1,000 feet of the centerline of Redlands Blvd., Bay Ave., and Merwin St. shall dim to 50% output after sundown when no motion detected for ten minutes.

9. Operational Trucking/Employee Trips

- Provide On-Site Truck Parking (to discourage parking in neighborhoods)
- Dedicate 7-10 acres east of Theodore St. and north of Alessandro Blvd. for fueling and trucker personal services, such as food service, showers, resting, truck washes, repair facility, etc. ("Truck Service Area").
- Auxiliary power unit ("APU") plug-ins shall be provided at each designated Class 8 truck parking spot in the Truck Service Area.
- Provide conduit and prewiring in the Truck Service Area to accommodate potential heavy duty truck charging facilities.
- Ongoing private security shall be provided within the Truck Service Area.
- WLC shall in good faith advocate for the City to permit overnight parking within the WLC for trucks servicing WLC tenants.
- Provide sufficient on-site truck parking within parking lots and/or public rights-of-way to enable all trucks reasonably expected to visit WLC to park on-site (as determined by a qualified transportation engineer).

- Install permanent signs in English and Spanish to inform truck drivers of the on-site amenities, including the Truck Service Area.
- Maps of designated City truck routes shall be made available within truck amenity facilities and the Truck Service Area. ix) All limitations regarding trucking activities shall be provided to tenants upon lease commencement and leases shall require tenants to inform employees and third-party truckers of these limitations through a WLC-maintained website containing these limitations.

10. Off-Street Community Truck Parking Planning & Advocacy Fund

- WLC shall, upon the commencement of construction of the first warehouse building, pay \$150,000 to a mutually agreeable non-profit entity or foundation to fund efforts (1) to advocate for and support the development of off-street parking for Class 8 trucks in or adjacent to Moreno Valley and not within the WLC, and (2) to advocate for the City's adoption of a \$1,000 street parking fine for illegal truck parking on residential streets and in residential neighborhoods.
- In the event the City does not adopt a \$1,000 fine for illegal truck parking on residential streets then, when 5 million square feet of warehouse buildings between WLC Parkway and Redlands Blvd. have received their certificates of occupancy, WLC shall provide nighttime private patrol (10:00 p.m. to 6:00 a.m.) for 7 years to patrol residential streets within one-half mile of the project to report any overnight/illegal truck parking to authorities. If 18 or fewer WLC related infractions are identified after any three-year period, the patrol may be discontinued.

11. Prohibiting Trucks on Cactus Avenue

- Trucks shall not be permitted to use Cactus Ave. as a truck route between WLC and Perris Blvd. If the City approves the installation of physical measures to prevent trucks from using Cactus Avenue (e.g., signage, speed humps, etc.), WLC shall fund up to \$200,000 to implement such measures.
- Unused funds, which are funds not expended within five years of certificates of occupancy having been issued for 5 million square feet of warehouse uses approved under the Specific Plan, shall be provided to a mutually agreeable non-profit entity dedicated to supporting the SJWA and/or the community of Moreno Valley.
- Prohibit WLC trucks from using Cactus Ave. in tenant leases.

12. Prohibiting Trucks on Redlands Blvd. South of Eucalyptus

- Prohibit WLC truck use of Redlands Blvd. south of the roundabout at Eucalyptus Ave. in tenant leases.
- If the City approves permanent signage prohibiting trucks from using Redlands Blvd., then WLC shall fund up to \$50,000 to install such signage
- Unused funds, which are funds not expended within five years of certificates of occupancy having been issued for 5 million square feet of warehouse uses approved

under the Specific Plan, shall be provided to a mutually agreeable non-profit entity dedicated to supporting the SJWA and/or the community of Moreno Valley

13. Alessandro Blvd. Closure

- Upon the completion of the extension of Cactus Ave., Alessandro Blvd. east of Merwin St. shall be closed to vehicular traffic (other than emergency vehicles).

14. Truck Turning Prohibitions (to avoid turning in prohibited directions)

- To discourage trucks from turning the wrong direction when entering or leaving the WLC, design and install physical measures the City and Fire Department approves (e.g., curbs that force turns in only one direction, bumps/textures that rattle vehicles traversing them, etc.).
- Install signage clearly stating which directions trucks must turn at all streets exiting the Specific Plan area.

15. No Truck Parking Signage

- If the City approves a “no truck parking” signage program within one mile of the WLC, fund implementation of that program up to \$200,000.
- Unused funds, which are funds not expended within five years of certificates of occupancy having been issued for 5 million square feet of warehouse uses approved under the Specific Plan, shall be provided to a mutually agreeable non-profit entity dedicated to supporting the SJWA and/or the community of Moreno Valley.

16. Prohibit Off-Site Employee Parking

- Provide free on-site employee parking.
- To discourage employee parking within neighborhoods, prohibit employee “walk-ins” onto WLC campus at the start and end of shifts, unless the employee lives within walking distance of WLC.
- Prohibit off-site employee parking in tenant leases.

17. Worker Education / Enforcement of Trucking and Parking Requirements

- Upon the issuance of the certificate of occupancy for the first warehouse building, WLC shall implement an ongoing program to educate truckers, tenants, and construction workers of all of the rules and requirements expected of them, including the applicable GHG/air quality measures listed in Sections 2 and 3 of Attachment A to the Agreement and the other requirements listed in this Attachment C to the Agreement.
- The education program shall be in English and Spanish and shall include prominently posted signage throughout the project site, including a requirement in tenant leases obligating tenants to inform employees, temporary workers, contractors, and third-party truckers of the rules by posting the rules in lounges provided at their warehouses.

- WLC shall also maintain a website with a trucker and construction worker information page specifying the rules. The educational information with the rules developed under this program shall be provided to all tenants in paper form (e.g., a pamphlet) on request and at least annually for inclusion in lounges. WLC shall install permanent reflective signage in English and Spanish no less than every 25 feet along the interior of truck yard screening walls facing loading docks stating limits on engine idling, vehicle lights, and APUs.

18. Employee Trip Reduction Measures

- WLC shall implement the following measures to reduce Specific Plan employee trips.
- Provide on-site meal areas.
- Provide up to 1,000 eBike subsidies in the amount of \$500 to WLC employees who commit to bike to work at least twice per week on average. The subsidies will be phased proportionately with buildout of the first 15 million square feet of the project.
- Provide on-line transit incentive “virtual kiosk” giving free transit assistance to WLC employees (e.g., ridesharing/carpooling connections, assistance determining best bus routes, sales of bus passes, etc.).
- Develop and implement program to ensure knowledge of trip reduction measures by project employees.
- Provide 40% subsidies for bus passes for tenants’ employees who commit to bus to work at least twice per week on average.
- Require tenants to have trip reduction plans to achieve 1.3 average vehicle ridership as a factor of total number of employees (in tenant leases).
- Require tenants to have a Transportation Management Association to encourage carpooling (in tenant leases).
- Provide bike lockers for 5% or more of building users within 50 yards of employee building entrances.
- Provide short-term bike racks near employee building entrances. (1) Provide preferential parking for carpools and vanpools equal to 5% of total parking spaces.
- Provide designated parking spaces for motorcycles.
- Fund a zero emission shuttle that circulates within the Specific Plan area and has pickup and drop-offs at the closest off-site bus stop no later than the issuance of a certificate of occupancy for 15 million square feet of warehouse buildings.

19. Multi-Use Trail

- Pursuant to Specific Plan section 3.4.2, WLC shall construct a multiuse trail along the Western Edge that connects to the existing trail segment on the west side of Redlands Blvd. via a crosswalk at Cottonwood Avenue and Redlands Boulevard, the trail segment on Eucalyptus Ave., and the existing trail on Cactus Ave. See Attachment C, Exhibit 4 –WLC Specific Plan Trail Map.
- Completion of the multiuse trail along the northern portion of Eucalyptus Avenue between Theodore Street and Redlands Boulevard shall be completed no later than the completion of the southern half of Eucalyptus Avenue between Theodore Street and Redlands Boulevard.
- Pursuant to Specific Plan section 3.4.3, Class II bikeways shall be provided along all roadways within the project.

20. Graffiti & Trash Abatement

- Graffiti shall be removed within one week of identification or notification.
- Trash removal within and along all WLC edge areas shall occur at least every other week or within three business day of receipt of notification by community ombudsman.

21. Construction Vehicles/Trucking

- Prohibit construction trucks from using Redlands Blvd., other than for infrastructure construction or necessary detours.
- Provide lunch vendor services on-site for construction workers.

22. WLC shall implement the following community measures.

- Provide a designated ombudsman and 24-hour hotline to address neighbor concerns prior to the commencement of construction and such hotline shall be maintained for 10 years beyond the Specific Plan's full buildout. A live operator shall staff the hotline 24 hours per day. The hotline number shall be mailed to all properties within 1,500 feet of project site no more than one month prior to the commencement of grading on the property.
- Permanent signs at the project's five main entrances, easily read from the street, shall be installed and shall provide the ombudsman hotline number and state that the ombudsman may be contacted regarding graffiti, trash, illegal truck parking, or other operational disturbances.
- Give notice of any discretionary permit applications for development to any groups or individuals who so request and to residents and property owners within 1,000 feet of the parcel for which work is proposed. Petitioners shall be notified when any project development application is formally submitted to the City and a copy of the proposal and plans shall be provided digitally.