



California Regional Water Quality Control Board

Santa Ana Region



Matthew Rodriguez
Secretary for
Environmental Protection

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Edmund G. Brown Jr.
Governor

October 27, 2011

Mr. Neal Holdridge
Environmental Asset Services, Inc.
c/o Trammel Crow So. Cal. Properties, Inc.
3501 Jamboree Road, Suite 230
Newport Beach, California 92660

AMENDMENT TO CLEAN WATER ACT 401 WATER QUALITY STANDARDS
CERTIFICATION NO. 332008-19 FOR PROLOGIS OLEANDER BUSINESS PARK,
RIVERSIDE COUNTY, CALIFORNIA

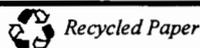
Dear: Mr. Holdridge

Clean Water Act 401 Water Quality Standards Certification No. 332008-19 for ProLogis Oleander Business Park, Riverside County, California, issued on November 24, 2008, was transferred to Trammel Crow on August, 3, 2011. Trammel Crow assumed responsibility for complying with the conditions of the Certification.

Among other things, the Certification acknowledged that the project would implement the "Prologis-Oleander Business Park, County of Riverside, California, Conceptual Habitat Mitigation and Monitoring Plan", ICF Jones & Stokes, October 16, 2008, (CHMMP), which outlined compensatory mitigation for impacts to six (6) locations of seasonal ponding on the project site, totaling 0.024 acres. These ponding areas were reported to support, or were believed to support, populations of versatile fairy shrimp (*Branchinecta lindahl*). Subsequently, you and your consultant, TetraTech's Stephanie Pacheco, determined that three (3) of the six (6) seasonal pond locations were not on the project site, and that a fourth is a flood control easement that will not be disturbed by the project. The two (2) seasonal pond locations, referred to as P-5 and P-6, that will be affected by the project have a combined area of approximately 240 square feet (ICF Jones & Stokes, October 2008), or approximately 0.0055 acre. P-5 has been degraded by weed growth and vehicle traffic and P-6 has been disked for weed control.

In addition, you and your consultant determined that the mitigation proposed by the CHMMP, namely, off-site creation of seasonal ponds on lands operated by the Western Riverside County Conservation Authority, cannot be carried out as proposed. These findings are contained in a September 28, 2011, report prepared by Ms. Pacheco that was provided to Board staff during a September 29, 2011 meeting. At the meeting, you requested that the Certification be amended accordingly.

California Environmental Protection Agency



Following the meeting, you proposed to mitigate for permanent impacts to the two on-site seasonal ponds by purchasing appropriate credits at a 1:1 ratio at the Skunk Hollow-Barry Jones Wetland Mitigation Bank.

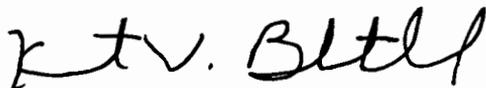
The alternate mitigation proposed is acceptable. Certification No. 332008-19 is hereby amended by the addition of the following conditions:

7. To compensate for permanent impacts to approximately 240 square feet (0.0055 acre) of seasonal pond supporting versatile fairy shrimp (*B. lindahli*), the applicant must purchase a minimum of 240 square feet (0.0055 acre) of versatile fairy shrimp (*B. lindahli*) credits, in the Skunk Hollow-Barry Jones Wetland Mitigation Bank. The applicant will purchase mitigation bank credits within 90 days of close of escrow, which is expected to occur not later than January 1, 2012. The applicant must provide this office with documentation that mitigation bank credits have been purchased not later than 120 days after the close of escrow, or by April 30, 2012.
8. Implementation of the October 16, 2008 CHMMP is no longer required.

This amendment applies only to the discussion above. All other terms and conditions of the subject Certification, as previously amended, remain in effect

If you have any questions, please contact Marc Brown at mbrown@waterboards.ca.gov or 951 321 4584 or Mark Adelson at madelson@waterboards.ca.gov or 951 782 3234.

Sincerely,



Kurt V. Berchtold
Executive Officer
Santa Ana Regional Water Quality Control Board

cc (via electronic mail):

U. S. Army Corps of Engineers, Los Angeles Office -Jason Lambert
State Water Resources Control Board, Office of Chief Counsel-David Rice State Water
Resources Control Board DWQ -Water Quality Certification Unit
U.S. EPA -Supervisor of the Wetlands Regulatory Office WTR-8
Stephanie Pacheco, TetraTech stephanie.pacheco@tetrattech.com