



TopGolf USA Inc
8750 N. Central Expressway, Ste 1200
Dallas, TX 75231
P: 214.377.0663

August 7, 2018

Catherine Keylon
Senior Planner, Community Development Dept
City of Burlingame
850 Burlingame Avenue
Burlingame, CA 94010

Re: Topgolf Land Use Entitlement Applications

Dear Ms. Keylon:

It is Topgolf's pleasure to submit our plans to the City of Burlingame for our new recreation venue at 250 Anza Boulevard, the former Burlingame Landfill site. Our application is a result of the of the City Council's agreement with Topgolf that was approved in July 2017. Our application materials provide the comprehensive and detailed information to facilitate City review. This letter is intended supplement our application by providing a high-level overview of the proposal facilitating the community's understanding of our project. The detailed project description is attached for further reference.

Project Description: The project site, on the former Burlingame Landfill, closed in 2005, located east of Highway 101, is adjacent to San Francisco Bay wetlands, the City's waste water treatment plant and the DoubleTree Hotel. The site is freeway accessible from Highway 101 at the Anza Boulevard on/off ramps. The site is served by both Anza and Airport Boulevards, Anza being the entrance/exit. Topgolf is exploring a second access to Airport Boulevard to facilitate internal circulation within Topgolf's parking lots. The proposed project is 76,489 gross square feet and will provide 522 parking spaces. The proposed buildings will have three hitting bay levels and will be 52'-7" at the top of the highest parapet.

Project Highlights:

1. Public/Private Partnership—Topgolf's proposal presents a unique opportunity for the City to implement a long-term lease which will develop a positive revenue stream for the City to use to enhance local services.
2. Transportation Demand Management (TDM)—Because of the site's location near extensive SFO hospitality uses, effective TDM measures such as shuttles, car share services and carpooling can be immediately deployed to reduce overall vehicle trips.
3. Topgolf's experience is that the majority of its vehicle trips are generated during off-peak hours (evenings and weekends) further reducing impact on the existing street and highway systems.



4. **Biology and Bird Safety**—The project will utilize bird-safe netting recommended by a leading avian biologist. Topgolf has met with local environmental groups and will continue to consult with all stakeholders to identify and address potential concerns.
5. **Community Impact**—One of Topgolf's Core Values is that we are a Caring organization. Topgolf's national charity partners are Make-A-Wish, Folds of Honor and Bunkers in Baghdad. We are committed to being a good neighborhood partner. We invite high school golf teams and charities serving youth to practice at Topgolf for free with the Youth Play It Forward initiative. We offer a Heroes Discount for military, fire, police and EMS personnel. We host fundraisers for local and national charities. We provide charitable donations and volunteers to a wide variety of causes in the communities we serve. In addition, we create 500+ jobs at every venue we open and generate \$264.5 million in economic output over a 10-year period.

Topgolf is excited about the opportunity to significantly add to the quality of the City of Burlingame. We have an experienced track-record through developing and operating 41 (and growing) venues across the country, and we are continuing to evolve and improve our offering through technology, training, and executing on the guest experience. We are committed to delivering a community amenity and experience that the City of Burlingame will be proud of for years to come.

Very truly yours,

A handwritten signature in black ink, appearing to read "Devin Charhon".

Devin Charhon
Director of Real Estate, Topgolf

CC: Tanner Micheli, Topgolf

Attachments



TopGolf USA Inc
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Dallas, TX 75231
P: 214.377.0663

June 15, 2018

Margaret Glomstad
Parks and Recreation Director
City of Burlingame
850 Burlingame Avenue
Burlingame, CA 94010

Re: Topgolf Project Description

Dear Ms. Glomstad:

TopGolf USA Inc. ("Topgolf") is filing a Project Description and Due Diligence Needs Assessment in connection with the proposed development of a Topgolf golf and entertainment venue at the Burlingame Golf Center (the "Project"), located at 250 Anza Boulevard (the "Site") in Burlingame, California (the "City"). This letter is intended to supplement Topgolf's entitlements and Design Review filing and provides a description of the scope of the Project and an evaluation of the anticipated environmental review that will be required in connection with the City's approval of the Project.

I. Background

The Burlingame Landfill has been closed since 2002, with final notification of closure submitted to oversight agencies in 2005. Since closure, the closed landfill has been repurposed for a variety of recreational uses including a soccer field, clubhouse, off-street parking, and a driving range. The property is bordered to the north by Airport Boulevard, to the east by the DoubleTree Hotel, to the south by the Sanchez Marsh, and to the west by the City of Burlingame Waste Water Treatment Plant.

Topgolf is now exploring a unique opportunity to include a flagship facility within the closed landfill property limits. As described below, the existing driving range would be replaced with a new Topgolf facility that will provide an approximately 84,140 square-foot commercial recreation use.

II. About Topgolf

Topgolf is a premier golf entertainment complex with 38 operating locations nationwide. The proposed Topgolf facility features 120 climate-controlled hitting bays where players hit golf balls with embedded microchips into an outdoor outfield enclosed by perimeter netting. Each hitting bay can accommodate up to six players at a time but it's not unusual for one or two



players to occupy some bays. Hitting bays include golf clubs, comfortable seating and television screens to monitor sporting events and track Topgolf scoring. Topgolf facilities are energetic and upscale with high quality food and beverage offerings delivered restaurant-style to guests playing the game. Topgolf facilities feature a full sports bar atmosphere as well as an upscale, unique corporate entertainment experience.

Topgolf features a five-patent technology platform gaming system in which players hit golf balls embedded with a radio frequency identification tag in a 240-yard outfield that features eleven targets at various distances. Microchips in the balls track each player's shot in real time, giving points for accuracy or luck and making the driving range experience competitive and social. Different games are simulated, including a nine-hole golf course and other games designed to appeal to players of varying skill levels. The golf experience is a non-intimidating social environment that everyone can enjoy regardless of skill level.

Typical Topgolf customers include the serious and casual golfer, friends, families and groups. Approximately 60% of Topgolf's customers are categorized as non-golfers, meaning they play golf less than three times a year, if at all. Approximately 60% of customers are within the 18-34 age range and 75% of customers are within the 18-44 age range. The typical customer flow at Topgolf are retirees during weekday mornings, professionals midday for lunch, young people and golf teams in the afternoon, young professionals in the evening for ball striking and happy hour. Weekdays also attract social, civic and corporate events in the event meeting space. On weekends, the customer profile includes families, groups of friends and date nights.

Topgolf is a high-tech recreational experience. The building interior features digital leader boards distributed through the facility, and over 200+ televisions with sports and Topgolf scoring. Topgolf has the ability to push event content (concerts, sporting events, charity event presentations, etc.), audio and video, to any or all televisions throughout the venue. It is common for the facility to be rented for corporate events because of the digital environment Topgolf offers. Topgolf also has extensive programming and community involvement initiatives such as the following:

Community Involvement

- **Grow the Game Initiatives:** Topgolf invites high school golf teams as well as charities supporting youth mentorship, leadership and empowerment to play at Topgolf for free as part of our Youth Play It Forward initiative.
- **Spirit Nights:** Topgolf hosts spirit nights for any public school PTO and PTA and provides donations based on the number of guests
- **Volunteering:** Topgolf actively engages in the communities we are in and spend more than 4,000 hours each year volunteering.
- **Heroes Discounts:** Topgolf proudly offers military (active duty and veterans), police, fire and EMS personnel a 20% discount on all monthly memberships as well as 10% off Topgolf play.



Topgolf Specific Programs:

- Topgolf U – Golf lessons redefined. Lessons are offered at all existing Topgolf locations by PGA professionals.
- KidZone – Topgolf's free program for children younger than 12. Free parties (Breakfast with Santa, Back to School, Easter Egg Hunt, etc.), discounts and offers just for kids.
- Summer Academy – Week-long summer golf instruction program for kids ages 6-12.
- Topgolf Championships – A summer tournament series where novices and avid golfers alike can compete in fun, lively competitions for the chance to win amazing prizes.
- Topgolf Leagues – Weekly social leagues featuring food and beverage specials and the opportunity to win prizes.

III. Project Description

The Project involves the replacement of the existing driving range with a Topgolf commercial recreation and sports complex situated on an approximately 13-acre area. The Project consists of a three-level, approximately 84,140 square-foot main building, outdoor patio, and an approximately 5-acre outdoor driving range outfield. As shown on the attached site plan, the facility has been located on the Site so that the tee line is facing northeast, away from the afternoon sun and residential properties opposite the adjacent Hwy 101/Bayshore Freeway.

Access to the Project is provided at two locations. Cross access will be provided to Anza Boulevard through the existing parking field that serves the soccer field and existing driving range. A second proposed access road connection to Airport Boulevard, which is conceptual in nature, is also depicted on the site plan. Extensive engineering analysis in terms of traffic circulation will be required to determine the appropriate location, alignment, and configuration of the driveway.

The proposed 84,140 square-foot building features 120 hitting bays including bays designated for golf instruction and team practice. The maximum capacity for this facility is 1,804 occupants including employees and guests. A breakdown of square footages for the key various use types within the building is provided below.

<u>Use</u>	<u>Area (SF)</u>
Hitting Bays & Seating	31,985
Restaurant	13,590
Outdoor Dining	6,063
Indoor Event Space	2,274
General/Professional Office	2,056
Circulation/Storage/Utility	28,172



In addition to the internal building areas, an external mini-golf activation is being proposed adjacent to the outdoor patio area. This ±20,000 SF outdoor activation will provide patrons with yet another activity to enjoy the prime bayfront environment that this location provides. In addition to the views, an activation such as this will provide a family-friendly activity for patrons during off-peak as well as peak times when there may be a wait for hitting bays within the venue.

The outfield is approximately five acres and 240 yards from the tee line to the net line. The outfield features illuminated round targets located 20 to 215 yards away from the tee line. The outfield perimeter is completely enclosed by a transparent netting approximately 190 feet high secured by steel poles. The net is roughly 93% transparent. Net poles range from 90 feet in height near the building and crest to 190 feet at the end of the outfield. The poles are made of high-grade steel painted to blend with the color of the sky. Netting specifications and samples can be provided to the City upon request. The poles on the corners of the outfield are secured by guy wires. Inside the nets, the surface of the outfield consists of synthetic grass surface. Outside the nets, the landscape consists of drought-resistant plant materials. Energy efficient field lights are attached to the main building and illuminate the outfield for night play. The field lights are directed downward to the driving range outfield and are designed to provide 0.0 foot-candles at the property boundaries.

The Project is located in the Unclassified zoning district. The proposed replacement of the driving range with a Topgolf facility at the closed Burlingame Landfill will provide a unique sports and entertainment experience that currently does not exist in the surrounding area. The addition of a Topgolf is expected to attract customers from surrounding service areas and draw more customers to the City's shoreline corridor.

Approximately 475 parking spaces are required for the Topgolf use and 523 parking spaces will be provided in two parking fields surrounding the main building and driving range. This is in addition to the existing parking field which is currently serving the existing driving range and soccer field. The parking fields will be lit with energy efficient fixtures. The proposed number of spaces exceeds code requirements and anticipated parking demand based on other Topgolf facilities.¹ Topgolf also proposes to offer valet parking for its customers. Access to the Topgolf is provided via shared access to Anza Boulevard as well as a proposed driveway connection to Airport Boulevard.

IV. Anticipated Entitlements

We anticipate that the following entitlements will be required for the Project.

- Modification to the Existing Entitlements to reflect the proposed changes to the site plan;

¹ The typical Topgolf facility provides approximately 475 parking spaces.



- Commercial Design Review;
- Any approvals necessary to permit the proposed building heights, net pole heights, etc. within the Unclassified zone;
- Any approvals necessary to permit a commercial recreation and sports complex in the Unclassified zone;
- Any approvals necessary to permit the on-site sale and consumption of alcoholic beverages;
- Sign permit;
- CEQA clearance; and
- Any additional permits or approvals deemed to be necessary by the City.

V. Environmental Review and CEQA Compliance

Since the the proposal is defined as a "Project" under the provisions of the California Quality Act (CEQA), TopGolf's proposal will be subject to environmental review. Section 15070 of CEQA provides that the project will be subject to the preparation of an Initial Study. CEQA Section 15070 (b)(1) further provides that a Mitigated Negative Declaration (MND) shall be prepared if the project results in no significant environmental impacts or results in impacts that can be reduced to less than significant by the implementation of mitigation measures. TopGolf anticipates that Project impacts will be less than significant or will be mitigated to less than significant and, therefore subject to the preparation of a Negative (or Mitigated) Declaration.

The Project shall provide detailed description of proposed number trips that will be generated by the Project. A traffic study, trip generation analysis, traffic congestion and circulation impacts will need to be identified as part of the environmental review, and mitigations identified to address those impacts. The project EIR consultant will coordinate with the Public Works Department to determine the roadways and intersections to be studied for traffic impacts for the Project. This coordination is underway with Topgolf having already engaged a traffic consultant to begin these studies.

Another anticipated area of concern for the Project is Topgolf's barrier netting and its effect on bird flight patterns. This subject has come up on past developments in various locations throughout the country. Golf barrier netting is installed in a safe rigid manner that helps to prevent birds from becoming entangled. By nature of the material itself, birds can easily see the netting and maneuver to avoid it or take landing on it. Birds that inadvertently fly into the netting generally bounce off and fly away. In fact, aviary specialty netting and golf barrier netting have very similar characteristics to the point that golf ball containment netting is often used in bird aviaries to protect and contain birds in a safe environment. This same netting is often installed in and around large architectural structures to prevent birds from becoming a nuisance



without causing them harm. Bats (that fly at night) do not depend on their vision to avoid objects. Bats use echolocation to navigate and find food in the dark. The sound waves bats produce can detect objects as thin as a human hair in complete darkness.

We hope that this letter is helpful in framing the key issues and assists Topgolf and the City in identifying the most efficient and effective path forward to bring a new Topgolf facility to the City of Burlingame. If you have any questions or would like to further discuss the contents herein, I would welcome the opportunity to meet with you and your team to further discuss. Otherwise, please feel free to contact me at (530) 520-0238.

Very truly yours,

Tanner Micheli
Director of Real Estate Development
Topgolf

Enclosures



COMMERCIAL APPLICATION

PLANNING COMMISSION APPLICATION SUPPLEMENTAL FORM

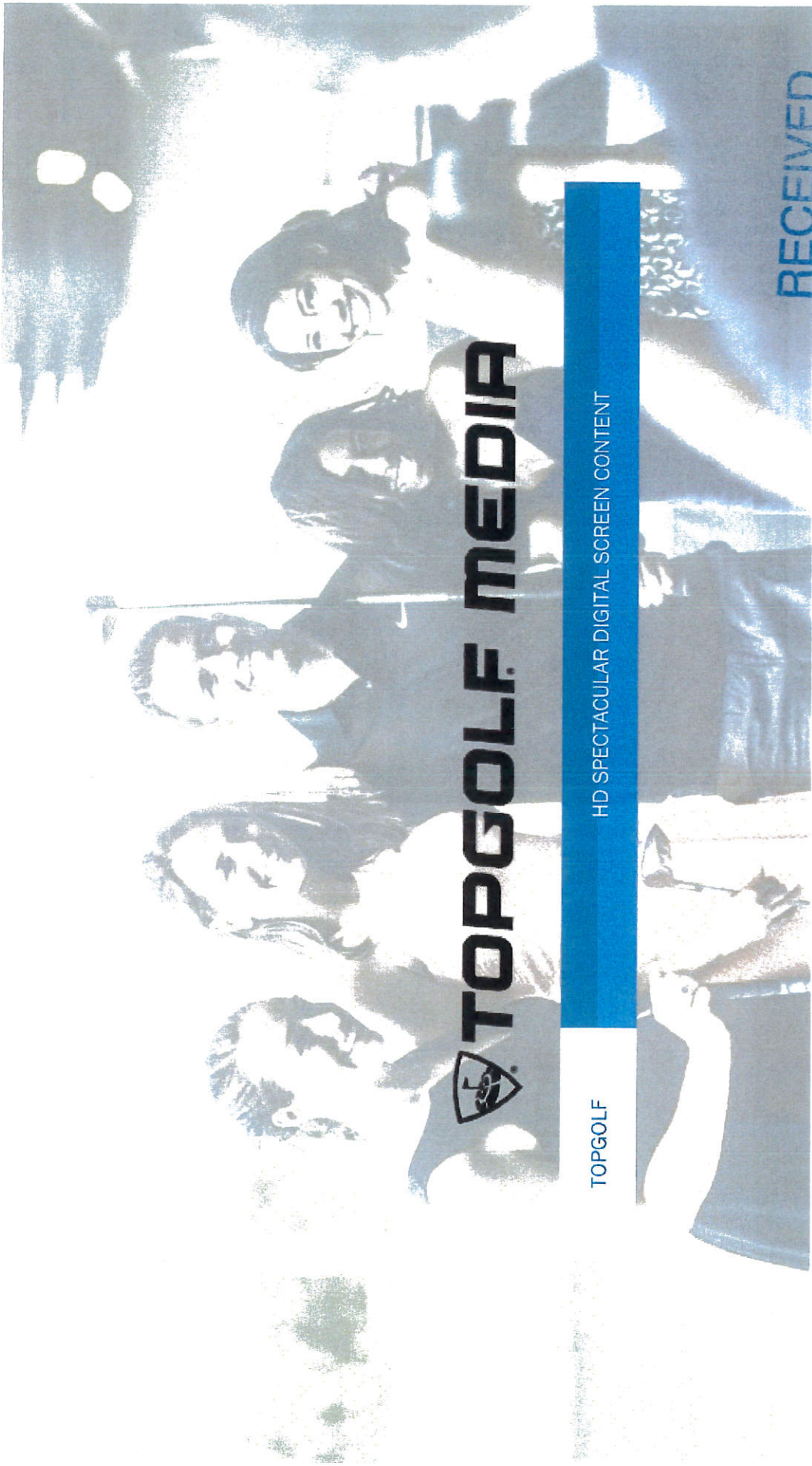
- Proposed use of the site Golf driving range, food and beverage service.
- Days and hours of operation Sunday-Thurs 9A-12A; Friday-Sat 9A-2A
- Number of trucks/service vehicles to be parked at site (by type) 1 or 2 pick-up TRUCKS
Will be parked in designate service PARKING AREA
- Current and projected maximum number of employees (including owner) at this location:

	At Opening/Existing		In 2 Years		In 5 Years	
Hours of Operation	Before 5:00 pm	After 5:00 pm	Before 5:00 pm	After 5:00 pm	Before 5:00 pm	After 5:00 pm
Weekdays Full-time						
Part-time						
Weekends Full-time						
Part time						

- Current and projected maximum number of visitors/customers who may come to the site:

	At Opening/Existing		In 2 Years		In 5 Years	
Hours of Operation	Before 5:00 pm	After 5:00 pm	Before 5:00 pm	After 5:00 pm	Before 5:00 pm	After 5:00 pm
Weekdays	1,313	1,014	1,194	922	1,230	950
Weekends	1,467	1,323	1,334	1,203	1,374	1,239

- What is the maximum number of people expected on site at any one time (include owner, employees and visitors/customers): 1,600
- Where do/will the owner and employees park? Employees will park on-site in designated areas
- Where do/will the customers/visitors park? Customer parking is provided on-site
- Present or most recent use of site Golf driving range
- List other tenants on property, their number of employees, hours of operation (attach a list if more room is needed) Top Golf is the single tenant



TOPGOLF MEDIA

TOPGOLF

HD SPECTACULAR DIGITAL SCREEN CONTENT

RECEIVED

FEB 26 2019

CITY OF BURLINGAME
CDD-PLANNING DIV

HD SPECTACULAR DIGITAL SCREENS

Topgolf will feature two HD screens at the back of the golf fairway.

FEATURES

- Content can be animated or static
- Dimensions: 50'x30' (per screen)
- Aspect Ratio: 16:9
- Rotations: 2 minutes



HD SPECTACULAR SCREEN CONTENT

The HD Spectacular screens provide crucial, relevant messaging and information for Topgolf's in-venue guests. The main purposes of the HD Spectacular are to broadcast live sports content, alert players of game play objectives and connect game-integration messaging, provide space for partner brand messaging, and to promote Topgolf's internal programs and events



SCREEN CONTENT EXAMPLES



Game Play Messaging

Game play messaging alerts players to aim the ball at the back net target, such as "Hit the Ball Here."



Internal Programs

The screen promotes events and programs that interest the Topgolf guest demographic. Examples include Topgolf KidZone and Topgolf U.



Sports Content

The screen can broadcast live sports content.



Game Milestone Messaging

When a player achieves a game milestone, such as a hole-in-one, a message will be portrayed to alert the player of his or her success.



Game Integration

Screens can activate games to facilitate in-venue competition among guests.

TOPGOLF

FAIRWAY VIEW | HD SPEC



TOPGOLF

FAIRWAY VIEW | HD SPEC

