AGENDA DESCRIPTION:

Consideration and possible action to open a public hearing and receive testimony regarding an update to the Corporate Campus Specific Plan. If approved, the Project would: 1) approve an Addendum to the Final EIR (FEIR); 2) amend the existing Corporate Campus Specific Plan; 3) subdivide 23.87 acres of the Corporate Campus Specific Plan area into 32 lots; 4) amend the Development Agreement for the 2002 “Original Project”; and 5) approve a 625,205 square-foot development project (the “Revised Project”) on 23.87 acres that will include office uses and retail/restaurant uses that will be developed in 3 Phases. The Revised Project is comprised of 625,205 square feet and the 304,820 square feet of existing development will total 930,025 square feet of development within the 46.5 acre Corporate Campus project area. Applicant: CDC Mar Campus, LLC. (Fiscal Impact: None)

RECOMMENDED COUNCIL ACTION:

1. Open the Public Hearing;
2. Discussion;
3. Adopt a Resolution approving an Addendum to an Environmental Impact Report (Environmental Assessment No. 1021), including implementing the Mitigation Monitoring and Reporting Program (MMRP); adopt a Statement of Overriding Considerations; and approve Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287), and modifications to the conditions of approval;
4. Introduce, and waive first reading, of an Ordinance for Specific Plan Amendment No. SPA 13-02, and Development Agreement No. DA 13-01;
5. Schedule second reading and adoption of the Ordinance for December 3, 2013; and/or
6. Alternatively, discuss and take other possible related action to this item.

ATTACHED SUPPORTING DOCUMENTS:

1. Planning Commission Staff Report dated October 17, 2013, and Planning Commission Resolution No. 2739 with conditions of approval.
2. Draft Resolution including:
   a) Addendum
   b) Mitigation Monitoring and Reporting Program (MMRP)
   c) Findings of Fact and Statement of Overriding Considerations
   d) Conditions of Approval
3. Draft Ordinance including:
   a) Draft First Amendment to the Development Agreement with attachments
   b) Corporate Campus Specific Plan
   c) Conditions of Approval
4. Project Plans

FISCAL IMPACT: None

Amount Budgeted: N/A
Additional Appropriation: N/A
Account Number(s): N/A

ORIGINATED BY: Kimberly Christensen, AICP, Planning Manager
REVIEWED BY: Sam Lee, Director of Planning and Building Safety
APPROVED BY: Greg Carpenter, City Manager

I. Introduction

The City Council approved the Corporate Campus development project in 2002 (the “Original Project”). The Original Project (EA-548) allows development of up to 2,175,000 square feet of office, light industrial, retail, restaurant, health club, hotel/conference, medical/dental office, and day care uses, along with public recreational facilities and a City fire station and retail on a 46.5 acre site. Building heights range from low-rise (1-2 story) and mid-rise (4-6 stories). The Original Project has a Floor Area Ratio (FAR) of .99. The Original Project Site (46.5-acres) boundaries are Atwood Way to the north, Douglas Street to the west, Nash Street to the west, and Mariposa Avenue to the south (the “Site”). The Original Project includes internal private streets for circulation purposes. Discretionary approvals were granted in 2006 and 2007; the 2007 approval allowed development of the Edge at Campus project.

The project site is currently improved with: 1) the 216,465 square foot Edge at Campus Project; 2) a five-story, approximately 83,855 square foot, 143 room hotel/conference center (Hyatt Place); 3) two soccer fields; 4) City of El Segundo Fire Station No. 2; 5) a parking lot for the soccer fields just north of Fire Station No. 2; and 6) the internal roadway system (private streets). In total, the existing improvements constitute 304,820 square feet of the approved 2,175,000 square feet of development on the project site. The 23.87 acre remainder of the site is vacant; it will be developed in 3 phases for a total of 625,205 square feet. The combined development will total 930,025 square feet; this is of 1,244,975 square feet less than the Original Project.

Phase 1 will include the construction of 217,637 square feet of development and comprised of 203,977 square feet of office in fifteen (15) buildings and 13,660 square feet of retail/restaurant uses in two (2) buildings. Phase 2 will include the construction of 193,228 square feet of office uses in two (2) buildings and a parking structure. Phase 3 will include the construction of 214,340 square feet of office uses in one (1) building and a parking structure.

II. Project Applications

The applications include the following:

1) Environmental Assessment No. EA-1021 - An Addendum to the certified Final Environmental Impact Report is proposed for the Revised Project pursuant to the requirements of the California Environmental Quality Act (CEQA).

2) Specific Plan Amendment No. SP 13-02 - An amendment to the Corporate Campus Specific Plan to modify the current development standards within the Corporate
Campus Specific Plan and to update exhibits. The proposed modifications to the Corporate Campus Specific Plan (described in detail in the attached Planning Commission staff report) would:

a) Amend the Corporate Campus Specific Plan (CCSP) to accommodate the development and other minor changes to correct code references and the Director’s title;
b) Update Exhibits 3 and 4; and
c) Add CCSP Sections to accommodate the proposed development.

3) **Development Agreement Amendment No. DA 13-01** - An Amendment to Development Agreement No. DA 13-01 to amend the following sections: a) Section 4.5 to allow at-grade patios with 6-foot high walls, fences, and hedges to encroach within the front yard setbacks for lots that have frontage on a green-belt lot or frontage on Maple Avenue; b) Section 4.8 to allow 80-foot frontage for properties abutting a greenbelt lot and 30-foot frontage for greenbelt lots; and c) Section 6.6 regarding the location and identification of the 100 parking spaces for soccer field use..

4) **Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287)** a new Subdivision Map for the Revised Project as follows:
   a) Vesting Tentative Map No. 72287 to create 32 lots on 23.87 acres of the Corporate Campus Specific Plan area which when combined with other existing lots would total 46 lots that would comprise the 46.5 acre Corporate Campus Specific Plan site.

5) **Modifications to the Conditions of Approval from the Original Project that were adopted in Resolution No. 4241 and Ordinance No. 1345** - Modification to certain conditions are proposed as part of the Revised Corporate Campus Development. Proposed modifications to the Original Project conditions of approval include:
   a) Increasing the number of lots from 26 lots to 46 lots; and
   b) Allowing parking on some of the internal private roadways (Campus Drive and Parkview Drive South) and Campus Square West which is proposed to be converted from an internal private roadway to a private driveway.

Other minor modifications to the Development Agreement and conditions of approval are proposed to reconcile changes in the property involved, the property ownership, the project description, and the other requested discretionary actions.

**III. Analysis**

Please refer to Sections IV through VIII of the Planning Commission Staff Report for a detailed discussion of the project analysis and findings.
IV. **Environmental Review/Certified EIR and Addendum**

On January 2, 2002, the City Council certified the Final Environmental Impact Report and adopted a Mitigation Monitoring Reporting Program. The City Council conducted a separately noticed public hearing on the project after the completion of the response to comments and completion of the FEIR. The proposed uses, buildings, parking, and circulation improvements of the Revised Project are consistent with the requirements of the CCSP and with the Final EIR certified on January 2, 2002, for the Corporate Campus Project.

**Addendum to the FEIR**

The City prepared an Addendum to the Final Environmental Impact Report (FEIR) that was certified by the City of El Segundo on January 2, 2002 (Resolution No. 4241). The Addendum evaluates potential environmental effects which may be associated with the proposed changes to the previously-approved Development. The addendum to the FEIR for the proposed 2013 Revised Project analyzes the proposed amendment to the Corporate Campus Development project that would eliminate a private street that was approved as part of the traffic circulation under the Original Project FEIR. In addition the Revised Project was reduced in scale from 2,175,000 square feet to 930,025 square feet and will be developed with a .60 FAR.

The Addendum was prepared under the authority of 14 Cal. Code of Regs. § 15164(a) (CEQA Guidelines) which allows a lead agency to prepare an addendum to a previously certified FEIR if some changes or additions to the previously certified FEIR are necessary, but none of the conditions described in CEQA Guidelines § 15162 requiring of a supplemental or subsequent EIR are present. The addendum determined that there would be no new, or substantially more severe, significant impacts than the impacts originally identified in the FEIR. However, the previously adopted Statement of Overriding Considerations must be redopted by the City Council stating the specific reasons why the project’s benefits outweigh its significant environmental impacts. Planning staff recommends that the City Council find that the overriding benefits of the project outweigh the environmental impacts and readopt the Statement of Overriding Considerations (Exhibit 2c) as required by CEQA. A complete environmental analysis is provided in the attached Addendum to the EIR (Exhibit 2a). The adopted Mitigation Monitoring and Reporting Program is attached (Exhibit 2b).

V. **Application Findings**

In order to approve the project, the City Council must take certain actions related to the proposed project related to the environmental review, Specific Plan Amendment, Development Agreement Amendment, and Subdivision. The required findings for each application are discussed in detail in the attached draft Resolution and draft Ordinance. Staff believes that the City Council may make the required findings to adopt the Addendum, Statement of Overriding Considerations (SOC), and the Mitigation Monitoring and Reporting Program (MMRP), and to approve the Specific Plan Amendment, Subdivision, Development Agreement Amendment, and modification to conditions of approval as outlined in the draft Resolution and draft Ordinance.
VI. Planning Commission Hearing and Public Input

On October 17, 2013, the Planning Commission held a public hearing on the proposed amendment to the Plaza El Segundo project. The Planning Commission received public testimony from the applicant. The Planning Commission did not receive any testimony from the public voicing any support, concern, or opposition on the proposed project. After conducting the hearing and receiving documentary information, the Planning Commission adopted Resolution No. 2739, recommending that City Council approve the Revised Project.

Minor revisions were made to the Specific Plan, the Development Agreement Amendment and conditions of approval since the Planning Commission recommendation. The revisions to the Corporate Campus Specific Plan include a revised Exhibit 3 Site Plan, corrected legal description in Appendix C, and corrected hours of the loading spaces in Section V(F)(10)(g). Revisions to Section 6.6 were added to the Development Agreement Amendment which were discussed in the Planning Commission staff report but were inadvertently left out of the text of the Development Agreement Amendment. Clarifications have also been added regarding the City’s discretion to control the location, design, and time and use restrictions of any on-street parking. Additional requirements to provide overflow parking during non-business hours have also been added. To Section 6.6. The applicant has eliminated the request for a 2-year time extension to the Development Agreement with the concurrence of City staff. Minor revisions were made to Condition of Approval Nos. 36, 42, 51, and 62. Condition No. 6(I) has been eliminated since it is no longer applicable. Condition Nos. 34, 43, and 44 have been modified and new Condition Nos. 45, 46, and 47 have been added to clarify the development impact fee requirements while the Development Agreement is valid and the requirements once the Agreement has expired.

VII. Development Impact Fees and the Development Agreement

The City executed a Development Agreement when the project was approved. Ordinance No. 1345, the enabling ordinance for the Development Agreement became effective July 11, 2004 following a referendum and litigation associated with the project. The Development Agreement term was for 9 years from the effective date of the adopted Ordinance with an option for a 5-year extension. The option for the 5-year extension was exercised on March 19, 2013. Therefore, the expiration date of the Development Agreement is July 11, 2018.

The development impact fees from 2002 included in the project approval are: $0.03 per square foot of development for library fees, $0.11 per square foot for police service fees, $0.14 per square foot for fire service fees, and no park fees as they did not exist at that time. Traffic fees which were regulated separately in Council Resolution No. 3969 were determined by the location within the City and the number of vehicle trips generated by the project to determine the applicable rate. The terms of the Development Agreement allowed the developer to substitute donating one acre of land to the City (for a fire station) in exchange for waiving the fire service fee. The development agreement
allowed the developer to receive in-lieu credits against the traffic fees for street improvements required of the project.

Once the Development Agreement expires on July 11, 2018, any development for which a building permit has not been issued within the Corporate Campus Specific Plan area will be subject to the adopted development impact fees in effect at that time. Traffic, police, fire, and parks mitigation fees would be applicable at that time for any remaining development.

VIII. Conclusion and Recommendation

Planning staff believes that the proposed Corporate Campus Specific Plan Amendment project meets the mandatory findings as set forth in the staff report and recommends that the City Council: 1) adopt the attached draft Resolution approving Environmental Assessment No. EA-1021 approving an Addendum to the certified Final Environmental Impact Report including implementing the Mitigation Monitoring and Reporting Program (MMRP), and approving Specific Plan Amendment No. SPA 13-02, Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287), Development Agreement Amendment No. DA 13-01, and modifications to the conditions of approval; 2) adopt a Statement of Overriding Considerations; 4) Introduce, and waive first reading, of an Ordinance for Specific Plan Amendment No. SPA 13-02 and Development Agreement No. DA 13-01 with amendments to the development fees as proposed; and 5) Schedule second reading and adoption of an Ordinance on December 3, 2013.

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CITY OF EL SEGUNDO

PLANNING COMMISSION STAFF REPORT

PUBLIC HEARING: October 17, 2013

SUBJECT: Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. DA 13-01, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287)

APPLICANT: CDC Mar Campus LLC – William Messori

PROPERTY OWNER: CDC Mar Campus LLC – William Messori

REQUEST: Request to Approve an Addendum to the Certified Final Environmental Impact Report (FEIR) and to Amend the Development Design of the Corporate Campus Project involving an amendment to the Corporate Campus Specific Plan and the adopted Development Agreement, and approval of a Vesting Tentative Map for Condominium Purposes. Specifically, the amendments to the proposed project include:
1) An Environmental Assessment (Addendum to the Certified FEIR) for the development of a scaled down Corporate Campus Development project ("Revised Corporate Campus Development") which will be reduced in area by 1,244,975 square feet and will include the removal of a private internal street which is proposed to be converted into a greenbelt lot;
2) A Specific Plan Amendment to modify certain development standards within the Corporate Campus Specific Plan ("CCSP");
3) Modification of the CCSP to allow the creation of green-belt lots with 30' foot minimum lot frontage within the project;
4) Modification of the CCSP Allow 80' foot minimum frontage for lots abutting a green-belt lot;
5) Modification of the CCSP to eliminate Campus Square East (a private street) as a street and convert the former private street to a greenbelt lot;
6) Modification of the existing easement along Campus Square East to allow for the installation of landscaping;
7) Modification of the CCSP to increase the maximum number of lots allowed from 26 lots to 46 lots and approve Vesting Map No. 72287;
8) Modification of the CCSP to allow parking on private streets on Campus Drive, Campus Square West, and a portion of east side of Parkview Drive South located just north of Fire Station No. 2;
9) Modification of the CCSP to allow the conversion of the Campus Square West (a private street) into a driveway that will be improved with parking along the east side of the driveway;
10) Modification of the CCSP to allow shared use of loading spaces with parking spaces during business hours;
11) Modification of the existing recorded Parking Covenant to relocate the required 100 parking spaces for soccer field use within the project site during Phases 2 and/or 3;
12) Modification of the CCSP to allow at-grade patios with 6-foot high walls, fences, and hedges to encroach into front yard setbacks;
13) A subdivision for condominium purposes (Vesting Tentative Map No. 72287);
14) A Development Agreement ("DA") Amendment to be consistent with the amendments to the Corporate Campus Specific Plan for the Revised Corporate Campus Development, which includes an extension of the term of the Development Agreement by 2 years to July 11, 2020; and
15) Modification of the conditions of approval for the original project.

PROPERTY INVOLVED: 710 N Nash Street (Are bounded by Maple Ave to the north, Mariposa Avenue to the south, Douglas Street to the east, and Nash Street to the west)

I. Introduction

In 2002, the City Council approved the Corporate Campus development project (the "Original Project"). The Original Project (EA-548) allows development of up to 2,175,000 square feet of office, light industrial, retail, restaurant, health club, hotel/conference, medical/dental office, and day care uses, along with public recreational facilities and a City fire station and retail on a 46.5 acre site. Building heights range from low-rise (1-2 story) and mid-rise (4-6 stories). The Original Project has a Floor Area Ratio (FAR) of .99. The Original Project Site (46.5–acres) boundaries are Atwood Way to the north, Douglas Street to the west, Nash Street to the west, and Mariposa Avenue to the south (the "Site"). The Original Project includes internal private streets for circulation purposes.
In 2006, Vesting Tentative Map No. 53570 was recorded. It subdivides the area within the CCSP area into 26 parcels exclusive of the City-owned parcels. Eight of the parcels are located north of Maple Avenue.

In 2007, the City Council approved the Edge at Campus Project. This allows 216,000 square feet of commercial office and retail and eighty-four unit commercial condominiums pursuant to Vesting Tentative Map No. 68231.

The existing improvements within the Original Project Site of 46.5 acres consist of: 1) the 216,465 square foot Edge at Campus Project; 2) a five-story, approximately 83,855 square foot, 143 room hotel/conference center (Hyatt Place); 3) two soccer fields; 4) City of El Segundo Fire Station No. 2; 5) a parking lot for the soccer fields just north of Fire Station No. 2; and 6) the internal roadway system (private streets) as previously described that was part of the original site plan. In total, the existing improvements constitute 304,820 square feet of the approved 2,175,000 square feet of development on the project site. The remainder of the site will be developed in 3 phases for a total of 625,205 square feet. The combined development, which includes the existing development of 304,820 square feet plus the proposed development of 625,205 square feet will total 930,025 of the approved 2,175,000 square feet under the Original Project. The Revised Project will be developed with 1,244,975 less square feet than the Original Project.

The City prepared an Addendum to the Final Environmental Impact Report (FEIR) certified by the City of El Segundo on January 2, 2002 (Resolution No. 4241). The Addendum evaluates potential environmental effects which may be associated with the proposed changes to the previously-approved Development. The FEIR is a Program/Project FEIR that analyzes the environmental effects of a proposed General Plan Amendment, Zone Change, and a Vesting Tentative Map that would effectuate a land use re-designation and rezoning of approximately 46.5 acres.

The FEIR is a detailed informational document that analyzes a proposed project's potentially significant environmental effects. The FEIR also identifies ways to reduce environmental effects and reasonable alternatives to avoid or minimize significant environmental effects. The Addendum was prepared under the authority of 14 Cal. Code Regs, § 15164(a) (CEQA Guidelines) which allows a lead agency to prepare an addendum to a previously certified FEIR if some changes or additions to the previously certified FEIR are necessary, but none of the conditions described in CEQA Guidelines § 15162 requiring of a supplemental or subsequent EIR are present.

II. Recommendation

Planning staff recommends that the Planning Commission conduct a public hearing; consider the documentary and testimonial evidence including this report; and then adopt Resolution No. 2739 (Exhibit 1) recommending that the City Council approve Environmental Assessment No. EA-1021, Development Agreement Amendment No. DA 13-01, Specific Plan Amendment No. SP 13-02, Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287), and adopt an Addendum to the previously Certified Final Environmental Impact Report (FEIR), with conditions.
III. **Project Description**

The following applications are proposed:

1. **Environmental Assessment No. EA-1021** - An Addendum to the certified Final Environmental Impact Report is proposed for this project pursuant to the requirements of the California Environmental Quality Act (CEQA).

2. **Specific Plan Amendment No. SP 13-02** - An amendment to the Corporate Campus Specific Plan is proposed to modify the current development standards within the Corporate Campus Specific Plan. The proposed modifications to the Corporate Campus Specific Plan are as follows:

   a) An amendment to Corporate Campus Specific Plan (CCSP) Section III C(3) Policies and Guidelines which currently prohibits parking on the roadways within the Specific Plan area. The proposed modification will include the permitting of parking within the interior private streets provided the minimum street widths are maintained. CCSP Section III C(3) is proposed to be modified to allow parking on Campus Drive, Campus Square West, and a portion of the east side of Parkview Drive South just north of Fire Station No. 2. This change will also effect and will require modification Resolution No. 4241 Section 2.

   b) An amendment to the CCSP to allow greenbelt lots for landscaping and recreation type passive open space. CCSP Section V(2) will require amendment to add CCSP Section V(5)(c) to allow for the creation of green belt lots. Green belt lots will be allowed provided that they have frontage on and access from public and/or private streets and or the driveway Campus Square West with a minimum frontage of 30’ feet.

   c) An amendment to the Development Standards in CCSP Section V(F)(5)(a) which requires that the minimum 100’ feet of lot frontage must be provided on a public street, private street, or private driveway. The proposed modification to this section will add Section V(F)(5)(b) that will allow a 80-foot minimum frontage to be maintained for lots abutting a greenbelt lot.

   d) An amendment to the Development Standards in CCSP Section V(F)(8)(a) that requires that all walls and fences comply with El Segundo Municipal Code (“ESMC”) §§ 15-2-4 and 15-5E-7(G). The proposed modification proposes to add Section V(F)(8)(b) to reference a new subsection V(F)(4)(c)(7) to the CCSP and allow at-grade patios with 6-foot high walls, fences, and hedges to encroach into front yard setbacks.

   e) An amendment to the Development Standards in CCSP Section V(F)(10). The Amendment proposes to modify Section V(F)(10) by adding Section V(F)(10)(g) to allow the shared use of loading spaces with parking spaces during regular business hours.

   f) An amendment to the CCSP to update Exhibit 3 to reflect the revised conceptual site plan and to update the Exhibit 4 to incorporate Vesting Tentative Map No. 72287 into the subdivision map exhibit.
3. Development Agreement Amendment No. DA 13-01 - An Amendment to Development Agreement No. DA 13-01 to incorporate the changes that are proposed. The DA sections proposed to be amended are: a) Section 4.8 to allow 80'-foot frontage for properties abutting a greenbelt lot; b) Section 5.8 to extend the term of the Development Agreement to July 11, 2020 which was previous approved and extended through July 11, 2018 though Operating Memorandum No. 5 on March 19, 2013; and c) Section 6.6 regarding the location and identification of the 100 parking spaces for soccer field use. Other modifications to the Development Agreement will be required to reconcile changes to the various documents and the other requested discretionary actions. Other modifications to the Development Agreement are proposed to reconcile changes in the property involved, the property ownership, the project description, and the other requested discretionary actions.

4. Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287) a new Subdivision proposed as part of the Revised Corporate Campus Development as follows:
   a) Previously approved Vesting Tentative Map No. 53570 subdivided the property within the 46.5 acre site to create 26 lots. Vesting Tentative Map No. 72287 would require approval to create 46 lots; and
   b) The 46 lots will include the lots for existing development, proposed development, existing private streets, and greenbelt lots within the 46.5 acre site.

5. Modification of Covenants and Grant Deed
   An amendment to existing Covenants and a Grant Deed would be required to allow:
   a) The project to convert Campus Square East to a greenbelt and allow the installation of landscaping. Section 1B of the recorded Grant Deed will require amendment to allow such installation within the easement that will be maintained by the City; and
   b) The modification of the existing Covenant (Covenant to Provide Parking) for the 100 parking spaces required as part of the operation of the soccer field once a replacement site is identified and approved by the City during Phase 2 and/or Phase 3 of the Revised Project.

6. Modifications to the Conditions of Approval adopted in Resolution No. 4241 and Ordinance No. 1345 - Modification to certain conditions are proposed as part of the Revised Corporate Campus Development. Proposed modifications to the Original Project conditions of approval include:
   a) Increasing the number of lots from 26 lots to 46 lots, which will require amendment of Resolution No. 4241 Section 2E and Condition No. 37; and
   b) Allowing parking on some of the Internal private roadways (Campus Drive and Parkview Drive South) and Campus Square West which is proposed to be converted from an internal private roadway to a private driveway. Condition No. 58 will require amendment to allow parking on Campus Drive, Campus Square West, and a portion of the east side of Parkview Drive South just north of Fire Station No. 2;
   c) Make other necessary modifications to the conditions of approval to reconcile changes in the property involved, the property ownership, the project
description, the requested Development Agreement modifications, and other requested discretionary actions.

All the applications require review and recommendations by the Planning Commission. The City Council will take final action on all of the applications.

IV. Analysis

SITE DESCRIPTION AND SURROUNDING LAND USES

The 46.5 acre Corporate Campus Site is located in the northeast portion of the City of El Segundo. The site consists of 304,820 square feet of development that includes the Edge at Campus project, the existing Hyatt Place hotel development, two soccer fields, Fire Station No. 2, and the existing internal streets. The remaining area is not developed (vacant land) and includes the internal streets that were approved as the Original Project. The remaining portion of the site will be developed in 3 phases and is approximately 23.87. This portion of the City is designated as the Corporate Campus Specific Plan area.

The surrounding properties are a mix of light industrial, heavy industrial, and multi-story office buildings. The surrounding land uses and zoning are described as follows:

<table>
<thead>
<tr>
<th>Land Use</th>
<th>Zone</th>
</tr>
</thead>
<tbody>
<tr>
<td>North: Kilroy Center, DirectTV, Raytheon</td>
<td>MU-N</td>
</tr>
<tr>
<td>South: Post Office, Data Center</td>
<td>MU-N</td>
</tr>
<tr>
<td>East: Northrup Grumman</td>
<td>MU-N</td>
</tr>
<tr>
<td>West: Boeing, commercial office</td>
<td>M-1, MU-N</td>
</tr>
</tbody>
</table>

PROJECT PHYSICAL DESCRIPTION

The proposed project includes the subdivision of land to create up to 46 lots, which will include the lots previously approved that are already developed. The lot total of 46 includes the Edge at Campus, 8 lots; Hyatt Place, 4 lots; Soccer fields, 1 lot; Fire Station No. 2, 1 lot; and 32 lots as part of the remaining development. Vesting Tentative Map No. 72287 proposes the creation of 32 lots as part of the final build out of the original site. The lots proposed under Vesting Tentative Map No. 72287 will create 32 lots with each lot meeting the required minimum lot size of 10,000 square feet and the minimum frontage as required by the CCSP and proposed amendments. While the minimum lots sizes will be met, some lots will developed with an FAR that exceeds the .99 FAR and some lots will be developed at level below the .99 FAR. Any transfer of floor area from one parcel to another parcel will be recorded. The overall FAR for the project will be 0.60:1.

The final build out includes the development of 20 buildings for a total of 625,205 square feet in 3 phases.

Phase 1 will consist of 217,637 square feet on 12.3 acres (including private streets). Phase 1 will be developed with 15 two-story office buildings totaling 203,977 square...
feet and 13,660 square feet of retail and restaurant uses under 2 buildings. Phase 1 will be developed with 732 parking spaces. The 15 two-story buildings will be developed with four different floor plans, Types 1, 2, 3, & 4. Two (2) retail buildings will be proposed under phase 1. Phase 1 proposes to be developed with a 0.40 FAR and will be comprised of 25 lots.

Phase 2 will consist of 193,228 square feet under two four-story buildings. One building located near Maple Avenue (Bldg. 18) will be 87,500 square feet. The second building (Bldg. 19) is proposed to be 105,728. Phase 2 proposes to provide 634 parking spaces in a 549 space parking structure and 85 surface parking spaces. The total site area under Phase 2 will be 4.4 acres and Phase 2 will be developed with a .99 FAR and will be subdivided into 4 lots.

Phase 3 proposes to contain a five-story 214,340 square feet of office building (Bldg. 20) and will be developed with 748 parking spaces that will be comprised of a 5 level 549 space parking structure and 199 surface parking spaces. The total site area for Phase 3 is approximately 4.97 acres and will be subdivided into 3 lots under proposed Vesting Tentative Map No. 72287. It is important to note that Phase 2 and 3 are conceptual and are shown at full build out with a .99 FAR which was included in the environmental analysis of the Revised Project.

The breakdown of the proposed building types is as follows:

<table>
<thead>
<tr>
<th>Floor Plan</th>
<th>Size Sq. Ft.</th>
<th>Use</th>
<th>Stories</th>
<th>Bldg. No.</th>
<th>Phase</th>
</tr>
</thead>
<tbody>
<tr>
<td>Type 1</td>
<td>7,989</td>
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<td>6 &amp; 11</td>
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<td>3, 7, 8, 9, 10 &amp; 12</td>
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<td>Type 3</td>
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<td>1</td>
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<td>Retail</td>
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<td>17</td>
<td>1</td>
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<td>2</td>
</tr>
<tr>
<td>Office Bldg.</td>
<td>105,728</td>
<td>Office</td>
<td>4</td>
<td>19</td>
<td>2</td>
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<tr>
<td>Office Bldg.</td>
<td>214,340</td>
<td>Office</td>
<td>5</td>
<td>20</td>
<td>3</td>
</tr>
</tbody>
</table>

Architecture

The two-story office and research and development buildings (Buildings 1 through 15) in Phase 1 will be constructed using tilt up concrete construction, with smooth and sandblasted concrete textures, aluminum color cladding panels, aluminum mullions, and tinted glass elements combined into a contemporary design. All sides of the buildings will incorporate the design elements so as to make each side visually attractive and will be consistent with the Edge at Campus project. Colors proposed include red to accent the window treatments, medium grey colors on the upper levels of the façade, brushed aluminum for the mullions, canopies and cornice elements. In addition private patios will be incorporated on lots that abut the proposed greenbelt lots to create a pedestrian orientated development. The retail buildings (Bldg 16 & 17) will be wood frame construction and will be made to match will similar architectural treatment and patios along the greenbelt lot.
Building entrance points will be accentuated by higher vertical design elements and projecting canopies. The two-story buildings will be approximately 45 feet in maximum height.

Roof mounted equipment will be screened by the building parapets and integrated angles roof lines will be constructed to enhance the architectural look to the buildings.

Each of the buildings will have their primary entrances facing the off-street parking lots and greenbelt areas.

The proposed buildings in Phases 2 and 3 (Buildings 18 through 20) will be reviewed upon submittal for compatibility with the architectural requirements of the CCSP when they are developed at a later date.

Environmental Assessment No. EA-548 for the CCSP has several conditions requiring coordination of architectural design throughout the Specific Plan area.

The CCSP area is limited to a maximum FAR of 0.99 as applied to the entire area. Thus, the maximum net square footage total of all buildings within the Specific Plan area is limited to 2,175,000 square feet. The FAR for each proposed parcel is shown on the attached FAR Table.

The difference in square footage between the FARs is being retained by applicant for application to other projects within the Specific Plan area which is permitted by Ordinance No. 1345.

The following table indicates the proposed gross floor area for each use type.

<table>
<thead>
<tr>
<th>Use Type</th>
<th>Gross Floor Area</th>
</tr>
</thead>
<tbody>
<tr>
<td>Retail Phase 1</td>
<td>13,660</td>
</tr>
<tr>
<td>Office Phase 1</td>
<td>203,977</td>
</tr>
<tr>
<td>Office Phase 2</td>
<td>193,228</td>
</tr>
<tr>
<td>Office Phase 3</td>
<td>214,340</td>
</tr>
<tr>
<td>Total</td>
<td>625,205</td>
</tr>
</tbody>
</table>

Circulation and Traffic

The internal streets to the proposed project consisting of the east/west extension of Maple Avenue between Nash Street and Douglas Street as well as the north/south Parkview Avenue will remain as private streets to be maintained by the applicant. Ingress and egress to the project site would be provided by driveways along Douglas Street, Maple Avenue, Campus Drive, Mariposa Avenue, Parkview Drive South, and Campus Square West. Circulation within the project will be handled by the existing internal private streets. Campus Square East is proposed to be eliminated and converted into a greenbelt lot and Campus Square West is proposed to converted into a driveway with parking developed along the east side of the driveway. In addition, street parking is proposed along Campus Drive and on a portion of Parkview Drive South. A Traffic Analysis as part of the Addendum was conducted by Kimley-Horn (Exhibit 1A) to determine the impacts if any of the proposed elimination of Campus
Square East, the conversion of Campus Square West from a private street to a private driveway, and the inclusion of street parking on the private streets. The Analysis also looked at the project trip generation and movement within the internal driveways and intersections. The Original Project noted 21,366 daily trips. The Revised Project indicates 10,532 daily trips with peak A.M. and P.M. at 1,193 and 1,297 respectively compared to A.M. and P.M. peaks of 2,267 and 2,795 under the Original Project FEIR. The results of the Analysis indicates that the proposed project changes would not result in traffic congestion or significant delay on the on-site circulation system as the trip generation for the Revised Project would represent roughly half the project trip generation estimates presented in the Corporate Campus FEIR. Greater detail is provided in the attached Addendum to the FEIR (Exhibit 1A).

A detailed discussion of the adjustment application findings is included in the attached draft resolution (Exhibit 1).

Utilities

The City has easements within the internal private streets that will be maintained for utility purposes. As the street (Campus Square East) is eliminated and converted into a greenbelt lot, the easement will require amendment to allow for the installation of landscaping within the easement. The applicant will be responsible to construct any and all infrastructure improvements as required for the project. These infrastructure improvements include drainage facilities, water, sewer and reclaimed water. Proposed development would connect into the existing water, sewer, and reclaimed water lines consistent with the analysis and mitigation measures in the FEIR.

Parking and Loading

Parking is proposed to be located in surface parking lots and in two parking structures. Phase 1 will be developed with 732 parking spaces and requires 733 spaces. Phase 2 requires 525 parking spaces and will provide 634 parking spaces proposed within a 3-level parking structure (549 spaces) and 85 surface spaces. Phase 3 requires 577 parking spaces and provides 748 parking spaces within a 5-level 549 stall parking structure and 199 surface spaces. Total parking required for the project is 1,836 spaces. The applicant proposes to provide 2,114 parking spaces, which exceeds the City's parking requirements.

Based on the proposed mix of uses and size of the buildings for each of the proposed buildings, four small and four large truck loading spaces are required. As mentioned in the Project Description the applicant proposes to amend the CCPS plan to allow the shared use of loading spaces with parking spaces during business hours. The proposed configuration and layout of the structures under Phase 1 make it conducive to share the loading area with the parking spaces. Limited delivery hours will be required between 6:00 a.m. to 10:00 a.m. with signs posted prohibiting parking by employees and/or customers. Staff believes that the request for an adjustment is justified, because the delivery hours will not conflict with the hours of operation of the uses onsite.
V. **General Plan Consistency**

The El Segundo General Plan land use designation for the proposed Project Site is Corporate Campus Specific Plan. This designation seeks a range of commercial office and non-office uses in an integrated campus type design, which promotes employment and diversity. The proposed project and its consistency with relevant Element Goals, Objectives and Policies of the City of El Segundo General Plan are discussed in the attached draft resolution (Exhibit 1).

VI. **Specific Plan Consistency**

The following table compares the proposed site development standards to Corporate Campus Specific Plan (CCSP) Zone. The comparison below is for the proposed project.

<table>
<thead>
<tr>
<th>REQUIREMENTS</th>
<th>CORPORATE-CAMPUS SPECIFIC PLAN AREA STANDARDS</th>
<th>PROPOSED PROJECT STANDARDS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Permitted Uses</td>
<td>General offices, medical offices, restaurants, hotels and motels, retail sales, financial institutions, scientific research and development, movie and entertainment facilities.</td>
<td>Offices and R&amp;D. Complies.</td>
</tr>
<tr>
<td>Minimum Lot Size</td>
<td>10,000 square feet.</td>
<td>Each of the proposed parcels contains more than 10,000 sq. ft. Complies.</td>
</tr>
<tr>
<td>Height</td>
<td>175 feet maximum.</td>
<td>The maximum proposed building height is 45' (2-story) and 75' feet (5-story). Complies</td>
</tr>
<tr>
<td>Setback from adjoining public right-of-way</td>
<td>15 feet minimum.</td>
<td>Complies</td>
</tr>
<tr>
<td>Interior Setbacks</td>
<td>5 feet from lot lines, 15 feet from curb face.</td>
<td>All buildings meet or exceed the minimum. Complies. Amendment to allow at-grade patios with 6' foot walls, fences, and hedges to encroach into front yard setbacks is proposed.</td>
</tr>
<tr>
<td>Lot Frontage</td>
<td>100 feet minimum on a public street, private street or private driveway.</td>
<td>Each of the proposed parcels has at least 100 feet of frontage on a public and/or private street. Complies. Greenbelt lots are proposed and lots abutting Greenbelt lots may have 80 feet of frontage.</td>
</tr>
<tr>
<td>Floor Area Ratio</td>
<td>0.99 (Net) maximum FAR.</td>
<td>The proposed project has an over FAR of 0.6. Phase 1 has a FAR of .40. Phase 2 and 3 have a FAR of .99. Complies.</td>
</tr>
<tr>
<td>--------------------------</td>
<td>-----------------------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Minimum &amp; Maximum Floor Area by Use</td>
<td>Non-office uses are limited to 20% of the maximum allowable floor area.</td>
<td>A total of 611,545 sq. ft. of office and 13,680 sq. ft. (2.1%) of other uses are proposed. Complies</td>
</tr>
<tr>
<td>Walls/Fences</td>
<td>A minimum six-foot high masonry wall must be provided along property lines for those yards abutting residential or industrial zones. ESMC §15-5E-7(G)</td>
<td>None of the proposed parcels abut a residential or industrial zone. Does not apply. An Amendment to allow patios with 6’ foot high walls, fences, and hedges into setback is proposed.</td>
</tr>
<tr>
<td>Vehicle Trips</td>
<td>The maximum number of A.M. and P.M. peak hour vehicle trips for the Specific Plan area, shall not exceed 2,267 and 2,795, respectively</td>
<td>The proposed project is the Revised Project and is being developed at a much lower FAR than allowed. Thus the traffic for this project will be substantially lower than the limitations set in the FEIR for the Original Project. The Traffic Study projects the maximum number of A.M. and P.M. peak hour vehicle trips are 1,193 and 1,297 respectively. Complies.</td>
</tr>
<tr>
<td>Property Entry Area:</td>
<td>Must be accentuated and distinguished from rest of area.</td>
<td>Property Entry Area: All landscaped areas within the first ten feet of the public and private roadways are to be landscaped and maintained by Applicant. Complies.</td>
</tr>
<tr>
<td>Building Perimeter:</td>
<td>A minimum of 5-feet deep.</td>
<td>Building Perimeter: At least 5-feet of landscaping provided around each building perimeter. Complies.</td>
</tr>
<tr>
<td>Property Perimeter:</td>
<td>Required in all setback areas with one tree per 25’ of street frontage. 229 trees are required.</td>
<td>Property Perimeter: All setback areas on street frontage are landscaped. A minimum of 229 trees will be provided. Complies.</td>
</tr>
<tr>
<td>Vehicle Use Area:</td>
<td>5% must be landscaped and 1 tree for every 3,000 square feet of VUA must be provided. One Hundred Fifty-one trees are required.</td>
<td>Vehicle Use Area: A minimum if 151 will be provided in the VUA. Complies.</td>
</tr>
<tr>
<td>Parking Spaces</td>
<td>1,832 parking spaces required ESMC §15-5D-9</td>
<td>A total of 2,114 parking spaces shall be provided. Phase 1-732 parking spaces. Phase 2-634 parking spaces. Phase 3-748 parking spaces.</td>
</tr>
<tr>
<td>Parking Space Dimensions</td>
<td>Varies ESMC §15-5D-9</td>
<td>Parking space dimensions throughout the project are consistent with ESMC requirements. Complies</td>
</tr>
<tr>
<td>--------------------------</td>
<td>----------------------</td>
<td>-----------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Loading Spaces</td>
<td>Eight, 4 small truck and 4 large truck loading spaces are required. ESMC §15-5D-9</td>
<td>Applicant requested amendment to CCSP to allow loading spaces be shared with parking spaces during business. Complies subject to approval of CCSP amendment.</td>
</tr>
<tr>
<td>Corner Clearance</td>
<td>For the purpose of safe visibility, all corner lots must maintain a triangular area of 15’ in length adjacent to the front and side property lines, in which no trees, fences, shrubs, retaining walls, buildings and structures or other physical obstructions must be permitted to exceed 30” in height from street grade, except trees that are trimmed with a 12’ high minimum visibility from street grade under the canopy. ESMC §15-2-6</td>
<td>Complies.</td>
</tr>
<tr>
<td>Driveway Visibility</td>
<td>To provide visibility for pedestrians and drivers, all driveways must maintain a triangular area of 10’ in length adjacent to the driveway and property line intersections, in which no fences, walls and landscaping are permitted to exceed 30” in height from street grade, except trees that are trimmed with a 12’ high minimum visibility from street grade under the canopy. ESMC §15-2-11.</td>
<td>Complies.</td>
</tr>
</tbody>
</table>

**Subdivision**

The application is a subdivision request (Vesting Tentative Map No. 72287) to allow for the subdivision of land to create 32 lots on 23.87 acres of the 46.5 acre Corporate Campus Specific Plan site. The Applicant proposes commercial condominium ownerships, however at this point has not determined the number of spaces that will be created. The CCSP allows for condominium ownership.

Individual owners of the proposed lots will have exclusive rights to their individual ownership in the common areas and project amenities. Covenants, Conditions and Restrictions (C.C. & R’s) will establish a Property Owners Association (POA) to ensure maintenance of the common areas and the exterior of the building. The C.C. & R’s will be reviewed by the City Attorney’s office before the City Council considers approving
the Final Map. Vesting Tentative Map No. 72287 will create 32 lots which will meet the minimum lot sizes and frontage requirements if the amendments to the Specific Plan are approved. The proposed lot will also require the transfers of floor area (TFAR) from any parcel within the project. The vesting tentative map would expire 24 months after approval or conditional approval but may be extended for a period not to exceed twelve months, pursuant to Government Code § 66452.6 and ESMC § 14-2-3. The development rights expire when the vesting tentative map expires unless a final map is approved before the expiration date. Once the final map is approved, the development rights remain valid for one year pursuant to ESMC § 14-2-3(B) and may be extended for one year pursuant to ESMC § 14-2-3(D). The lot breakdown and FAR under Vesting Tentative Map No. 72287 is as follows:

<table>
<thead>
<tr>
<th>Lot No./ Building No.</th>
<th>Lot No.</th>
<th>Square Footage</th>
<th>Building Square Footage (gross)</th>
<th>FAR</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lot 1, Pkg Lot</td>
<td>33,785</td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Lot 2, Bldg 15</td>
<td>13,080</td>
<td>14,399</td>
<td></td>
<td>1.1</td>
</tr>
<tr>
<td>Lot 3, Bldg 14</td>
<td>12,225</td>
<td>10,144</td>
<td></td>
<td>0.83</td>
</tr>
<tr>
<td>Lot 4, Bldg 13</td>
<td>13,445</td>
<td>14,399</td>
<td></td>
<td>1.07</td>
</tr>
<tr>
<td>Lot 5, Bldg 12</td>
<td>15,610</td>
<td>14,399</td>
<td></td>
<td>0.92</td>
</tr>
<tr>
<td>Lot 6, Pkg lot</td>
<td>54,025</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 7, Bldg 16</td>
<td>26,085</td>
<td>5,260</td>
<td></td>
<td>0.20</td>
</tr>
<tr>
<td>Lot 8, Bldg 11</td>
<td>10,575</td>
<td>10,144</td>
<td></td>
<td>0.96</td>
</tr>
<tr>
<td>Lot 9, Bldg 10</td>
<td>11,640</td>
<td>10,144</td>
<td></td>
<td>0.87</td>
</tr>
<tr>
<td>Lot 10, Bldg 9</td>
<td>11,690</td>
<td>7,989</td>
<td></td>
<td>0.68</td>
</tr>
<tr>
<td>Lot 11, Bldg 8</td>
<td>26,795</td>
<td>27,570</td>
<td></td>
<td>1.05</td>
</tr>
<tr>
<td>Lot 12, Green</td>
<td>21,980</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 13, Green</td>
<td>26,405</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 14, Bldg 17</td>
<td>44,230</td>
<td>8,400</td>
<td></td>
<td>0.19</td>
</tr>
<tr>
<td>Lot 15, Bldg 3</td>
<td>11,395</td>
<td>14,399</td>
<td></td>
<td>1.26</td>
</tr>
<tr>
<td>Lot 16, Bldg 4</td>
<td>10,950</td>
<td>10,144</td>
<td></td>
<td>0.93</td>
</tr>
<tr>
<td>Lot 17, Bldg 5</td>
<td>11,340</td>
<td>7,989</td>
<td></td>
<td>0.70</td>
</tr>
<tr>
<td>Lot 18, Bldg 6</td>
<td>10,490</td>
<td>10,144</td>
<td></td>
<td>0.97</td>
</tr>
<tr>
<td>Lot 19, Bldg 7</td>
<td>13,795</td>
<td>10,144</td>
<td></td>
<td>0.74</td>
</tr>
<tr>
<td>Lot 20, Pkg Lot</td>
<td>76,470</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 21, Bldg 2</td>
<td>11,655</td>
<td>14,399</td>
<td></td>
<td>1.24</td>
</tr>
<tr>
<td>Lot 22, Bldg 1</td>
<td>49,480</td>
<td>27,570</td>
<td></td>
<td>0.56</td>
</tr>
<tr>
<td>Lot 23, Street</td>
<td>65,055</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 24, Street</td>
<td>17,220</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 25, Street</td>
<td>32,093</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 26, Bldg 18</td>
<td>47,305</td>
<td>87,500</td>
<td></td>
<td>1.845</td>
</tr>
<tr>
<td>Lot 27, Pkg.</td>
<td>66,935</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 28, Bldg 19</td>
<td>44,085</td>
<td>105,728</td>
<td></td>
<td>2.39</td>
</tr>
<tr>
<td>Lot 29, Pkg Lot</td>
<td>31,905</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 30, Pkg.</td>
<td>66,370</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 31, Pkg. Lot</td>
<td>25,980</td>
<td>0</td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Lot 32, Bldg.20</td>
<td>124,160</td>
<td>214,340</td>
<td></td>
<td>1.73</td>
</tr>
<tr>
<td>Total</td>
<td>1,039,898</td>
<td>625,205</td>
<td></td>
<td>0.60</td>
</tr>
</tbody>
</table>
Findings for Denial of a Subdivision

ESMC § 14-1-6 states that the Planning Commission must deny approval of a tentative map or vesting tentative map for which a tentative map was not required, if it makes any of the following findings consistent with Section 66474 of the Government Code:

1. That the proposed map is not consistent with applicable general and specific plans as specified in Government Code § 65451.

2. That the design or improvement of the proposed subdivision is not consistent with applicable general and specific plans.

3. That the site is not physically suitable for the type of development.

4. That the site is not physically suitable for the proposed density of the development.

5. That the design of the subdivision or the proposed improvements are likely to cause substantial environmental damage or substantially and unavoidably injure fish or wildlife or their habitat.

6. That the design of the subdivision or type of improvements are likely to cause serious public health problems.

7. That the design of the subdivision or type of improvements will conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision.

Staff believes that none of the findings for denial of the subdivision apply to the proposed project. Additionally, the proposal meets the City's development goal that promotes the construction of high quality commercial projects with ample open space. This proposal will be located in an appropriate place in the City and has been evaluated carefully to ensure that this development is not detrimental to the existing character of the area. This proposal to subdivide land and construct commercial office units will be consistent with the design and character of other commercial developments in the immediate area.

Although minor changes may be made to the final building locations and configurations on the proposed site plan, conformance with all of the development standards will be required prior to the issuance of each building permit.

As discussed in the Development Agreement subsection above, the approved Development Agreement and its proposed amendment will also provide additional land use controls on the mix of tenant and building sizes and the number and location of various types of restaurants.
VII. **Environmental Review/Certified EIR and Addendum**

On January 2, 2002, the City Council certified the Final Environmental Impact Report and adopted a Mitigation Monitoring Reporting Program. The City Council conducted a separately noticed public hearing on the project after the completion of the response to comments and completion of the FEIR. The proposed uses, buildings, parking, and circulation improvements of the Revised Project are consistent with the requirements of the CCSP and with the Final EIR certified on January 2, 2002, for the Corporate Campus Project.

**Addendum to the FEIR**

The addendum to the FEIR for the proposed 2013 Revised Project analyzes the proposed amendment to the Corporate Campus Development project that would eliminate a private street that was approved as part of the traffic circulation under the Original Project FEIR. In addition the Revised Project was reduced in scale from 2,175,000 square feet to 930,025 square feet and will be developed with a .60 FAR. The addendum determined that there would be no new, or substantially more severe, significant impacts than the impacts originally identified in the FEIR. However, the previously adopted Statement of Overriding Considerations must be readopted by the City Council stating the specific reasons why the project’s benefits outweigh its significant environmental impacts. Planning staff recommends that the Planning Commission find that the overriding benefits of the project outweigh the environmental impacts and recommend to the City Council readopt the Statement of Overriding Considerations (Exhibit 4) as required by CEQA. A complete environmental analysis is provided in the attached Addendum to the EIR (Exhibit 1A). The adopted Mitigation Monitoring and Reporting Program is attached (Exhibit 3).

**Public Comments**

No comments have been received from the public or other agencies regarding the Addendum to the FEIR, the Development Agreement amendment, Specific Plan Amendment, Vesting Tentative Map No. 72287 or the proposed modifications to the conditions of approval as of the issuance of this staff report.

VIII. **Application Findings**

In order to approve the project, the City Council must take certain actions related to the proposed project. The Planning Commission’s responsibility is to make recommendations to the City Council related to the CEQA, Development Agreement, Specific Plan, and Subdivision applications. The required findings for each application are included in the attached draft resolution (Exhibit 1).

IX. **Conclusion**

Staff recommends that the Planning Commission recommend that the City Council approve the proposed project, subject to the conditions contained in Draft Resolution No. 2739.
X. Exhibits

1. Draft Planning Commission Resolution No. 2739 and Attachments (Exhibit A: Addendum to the FEIR (under separate cover); Exhibit B: Ordinance Including Development Agreement, Specific Plan and Conditions of Approval; Exhibit C: Conditions of Approval)
2. Draft Amendment to Corporate Campus Specific Plan (strikeout/underline format)
3. Mitigation Monitoring and Reporting Program (MMRP)
4. Statement of Overriding Considerations
5. Resolution No. 4241 and Ordinance No. 1345 including the Conditions of Approval for the original project approved in 2002
6. Plans

Prepared by: Louis Morales, Planning Consultant

Kimberly Christensen, AICP, Planning Manager
Planning and Building Safety Department

Sam Lee, Director
Planning and Building Safety Department

Exhibits referenced above
Available in the City Clerk's Office for Review
(Master Pages 12-23 thru 12-346)
RESOLUTION NO. ___

A RESOLUTION APPROVING AN ADDENDUM TO A FINAL ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. EA-1021; AND APPROVING SUBDIVISION NO. SUB 13-05 (VESTING TENTATIVE MAP NO. 72287), AND MODIFICATIONS TO CONDITIONS OF APPROVAL FOR THE CORPORATE CAMPUS DEVELOPMENT PROJECT (REDUCED TRAFFIC GENERATION AND REDUCED SCALE ALTERNATIVE).

The City Council of the City of El Segundo does resolve as follows:

SECTION 1: The City Council finds and declares that:

A. On January 2, 2002, the City Council approved a development known as Corporate Campus Specific Plan under EA-548. Approvals for that development included a Specific Plan, a General Plan Amendment, a Zone Change, a Subdivision, and a Development Agreement for the development of 2,175,000 square feet of office, light industrial, retail, restaurant, health club, hotel conference, medical/dental office, and day care uses, along with public recreational facilities and a City Fire Station on a 46.5 acre site;

B. On May 14, 2013, CDC Mar Campus LLC, Inc. filed applications for an Environmental Assessment No. EA-1021; a Development Agreement Amendment No. DA 13-01, to extend the term of the agreement and modify certain sections of the agreement; Specific Plan Amendment No. SP 13-02 to amend certain sections to allow parking on private streets, eliminate a private street and convert to a greenbelt lot, convert an existing private street to a private driveway, allow for the inclusion of greenbelt lot and standards for a greenbelt lot development, allow fences and walls that are part of a patio to encroach into the front yard setbacks, allow the shared use of loading spaces with parking spaces, and update exhibits to include revised conceptual plan and to incorporate Vesting Tentative Map No. 72287 with the existing subdivisions in the subdivision plan exhibit; Subdivision No. Sub 13-05 (Vesting Tentative Map No. 72287 to subdivide the remaining undeveloped portion of the project site into 32 lots and establishing the total lot count within the Corporate Campus Specific Plan to 46 lots);

C. The applications from CDC Mar Campus, LLC (collectively, the “project”) were reviewed by the City’s Planning and Building Safety Department for, in part, consistency with the General Plan, Corporate Campus Specific Plan, and conformity with the El Segundo Municipal Code (“ESMC”);
D. In addition, the City reviewed the project’s environmental impacts under the California Environmental Quality Act (Public Resources Code §§ 21000, et seq., “CEQA”), the regulations promulgated thereunder (14 Cal. Code of Regulations §§15000, et seq., the “CEQA Guidelines”), and the City’s Environmental Guidelines (City Council Resolution No. 3805, adopted March 16, 1993);

E. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the project before the Planning Commission for October 17, 2013;

F. On October 17, 2013, the Planning Commission opened a public hearing to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the Commission by City Staff, public testimony, and representatives of CDC Mar Campus LLC. Following the public hearing, the Planning Commission adopted Resolution No. 2739 recommending that the City Council approve the project;

G. On November 5, 2013, the City Council held a duly advertised public hearing in the Council Chamber of the El Segundo City Hall, 350 Main Street to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the Council by City Staff, public testimony, and representatives of CDC Mar Campus, LLC;

H. This Resolution and its findings are made based upon the testimony and evidence presented to the City Council at its November 5, 2013 public hearing including, without limitation, the staff report submitted by the Planning and Building Safety Department.

SECTION 2: Factual Findings and Conclusions. The City Council finds that the following facts exist and makes these conclusions:

A. The project is proposed on an approximately 23.87-acre portion of the 46.5 acre Corporate Campus Project site located in the northeast portion of the City of El Segundo. The Corporate Campus Specific Plan area is comprised of 26 parcels that will be further subdivided on the 23.87 acre portion of the site. The entire subject property is roughly bounded by the Atwood Way to the north, Douglas Street to the east, Mariposa Avenue to the south, and Nash Street to the west.

B. The northern portion of the site, the Edge at Campus, is approximately 14.01 acres and has been developed with office and retail uses. Additionally, soccer fields, a Fire Station, and a Hotel (Hyatt Place) have
been developed within the original 46.5 acre site of the Corporate Campus project.

C. The 46.5-acre project site (Corporate Campus Project Site) has a Corporate Campus land use designation and the zoning designation is the Corporate Campus Specific Plan. The FAR for the Corporate Campus land use designation is 0.99:1 and would permit up to 2,175,000 square feet of development. The proposed project includes approximately 625,205 square feet of new commercial office and retail development that will be developed at a 0.60:1 FAR and that when added to the 304,820 square feet of existing improvements will total 930,025 square feet.

D. The proposed new development of 625,205 square feet of office and retail will be constructed on approximately 23.87 gross acres which constitutes the remaining undeveloped portion of the 46.5 acre Corporate Campus site. The proposed project will be developed in three (3) phases and generally located south of Maple Avenue.

E. The proposed project Phase 1 is a commercial office and retail development of approximately 217,637 square feet on 12.3 acres that includes the development of 17 individual buildings. The Phase 1 project site is bounded by Maple Avenue to the north, Douglas Street to the east, Campus Drive to the south, and Nash Street to the west. Approximately 203,977 square feet of the proposed development is office uses and 13,660 square feet is retail uses. Phase 1 will create 25 lots under Vesting Tentative Map No. 72287 and will include lots used for greenbelts and parking lots that will have 0 FAR. The FAR for Phase 1 will be 0.40:1. Phase 2 will include the development of 193,228 square feet on 4.4 acres and will include two four-story buildings and a parking structure and will be developed with a 0.99:1 FAR. The Phase 2 project site is bounded by Maple Avenue to the north, Campus Square East to the east, Campus Drive to the south, and Nash Street to the west excluding the existing Hyatt Place parcel. Phase 2 will be subdivided into 4 lots under Vesting Tentative Map No. 72287. Phase 3 will be developed with one mid-rise five-story office building approximately 214,340 square feet on 4.97 acres of land that will be divided into 3 lots under Tentative Map No. 72287. The Phase 3 project site will bounded by Campus Drive to the north, Douglas Avenue to the east, Mariposa Avenue to the south and Parkview Drive South to the east excluding the existing Fire Station No. 2 parcel.

F. The proposed project would consist of 20 buildings. 15 two-story buildings and 2 one-story building in Phase 1 with a maximum height of 45 feet. Phase 2 will have 2 four-story buildings and Phase 3 will have 1 five story building with a maximum of approximately 75 feet. The maximum height in the Corporate Campus Specific Plan is 175' feet. All development within the proposed Corporate Campus project would conform to Corporate
Campus Specific Plan development standards excepting the development standards specified in the amendment requests.

G. The proposed FAR for this development is 0.60:1 based on 625,205 gross square feet of development on 23.87 net acres.

H. The Corporate Campus Specific Plan Zone allows for the transfer of density rights within the development area to insure that the overall density of the site is consistent with the Corporate Specific Plan Zoning. Any donor parcels for FAR purposes will have covenants recorded stating the maximum FAR permitted on the parcel.

I. Ingress and egress to the proposed project would be provided from driveways with direct access from Douglas Street, Maple Avenue, Mariposa Avenue, and through driveways that have access through the existing internal private streets.

J. Parking for the proposed Corporate Campus Project will be located on surface parking lots for Phase 1. Parking for Phases 2 and 3 with have surface parking lots and parking structures that will be located next to the proposed office buildings in Phases 2 and 3. Based on a total of 625,205 square feet of commercial office/retail/restaurant space, 1,832 parking spaces are required. The project includes 2,114 parking spaces, which exceeds the City’s parking requirements.

SECTION 3: Environmental Assessment. The City Council makes the following environmental findings:

A. The City Council certified a Final EIR (FEIR) on January 2, 2002 for the Corporate Campus project.

B. The City reviewed the project and prepared an Addendum to the FEIR pursuant to CEQA Guidelines § 15090. A true and correct copy of the Addendum is attached as Exhibit “A,” and incorporated by reference. None of the conditions in CEQA Guidelines § 15162 requiring a subsequent or supplemental EIR are present. No new significant effects will result from the revised project. No significant effects previously examined will be substantially more severe than shown in the FEIR in accordance with CEQA Guidelines § 15164(a).

C. The Addendum was not circulated for public review, but will be included in or attached to the FEIR in accordance with CEQA Guidelines § 15164(c).

D. In accordance with CEQA Guidelines § 15164(e), the Addendum includes an explanation of the decision not to prepare a subsequent EIR pursuant
to CEQA Guidelines § 15162 and the explanation is supported by substantial evidence.

E. In accordance with CEQA Guidelines §§ 15090 and 15164(d) the Addendum reflects the City's independent judgment and analysis and was considered with the FEIR before the City Council considered the project. The Addendum is an accurate and complete statement of the environmental impacts of the project. The Addendum to the FEIR was prepared under the direction of the City of El Segundo Planning and Building Safety Department and reflects the independent judgment and analysis of the environmental impacts of the project.

F. In accordance with § 15091 of the CEQA Guidelines, the record on which the Planning Commission's findings are based is located at the Planning and Building Safety Department, City of El Segundo, 350 Main Street, El Segundo, California 90245. The custodian of records is the Director of Planning and Building Safety.

G. The City Council finds that all mitigation measures now incorporated into the project are desirable and feasible. The City Council certifies the Addendum.

H. Because of the facts identified in this Resolution, the Addendum shows that a Statement of Overriding Considerations will be required in order for the project to be approved. Accordingly, the City Council incorporates the finding of fact as Exhibit "C," and incorporated by reference, and adopts the Statement of Overriding Considerations set forth in Exhibit C.

SECTION 4: General Plan and Specific Plan. The proposed project conforms with the General Plan as follows:

A. The General Plan contains a number of relevant Goals, Objectives, and Policies in the Economic Development Element. The goal of Objective ED1-1 is building "support and cooperation among the City of El Segundo and its businesses and residential communities for the mutual benefits derived from the maintenance and expansion of El Segundo's economic base." The benefits of the development will be shared and supported by all constituencies in the City. The development will provide significant fiscal benefit to the City by generating additional business license and potential sales tax revenue.

B. According to Policy ED1-1.2, long-run efforts for economic development should focus on "diversification of El Segundo's economic base in order to meet quality of life goals." The project will add to the diversification of the economic base in the City by providing ownership opportunities for office uses that exist on a limited basis in the City but has seen an increase in
demand as office uses diversify from aerospace. Therefore, these uses will meet quality of life goals by benefiting the residential and business communities with more diverse office uses not currently available in the City.

C. Policies ED1-2.1 and ED1-2.2, both seek to promote land uses, which improve the City’s commercial tax base. The purpose of the Corporate Campus Specific Plan Land Use Designation is to provide for office development and supporting retail and other commercial services which provide a fiscal benefit to the City. The City has seen a change in office development that incorporates retail and other uses. The proposed project will provide this opportunity in an area of the City that typically does not have a retail destination.

D. The proposed project meets the City’s policy of seeking balance between enhanced economic development and available resources and infrastructure capacity (Policies ED1-2.3 and LU7-1.2). As adequate resources are currently available within the City to serve the proposed project or will be developed as part of the project, as supported by the certified FEIR and the addendum to the FEIR, a substantial new commitment of resources or infrastructure is not required. Based on this, the proposed project is consistent with Policy ED1-2.3.

E. Implementation of the proposed project will meet relevant goals and policies with regard to the Land Use Element. The project will help the tax base through the development of new commercial uses without adversely affecting the viability of downtown (Goal LU4). The types of development and services expected to be provided for the most part are not already available in El Segundo.

F. The project will be conditioned to require maintenance and permanent upkeep on all the landscaping developed in conjunction with the project as required by Policy LU4-1.1.

G. Any development on the Corporate Campus Project would be required to meet all health and safety and environmental regulations and would be built to meet all current seismic safety standards, as overseen by the Building Safety Division. The appropriate regulatory agencies, including the Regional Water Quality Control Board (LARWQCB) would be required to approve remediation of any existing soil and water contamination that may be present on the Corporate Campus Project Site. The LARWQCB determines what level of contaminants is acceptable to allow construction at the subject site (Policy LU4-1.2 and Policy LU4-1.4).
H. Any proposed development would comply with all the zoning regulations and development standards for the Corporate Campus Specific Plan Zone (Policy LU4-2.1).

I. The Corporate Campus Project Site is located within a quarter-mile of a Green Line’s Mariposa/Nash Station. (Policy LU4-4.4) which will help encourage transit ridership to the project.

J. The development of the Corporate Campus Project Site would allow for the development of a site that has been vacant for many years and was previously improved with a blighted former industrial use area into a new commercial/retail opportunity for the surrounding area. This redevelopment would occur through the combined efforts of the City of El Segundo and private applicants and would conform to the Corporate Campus Specific Plan development standards (Objective LU5-3).

K. The proposed Corporate Campus project will convert a former private street within the project site into a greenbelt lot that will provide open space and will be improved with landscape and will be used as passive open space to promote pedestrian activity. This is in line with Objective LU6-1.3 “Utilization of utility easements for recreational, open space, and beautification purposes should continue and additional possibilities should be explored.”

L. As development on the site is approved, stormwater detention basin(s) would be required to contain the stormwater runoff. The size of these basin(s) would depend on the size of the individual developments and would be determined through completing a hydrology study as may be required (Policy LU7-1.4).

M. All new on-site utilities required for development(s) on the Corporate Campus Project Site will be placed underground with the construction of the individual project (Policy LU7-2.3).

N. Off-street parking will be provided as required to accommodate employees and the public (Policy LU7-2.4).

O. The proposed project will be required to have strategic safety plans and a fire life safety plan in place (Policy LU 7-1.1 and Policy LU 7-1.2). All on-site utilities will be placed underground (Policy LU7-2.3).

P. Access to development on the Corporate Campus Project Site would be provided from Douglas Street, Maple Avenue, Nash Street, and Mariposa Avenue. This would allow emergency vehicle access to the site from all sides of the site (Policy C1-1.10).
Q. The Traffic Study, which was performed as part of the Addendum to the FEIR determined that the number of vehicles trips would be less than the maximum number of trips allowed under the certified FEIR for the Original Corporate Campus project. The proposed Revised Corporate Campus Development project would generate 1,193 a.m. peak period trips and 1,297 p.m. peak period trips and would remain below the 2,267 a.m. peak period trips and 2,795 p.m. peak period trips as identified in the certified EIR for the Original Corporate Campus project.

R. Development of the Corporate Campus Project Site would include landscaping, internal walkways and other amenities (e.g., pedestrian benches, and gathering places) which would facilitate pedestrian movements and ensure that any future uses were accessible and visitor friendly (Policy C2-1.3).

S. Development on the Corporate Campus Project Site would incorporate sidewalks along project boundaries as required (Policy C2-1.4).

T. The Corporate Campus Project Site will have sidewalks around the project boundaries and other internal pedestrian walkways through the greenbelt lots and will promote linkages to surrounding properties and public transit stops (Policies C2-1.3, C2-1.6, and C2-3.3).

U. The proposed project will adhere to any applicable regulations regarding preferential parking areas or promotion of ride share (Policy C2-5.1). The proposed project will provide sufficient on-site parking and loading (Policy C3-2.1 and C1-3.2) as required by the El Segundo Municipal Code.

V. Parking would be provided on the proposed Corporate Campus Project Site in accordance with the City of El Segundo's parking requirements (Policy C3-2.1).

W. The proposed project includes the development of passive open space through the development of two green lots totaling approximately 48,385 square feet and will have outdoor recreational activity, landscaped areas with outdoor seating in conjunction with non-residential development consistent with Policy OS1-2.5. This would expand the recreational opportunities for residents and employees in the City (Goal OS1 and Objective OS1-2).

X. The construction and/or maintenance of existing infrastructure to accommodate the use of reclaimed water for irrigation systems, when available, and the application of the City’s Water Conservation in Landscape regulations (ESMC Chapter 10-2), as required by mitigation measures M.2-4, M2.5, M2.6, M.2-10, M2-13, and M2-16 and Condition of
Approval No. 8, would be consistent with and further Policies CN2-5, CN2-7, CN2-12.

Y. All development on the Corporate Campus Project Site is required to include a comprehensive and coherent design for the development, including landscaping and amenities, in order to improve the existing aesthetic appearance of the site (Policy CN2-7).

Z. All development on the Corporate Campus Project Site is required to include facilities capable of holding stormwater runoff resulting from the development. All development on the Corporate Campus Project Site would be required to utilize reclaimed water for landscaping to the extent feasible (Policy CN2-12). Additionally, reclaimed water would be used to the extent possible in the irrigation of the landscaping (Policy CN2-11).

AA. The project would provide a comprehensive and coordinated design of the entire project site, including landscape amenities to substantially improve the aesthetic appearance of the site and the surrounding area as encouraged by Policy CN5-6.

BB. The project was identified and is currently under Los Angeles Regional Water Quality Control Board (LARWQCB) orders to remediate soil and ground water contamination as contemplated by Goal CN3 and Policy CN3-2 to protect groundwater from contamination.

CC. The implementation of transportation demand management programs, as required by Mitigation Measure B-3 (bike, rideshare matching, and transit options), and as required by ESMC Chapters 15-16 and 15-17 will demonstrate compliance with air quality objectives to encourage alternative commuting strategies (AQ1-1), reduce vehicle trips (AQ3-1.1, AQ3-1.2), and promote non-motorized transportation (AQ4-1.1).

DD. The project will implement a number of traffic improvements, as required by mitigation measures B-6 through B-12 in the MMRP and B-13 & B-14 in the Addendum, which will improve traffic flow (Policy AQ 7-1.1, AQ 7-2.1).

EE. Mitigation measure M.5-1 provides that the proposed project will incorporate energy conservation measures consistent with City (Policy AQ12-1.2).

FF. Implementation of the proposed project, subject to mitigation measures D-1 through D-3 which address construction hours, equipment mufflers, construction equipment staging, and noise barriers, will be consistent with relevant policies of the City’s Noise Element (Policies N1-2.1, N1-2.1B, N1-2.1C, N1-3.1, N1-3.5, and Program N1-2.1A).
GG. The development on the proposed Project Site with years of prior industrial use on the property which will significantly reduce the quantity of many hazardous materials that have been handled on the site (Objective PS3-1).

HH. The developer will remediate any soil and groundwater contamination under the authority of the LARWQC (Policy PS4-1.1).

II. Public Safety Element Policy PS6-1.2 to continue efforts to reduce fire hazards would be furthered by preparation of fire life safety plans (mitigation measures L.2-1 through L.2-5) and the reduction of fire prone industrial facilities.

JJ. As required by mitigation measure L.2-3, fire access roads will be provided throughout the proposed 23.87-acre project site (Policy PS6-1.2E).

KK. As a re-use of a previously developed industrial site, that will be remediated to the satisfaction of the appropriate regulatory agencies and will not pose any health hazard to employees, patrons or visitors to the site, the project is consistent with Policy HM3-1.1 requiring compliance with hazardous materials handling laws.

SECTION 5: Subdivision. The City Council cannot make any of the findings for denial set forth in ESMC § 14-1-6 for the following reasons:

A. The proposed map is consistent with applicable general and specific plans as specified in Government Code § 65451. As set forth in Section 4, this project meets the goals and objectives of the General Plan.

B. The design of the proposed subdivision is consistent with applicable general and specific plans. As set forth in Section 4, this project meets the goals and objectives of the General Plan.

C. The site is physically suitable for the type of development. As set forth in Section 4, this project meets the goals and objectives of the General Plan.

D. The site is physically suitable for the proposed density of development. The proposed project is for the new construction of a 625,205 square foot commercial office and retail development.

E. The design of the subdivision or the proposed improvements is unlikely to cause substantial damage or substantially and avoidably injure fish or wildlife or their habitat. The proposed project site is located in an urbanized area. The new commercial office and retail development is not
likely to result in any substantial environmental damage or cause injury to fish or wildlife or their habitat.

F. The design of the subdivision or type of improvements is unlikely to cause serious public health problems. There is no evidence demonstrating that the proposed new commercial office and retail development is likely to cause any serious public health problem.

G. The design of the subdivision or the type of improvements will not conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision. The subdivision of the property for the new commercial office and retail development will not conflict with any known easements located at, or near the property.

SECTION 6: Development Agreement Findings. Pursuant to City Council Resolution No. 4241, adopted January 2, 2002, the City Council finds that:

A. As set forth in Section 4, the project is consistent with the General Plan and the Specific Plan. The Amendment to the Development Agreement would provide the following public benefits in exchange for valuable development rights (2-year extension):

1. Development of a property that is currently vacant and underutilized.
2. Increasing and further stabilizing the City’s tax base through development of new commercial businesses.
3. Increase in employment opportunities for the City’s residents.
4. Increasing the diversity of office uses, retail uses, and retail services in the City.
5. Increasing City revenues through the generation of taxes that outweigh the City cost of services.
6. Development of a project that is consistent with the Elements of the General Plan and consistent with the Corporate Campus Specific Plan as amended.
7. The Revised Corporate Campus Development project will be developed with 930,205 square feet and will be reduced by 1,244,975 square feet from the approved 2,175,000 square feet approved under the Original Corporate Campus project. The maximum permitted floor area ratio on the property is 0.99:1 and will be developed with an overall FAR of 0.60:1. The FAR for Phase 1 would be 0.40:1, which is below the maximum 0.99:1 allowed.
8. Extend the term of the agreement by two years through July 11, 2020.
9. Allow the development of green-belt lots that will be used for additional recreational purposes, open space, and landscaping.
Green-belt lots shall have a minimum frontage of 30 feet onto a public street, private-and-future street, or driveway.

10. Include provisions to allow for 80 feet of frontage on lots that abut green-belt lots.

B. Following implementation of the proposed Specific Plan Amendment, the project is compatible with the development standards authorized in, and the regulations prescribed for, the land use district in which the real property is located. These development standards and amendments are specific to the Corporate Campus Specific Plan.

C. The project conforms with the public convenience, general welfare and good land use practice. The Corporate Campus Development Specific Plan permits a floor area ratio of 0.99:1 and the floor area ratio of the proposed project would be 0.60:1, which is below the maximum allowed. The project would be developed with private streets and provide public improvements where required. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the northeast quadrant of the City by providing a broad range of commercial office and retail uses.

D. The project will not be detrimental to the health, safety and general welfare. The proposed project will not create any additional negative environmental impacts over and beyond those identified in the EIR that was approved for the Corporate Campus Specific Plan in 2002. That EIR identified impacts in the areas of traffic, operational and temporary construction related air quality, temporary construction-related noise impacts, and cumulative solid waste and traffic impacts. The reduction in size of the Revised Project will result in impacts that will be less than the originally anticipated impacts. The City Council determined that there are overriding considerations, which outweigh the identified unavoidable environmental consequences of the project.

E. The project will not adversely affect the orderly development of property or the preservation of property values. The Corporate Campus Specific Plan (CCSP) Zone development standards and development agreement will ensure that the project will be developed in an orderly fashion. All mitigation measures will be implemented at the time and place impacts occur.

F. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the northeast quadrant of the City.

SECTION 7: Approvals.
A. The City Council approves the Addendum attached as Exhibit “A” subject to the conditions listed on attached Exhibit “D,” which is incorporated into this Resolution by reference. The administrative record contains substantial evidence to support the City’s determination that none of the conditions described in the CEQA Guidelines requiring a subsequent or supplemental EIR are present and that the Addendum is the appropriate documentation required for this Project. In conjunction with approving the Addendum, the City readopts the Statement of Overriding Considerations set forth in Exhibit “C,” which is incorporated by reference, in accordance with the requirements of Public Resources Code section § 21081.

B. Pursuant to Public Resources Code §§21081(a) and 21081.6, the City Council adopts the Mitigation Monitoring and Reporting Program (MMRP) set forth in attached Exhibit “B,” which is incorporated into this Resolution by reference. The City Council adopts each of the mitigation measures as conditions of approval for the Project. Other Project conditions of approval and compliance with applicable codes, policies, and regulations will further ensure that the environmental impacts of the proposed project will not be greater than set forth in the FEIR and these findings.

C. Subject to the conditions listed on the attached Exhibit “D,” which are incorporated into this Resolution by reference, the City Council approves Environmental Assessment No. EA-1021, Development Agreement Amendment No. DA 13-01, Specific Plan Amendment No. SP 13-02, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287).

SECTION 8: Reliance on Record. Each and every one of the findings and determinations in this Resolution are based on the competent and substantial evidence, both oral and written, contained in the entire record relating to the project. The findings and determinations constitute the independent findings and determinations of the Planning Commission in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 9: Limitations. The City Council’s analysis and evaluation of the project is based on the best information currently available. It is inevitable that in evaluating a project that absolute and perfect knowledge of all possible aspects of the project will not exist. One of the major limitations on analysis of the project is the Planning Commission’s lack of knowledge of future events. In all instances, best efforts have been made to form accurate assumptions. Somewhat related to this are the limitations on the City’s ability to solve what are in effect regional, state, and national problems and issues. The City must work within the political framework within which it exists and with the limitations inherent in that framework.

SECTION 10: Summaries of Information. All summaries of information in the findings, which precede this section, are based on the substantial evidence in the record. The
absence of any particular fact from any such summary is not an indication that a particular finding is not based in part on that fact.

SECTION 11: This Resolution will remain effective until superseded by a subsequent resolution.

SECTION 12: According to the El Segundo Municipal Code, a copy of this Resolution will be mailed to CDC Mar Campus, LLC and to any other person requesting a copy.

SECTION 13: This Resolution is the City Council’s final decision and will become effective immediately upon adoption.

PASSED, APPROVED AND ADOPTED this 5th day of November 2013.

Bill Fisher, Mayor

ATTEST:

STATE OF CALIFORNIA   )
COUNTY OF LOS ANGELES )  SS
CITY OF EL SEGUNDO   )

I, Tracy Weaver, City Clerk of the City of El Segundo, California, do hereby certify that the whole number of members of the City Council of said City is five; that the foregoing Resolution No. _____ was duly passed, approved and adopted by said City Council at a regular meeting held on the _____ day of November, 2013, approved and signed by the Mayor, and attested to by the City Clerk, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Tracy Weaver, City Clerk

APPROVED AS TO FORM:
Mark D. Hensley, City Attorney

By:
Karl H. Berger, Assistant City Attorney
ADDENDUM TO THE CERTIFIED EIR
FOR THE EL SEGUNDO
CORPORATE CAMPUS PROJECT

Environmental Assessment No. EA-1021
Case Nos. DA 13-01; SP 13-02; SUB 13-05
State Clearinghouse No. 2001051074

Prepared For:

The City of El Segundo

Planning and Building Safety Department
350 Main Street
El Segundo, CA 90245

October 2013

EcoTierra
MITIGATION MONITORING AND REPORTING PROGRAM PROCEDURES

Section 21081.6 of the Public Resources Code requires a Lead Agency to adopt a “reporting or monitoring program for the changes to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment” (Mitigation Monitoring Program, Section 15097 of the CEQA Guidelines provides additional direction on mitigation monitoring or reporting). The Community, Economic and Development Services Department for the City of El Segundo is the Lead Agency for the El Segundo Corporate Campus Project.

A Draft Environmental Impact Report has been prepared to address the potential environmental impacts of the proposed project. Where appropriate, this environmental document identified project design features or recommended mitigation measures to avoid or to reduce potentially significant environmental impacts of the proposed project. This Mitigation Monitoring and Reporting Program (MMRP) is designed to monitor implementation of the mitigation measures identified for the El Segundo Corporate Campus Project. The MMRP is subject to review and approval by the Lead Agency as part of the certification of the EIR and adoption of project conditions. The required mitigation measures are listed and categorized by impact area, with an accompanying identification of the following:

- Monitoring Phase, the phase of the project during which the mitigation measure shall be monitored
  - Pre-Construction, including the design phase
  - Construction
  - Post-Construction
- The Implementing Party, the agency with the power to implement the mitigation measure
- The Enforcement Agency, the agency with the power to enforce the mitigation measure, and
- The Monitoring Agency, the agency to which reports involving feasibility, compliance, implementation and development are made.

The MMRP performance shall be monitored annually to determine the effectiveness of the measures implemented in any given year and reevaluate the mitigation needs for the upcoming year.

I. TRAFFIC

B-1. The project applicant/developer shall implement TDM measures to increase the convenience and attractiveness of the other transportation alternatives among employees and visitors. Services such as carpool and vanpool matching, vanpool formation and leasing assistance, and preferred parking for employees who carpool or vanpool together, shall be provided by the project to facilitate ridesharing. These services
would work well in conjunction with, and benefit those who wish to take advantage of, the high occupancy vehicle (HOV) lanes on the nearby I-105 and I-405 freeways.

**Monitoring Phase:** Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Planning Division
**Monitoring Agency:** Planning Division

**B-2.** The project applicant/developer shall purchase a transit bus (shuttle) for the City to operate during peak commuting and lunchtime hours with circulation through the project, downtown El Segundo and the Green Line stations at the City’s discretion. The type of vehicle to be purchased and route shall be established by the City of El Segundo.

**Monitoring Phase:** Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Planning Division, Department of Public Works, Department of Recreation and Parks
**Monitoring Agency:** Planning Division, Department of Public Works

**B-3.** Bicycle travel shall be supported with the design and construction of a Bicycle Station at Mariposa Avenue and Nash Street utilizing an existing easement that has been made available for such use on the Hilton Garden Inn property. The design and construction shall be subject to City of El Segundo review and approval.

**Monitoring Phase:** Pre-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Planning Division, Department of Public Works
**Monitoring Agency:** Planning Division, Department of Public Works

**B-4.** The project applicant shall include the support of bicycle travel through such on-site amenities as internal bicycle lanes or pathways that lead to the external roadway system, bicycle racks or lockers that are distributed throughout the project, and on-site shower facilities and clothes lockers for employees.

**Monitoring Phase:** Pre-Construction, Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Department of Public Works, Planning Division
**Monitoring Agency:** Department of Public Works, Planning Division

**B-5.** The project applicant shall include the establishment of a centralized transportation management office (TMO) within the project to carry out and market the above trip-reduction strategies.

**Monitoring Phase:** Pre-Construction, Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Planning Division
**Monitoring Agency:** Planning Division

**B-6.** Maple Avenue between Nash Street and Douglas Street - Maple Avenue shall be constructed as a private road within the project but open to through traffic. While this improvement does not mitigate any specific significant intersection traffic impact, it does provide for improved circulation in the surrounding community.
Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division, Department of Public Works
Monitoring Agency: Planning Division, Department of Public Works

B-7. Imperial Highway and Sepulveda Boulevard – The existing traffic signal operation shall be upgraded to include a westbound right-turn overlap.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, City of Los Angeles Department of Transportation
Monitoring Agency: Department of Public Works, City of Los Angeles Department of Transportation

B-8. El Segundo Boulevard and Sepulveda Boulevard – The east and westbound approaches of El Segundo Boulevard shall be modified to provide double left turn lanes, two through lanes, and one right-turn only lane.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Caltrans
Monitoring Agency: Department of Public Works, Caltrans

B-9. Imperial Highway and Nash Street/Westbound I-105 Off-Ramp – The eastbound approach of Imperial Highway shall be restriped to include one through lane, a shared through/right turn lane, and one right-turn only lane. The southbound approach should be restriped for one left-turn lane, two through lanes, and one right-turn only lane. These modifications will require Caltrans approval. This is required only for one-way operations of Nash-Douglas couplet.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Caltrans, City of Los Angeles
Monitoring Agency: Department of Public Works, Caltrans, City of Los Angeles

B-10. Atwood Way and I-105 Freeway Eastbound On-Ramp – The existing intersection shall be modified to provide two northbound through lanes and one right turn only lane. In the eastbound direction one left turn lane, and one shared through/right turn lane, and one right-turn only lane should be provided. The eastbound right-turn only lane should be approximately 150 feet in length with a 60-foot reversal. In the westbound direction one shared left/right lane and one shared through/right turn lane should be provided. The signal should provide split phasing. This is required only for one-way operations of Nash-Douglas couplet.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Caltrans
Monitoring Agency: Department of Public Works, Caltrans

B-11. Atwood Way and I-105 Freeway Eastbound On-Ramp – The northbound approach shall be constructed to include one left-turn lane, one through lane, and one shared through/right turn lane. The eastbound approach shall be striped with one left-turn lane, and one shared through/right turn lane and one right-turn only lane. The right-
turn only lane shall be approximately 150 feet in length with a 60-foot reversal. The westbound approach shall be striped with one shared left/through lane and one right-turn only lane.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Caltrans
Monitoring Agency: Department of Public Works, Caltrans

B-12. El Segundo Boulevard and Douglas Street – The north and southbound approaches shall be modified to include dual left-turn lanes, one through lane, and one shared through/right lane. This is required only for two-way operation of Nash and Douglas Streets.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works
Monitoring Agency: Department of Public Works

II. AIR QUALITY

Minor diversion to less polluting transportation can be achieved by the following mitigation measures:

C-1. A desirable pedestrian environment shall be provided on the project site.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C-2. Bicycle parking/racks with reasonable security against theft shall be provided on the project site.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C-3. Comfortable transit access either on the project site or at a very close nearby location shall be provided.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C-4. Employee trips shall be reduced through preferred parking for carpoolers.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C-5. One-half of one percent of required on-site parking shall be accessible to electric automobile charging stations.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Clearing/Grading

C-6. Maintain soil moisture at a minimum of 12 percent for any cut-and-fill areas within 100 feet of the property line to the depth of the cut.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: SCAQMD
Monitoring Agency: Building Safety Division

C-7. Water as necessary to prevent a visible dust cloud from exceeding 100 feet from the disturbance area or from passing across the project site boundary.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: SCAQMD
Monitoring Agency: Building Safety Division

Disturbed Area

C-8. Apply chemical stabilizer to any disturbed area to prevent a visible cloud from forming during high wind conditions.

C-9. Water any non-stabilized disturbed areas twice per day.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: SCAQMD
Monitoring Agency: Building Safety Division

Track-Out Control

C-10. Apply chemical stabilizer or pave the last 100 feet of internal travel path prior to public road entry, or install wheel washers adjacent to a paved apron prior to vehicle entry on public roads.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: SCAQMD
Monitoring Agency: Building Safety Division
C-11. Remove any visible track-out into public streets within 30 minutes of occurrence.

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C-12. Wet wash the construction access point at the end of each workday if any vehicle travel on unpaved surfaces has resulted.

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C-13. Provide sufficient perimeter erosion control to prevent washout of silty material onto public roads.

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**Dirt Hauling**

C-14. Cover haul trucks or maintain at least 12 inches of freeboard to reduce blowoff during hauling.

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**High Wind Operations**

C-15. Suspend all soil disturbance and travel on unpaved surfaces if winds exceed 25 mph.

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**NOx Emissions**

C-16. All diesel-fueled, off-road equipment shall be delivered to the site, and maintained while on site, with engines tuned to minimum NOx generation consistent with good fuel economy.

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III. NOISE

D-1. Construction activities shall be prohibited during the hours from 6 p.m. to 7 a.m. on weekdays and Saturdays and any time on Sundays and holidays except in emergencies.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

D-2. Construction equipment shall be equipped with properly operating mufflers.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

D-3. Stationary on-site construction equipment and construction vehicle staging shall be placed such that emitted noise is sufficiently minimized, to the satisfaction of the Community, Economic and Development Services Department.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

IV. GEOLOGY AND SOILS

E-1. A comprehensive geotechnical investigation shall be submitted as part of the permitting process for the project. Specific design recommendations presented in the comprehensive geotechnical report shall be incorporated into the final design and construction of the proposed project. The comprehensive geotechnical report shall include, but not necessarily be limited to the following geotechnical hazards:

- **Ground Shaking**: The proposed development shall be designed and built to provide life safety for occupants of the structures in the event of the strong earthquake ground motions expected to occur in the vicinity of the site.

- **Stability of Permanent Slopes and Temporary Excavations**: The comprehensive geotechnical report shall include specific recommendations for design and construction of proposed temporary and permanent slopes to be incorporated into the design and construction of each building prior to issuance of building permits.

- **Expansive and Corrosive Soils**: The comprehensive geotechnical report shall evaluate the expansion and corrosion potential of the on-site materials. If the on-site soils are determined to be expansive or corrosive, specific recommendations shall be provided in the comprehensive geotechnical report that will reduce any impacts to a level that is less than significant.
E-2. **Erosion**

Drainage collection devices shall be designed in conformance with City of El Segundo grading and building codes to ensure that all runoff will be collected and transferred to the proper collection devices. The applicant shall provide analysis of the drainage volume created by the proposed project. All design of drainage flow, collection, and discharge shall be in conformance with current city codes and subject to approval by the City of El Segundo. On-site grading shall be performed in accordance with city codes so that erosion of graded areas will not occur. All areas of construction shall be fine-graded to direct runoff to the street or to the nearest available storm drain. No runoff within the property boundaries shall be allowed to flow uncontrolled over the existing slopes. All permanent slopes shall be planted in conformance with current city grading codes.

**Monitoring Phase:** Pre-Construction, Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division, Department of Public Works  
**Monitoring Agency:** Building Safety Division, Department of Public Works

E-3. The comprehensive geotechnical investigation shall use site-specific soil and groundwater data to specifically evaluate the potential for liquefaction at the project site. If there is a medium to high potential, specific recommendations shall be included in the geotechnical report.

**Monitoring Phase:** Pre-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division  
**Monitoring Agency:** Building Safety Division

E-4. Prior to issuing a grading permit, the applicant shall obtain a haul route approval for the export materials from the City and shall comply with applicable restrictions.

**Monitoring Phase:** Pre-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division, Department of Public Works  
**Monitoring Agency:** Building Safety Division, Department of Public Works

E-5. Where the planned depth of excavation for foundations does not extend below the existing fill soils, the existing fill soils shall be removed and recompacted in accordance with the requirements of the appropriate governmental agencies and geotechnical recommendations.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division  
**Monitoring Agency:** Building Safety Division
E-6. A registered civil engineer practicing geotechnical engineering, or his/her representative, shall be present on site to observe grading operations and to observe foundation excavations.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-7. Specifications for site grading shall be subject to approval by the City Building Official.

Monitoring Phase: Pre-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-8. Where there is sufficient space for sloped excavations, temporary cut slopes may be made at a 1½:1 or 1:1 (horizontal to vertical) gradient with the 1½:1 slope made adjacent to existing structures. However, the stability of the graded slopes shall be addressed during the site-specific geotechnical investigation, and when grading plans are completed for the proposed development.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-9. If temporary excavation slopes are to be maintained during the rainy season, it will be necessary to direct all drainage away from the top of the slope. No water shall be allowed to flow uncontrolled over the face of any temporary or permanent slope.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-10. Water shall not be allowed to pond at the top of the excavation or allowed to flow into the excavation.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-11. Where sufficient space for sloped excavations is not available, shoring shall be used. The shoring system may consist of soldier piles and lagging. The recommendations presented in the site-specific geotechnical investigation report for the proper design of the shoring system shall be followed.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division
E-12. Final shoring plans and specifications shall be reviewed and approved by a civil engineer practicing geotechnical engineering.

Monitoring Phase: Pre-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-13. The recommendations presented in the site-specific geotechnical investigation report for design of walls below grade to support the lateral earth pressure and the additional surcharges from adjacent buildings and traffic shall be followed.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

E-14. A drainage system shall be placed at the back of and/or the base of building walls below grade.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division, Department of Public Works
Monitoring Agency: Building Safety Division, Department of Public Works

E-15. Suspect or visibly impacted soil or groundwater would require analysis to assess the contamination potential.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

V. CULTURAL RESOURCES

F-1. In the event that archaeological or paleontological resources are encountered during the course of grading or construction, all development must temporarily cease in these areas until the resources are properly assessed and subsequent recommendations are determined by a qualified consultant.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Planning Division

F-2. In the event that human remains are discovered, there shall be no disposition of such human remains, other than in accordance with the procedures and requirements set forth in California Health and Safety Code Section 7050.5 and Public Resources Code Section 5097.98. These code provisions require notification of the County Coroner and the Native American Heritage Commission, who in turn must notify those persons believed to be most likely descended from the deceased Native American for appropriate disposition of the remains. Excavation or disturbance may continue in
other areas of the project site that are not reasonably suspected to overlie adjacent
remains or cultural resources.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Planning Division

VI. HYDROLOGY & WATER QUALITY

Construction - Hydrology

G-1. The applicant shall prepare a master drainage plan for the proposed project site. This
plan shall include detailed hydrology/hydraulic calculations and drainage
improvements, showing quantitatively how the project will eliminate potential for
downstream flooding due to increased storm water runoff. These plans will also
identify the proposed Best Management Practices to be implemented in compliance with
the requirements of the Standard Urban Storm Water Mitigation Plan. Such plans shall
be reviewed and approved by the City of El Segundo and the Los Angeles County
Department of Public Works.

Monitoring Phase: Pre-Construction
Implementation Party: Applicant
Enforcement Agency: Los Angeles County Department of Public Works,
Building Safety Division, Department of Public Works
Monitoring Agency: Building Safety Division, Department of Public Works

Construction – Water Quality

G-2. The project applicant/developer shall file a Notice of Intent (NOI) for the National
Pollutant Discharge Elimination System General Permit for Construction Activities with
the California State Water Resources Board. Compliance with the NPDES general
permit shall be certified by the Regional Water Quality Control Board prior to the
issuance of grading and building permits.

Monitoring Phase: Pre-Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Los Angeles Regional
Water Quality Control Board (LARWQCB)
Monitoring Agency: Department of Public Works, LARWQCB

G-3. During construction and operations, all waste shall be disposed of in accordance with
all applicable laws and regulations. Properly labeled recycling bins shall be utilized for
recyclable construction materials including solvents, water-based paints, vehicle fluids,
broken asphalt and concrete, wood, and vegetation. Non-recyclable materials and
wastes must be taken to an appropriate landfill. Toxic wastes must be discarded at a
licensed, regulated disposal site by a licensed waste hauler.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works
Monitoring Agency: Department of Public Works, Fire Department
G-4. All leaks, drips and spills occurring during construction shall be cleaned up promptly to prevent contaminated soil on paved surfaces that can be washed away into the storm drains.

**Monitoring Phase:** Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Department of Public Works
**Monitoring Agency:** Department of Public Works, Fire Department

G-5. If materials spills occur, they should not be hosed down. Dry cleaning methods shall be employed whenever possible.

**Monitoring Phase:** Construction, Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Building Safety Division
**Monitoring Agency:** Building Safety Division

G-6. The proposed project shall comply with City of El Segundo Ordinance No. 1235 and No. 1329, which establishes storm water and urban pollution controls.

**Monitoring Phase:** Construction, Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Building Safety Division, Department of Public Works
**Monitoring Agency:** Building Safety Division, Department of Public Works

G-7. Construction dumpsters shall be covered with tarps or plastic sheeting if left uncovered for extended periods. All dumpsters shall be well maintained.

**Monitoring Phase:** Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Building Safety Division
**Monitoring Agency:** Building Safety Division

G-8. The project applicant/developer shall conduct inspections of the project site before and after storm events to determine whether control practices (BMPs) to reduce pollutant loadings identified in the Storm Water Pollution Prevention Plan are adequate and properly implemented.

**Monitoring Phase:** Construction, Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Building Safety Division, Department of Public Works, LARWQCB
**Monitoring Agency:** Building Safety Division, Department of Public Works, LARWQCB

G-9. The project applicant/developer shall conduct street sweeping and truck wheel cleaning to prevent dirt in storm water.

**Monitoring Phase:** Construction, Post-Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Building Safety Division, Department of Public Works
**Monitoring Agency:** Building Safety Division, Department of Public Works
Operations

G-10. In accordance with the California Health and Safety Code (Chapter 6.95, Article 2, Section 25.5.30 et. seq.), the project applicant shall submit a Risk Management Plan for the Self-Generating Electric Facility to the Certified Program Agency (i.e., City of El Segundo Fire Department) for review and approval. In accordance with Title 19 of the California Code of Regulations, the City of El Segundo Fire Department shall determine whether the chemicals proposed for use, storage, and disposal with respect to the Self-Generating Electric Facility exceed the threshold quantities for Accidental Release Prevention. The project shall comply with the conditions of approval established by the City of El Segundo Fire Department, including those conditions for regulating chemicals that may exceed the threshold quantities.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Fire Department
Monitoring Agency: Fire Department

G-11. The project owner/developer shall provide regular sweeping of private streets within the project site with equipment designed for removal of hydrocarbon compounds.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division, Planning Division

G-12. The project owner/developer shall maintain all structural or treatment control Best Management Practices for the life of the project.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division, Department of Public Works
Monitoring Agency: Building Safety Division, Department of Public Works

VII. AESTHETICS

H-1. To prevent new on-site sources of illumination from spilling onto adjacent streets and properties, all exterior lighting associated with the project should be directed onto the site and shielded from off-site locations.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division, Planning Division
Monitoring Agency: Building Safety Division, Planning Division

H-2. Every effort should be made to prevent new lighting sources from being directed toward the sky to minimize atmospheric light pollution.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division, Planning Division
Monitoring Agency: Building Safety Division, Planning Division
VIII. LAND USE

No mitigation measures are required.

IX. POPULATION, HOUSING & EMPLOYMENT

No mitigation measures are required.

X. HAZARDOUS MATERIALS

K-1. In accordance with the California Health and Safety Code (Chapter 6.95, Article 2, Section 25.5.30 et. etc.), the project applicant shall submit a Risk Management Plan, if necessary, for the Electric Co-Generation Facility to the Certified Program Agency (i.e., City of El Segundo Fire Department) for review and approval. In accordance with Title 19 of the California Code of Regulations, the City of El Segundo Fire Department shall determine whether the chemicals proposed for use, storage, and disposal with respect to the Self-Generating Electric Facility exceed the threshold quantities for Accidental Release Prevention. The project shall comply with the conditions of approval established by the City of El Segundo Fire Department.

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XI. PUBLIC SERVICES

Police Protection

L.1-1. The applicant shall pay a Police Service Mitigation Fee of $0.11 per gross square foot of building area prior to the occupancy of each building.

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L.1-2. A strategic security plan, which shall include definitive plans and specifications, shall be submitted to the El Segundo Police Department (ESPD) for review and approval prior to commencement of construction of any portion of the proposed El Segundo Corporate Campus project. The strategic security plan should address the following items:

a) Depending on the size of the structure and its location in relation to the streets, the displayed address may vary from a minimum of 4” to as much as 24”.

b) Building entrances and exits shall be limited to keep control and visibility of the building.
c) All landscaping shall be low profile especially around perimeter fencing, windows, doors and entryways taking special care not to limit visibility and provide climbing access.
d) Adequate street, walkway, building and parking lot lighting shall be provided to enhance security.
e) Provisions for on-site security personnel.

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Fire Protection

L.2-1. The applicant shall pay a Fire Service Mitigation Fee of $0.14 per gross square foot of building area prior to the issuance of a certificate of occupancy.

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L.2-2. A fire life safety plan, which shall include definitive plans and specifications, shall be submitted to the El Segundo Fire Department (ESFD) for review and approval prior to commencement of construction of any portion of the proposed El Segundo Corporate Campus development.

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L.2-3. Provide fire access roadways throughout the property and submit a layout plan to the ESFD for approval. A roadway should circulate around open-parking structures.

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L.2-4. Provide on-site fire hydrants as required by the ESFD.

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L.2-5. The following installations require separate Fire Department approval. The applicant shall submit separate plans for Fire Department review:

a) Automatic fire sprinklers,
b) Fire alarm system,
c) Underground fire service mains,
d) Fire Pumps,
e) Emergency generators, and
f) Any aboveground or underground storage tank including elevator sumps and condensation tanks

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Fire Department, Building Safety Division
Monitoring Agency: Fire Department, Building Safety Division

XII. UTILITIES

Sewer

M.1-1. The project applicant shall be required to obtain a sewer connection permit from the Los Angeles County Sanitation Districts (District 5) to obtain sanitary sewer service.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Los Angeles County Sanitation Districts
Monitoring Agency: Department of Public Works, Los Angeles County Sanitation Districts

M.1-2. The Los Angeles County Sanitation Districts requires a Buildover Permit for construction over its sewer easements. The applicant shall demonstrate through its Grading Plan that all alterations to final sewer easements and rights of way shall be in accordance with relevant Buildover Permit(s) to allow the construction of the proposed project and other project components over the 10-foot wide sewer easement.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

M.1-3. The proposed project shall comply with the City’s Sewer Ordinance No. 1093, of the City of El Segundo Municipal Code, Title 12, Chapter I General Provisions, Policies and Procedures.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division, Department of Public Works
Monitoring Agency: Building Safety Division, Department of Public Works

M.1-4. Prior to a building permit being issued the project applicant shall submit the Final Working Drawings to the City of El Segundo Department of Community, Economic and Development Services and the Department of Public Works for review and approval.

Monitoring Phase: Pre-Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Planning Division
Monitoring Agency: Department of Public Works, Planning Division

Water

M.2-1. The proposed project shall include dual water connections for landscaping to accommodate reclaimed water as it becomes more available to the site.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Building Safety Division
Monitoring Agency: Department of Public Works, Building Safety Division

M.2-2. Reclaimed water, where appropriate and feasible, shall be used as a water source to irrigate landscaped areas.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works, Building Safety Division
Monitoring Agency: Department of Public Works, Building Safety Division

M.2-3. Efficient irrigation systems shall be installed which minimize runoff and evaporation and maximize the water which will reach plant roots (e.g. drip irrigation, automatic sprinklers equipped with moisture sensors).

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division
Monitoring Agency: Building Safety Division

M.2-4. Automatic sprinkler systems shall be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. Sprinklers shall also be reset to water less often in cooler months and during the rainfall season so that water is not wasted by excessive landscape irrigation.

Monitoring Phase: Construction, Post-Construction
Implementation Party: Applicant
Enforcement Agency: Department of Public Works
Monitoring Agency: Department of Public Works

M.2-5. Selection of drought-tolerant, low water consuming plant varieties shall be used to reduce irrigation water consumption.

Monitoring Phase: Pre-Construction, Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division, Department of Recreation & Parks
Monitoring Agency: Planning Division, Department of Recreation & Parks

M.2-6. The proposed project shall comply with the City’s Conservation Program, Ordinance No. 1194, of the City of El Segundo Municipal Code, Title 10-Parks and Recreation, Chapter 2 Water Conservation in Landscaping and Resolution No. 3806.

- Prior to a building permit being issued the project applicant shall submit the Final Working Drawings to the City of El Segundo Department of Community, Economic and Development Services for review and approval relative to
compliance with the City’s Water Conservation Ordinance and Guidelines for Water Conservation in Landscaping.

**Solid Waste**

M.3-1. The proposed project applicant shall develop an employee recycling and education program.

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<tr>
<th>Monitoring Phase:</th>
<th>Post-Construction</th>
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<td>Monitoring Agency:</td>
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M.3-2. Where economically feasible, the proposed project shall incorporate the use of recycled materials in building materials, furnishing operations and building maintenance.

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M.3-3. The proposed project shall recycle all construction debris in a practical, available, and accessible manner, to the maximum extent feasible, during the construction phase.

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<td>Monitoring Agency:</td>
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M.3-4. The design of the proposed project shall allocate space for a recycling collection area for use by both on-site employees and visitors, the design of which will adhere to siting requirements in the City’s recycling ordinance. The design of the collection area will facilitate source separation and collection of additional materials that may be designated as recyclable by the City in the future.

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<td>Monitoring Agency:</td>
<td>Planning Division, Building Safety Division</td>
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M.3-5. The proposed project applicant shall encourage employers to perform an annual waste audit review to measure the effectiveness of the tenant education program and recycling collection activities in tenant and/or property management agreements. The audit shall include:

- A review of purchasing patterns to eliminate materials not compatible with the established waste diversion program.
- A review of operating procedures which generate either large amounts of waste or non-recyclable materials.
- A review of occupancy uses and activities.
- The evaluation and expansion of recyclable materials to be included in a recycling program.
- A review of employee awareness of recycling program goals, procedures, and accomplishments, as well as evaluations and implementation of training for all project occupants.

**Monitoring Phase:**
**Implementation Party:** Post-Construction
**Enforcement Agency:** Applicant
**Monitoring Agency:** Planning Division

**Natural Gas**
No mitigation measures are required.

**Electricity**

M.5-1. The applicant shall consult with SCE during the design process of the proposed project regarding potential energy conservation measures for the project. Examples of such energy conservation measures include:

- Design windows (i.e., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather.
- Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards.
- Install high-efficiency lamps for all street lights and outdoor security lighting.
- Time control interior and exterior lighting. These systems should be programmed to account for variations in seasonal daylight times.
- Limit outdoor lighting while still maintaining minimum security and safety standards.
- Deciduous trees should be planted near each building to provide shade in the summer and to allow sunlight to access the unit during the winter.
- Built-in appliances, refrigerators, and space-conditioning equipment should exceed the minimum efficiency levels mandated in the California Code of Regulations.
- Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.
- Use natural ventilation wherever possible.
- A performance check of the installed space-conditioning system should be completed by the developer/installer prior to issuance of the certificate of occupancy to ensure that energy-efficiency measures incorporated into the project operate as designed.

**Monitoring Phase:** Pre-Construction, Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Southern California Edison, Building Safety Division
Monitoring Agency: Southern California Edison, Building Safety Division
CITY COUNCIL RESOLUTION No. ___

Exhibit C

On January 2, 2002, the City Council adopted Resolution No. 4241 and Ordinance No. 1345 approving Environmental Assessment No. 548 (the "FEIR"), Specific Plan No. 01-1, Development Agreement No. 01-1, General Plan Amendment No. 01-2, Zone Change No. 01-1, Zone Text Amendment No. 01-1, Administrative Use Permit No. 01-1, and Subdivision No. 01-5 (Vesting Tentative Tract No. 53570) for the El Segundo Corporate Campus Project.

The FEIR analyzed 2,175,000 square feet of commercial office and retail uses on the approximately 46.5-acre Corporate Campus Specific Plan ("CCSP") area bounded by Atwood Way to the north, Douglas Street to the east, Nast Street to the west, and Mariposa Avenue to the south ("Original Project"). The Original Project was approved with a FAR of 0.99:1.

In 2007, the City Council approved the Edge at Campus project, which allowed 216,000 square feet of commercial office and retail and an eighty-four unit commercial condominiums pursuant to Vesting Tentative Map No. 68231 on approximately 14 acres north of Maple street within the 46.5-acre site.

On May 4, 2013, CDC Mar Campus, LLC filed applications for an Environmental Assessment (EA-1021); Specific Plan Amendment No. SP 13-02 to amend certain development standards; Development Agreement Amendment No. DA 13-01 to amend certain development standards specified in Sections 4.5, 4.8 and 6.6 consistent with the amendments under Specific Plan Amendment No. SP 13-02 and to extend the term of the Development Agreement by two years effective until June 11, 2020; and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287) to create 32 lots for the proposed Corporate Campus Development.

The submitted applications propose to: 1) Amend the CCSP to allow the creation of green-belt lots with 30-foot minimum lot frontage; 2) Amend the CCSP to allow 80-foot minimum frontage for lots abutting a green-belt lot; 3) Amend the CCSP to allow for the elimination of Campus Square East (private street) as a street and convert the street to a green-belt lot; 4) Amend the existing easement along Campus Square East to allow the installation of landscaping; 5) Amend the CCSP to increase the maximum number of allowable lots from 26 lots to 46 lots and approve Subdivision No. 13-05 (Vesting Tentative Map No. 72287) for the subdivision of 32 lots; 6) Amend the CCSP to allow parking on private streets on Campus Drive, Campus Square West, and portion of east side of Parkview Drive South located north of Fire Station No. 2; 7) Amend the CCSP to allow the conversion of Campus Square West (private street) into a driveway to be improved with parking along the east side of driveway; 8) Amend the CCSP to allow shared use of loading spaces with parking spaces during business hours; 9) Amend the CCSP to allow at-grade patios with 6-foot high walls, fences, and hedges to encroach into front yard setbacks; 10) Amend an existing recorded Parking Covenant to allow the relocation of the required 100 parking spaces for soccer field use within the project site during Phases 2 and/or 3; 11) Amend an existing Development Agreement to be consistent with the amendments to the CCSP and includes an extension of the agreement by 2 years to June 11, 2020; and 12) amend the conditions of approval for the original project. The proposed Addendum to the FEIR, Specific Plan Amendment, Subdivision, and Development Agreement Amendment would allow for the decrease in the Project development from 2,175,000 square feet for the Original Project to 930,025 square feet (the "Revised Project"). The Revised Project as amended includes existing development of 304,820 square feet plus a proposed development of 625,205 square feet (the "Proposed Project") under the submitted applications. The Revised Project will be below the total trip generation cap that was imposed on the Original Project.
The Proposed Project includes the development of 625,205 square feet of commercial office and retail and proposes 20 buildings on approximately 23.87 acres of land area that remains within the 46.5 acre Corporate Campus Specific Plan site. The Proposed Project will be built in 3 Phases and will be subdivided into 32 lots.

Phase 1 will consist of 217,637 square feet on 12.3 acres (including private streets). Phase 1 will be developed with 15 two-story office buildings totaling 203,977 square feet and 13,660 square feet of retail and restaurant uses under 2 buildings. Phase 1 will be developed with 732 parking spaces. The 15 two-story buildings will be developed with four different floor plans and each of the two (2) retail buildings will have their own floor plan design. Phase 1 will be developed with a 0.40:1 FAR and will be comprised of 25 lots.

Phase 2 will consist of 193,228 square feet under two four-story buildings. One building located near Maple Avenue (Bldg. 18) will be 87,500 square feet. The second building (Bldg. 19) is proposed to be 105,728. Phase 2 proposes to provide 634 parking spaces in a 549 space parking structure and 85 surface parking spaces. The total site area under Phase 2 will be 4.4 acres and Phase 2 will be developed with a 0.99:1 FAR and will be subdivided into 4 lots.

Phase 3 proposes to contain a five-story 214,340 square feet of office building (Bldg. 20) and will be developed with 748 parking spaces that will be comprised of a 5 level 549 space parking structure and 199 surface parking spaces. The total site area for Phase 3 is approximately 4.97 acres and will be subdivided into 3 lots under proposed Vesting Tentative Map No. 72287 and will have a FAR of 0.99:1.

The City Council has carefully and independently reviewed and considered all of the evidence in the record presented in connection with the hearing on the Addendum and proposed approvals, including, but not limited to, the recommendation of the Planning Commission, and all written and oral testimony presented. Based thereon, the City Council finds as follows:

I. FINDINGS REQUIRED BY CEQA.

An Addendum was prepared under the authority of Public Resources Code § 21166 and of 14 Cal. Code Regs. §§ 15000, et seq. (the CEQA Guidelines) at § 15164(a) which allows a lead agency to prepare an addendum to a previously certified EIR if some changes or additions to the previously certified EIR are necessary, but none of the conditions described in § 15162 of the CEQA Guidelines requiring preparation of a subsequent EIR have occurred. Section 15162 of the CEQA Guidelines provides that no subsequent EIR need be prepared unless the lead agency determines on the basis of substantial evidence in light of the whole record one or more of the following:

"(1) Substantial changes are proposed in the project which will require major revisions of the previous EIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects;

(2) Substantial changes occur with respect to the circumstances under which the project is undertaken which will require major revisions of the previous EIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects;

(3) New information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the previous EIR was certified as complete, shows any of the following:
(A) The project will have one or more significant effects not discussed in the previous EIR;

(B) Significant effects previously examined will be substantially more severe than shown in the previous EIR;

(C) Mitigation measures or alternatives previously found not to be feasible would in fact be feasible and would substantially reduce one or more significant effects of the project, but the project proponents decline to adopt the mitigation measure or alternative; or

(D) Mitigation measures or alternatives which are considerably different from those analyzed in the previous EIR would substantially reduce one or more significant effects on the environment, but project proponents decline to adopt the mitigation measure or alternative."

II. **STATEMENT OF OVERRIDING CONSIDERATIONS.**

The Statement of Overriding Considerations adopted by the City Council on January 2, 2002, pursuant to Resolution No. 4241 is incorporated by reference. The Statement of Overriding Considerations remains accurate and applicable to the proposed approvals. All EIR mitigation measures will remain in effect.

III. **COMPLIANCE WITH CEQA**

The City Council finds that none of the conditions identified by Public Resources Code § 21166 and CEQA Guidelines § 15162 are present and the Addendum has been completed in compliance with CEQA.

The City Council makes these findings based on its independent judgment after reviewing and considering the Addendum and all of the evidence in the record, including without limitation, the recommendation of the Planning Commission and all written and oral testimony presented.
CITY COUNCIL ORDINANCE NO. ______ EXHIBIT “C”
CITY COUNCIL RESOLUTION NO. ______ EXHIBIT “D”

CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code (“ESMC”) and such previous conditions of approval for the Project that are applicable, CDC Mar Campus, LLC, or its successor-in-interest, agrees that it will comply with the following provisions as conditions for the City’s approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. DA 13-01, and Subdivision No. 13-05 (Vesting Tentative Map No. 72287) (“Project Conditions”).

DEFINITIONS

1. Unless the contrary is stated or clearly appears from the context, the following definitions will govern the construction of the words and phrases used in these conditions.

   A. “PBS Director” means the Director of Planning and Building Safety, or designee.

   B. “EIR” means the Final Environmental Impact Report for the proposed El Segundo Corporate Campus project, El Segundo, California certified by the City Council of the City of El Segundo on January 2, 2002.


   D. “Green-belt lot” refers to a lot that is developed for open space purposes and may be developed with walkways, benches, and outdoor recreational amenities, except as otherwise provided in these conditions.

   E. “MMRP” means the Mitigation Monitoring and Reporting Program for the El Segundo Corporate Campus project, El Segundo, California adopted by the City Council of the City of El Segundo on January 2, 2002. The MMRP is incorporated by this reference into these conditions of approval.

   F. “Project Area” refers to one of the 46 developable lots on the Project Site (as originally shown on Vesting Tentative Map No. 53570 and subsequently amended with the approval of Vesting Map No. 68231 and as further amended by Vesting Tentative Map No. 72287).

   G. “Project Site” refers to the 46.53-acre site generally located south of Atwood Way, east of Nash Street, west of Douglas Street, and north of Mariposa Avenue.

2. Except as otherwise specified in these Conditions of Approval, conditions must be satisfied before the City issues a building permit for each building within a Project Area.

AESTHETICS

Lighting

3. Before the City issues the first building permit in any Project Area, the applicant must submit a Lighting Master Plan for that Project Area for the review and approval of the PBS Director and the Police Chief. A Lighting Plan (construction drawings) and Photometric Study, consistent with the Lighting Master Plan must be reviewed and approved by the PBS
CONDITIONS OF APPROVAL

Director and the Police Department before the City issues each Building Permit and must be installed before the City issues each Certificate of Occupancy in the Project Area. The Lighting Plan and Photometric Study must demonstrate that the proposed project allows minimum off-site illumination but still complies with Police Department safety requirements.

A. The Lighting Master Plan must include, without limitation;
B. Foot-candle intensity;
C. Parking areas and structures;
D. Pedestrian walkways;
E. Access ways in and around buildings;
F. On-site light fixtures have been designed to direct the light downward and internal to the proposed project site to minimize off-site illumination;
G. Type and height of lighting devices;
H. Compliance with applicable requirements of ESMC Title 15.
I. Weather and vandal resistant covers on lighting fixtures.

Before the City issues each Certificate of Occupancy, the applicant must provide evidence to the PBS Director and the Police Chief that outdoor lighting design was installed in compliance with the approved Lighting Master Plan for the building that is the subject of the Certificate of Occupancy.

4. Before the City issues each Building Permit in any Project Area, the applicant must provide evidence to the City PBS Director and the Police Chief that outdoor lighting design conforms to Federal Aviation Administration (FAA) requirements for the building that is the subject of the Building Permit. The applicant must obtain a letter of compliance from the FAA and/or the Los Angeles World Airports (LAWA) to serve as evidence.

Materials and Design

5. Before the City issues the first building permit in any Project Area, the applicant must submit Final Working Drawings to the PBS Director for design review. The applicant must provide a Building Materials Sample Board of the materials and elevation drawings to be utilized to the PBS Director for review and approval. The design review includes, without limitation, the following design guidelines:

A. All buildings must be in accordance with the Project Site's Conditions, Covenants and Restrictions (CC&R's), if any.
B. All buildings must be developed with nonreflective exterior building materials of a contemporary nature, and low-reflectivity glass panel window.
CITY COUNCIL ORDINANCE NO. _____ EXHIBIT “C”
CITY COUNCIL RESOLUTION NO. _____ EXHIBIT “D”

CONDITIONS OF APPROVAL

C. Exterior colors must be light with limited use of accent color to enhance visual unity and a contemporary appearance;

D. Within the office park component, exterior building materials will be of a contemporary nature in balance with adjacent office developments. New technology will be acceptable if compatible with other materials used in the project;

E. The elevations of any computer/telecommunications data center building(s) or other similar use must be designed to look like an office building, compatible in scale to office buildings in the adjacent area.

F. Elevations of parking structures must be compatible with main buildings.

G. Any computer/telecommunications data center building(s) or other similar building must be designed with floor-to-ceiling heights compatible for current industry standards for office uses to facilitate any future conversion, if necessary.

H. The buildings must be light in color with contrasting accent features. Building materials must be of non-reflective coatings and glazings;

I. All colors, textures, and materials on exterior elevation(s) must be coordinated to achieve a continuity of design;

J. All buildings must utilize energy efficient floor plans and controlled HVAC and heat generating equipment to reduce energy use for cooling and ventilation;

K. All roof-mounted mechanical equipment and communications devices must be hidden behind building parapets or screens to screen these devices from off-site ground level view and the Metro Green Line. Telecommunications satellite dishes and antennas up to 175 feet high may be located on the property without a Wireless Communications Facility Permit, if the facility is intended to serve only on-site buildings and is not designed or used for wireless communication services for adjacent off-site properties, except as may be permitted by state or federal law.

L. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and/or walls of materials and finishes compatible with adjacent buildings;

M. Service, storage, maintenance, utilities, loading, and refuse collection areas must be located out of the view of public roadways and buildings on adjacent sites, or screened by dense landscaping and/or architectural barriers, as practicable;

N. Walls used to screen service areas must be of the same materials and finishes as adjacent buildings or compatible finishes;

O. No wood or chain-link fences must be located within view of a public street;

P. Building design will meet the City’s standards for the attenuation of interior noise;
CONDITIONS OF APPROVAL

Q. All service areas must be located so that service vehicles have clear and convenient access and do not disrupt vehicular and pedestrian circulation;

R. No loading will be permitted directly from public streets, except in designated areas as approved by City PBS Director; and

S. All on-site utility systems including without limitation, water, electricity, gas, sewer and storm drains, must be installed underground.

No Certificate of Occupancy can be issued unless there is substantial compliance with the aforementioned development standards.

Landscaping and Irrigation

6. Before the City issues the first building permit in any Project Area, the applicant must submit a Master Landscape and Irrigation Plan for the Project Area. The Master Landscape and Irrigation Plan must be reviewed and approved by the City PBS Director, the Director of Recreation and Parks, and the Police Chief. Landscaping for each building in the Project Area must be installed in accordance with the approved Master Landscape and Irrigation Plan before the City issues each Certificate of Occupancy. The Master Landscape and Irrigation Plan must include, without limitation, the following:

A. All landscaped areas must be provided with a permanent automatic watering or irrigation system;

B. All on-site landscaped areas must be maintained by the owner in a neat and clean manner at all times;

C. All landscaped areas must be designed to ensure efficient access to fire hydrants;

D. Dual plumbing must be installed for reclaimed water irrigation;

E. All landscaped areas must be irrigated with reclaimed water, if made available by the provider. Until such time as reclaimed water is made available, potable water may be utilized for irrigation;

F. All landscaping and irrigation must comply with the ESMC water conservation regulations and zoning regulations;

G. All landscaping must be designed to enhance site security in accordance with Police Department policies;

H. All public rights-of-way abutting the site must be landscaped;

I. All landscaped areas must include a majority of mature landscaping; and

J. Landscaping must be installed along property perimeters and throughout the employee/visitor parking areas.
CONDITIONS OF APPROVAL

7. Before the City issues the first building permit in any Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e., construction drawings), consistent with the Master Landscaping Plan, to the PBS Director, Director of Recreation and Parks, and the Police Chief for review and approval. The Landscape Plan and Architectural Plan must demonstrate that errant nighttime illumination is generally screened from other potentially sensitive uses, through building design and landscape treatments, but still complies with Police Department safety requirements.

Signs

8. Before the City issues the first building permit in each Project Area, the applicant must submit to the PBS Director for review and approval an overall Master Sign Program for the Project Area. Before the City issues a Certificate of Occupancy for each building within the Project Area which is the subject of the Master Sign Program, the applicant must submit construction sign plans substantially consistent with the approved Master Sign Program for the review and approval of the PBS Director. Before the City issues a Certificate of Occupancy, signs must be installed in accordance with the approved Master Sign Program. The overall Master Sign Program must include, without limitation:

A. Consistency with the Corporate Campus Specific Plan;
B. Compliance with the City’s sign regulations governing permitting;
C. All signs must be architecturally compatible with the proposed buildings;
D. All signs must be compatible with the aesthetic objectives of the General Plan; and
E. No sign may impede traffic or pedestrian safety.

AIR QUALITY

9. During grading and construction, dust control measures are required to comply with ESMC Chapter 7-3. Grading must be discontinued during first-stage smog alerts and suspended when wind velocity exceeds 15 miles per hour. All hauling trucks must have loads covered or wetted and loaded below the sideboards to minimize dust.

10. The South Coast Air Quality Management District (SCAQMD) has promulgated rules and applicable standards including, without limitation, the following: Rule 402 - Nuisances; Rule 403 - Fugitive Dust; and Rule 2202 - On-Road Motor Vehicle Mitigation Options. The applicant must use best management practices in compliance with Rule 402 during the operation of construction equipment. Construction activities are restricted to between the hours of 7 A.M. to 6 P.M., Monday through Saturday, unless such hours are extended pursuant to a Noise Permit issued by the PBS Director. During the construction phase, all unpaved construction areas must be wetted at least twice daily during excavation, grading, and construction and temporary covers for stockpiles must be used to reduce dust emissions by as much as 50 percent. The applicant must ensure that all materials transported off-site will be either sufficiently watered or securely covered in compliance with Rule 403. Resultant peak daily exhaust emissions from diesel- and gasoline-powered construction equipment must be monitored to control emission levels that exceed SCAQMD screening thresholds. During construction, trucks and vehicles in loading or unloading
CONDITIONS OF APPROVAL

Queues must keep their engines off, when not in use, to reduce vehicle emissions. Construction activities must be phased and scheduled to avoid emission peaks, and construction must be discontinued during first- and second-stage smog alerts. On-site vehicle speed during construction must be limited to 15 mph. Before the City issues a Grading Permit for each Project Area, the applicant must provide a Construction Management Plan to the PBS Director for review and approval relative to compliance with the appropriate SCAQMD standards during the construction phase. Daily records will be maintained by the applicant throughout the construction phase.

ALCOHOL

11. The sale of a full line of alcoholic beverages for on-site consumption at the proposed restaurants, coffee shops, delicatessens, cafés and hotel(s) within the Project Site is permitted, subject to the following conditions:

A. The on-site sale of alcoholic beverages is permitted between the hours of 10:00 a.m. to 2:00 a.m., seven days a week;

B. The applicant cannot advertise the sale of alcoholic beverages on the exterior walls or windows of the subject restaurants or at any location in the Project Site. No self-illuminating advertising for alcoholic beverages can be located on the buildings or windows;

C. Telephone numbers of local law enforcement must be posted adjacent to the cashier’s areas within the bar and service area of the restaurants;

D. Consumption of alcoholic beverages is prohibited in open areas adjacent to the subject restaurant under the control of the applicant, other than outdoor dining areas;

E. Loitering is prohibited on the premises under the control of the applicant. Signage must be posted providing notice of this prohibition;

F. The applicant must provide adequate lighting above the entrance of the premises. This lighting must be of sufficient power to illuminate and make easily discernible the appearance and conduct of all persons entering or exiting the premises;

G. The applicant must instruct all employees in the regulations regarding no loitering and no consumption of alcoholic beverages outside the subject restaurants. Employees must be instructed to enforce these regulations and to call local law enforcement if necessary;

H. The applicant must maintain the property in a neat and orderly fashion and maintain free of litter all areas on the premises under which the applicant has control;

I. The total occupancy of the restaurants cannot exceed California Building Code regulations;

J. There must be no cover charge or prepayment fee for food and/or beverage service required for admission to the restaurants.
CONDITIONS OF APPROVAL

K. The conditions of this approval must be retained on the premises at all times and be immediately produced upon request of any law enforcement officer or State Department of Alcohol Beverage Control investigator. The restaurant manager and all employees of the restaurant must be knowledgeable of these conditions;

L. All servers of alcoholic beverages must be at least 18 years old;

M. The sale of alcoholic beverages for consumption off the premises requires the approval of a separate Administrative Use Permit; and

N. The applicant must be required to maintain a valid permit to sell alcohol from the State Department of Alcohol Beverage Control.

ENERGY

12. Before the city issues a Building Permit in each Project Area, the applicant must provide an Energy Conservation Plan to the PBS Director for review and approval. The Energy Conservation Plan must incorporate energy conservation features in accordance with the requirements of the City and State. Before the City issues each Certification of Occupancy, the applicant must provide evidence to the PBS Director that the approved energy conservation features were installed and will be maintained.

13. If a substation is constructed, the Applicant must develop plans, projected loads, and a master plan for scheduling to the satisfaction of Southern California Edison.

FIRE

14. Before the City issues a Building Permit in each Project Area, the applicant must provide Fire Life Safety Plans to the PBS Director and the Fire Chief for review and approval including, without limitation, the following:

A. Fire lanes;

B. Fire lane signing;

C. Fire lane access easements or other recorded documents approved as to form by the City Attorney;

D. Fire lane accessibility;

E. Gas detection systems;

F. Minimum acceptable flow from any fire hydrant must be 2,500 gallon per minute, calculated at 20 psi;

G. Sprinklers within structures;

H. Underground looped fire mains, sprinklers and fire alarms; and
CONDITIONS OF APPROVAL

1. Documentations that on-site fire main will be maintained if privately owned, or documentation creating fire main easements on the project site if the mains will be owned by the City.

Before the City issues each Certificate of Occupancy, the applicant must demonstrate to the Fire Department that the Project complies with, and adequate operational facilities were installed consistent with the Fire Life Safety Plan, and that any required easement was properly dedicated and recorded.

15. Before the City issues a Building Permit in each Project Area, the applicant must develop and submit an Evacuation Plan and Procedures for review and approval by the Fire Department. Before the City issues each Certificate of Occupancy, the applicant must provide evidence to the PBS Director and the Fire Department that the approved Evacuation Plan and procedures were implemented or are operational as appropriate.

16. Before the City issues Grading or Building Permits in each Project Area, the applicant must provide a Construction Safety Plan to the PBS Director and Fire Department for review and approval. The Construction Safety Plan must document construction and staff training procedures to ensure that best management practices during project grading and construction will be utilized. The Construction Safety Plan must identify an awareness program for the subgrade installation of utilities and the potential for worker exposure to related emissions, especially during excavation. Compliance with this measure must be verified by the PBS Director before permit issuance.

17. Before the City issues a Building Permit in each Project Area, all hydrants determined necessary by the Fire Chief and the PBS Director must be installed in accordance with approved plans and specifications. Fire hydrants must be spaced no greater than 300 feet apart. One private hydrant must be provided for each structure and each structure must be sprinklered in accordance with the California Building Code (CBC) and the National Fire Code (NFC).

18. The applicant must comply with the applicable requirements of the 2010 California Building and Fire Codes and the 2009 International Fire Code as adopted by the City of El Segundo and El Segundo Fire Department Regulations. On January 1, 2014, the 2013 California Residential, Building and Fire Codes will become effective. Any project submitted after January 1, 2014 will need to comply with the locally adopted codes of the 2013 editions.

19. The applicant must submit and have approved by the Fire Department a Fire/Life Safety Plan, identifying fire safety precautions during demolition and construction, emergency site access during construction, permanent fire department access, fire hydrant locations and any existing or proposed fire sprinkler systems and fire alarm systems before the City issues a building permit.

20. For any building 4 or more stories in height to 75 feet from the lowest fire department access to the highest occupied floor, the applicant must comply with the Mid-Rise Buildings requirements identified in California Fire Code Section 915, as adopted by the ESMC.

21. Before the City issues building permits, the applicant must submit to the Fire Chief a fire/life safety plan which includes emergency site access during construction, fire water supply and permanent site access.
22. The building fire sprinkler systems must have a system fire department connection on each building, with a loop system fire department connection at each double detector check assembly.

23. The applicant must provide the following conditions for all fire features:
   a. barrier must be provided around the fire feature to prevent accidental access into the fire feature.
   b. The distance between the fire feature and combustible material and furnishings must meet the fire feature’s listing and manufacturer’s requirements.
   c. If the fire feature’s protective barrier exceeds ambient temperatures, all exit paths and occupant seating must be a minimum 36 inches from the fire feature.

24. The revised roadways will allow parking on the streets. California Fire Code, as adopted by the ESMC, requires a minimum 20-foot roadway width where no on-street parking is allowed, a minimum 32-foot roadway where parking is allowed on one side of the street and a minimum 40-foot wide roadway where parking is allowed on both sides of the street. Angled or head-in parking is considered street parking.

25. The public fire hydrants must be maintained at 300 foot spacing.

26. Any private fire hydrants must be installed and maintained in accordance with El Segundo Fire Department Regulation H-2-a "Fire Hydrant and Private Fire Main System Installation."

GEOTECHNICAL (GRADING, TOPOGRAPHY, SOILS AND DRAINAGE)

27. Before the City issues a Grading Permit for each Project Area, the applicant must prepare and submit a Grading Plan for review and approval by the PBS Director and the Director of Public Works. The Grading Plan must include, without limitation:

   A. The Grading Plan must demonstrate compliance with applicable City policies and requirements;

   B. The Grading Plan must show cross sections for any grading purpose and the location of and extent of existing and planned sewer easements and facilities;

   C. Grading depths cannot encroach upon or damage the existing sewer lines on the property;

   D. Haul routes for import/export trucks and other heavy construction related vehicles must be approved by the Director of Public Works;

   E. All grading must be accomplished in accordance with the recommendations of an independent Geotechnical and Geological Report to be submitted by the applicant and reviewed and approved by the City;

   F. The Grading Plan must detail where special restrictions apply due to soil contamination, if applicable;
CONDITIONS OF APPROVAL

G. Additional information, as required through the plan check process, must be included as appropriate;

H. Final grading must be coordinated with the City Engineer at the time the Grading Permit is issued; and,

I. Compliance with this measure must be verified by the PBS Director before the City issues each Certificate of Occupancy.

HAZARDS

28. Before the City issues a Grading Permit for grading in the southwest corner of the site, the applicant must submit a letter from the Los Angeles Regional Water Quality Control Board ("LARWQCB") approving the grading and/or development of the southwest corner of the site, which may have contaminated soil.

29. The applicant must comply with any permit requirements imposed by the LARWQCB or the Department of Toxic Substances Control ("DTSC") related to development and/or grading on the southwest corner of the site.

30. Before the City issues a Grading Permit for the southwest corner of the project site, the applicant must provide any appropriate hazardous materials safety training for all City employees needed to implement the project. If required, the training must be related specifically to safety issues that may arise during site grading and construction due to the possible low-level VOC soil contamination that may exist in the site. All training must be completed to the reasonable satisfaction of the PBS Director, and the Fire Chief.

31. Before the City issues a Certificate of Occupancy for the first Project Area, the applicant must record as a covenant, in a form approved by the City Attorney, a disclosure that manufacturing and fabrication activities are conducted within a one-mile radius of the site, including on the real property owned by the Northrop Grumman Corporation, and that such operations may involve the use of certain hazardous or potentially hazardous materials. It must further obligate all holders of real property interests on the Project Site that receive actual notice of any Proposition 65 or related environmental notices produced and published by other proximal industrial uses operated within a one-mile radius of the Project Site to use reasonable efforts to disclose the same to their tenants and other occupants. Provided, however, recording such a covenant is not assumption of any responsibility or liability by such interest holder under Proposition 65 or other environmental law, policy or statute.

32. No child care facilities can be located within any location designated on the "facility risk map" as published by Northrop Grumman Corporation, dated October 31, 1997, on file in the Planning Division, or on the "cancer risk from toxic air pollution map" as published by SCAQMD, January 1999, on file in the Planning Division, unless it can be demonstrated to the satisfaction of the PBS Director that due to such factors as site conditions (e.g., building placement) sensitive receptors at such facilities will not be exposed to significant levels of toxic emissions.
33. The proposed project must be designed to ensure that noise generated by the proposed project operations does not exceed the City's noise standards, as established by the ESMC, for on-site or off-site receptors. A noise monitor must be designated according to the relevant codes. Before the City issues a Building Permit for each Project Area, the applicant's Final Working Drawings must be submitted to the PBS Director for review and approval relative to compliance with the ESMC's noise regulations.

POLICE / SAFETY

34. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the Applicant must pay a police services mitigation fee in accordance with applicable law at the time the building permit is issued. Compliance with this measure must be verified by the PBS Director before issuance of a Certificate of Occupancy for each building.

35. Before the City issues a Building Permit in each Project Area, the applicant must submit an overall Security and Crime Prevention Plan, to the PBS Director and the Police Department for review and approval, which must address, without limitation the following:

A. Lighting;
B. Addressing;
C. Telephones;
D. Trash dumpsters (including space for recyclable materials);
E. Indoor and outdoor security cameras installed at strategic locations;
F. Parking lots and structures;
G. Hotel key card systems;
H. Fences, walls;
I. Security hardware;
J. Office;
K. On-site security personnel;
L. Locker rooms;
M. An Evacuation Plan and Procedures;
N. A combination of closed circuit television system and private security patrols to monitor employee and other vehicle parking areas;
CONDITIONS OF APPROVAL

O. The employment of security personnel who will monitor and patrol the proposed Project Site and coordinate with public safety officials;

P. The installation of lighting in entryways, elevators, lobbies, and parking areas designed to eliminate potential areas of concealment;

Q. A diagram of the proposed project, which will include access routes, and any information that might facilitate emergency response;

R. Compliance on all applicable items on Police Department checklist memo dated October 11, 2001.

All Security and Crime Prevention Plan measures must be installed in conformance with the approved plans or must be operational before the City issues a Certificate of Occupancy.

PROJECT DESCRIPTION

Plans

36. The City of El Segundo requires development project applicants to prepare and submit Final Working Drawings for review and approval. The applicant must provide Final Working Drawings that comply with Policies and Requirements and these conditions of approval. The Final Working Drawings must indicate proposed uses, building sizes and heights, and the specific location of structures, loading docks, staging areas, parking layout, landscaped areas and recreational amenities. The Final Working Drawings must include vehicular, pedestrian and bicycle access, on- and off-site circulation, and linkage to other key elements in the site vicinity, including the MTA Green Line. The Final Working Drawings must indicate building materials and architectural design elements that will be utilized in the construction of the proposed structures. The Final Working Drawings must include information on security lighting and hardware and other detail required for compliance with the City’s security, safety and crime prevention standards. The Final Working Drawings must demonstrate compliance with the California Building Code, California Mechanical Code, California Plumbing Code, California Fire Code, California Sign Code, and California Electrical Code, and approved Fire Life Safety Systems, all as adopted by the ESMC. In addition, the Final Working Drawings must clearly indicate the location of all entrances and exits, including emergency vehicle access. All parcel buildings and structures must be located in proximity to the proposed parcel lines such that they meet all requirements for exterior wall and opening protection. Additional information, as required through the plan check process, must be included as appropriate. Before the City issues a Building Permit for each Project Area, the applicant must coordinate with all applicable City and applicable County agencies to prepare and submit Final Working Drawings to be approved by the PBS Director, the Department of Public Works, the Fire Department and the Police Department. Before the City issues a Certificate of Occupancy for each building, the applicant must provide evidence to the PBS Director, the Department of Public Works, the Police Department, and the Fire Department that Code and policy requirement conditions have been met.

37. The project must provide the minimum and maximum floor areas for the uses as provided in the Corporate Campus Specific Plan. The Proposed project will be comprised of 625,205
square feet of new development and 304,820 of existing development for a total of 930,205 square feet. The new development will be developed in 3 Phases. Phase 1 will contain 217,637 square feet (203,977 square feet of office and 13,660 square feet of restaurant/retail). Phase 2 will be developed with 193,228 square feet. Phase 3 will be developed with 214,340 square feet.

38. The maximum project size must be determined by the vehicle trip generation for each use. A maximum of 1,193 AM peak hour and 1,297 PM peak hour vehicle trips is allowed for the whole project based on developing 930,205 square feet. The trip generation for each use and building is determined using the rates identified in Appendix B of the Corporate Campus Specific Plan. The project is allowed to develop a combination of uses as permitted in the Corporate Campus Specific Plan, consistent with the minimum floor areas indicated in The Corporate Campus Specific Plan, as long as the total AM and PM peak trip generation established in the EIR for the project as a whole is not exceeded.

39. The City of El Segundo requires development project applicants to prepare and submit a Construction Management Plan for each Project Area for review and approval by the PBS Director and Director of Public Works. The Construction Management Plan must consider all stages of construction, including grading, dirt hauling, employee travel, materials delivery, etc. The Construction Management Plan must identify the types and approximate number of construction vehicles to be utilized and provide haul routes, staging area information and needed road or lane closures. The plan must include, without limitation, construction hours, construction trailer locations, construction and staging areas, construction crew parking, parking/access plan (including truck haul routes), construction methods and schedules. During construction, the areas of construction must be enclosed by a six-foot high chain link fence. Gates of site fencing must be located at driveways and cannot open over sidewalk/public right-of-way. During construction, trash must be removed from the Project Site on an as needed basis. At the end of each construction day, all open trenches must be completely closed or covered, or secured in accordance with Cal OSHA standards. All gates and access points to the construction area must be locked and/or fully secured at the end of construction each day. The applicant must provide a twenty-four hour, every day contact person/liaison to receive and respond to complaints during construction.

40. A Construction Management Plan must also be required for review and approval by the PBS Director and Department of Public Works for the installation of any utilities, including telecommunication utilities, in the public right-of-way. Such a plan must include, without limitation, traffic control measures for any lane closures.

41. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director that grading or any construction on property or within easements not owned or controlled by the applicant has been approved by the property owner or easement holder. Separate Grading and/or Building Permit(s) must be obtained by the applicant with the easement holder as co-applicant, if needed.

42. Before the City issues a Building Permit for each Project Area, the applicant must submit plans and specifications for any new curbs, sidewalks, driveway approaches, wheelchair ramps, and asphalt concrete (A.C.) pavement, that must be constructed/reconstructed for any missing public segments/areas on the perimeter of the Project Site adjacent to the building or parcel that is the subject of the Building Permit, as reasonably required by the Director of Public Works. Existing driveways and other concrete work not to be incorporated
into the construction must be removed and replaced with standard curb and sidewalk. Before issuance of a Certificate of Occupancy for the building that is the subject of the Building Permit, the applicant must install the required public improvements per the approved plans to the reasonable satisfaction of the Director of Public Works.

DEDICATIONS AND FEES

43. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the applicant must pay the required traffic mitigation fees as calculated in accordance with applicable law.

44. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the applicant must pay a Library Service Mitigation Fee, equal to three cents per gross square foot of floor area ($0.03/sq.ft.) in accordance with applicable law. Compliance with this measure must be verified by the PBS Director before issuance of each Certificate of Occupancy for each building.

45. For any development that is issued a building permit after the Development Agreement expires on July 11, 2018, pursuant to ESMC §§ 15-27A-1, et seq, the applicant must pay a one-time parks services mitigation fee in accordance with applicable law.

46. For any development that is issued a building permit after the Development Agreement expires on July 11, 2018, pursuant to ESMC §§ 15-27A-1, et seq., the applicant must pay a one-time fire services mitigation fee in accordance with applicable law.

47. Before building permits are issued, the applicant must pay the required School Fees as required per applicable law. This condition does not limit the applicant’s ability to appeal or protest the payment of these fees to the school districts(s).

48. The applicant is permitted to modify the location of the parcel boundaries as approved on Final Map No. 53570 and Vesting Tract Map No. 72287, consistent with the development standards in the Corporate Campus Specific Plan to accommodate the size and location of the fire station and park site properties, before recordation of Final Map No. 72287, provided a maximum of 46 parcels are created for the entire Project Area.

49. The applicant must maintain all existing easements on the site if the easement is still required by its grantee.

50. The applicant must provide reciprocal access agreements, in a form approved by the City Attorney, between any parcels that do not have independent direct vehicle access to a public right-of-way. Such agreements must be recorded before the City issues any Certificate of Occupancy for a building on an affected parcel.

51. Concurrent with the submittal of any plans or request for permits, the applicant must provide funds in trust to the PBS Director to cover the reasonable first year costs, including City consultants’ costs, of the monitoring of all conditions of approval and mitigation measures adopted in the MMRP. Annually thereafter, the applicant must replenish funds on the anniversary of the approval date sufficient to cover the reasonable costs, including City consultants’ costs for each year. The PBS Director, at his discretion, may hire a consultant to coordinate and monitor compliance.
52. Before the City issues a Grading Permit, Building Permit, or Certificate of Occupancy, the applicant must provide evidence to the PBS Director that all mitigation measures in the MMRP have been or will be implemented pursuant to the project’s mitigation monitoring plan. Compliance with this measure must be verified by the PBS Director.

CONSTRUCTION REQUIREMENTS

53. All work within the City public right-of-way must be in accordance with the latest edition of the Standards Specifications for Public Works Construction and City of El Segundo Standard Specifications. No work can be performed in the public right-of-way without first obtaining a Public Works Encroachment Permit.

54. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the reasonable satisfaction of the PBS Director that all applicable permits from other agencies have been obtained including, but not limited to, Caltrans, State Water Quality Control Board’s National Pollution Discharge Elimination Systems (N.P.D.E.S) Permit, South Coast Air Quality Management District, and Los Angeles County Department of Public Works.

55. Following the receipt of all requisite permits, the applicant must notify the PBS Director of the date that construction will commence.

56. At such time deemed necessary by the PBS Director, the applicant must provide an on-site inspection office trailer for the use of City inspection personnel as may be required.

57. Project must comply with current California Building Code, current California Energy Code, and the current California Building Code. Buildings must comply with the locations and percentage of openings as per table 705.8 of the current California Building Code based on the distance to proposed property lines.

58. Project must provide complete calculation notes and details, along with a geotechnical report. All mechanical, electrical, and plumbing plans are to be kept separate from each other and separate from the building plan submittals.

STORMWATER (GROUND HYDROLOGY AND GROUND WATER QUALITY)

59. The Los Angeles Regional Water Quality Control Board has promulgated rules and standards including, without limitation, obtaining an NPDES Permit and regulations related to underground and above ground storage tanks. The applicant’s compliance with LARWQCB will ensure compliance with the applicable sections of the California Water Code (Section 13260), the Clean Water Act, and the Porter-Cologne Water Quality Control Act. The applicant must ensure that any on-site tanks for use in the storage of fuels, wasted oil, solvents or other chemicals, which are located either above ground or underground, must be placed, constructed and maintained in accordance with the requirements of the LARWQCB.

60. The applicant must adhere to any relevant requirements of the LARWQCB regarding development of the site. The applicant must prepare a Storm Water Pollution Prevention Plan (SWPPP) which will demonstrate best management practices relevant to compliance with LARWQCB requirements and the California General Construction Permit. Before the
 CONDITIONS OF APPROVAL

City issues a Grading Permit for the proposed project, the applicant must provide a SWPPP to the LARWQCB, the PBS Director and Fire Department for review and approval relative to compliance with the provisions and requirements of the LARWQCB. Before issuance of a Building Permit for each Project Area, the applicant must apply for the appropriate notifications and/or registrations for any on-site storage tanks. The applicant must provide a copy to the City of the Notice of Intent required by the LARWQCB.

61. Before the City issues a Grading and/or Building Permit for each Project Area, the applicant must provide a drainage plan for that portion of the Project Area affected that eliminates pollutants to surface runoff as required by NPDES requirements. The drainage plan must be reviewed and approved by the PBS Director and Public Works. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must demonstrate that the drainage plan has been implemented and is effective to the reasonable satisfaction of the PBS Director and Director of Public Works.

62. The project must comply and provide current Storm Water Pollution Preventative Plan and Standard Urban Water Mitigation Plan, which includes an Erosion and Sediment Control Plan.

63. Before the City issues a Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that pavement on-site must be adequately applied to prevent soil erosion. Further, paved areas on-site must be regularly maintained (e.g., all cracks repaired and debris removed on a regular basis) to prevent soil erosion. The applicant must install improvements pursuant to the approved plans before final sign-off of the Permit. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that on-site drainage must be directed to existing storm drains. The applicant must install said improvements per the approved plans before final sign-off of the Permit.

64. Before the City issues a Grading or Building Permit for each Project Area, the applicant must prepare a Standard Urban Stormwater Mitigation Plan (SUSMP) and provide evidence to the PBS Director and Director of Public Works that the project area that is the subject of the Grading or Building Permit complies with City of El Segundo Urban Runoff Pollution Prevention Controls (Title 5 - Health and Sanitation, Chapter 7 - Standards Urban Stormwater Mitigation Plan Implementation of the El Segundo Municipal Code). The applicant must install said improvements per the approved plans before final sign-off of the Permit.

65. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that:

   A. Collection basins to reduce silts in storm water before runoff drainage to the Los Angeles Flood Control System have been adequately incorporated into the project design;

   B. On-site catch basins must be designed and constructed to screen out larger matter to prevent flooding of the project site resulting from debris caught in the drainage canal;
CONDITIONS OF APPROVAL

C. Drainage channels within parking lot and paved areas must be designed and constructed to direct storm water and/or irrigation run-off to collection basins provided on-site;

D. On-site drainage and hydrology improvements must be designed in conformance with applicable standards of the City of El Segundo and the Los Angeles County Department of Public Works, including policies in the Public Safety Element of the City’s General Plan;

E. The project is in compliance with applicable permit requirements of the Los Angeles County Department of Public Works or Los Angeles County Flood Control District;

F. On-site drainage and hydrology improvements must be designed using the necessary hydraulic/hydrology and structural calculations required for permitting by the Los Angeles County Department of Public Works: and,

G. All on-site development must be consistent with a Hydrology and Drainage Study and the Final Working Drawings, as approved by the City; and,

H. Before the city issues ‘Final Inspection Approval’ for the proposed project, the applicant must provide evidence to the PBS Director and Director of Public Works that all the improvements herein have been constructed in compliance with the appropriate regulations and specifications.

TRANSPORTATION/CIRCULATION/PARKING

66. Before the City issues the first building permit for the Project Site, the applicant must provide Los Angeles County Congestion Management Plan (CMP) Debit/Credit Calculations, and a Phasing Plan for CMP related improvements, to the PBS Director and Public Works for reasonable review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the City issues a Certificate of Occupancy for the building, the applicant must provide evidence to the PBS Director that the proposed project CMP debits/credits related improvements were implemented and balanced on the Project Site in accordance with the approved phasing plan. Compliance with this measure must be verified by the PBS Director before permit issuance. As may be applicable, the City will give credit for CMP related improvements towards the applicant’s traffic mitigation impact fee, as appropriate.

67. Before the City issues a Building Permit for each Project Area, the applicant must provide a Pedestrian Access/Circulation Plan to the PBS Director, the Recreation and Parks Director, and Police Chief for review and approval. The Plan must identify the location of pedestrian, bicycle accesses and indicate linkage to other key elements in the site vicinity, and within the project itself, including parking areas, building entrances, bicycle racks, recreational elements, etc. The Plan must reflect a safe movement pattern, which does not significantly conflict with vehicular movement and parking access areas. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must provide evidence to the PBS Director, Recreation and Parks Director, and Police Chief that the approved pedestrian and bicycle access features have been installed and will be adequately maintained per the approved plan.
68. Before the City issues a Building Permit for each Project Area, the applicant must submit plans for review and approval by the PBS Director that show electric vehicle charging stations for at least one-half (1/2) percent of the total number of required parking spaces. Before the City issues each Certificate of Occupancy, the charging stations must have been installed, per the approved plans. The charging station may receive credit under the Air Quality Mitigation Plan, as appropriate.

69. Before the City issues building permits for each Project Area, the applicant must submit a detailed Traffic, Circulation and Parking Plan, prepared by a licensed traffic engineer, for review and approval by the Director of Public Works, the PBS Director, the Police Chief, the Fire Chief, and the City’s Traffic Engineer. Alternatively, such a plan may be submitted for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other as determined by the C.E.D. Director. Additionally, the City may request an updated plan when the project reaches 80% occupancy after all building construction is completed for Phase 1, Phase 2, and Phase 3 of the Revised Project. The Traffic, Circulation and Parking Plan must include, without limitation, the following:

A. An analysis of the estimated traffic generation for the building(s);

B. An analysis of the current level of service (LOS) at adjacent intersections which may be impacted by the project;

C. A Sensitivity Analysis, to determine if any of the mitigation measures, as identified in the EIR, or other proposed improvements, such as construction of the internal private roadway, must be implemented before the completion of a particular building(s) due to the traffic generation from that particular building(s);

D. Sight distances for each structure and parking area associated with the building(s);

E. An analysis of the traffic volumes at each driveway or intersection associated with the building(s) in order to determine if any offsite improvements are warranted (i.e., deceleration lanes, left-turn pockets, new or modified traffic signals, etc.) that were not analyzed in the EIR due to the approximation of building locations in the EIR;

F. Any new traffic signals or modifications to existing traffic signals must be subject to the review and approval of the Los Angeles County Department of Public Works. The applicant must pay the applicable county costs to provide plan check and inspection services;

G. The applicant must be required to dedicate any on-site land required to accommodate any required intersection improvements (e.g., deceleration lanes);

H. All truck circulation;

I. Visitor parking;

J. All access points to the project site, which should be aligned with existing driveways and intersections where possible;
CONDITIONS OF APPROVAL

K. Off-site circulation improvements;

L. All median modifications, if necessary;

M. All dead end aisles eliminated to satisfy the ESMC;

N. All truck turning radii;

O. The location of required loading spaces;

P. An analysis that shows the location and the timing of construction of the required parking for the building or Project Area;

Q. The parking must be conveniently accessible;

R. Pedestrian crossing areas of the private roadways must be called out on the plans and appropriately designated; and,

S. All parcels and structures must be connected by an accessible route of travel that meets the requirements of Title 24 of the California Building Code, as adopted by the ESMC.

70. In addition to the required 100 spaces, the applicant must provide a minimum of 50 additional parking spaces to the City for overflow parking for soccer field use during non-business hours in the evenings and on weekends in Phase 1, Phase 2 and/or Phase 3 portions of the Corporate Campus Specific Plan area. The location, access, and regulation of such parking spaces must be incorporated within the Traffic, Circulation and Parking Plan prepared by a licensed traffic engineer, for review and approval by the City. In addition, the applicant must record a covenant, in a form approved by the City Attorney, to reserve such 50 parking spaces in accordance with the Traffic, Circulation and Parking Plan.

71. Final site plan approval for each building(s) is contingent upon fulfillment of the above traffic design review requirements. All Circulation and Parking Plan improvements which require installation must be installed before the City issues each Certificate of Occupancy for the building(s) which are the subject of the Traffic, Circulation and Parking Plan. Compliance with these requirements must be verified by the Director of Public Works, the PBS Director, the Police Chief, the Fire Chief, and the City’s Traffic Engineer before the City issues a Certificate of Occupancy.

72. Parking may be allowed on the internal private roadways on Campus Drive and on a portion of the east side of Parkview Drive South just north of Fire Station No. 2. Additionally, parking may be allowed on the private driveway parcel formally known as the internal private roadway, “Campus Square West.” The applicant must install “No Parking” signs on other internal private roadways, subject to the approval of the Public Works Department.

73. The applicant may eliminate Campus Square East as a private street and convert it to a green belt with landscaping only.

74. The applicant may request that the City vacate the Campus Square East private street easement for utility purposes, provided the conditions below are satisfied. The conditions
CONDITIONS OF APPROVAL

are based on the current design concept submitted to the City for review, and are subject to change if the design concept changes.

A. The applicant must contact all utility companies utilizing the Campus Square East Street and ask permission to abandon and relocate the utility lines (West Basin, Water Division, Wastewater Division, etc.) within the said easement. Public Works’ Engineering Division needs copies of the developer’s request as well as the written responses from the utility companies.

B. The applicant must address the following Water Division requirements:
   i) The applicant must properly abandon the use of the water main lines on Campus Square East, including the removal of inoperative fire hydrants and other inoperative above-ground water facilities.
   ii) The applicant subject to a study acceptable to the City, will extend the 12” water main line from Parkview Drive all the way to Nash Street as may be required.
   iii) The applicant must provide additional fire hydrants, fire services, and fire loop system in locations requested by both Fire Department and Public Works’ Water Division.
   iv) The applicant must provide water service laterals, water meters, backflow devices, and all other water-related systems per Public Works’ Water Division standards.
   v) The applicant must obtain easements to provide utility service to individual lots such as lots 11 to 14 and lots 17 to 19, which are not directly adjacent to streets.
   vi) The applicant must arrange utility infrastructure to be constructed for lots such as 11 to 14 and 17 to 19.

C. The applicant must address the following Public Works’ Wastewater Division requirements:
   i) The sewage flows from Mariposa Avenue through Campus Square East must be diverted as determined by a sewer study acceptable to the City. The applicant must provide a sewer system design reflecting the new sewage flow routes to the Public Works’ Engineering Division.
   ii) The applicant must check the existing sewer system capacity that flows to Los Angeles County Sanitation District lines all the way to Aviation Blvd. A sewer flow study that reflects the anticipated additional volume must be provided to both the City and County. Any system upgrades necessary must be addressed by the owner.
   iii) The applicant must submit to the Public Works’ Engineering Division verification from the Los Angeles County Sanitation District that it has the capacity to accept the additional flow per the proposed improvements.

D. The applicant must provide an updated storm water system design. Currently, there is an existing underground storm water storage structure located in the center of the project area near Lot 18. The storage structure collects storm water from the area and allows it to filter back into the ground.

75. One Sewer Lateral and one water lateral is required to be installed per lot.

76. The applicant must obtain approval from all utility companies (West Basin, Water Division, Waste Water Division, etc.) and submit written approvals to the Public Works Department for the conversion of Campus Square West from a private street to a private driveway.

77. The applicant must provide a pedestrian sidewalk on Campus Drive and it must comply with ADA requirements.
CONDITIONS OF APPROVAL

78. The applicant is responsible for maintaining the parking striping and any vehicle tire bumpers at all times even when the City is to break into the pavement to access the underground utility lines they need to maintain or do any repairs.

79. The applicant must provide handicap accessible pedestrian walkways, with a minimum five-foot width, within the required setbacks abutting all internal private roadways. Any internal roadways dedicated to the City as public roadways may have handicap accessible pedestrian walkways within the public right-of-way instead of locating them on private property.

80. Before the City issues a Building Permit for each Project Area, the applicant must submit Final Working Drawings to the PBS Director for review and approval that shows that all handicapped, carpool, vanpool, motorcycle, and bicycle parking and other TDM and TSM physical requirements have been provided as reasonably required by the City. All TDM/TSM physical requirements required by City regulations, as may be modified by Development Agreement 01-1, must be installed before the City issues each Certificate of Occupancy.

81. Before the construction of the portion of the private internal roadway for the proposed project that would intersect Atwood Way, the applicant must secure a Caltrans Encroachment Permit to alter the Atwood Way on-ramp intersection improvements as set forth in the EIR. The alterations to the intersection of the I-105 eastbound on-ramp at Atwood Way must be in accordance with relevant Caltrans Encroachment Permit requirements and conditions and must be shown on the Final Working Drawings. The applicant is responsible for the costs of modifications to the intersection and construction of all the private internal roadways. Before the City issues a "Final Inspection Approval" of the private internal roadway improvements, the applicant must install the intersection improvements. The improvements must be reviewed and approved by the City Traffic Engineer, and PBS Director.

82. The private internal roadways must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway and private driveways with the minimum dimensions required by the Corporate Campus Specific Plan, and must comply with applicable requirements of the Americans with Disabilities Act (ADA), as well as City requirements for traffic signage, street lighting, drainage plans, and underground utility service, subject to the review and approval of the Director of Public Works. The applicant must be responsible for the design, construction, and maintenance of the private internal roadways, private driveways, and green-belts.

83. The applicant must prepare public access easements on all the internal private roadways, subject to the review and approval of the PBS Director and City Attorney to permit public use of the internal private roadways. Upon approval, such easements must be recorded with the County Recorder before the City issues a Building Permit for construction of the roadways.

84. The applicant must install off-site traffic related mitigation measures as set forth in the EIR and MMRP at the time when amount of building (floor area or vehicle trips) triggers the impact for which the mitigation measure is based, as documented in the required Traffic, Circulation, and Parking Plan.
CONDITIONS OF APPROVAL

85. Should it be necessary to alter the striping of the Nash Street off-ramp from the I-105 Freeway, the applicant must secure an Encroachment Permit from Caltrans and the City of Los Angeles, as documented in the required Traffic, Circulation, and Parking Plan.

86. Before the City issues a Building Permit for each Project Area, the applicant must submit a temporary lane closure plan for review and approval by the Director of Public Works, Fire Chief and Police Chief if lane closures will be required during construction for a particular building to insure construction vehicles, equipment and supplies do not interfere with local emergency response routes and incidences.

87. If the Nash-Douglas one-way couplet is eliminated by the City Council, and both Nash Street and Douglas Street are returned to two-way traffic by the City before the build out of the project, the applicant must bear the cost of designing and constructing needed traffic improvements on the portion of the Nash and Douglas Streets fronting the project required as the direct result of the proposed project.

88. Driveway entrances must be clearly marked, as well as different areas of the parking lot, to ensure visiting vehicles do not accidentally enter the truck staging area.

89. The applicant must coordinate construction lane closures with the Director of Public Works, Police Chief and Fire Chief.

90. Concurrent with the sale of the park site to the City, the applicant must record an Agreement for the Maintenance of Off-site Parking, approved as to form by the City Attorney, to provide 100 parking spaces for public use for the park site to be located on one or more of the Project Areas.

UTILITIES

91. The Los Angeles County Sanitation District requires a Buildover Permit for construction over its sewer easements. The applicant must demonstrate through its Grading Plans in the affected Project Areas that all alterations to final sewer easements, relocation of sewer manholes, and rights of way must be in accordance with relevant Buildover Permit(s) to allow the construction of the proposed project and other project components over the 10-foot wide sewer easement. Before the issuance of the affected Grading Permits in the affected Project Areas for the proposed project, the applicant must provide evidence to the PBS Director that the Buildover Permit(s) has been obtained or the easement has been relocated.

92. Before the City issues a Building Permit for each Project Area, the applicant must provide a Utility Plan to the PBS Director and Public Works for review and approval. The Utility Plan must demonstrate that all on-site utilities, including fiber optic utility lines from each building to the public right-of-way, are placed underground. The applicant assumes the costs for the relocation of all utilities, without limitation, light poles, electrical vaults, and fire hydrants, which are due to the proposed project. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the approved Utility Plan improvements has been installed and appropriate access provided per the approved plan.
93. Encroachment Permits must be obtained from the Engineering Division of the Public Works Department for demolition haul-off. This Permit must be obtained at the same time the permit for demolition is issued. An Encroachment Permit for grading is also required when import or export of dirt exceeds fifty cubic yards. Demolition and grading may be listed on one Encroachment Permit.

94. If new sewer laterals are required and constructed in the public right-of-way, they must be a minimum of six inches inside diameter. Material must be "vitreous clay pipe." Each lateral must have a six-inch clean-out brought to grade at the property line and securely capped. A B9 size box must be placed around the clean-out for protection. The box must have a cover emblazoned with the word "sewer." If in a traffic area, the cover must be traffic approved. All elevations of planned sewer connections must be reviewed and approved by the Director of Public Works before starting construction. Existing sewer laterals must be plugged at the sewer mainline and capped at the property line. Existing six-inch wyes may be reused if approved by the Director of Public Works. Any required sewer laterals must be installed before the City issues a Certificate of Occupancy for the building to be served.

95. No material storage is allowed in the public right-of-way except by Encroachment Permit issued by the Engineering Division of the Public Works Department. If material storage is allowed in the public right-of-way, it must be confined to parkway areas and street parking areas, as long as safe and adequate pedestrian and vehicular passage is maintained at all times as determined by the Engineering Division. Storage beyond these areas in the public right-of-way requires prior approval of the Public Works Director and is limited to a maximum period of 24 hours.

96. Before the City issues a Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that proposed utility service improvements will be of a quality reasonably acceptable to the PBS Director. The developer must encourage and promote a high quality, efficient, and sustainable development through the incorporation and utilization of the best and most cost-effective electrical, natural gas, communications, sewage handling, water conservation, and solid waste disposal equipment and systems. Compliance with this measure must be verified by the PBS Director before the City issues building permits.

97. Before the City issues a Building Permit for each Project Area, the applicant must submit Street and Public Right-of-Way Improvement Plans for review and approval to the Director of Public Works and PBS Director. Said plans must include any required dedications and sidewalks in accordance with City standards necessary for the building that is the subject of the Permit. Before the City issues a Certificate of Occupancy for each building that is the subject of the Permit, the applicant must dedicate any required right-of-way and install all sidewalks in accordance with plans and specifications approved by the City. Alternatively, the applicant may submit Street and Public Right-of-Way Improvement Plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

98. If any off-site upgrades are required due to changes in the proposed peak demands in sewer services, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director that adequate sewer capacity is
CONDITIONS OF APPROVAL

available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any sewer upgrade plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

99. If any off-site upgrades are required due to changes in the proposed peak demands in water and wastewater service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director that adequate water and wastewater capacity is available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any water and wastewater upgrade plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

100. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the appropriate additional on-site water and wastewater improvements as identified by the El Segundo Water and Wastewater Division, or an equivalent service provider, have been installed. Such additional measures must include separate services for potable and fire water systems, a separate water meter for each building, and potable system to be a combined irrigation and domestic, or separated into domestic and irrigation meters. Separate fire services with double detector check valves and backflow preventers are required. Upon completion of the site plan, the exact size and number of fire lines will be determined. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

101. If any off-site upgrades are required due to changes in the proposed peak demands for telecommunication services, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

102. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional improvements for on-site telecommunication services as identified by Pacific Bell, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Such additional improvements must include that the developer must provide the conduit trench and point of entry to the site while Pacific Bell installs the cable to the point of entry. All additional on-site improvements must be provided by the applicant. If the existing facilities serve adjacent properties, the services may require relocation. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.
103. If any off-site upgrades are required due to changes in the proposed peak demands in natural gas service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Compliance with this measure must be verified by the PBS Director before the City issues building permits. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

104. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional on-site natural gas service improvements as identified by The Gas Company, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Compliance with this measure must be verified by the PBS Director and before the issuance of the Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

105. If any off-site upgrades are required due to changes in the proposed peak demands for electrical service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

106. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional on-site electrical service improvements as identified by The Edison Company, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

WATER

107. Before the City issues the first building permit for each building within a Project Area, the applicant must submit Off-site Reclaimed Water Facility Plans to the PBS Director and the Director of Public Works for review and approval. Such plans must include the extension of the reclaimed water trunk line in Nash Street from the termination of the line at a separately planned extension near the intersection of Nash Street and Mariposa Avenue to the furthest applicable extension of the Project Area necessary to provide service to the Project Area. Said plans for the off-site improvements must include an approval from West Basin
CONDITIONS OF APPROVAL

Municipal Water District, the supplier of reclaimed water. Alternatively, such plans may be submitted for the whole project site before issuance of the first Building Permit any Project Area.

108. Before the City issues a Building Permit for each building within a Project Area, the applicant must submit Final Working Drawings that incorporate On-site Irrigation Plans to the PBS Director and the Director of Public Works for review and approval. Such plans must indicate that reclaimed water is utilized in the irrigation systems for all landscape areas and other uses, as approved by the Department of Public Works, when available from the West Basin Municipal Water District or other supplier of reclaimed water. Such plans must include the installation of a dual water line system on-site to accommodate distribution of potable water for landscaping until reclaimed water for landscaping becomes available for the Project Area. In addition to the utilization of reclaimed water for irrigation, other water conservation features such as low-flow devices and automated shut-offs must be included throughout the Project Site. Water management systems must include both water conservation and wastewater reduction features.

109. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the connection with the City’s reclaimed water system has been provided, the approved water management systems and water-saving devices have been incorporated into project development, and that the water facilities have been installed per the approved plans. If the water provider is unable to make reclaimed water available before the issuance of the Certificate of Occupancy, then potable water may be utilized and the Certificate of Occupancy must be issued.

110. The applicant must install a loop water distribution system for the Project Site with service connections to each of the 12-inch water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the City issues a Building Permit for each Project Area, the applicant must submit a construction phasing plan for the water service, which must include, without limitation, how the building which is the subject of the permit will be connected to the looped water distribution system.

111. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must pay the applicable water meter installation fees. Compliance with this measure must be verified by the PBS Director before issuance of the Certificate of Occupancy.

112. Before the City issues a Building Permit for each building within a Project Area, the applicant must pay the applicable sewer connection fees and charges. Compliance with this measure must be verified by the PBS Director before Permit issuance.

INDEMNIFICATION

113. CDC Mar Campus, LLC agrees to indemnify and hold the City harmless from and against any claim, action, damages, costs (including, without limitation, attorney’s fees),
CONDITIONS OF APPROVAL

injuries, or liability, arising from the City’s approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. 13-01, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287). Should the City or any representative of the City be named in any suit, or should any claim be brought against it by suit or otherwise, whether the same be groundless or not, arising out of the City approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. 13-01, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287), CDC Mar Campus, LLC agrees to defend the City (at the City’s request and with counsel satisfactory to the City) and will indemnify the City for any judgment rendered against it or any sums paid out in settlement or otherwise. For purposes of this section, “the City” includes the City of El Segundo’s elected officials, appointed officials, officers, and employees.

114. CDC Mar Campus, LLC must acknowledge receipt and acceptance of the Project Conditions by executing the acknowledgement below.

By signing this document, CDC Mar Campus, LLC certifies that it has read, understood, and agrees to the Project Conditions listed in this document.

Richard C. Lundquist, President
CDC Mar Campus, LLC

Leonard E. Blakeley, Jr.
Executive Vice President and Secretary
CDC Mar Campus, LLC

{If Corporation or similar entity need two officer signatures or evidence that one signature binds the company}
ORDINANCE NO. _____

AN ORDINANCE APPROVING CORPORATE CAMPUS SPECIFIC PLAN AMENDMENT NO. SP 13-02; AND DEVELOPMENT AGREEMENT NO. DA 13-01 (FIRST AMENDMENT TO DEVELOPMENT AGREEMENT NO. DA 01-01) FOR THE CORPORATE CAMPUS DEVELOPMENT.

The City Council of the City of El Segundo does ordain as follows:

SECTION 1: The City Council finds and declares that:

A. On January 2, 2002, the City Council approved a development known as Corporate Campus Specific Plan under EA-548. Approvals for that development included a Specific Plan, a General Plan Amendment, a Zone Change, a Subdivision, and a Development Agreement for the development of 2,175,000 square feet of office, light industrial, retail, restaurant, health club, hotel conference, medical/dental office, and day care uses, along with public recreational facilities and a City Fire Station on a 46.5 acre site;

B. On May 14, 2013, CDC Mar Campus LLC, Inc. filed applications for an Environmental Assessment No. EA-1021; a Development Agreement Amendment No. DA 13-01 to extend the term of the agreement and modify certain sections of the agreement; Specific Plan Amendment No. SP 13-02 to amend certain sections to allow parking on private streets, eliminate a private street and convert to a greenbelt lot, convert an existing private to a private driveway, allow for the inclusion of greenbelt lot and standards for a greenbelt lot development, allow fences and walls that are part of a patio to encroach into the front yard setbacks, allow the shared use of loading spaces with parking spaces, and update exhibits to include revised conceptual plan and to incorporate Vesting Tentative Map No. 72287 with the exiting subdivisions; Subdivision No. SUB 13-05 (a Vesting Tentative Map No. 72287 to subdivide the remaining undeveloped portion of the project site into 32 lots and establishing the total lot count within the Corporate Campus Specific Plan to 46 lots);

C. The applications from CDC Mar Campus, LLC (collectively, the "project") were reviewed by the City’s Planning and Building Safety Department for, in part, consistency with the General Plan, Corporate Campus Specific Plan, and conformity with the El Segundo Municipal Code ("ESMC");
D. In addition, the City reviewed the project's environmental impacts under the California Environmental Quality Act (Public Resources Code §§ 21000, et seq., "CEQA"), the regulations promulgated thereunder (14 Cal. Code of Regulations §§15000, et seq., the "CEQA Guidelines"), and the City's Environmental Guidelines (City Council Resolution No. 3805, adopted March 16, 1993);

E. On October 17, 2013, the Planning Commission adopted Resolution No. 2739 recommending that the City Council adopt this Ordinance; and

F. This Ordinance and its findings are made based upon the entire administrative record including, without limitation, the public hearing held by the City Council on November 5, 2013.

SECTION 2: *Environmental Assessment.* Resolution No. 2739 adopted an Addendum and a Statement of Overriding Considerations (SOC) for this Project which, among other things, properly assesses the environmental impact of this Ordinance in accordance with CEQA. This Ordinance incorporates by reference the environmental findings and analysis set forth in Resolution No. 2739.

SECTION 3: *Factual Findings and Conclusions.* The City Council finds and declares that the factual findings and conclusions set forth in Resolution No. 2739, adopted on October 17, 2013 are incorporated as if fully set forth.

SECTION 4: *Corporate Campus Specific Plan Amendment Findings.* Pursuant to ESMC Chapter 15-26, and based on the factual findings of Resolution No. 2739, the proposed Corporate Campus Specific Plan Amendment is desirable to implement the Project and to amend the Corporate Campus Specific Plan (CCSP) development standards relating to land subdivision and lot development, setbacks, parking, open space, and street improvements. Specifically, the CCSP Amendment includes:

A. An amendment to CCSP § III(C)(3) relating to allowing parking on private streets;

B. The addition of CCSP §§ V(F)(4)(c)(7) and V(F)(8)(b) to allow at-grade patios with 6-foot high walls, fences, and hedges to encroach into front yard setbacks;

C. The addition of CCSP § V(F)(5)(b) to allow 80-foot frontage on lots that abut green-belt lots;

D. Addition of CCSP § V(F)(5)(2)(c) to allow the development of green-belt lots with 30 feet of frontage;

E. The addition of CCSP § V(F)(10)(g) to allow the loading spaces to be shared with open parking spaces and to restrict the loading hours and prohibit parking during loading hours;
F. To incorporate an updated Exhibit 3 to include the revised conceptual site plan and an updated Exhibit 4 to incorporate Vesting Tentative Map No. 72287 into the Specific Plan Subdivision map exhibit; and

G. An update to the Legal Description in Appendix A; and (8) the addition of an Appendix C "Legal Description of Green-belt Lots)."

SECTION 5: Development Agreement Findings. Pursuant to City Council Resolution No. 4241, adopted January 2, 2002, the City Council finds that:

A. The project is consistent with the objectives, policies, general land uses, and programs specified in the general plan. The Development Agreement would provide the following public benefits in exchange for valuable development rights (Seven-year entitlement):

1. Development of a property that is currently vacant and underutilized.
2. Increasing and further stabilizing the City's tax base through development of new commercial businesses.
3. Increase in employment opportunities for the City's residents.
4. Increasing the diversity of commercial office and retail uses and services in the City.
5. Increasing City revenues through the generation of taxes that outweigh the City cost of services.
6. Development of a project that is consistent with the Elements of the General Plan and consistent with the Corporate Campus Specific Plan as amended.
7. The Revised Corporate Campus Development project will be developed with 925,205 square feet and will be reduced by 1,244,975 square feet from the approved 2,175,000 square feet approved under the Original Corporate Campus project. The maximum permitted floor area ratio on the property is 0.99:1 and the Revised Corporate Campus Project will be developed with an overall FAR of 0.60:1. The Far for Phase 1 of the project would be 0.40:1, which is below the maximum 0.99:1 allowed.
8. Extend the term of the agreement by two years through July 11, 2020.
9. Allow the development of green-belt lots that will be used for open space and landscaping. Green-belt lots shall have a minimum frontage of 30 feet and have frontage on a public street, private-and-future street, or driveway.
10. Include provisions to allow for 80 feet of frontage on lots that abut green-belt lots.
B. Following implementation of the proposed Specific Plan Amendment, the project is compatible with the development standards authorized in, and the regulations prescribed for, the land use district in which the real property is located. These uses and development standards are specific to the Corporate Campus Specific Plan.

C. The project conforms with the public convenience, general welfare and good land use practice. The Corporate Campus Development Specific Plan permits a floor area ratio of 0.99:1 and the floor area ratio of the proposed project would be 0.60:1, which is below the maximum allowed. The project would be developed with private streets and provide public improvements where required. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the northeast quadrant of the City by providing a broad range of commercial office and retail uses.

D. The project will not be detrimental to the health, safety and general welfare. The proposed project will not create any negative environmental impacts, with the exception of traffic, operational and temporary construction related air quality, and temporary construction-related noise impacts, and cumulative solid waste and traffic impacts. The City Council is responsible for determining if there are overriding considerations, which outweigh the identified unavoidable environmental consequences of the project.

E. The project will not adversely affect the orderly development of property or the preservation of property values. The Corporate Campus Specific Plan (CCSP) Zone development standards and development agreement will ensure that the project will be developed in an orderly fashion. All mitigation measures will be implemented at the time and place impacts occur.

F. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the northeast quadrant of the City.

SECTION 6: The Amendment to the Development Agreement by and between the City of El Segundo and CDC Mar Campus, LLC, as set forth in attached Exhibit “A,” and incorporated into this Ordinance by reference, is approved. The Mayor is authorized to execute the Development Agreement in a form approved by the City Attorney.

SECTION 7: Additional Approvals. To the extent they are not otherwise adopted or approved by this Ordinance, and subject to the attached amended Corporate
Campus Specific Plan in attached Exhibit "B" and subject to the conditions listed
in attached Exhibit "C," which are incorporated into this Ordinance by reference,
the City Council approves Corporate Campus Specific Plan Amendment No. SP
13-02 and Development Agreement Amendment No. DA 12-03.

SECTION 8: Reliance on Record. Each and every one of the findings and
determinations in this Ordinance are based on the competent and substantial
evidence, both oral and written, contained in the entire record relating to the
project. The findings and determinations constitute the independent findings and
determinations of the City Council in all respects and are fully and completely
supported by substantial evidence in the record as a whole.

SECTION 9: Limitations. The City Council's analysis and evaluation of the
Project is based on the best information currently available. It is inevitable that in
evaluating a project that absolute and perfect knowledge of all possible aspects
of the project will not exist. One of the major limitations on analysis of the project
is the City Council's knowledge of future events. In all instances, best efforts
have been made to form accurate assumptions. Somewhat related to this are the
limitations on the City's ability to solve what are in effect regional, state, and
national problems and issues. The City must work within the political framework
within which it exists and with the limitations inherent in that framework.

SECTION 10: Summaries of Information. All summaries of information in
the findings which precede this section, are based on the substantial evidence in
the record. The absence of any particular fact from any such summary is not an
indication that a particular finding, is not based in part on that fact.

SECTION 11: Effectiveness of ESMC. Repeal or amendment of any
provision of the ESMC will not affect any penalty, forfeiture, or liability incurred
before or preclude prosecution and imposition of penalties for any violation
occurring before this Ordinance's effective date. Any such repealed part will
remain in full force and effect for sustaining action or prosecuting violations
occurring before the effective date of this Ordinance.

SECTION 12: Memorialization. The City Clerk is directed to certify the
passage and adoption of this Ordinance; cause it to be entered into the City of El
Segundo's book of original ordinances; make a note of the passage and adoption
in the records of this meeting; and, within fifteen (15) days after the passage and
adoption of this Ordinance, cause it to be published or posted in accordance with
California law.

SECTION 13: Severability. If any part of this Ordinance or its application is
deemed invalid by a court of competent jurisdiction, the city council intends that
such invalidity will not affect the effectiveness of the remaining provisions or
applications and, to this end, the provisions of this Ordinance are severable.
SECTION 14: Effective Date. This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this ___ day of _______ 2013.

Bill Fisher, Mayor

ATTEST:

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES
CITY OF EL SEGUNDO

I, Tracy Weaver, City Clerk of the City of El Segundo, California, do hereby certify that the whole number of members of the City Council of said City is five; that the foregoing Ordinance No. _______ was duly introduced by said City Council at a regular meeting held on the ___ day of _______ 2013, and was duly passed and adopted by said City Council, approved and signed by the Mayor, and attested to by the City Clerk, all at a regular meeting of said Council held on the ___ day of _______ 2013, and the same was so passed and adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Tracy Weaver, City Clerk

APPROVED AS TO FORM:
Mark D. Hensley, City Attorney

By: Karl H. Berger, Assistant City Attorney
ORDINANCE EXHIBIT “A”

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

CITY CLERK
CITY OF EL SEGUNDO
350 Main Street
El Segundo, California 90245

EXEMPT FROM RECORDER’S FEES
Pursuant to Government Code § 6103

FIRST AMENDMENT TO DEVELOPMENT AGREEMENT

BY AND BETWEEN

CITY OF EL SEGUNDO,

AND

CDC MAR CAMPUS, LLC.

THIS AGREEMENT MUST BE RECORDED WITHIN TEN DAYS OF EXECUTION BY ALL PARTIES PURSUANT TO GOVERNMENT CODE §65868.5
FIRST AMENDMENT TO DEVELOPMENT AGREEMENT

This First Amendment to Development Agreement ("First Amendment") is made and entered into by and between the CITY OF EL SEGUNDO, a general law city and municipal corporation ("City") and CDC MAR CAMPUS, LLC, a California limited liability company ("Developer"), as of this ___ day of __________, 2013. City and Developer are individually referred to as "Party" and collectively as "Parties." In consideration of the mutual covenants and agreements contained in this First Amendment, and in light of Developer’s application which was considered by City concurrently with this First Amendment, City and Developer agree as follows:

1. Recitals.

1.1 Unless otherwise specified the term "Development Agreement" refers to the Development Agreement entered into between the Parties, or their predecessors in interest, on February 11, 2002, its amendments, and related Operating Memoranda.

1.2 On or about May 7, 2013, TPG-EL SEGUNDO PARTNERS, LLC, executed an Assignment and Assumption Agreement whereby TPG-EL SEGUNDO PARTNERS, LLC, conveyed to CDC MAR CAMPUS, LLC, in accordance with the provisions of Section 3 of the Development Agreement, TPG-EL SEGUNDO PARTNERS, LLC’s right, title and interest in and to the Development Agreement and the Project Approvals with respect to the Property covered by the Development Agreement.

1.3 On October 17, 2013, the Planning Commission held a duly noticed public hearing on this First Amendment to the Development Agreement along with Developer’s other applications.

1.4 On November 5, 2013 the City Council held a duly noticed public hearing on this First Amendment and Developer’s other applications. At the conclusion of the public hearing the City Council adopted Resolution No. ______ approving the use of an Addendum for this project and introduced Ordinance No. ______ approving this First Amendment to the Development Agreement as well as a Specific Plan Amendment and Subdivision. On __________, 2013 the City Council adopted Ordinance No. ______. Ordinance No. ______ became effective on __________, 2013.

1.5 Section 15 of the Development Agreement provides for amendment of the Development Agreement upon mutual consent of the parties and in accordance with the procedures established by applicable law. This First Amendment was adopted in conformance with Government Code §§ 65865, et seq.

1.6 On November 5, 2013, the City Council certified an Addendum to the Final Environmental Impact Report ("FEIR"). As set forth in that Addendum, no subsequent or supplemental environmental impact report is required before approving this First Amendment.

2. Setbacks of the Project. Section 4.5 of the Development Agreement is amended to read as follows:
4.5  **Setbacks.** As set forth in the Specific Plan, buildings within the Project boundaries must be setback a minimum of fifteen (15) feet from the adjoining public rights-of-way of Nash, Atwood Way, Douglas Street, and Mariposa Avenue. Building setbacks within the interior of the project must be a minimum of five (5) feet from each lot line, except for buildings adjacent to private streets/internal roadways, and driveways, in which case setbacks will be 15 feet from curb face. At-grade patios with 6-foot high walls, fences, and hedges will be allowed to encroach within the front yard setbacks for lots that have frontage on a green-belt lot or frontage on Maple Avenue.

3.  **Section 4.8 of the Development Agreement** is amended to read as follows:

4.8  **Subdivided Lots.** Each lot shown on the vesting tentative map, and subsequent final maps, must have a lot area of not less than 10,000 square feet. Furthermore, a minimum of 100, feet of frontage must be provided on a public street, private-and-future street, private street, or driveway. A green-belt lot may be developed on the site that will be used for open space and landscaping purposes. The green-belt lots must have a minimum frontage of 30 feet and have frontage on a public street, private-and-future street, private street, or driveway. Interior lots abutting a green-belt lot shall have a minimum lot frontage of 80 feet.

4.  **Section 6.6 of the Development Agreement** is amended to read as follows:

6.6  **Park Site.** The Developer may execute an amendment to the recorded Parking Covenant reasonably satisfactory to the City to relocate the required 100 parking spaces for the Park Site (soccer fields) during Phase 2 and/or Phase 3 of the proposed project in accordance with Condition No. 69 and Condition No. 90 of the Conditions of Approval. The 100 parking spaces will be located adjacent to the Park Site. Some or all of the parking spaces may be provided on the private streets along Campus Drive, Parkview Drive South north of Fire Station No. 2 and/or the private driveway, formerly known as Campus Square West, with final design and location to be determined by the City. Time or use restrictions for any parking spaces provided on the private streets along Campus Drive, Parkview Drive South north of Fire Station No. 2 and/or the private driveway, formerly known as Campus Square West, will be at the sole discretion of the City. The Developer must provide a minimum of 50 additional parking spaces to the City for overflow parking for the soccer fields during non-business hours in the evenings and on weekends in the Phase 1, Phase 2 and/or Phase 3 portions of the Specific Plan area that is reasonably satisfactory to the City and incorporates the applicable Traffic, Circulation and Parking Plan, prepared by a licensed traffic engineer, for review and approval by the City. To secure the reservation of these additional parking spaces for public use, Developer agrees to record a covenant, in a form approved by the City Attorney, reflecting the
5. Notice. Section 19 of the Development Agreement is amended by changing the Notice to Developer to read as follows:

**If to Developer:** Richard C. Lundquist, President
Continental Development Corporation
2041 Rosecrans Avenue, Suite 200
El Segundo, CA 90245

**With Copy to:** Lisa Kranitz
Wallin, Kress, Reisman & Kranitz
2800 Twenty-Eighth Street, Suite 315
Santa Monica, CA 90405

6. Remainder of Development Agreement to Remain in Full Force and Effect. Except as set forth in this First Amendment, all terms and conditions of the Development Agreement remain in full force and effect.
IN WITNESS WHEREOF, Developer and City have executed this First Amendment on the date first above written.

CITY:

CITY OF EL SEGUNDO, a municipal corporation

By:_________________________
Name: Bill Fisher
Title: Mayor

ATTEST

By:_________________________
Name: Tracy Weaver
Title: City Clerk

APPROVED AS TO FORM:
MARK D. HENSLEY, City Attorney

By:_________________________
Name: Karl H. Berger
Title: Assistant City Attorney

CDC MAR

CDC MAR CAMPUS, LLC, a California limited liability company

By: Continental Development Corporation, a California corporation
Its: Managing Member

By: _______________________
    Richard C. Lundquist, President

By: _______________________
    Leonard E. Blakesley, Jr., Executive Vice President and Secretary
State of California 
County of __________________

On __________________, before me, ______________________, Notary Public, (here insert name and title of the officer)

personally appeared __________________, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature______________________________

(seal)

State of California 
County of __________________

On __________________, before me, ______________________, Notary Public, (here insert name and title of the officer)

personally appeared __________________, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature______________________________

(seal)

7/2/13
State of California  
County of ______________  

On ______________, before me, __________________________, Notary Public, (here insert name and title of the officer) personally appeared __________________________, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature______________________________  
(seal)
State of California
County of ____________

On ____________________, before me, ____________________________, Notary Public, (here insert name and title of the officer) personally appeared ________________________, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

(seal)
ORDINANCE EXHIBIT “B”

CORPORATE CAMPUS
SPECIFIC PLAN

ENVIRONMENTAL ASSESSMENT NO. EA-548
GENERAL PLAN AMENDMENT NO. GPA 01-2
ZONE CHANGE NO. ZC 01-1
ZONE TEXT AMENDMENT NO. ZTA 01-1
SPECIFIC PLAN NO. SP 01-1
DEVELOPMENT AGREEMENT NO. DA 01-1
ADMINISTRATIVE USE PERMIT NO. AUP 01-1
VESTING TENTATIVE TRACT NO. 53570 (SUB. 01-5)

AS AMENDED BY:
ENVIRONMENTAL ASSESSMENT NO. EA-1021
SPECIFIC PLAN AMENDMENT NO. SP 13-02
DEVELOPMENT AGREEMENT NO. DA 13-02
SUBDIVISION NO. SUB 13-05 (VESTING TENTATIVE TRACT NO. 72287)

PREPARED FOR:
CITY OF EL SEGUNDO
350 MAIN STREET
EL SEGUNDO, CALIFORNIA 90245

APPLICANT:
CDC MAR CAMPUS, LLC
2050 WEST 190TH STREET, SUITE 108
TORRANCE, CA 90504

OCTOBER 17, 2013
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CORPORATE CAMPUS SPECIFIC PLAN

I. INTRODUCTION

A. SPECIFIC PLAN BOUNDARY

The Corporate Campus Specific Plan (CCSP) area is located in the City of El Segundo, County of Los Angeles, California (see Exhibit 1). El Segundo is situated 15 miles southwest of downtown Los Angeles. It is located south of Los Angeles International Airport (LAX), east of the Pacific Ocean, north of the City of Manhattan Beach, and west of the City of Hawthorne.

More specifically, the roughly rectangular 46.5-acre site is located in the northeast portion of the City of El Segundo, approximately 0.5 miles south of the Los Angeles International Airport (LAX). The site is bounded by Atwood Way and the elevated MTA Green Line to the north, Douglas Street to the east, Mariposa Avenue to the south, and Nash Street and the elevated MTA Green Line to the west (see Exhibit 2).

B. SPECIFIC PLAN SCOPE AND GOALS

The Corporate Campus Specific Plan consists of a mixed-use development program that would accommodate a range of uses, heights, and building square footages. The Specific Plan area is designed to accommodate up to approximately 2,175,000 gross square feet of buildings and associated parking on approximately 46.5 acres of land (see Exhibit 3). Uses may include (but are not limited to) office, research and development, light industrial/manufacturing, laboratories, restaurants, technology related telecommunications and web hosting facilities, hotel/conference center with appurtenant restaurant, retail, service, recreational, and public service uses.

The El Segundo General Plan provides the underlying fundamentals of the Corporate Campus Specific Plan. The Specific Plan serves both as a planning and regulatory document. It is the device implementing the El Segundo General Plan in the study area.

Proposed development plans or agreements, tentative tract or parcel maps, and any other development approval must be consistent with the Specific Plan. Projects consistent with this Specific Plan will be automatically deemed consistent with the General Plan.

The Corporate Campus Specific Plan has 5 major goals, which reflect the vision of the General Plan:

1. Facilitate Economic Development
   a. Enhance the City’s economic base through the addition of a variety of uses such as (but not limited to) office, hotel, retail, restaurant, recreation, office, light industrial, research and development, and technology/web hosting/telecommunications.
b. Expand quality retail service facilities in proximity to major employment centers.

2. Promote Compatible Land Uses
   a. Retain and attract economically viable, environmentally safe uses that provide a stable tax base and minimize any negative impact on the City.
   b. Provide a combination of standards and incentives that will stimulate quality development.

3. Provide a Safe, Convenient, and Efficient Circulation System
   a. Provide a system that incorporates the present and future circulation needs of the surrounding community.
   b. Ensure private development identifies potential impacts and proposes reasonable and feasible measures to mitigate potential impacts on the community.
   c. Implement Transportation Demand Management measures to discourage single-occupant vehicles, particularly during peak hours, while encouraging ridesharing, flexible work schedules, telecommuting, and preferential parking for carpools.

4. Accentuate Overall Positive Identity of the Community
   a. Enhance services and convenience while respecting the immediate surrounding uses.
   b. Incorporate well-designed landscape, lighting, and signage elements.

5. Encourage Alternative Modes of Transportation
   a. Provide a mix of uses that stimulate pedestrian environments, reducing traffic impacts to, and within, the area.
   b. Develop mixed uses within ¼-mile of a Metro Green Line station to encourage transit usage.
   c. Provide pedestrian linkages to and from the Metro Green Line station and between buildings.
   d. Design pedestrian circulation systems that encourage walking as a safe, convenient, and enjoyable travel mode.
II. OVERVIEW OF THE SPECIFIC PLAN STUDY AREA

A. THE COMMUNITY

The Corporate Campus Specific Plan area is located in the northeastern quadrant of the City of El Segundo. The design and implementation of this Specific Plan relate directly to its position within this larger context.

1. Demographics

The community served by the City of El Segundo includes a very diverse population, representing the full spectrum of social, environmental, and economic issues.

According to 2000 Census Data, El Segundo has a population of 16,033 and a total of 7,261 dwelling units. From 1990 to 2000, El Segundo's population increased by 5%.\(^1\) At year-end 1997, the daytime population was approximately 75,000\(^2\).

According to 2000 Census Data, the median age of El Segundo residents is 36.4 years. Family households are still a majority in El Segundo (55%) as opposed to single or unrelated households\(^3\).

2. Location Context

The City of El Segundo is adjacent to the City of Los Angeles on the north, the City of Hawthorne and the County of Los Angeles on the east, the City of Manhattan Beach and the County of Los Angeles on the south, and the City of Los Angeles and the Pacific Ocean on the west. As shown in Exhibit 2, the site is less than a quarter mile south of the Glen Anderson Century Freeway (I-105), one mile west of the San Diego Freeway (SR-405), and approximately one mile west of the juncture of these two freeways.

The Corporate Campus Specific Plan area is situated in the northeast portion of the City of El Segundo, approximately 0.5 miles south of the Los Angeles International Airport (LAX). The site is bounded by Atwood Way and the elevated MTA Green Line to the north, Douglas Street to the east, Mariposa Avenue to the south, and Nash Street and the elevated Green Line to the west. In the immediate area of the Specific Plan, the Metro Green Line runs east and west along I-105 and Atwood Way, and turns south at the site's northwest corner. The Metro Green Line provides service between Norwalk and Redondo Beach. The Mariposa-Nash Street station lies diagonally across the street from the Specific Plan area at the southwest corner of Mariposa Avenue and Nash Street.

---

\(^1\) 2000 Census Data (www.scag.ca.gov).
\(^3\) 2000 Census Data (www.scag.ca.gov).
3. **Economic Context**

Over the past seven decades, the City of El Segundo has established itself as a major employment center for a variety of industrial, aerospace, high-tech, and airport-related businesses. In 1997, El Segundo boasted a daytime working population of approximately 75,000 persons. El Segundo is home to many major corporations including Boeing, Chevron, Computer Sciences, DirecTV, TRW, Mattel, Raytheon, Xerox, The Aerospace Corporation, and Northrop Grumman.

The City is aggressively marketing itself as a favorable business environment using the concept of a "Small Town for Big Business".

**B. EXISTING LAND USES**

The City of El Segundo has distinctive land use patterns, which are defined into four quadrants by Sepulveda Boulevard and El Segundo Boulevard (northeast quadrant). Compatibility of an individual land use is determined mainly by its relationship to other uses within its quadrant.

The Corporate Campus Specific Plan area is east of Sepulveda Boulevard and north of El Segundo Boulevard (northeast quadrant). This portion of the City is designated as an industrial and commercial region which contains the Boeing campus, Northrop Grumman Corporation, and the U.S. Air Force's Los Angeles Air Force Base (LAAFB).

Adjacent land uses to the north, across Atwood Way, include mid- and high-rise office buildings with multi-story parking structures. LAX is also located approximately 0.5 mile north of the Specific Plan area. The adjacent land uses to the east include multi-story facilities for Northrop Grumman Corporation and the LAAFB. Land uses to the south include a wind tunnel, a United States Post Office, and other smaller industrial, manufacturing, and office buildings. Land uses to the west include numerous light industrial and manufacturing buildings.

Other land uses in the general area include a freeway right-of-way (I-105) and commercial storage facilities to the north; a freeway right-of-way (I-405) and residential development to the east of Aviation Boulevard in Los Angeles County; industrial, light industrial, manufacturing, office space, and commercial storage to the south; and industrial, light industrial, and manufacturing development to the south and west.

**C. EXISTING UTILITIES AND INFRASTRUCTURE**

1. **Water Service**

Water utility service is provided by the City of El Segundo and is currently available within the Specific Plan Area. A 10-inch water line exists in Mariposa Avenue, and 12-inch lines can be found in Douglas and Nash Streets. Additionally, a 12-inch line traverses the extreme northwestern portion of the site.
The West Basin Municipal Water District supplies reclaimed water to the City of El Segundo. Reclaimed water systems are not available to the Specific Plan area at this time. The nearest main line is located in El Segundo Boulevard.

2. Fire Protection

The Specific Plan Area is less than one mile from Fire Station 2, located at El Segundo Boulevard and Nash Street. The provision of water for fire suppression is provided from existing hydrants located adjacent to the site on Douglas Street, Nash Street, and Mariposa Avenue. Furthermore, a one-acre site will be included within the Specific Plan for the future relocation of Fire Station 2.

3. Sewer Service

Within the City of El Segundo, the Los Angeles County Sanitation District services areas east of Sepulveda Boulevard, including the Specific Plan area. Service connections will be made to the existing 8- and 10-inch lines in the adjacent streets. Furthermore, a 15-inch sewer line crosses the northern portion of the Specific Plan area from east to west.

4. Gas/Electric/Telephone Utilities

Four-inch gas lines exist adjacent to the Specific Plan in Douglas Street, Mariposa Avenue, and Nash Street. Telephone facilities exist in Nash Street and Mariposa Avenue. Overhead electrical facilities are above Nash and Douglas Streets and Mariposa Avenue. Furthermore, cable television and fiber optic lines also exist in the adjacent streets.

The Specific Plan allows for the development of technology-related telecommunications and web hosting uses. Because of the prospective levels of power consumption associated with such uses, the Specific Plan area could include an on-site electrical co-generation facility. If necessary, this co-generation facility would be designed to meet the requirements of the utility provider and would be located and screened in a manner so as to preclude its visibility outside the boundaries of the Specific Plan area.

5. Solid Waste Disposal

Solid waste disposal is provided to commercial and industrial users by a variety of private haulers. Development within the Specific Plan area would contract with a provider. Landfill capacity is adequate for assumed population and commercial growth within Los Angeles County\(^5\). The Corporate Campus Specific Plan would not exceed any assumptions for either population or commercial growth in the region.

\(^5\) County of Los Angeles Countywide Siting Element, Adopted 1998
D. BACKGROUND AND SETTING

The Specific Plan area was previously utilized by Rockwell International from 1953 to 1990 to manufacture metals and composite aircraft parts. During the time that Rockwell International occupied the site, numerous buildings and underground storage tanks existed on the site. Rockwell International concluded demolition activities in 1992. During demolition, remediation activities were conducted on the Specific Plan site, including the closure and removal of all underground storage tanks. In January of 1997, the California Environmental Protection Agency ("Cal/EPA") determined that no significant health, safety, or hazard risk remains on the property.

Currently, the Specific Plan area is relatively level, underdeveloped land that contains native and non-native vegetation. The MTA Green Line commuter rail encroaches upon the northwest corner of the site in an air-rights easement. Before the adoption of the Corporate Campus Specific Plan, the area was designated by the El Segundo General Plan Land Use Element as being located within the Urban Mixed-Use North ("MU-N") Zone. In addition, the El Segundo Multimedia Overlay ("MMO") Zone was adopted on April 20, 1999, that includes additional zoning criteria for the site. The Corporate Campus Specific Plan includes uses that are consistent with both the above-mentioned designations.

E. POTENTIAL CHANGES

El Segundo has been steadily moving away from heavy industrial and manufacturing uses towards more diversified commercial and professional uses. With the exception of long-standing uses like the Chevron Refinery and the Honeywell and Air Products Chemical Plants, most heavy industrial uses have relocated from the city. The aerospace industry has also branched into many commercial enterprises as well. During the 1990’s, El Segundo attracted a spectrum of new economy companies such as DirecTV, Sun Microsystems, Infoinet, Exodus Communications and the professional services that support them.

Both Douglas and Nash Streets, identified by the City of El Segundo Circulation Element as secondary arterial roadways, run north and south on either side of the Specific Plan area. Nash and Douglas Streets currently operate as one-way streets; Nash Street carries traffic south, and Douglas takes traffic north. However, the City of El Segundo is contemplating an amendment to its Circulation Element that may result in both Nash and Douglas Streets being returned to two-way traffic. The design of the Specific Plan takes into account the possibility of two-way traffic on these roadways.
III. POLICIES AND GUIDELINES

The Corporate Campus Specific Plan consists of a mixed-use development program that would accommodate a range of uses, heights, and building square footages. The Specific Plan area is designed to accommodate up to approximately 2,175,000 gross square feet (approximately 2,000,000 net square feet) of buildings and associated parking on approximately 46.5 acres of land. Uses may include (but are not limited to) office, research and development, light industrial/manufacturing, laboratories, restaurants, technology related telecommunications and web hosting facilities, hotel/conference center with appurtenant restaurant, retail, service, recreational, and public service uses.

There are a variety of options and site plan configurations that may ultimately be developed within the overall Specific Plan area. Because of the potential for technology related telecommunications and web hosting facilities, the Specific Plan area could include an on-site electrical substation and/or a 1.5-megawatt, electrical co-generation facility. If necessary, these facilities would be designed to meet the requirements of the utility provider and would be located and screened in a manner so as to preclude its visibility outside the boundaries of the Specific Plan area. The Specific Plan may also include a fire station site, approximately 1.0-acre (43,560 site square feet) in size. The location of the fire station would be mutually agreed to between applicant and the City of El Segundo.

The following policies and guidelines are intended to supplement the existing City of El Segundo General Plan. Where this plan proposes inconsistencies with the General Plan or Zoning Code, the Specific Plan shall prevail.

A. ECONOMIC DEVELOPMENT

The City of El Segundo is an employment-led community. El Segundo's development has been led by employment rather than housing growth. The development proposed in the Corporate Campus Specific Plan area should serve the mission of economic development in the City. This mission is to create, maintain, and implement a business climate that fosters a strong economic community, develop a strategic plan that will result in business retention and attraction, provide an effective level of City services to all elements of the community, and maintain the quality of life that has characterized El Segundo for more than seven decades. Development proposed in the Specific Plan area will be a positive contribution to the maintenance and expansion of El Segundo's economic base.

Permitted uses within the Specific Plan area will create job opportunities and seek balance between growth, local resources, and infrastructure capacity.

B. LAND USE

Development in the Corporate Campus Specific Plan area is compatible with adjacent uses. Before the adoption of the Specific Plan, the Urban Mixed-Use North Zone (MU-N) and Multi-Media
Overlay District applied to the subject site. Notwithstanding the City’s Multimedia Overlay (MMO) District, which permits 1.5 million square feet of multimedia and support uses in addition to existing and/or future uses on properties east of Sepulveda Boulevard, the maximum development within the Specific Plan is limited to 2.175 million gross square feet and an FAR of 0.99:1.

The Corporate Campus Specific Plan area envisions hotel/conference center, office (including general office, government office, medical-dental office, and multimedia-related office), retail, light industrial, research and development, a fire station, and recreational uses as such uses are defined in the El Segundo Municipal Code. The Specific Plan may also include technology, web hosting, and telecommunications uses, defined collectively as follows:

“Buildings devoted to the installation and operation of sophisticated telecommunications and computer equipment, including telecommunication and computer switches, servers, antenna and other related equipment needed to provide telecommunications and Internet service and otherwise transmit, receive, monitor, process and/or interact with any and all types of information, data and/or signals (including without limitation, through cellular, microwave, satellite and other wireless based methods, and telephone, cable, optic and other conduit based methods) up to twenty-four hours per day. While the buildings will be devoted primarily to the installation and operation of such equipment, a portion of the buildings may be devoted to the ancillary administrative, technical, and sales offices associated with, and servicing such, telecommunications and computer equipment”.

The Specific Plan area was rezoned from the current Urban Mixed-Use North (MU-N) to Corporate Campus Specific Plan (CCSP). This is based on the following findings:

1. The Specific Plan designation is intended to provide more flexibility for the development of a master-planned corporate campus that will be constructed in several phases.

2. The primary objective of the Specific Plan is to provide for superior, more comprehensive, site planning of the property.

3. The Specific Plan lowers the overall permitted Floor Area Ratio (FAR) of the site.

4. Uses permitted within the Corporate Campus Specific Plan are consistent with prior zoning and compatible with adjacent uses.

5. The Specific Plan is consistent with all applicable elements of the El Segundo General Plan.

C. Circulation

The Specific Plan area is accessible from Atwood Way, Nash Street, Mariposa Avenue, and Douglas Street which all have sufficient capacity to carry the amount of traffic anticipated to be generated from the developed site.
1. Circulation within the Specific Plan area will be designed to accommodate the potential conversion of Nash and Douglas Streets to two-way traffic.

2. Development within the Specific Plan area will have sufficient parking in close proximity to building entrances. A clear circulation pattern for traffic will be provided within each area with direct vehicle access to parking structures, surface parking, and subterranean parking. Access to visitor parking is to be at-grade and clearly visible.

3. All parking necessary for new development shall be accommodated within the Specific Plan area. Parking is permitted on certain roadways within the Specific Plan on Campus Drive and on a portion on the east side of Parkview Drive South just north of Fire Station No. 2. Additionally, parking is also permitted on the east side of the private driveway formerly known as the roadway Campus Square West.

4. Development within the Specific Plan will facilitate and promote usage of the Metro Green Line. The Mariposa-Nash Street station lies diagonally across the street from the Specific Plan site.

5. The Specific Plan is expected to effectively limit vehicle trips generated in the area by promoting a wide variety of uses and on-site amenities that allow multiple tasks to be completed without leaving the site.

6. A Transportation Management Plan, that identifies trip reduction methods in accordance with the guidelines set forth in Chapter 15-17 and Chapter 15-18 of the El Segundo Municipal Code, will be prepared for development within the Specific Plan.

7. An efficient, internal roadway system will be provided to facilitate on-site circulation.

8. Public access to the Specific Plan area shall be from Atwood Way, Nash Street, Mariposa Avenue, and Douglas Street.

9. New development shall be designed to accommodate access for emergency vehicles.

10. Development within the Specific Plan area will provide access and facilities for various modes of transit.

11. The Specific Plan will provide pedestrian and handicap access between buildings and the nearby MTA Green Line station.

D. AESTHETIC

The Corporate Campus Specific Plan area is situated in the northeast portion of the City, just south of the I-105 interchange with Nash Street, a gateway location. The design and quality of new development is directly related to the image of the City, can positively affect property values in the adjacent areas, and beneficially contribute to the quality of life in the community.

1. New development in the Specific Plan area shall provide adequate landscaping and enhance view sheds from adjacent properties. Major activity centers within the Specific Plan area shall be located to minimize impacts on neighboring properties. Such aesthetic-related
impacts to be avoided may include views, noise, light, and glare.

2. The Specific Plan is designed to provide potential tenants with office and workplace structures constructed of materials that are characteristic of the overall “high-tech” design, utilizing glass, steel, and textured surfaces such as concrete.

3. New development shall provide consistent design quality throughout the Specific Plan area. This may include consistent architecture treatments and use of materials.

4. New development shall provide landscape treatments.

5. The Specific Plan will provide pedestrian linkages between buildings and to key elements in the surrounding area.

E. LANDSCAPING

Landscaping is a critical criterion when evaluating development proposals in the Corporate Campus Specific Plan area. This section will ensure that adequate landscaping area and permanent maintenance is provided for all new development. This mandate is also in accordance with the City’s requirements to landscape commercial and industrial areas.

1. The Specific Plan area will utilize soft planting materials and hardscape, including rock, brick, or concrete, in between buildings and around the site’s perimeter.

2. Landscaping within the new development shall soften and buffer the edge of the property from the adjacent uses, as well as public rights-of-way, to ensure the following conditions:
   a. Reduction of visual impacts from the developed site.
   b. Maintenance of visual security around buildings and between adjacent uses by optimizing development configuration.
   c. Repetition of certain details, with variations, to link buildings into a cohesive design.
   d. Reduction of the heat gain of parking lots by providing shaded parking.
   e. Encouraging the use of drought tolerant plant material and water conserving landscape and irrigation systems.
   f. Accommodation of walkways with treatments such as rest areas, landscape buffers, courts, or canopies accented with street furnishings and pedestrian-scale lighting.

F. PUBLIC SAFETY

In an effort to ensure the safety of employees and visitors to the Corporate Campus Specific Plan, the following strategies shall be incorporated into site development:

1. Lighting shall be adequate throughout the Specific Plan area and shielded to minimize off-site illumination.

2. The site design and operation shall comply with fire and police safety policies with regard to
site layout, building configurations, and infrastructure requirements.

3. Development within the Specific Plan will likely include private, on-site security, or a private security patrol.

G. SIGNAGE

The purpose of this section is to encourage the effective use of signs within the Specific Plan area to provide the following:

1. A means of communication in the City.

2. Maintenance and enhancement of the aesthetic environment while preserving the ability to attract sources of economic development and growth.

3. Support of signs that are integrated with and harmonious in size, design, style, material, and aesthetic appearance to the buildings and sites that they occupy and surround.

4. Improvement of pedestrian and traffic safety.

5. Limitation of the possible adverse effect of signs on nearby public and private property.

6. The signage in the Specific Plan area shall reinforce the uniformity of standard components in the City of El Segundo.
IV. ADMINISTRATION

A. INTRODUCTION

The Corporate Campus Specific Plan shall be administrated in accordance with the City of El Segundo Municipal Code, except as noted herein.

B. SPECIFIC PLAN ADMINISTRATION

1. Administrative Determinations

Administrative Determinations must comply with El Segundo Municipal Code § 15-22-2 and/or Development Agreement 01-1.

2. Land Use Determinations

The Director of Planning and Building Safety may grant administrative determinations related to uses in accordance with Development Agreement 01-1 and/or El Segundo Municipal Code § 15-22-2.

3. Development Standards Determinations

The Director of Planning and Building Safety may grant administrative determinations related to development standards in accordance with Development Agreement 01-1. The Director of Planning and Building Safety may grant administrative relief of up to 10% of any development standard that would not materially alter the intent of this Specific Plan. The following items shall not be subject to 10% administrative relief:

(a) Any decrease in the required building setbacks as set forth in Section V F 4 below;

(b) Any increase in the total developable square footage of the entire Specific Plan in excess of the maximum FAR allowed under the Specific Plan;

(c) Any increase in height of buildings or structures on the Property above 175 feet;

(d) Any increase in the maximum amount of office uses in the Specific Plan area to more than 80% of the total overall gross square footage constructed;

(e) Any decrease of the minimum amount of Non-Office uses, as defined in Section V F 11c below, to less than 20% of the total overall gross square footage constructed;

(f) Any increase in the maximum number of A.M. and P.M. peak hour vehicle trips for the Specific Plan as specified in Section V F 9a below, unless a subsequent traffic report has been prepared to the reasonable satisfaction of the City’s Director of
Planning and Building Safety that identifies potential impacts and proposes feasible mitigation measures to mitigate such impacts and otherwise complies with CEQA;

(g) Any change in use to a use which is not permitted under the Specific Plan;

(h) Any material modification to the developer’s obligation to dedicate the Fire Station site to the City, or sell the park site to the City as provided in Development Agreement 01-1;

(i) Any material variation in the phasing of Non-Office uses as provided in Section V F 11b, below.

C. CALIFORNIA ENVIRONMENTAL QUALITY ACT COMPLIANCE

The Corporate Campus Specific Plan and related entitlements were approved in accordance with the California Environmental Quality Act (CEQA), the State CEQA Guidelines (Guidelines), and City policies adopted to implement the CEQA and the Guidelines.

An Environmental Impact Report has been prepared and certified by the City of El Segundo which establishes the development thresholds shown in Table 1 below.

<table>
<thead>
<tr>
<th>EIR PROJECT</th>
<th>GROSS FLOOR AREA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Office</td>
<td>2,000,000 square feet</td>
</tr>
<tr>
<td>All other Permitted Uses, Permitted Accessory Uses, and uses subject to an Administrative Use Permit (AUP) and/or a Conditional Use Permit (CUP), allowed by the Corporate Campus Specific Plan</td>
<td>550,000 square feet</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>SPECIFIC PLAN</th>
<th>GROSS FLOOR AREA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Office</td>
<td>1,740,000 square feet</td>
</tr>
<tr>
<td>All other Permitted Uses, Permitted Accessory Uses, and uses subject to an Administrative Use Permit (AUP) and/or a Conditional Use Permit (CUP), allowed by the Corporate Campus Specific Plan</td>
<td>435,000 square feet</td>
</tr>
</tbody>
</table>

The CEQA clearance indicated above analyzes the effects of 2,550,000 gross square feet of development originally envisioned by the project. However, the originally-proposed project has since been reduced. Therefore, the gross square footage permitted by the Specific Plan are 1,740,000 gross square feet for all office uses and 435,000 gross square feet for all other uses identified by this Specific Plan as Permitted Uses, Permitted Accessory Uses, and uses subject to an Administrative Use Permit (AUP) and/or a Conditional Use Permit (CUP).
V. DEVELOPMENT STANDARDS

A. PERMITTED USES

1. Business service establishments such as electronic computer facilities, web hosting, technology-related telecommunications, internet data centers; internet service exchanges, and internet service providers (as such uses are defined on Page 12 of this Specific Plan).

2. Commissary.

3. Craft shops and rentals.

4. General offices of commercial, financial, or industrial establishments.

5. Engineering, industrial design, consultation and other offices.

6. Financial institutions.

7. Fire stations and other public uses.

8. Hotels and motels.

9. Light industrial/manufacturing

10. Medical-dental offices or facilities.

11. Movie and entertainment facilities.

12. Multimedia archive facilities.


14. Picture equipment sales.

15. Public and private utilities, including co-generation and substation facilities.

16. Recreational facilities (public and commercial).

17. Restaurants, coffee shops and cafes.

18. Retail sales and services (excluding off-site alcohol sales) and wholesale sales.

19. Scientific research and experimental development laboratories.

20. Special effects studios.

21. Studio/sound stage(s) and other support facilities.

22. Theaters and performance space.

23. Trade union halls, clubs, including service clubs, veterans' organizations, lodges and similar nonprofit organizations.

24. Other similar uses approved by the Director of Planning and Building Safety, as provided in Section IV B of this Specific Plan.
B. PERMITTED ACCESSORY USES

1. Drive-through or walk-up services related to financial operations.
2. Employee recreational facilities and play area.
3. Parking structures and surface parking lots.
4. Any use customarily incidental to a permitted use.
5. Other similar uses approved by the Director of Planning and Building Safety.

C. USES SUBJECT TO AN ADMINISTRATIVE USE PERMIT

1. The on-site sale and consumption of alcohol at restaurants, coffee shops, delicatessens, cafes, and hotels.
2. The off-site sale of alcohol at retail establishments.
3. Video arcades with three or fewer video or arcade machines.
4. Other similar uses approved by the Director of Planning and Building Safety, as provided in Section IV B of this Specific Plan.

D. USES SUBJECT TO A CONDITIONAL USE PERMIT

2. On-site sale and consumption of alcohol at bars.
3. Outdoor dining, exempting outdoor dining at restaurants where outdoor dining comprises 20% or less of the total dining area of the restaurant.
4. Commercial parking facilities, including park and ride lots.
5. Service stations.
6. Video arcades with four or more video or arcade machines.
7. Other similar uses approved by the Director of Planning and Building Safety, as provided in Section IV B of this Specific Plan.

E. PROHIBITED USES

1. All uses that are not permitted or conditionally permitted in the Specific Plan area.
2. All uses that are involved with the transfer and storage of waste material.
3. Residential uses.
4. Drive-through restaurants.
5. Freight forwarding, freight sort, freight transfer, freight terminals, freight yards, sort and distribution facilities, sort, distribution or express operations facilities, warehouse and distribution facilities, and other similar uses.

F. DEVELOPMENT STANDARDS

The Corporate Campus Specific Plan Development Standards apply to all uses in the Plan area. Where the Specific Plan does not state, new development shall comply with the applicable sections of the El Segundo Municipal Code. Otherwise, the requirements set forth herein shall provide the primary development guidelines for the Specific Plan area.


   a. All uses are subject to administrative site plan review to assure design compatibility and adequate access.

   b. All uses shall comply with the provisions of the El Segundo Municipal Code, except as otherwise set forth herein.

   c. All uses shall be conducted wholly within an enclosed building except:

      i. Electrical distribution stations.

      ii. Outdoor restaurants and cafes incidental to the permitted use, provided they comply with the provisions of El Segundo Municipal Code § 15-2-16.

      iii. Recreational facilities customarily conducted in the open.

      iv. Outdoor recreation associated with daycare facilities.

      v. Special uses, to the degree a conditional use permit granting such special uses expressly permits operation in other than a fully enclosed building.

2. Lot Area

   a. The minimum lot area shall be 10,000 gross square feet.

3. Height

   a. Buildings and structures within the Specific Plan area shall not exceed 175 feet in height.

   b. Structures shall not interfere with the operation of the MTA Green Line.

4. Setbacks
a. Buildings within the Specific Plan shall be setback a minimum of fifteen feet from the adjoining public rights-of-way of Nash Street, Atwood Way, Douglas Street, and Mariposa Avenue.

b. Building setbacks within the interior of the Specific Plan shall be a minimum of five feet from each lot line, except for buildings adjacent to private streets/internal roadways, in which case setbacks will be fifteen feet from curb face. Actual required setbacks may vary depending on Uniform Building Code requirements that relate to type and height of structure.

c. The following intrusions are permitted to project into a setback:

1. Architectural landscape features, such as fountains, arbors, trellises, pergolas, colonnades, statuary, and other similar features, as well as works of art which also do not contain floor area; or a roof or side walls consisting of greater than 20% component solid portions.

2. Cornices, belt courses, sills, eaves or similar architectural features.

3. Planting boxes or masonry planters.

4. Guard railing for safety protection around ramps.

5. Mechanical equipment and housing.

6. Bay or greenhouse windows.

7. At-grade patios with 6-foot high walls, fences, and hedges within the front yard setbacks.

5. Lot Frontage

a. A minimum of 100 feet of frontage must be provided on a public street, private street, or private driveway.

b. A minimum of 80 feet of frontage must be provided on lots that abut green-belt lots.

c. A minimum of 30 feet of frontage on a private street or on a driveway parcel must be provided for green-belt lots.

6. Gross and Net Floor Area

a. Net floor area consists of the area of all floors or levels included within the exterior surrounding walls of a building or structure. Space devoted to the following shall not be included when determining the total net floor area within a building or structure:
1. Elevator shafts;
2. Stairwells;
3. Courts or atriums uncovered and open to the sky;
4. Rooms exclusively holding building operating equipment;
5. Parking spaces at or above grade and access thereto;

b. Gross floor area consists of the area included within the surrounding exterior walls of a building or portion thereof, exclusive of garages, vent shafts, and courts. The floor area of a building, or portion thereof, not provided with surrounding exterior walls shall be the usable area under the horizontal projection of the roof or floor above.

c. Net floor area shall be used in calculating floor area ratios within the Specific Plan. For purposes of converting gross floor area to net floor area, a factor of 0.92 shall be used. Based on net floor area, the maximum allowable FAR for the entire Specific Plan is 0.99 to 1.

7. Floor Area Ratio and Transfer of Development Rights

a. Development within the boundaries of the Specific Plan shall not exceed a FAR of 0.99 to 1. Any floor area that may be constructed for ancillary public recreational uses, and/or for a fire station, shall not be counted against the allowable floor area permitted for the Specific Plan area.

b. Unused FAR may be transferred from any parcel within the boundaries of the Specific Plan area (the “Donor Site”) to any other parcel, whether contiguous or non-contiguous, within the Specific Plan area (the “Receiver Site”) upon the written consent of the owners of both the Donor Site and Receiver Site. Any FAR transferred from a Donor Site shall be deducted from that parcel’s base FAR. In no event, or at no time, shall the overall FAR for the Specific Plan area exceed 0.99 to 1. Transfer of FAR shall be accomplished by submission of a letter from the applicant to the City of El Segundo Director of Planning and Building Safety before the City issues building permits for the Receiver Site which would utilize the transferred FAR. The Director will maintain records of such transfers and the current density allocations, if any, of all of the properties within the Specific Plan area. In addition, the owner of Donor Site must record a covenant acceptable to the Director and the City Attorney memorializing such transfer of FAR.

8. Walls & Fences
a. All walls and fences will comply with the provisions of El Segundo Municipal Code §§ 15-5E-7G and 15-2-4.

b. Setback Exceptions for walls, fences and hedges set forth in Section V(F)(4)(c)(7) of this Plan.

9. Traffic and Access

a. The maximum number of A.M. and P.M. peak hour vehicle trips for the Specific Plan area, as determined in accordance with the Trip Generation tables set forth in Appendix B, shall not exceed 2,186 and 2,631, respectively, unless a subsequent traffic report has been prepared to the reasonable satisfaction of the City of El Segundo Director of Planning and Building Safety that identifies potential impacts and proposes feasible measures to mitigate previously unidentified new impacts.

b. A trip inventory analysis must be prepared, acceptable to the Director of Planning and Building Safety, to maintain a cumulative accounting of total square footage by land use as well as the cumulative number of A.M. and P.M. peak hour trips. The trip inventory will be updated and submitted upon the filing of each building permit request.

c. Internal roadways shall be designed and constructed in accordance with the following typical sections:
10. Parking and Loading


b. The number of required parking spaces may be modified subject to the approval of transportation demand management measures and a transportation systems management plan, as outlined in El Segundo Municipal Code Chapters 15-16 and 15-17.

c. The Director of Planning and Building Safety may modify the required number of parking spaces up to a maximum of 10%, based on the submittal of a parking demand study. Additionally, for any use for which the number of parking spaces is not listed in El Segundo Municipal Code Chapter 15-15, the Director of Planning and Building Safety must specify the required number of spaces based on a parking demand study.

d. The Director of Planning and Building Safety may grant uses with significantly different peak hours of operation up to a 20% parking reduction. Any request for such shared parking must meet the following requirements:
1. A parking study shall be submitted by the applicant demonstrating that there will not exist substantial conflict in the peak hours or parking demand for the uses for which the joint use is proposed.

2. The number of parking stalls which may be credited against the requirements of the structures or uses involved shall not exceed the number of stalls reasonably anticipated to be available during differing hours of operation.

3. A written agreement shall be executed by all parties concerned, to the satisfaction of the Director of Planning and Building Safety and the City Attorney ensuring the continued availability of the number of stalls designed for joint use.

ea. Any public recreation use within the Specific Plan area shall not be required to provide parking beyond that already provided for daytime, weekday users.

f. Electric vehicle charging stations shall be evenly distributed throughout the Specific Plan area at a rate of 0.5% of the total number of required spaces.

g. Loading spaces may be shared with regular parking spaces provided that loading does not occur during the hours from 6 a.m. to 6 p.m. and signs must be posted prohibiting parking by employees and the general public during the designated loading hours, which will be from 6 p.m. to 6 a.m.
11. Minimum and Maximum Floor Area By Use

a. The maximum amount of developed floor area within the Specific Plan is not to exceed the allowable FAR as permitted by this Specific Plan. Of this total, a maximum amount of eighty percent of the total overall gross square footage constructed will be permitted for Office uses. The minimum amount of Non-office uses (all other Permitted Uses, Permitted Accessory Uses, and Uses subject to a Administrative Use or Conditional Use Permit, see definition in Section V F 11 c, below) shall be no less than twenty percent of the total overall gross square footage constructed.

b. The Non-office uses will be phased proportionately throughout development of the Specific Plan at a ratio of one square foot of Non-office use for every five square feet of Office use; a ratio of 5 to 1 or 20%. However, credit for the deferral of up to 200,000 square feet of Non-office uses, as outlined by the Development Agreement, will be applied to any phase of development at the discretion of the developer.

c. For the purposes of the Specific Plan Non-offices uses shall consist of the following, without limitation: technology, web hosting, and telecommunications, financial institutions, hotels and motels, motion picture/television production facilities, restaurants, coffee shops, cafes, retail and wholesale sales and service, scientific research and experimental development laboratories, light industrial, medical/dental offices, commercial recreational facilities, trade union halls, clubs, service clubs, veteran’s organizations, lodges, and other similar uses approved by the City of El Segundo Director of Planning and Building Safety.

12. Signage

The following development standards shall apply to signs within the Specific Plan area.

a. All signs shall be constructed of permanent materials. Signs shall be permanently attached to the ground, a building, or another structure by direct attachment to a rigid wall, frame, or structure. All signs shall be maintained in good structural condition, and comply with all building and electrical codes at all times.

b. Freestanding buildings shall be allowed wall, fin, marquee, canopy, and projecting signage up to five percent of each building face.

c. Store-front shops shall be allowed signage up to fifteen percent of the face of each shop front, including any wall, fin, marquee, canopy, and projecting signs.

d. One monument or ground sign up to two hundred fifty square feet of signage area per sign face shall be permitted per street frontage per lot. Monument signs that identify the master-planned campus will be encouraged at Specific Plan entry areas.

e. Signs identifying those persons engaged in construction up to a maximum of thirty-two square feet per construction site shall be allowed for a maximum period of six months. The Director of Planning and Building Safety may grant up to three separate
six-month extensions.

f. Real estate signs, including "For Sale", "For Lease", "For Rent" signs, up to a maximum size of thirty-two square feet. Real estate signs shall be removed immediately following the sale (close of escrow), lease (occupancy), or disposition of the property.

g. One temporary construction "announcement" or "Coming Soon" sign up to a maximum size of one hundred square feet for a new development or business may be erected and maintained from the time a building permit is issued until final inspection, but in no case shall an announcement sign be displayed for more than one year.

h. Any sign may be erected and maintained in a required setback, provided a five-foot minimum setback is maintained and the sign is not located in a required corner clearance or driveway visibility area.

i. One identification sign for each street frontage is allowed, provided the signs contain only the name and street address of the building upon which it is placed. The size of such signs shall be counted as a portion of the maximum signs otherwise permitted on the property (i.e., freestanding buildings, store fronts, monument signs, etc.).

j. No billboards or pole signs shall be permitted within the Specific Plan.

k. Signs or banners greater than 500 square feet shall be subject to the approval of the El Segundo City Council.

13. Landscaping

Landscaping criteria are divided into four separate components.

a. Property Entry Area

- Landscaping at the Specific Plan entrances shall be accentuated and distinguished from that within the rest of the Specific Plan area. A permanent irrigation system shall be installed at the property entry area.

b. Building Perimeter

- Except as otherwise allowed by this Plan, all buildings shall have landscaped areas and permanent irrigation systems within the setbacks around their perimeter.

- A combination of soft and hard landscape material may be installed in harmony with the overall design of the development. The design of the landscaping shall incorporate a variety of heights, textures, and colors to enhance and soften building perimeters.

- Except as otherwise allowed by this Plan, a minimum horizontal depth of five feet of
landscape materials, excluding curbs, shall be provided around each building. In instances where two buildings are separated by ten feet, the landscape requirement shall be reduced to allow for pedestrian walkways/access.

c. Property Perimeter

All required setback areas shall be fully landscaped including permanent irrigation systems. One shade tree shall be provided for every 25 feet of street frontage. The following encroachments are permitted into the landscaped setback areas:

- Parking may encroach into the landscaped setback up to a maximum of fifty percent of the required setback area, provided a minimum landscaped setback of five feet is maintained.

- "Architectural landscape features", as defined on Page 21, section 4 c.1 of this Specific Plan, may encroach into the landscaped setback area up to a maximum of eighty percent of the required setback area, provided a minimum landscaped setback of five feet is maintained. The features may cover a maximum of twenty five percent of the total area of the setback, and be a maximum of twenty feet in height.

d. Vehicle Use Areas (VUA)

- All surface vehicular use areas (VUA) shall provide landscape areas including shade trees and permanent irrigation systems, to cover five percent of the VUA. Landscaping shall be distributed uniformly throughout the VUA, and shall be in addition to the required property perimeter and building perimeter landscaping. There shall be one tree for every three thousand square feet of VUA. These trees shall be evenly distributed throughout the automobile parking area to provide shade and shall be provided around the perimeter of truck loading/waiting areas to provide screening. Individual tree and planter areas shall not be less than three feet in width, excluding curbs.
Appendix A  Corporate Campus Specific Plan Legal Description

PARCEL A:

A PORTION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY PROLONGATION OF THE EASTERLY LINE OF THAT CERTAIN 12.625 ACRE PARCEL OF LAND DESCRIBED IN DEED DATED FEBRUARY 25, 1929 AND RECORDED IN BOOK 7451 PAGE 166 OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, SAID POINT BEING DISTANT SOUTH 0 DEGREES 12 MINUTES EAST 564.44 FEET FROM THE NORTHERLY LINE OF SAID NORTHEAST QUARTER OF SECTION 7 AND BEING A POINT IN THE WESTERLY LINE OF DOUGLAS STREET (150 FEET WIDE);

THENCE SOUTH 0 DEGREES 12 MINUTES EAST ALONG SAID SOUTHERLY PROLONGATION OF THE EASTERLY LINE OF SAID 12.625 ACRE PARCEL, A DISTANCE OF 1400.00 FEET; THENCE SOUTH 89 DEGREES 47 MINUTES WEST PARALLEL WITH THE NORTHERLY LINE OF SAID NORTHEAST QUARTER, 650.00 FEET; THENCE NORTH 0 DEGREES 12 MINUTES WEST ALONG A LINE WHICH IS PARALLEL WITH AND DISTANT 650.00 FEET WESTERLY AT RIGHT ANGLES FROM THE FIRST DESCRIBED COURSE OF THIS DESCRIPTION, A DISTANCE OF 708.21 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF A CURVE, TANGENT TO LAST COURSE, CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 588.81 FEET, THROUGH A CENTRAL ANGLE OF 50 DEGREES 54 MINUTES 37 SECONDS, A DISTANCE OF 523.19 FEET; THENCE IN A DIRECT LINE NORTH 61 DEGREES 17 MINUTES EAST 492.17 FEET TO THE POINT OF BEGINNING.


ALSO EXCEPT THEREFROM ALL OIL, GAS AND OTHER HYDROCARBON AND MINERAL SUBSTANCES, BUT WITHOUT RIGHT OF SURFACE ENTRY, AS CONVEYED (A) TO STANDARD OIL COMPANY OF CALIFORNIA, BY DEED DATED DECEMBER 21, 1942, RECORDED JULY 27, 1943 IN BOOK 20145 PAGE 298 OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, AND (B) TO CHANSLOR-CANFIELD MIDWAY OIL COMPANY, BY DEED DATED AUGUST 23, 1945, RECORDED SEPTEMBER 7, 1945 IN BOOK 22243 PAGE 336 OF SAID OFFICIAL RECORDS.
PARCEL B:

A PORTION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEASTERLY CORNER OF THAT CERTAIN 17.858 ACRE PARCEL OF LAND DESCRIBED IN DEED DATED JUNE 15, 1948, FROM SANTA FE LAND IMPROVEMENT COMPANY, TO NORTH AMERICAN AVIATION, INC., RECORDED IN BOOK 27854 PAGE 191, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY, SAID POINT BEING IN THE WESTERLY LINE OF DOUGLAS STREET (150 FEET WIDE), DISTANT SOUTH 0 DEGREES 12 MINUTES EAST ALONG SAID WEST LINE 1964.44 FEET FROM THE NORTHERLY LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7; THENCE CONTINUING ALONG SAID WESTERLY LINE SOUTH 0 DEGREES 12 MINUTES EAST 678.96 FEET, MORE OR LESS, TO A POINT IN THE SOUTHERLY LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7; THENCE SOUTH 89 DEGREES 47 MINUTES WEST ALONG SAID SOUTHERLY LINE 650.00 FEET TO A POINT IN A LINE WHICH IS PARALLEL WITH AND DISTANT 650.00 FEET WESTERLY AT RIGHT ANGLES FROM THE WESTERLY LINE OF DOUGLAS STREET; THENCE NORTH 0 DEGREES 12 MINUTES WEST ALONG LAST SAID PARALLEL LINE 678.96 FEET, MORE OR LESS, TO THE SOUTHWEST CORNER OF SAID 17.858 ACRE PARCEL; THENCE NORTH 89 DEGREES 47 MINUTES EAST ALONG THE SOUTHELY LINE OF SAID 17.858 ACRE PARCEL, A DISTANCE OF 650.00 FEET TO THE POINT OF BEGINNING.

EXCEPT THEREFROM ALL OIL, GAS AND OTHER HYDROCARBON AND MINERAL SUBSTANCES, BUT WITHOUT RIGHT OF SURFACE ENTRY, AS CONVEYED (A) TO STANDARD OIL COMPANY OF CALIFORNIA, BY DEED DATED DECEMBER 21, 1942, RECORDED JULY 27, 1943 IN BOOK 20145 PAGE 298 OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, AND (B) TO CHANSLOR-CANFIELD MIDWAY OIL COMPANY, BY DEED DATED AUGUST 23, 1945, RECORDED SEPTEMBER 7, 1945 IN BOOK 22243 PAGE 336 OF SAID OFFICIAL RECORDS.

PARCEL C:

A STRIP OF LAND 1.00 FEET IN WIDTH BY 1820.82 FEET IN AVERAGE LENGTH, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, BEING A PORTION OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE SOUTHERLY LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7, WITH A LINE WHICH IS PARALLEL WITH AND DISTANT 650.00 FEET WESTERLY AT RIGHT ANGLES FROM THE WESTERLY LINE
OF DOUGLAS STREET (150 FEET WIDE), SAID POINT BEING IN THE WESTERLY LINE OF THAT CERTAIN 10.1314 ACRE PARCEL OF LAND DESCRIBED IN DEED DATED OCTOBER 23, 1950, FROM SANTA FE LAND IMPROVEMENT COMPANY, TO NORTH AMERICAN AVIATION, INC., RECORDED IN BOOK 34649 PAGE 88, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY; THENCE NORTH 0 DEGREES 12 MINUTES WEST ALONG SAID PARALLEL LINE, BEING ALONG THE WESTERLY LINE OF SAID 10.1314 ACRE PARCEL AND ALONG THE WESTERLY LINE OF THAT CERTAIN 17.858 ACRE PARCEL OF LAND DESCRIBED IN DEED DATED JUNE 15, 1948, FROM SANTA FE LAND IMPROVEMENTS COMPANY, TO NORTH AMERICAN AVIATION, INC., RECORDED IN BOOK 27854 PAGE 191, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY, A DISTANCE OF 1387.17 FEET, MORE OR LESS, TO A CURVE POINT IN LAST SAID WESTERLY LINE; THENCE CONTINUING ALONG LAST SAID WESTERLY LINE, BEING ALONG THE ARC OF A CURVE, TANGENT TO LAST COURSE, CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 588.81 FEET, THROUGH A CENTRAL ANGLE OF 42 DEGREES 24 MINUTES 18 SECONDS, A DISTANCE OF 435.78 FEET, MORE OR LESS, TO A POINT IN THE SOUTHERLY LINE OF THAT CERTAIN 2.007 ACRE PARCEL OF LAND DESCRIBED IN DEED DATED MARCH 15, 1949, FROM SANTA FE LAND IMPROVEMENT COMPANY, TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, RECORDED IN BOOK 29807 PAGE 332, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY; THENCE SOUTHWESTERLY ALONG LAST SAID SOUTHERLY LINE, BEING ALONG THE ARC OF A CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 628.805 FEET, A DISTANCE OF 5.66 FEET, MORE OR LESS, TO A POINT IN A LINE WHICH IS CONCENTRIC WITH AND DISTANT RADICALLY 1.00 FEET NORTHWESTERLY FROM THE SECOND DESCRIBED COURSE OF THIS DESCRIPTION; THENCE SOUTHWESTERLY ALONG LAST SAID CONCENTRIC LINE, BEING ALONG THE ARC OF A CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 589.81 FEET, A DISTANCE OF 431.53 FEET, MORE OR LESS, TO A POINT IN A LINE WHICH IS PARALLEL WITH AND DISTANT 651.00 FEET WESTERLY AT RIGHT ANGLES FROM THE WESTERLY LINE OF DOUGLAS STREET (150 FEET WIDE); THENCE SOUTH 0 DEGREES 12 MINUTES EAST ALONG LAST SAID PARALLEL LINE 1387.17 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7; THENCE NORTH 89 DEGREES 47 MINUTES EAST ALONG SAID SOUTH LINE, 1.00 FEET TO THE POINT OF BEGINNING; CONTAINING AN AREA OF 0.042 OF AN ACRE, MORE OR LESS.

EXCEPT THEREFROM ALL OIL, GAS AND OTHER HYDROCARBON AND MINERAL SUBSTANCES, AS CONVEYED (A) TO STANDARD OIL COMPANY OF CALIFORNIA, BY DEED DATED DECEMBER 21, 1942, RECORDED JULY 27, 1943 IN BOOK 20145 PAGE 298 OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, AND (B) TO CHANSLOR-CANFIELD MIDWAY OIL COMPANY, BY DEED DATED AUGUST 23, 1945, RECORDED SEPTEMBER 7, 1945 IN BOOK 22243 PAGE 336 OF SAID OFFICIAL RECORDS.
PARCEL D:

THAT PORTION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7, WITH A LINE WHICH IS PARALLEL WITH AND DISTANT 30.0 FEET EASTERLY AT RIGHT ANGLES FROM THE WESTERLY LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7; THENCE NORTH 0 DEGREES 12 MINUTES 30 SECONDS WEST ALONG SAID PARALLEL LINE 1578.80 FEET, MORE OR LESS, TO A POINT IN THE SOUTHERLY LINE OF THAT CERTAIN 2.007 ACRES PARCEL OF LAND DESCRIBED IN DEED DATED MARCH 15, 1949, FROM SANTA FE LAND IMPROVEMENT COMPANY, TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, RECORDED IN BOOK 29807 PAGE 332, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY; THENCE FOLLOWING ALONG THE SOUTHERLY LINE OF SAID 2.007 ACRES PARCEL, NORTH 78 DEGREES 47 MINUTES EAST 434.45 FEET, AND NORTHEASTERLY ALONG THE ARC OF A TANGENT CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 628.805 FEET, A DISTANCE OF 182.61 FEET, MORE OR LESS, TO A POINT IN A LINE WHICH IS CONCENTRIC WITH AND DISTANT RADially 44.00 FEET NORTHWESTERLY FROM THE NORTHWESTERLY LINE OF THAT CERTAIN 17.858 ACRES PARCEL OF LAND DESCRIBED IN DEED DATED JUNE 15, 1948, FROM SANTA FE LAND IMPROVEMENT CO., TO NORTH AMERICAN AVIATION, INC., RECORDED IN BOOK 27854 PAGE 191, OFFICIAL RECORDS OF SAID LOS ANGELES COUNTY; THENCE SOUTHWESTERLY ALONG SAID CONCENTRIC LINE, BEING ALONG THE ARC OF A CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 632.81 FEET, A DISTANCE OF 352.73 FEET, MORE OR LESS, TO A POINT IN A LINE WHICH IS PARALLEL WITH AND DISTANT 694.00 FEET WESTERLY AT RIGHT ANGLES FROM THE WESTERLY LINE OF DOUGLAS STREET (150 FEET WIDE); THENCE SOUTH 0 DEGREES 12 MINUTES EAST ALONG LAST SAID PARALLEL LINE, BEING TANGENT TO LAST DESCRIBED CURVE, A DISTANCE OF 1387.18 FEET, MORE OR LESS, TO THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 7; THENCE SOUTH 89 DEGREES 47 MINUTES WEST ALONG SAID SOUTH LINE 502.13 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

EXCEPT THEREFROM THOSE PORTIONS THEREOF DESCRIBED IN THE DEED TO THE LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY, A PUBLIC AGENCY, IN DEED RECORDED NOVEMBER 1, 1994 AS INSTRUMENT NO. 94-19783699.

ALSO EXCEPT THEREFROM THAT PORTION, IF ANY, LYING NORTHERLY OF THE SOUTHERLY LINE OF THE LAND DESCRIBED IN THE DEED TO THE STATE OF CALIFORNIA, IN DEED RECORDED SEPTEMBER 1, 1995 AS INSTRUMENT NO. 95-
ALSO EXCEPT THEREFROM ALL NATURAL GAS CONTAINED IN OR UNDER OR THAT MAY BE PRODUCED FROM SAID LAND, BUT WITHOUT ANY RIGHT TO GO UPON OR USE THE SURFACE OF SAID LAND IN ANY MANNER FOR THE PURPOSE OF DISCOVERING OR EXTRACTING SUCH NATURAL GAS, AS GRANTED TO STANDARD OIL COMPANY OF CALIFORNIA, A DELAWARE CORPORATION, BY DEED RECORDED ON JULY 27, 1943 IN BOOK 20145 PAGE 298, OFFICIAL RECORDS.

ALSO EXCEPT THEREFROM ALL OIL, HYDROCARBON AND MINERAL SUBSTANCES, CONTAINED IN OR UNDER OR THAT MAY BE PRODUCED FROM SAID LAND, WITHOUT ANY RIGHT TO ENTER UPON THE SURFACE OF SAID LAND FOR THE PURPOSE OF EXTRACTING ANY SUCH OIL, HYDROCARBON AND MINERAL SUBSTANCES, NOR FOR ANY OTHER PURPOSES, AS GRANTED TO CHANSLOR-CANFIELD MIDWAY OIL COMPANY, A CORPORATION, BY DEED RECORDED ON SEPTEMBER 7, 1945 IN BOOK 22243 PAGE 336, OFFICIAL RECORDS.

PARCEL E:

THAT PORTION OF THE LAND IN THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, DESCRIBED IN THE GRANT DEED FROM THE SANTA FE LAND IMPROVEMENT COMPANY TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, RECORDED APRIL 11, 1949 IN BOOK 29807 PAGE 332 OF OFFICIAL RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THAT CERTAIN COURSE DESCRIBED AS HAVING A BEARING OF NORTH 78 DEGREES 47 MINUTES EAST AND A LENGTH OF 633.30 FEET IN THE SOUTHERLY LINE OF THE LAND DESCRIBED IN SAID DEED, SAID POINT BEING DISTANT THEREON SOUTH 78 DEGREES 55 MINUTES 38 SECONDS WEST 435.35 FEET FROM THE EASTERLY TERMINUS THEREOF; THENCE SOUTH 89 DEGREES 56 MINUTES 28 SECONDS WEST 6.55 FEET; THENCE NORTH 29 DEGREES 28 MINUTES 46 SECONDS EAST 11.49 FEET TO A LINE THAT IS PARALLEL WITH AND DISTANT 10.00 FEET NORTHERLY FROM THE COURSE HEREBIN ABOVE CITED AS HAVING A BEARING OF SOUTH 89 DEGREES 56 MINUTES 28 SECONDS WEST AND A LENGTH OF 6.55 FEET; THENCE NORTH 89 DEGREES 56 MINUTES 28 SECONDS EAST 44.85 FEET ALONG SAID PARALLEL LINE TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 834.00 FEET; THENCE EASTERLY 7.58 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 0 DEGREES 31 MINUTES 15 SECONDS TO ITS INTERSECTION WITH SAID CERTAIN COURSE; THENCE SOUTH 78 DEGREES 55 MINUTES 38 SECONDS WEST 52.52 FEET ALONG SAID CERTAIN COURSE TO THE POINT OF BEGINNING.
PARCEL F:

THAT PORTION OF THE LAND IN THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, DESCRIBED IN THE GRANT DEED FROM THE SANTA FE LAND IMPROVEMENT COMPANY TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, RECORDED APRIL 11, 1949 IN BOOK 29807 PAGE 332 OF OFFICIAL RECORDS OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THAT CERTAIN COURSE DESCRIBED AS HAVING A BEARING OF NORTH 78 DEGREES 47 MINUTES 47 SECONDS EAST AND A LENGTH OF 633.30 FEET IN THE SOUTHERLY LINE OF THE LAND DESCRIBED IN SAID DEED, SAID POINT BEING DISTANT THEREON SOUTH 78 DEGREES 55 MINUTES 38 SECONDS WEST 26.77 FEET FROM THE EASTERLY TERMINUS THEREOF; THENCE NORTH 67 DEGREES 51 MINUTES 23 SECONDS EAST 291.58 FEET TO A POINT ON A CURVE IN SAID SOUTHERLY LINE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 628.805 FEET, (SAID CURVE BEING DESCRIBED IN SAID DEED AS HAVING A LENGTH OF 294.76 FEET, MORE OR LESS), A RADIAL LINE OF SAID CURVE TO SAID POINT BEARS SOUTH 35 DEGREES 26 MINUTES 04 SECONDS EAST; THENCE ALONG SAID SOUTHERLY LINE OF THE FOLLOWING COURSES: NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 2 DEGREES 26 MINUTES 38 SECONDS, AN ARC DISTANCE OF 26.82 FEET TO A POINT ON A NON-TANGENT CURVE IN SAID SOUTHERLY LINE, CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 588.81 FEET, A RADIAL LINE OF SAID CURVE TO SAID POINT BEARS NORTH 47 DEGREES 41 MINUTES 01 SECONDS WEST; AND NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 0 DEGREES 45 MINUTES 02 SECONDS, AN ARC DISTANCE OF 7.71 FEET TO A LINE THAT IS PARALLEL WITH AND DISTANT 10.00 FEET NORTHWESTERLY FROM THE COURSE HEREBIN ABOVE CITED AS HAVING A BEARING OF NORTH 67 DEGREES 51 MINUTES 23 SECONDS EAST AND A LENGTH OF 291.58 FEET; THENCE LEAVING SAID SOUTHERLY LINE SOUTH 67 DEGREES 51 MINUTES 23 SECONDS WEST 3G7.43 FEET ALONG SAID PARALLEL LINE TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 834.00 FEET; THENCE SOUTHWESTERLY 8.41 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 0 DEGREES 34 MINUTES 41 SECONDS TO ITS INTERSECTION WITH SAID CERTAIN COURSE; THENCE NORTH 78 DEGREES 55 MINUTES 38 SECONDS EAST 52.30 FEET ALONG SAID CERTAIN COURSE TO THE POINT OF BEGINNING.

PARCEL G:

THAT PORTION OF THE LAND IN THE NORTHEAST QUARTER OF SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, DESCRIBED IN THE GRANT DEED FROM THE SANTA FE LAND IMPROVEMENT
COMPANY TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, 
RECORDED APRIL 11, 1949 IN BOOK 29807 PAGE 332 OF OFFICIAL RECORDS OF 
SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THAT CERTAIN COURSE DESCRIBED AS HAVING A 
BEARING OF NORTH 78 DEGREES 47 MINUTES EAST AND A LENGTH OF 633.30 
FEET IN THE SOUTHERLY LINE OF THE LAND DESCRIBED IN SAID DEED, SAID 
POINT BEING DISTANT THEREON SOUTH 78 DEGREES 85 MINUTES 38 SECONDS 
WEST 26.77 FEET FROM THE EASTERNLY TERMINUS THEREOF; THENCE NORTH 67 
DEGREES 51 MINUTES 23 SECONDS EAST 291.58 FEET TO A POINT ON A CURVE IN 
SAID SOUTHERLY LINE, CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 
682.805 FEET, (SAID CURVE BEING DESCRIBED IN SAID DEED AS HAVING A 
LENGTH OF 294.76 FEET, MORE OR LESS), A RADIAL LINE OF SAID CURVE TO SAID 
POINT BEARS SOUTH 35 DEGREES 26 MINUTES 04 SECONDS EAST; THENCE 
SOUTHWESTERLY ALONG SAID CURVE AND SOUTHERLY LINE THROUGH A 
CENTRAL ANGLE OF 24 DEGREES 21 MINUTES 42 SECONDS, AN ARC DISTANCE OF 
276.37 FEET TO THE EASTERNLY TERMINUS OF SAID CERTAIN COURSE; THENCE 
SOUTH 78 DEGREES 55 MINUTES 38 SECONDS WEST 26.77 FEET ALONG SAID 
CERTAIN COURSE TO THE POINT OF BEGINNING.

PARCEL H:

A PARCEL OF LAND IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, 
STATE OF CALIFORNIA, BEING A PORTION OF THE NORTHEAST QUARTER OF 
SECTION 7, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSAL 
REDONDO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THAT CERTAIN 18.877 ACRE PARCEL 
OF LAND DESCRIBED IN DEED FROM SANTA FE LAND IMPROVEMENT COMPANY, 
TO NORTH AMERICAN AVIATION, INC., RECORDED APRIL 2, 1951 IN BOOK 35937 
PAGE 52, OFFICIAL RECORDS OF SAID COUNTY, SAID SOUTHEAST CORNER BEING 
A POINT IN THE SOUTHERLY LINE OF THAT CERTAIN 1.10 ACRE PARCEL 
DESCRIBED AS PARCEL NO. 2 IN EASEMENT FROM SANTA FE LAND 
IMPROVEMENT COMPANY TO THE CITY OF EL SEGUNDO, RECORDED SEPTEMBER 
28, 1953 IN BOOK 42792 PAGE 108, OFFICIAL RECORDS OF SAID COUNTY; THENCE 
ALONG THE EASTERNLY LINE OF SAID 18.877 ACRE PARCEL THE FOLLOWING 
COURSES: NORTH 0 DEGREES 12 MINUTES WEST 1387.18 FEET; THENCE 
NORTHERLY ALONG THE ARC OF A CURVE CONCAVE SOUTHEASTERLY AND 
HAVING A RADIUS OF 632.81 FEET, A DISTANCE OF 352.73 FEET, MORE OR LESS, TO 
A POINT IN THE SOUTHERLY LINE OF THAT CERTAIN 2.007 ACRE PARCEL OF 
LAND DESCRIBED IN DEED FROM SANTA FE LAND IMPROVEMENT COMPANY TO 
THE ATCHISON TOPEKA AND SANTA FE RAILWAY COMPANY, RECORDED APRIL 
11, 1949 IN BOOK 29807 PAGE 332, OFFICIAL RECORDS OF SAID COUNTY, LAST 
SAID POINT BEING IN THE ARC OF A CURVE CONCAVE NORTHWESTERLY AND 
HAVING A RADIUS OF 628.805 FEET; THENCE, LEAVING SAID EASTERNLY LINE,
NORTEASTERLY ALONG SAID SOUTHERLY LINE, AN ARC DISTANCE OF 106.49 FEET, MORE OR LESS, TO A POINT IN THE WESTERLY LINE OF THAT CERTAIN 0.042 ACRE PARCEL DESCRIBED IN DEED FROM SANTA FE LAND IMPROVEMENT COMPANY, TO NORTH AMERICAN AVIATION, INC., RECORDED JANUARY 2, 1951 AS INSTRUMENT NO. 1761 IN BOOK 35204 PAGE 41, OFFICIAL RECORDS OF SAID COUNTY; THENCE ALONG SAID OF SAID 0.042 ACRE PARCEL THE FOLLOWING COURSES: SOUTHERLY ALONG CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 589.81 FEET, A DISTANCE OF 431.53 FEET, MORE OR LESS; THENCE SOUTH 0 DEGREES 12 MINUTES EAST TO A POINT IN THE SOUTHERLY LINE OF SAID 1.10 ACRE PARCEL; THENCE WESTERLY LINE THE ARC OF A DISTANCE OF 1387.17 FEET SOUTH 89 DEGREES 47 MINUTES WEST ALONG SAID SOUTHERLY LINE 43 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

EXCEPT ALL NATURAL GAS AND ALL OIL, HYDROCARBON AND MINERAL SUBSTANCES IN OR UNDER OR THAT MAY BE PRODUCED FROM SAID LAND, BUT WITHOUT THE RIGHT OF SURFACE ENTRY FOR THE PURPOSE OF DISCOVERING OR EXTRACTING SAID SUBSTANCES, AS GRANTED TO STANDARD OIL COMPANY OF CALIFORNIA, A CORPORATION, BY DEEDRecorded JULY 27, 1943 IN BOOK 20145 PAGE 298, OFFICIAL RECORDS AND TO CHANSLOR-CANFIELD MIDWAY OIL COMPANY, A CORPORATION, BY DEED RECORDED SEPTEMBER 7, 1945 IN BOOK 22243 PAGE 336, OFFICIAL RECORDS.
Appendix B  Corporate Campus Specific Plan Trip Generation Rates, Credits, and Caps

The following table has been prepared to provide a method for maintaining a trip inventory analysis for the build-out of the Specific Plan. The table shall maintain a cumulative accounting of total square footage by land use as well as the cumulative number of A.M. and P.M. peak hour trips. The trip inventory will be updated and submitted upon the filing of each building permit request.

The traffic-generating characteristics of most of the components of the project are identified in the Institute of Transportation Engineers' (ITE) Trip Generation, 6th Edition. This manual is recognized as the industry standard for trip generation documentation. However, two of the uses proposed within the Specific Plan are not represented in this manual. Therefore, trip generation for the fire station use and the technology/telecommunications/web hosting uses were derived from previous analyses and trip counts at a similar land use in the project vicinity, respectively. Trip generation formulas for the various Specific Plan uses are outlined in the table below.

Field data, such as square footage and number of trips, is gathered by ITE from many sites of similar uses and plotted on a graph. The data can then be represented in one of two ways: by average rates or logarithmic equations. The logarithmic equation is a curvilinear representation of the data gathered; the average rates are linear representations. The curvilinear representation of the data collected is supported with regression analysis, and is often a better estimation of trips associated with larger projects. There are both average rates and logarithmic representations for the office and shopping center uses proposed in the Specific Plan. The average rates for these land uses, when plotted on a graph, depict much steeper slopes than a logarithmic function. Therefore, any Specific Plan land use which includes a natural logarithm in the trip generation formula must always be calculated using the functions shown in the table below in order to maintain the trip cap allocated to the permissible square footages outlined in this Specific Plan. Moreover, when trips are calculated using a formula that contains a natural logarithmic function, the trip generation calculation for each incremental increase should include the prior square footage already built. Because of the curvilinear representation of the logarithmic equations, if calculations are performed separately for each incremental increase in building area, the trip cap will be reached prior to achieving the allowable square footage.

With mixed-use projects there are many opportunities for interaction amongst the various uses. The interaction is likely to reduce the number of trips entering and leaving the site ("internal capture"). Additionally, many of the individual uses will attract vehicles already on the surrounding street network ("diverted/pass-by"). These are trips that are already on the roadway network and are diverted to the project. Furthermore, since the Specific Plan is across the street from the Mariposa-Nash Metro Green Line station, the following table takes into consideration credits for transit usage, as well as for "internal capture" and "diverted/pass-by".
<table>
<thead>
<tr>
<th>USE</th>
<th>AM PEAK-HOUR FORMULA (per 1,000 gross square feet)</th>
<th>PM PEAK-HOUR FORMULA (per 1,000 gross square feet)</th>
<th>AVERAGE DAILY TRIPS FORMULA (per 1,000 gross square feet)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Office</td>
<td>$\ln (T) = 0.797 \ln (A) + 1.558$</td>
<td>$T = 1.121 (A) + 79.295$</td>
<td>$\ln (T) = 0.768 \ln (A) + 3.654$</td>
</tr>
<tr>
<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Shopping Center</td>
<td>$\ln (T) = 0.596 \ln (A) + 2.329$</td>
<td>$\ln (T) = 0.660 \ln (A) + 3.403$</td>
<td>$\ln (T) = 0.643 \ln (A) + 5.866$</td>
</tr>
<tr>
<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 40%</td>
<td>Less 40%</td>
<td>Less 40%</td>
</tr>
<tr>
<td>Diverted/Pass-By</td>
<td>Less 25%</td>
<td>Less 25%</td>
<td>Less 25%</td>
</tr>
<tr>
<td>Day Care Center</td>
<td>$T = 12.71 (A)$</td>
<td>$\ln (T) = 0.664 \ln (A) + 3.026$</td>
<td>$T = 79.26 (A)$</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 40%</td>
<td>Less 40%</td>
<td>Less 40%</td>
</tr>
<tr>
<td>Diverted/Pass-By</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Medical-Dental Office</td>
<td>$T = 2.43 (A)$</td>
<td>$\ln (T) = 0.921 \ln (A) + 1.476$</td>
<td>$T = 36.13 (A)$</td>
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<tr>
<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 40%</td>
<td>Less 40%</td>
<td>Less 40%</td>
</tr>
<tr>
<td>Diverted/Pass-By</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Health Club</td>
<td>$T = 0.30 (A)$</td>
<td>$T = 4.30 (A)$</td>
<td>$T = (\text{AM Peak Hour Total} + \text{PM Peak Hour Total}) \times 10$</td>
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<tr>
<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 40%</td>
<td>Less 40%</td>
<td>Less 40%</td>
</tr>
<tr>
<td>Diverted/Pass-By</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>High Turnover Restaurant</td>
<td>$T = 9.27 (A)$</td>
<td>$T = 10.86 (A)$</td>
<td>$T = 130.34 (A)$</td>
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<td>Transit/Walk Credit</td>
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<td>Less 5%</td>
<td>Less 5%</td>
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<tr>
<td>Internal Capture</td>
<td>Less 40%</td>
<td>Less 40%</td>
<td>Less 40%</td>
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<tr>
<td>Diverted/Pass-By</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Hotel (per room)</td>
<td>$T = 0.67 (R)$</td>
<td>$T = 0.71 (R)$</td>
<td>$T = 8.92 (R)$</td>
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<tr>
<td>Transit/Walk Credit</td>
<td>Less 30%</td>
<td>Less 30%</td>
<td>Less 30%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 25%</td>
<td>Less 25%</td>
<td>Less 25%</td>
</tr>
<tr>
<td>Light Industrial</td>
<td>$T = 0.92 (A)$</td>
<td>$T = 0.98 (A)$</td>
<td>$T = 6.97 (A)$</td>
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<tr>
<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Research and Development</td>
<td>$\ln (T) = 0.875 \ln (A) + 0.833$</td>
<td>$\ln (T) = 0.832 \ln (A) + 1.060$</td>
<td>$\ln (T) = 0.824 \ln (A) + 3.135$</td>
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<td>Transit/Walk Credit</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td>Internal Capture</td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>Technology/Telecommunications/Web Hosting</td>
<td>$T = 0.33 (A)$</td>
<td>$T = 0.31 (A)$</td>
<td>$T = 5.09 (A)$</td>
</tr>
<tr>
<td>USE</td>
<td>AM PEAK-HOUR FORMULA (per 1,000 gross square feet)</td>
<td>PM PEAK-HOUR FORMULA (per 1,000 gross square feet)</td>
<td>AVERAGE DAILY TRIPS FORMULA (per 1,000 gross square feet)</td>
</tr>
<tr>
<td>---------------------</td>
<td>---------------------------------------------------</td>
<td>---------------------------------------------------</td>
<td>----------------------------------------------------------</td>
</tr>
<tr>
<td>Transit/Walk Credit Internal Capture</td>
<td>Less 5%</td>
<td>Less 5%</td>
<td>Less 5%</td>
</tr>
<tr>
<td></td>
<td>Less 10%</td>
<td>Less 10%</td>
<td>Less 10%</td>
</tr>
<tr>
<td>TOTAL TRIPS WITHIN THE CCSP</td>
<td>2,186</td>
<td>2,631</td>
<td>20,013</td>
</tr>
</tbody>
</table>

Legend:

T = Trip ends  
A = Building area in 1,000 sq. ft.  
R = Rooms  
Ln = Natural Logarithm
Appendix C  Corporate Campus Specific Plan Green-belt Lot Definition, Legal Description, and Map Exhibits of Green-Belt Lots

Green-belt lot refers to a lot that is developed for open space purposes and may be developed with walkways, benches, and outdoor recreational amenities.

LOTS 12 AND 13 OF TRACT NO. 72287, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA.

EXHIBITS OF LOTS 12 AND 13 ON NEXT PAGES
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC") and such previous conditions of approval for the Project that are applicable, CDC Mar Campus, LLC, or its successor-in-interest, agrees that it will comply with the following provisions as conditions for the City’s approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. DA 13-01, and Subdivision No. 13-05 (Vesting Tentative Map No. 72287) ("Project Conditions").

DEFINITIONS

1. Unless the contrary is stated or clearly appears from the context, the following definitions will govern the construction of the words and phrases used in these conditions.

   A. "PBS Director" means the Director of Planning and Building Safety, or designee.

   B. "EIR" means the Final Environmental Impact Report for the proposed El Segundo Corporate Campus project, El Segundo, California certified by the City Council of the City of El Segundo on January 2, 2002.


   D. "Green-belt lot" refers to a lot that is developed for open space purposes and may be developed with walkways, benches, and outdoor recreational amenities, except as otherwise provided in these conditions.

   E. "MMRP" means the Mitigation Monitoring and Reporting Program for the El Segundo Corporate Campus project, El Segundo, California adopted by the City Council of the City of El Segundo on January 2, 2002. The MMRP is incorporated by this reference into these conditions of approval.

   F. "Project Area" refers to one of the 46 developable lots on the Project Site (as originally shown on Vesting Tentative Map No. 53570 and subsequently amended with the approval of Vesting Map No. 68231 and as further amended by Vesting Tentative Map No. 72287).

   G. "Project Site" refers to the 46.53-acre site generally located south of Atwood Way, east of Nash Street, west of Douglas Street, and north of Mariposa Avenue.

2. Except as otherwise specified in these Conditions of Approval, conditions must be satisfied before the City issues a building permit for each building within a Project Area.

AESTHETICS

Lighting

3. Before the City issues the first building permit in any Project Area, the applicant must submit a Lighting Master Plan for that Project Area for the review and approval of the PBS Director and the Police Chief. A Lighting Plan (construction drawings) and Photometric Study, consistent with the Lighting Master Plan must be reviewed and approved by the PBS
CONDITIONS OF APPROVAL

Director and the Police Department before the City issues each Building Permit and must be installed before the City issues each Certificate of Occupancy in the Project Area. The Lighting Plan and Photometric Study must demonstrate that the proposed project allows minimum off-site illumination but still complies with Police Department safety requirements.

A. The Lighting Master Plan must include, without limitation:

B. Foot-candle intensity;

C. Parking areas and structures;

D. Pedestrian walkways;

E. Access ways in and around buildings;

F. On-site light fixtures have been designed to direct the light downward and internal to the proposed project site to minimize off-site illumination;

G. Type and height of lighting devices;

H. Compliance with applicable requirements of ESMC Title 15.

I. Weather and vandal resistant covers on lighting fixtures.

Before the City issues each Certificate of Occupancy, the applicant must provide evidence to the PBS Director and the Police Chief that outdoor lighting design was installed in compliance with the approved Lighting Master Plan for the building that is the subject of the Certificate of Occupancy.

4. Before the City issues each Building Permit in any Project Area, the applicant must provide evidence to the City PBS Director and the Police Chief that outdoor lighting design conforms to Federal Aviation Administration (FAA) requirements for the building that is the subject of the Building Permit. The applicant must obtain a letter of compliance from the FAA and/or the Los Angeles World Airports (LAWA) to serve as evidence.

Materials and Design

5. Before the City issues the first building permit in any Project Area, the applicant must submit Final Working Drawings to the PBS Director for design review. The applicant must provide a Building Materials Sample Board of the materials and elevation drawings to be utilized to the PBS Director for review and approval. The design review includes, without limitation, the following design guidelines:

A. All buildings must be in accordance with the Project Site’s Conditions, Covenants and Restrictions (CC&R’s), if any.

B. All buildings must be developed with nonreflective exterior building materials of a contemporary nature, and low-reflectivity glass panel window.
CITY COUNCIL ORDINANCE NO. _____ EXHIBIT “C”
CITY COUNCIL RESOLUTION NO. _____ EXHIBIT “D”

CONDITIONS OF APPROVAL

C. Exterior colors must be light with limited use of accent color to enhance visual unity and a contemporary appearance;

D. Within the office park component, exterior building materials will be of a contemporary nature in balance with adjacent office developments. New technology will be acceptable if compatible with other materials used in the project;

E. The elevations of any computer/telecommunications data center building(s) or other similar use must be designed to look like an office building, compatible in scale to office buildings in the adjacent area.

F. Elevations of parking structures must be compatible with main buildings.

G. Any computer/telecommunications data center building(s) or other similar building must be designed with floor-to-ceiling heights compatible for current industry standards for office uses to facilitate any future conversion, if necessary.

H. The buildings must be light in color with contrasting accent features. Building materials must be of non-reflective coatings and glazings;

I. All colors, textures, and materials on exterior elevation(s) must be coordinated to achieve a continuity of design;

J. All buildings must utilize energy efficient floor plans and controlled HVAC and heat generating equipment to reduce energy use for cooling and ventilation;

K. All roof-mounted mechanical equipment and communications devices must be hidden behind building parapets or screens to screen these devices from off-site ground level view and the Metro Green Line. Telecommunications satellite dishes and antennas up to 175 feet high may be located on the property without a Wireless Communications Facility Permit, if the facility is intended to serve only on-site buildings and is not designed or used for wireless communication services for adjacent off-site properties, except as may be permitted by state or federal law.

L. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and/or walls of materials and finishes compatible with adjacent buildings;

M. Service, storage, maintenance, utilities, loading, and refuse collection areas must be located out of the view of public roadways and buildings on adjacent sites, or screened by dense landscaping and/or architectural barriers, as practicable;

N. Walls used to screen service areas must be of the same materials and finishes as adjacent buildings or compatible finishes;

O. No wood or chain-link fences must be located within view of a public street;

P. Building design will meet the City’s standards for the attenuation of interior noise;
CONDITIONS OF APPROVAL

Q. All service areas must be located so that service vehicles have clear and convenient access and do not disrupt vehicular and pedestrian circulation;

R. No loading will be permitted directly from public streets, except in designated areas as approved by City PBS Director; and

S. All on-site utility systems including without limitation, water, electricity, gas, sewer and storm drains, must be installed underground.

No Certificate of Occupancy can be issued unless there is substantial compliance with the aforementioned development standards.

**Landscaping and Irrigation**

6. Before the City issues the first building permit in any Project Area, the applicant must submit a Master Landscape and Irrigation Plan for the Project Area. The Master Landscape and Irrigation Plan must be reviewed and approved by the City PBS Director, the Director of Recreation and Parks, and the Police Chief. Landscaping for each building in the Project Area must be installed in accordance with the approved Master Landscape and Irrigation Plan before the City issues each Certificate of Occupancy. The Master Landscape and Irrigation Plan must include, without limitation, the following:

A. All landscaped areas must be provided with a permanent automatic watering or irrigation system;

B. All on-site landscaped areas must be maintained by the owner in a neat and clean manner at all times;

C. All landscaped areas must be designed to ensure efficient access to fire hydrants;

D. Dual plumbing must be installed for reclaimed water irrigation;

E. All landscaped areas must be irrigated with reclaimed water, if made available by the provider. Until such time as reclaimed water is made available, potable water may be utilized for irrigation;

F. All landscaping and irrigation must comply with the ESMC water conservation regulations and zoning regulations;

G. All landscaping must be designed to enhance site security in accordance with Police Department policies;

H. All public rights-of-way abutting the site must be landscaped;

I. All landscaped areas must include a majority of mature landscaping; and

J. Landscaping must be installed along property perimeters and throughout the employee/visitor parking areas.
CONDITIONS OF APPROVAL

7. Before the City issues the first building permit in any Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e., construction drawings), consistent with the Master Landscaping Plan, to the PBS Director, Director of Recreation and Parks, and the Police Chief for review and approval. The Landscape Plan and Architectural Plan must demonstrate that errant nighttime illumination is generally screened from other potentially sensitive uses, through building design and landscape treatments, but still complies with Police Department safety requirements.

Signs

8. Before the City issues the first building permit in each Project Area, the applicant must submit to the PBS Director for review and approval an overall Master Sign Program for the Project Area. Before the City issues a Certificate of Occupancy for each building within the Project Area which is the subject of the Master Sign Program, the applicant must submit construction sign plans substantially consistent with the approved Master Sign Program for the review and approval of the PBS Director. Before the City issues a Certificate of Occupancy, signs must be installed in accordance with the approved Master Sign Program. The overall Master Sign Program must include, without limitation:

A. Consistency with the Corporate Campus Specific Plan;
B. Compliance with the City’s sign regulations governing permitting;
C. All signs must be architecturally compatible with the proposed buildings;
D. All signs must be compatible with the aesthetic objectives of the General Plan; and
E. No sign may impede traffic or pedestrian safety.

AIR QUALITY

9. During grading and construction, dust control measures are required to comply with ESMC Chapter 7-3. Grading must be discontinued during first-stage smog alerts and suspended when wind velocity exceeds 15 miles per hour. All hauling trucks must have loads covered or wetted and loaded below the sideboards to minimize dust.

10. The South Coast Air Quality Management District (SCAQMD) has promulgated rules and applicable standards including, without limitation, the following: Rule 402 - Nuisances; Rule 403 - Fugitive Dust; and Rule 2202 - On-Road Motor Vehicle Mitigation Options. The applicant must use best management practices in compliance with Rule 402 during the operation of construction equipment. Construction activities are restricted to between the hours of 7 A.M. to 6 P.M., Monday through Saturday, unless such hours are extended pursuant to a Noise Permit issued by the PBS Director. During the construction phase, all unpaved construction areas must be wetted at least twice daily during excavation, grading, and construction and temporary covers for stockpiles must be used to reduce dust emissions by as much as 50 percent. The applicant must ensure that all materials transported off-site will be either sufficiently watered or securely covered in compliance with Rule 403. Resultant peak daily exhaust emissions from diesel- and gasoline-powered construction equipment must be monitored to control emission levels that exceed SCAQMD screening thresholds. During construction, trucks and vehicles in loading or unloading
queues must keep their engines off, when not in use, to reduce vehicle emissions. Construction activities must be phased and scheduled to avoid emission peaks, and construction must be discontinued during first- and second-stage smog alerts. On-site vehicle speed during construction must be limited to 15 mph. Before the City issues a Grading Permit for each Project Area, the applicant must provide a Construction Management Plan to the PBS Director for review and approval relative to compliance with the appropriate SCAQMD standards during the construction phase. Daily records will be maintained by the applicant throughout the construction phase.

**ALCOHOL**

11. The sale of a full line of alcoholic beverages for on-site consumption at the proposed restaurants, coffee shops, delicatessens, cafés and hotel(s) within the Project Site is permitted, subject to the following conditions:

A. The on-site sale of alcoholic beverages is permitted between the hours of 10:00 a.m. to 2:00 a.m., seven days a week;

B. The applicant cannot advertise the sale of alcoholic beverages on the exterior walls or windows of the subject restaurants or at any location in the Project Site. No self-illuminating advertising for alcoholic beverages can be located on the buildings or windows;

C. Telephone numbers of local law enforcement must be posted adjacent to the cashier’s areas within the bar and service area of the restaurants;

D. Consumption of alcoholic beverages is prohibited in open areas adjacent to the subject restaurant under the control of the applicant, other than outdoor dining areas;

E. Loitering is prohibited on the premises under the control of the applicant. Signage must be posted providing notice of this prohibition;

F. The applicant must provide adequate lighting above the entrance of the premises. This lighting must be of sufficient power to illuminate and make easily discernible the appearance and conduct of all persons entering or exiting the premises;

G. The applicant must instruct all employees in the regulations regarding no loitering and no consumption of alcoholic beverages outside the subject restaurants. Employees must be instructed to enforce these regulations and to call local law enforcement if necessary;

H. The applicant must maintain the property in a neat and orderly fashion and maintain free of litter all areas on the premises under which the applicant has control;

I. The total occupancy of the restaurants cannot exceed California Building Code regulations;

J. There must be no cover charge or prepayment fee for food and/or beverage service required for admission to the restaurants.
CONDITIONS OF APPROVAL

K. The conditions of this approval must be retained on the premises at all times and be immediately produced upon request of any law enforcement officer or State Department of Alcohol Beverage Control investigator. The restaurant manager and all employees of the restaurant must be knowledgeable of these conditions;

L. All servers of alcoholic beverages must be at least 18 years old;

M. The sale of alcoholic beverages for consumption off the premises requires the approval of a separate Administrative Use Permit; and

N. The applicant must be required to maintain a valid permit to sell alcohol from the State Department of Alcohol Beverage Control.

ENERGY

12. Before the city issues a Building Permit in each Project Area, the applicant must provide an Energy Conservation Plan to the PBS Director for review and approval. The Energy Conservation Plan must incorporate energy conservation features in accordance with the requirements of the City and State. Before the City issues each Certification of Occupancy, the applicant must provide evidence to the PBS Director that the approved energy conservation features were installed and will be maintained.

13. If a substation is constructed, the Applicant must develop plans, projected loads, and a master plan for scheduling to the satisfaction of Southern California Edison.

FIRE

14. Before the City issues a Building Permit in each Project Area, the applicant must provide Fire Life Safety Plans to the PBS Director and the Fire Chief for review and approval including, without limitation, the following:

A. Fire lanes;

B. Fire lane signing;

C. Fire lane access easements or other recorded documents approved as to form by the City Attorney;

D. Fire lane accessibility;

E. Gas detection systems;

F. Minimum acceptable flow from any fire hydrant must be 2,500 gallon per minute, calculated at 20 psi;

G. Sprinklers within structures;

H. Underground looped fire mains, sprinklers and fire alarms; and
CONDITIONS OF APPROVAL

I. Documentations that on-site fire main will be maintained if privately owned, or documentation creating fire main easements on the project site if the mains will be owned by the City.

Before the City issues each Certificate of Occupancy, the applicant must demonstrate to the Fire Department that the Project complies with, and adequate operational facilities were installed consistent with the Fire Life Safety Plan, and that any required easement was properly dedicated and recorded.

15. Before the City issues a Building Permit in each Project Area, the applicant must develop and submit an Evacuation Plan and Procedures for review and approval by the Fire Department. Before the City issues each Certificate of Occupancy, the applicant must provide evidence to the PBS Director and the Fire Department that the approved Evacuation Plan and procedures were implemented or are operational as appropriate.

16. Before the City issues Grading or Building Permits in each Project Area, the applicant must provide a Construction Safety Plan to the PBS Director and Fire Department for review and approval. The Construction Safety Plan must document construction and staff training procedures to ensure that best management practices during project grading and construction will be utilized. The Construction Safety Plan must identify an awareness program for the subgrade installation of utilities and the potential for worker exposure to related emissions, especially during excavation. Compliance with this measure must be verified by the PBS Director before permit issuance.

17. Before the City issues a Building Permit in each Project Area, all hydrants determined necessary by the Fire Chief and the PBS Director must be installed in accordance with approved plans and specifications. Fire hydrants must be spaced no greater than 300 feet apart. One private hydrant must be provided for each structure and each structure must be sprinklered in accordance with the California Building Code (CBC) and the National Fire Code (NFC).

18. The applicant must comply with the applicable requirements of the 2010 California Building and Fire Codes and the 2009 International Fire Code as adopted by the City of El Segundo and El Segundo Fire Department Regulations. On January 1, 2014, the 2013 California Residential, Building and Fire Codes will become effective. Any project submitted after January 1, 2014 will need to comply with the locally adopted codes of the 2013 editions.

19. The applicant must submit and have approved by the Fire Department a Fire/Life Safety Plan, identifying fire safety precautions during demolition and construction, emergency site access during construction, permanent fire department access, fire hydrant locations and any existing or proposed fire sprinkler systems and fire alarm systems before the City issues a building permit.

20. For any building 4 or more stories in height to 75 feet from the lowest fire department access to the highest occupied floor, the applicant must comply with the Mid-Rise Buildings requirements identified in California Fire Code Section 915, as adopted by the ESMC.

21. Before the City issues building permits, the applicant must submit to the Fire Chief a fire/life safety plan which includes emergency site access during construction, fire water supply and permanent site access.
CONDITIONS OF APPROVAL

22. The building fire sprinkler systems must have a system fire department connection on each building, with a loop system fire department connection at each double detector check assembly.

23. The applicant must provide the following conditions for all fire features:
   a. barrier must be provided around the fire feature to prevent accidental access into the fire feature.
   b. The distance between the fire feature and combustible material and furnishings must meet the fire feature's listing and manufacturer's requirements.
   c. If the fire feature's protective barrier exceeds ambient temperatures, all exit paths and occupant seating must be a minimum 36 inches from the fire feature.

24. The revised roadways will allow parking on the streets. California Fire Code, as adopted by the ESMC, requires a minimum 20-foot roadway width where no on-street parking is allowed, a minimum 32-foot roadway where parking is allowed on one side of the street and a minimum 40-foot wide roadway where parking is allowed on both sides of the street. Angled or head-in parking is considered street parking.

25. The public fire hydrants must be maintained at 300 foot spacing.

26. Any private fire hydrants must be installed and maintained in accordance with El Segundo Fire Department Regulation H-2-a “Fire Hydrant and Private Fire Main System Installation.”

GEOTECHNICAL (GRADING, TOPOGRAPHY, SOILS AND DRAINAGE)

27. Before the City issues a Grading Permit for each Project Area, the applicant must prepare and submit a Grading Plan for review and approval by the PBS Director and the Director of Public Works. The Grading Plan must include, without limitation:

   A. The Grading Plan must demonstrate compliance with applicable City policies and requirements;

   B. The Grading Plan must show cross sections for any grading purpose and the location of and extent of existing and planned sewer easements and facilities;

   C. Grading depths cannot encroach upon or damage the existing sewer lines on the property;

   D. Haul routes for import/export trucks and other heavy construction related vehicles must be approved by the Director of Public Works;

   E. All grading must be accomplished in accordance with the recommendations of an independent Geotechnical and Geological Report to be submitted by the applicant and reviewed and approved by the City;

   F. The Grading Plan must detail where special restrictions apply due to soil contamination, if applicable;
CONCLUSIONS OF APPROVAL

G. Additional information, as required through the plan check process, must be included as appropriate;

H. Final grading must be coordinated with the City Engineer at the time the Grading Permit is issued; and,

I. Compliance with this measure must be verified by the PBS Director before the City issues each Certificate of Occupancy.

HAZARDS

28. Before the City issues a Grading Permit for grading in the southwest corner of the site, the applicant must submit a letter from the Los Angeles Regional Water Quality Control Board ("LARWQCB") approving the grading and/or development of the southwest corner of the site, which may have contaminated soil.

29. The applicant must comply with any permit requirements imposed by the LARWQCB or the Department of Toxic Substances Control ("DTSC") related to development and/or grading on the southwest corner of the site.

30. Before the City issues a Grading Permit for the southwest corner of the project site, the applicant must provide any appropriate hazardous materials safety training for all City employees needed to implement the project. If required, the training must be related specifically to safety issues that may arise during site grading and construction due to the possible low-level VOC soil contamination that may exist in the site. All training must be completed to the reasonable satisfaction of the PBS Director, and the Fire Chief.

31. Before the City issues a Certificate of Occupancy for the first Project Area, the applicant must record as a covenant, in a form approved by the City Attorney, a disclosure that manufacturing and fabrication activities are conducted within a one-mile radius of the site, including on the real property owned by the Northrop Grumman Corporation, and that such operations may involve the use of certain hazardous or potentially hazardous materials. It must further obligate all holders of real property interests on the Project Site that receive actual notice of any Proposition 65 or related environmental notices produced and published by other proximal industrial uses operated within a one-mile radius of the Project Site to use reasonable efforts to disclose the same to their tenants and other occupants. Provided, however, recording such a covenant is not assumption of any responsibility or liability by such interest holder under Proposition 65 or other environmental law, policy or statute.

32. No child care facilities can be located within any location designated on the “facility risk map” as published by Northrop Grumman Corporation, dated October 31, 1997, on file in the Planning Division, or on the “cancer risk from toxic air pollution map” as published by SCAQMD, January 1999, on file in the Planning Division, unless it can be demonstrated to the satisfaction of the PBS Director that due to such factors as site conditions (e.g., building placement) sensitive receptors at such facilities will not be exposed to significant levels of toxic emissions.
33. The proposed project must be designed to ensure that noise generated by the proposed project operations does not exceed the City’s noise standards, as established by the ESMC, for on-site or off-site receptors. A noise monitor must be designated according to the relevant codes. Before the City issues a Building Permit for each Project Area, the applicant’s Final Working Drawings must be submitted to the PBS Director for review and approval relative to compliance with the ESMC’s noise regulations.

POLICE / SAFETY

34. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the Applicant must pay a police services mitigation fee in accordance with applicable law at the time the building permit is issued. Compliance with this measure must be verified by the PBS Director before issuance of a Certificate of Occupancy for each building.

35. Before the City issues a Building Permit in each Project Area, the applicant must submit an overall Security and Crime Prevention Plan, to the PBS Director and the Police Department for review and approval, which must address, without limitation the following:

A. Lighting;
B. Addressing;
C. Telephones;
D. Trash dumpsters (including space for recyclable materials);
E. Indoor and outdoor security cameras installed at strategic locations;
F. Parking lots and structures;
G. Hotel key card systems;
H. Fences, walls;
I. Security hardware;
J. Office;
K. On-site security personnel;
L. Locker rooms;
M. An Evacuation Plan and Procedures;
N. A combination of closed circuit television system and private security patrols to monitor employee and other vehicle parking areas;
CONDITIONS OF APPROVAL

O. The employment of security personnel who will monitor and patrol the proposed Project Site and coordinate with public safety officials;

P. The installation of lighting in entryways, elevators, lobbies, and parking areas designed to eliminate potential areas of concealment;

Q. A diagram of the proposed project, which will include access routes, and any information that might facilitate emergency response;

R. Compliance on all applicable items on Police Department checklist memo dated October 11, 2001.

All Security and Crime Prevention Plan measures must be installed in conformance with the approved plans or must be operational before the City issues a Certificate of Occupancy.

PROJECT DESCRIPTION

Plans

36. The City of El Segundo requires development project applicants to prepare and submit Final Working Drawings for review and approval. The applicant must provide Final Working Drawings that comply with Policies and Requirements and these conditions of approval. The Final Working Drawings must indicate proposed uses, building sizes and heights, and the specific location of structures, loading docks, staging areas, parking layout, landscaped areas and recreational amenities. The Final Working Drawings must include vehicular, pedestrian and bicycle access, on- and off-site circulation, and linkage to other key elements in the site vicinity, including the MTA Green Line. The Final Working Drawings must indicate building materials and architectural design elements that will be utilized in the construction of the proposed structures. The Final Working Drawings must include information on security lighting and hardware and other detail required for compliance with the City’s security, safety and crime prevention standards. The Final Working Drawings must demonstrate compliance with the California Building Code, California Mechanical Code, California Plumbing Code, California Fire Code, California Sign Code, and California Electrical Code, and approved Fire Life Safety Systems, all as adopted by the ESMC. In addition, the Final Working Drawings must clearly indicate the location of all entrances and exits, including emergency vehicle access. All parcel buildings and structures must be located in proximity to the proposed parcel lines such that they meet all requirements for exterior wall and opening protection. Additional information, as required through the plan check process, must be included as appropriate. Before the City issues a Building Permit for each Project Area, the applicant must coordinate with all applicable City and applicable County agencies to prepare and submit Final Working Drawings to be approved by the PBS Director, the Department of Public Works, the Fire Department and the Police Department. Before the City issues a Certificate of Occupancy for each building, the applicant must provide evidence to the PBS Director, the Department of Public Works, the Police Department, and the Fire Department that Code and policy requirement conditions have been met.

37. The project must provide the minimum and maximum floor areas for the uses as provided in the Corporate Campus Specific Plan. The Proposed project will be comprised of 625,205
square feet of new development and 304,820 of existing development for a total of 930,205 square feet. The new development will be developed in 3 Phases. Phase 1 will contain 217,637 square feet (203,977 square feet of office and 13,660 square feet of restaurant/retail). Phase 2 will be developed with 193,228 square feet. Phase 3 will be developed with 214,340 square feet.

38. The maximum project size must be determined by the vehicle trip generation for each use. A maximum of 1,193 AM peak hour and 1,297 PM peak hour vehicle trips is allowed for the whole project based on developing 930,205 square feet. The trip generation for each use and building is determined using the rates identified in Appendix B of the Corporate Campus Specific Plan. The project is allowed to develop a combination of uses as permitted in the Corporate Campus Specific Plan, consistent with the minimum floor areas indicated in the Corporate Campus Specific Plan, as long as the total AM and PM peak trip generation established in the EIR for the project as a whole is not exceeded.

39. The City of El Segundo requires development project applicants to prepare and submit a Construction Management Plan for each Project Area for review and approval by the PBS Director and Director of Public Works. The Construction Management Plan must consider all stages of construction, including grading, dirt hauling, employee travel, materials delivery, etc. The Construction Management Plan must identify the types and approximate number of construction vehicles to be utilized and provide haul routes, staging area information and needed road or lane closures. The plan must include, without limitation, construction hours, construction trailer locations, construction and staging areas, construction crew parking, parking/access plan (including truck haul routes), construction methods and schedules. During construction, the areas of construction must be enclosed by a six-foot high chain link fence. Gates of site fencing must be located at driveways and cannot open over sidewalk/public right-of-way. During construction, trash must be removed from the Project Site on an as needed basis. At the end of each construction day, all open trenches must be completely closed or covered, or secured in accordance with Cal OSHA standards. All gates and access points to the construction area must be locked and/or fully secured at the end of construction each day. The applicant must provide a twenty-four hour, every day contact person/liaison to receive and respond to complaints during construction.

40. A Construction Management Plan must also be required for review and approval by the PBS Director and Department of Public Works for the installation of any utilities, including telecommunication utilities, in the public right-of-way. Such a plan must include, without limitation, traffic control measures for any lane closures.

41. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director that grading or any construction on property or within easements not owned or controlled by the applicant has been approved by the property owner or easement holder. Separate Grading and/or Building Permit(s) must be obtained by the applicant with the easement holder as co-applicant, if needed.

42. Before the City issues a Building Permit for each Project Area, the applicant must submit plans and specifications for any new curbs, sidewalks, driveway approaches, wheelchair ramps, and asphalt concrete (A.C.) pavement, that must be constructed/reconstructed for any missing public segments/areas on the perimeter of the Project Site adjacent to the building or parcel that is the subject of the Building Permit, as reasonably required by the Director of Public Works. Existing driveways and other concrete work not to be incorporated
CONDITIONS OF APPROVAL

into the construction must be removed and replaced with standard curb and sidewalk. Before issuance of a Certificate of Occupancy for the building that is the subject of the Building Permit, the applicant must install the required public improvements per the approved plans to the reasonable satisfaction of the Director of Public Works.

DEDICATIONS AND FEES

43. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the applicant must pay the required traffic mitigation fees as calculated in accordance with applicable law.

44. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues certificates of occupancy, the applicant must pay a Library Service Mitigation Fee, equal to three cents per gross square foot of floor area ($0.03/sq.ft.) in accordance with applicable law. Compliance with this measure must be verified by the PBS Director before issuance of each Certificate of Occupancy for each building.

45. For any development that is issued a building permit after the Development Agreement expires on July 11, 2018, pursuant to ESMC §§ 15-27A-1, et seq, the applicant must pay a one-time parks services mitigation fee in accordance with applicable law.

46. For any development that is issued a building permit after the Development Agreement expires on July 11, 2018, pursuant to ESMC §§ 15-27A-1, et seq., the applicant must pay a one-time fire services mitigation fee in accordance with applicable law.

47. Before building permits are issued, the applicant must pay the required School Fees as required per applicable law. This condition does not limit the applicant’s ability to appeal or protest the payment of these fees to the school district(s).

48. The applicant is permitted to modify the location of the parcel boundaries as approved on Final Map No. 53570 and Vesting Tract Map No. 72287, consistent with the development standards in the Corporate Campus Specific Plan to accommodate the size and location of the fire station and park site properties, before recordation of Final Map No. 72287, provided a maximum of 46 parcels are created for the entire Project Area.

49. The applicant must maintain all existing easements on the site if the easement is still required by its grantee.

50. The applicant must provide reciprocal access agreements, in a form approved by the City Attorney, between any parcels that do not have independent direct vehicle access to a public right-of-way. Such agreements must be recorded before the City issues any Certificate of Occupancy for a building on an affected parcel.

51. Concurrent with the submittal of any plans or request for permits, the applicant must provide funds in trust to the PBS Director to cover the reasonable first year costs, including City consultants’ costs, of the monitoring of all conditions of approval and mitigation measures adopted in the MMRP. Annually thereafter, the applicant must replenish funds on the anniversary of the approval date sufficient to cover the reasonable costs, including City consultants’ costs for each year. The PBS Director, at his discretion, may hire a consultant to coordinate and monitor compliance.
52. Before the City issues a Grading Permit, Building Permit, or Certificate of Occupancy, the applicant must provide evidence to the PBS Director that all mitigation measures in the MMRP have been or will be implemented pursuant to the project’s mitigation monitoring plan. Compliance with this measure must be verified by the PBS Director.

**CONSTRUCTION REQUIREMENTS**

53. All work within the City public right-of-way must be in accordance with the latest edition of the Standards Specifications for Public Works Construction and City of El Segundo Standard Specifications. No work can be performed in the public right-of-way without first obtaining a Public Works Encroachment Permit.

54. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the reasonable satisfaction of the PBS Director that all applicable permits from other agencies have been obtained including, but not limited to, Caltrans, State Water Quality Control Board’s National Pollution Discharge Elimination Systems (N.P.D.E.S) Permit, South Coast Air Quality Management District, and Los Angeles County Department of Public Works.

55. Following the receipt of all requisite permits, the applicant must notify the PBS Director of the date that construction will commence.

56. At such time deemed necessary by the PBS Director, the applicant must provide an on-site inspection office trailer for the use of City inspection personnel as may be required.

57. Project must comply with current California Building Code, current California Energy Code, and the current California Building Code. Buildings must comply with the locations and percentage of openings as per table 705.8 of the current California Building Code based on the distant to proposed property lines.

58. Project must provide complete calculation notes and details, along with a geotechnical report. All mechanical, electrical, and plumbing plans are to be kept separate from each other and separate from the building plan submittals.

**STORMWATER (GROUND HYDROLOGY AND GROUND WATER QUALITY)**

59. The Los Angeles Regional Water Quality Control Board has promulgated rules and standards including, without limitation, obtaining an NPDES Permit and regulations related to underground and above ground storage tanks. The applicant’s compliance with LARWQCB will ensure compliance with the applicable sections of the California Water Code (Section 13260), the Clean Water Act, and the Porter-Cologne Water Quality Control Act. The applicant must ensure that any on-site tanks for use in the storage of fuels, wasted oil, solvents or other chemicals, which are located either above ground or underground, must be placed, constructed and maintained in accordance with the requirements of the LARWQCB.

60. The applicant must adhere to any relevant requirements of the LARWQCB regarding development of the site. The applicant must prepare a Storm Water Pollution Prevention Plan (SWPPP) which will demonstrate best management practices relevant to compliance with LARWQCB requirements and the California General Construction Permit. Before the
CONDITIONS OF APPROVAL

City issues a Grading Permit for the proposed project, the applicant must provide a SWPPP to the LARWQCB, the PBS Director and Fire Department for review and approval relative to compliance with the provisions and requirements of the LARWQCB. Before issuance of a Building Permit for each Project Area, the applicant must apply for the appropriate notifications and/or registrations for any on-site storage tanks. The applicant must provide a copy to the City of the Notice of Intent required by the LARWCQB.

61. Before the City issues a Grading and/or Building Permit for each Project Area, the applicant must provide a drainage plan for that portion of the Project Area affected that eliminates pollutants to surface runoff as required by NPDES requirements. The drainage plan must be reviewed and approved by the PBS Director and Public Works. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must demonstrate that the drainage plan has been implemented and is effective to the reasonable satisfaction of the PBS Director and Director of Public Works.

62. The project must comply and provide current Storm Water Pollution Preventative Plan and Standard Urban Water Mitigation Plan, which includes an Erosion and Sediment Control Plan.

63. Before the City issues a Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that pavement on-site must be adequately applied to prevent soil erosion. Further, paved areas on-site must be regularly maintained (e.g., all cracks repaired and debris removed on a regular basis) to prevent soil erosion. The applicant must install improvements pursuant to the approved plans before final sign-off of the Permit. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that on-site drainage must be directed to existing storm drains. The applicant must install said improvements per the approved plans before final sign-off of the Permit.

64. Before the City issues a Grading or Building Permit for each Project Area, the applicant must prepare a Standard Urban Stormwater Mitigation Plan (SUSMP) and provide evidence to the PBS Director and Director of Public Works that the project area that is the subject of the Grading or Building Permit complies with City of El Segundo Urban Runoff Pollution Prevention Controls (Title 5 - Health and Sanitation, Chapter 7 - Standards Urban Stormwater Mitigation Plan Implementation of the El Segundo Municipal Code). The applicant must install said improvements per the approved plans before final sign-off of the Permit.

65. Before the City issues a Grading or Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and Director of Public Works that:

A. Collection basins to reduce silts in storm water before runoff drainage to the Los Angeles Flood Control System have been adequately incorporated into the project design;

B. On-site catch basins must be designed and constructed to screen out larger matter to prevent flooding of the project site resulting from debris caught in the drainage canal;
CONDITIONS OF APPROVAL

C. Drainage channels within parking lot and paved areas must be designed and constructed to direct storm water and/or irrigation run-off to collection basins provided on-site;

D. On-site drainage and hydrology improvements must be designed in conformance with applicable standards of the City of El Segundo and the Los Angeles County Department of Public Works, including policies in the Public Safety Element of the City’s General Plan;

E. The project is in compliance with applicable permit requirements of the Los Angeles County Department of Public Works or Los Angeles County Flood Control District;

F. On-site drainage and hydrology improvements must be designed using the necessary hydraulic/hydrology and structural calculations required for permitting by the Los Angeles County Department of Public Works: and,

G. All on-site development must be consistent with a Hydrology and Drainage Study and the Final Working Drawings, as approved by the City; and,

H. Before the city issues ‘Final Inspection Approval’ for the proposed project, the applicant must provide evidence to the PBS Director and Director of Public Works that all the improvements herein have been constructed in compliance with the appropriate regulations and specifications.

TRANSPORTATION/CIRCULATION/PARKING

66. Before the City issues the first building permit for the Project Site, the applicant must provide Los Angeles County Congestion Management Plan (CMP) Debit/Credit Calculations, and a Phasing Plan for CMP related improvements, to the PBS Director and Public Works for reasonable review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the City issues a Certificate of Occupancy for the building, the applicant must provide evidence to the PBS Director that the proposed project CMP debits/credits related improvements were implemented and balanced on the Project Site in accordance with the approved phasing plan. Compliance with this measure must be verified by the PBS Director before permit issuance. As may be applicable, the City will give credit for CMP related improvements towards the applicant’s traffic mitigation impact fee, as appropriate.

67. Before the City issues a Building Permit for each Project Area, the applicant must provide a Pedestrian Access/Circulation Plan to the PBS Director, the Recreation and Parks Director, and Police Chief for review and approval. The Plan must identify the location of pedestrian, bicycle accesses and indicate linkage to other key elements in the site vicinity, and within the project itself, including parking areas, building entrances, bicycle racks, recreational elements, etc. The Plan must reflect a safe movement pattern, which does not significantly conflict with vehicular movement and parking access areas. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must provide evidence to the PBS Director, Recreation and Parks Director, and Police Chief that the approved pedestrian and bicycle access features have been installed and will be adequately maintained per the approved plan.
68. Before the City issues a Building Permit for each Project Area, the applicant must submit plans for review and approval by the PBS Director that show electric vehicle charging stations for at least one-half (1/2) percent of the total number of required parking spaces. Before the City issues each Certificate of Occupancy, the charging stations must have been installed, per the approved plans. The charging station may receive credit under the Air Quality Mitigation Plan, as appropriate.

69. Before the City issues building permits for each Project Area, the applicant must submit a detailed Traffic, Circulation and Parking Plan, prepared by a licensed traffic engineer, for review and approval by the Director of Public Works, the PBS Director, the Police Chief, the Fire Chief, and the City’s Traffic Engineer. Alternatively, such a plan may be submitted for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other as determined by the C.E.D. Director. Additionally, the City may request an updated plan when the project reaches 80% occupancy after all building construction is completed for Phase 1, Phase 2, and Phase 3 of the Revised Project. The Traffic, Circulation and Parking Plan must include, without limitation, the following:

A. An analysis of the estimated traffic generation for the building(s);

B. An analysis of the current level of service (LOS) at adjacent intersections which may be impacted by the project;

C. A Sensitivity Analysis, to determine if any of the mitigation measures, as identified in the EIR, or other proposed improvements, such as construction of the internal private roadway, must be implemented before the completion of a particular building(s) due to the traffic generation from that particular building(s);

D. Sight distances for each structure and parking area associated with the building(s);

E. An analysis of the traffic volumes at each driveway or intersection associated with the building(s) in order to determine if any offsite improvements are warranted (i.e., deceleration lanes, left-turn pockets, new or modified traffic signals, etc.) that were not analyzed in the EIR due to the approximation of building locations in the EIR;

F. Any new traffic signals or modifications to existing traffic signals must be subject to the review and approval of the Los Angeles County Department of Public Works. The applicant must pay the applicable county costs to provide plan check and inspection services;

G. The applicant must be required to dedicate any on-site land required to accommodate any required intersection improvements (e.g., deceleration lanes);

H. All truck circulation;

I. Visitor parking;

J. All access points to the project site, which should be aligned with existing driveways and intersections where possible;
CITY COUNCIL ORDINANCE NO. _____ EXHIBIT “C”
CITY COUNCIL RESOLUTION NO. _____ EXHIBIT “D”

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K. Off-site circulation improvements;

L. All median modifications, if necessary;

M. All dead end aisles eliminated to satisfy the ESMC;

N. All truck turning radii;

O. The location of required loading spaces;

P. An analysis that shows the location and the timing of construction of the required parking for the building or Project Area;

Q. The parking must be conveniently accessible;

R. Pedestrian crossing areas of the private roadways must be called out on the plans and appropriately designated; and,

S. All parcels and structures must be connected by an accessible route of travel that meets the requirements of Title 24 of the California Building Code, as adopted by the ESMC.

70. In addition to the required 100 spaces, the applicant must provide a minimum of 50 additional parking spaces to the City for overflow parking for soccer field use during non-business hours in the evenings and on weekends in Phase 1, Phase 2 and/or Phase 3 portions of the Corporate Campus Specific Plan area. The location, access, and regulation of such parking spaces must be incorporated within the Traffic, Circulation and Parking Plan prepared by a licensed traffic engineer, for review and approval by the City. In addition, the applicant must record a covenant, in a form approved by the City Attorney, to reserve such 50 parking spaces in accordance with the Traffic, Circulation and Parking Plan.

71. Final site plan approval for each building(s) is contingent upon fulfillment of the above traffic design review requirements. All Circulation and Parking Plan improvements which require installation must be installed before the City issues each Certificate of Occupancy for the building(s) which are the subject of the Traffic, Circulation and Parking Plan. Compliance with these requirements must be verified by the Director of Public Works, the PBS Director, the Police Chief, the Fire Chief, and the City’s Traffic Engineer before the City issues a Certificate of Occupancy.

72. Parking may be allowed on the internal private roadways on Campus Drive and on a portion of the east side of Parkview Drive South just north of Fire Station No. 2. Additionally, parking may be allowed on the private driveway parcel formally known as the internal private roadway, “Campus Square West.” The applicant must install “No Parking” signs on other internal private roadways, subject to the approval of the Public Works Department.

73. The applicant may eliminate Campus Square East as a private street and convert it to a green belt with landscaping only.

74. The applicant may request that the City vacate the Campus Square East private street easement for utility purposes, provided the conditions below are satisfied. The conditions
are based on the current design concept submitted to the City for review, and are subject to change if the design concept changes.

A. The applicant must contact all utility companies utilizing the Campus Square East Street and ask permission to abandon and relocate the utility lines (West Basin, Water Division, Wastewater Division, etc.) within the said easement. Public Works' Engineering Division needs copies of the developer's request as well as the written responses from the utility companies.

B. The applicant must address the following Water Division requirements:
   i) The applicant must properly abandon the use of the water main lines on Campus Square East, including the removal of inoperative fire hydrants and other inoperative above-ground water facilities.
   ii) The applicant subject to a study acceptable to the City, will extend the 12" water main line from Parkview Drive all the way to Nash Street as may be required.
   iii) The applicant must provide additional fire hydrants, fire services, and fire loop system in locations requested by both Fire Department and Public Works' Water Division.
   iv) The applicant must provide water service laterals, water meters, backflow devices, and all other water-related systems per Public Works' Water Division standards.
   v) The applicant must obtain easements to provide utility service to individual lots such as lots 11 to 14 and lots 17 to 19, which are not directly adjacent to streets.
   vi) The applicant must arrange utility infrastructure to be constructed for lots such as 11 to 14 and 17 to 19.

C. The applicant must address the following Public Works’ Wastewater Division requirements:
   i) The sewage flows from Mariposa Avenue through Campus Square East must be diverted as determined by a sewer study acceptable to the City. The applicant must provide a sewer system design reflecting the new sewage flow routes to the Public Works' Engineering Division.
   ii) The applicant must check the existing sewer system capacity that flows to Los Angeles County Sanitation District lines all the way to Aviation Blvd. A sewer flow study that reflects the anticipated additional volume must be provided to both the City and County. Any system upgrades necessary must be addressed by the owner.
   iii) The applicant must submit to the Public Works’ Engineering Division verification from the Los Angeles County Sanitation District that it has the capacity to accept the additional flow per the proposed improvements.

D. The applicant must provide an updated storm water system design. Currently, there is an existing underground storm water storage structure located in the center of the project area near Lot 18. The storage structure collects storm water from the area and allows it to filter back into the ground.

75. One Sewer Lateral and one water lateral is required to be installed per lot.

76. The applicant must obtain approval from all utility companies (West Basin, Water Division, Waste Water Division, etc.) and submit written approvals to the Public Works Department for the conversion of Campus Square West from a private street to a private driveway.

77. The applicant must provide a pedestrian sidewalk on Campus Drive and it must comply with ADA requirements.
78. The applicant is responsible for maintaining the parking striping and any vehicle tire bumpers at all times even when the City is to break into the pavement to access the underground utility lines they need to maintain or do any repairs.

79. The applicant must provide handicap accessible pedestrian walkways, with a minimum five-foot width, within the required setbacks abutting all internal private roadways. Any internal roadways dedicated to the City as public roadways may have handicap accessible pedestrian walkways within the public right-of-way instead of locating them on private property.

80. Before the City issues a Building Permit for each Project Area, the applicant must submit Final Working Drawings to the PBS Director for review and approval that shows that all handicapped, carpool, vanpool, motorcycle, and bicycle parking and other TDM and TSM physical requirements have been provided as reasonably required by the City. All TDM/TSM physical requirements required by City regulations, as may be modified by Development Agreement 01-1, must be installed before the City issues each Certificate of Occupancy.

81. Before the construction of the portion of the private internal roadway for the proposed project that would intersect Atwood Way, the applicant must secure a Caltrans Encroachment Permit to alter the Atwood Way on-ramp intersection improvements as set forth in the EIR. The alterations to the intersection of the I-105 eastbound on-ramp at Atwood Way must be in accordance with relevant Caltrans Encroachment Permit requirements and conditions and must be shown on the Final Working Drawings. The applicant is responsible for the costs of modifications to the intersection and construction of all the private internal roadways. Before the City issues a “Final Inspection Approval” of the private internal roadway improvements, the applicant must install the intersection improvements. The improvements must be reviewed and approved by the City Traffic Engineer, and PBS Director.

82. The private internal roadways must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway and private driveways with the minimum dimensions required by the Corporate Campus Specific Plan, and must comply with applicable requirements of the Americans with Disabilities Act (ADA), as well as City requirements for traffic signage, street lighting, drainage plans, and underground utility service, subject to the review and approval of the Director of Public Works. The applicant must be responsible for the design, construction, and maintenance of the private internal roadways, private driveways, and green-belts.

83. The applicant must prepare public access easements on all the internal private roadways, subject to the review and approval of the PBS Director and City Attorney to permit public use of the internal private roadways. Upon approval, such easements must be recorded with the County Recorder before the City issues a Building Permit for construction of the roadways.

84. The applicant must install off-site traffic related mitigation measures as set forth in the EIR and MMRP at the time when amount of building (floor area or vehicle trips) triggers the impact for which the mitigation measure is based, as documented in the required Traffic, Circulation, and Parking Plan.
CONDITIONS OF APPROVAL

85. Should it be necessary to alter the striping of the Nash Street off-ramp from the I-105 Freeway, the applicant must secure an Encroachment Permit from Caltrans and the City of Los Angeles, as documented in the required Traffic, Circulation, and Parking Plan.

86. Before the City issues a Building Permit for each Project Area, the applicant must submit a temporary lane closure plan for review and approval by the Director of Public Works, Fire Chief and Police Chief if lane closures will be required during construction for a particular building to insure construction vehicles, equipment and supplies do not interfere with local emergency response routes and incidences.

87. If the Nash-Douglas one-way couplet is eliminated by the City Council, and both Nash Street and Douglas Street are returned to two-way traffic by the City before the build out of the project, the applicant must bear the cost of designing and constructing needed traffic improvements on the portion of the Nash and Douglas Streets fronting the project required as the direct result of the proposed project.

88. Driveway entrances must be clearly marked, as well as different areas of the parking lot, to ensure visiting vehicles do not accidentally enter the truck staging area.

89. The applicant must coordinate construction lane closures with the Director of Public Works, Police Chief and Fire Chief.

90. Concurrent with the sale of the park site to the City, the applicant must record an Agreement for the Maintenance of Off-site Parking, approved as to form by the City Attorney, to provide 100 parking spaces for public use for the park site to be located on one or more of the Project Areas.

UTILITIES

91. The Los Angeles County Sanitation District requires a Buildover Permit for construction over its sewer easements. The applicant must demonstrate through its Grading Plans in the affected Project Areas that all alterations to final sewer easements, relocation of sewer manholes, and rights of way must be in accordance with relevant Buildover Permit(s) to allow the construction of the proposed project and other project components over the 10-foot wide sewer easement. Before the issuance of the affected Grading Permits in the affected Project Areas for the proposed project, the applicant must provide evidence to the PBS Director that the Buildover Permit(s) has been obtained or the easement has been relocated.

92. Before the City issues a Building Permit for each Project Area, the applicant must provide a Utility Plan to the PBS Director and Public Works for review and approval. The Utility Plan must demonstrate that all on-site utilities, including fiber optic utility lines from each building to the public right-of-way, are placed underground. The applicant assumes the costs for the relocation of all utilities, without limitation, light poles, electrical vaults, and fire hydrants, which are due to the proposed project. Before the City issues a Certificate of Occupancy for each Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the approved Utility Plan improvements has been installed and appropriate access provided per the approved plan.
93. Encroachment Permits must be obtained from the Engineering Division of the Public Works Department for demolition haul-off. This Permit must be obtained at the same time the permit for demolition is issued. An Encroachment Permit for grading is also required when import or export of dirt exceeds fifty cubic yards. Demolition and grading may be listed on one Encroachment Permit.

94. If new sewer laterals are required and constructed in the public right-of-way, they must be a minimum of six inches inside diameter. Material must be "vitreus clay pipe." Each lateral must have a six-inch clean-out brought to grade at the property line and securely capped. A B9 size box must be placed around the clean-out for protection. The box must have a cover emblazoned with the word "sewer." If in a traffic area, the cover must be traffic approved. All elevations of planned sewer connections must be reviewed and approved by the Director of Public Works before starting construction. Existing sewer laterals must be plugged at the sewer mainline and capped at the property line. Existing six-inch wyes may be reused if approved by the Director of Public Works. Any required sewer laterals must be installed before the City issues a Certificate of Occupancy for the building to be served.

95. No material storage is allowed in the public right-of-way except by Encroachment Permit issued by the Engineering Division of the Public Works Department. If material storage is allowed in the public right-of-way, it must be confined to parkway areas and street parking areas, as long as safe and adequate pedestrian and vehicular passage is maintained at all times as determined by the Engineering Division. Storage beyond these areas in the public right-of-way requires prior approval of the Public Works Director and is limited to a maximum period of 24 hours.

96. Before the City issues a Building Permit for each Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that proposed utility service improvements will be of a quality reasonably acceptable to the PBS Director. The developer must encourage and promote a high quality, efficient, and sustainable development through the incorporation and utilization of the best and most cost-effective electrical, natural gas, communications, sewage handling, water conservation, and solid waste disposal equipment and systems. Compliance with this measure must be verified by the PBS Director before the City issues building permits.

97. Before the City issues a Building Permit for each Project Area, the applicant must submit Street and Public Right-of-Way Improvement Plans for review and approval to the Director of Public Works and PBS Director. Said plans must include any required dedications and sidewalks in accordance with City standards necessary for the building that is the subject of the Permit. Before the City issues a Certificate of Occupancy for each building that is the subject of the Permit, the applicant must dedicate any required right-of-way and install all sidewalks in accordance with plans and specifications approved by the City. Alternatively, the applicant may submit Street and Public Right-of-Way Improvement Plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

98. If any off-site upgrades are required due to changes in the proposed peak demands in sewer services, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director that adequate sewer capacity is
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available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any sewer upgrade plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

99. If any off-site upgrades are required due to changes in the proposed peak demands in water and wastewater service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director that adequate water and wastewater capacity is available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any water and wastewater upgrade plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

100. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the appropriate additional on-site water and wastewater improvements as identified by the El Segundo Water and Wastewater Division, or an equivalent service provider, have been installed. Such additional measures must include separate services for potable and fire water systems, a separate water meter for each building, and potable system to be a combined irrigation and domestic, or separated into domestic and irrigation meters. Separate fire services with double detector check valves and backflow preventers are required. Upon competition of the site plan, the exact size and number of fire lines will be determined. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

101. If any off-site upgrades are required due to changes in the proposed peak demands for telecommunication services, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

102. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional improvements for on-site telecommunication services as identified by Pacific Bell, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Such additional improvements must include that the developer must provide the conduit trench and point of entry to the site while Pacific Bell installs the cable to the point of entry. All additional on-site improvements must be provided by the applicant. If the existing facilities serve adjacent properties, the services may require relocation. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.
103. If any off-site upgrades are required due to changes in the proposed peak demands in natural gas service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Compliance with this measure must be verified by the PBS Director before the City issues building permits. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

104. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional on-site natural gas service improvements as identified by The Gas Company, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Compliance with this measure must be verified by the PBS Director and before the issuance of the Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

105. If any off-site upgrades are required due to changes in the proposed peak demands for electrical service, a program for the implementation of the upgrades must be provided to demonstrate capacity availability within a reasonable time frame before occupancy. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that adequate facilities are available to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

106. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that any appropriate additional on-site electrical service improvements as identified by The Edison Company, or an equivalent service provider, have been installed to accommodate the building that is the subject of such Certificate of Occupancy. Alternatively, the applicant may submit any improvement plans, if required, for a Project Area or a number of buildings at one time if that group of buildings will be completed within a reasonable time period of each other.

WATER

107. Before the City issues the first building permit for each building within a Project Area, the applicant must submit Off-site Reclaimed Water Facility Plans to the PBS Director and the Director of Public Works for review and approval. Such plans must include the extension of the reclaimed water trunk line in Nash Street from the termination of the line at a separately planned extension near the intersection of Nash Street and Mariposa Avenue to the furthest applicable extension of the Project Area necessary to provide service to the Project Area. Said plans for the off-site improvements must include an approval from West Basin.
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Municipal Water District, the supplier of reclaimed water. Alternatively, such plans may be submitted for the whole project site before issuance of the first Building Permit any Project Area.

108. Before the City issues a Building Permit for each building within a Project Area, the applicant must submit Final Working Drawings that incorporate On-site Irrigation Plans to the PBS Director and the Director of Public Works for review and approval. Such plans must indicate that reclaimed water is utilized in the irrigation systems for all landscape areas and other uses, as approved by the Department of Public Works, when available from the West Basin Municipal Water District or other supplier of reclaimed water. Such plans must include the installation of a dual water line system on-site to accommodate distribution of potable water for landscaping until reclaimed water for landscaping becomes available for the Project Area. In addition to the utilization of reclaimed water for irrigation, other water conservation features such as low-flow devices and automated shut-offs must be included throughout the Project Site. Water management systems must include both water conservation and wastewater reduction features.

109. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must provide evidence to the PBS Director and the Director of Public Works that the connection with the City’s reclaimed water system has been provided, the approved water management systems and water-saving devices have been incorporated into project development, and that the water facilities have been installed per the approved plans. If the water provider is unable to make reclaimed water available before the issuance of the Certificate of Occupancy, then potable water may be utilized and the Certificate of Occupancy must be issued.

110. The applicant must install a loop water distribution system for the Project Site with service connections to each of the 12-inch water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the City issues a Building Permit for each Project Area, the applicant must submit a construction phasing plan for the water service, which must include, without limitation, how the building which is the subject of the permit will be connected to the looped water distribution system.

111. Before the City issues a Certificate of Occupancy for each building within a Project Area, the applicant must pay the applicable water meter installation fees. Compliance with this measure must be verified by the PBS Director before issuance of the Certificate of Occupancy.

112. Before the City issues a Building Permit for each building within a Project Area, the applicant must pay the applicable sewer connection fees and charges. Compliance with this measure must be verified by the PBS Director before Permit issuance.

INDEMNIFICATION

113. CDC Mar Campus, LLC agrees to indemnify and hold the City harmless from and against any claim, action, damages, costs (including, without limitation, attorney’s fees),
CONDITIONS OF APPROVAL

injuries, or liability, arising from the City’s approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. 13-01, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287). Should the City or any representative of the City be named in any suit, or should any claim be brought against it by suit or otherwise, whether the same be groundless or not, arising out of the City approval of Environmental Assessment No. EA-1021, Specific Plan Amendment No. SP 13-02, Development Agreement Amendment No. 13-01, and Subdivision No. SUB 13-05 (Vesting Tentative Map No. 72287), CDC Mar Campus, LLC agrees to defend the City (at the City’s request and with counsel satisfactory to the City) and will indemnify the City for any judgment rendered against it or any sums paid out in settlement or otherwise. For purposes of this section, “the City” includes the City of El Segundo’s elected officials, appointed officials, officers, and employees.

114. CDC Mar Campus, LLC must acknowledge receipt and acceptance of the Project Conditions by executing the acknowledgement below.

By signing this document, CDC Mar Campus, LLC certifies that it has read, understood, and agrees to the Project Conditions listed in this document.

______________________________
Richard C. Lundquist, President
CDC Mar Campus, LLC

______________________________
Leonard E. Blakeley, Jr.
Executive Vice President and Secretary
CDC Mar Campus, LLC

{If Corporation or similar entity need two officer signatures or evidence that one signature binds the company}