AGENDA
EL SEGUNDO CITY COUNCIL
COUNCIL CHAMBERS - 350 Main Street

The City Council, with certain statutory exceptions, can only take action upon properly posted and listed agenda items. Any writings or documents given to a majority of the City Council regarding any matter on this agenda that the City received after issuing the agenda packet, are available for public inspection in the City Clerk's office during normal business hours. Such Documents may also be posted on the City’s website at www.elsegundo.org and additional copies will be available at the City Council meeting.

Unless otherwise noted in the Agenda, the Public can only comment on City-related business that is within the jurisdiction of the City Council and/or items listed on the Agenda during the Public Communications portions of the Meeting. Additionally, the Public can comment on any Public Hearing item on the Agenda during the Public Hearing portion of such item. The time limit for comments is five (5) minutes per person.

Before speaking to the City Council, please come to the podium and state: Your name and residence and the organization you represent, if desired. Please respect the time limits.

Members of the Public may place items on the Agenda by submitting a Written Request to the City Clerk or City Manager's Office at least six days prior to the City Council Meeting (by 2:00 p.m. the prior Tuesday). The request must include a brief general description of the business to be transacted or discussed at the meeting. Playing of video tapes or use of visual aids may be permitted during meetings if they are submitted to the City Clerk two (2) working days prior to the meeting and they do not exceed five (5) minutes in length.

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact City Clerk, 524-2305. Notification 48 hours prior to the meeting will enable the City to make reasonable arrangements to ensure accessibility to this meeting.

REGULAR MEETING OF THE EL SEGUNDO CITY COUNCIL
TUESDAY, FEBRUARY 19, 2008 - 5:00 P.M.

Next Resolution # 4542
Next Ordinance # 1417

5:00 P.M. SESSION
CALL TO ORDER
ROLL CALL

PUBLIC COMMUNICATION – (Related to City Business Only – 5 minute limit per person, 30 minute limit total) Individuals who have received value of $50 or more to communicate to the City Council on behalf of another, and employees speaking on behalf of their employer, must so identify themselves prior to addressing the City Council. Failure to do so shall be a misdemeanor and punishable by a fine of $250.

CLOSED SESSION;
The City Council may move into a closed session pursuant to applicable law, including the Brown Act (Government Code Section §54960, et seq.) for the purposes of conferring with the City's Real Property Negotiator; and/or
conferring with the City Attorney on potential and/or existing litigation; and/or discussing matters covered under Government Code Section §54957 (Personnel); and/or conferring with the City’s Labor Negotiators; as follows:

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION (Gov’t Code §54956.9(a)) – 3- matters


CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant exposure to litigation pursuant to Government Code §54956.9(b): 2- potential case (no further public statement is required at this time); Initiation of litigation pursuant to Government Code §54956.9(c): 1- matter.

DISCUSSION OF PERSONNEL MATTERS (Gov’t Code §54957): 0- matters

CONFERENCE WITH CITY’S LABOR NEGOTIATOR (Gov’t Code §54957.6): 0- matter

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Gov’t Code §54956.8): 0- matter

SPECIAL MATTERS: 0- matter
AGENDA
EL SEGUNDO CITY COUNCIL
COUNCIL CHAMBERS - 350 Main Street

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REGULAR MEETING OF THE EL SEGUNDO CITY COUNCIL
TUESDAY, FEBRUARY 19, 2008 - 7:00 P.M.

Next Resolution # 4542
Next Ordinance # 1417

7:00 P.M. SESSION

CALL TO ORDER

INVOCATION – Pastor Roger Kinsey, Pacific Baptist Church

PLEDGE OF ALLEGIANCE – Council Member Carl Jacobson
PRESENTATIONS

a. Muscular Dystrophy Association presentation to El Segundo Firefighters for the funds raised during the Fill the Boot Campaign.

ROLL CALL

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A. PROCEDURAL MOTIONS

Consideration of a motion to read all ordinances and resolutions on the Agenda by title only.

Recommendation – Approval

B. SPECIAL ORDERS OF BUSINESS

1. Consideration and possible action to open a public hearing and receive testimony regarding 1) an Addendum to the previously Certified Final Environmental Impact Report (“EIR”) for the Plaza El Segundo project located generally near the northeast corner of Sepulveda and Rosecrans Boulevards (“Project”); 2) an amendment to the existing Development Agreement for the Project; and 3) an amendment to the existing Commercial Center (C-4) Zone development standards consistent with the proposed Amendment to the Development Agreement. The proposed Addendum, Development Agreement Amendment and the Zone Text Amendment would: allow for an increase in the Project development area from approximately 38.1 to 41.5 net acres and the maximum developable floor area from 425,000 to 448,829 square feet; allow for certain skin care uses; allow the sale of automobiles, and as an accessory use to the sale of automobiles the sale of automobile accessories, and automobile parts, not to exceed 5,000 square feet of leaseable floor area with at least 20% of the floor area devoted to the sale of retail products; modify setback requirements for environmental treatment structures, and permit LED signs for on-site advertising and art displays (the signs cannot be oriented towards public right of ways), The Project if amended would still be required to stay within the total traffic trip generation cap that was imposed on the original Project. (Fiscal Impact: None)

Recommendation – (1) Open public hearing; (2) Discussion; (3) Reading of Resolution approving Environmental Assessment No. 768 (Addendum to EIR); (4) Introduction of Ordinance for Zone Text Amendment No. 08-1 and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01); (5) Schedule second reading and adoption of Ordinance on March 4, 2008; and/or; (6) Alternatively, discuss and take other action related to this item.
C. UNFINISHED BUSINESS

2. Consideration and possible action to approve a professional services agreement with Bernards in the amount of $404,366 to provide construction management services for the replacement of Fire Station 2. (Fiscal Impact: $404,366)

Recommendation – (1) Authorize the City Manager to execute a professional services agreement with Bernards in the amount of $404,366 in a form as approved by the City Attorney; (2) Alternatively, discuss and take other action related to this item.

D. REPORTS OF COMMITTEES, COMMISSIONS AND BOARDS

3. Consideration and possible action regarding a recommendation to the City Council to approve the City’s participation in West Basin Municipal Water District’s “It’s Time To Get Serious” Conservation and Water Use Initiative. (Fiscal Impact: None)

Recommendation – (1) Concur with recommendations from the City Council Environmental Subcommittee and the Water Conservation Committee to participate in the West Basin Municipal Water District’s “It’s Time To Get Serious” Conservation and Water Use Initiative; (2) Recommend the City Council’s adoption of a resolution authorizing participation in the Initiative; (3) Alternatively, discuss and take other action related to this item.

E. CONSENT AGENDA

All items listed are to be adopted by one motion without discussion and passed unanimously. If a call for discussion of an item is made, the item(s) will be considered individually under the next heading of business.

4. Warrant Numbers 2564105 to 2564329 on Register No. 9 in the total amount of $867,897.96 and Wire Transfers from 1/25/2008 through 2/7/2008 in the total amount of $1,191,652.05.

Recommendation – Approve Warrant Demand Register and authorize staff to release. Ratify: Payroll and Employee Benefit checks; checks released early due to contracts or agreement; emergency disbursements and/or adjustments; and wire transfers.

5. Regular City Council Meeting Minutes of February 6, 2008.

Recommendation – Approval.
6. Consideration and possible action regarding the approval of a Data Transmission Network License Agreement with Equinix, Inc. to install data transmission conduits in public streets for a private data network connecting Equinix's LA3 facility (1920 E. Maple Avenue) to Equinix's LA4 facility (445 N. Douglas Street). (Fiscal Impact: $10,000.00, annual license fee)

Recommendation – (1) Approve a Data Transmission Network License Agreement with Equinix, Inc., in a form approved by the City Attorney, to install a private data network ring in public streets between 1920 E. Maple Avenue and 445 N. Douglas Street to connect Equinix’s two data center facilities; (2) Authorize the City Manager to execute the License Agreement; and (3) Alternatively, discuss and take other action related to this item.

7. Consideration and possible action regarding the approval of the examination plan for the Personnel Merit System job classification of Water Maintenance Leadworker. (Fiscal Impact: None)

Recommendation – (1) Approve the examination plan; (2) Alternatively, discuss and take other action related to this item.

8. Consideration and possible action regarding the execution of two agreements with the State of California Franchise Tax Board for the sharing of business tax information. (Fiscal Impact: None)

Recommendation – (1) Authorize the City Manager to execute and approve the Franchise Tax Board (FTB) agreements C0700162 and C0700163; (2) Alternatively discuss and take other action related to this item.

9. Consideration and possible action regarding the addition of a Principal Planner position in the Planning and Building Safety Department. (Fiscal Impact: None)

Recommendation – (1) Approve the addition of a Principal Planner position; (2) Alternatively discuss and take other action related to this item.

CALL ITEMS FROM CONSENT AGENDA

F. NEW BUSINESS

G. REPORTS – CITY MANAGER

H. REPORTS – CITY ATTORNEY
I. REPORTS – CITY CLERK

J. REPORTS – CITY TREASURER

K. REPORTS – CITY COUNCIL MEMBERS

Council Member Fisher –

Council Member Jacobson –

Council Member Boulgarides –

10. Consideration and possible action regarding the potential construction of a public restroom and lifeguard facility at El Segundo Beach just south of the Los Angeles County parking lot at the end of Grand Avenue. (Fiscal Impact: None)

Recommendation – (1) Authorize staff to negotiate with Chevron regarding the ground lease for the land needed for the restroom/lifeguard facility; (2) continue ongoing efforts with the County of Los Angeles regarding potential funding for the project; (3) Alternatively discuss and take other action related to this item.

Mayor Pro Tem Busch –

Mayor McDowell –

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MEMORIALS –
CLOSED SESSION

The City Council may move into a closed session pursuant to applicable law, including the Brown Act (Government Code Section §54960, et seq.) for the purposes of conferring with the City's Real Property Negotiator; and/or conferring with the City Attorney on potential and/or existing litigation; and/or discussing matters covered under Government Code Section §54957 (Personnel); and/or conferring with the City's Labor Negotiators.

REPORT OF ACTION TAKEN IN CLOSED SESSION (if required)

ADJOURNMENT

POSTED:

DATE: February 13, 2008

TIME: 4:10 p.m.

NAME: [Signature]
PRESENTATIONS

a. Muscular Dystrophy Association presentation to El Segundo Firefighters for the funds raised during the Fill the Boot Campaign.
EL SEGUNDO CITY COUNCIL

AGENDA ITEM STATEMENT

AGENDA HEADING: Special Orders of Business—Public Hearing

MEETING DATE: February 19, 2008

AGENDA DESCRIPTION:
Consideration and possible action to open a public hearing and receive testimony regarding 1) an Addendum to the previously Certified Final Environmental Impact Report ("EIR") for the Plaza El Segundo project located generally near the northeast corner of Sepulveda and Rosecrans Boulevards ("Project"); 2) an amendment to the existing Development Agreement for the Project; and 3) an amendment to the existing Commercial Center (C-4) Zone development standards consistent with the proposed Amendment to the Development Agreement. The proposed Addendum, Development Agreement Amendment and the Zone Text Amendment would: allow for an increase in the Project development area from approximately 38.1 to 41.5 net acres and the maximum developable floor area from 425,000 to 448,823 square feet; allow for certain skin care uses, allow the sale of automobiles, and as an accessory use to the sale of automobiles the sale of automobile accessories, and automobile parts, to exceed 5,000 square feet of leaseable floor area with at least 20% of the floor area devoted to the sale of retail products; modify setback requirements for environmental treatment structures, and permit LED signs for on-site advertising and art displays (the signs cannot be oriented towards public right of ways). The Project if amended would still be required to stay within the total traffic trip generation cap that was imposed on the original Project. (Fiscal Impact: None)

RECOMMENDED COUNCIL ACTION:
1. Open public hearing;
2. Discussion;
3. Reading of Resolution approving Environmental Assessment No. 768 (Addendum to EIR);
4. Introduction of Ordinance for Zone Text Amendment No. 08-1 and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01);
5. Schedule second reading and adoption of Ordinance on March 4, 2008; and/or;
6. Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION: (See next page...)

ATTACHED SUPPORTING DOCUMENTS:
1. Draft Resolution
   A. Findings
   B. Mitigation Measure Reporting Program (MMRP)
   C. Conditions of Approval
2. Draft Ordinance
   A. Draft Second Amendment to Development Agreement
   B. Conditions of Approval Including Mitigation Measures (MMRP)
3. Planning Commission Staff Report, dated January 24, 2008 and attachments including plans
4. Addendum to the Certified Final Environmental Impact Report (Distributed Separately—Available on the Planning Division page of El Segundo web-site at www.elsegundo.org)

FISCAL IMPACT: None
Operating Budget: N/A
Amount Requested: N/A
Account Number: N/A
Project Phase: N/A
Appropriation Required: Yes \(\times\) No

ORIGINATED BY: Gary Chicos, Director, Planning and Building Safety Department

DATE:

REVIEWED BY: Jeff Steinbueck, City Manager

DATE: 2/13/08

P:\Planning & Building Safety\PROJECTS\751-775\EA-768\CC Documents\CC 02.19.2008\Council Packet\Draft 2\Plaza 1b CC staff report.doc
On January 24, 2008, the Planning Commission held a public hearing on the proposed amendment to the Plaza El Segundo project. After receiving testimony and documentary information, the Commission adopted Resolution No. 2630, recommending City Council approve Environmental Assessment No. 768 and readopt the Statement of Overriding Considerations as required by CEQA, and approve Zone Text Amendment No. 08-01, and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01) with conditions.

I. Project Background

The Developer filed an application to amend the existing development agreement and site plan for the relatively small portion of the Plaza El Segundo Development to be located south of the Union Pacific Railroad tracks at the northeast corner of Rosecrans Avenue and Sepulveda Boulevard that has not been constructed yet but that was previously approved by the City in March 2005. The existing Development Agreement and Vesting Tentative Map permit development of a shopping center of up to 425,000 square feet on a 43.3 gross acre (38.1 net acres) portion of the 110-acre site (the “Plaza El Segundo Development” or “Project”). The Plaza El Segundo Development has only been developed on the portion of the site north of the Union Pacific Railroad (“UPRR”) tracks and south of Hughes Way. Total development constructed or under construction is 46,171 net square feet less than the 425,000 square feet of allowable development analyzed in the Certified EIR. The undeveloped portion of the project is approximately 58.6 acres and 448,829 square feet of buildable floor area and is located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue. The Developer is seeking to modify the project boundary and add approximately 3.4 acres of the original Project area to this yet to be developed area. The proposed Project modification would increase the allowable buildable square footage in the Plaza El Segundo Development by 23,829 net square feet for a total of 448,829 net square feet and would allow a maximum of 70,000 square feet of buildable floor area comprised of the 46,171 square feet that has not yet been constructed but is allowed pursuant to the original Project entitlements and the proposed addition of 23,829 net square feet. The 70,000 square feet of floor area would be developed on approximately 8.1 acres that is comprised of an existing 4.7 acre parcel located south of the “UPRR” tracks at the northeast corner of Rosecrans Avenue and Sepulveda Boulevard and the 3.4 acre parcel to the east of the 4.7 acre parcel that would be added to the existing site. The 3.4 acre parcel is a portion of a 7.6-acre property previously owned by General Chemical Corporation that was utilized for pesticides grinding and packaging, sulfuric acid production and production of liquid aluminum chloride and aluminum sulfate and is a portion of the entire 110-acre site rezoned in the Original Project and analyzed in the Certified EIR. The project as amended would still be required to stay within the total traffic trip generation cap that was imposed on the original project. The purpose of the proposed zone text amendment is to make the zoning text consistent with the proposed revisions to the development agreement.

An Addendum to the previously Certified Final Environmental Impact Report (FEIR - certified by the City of El Segundo on March 1, 2005 (Resolution No. 4415) was prepared for the Plaza El Segundo Development to evaluate potential environmental effects which may be associated with the proposed changes to the previously-approved Development. The Certified EIR was a Program/Project EIR that analyzed the environmental effects (1) of a proposed General Plan Amendment, Zone Change and a Zone Text Amendment that would effect a land use re-designation and rezoning of approximately 85.8 acres of an 110-acre area located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue (“Sepulveda/Rosecrans Site Rezoning”) that would accommodate up to 860,000 square feet of commercial development in the Commercial Center (C-4) Zone; and (2) the proposed Plaza El Segundo Development.

An EIR is a detailed informational document that analyzes a proposed project's potentially significant
environmental effects. An EIR also identifies ways to reduce environmental effects and reasonable alternatives to avoid or minimize significant environmental effects. The Addendum has been prepared under the authority of 14 Cal. Code Regs, § 15164(a) (State CEQA Guidelines) 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 State CEQA Guidelines calling for preparation of a subsequent or supplemental EIR have occurred. The purpose of the Addendum is to provide substantial evidence in the record to support the determination of the decision making body of the lead agency that none of these conditions has occurred as a result of the proposed changes in the Plaza El Segundo Development. An Addendum need not be circulated for public review but should be included or attached to the certified EIR. As described in more detail below, the proposed project includes minor amendments to the existing Development Agreement and the Commercial Center “C-4” Zone development standards relating to permitted uses, setbacks, and signs and provides new driveway access.

II. Project Description and Analysis

The project applications include:

1) **Environmental Assessment No. 758 (EA No. 768) California Environmental Quality Act (CEQA)** - An Addendum to the certified Final Environmental Impact Report is proposed for this project pursuant to the requirements of CEQA.

2) **Zone Text Amendment No. 08-01 (DA No. 08-01)** – An amendment to the Commercial Center (C-4) Zone development standards that includes: an amendment to ESMC 15-5G-2 to allow health and/or skin care uses that are limited to minor medical cosmetic procedures; an amendment to ESMC § 15-5G-6(D) to exclude environmental mitigation structures from setback requirements that are required by other regulatory agencies, (including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control) that are necessary to mitigate the presence of hazardous substances that are present in the soils on the parcel of property on which a treatment facility is located while still complying with the City’s traffic safety and building code requirements; and an amendment to ESMC § 15-5G-9 relating to light emitting diode (“LED”) signs. The C-4 Zone would be amended to allow for LED signs that are intended for on-site advertising and art displays that are not oriented towards public right of ways. A parcel would need to be at least 7.5 acres to qualify for such a LED sign.

3) **Development Agreement No. 07-03 (DA No. 07-03)** - An Amendment to the Development Agreement providing for a term of approximately eight years from the date of the amendment with a possible five year extension (Exhibit 1 – Attachment A) is proposed to allow the developer sufficient time to build the Plaza El Segundo Project Site Phase 1B portion of the project and provide the City with certain assurances regarding the uses and quality of tenants that would be located on the site. As the current Development Agreement does not expire for five years and already contains the provision for the potential one 5-year extension, the amendment actually results in an extension of the current agreement by 3 years. Additionally the amendment would include modifications to the project site boundary and an increase in the project’s allowable building square footage by 23,829 square feet; allow for two health/skin care services tenants; allow the sale of automobiles, and as an accessory use to the sale of automobiles, the sale of automobile accessories and automobile parts, not to exceed 5,000 square feet of leaseable floor area with at least 20% of the floor area devoted to the sale of retail products; and allow two light emitting diode (“LED”) signs as discussed above. It also provides for fencing and landscaping screening along the eastern boundary of Phase 1B; a $25,000 contribution to the Downtown Signage Program; and provides the City with some
assurance regarding the future construction of the extension of Park Place in the Phase 2 project area by requiring an irrevocable offer to dedicate land within the C-4 Zone to the extent such is acquired by the Developer for the extension of the Park Place right-of-way; and conditionally providing up to $2,418,000 in funding of the City's acquisition of the Honeywell, Chevron and Union Pacific Railroad Park Place properties for the roadway segments that are needed for the ultimate extension of Park Place.

The proposed 8.13-acre shopping center expansion ("Plaza El Segundo Development Phase 1B") would consist of six one- and two-story buildings, totaling 70,000 square feet with a maximum height of 65 feet at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue. Four of the commercial retail buildings will surround a large, landscaped and paved outdoor plaza that contains general seating, a temporary stage for occasional community functions, a small retail building, a media screen installed on the side of one of the two story buildings facing the interior of the plaza, a few portable retail kiosks, and a small utilitarian building that provides public restrooms, and a small property maintenance and storage facility. The proposed development would conform to all of the C-4 development standards and the architectural style would be contemporary. Approximately 394 surface parking spaces will be provided to serve the development. The two existing parcels that comprise the 8.13 acres proposed for development will be merged into one lot to accommodate the precise configuration of the proposed buildings.

The chemical production facilities of Honeywell International Inc. and General Chemical that were located on the 8.13-acre site have been demolished. Site remediation is underway and is ongoing in compliance with the mitigation measures imposed upon the Project. Construction of Plaza El Segundo Development Phase 1B is anticipated to be completed in 2009.

Additionally, the conditions of approval allowed for a daily maximum allowable trip count of 18,645 and the development currently constructed or under construction generates a total of 13,162 daily trips, which are 3,483 trips less than the maximum. The proposed increase in square footage and the proposed mix of commercial uses will keep the overall Development within the previously approved daily maximum allowable trip count of 16,645 vehicle trips. The A.M. maximum allowable trip count is 779 trips and the P.M. maximum allowable trip count is 1,477 trips. The proposed Project (as amended) would in aggregate generate 14,873 daily vehicle trips, 444 A.M. vehicle trips, and 1,454 P.M. vehicle trips. The Development Agreement permits variations in the mix of uses as long as the daily, A.M. and P.M. peak hour traffic generation is not increased above the traffic generation associated with the approved uses.

III. General Plan Consistency

The El Segundo General Plan land use designation for the proposed Plaza El Segundo Project Site Phase 1B is currently Commercial Center. This designation seeks a range of commercial uses in an integrated shopping center design, which promotes employment and diversity. The proposed project is consistent with the Goals, Objectives and Policies of the City of El Segundo General Plan discussed in greater detail in the Planning Commission staff report and as outlined in the attached Resolution.

IV. Zoning Consistency

The proposed project amendment is consistent with the site development standards in the Commercial Center "C-4" Zone as amended in the proposed Zone Text Amendment and proposed Development Agreement amendment.
V. Environmental Review

An Environmental Impact Report (EIR) was prepared for the Sepulveda/Rosecrans and Plaza El Segundo projects pursuant to the requirements of CEQA. On March 1, 2005, the City Council certified the Environmental Impact Report and adopted a Mitigation Monitoring Reporting Program pursuant to City Council Resolution No. 4415. The City Council conducted a separately noticed public hearing on the project after the completion of the response to comments and completion of the Final EIR. The City Council adopted the Reduced Traffic General Alternative. Additional detail regarding the original environmental review and certified EIR is provided in the attached Planning Commission staff report.

Structure of Certified Program/Project EIR

The Certified EIR was structured as a Program EIR and a Project EIR in one document. The Sepulveda/Rosecrans Site Rezoning was analyzed at a "program level", in accordance with the requirements of CEQA. All of the environmental conditions associated with development on the Plaza El Segundo project could be analyzed. Therefore, a "project level" review was prepared for that portion of the Sepulveda/Rosecrans Site Rezoning.

Since the final design of the project had not been developed at the time of the project review, staff included Condition No. 56 to require the submittal of a Traffic, Circulation and Parking Plan prior to the issuance of each building permit to ensure that site specific traffic issues would be fully evaluated. Since the precise mix of land uses could differ from those described above, Condition No. 31 instituted a trip cap based on trip generation identified in the Reduced Traffic Generation Alternative in the EIR. The trip cap limits the number of project generated vehicle trips for the Sepulveda/Rosecrans Site Rezoning to 25,859 per day and limits the Plaza El Segundo portion of the development to 16,845 average daily vehicle trips. This ensures that no matter the mix of commercial, restaurant and other uses permitted in the C-4 Zone that are ultimately developed on the project site, the traffic impacts would not exceed the levels evaluated in the EIR.

Cumulative Impacts

The Certified EIR concluded that the Sepulveda Rosecrans Site Rezoning and Plaza El Segundo Development would contribute to a significant cumulative impact on traffic, solid waste disposal capacity, and population and housing caused by regional growth. There were no feasible mitigation measures available to reduce the cumulative regional impact.

Adoption of Statement of Overriding Considerations

As indicated above, the Certified EIR identified significant project related traffic impacts, operational and construction related air quality impacts, and construction related noise impacts that could be mitigated to a less than significant level. In such cases, CEQA requires that the project cannot be approved unless special findings of overriding considerations can be made by the City Council.

As the Project would generate unavoidable significant impacts, a Statement of Overriding Considerations was required to be adopted by the City Council. The Statement set forth the specific reasons why the project's benefits outweigh its significant environmental impacts. Pursuant to Resolution No. 4415, the City Council adopted a Statement of Overriding Considerations on March 1, 2005 for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The Statement of Overriding Considerations must be re-adopted if the Council wants to approve the Project as amended. The Plaza El Segundo Phase 1B impacts are the same or similar to the impacts of the Plaza...
El Segundo Development and no new significant impacts or substantially more severe impacts would occur. The Addendum has been prepared because only minor technical changes are needed in the Certified EIR. Based on the consistency of the project with the General Plan as described earlier, the creation of approximately 1,904 jobs for the Plaza El Segundo Development an additional 53 jobs in Plaza El Segundo Phase 1B, the contribution to the downtown signage program (in the proposed Development Agreement amendment), and other economic and social benefits that will derive to the City, and the nature of the unavoidable impacts, staff recommends that the City Council find that the overriding benefits of the project outweigh the environmental impacts and recommend that the City Council readopt the Statement of Overriding Considerations as required by CEQA.

Addendum to the Certified Final EIR

The Addendum to the certified Final EIR analyzed the proposed amendment to the Plaza El Segundo Development project ("Plaza El Segundo Project Site Phase 1B") that would add 3.41 acres east of the existing parcel of the project at and increase the size of the original 425,000 square-foot development by 23,829 square feet for a total of 448,829. The Addendum determined that there would be no new, or substantially more severe, significant impacts than the impacts originally identified in the certified Final EIR. Specifically, the Addendum determined that the following impact categories would be the same for revised project as the Plaza El Segundo Development: aesthetics, construction impacts of air quality, operational impacts to air quality, biological resources, geology and soils, hydrology and water quality, hazards and hazardous materials, land use, operational impacts of noise, public services for fire and police, transportation and traffic, and cultural resources. The Addendum determined that the revised project’s impacts for the revised project would be similar for population, housing and employment, and for utilities (sewer, water, solid waste, natural gas, and electricity). Additionally, the addendum determined that the revised project impacts would be lower for construction noise and the same or lower for operational impacts for air quality. However, the impacts of the revised project would be significant and unavoidable for construction impacts of air quality, operational impacts of air quality, construction impacts of noise, and transportation and traffic, as analyzed in the certified EIR. The cumulative impacts for the revised project would remain the same, as analyzed in the certified EIR. Therefore, as stated above, the previously adopted Statement of Overriding Considerations must be readopted by the City Council stating the specific reasons why the revised project’s benefits outweigh its significant unavoidable environmental impacts. A full analysis is provided in the Addendum to the EIR. The approved Mitigation Monitoring and Reporting Program is proposed to be readopted and is incorporated as an attachment to the draft Resolution (Exhibit 1B).

VI. Application Findings

In order to approve the project, the City Council must take certain actions related to the environmental review, Zone Text Amendment and Development Agreement Amendment applications. The required findings for each application are discussed in detail in the attached Planning Commission staff report. Based upon our review, it is staff’s opinion that the City Council should make the required findings approving the Addendum to the previously certified Final EIR, readopt the Statement of Overriding Considerations, and approve each application as outlined in the Draft Resolution and Ordinance.

VII. Planning Commission Hearing and Public Input

The Planning Commission held its public hearing on the proposed revisions to the Plaza El Segundo project on January 24, 2008. No written comments were received from the public. The Applicant and the Applicant’s representatives presented testimony at the public hearing. No other member of the public gave testimony at the public hearing. No written comments were received from other responsible
agencies at or prior to the Commission hearing. The Commission recommended approval with a minor modification to Condition No. 21 as recommended by staff and incorporated into the attached Resolution, and with one minor modification to the proposed Zone Text Amendment to change the term “state agency” to “regulatory agency” in ESMC §15-5G-2(D) relating to setback requirements.

VIII. Conclusion

Staff recommends that the Council adopt the draft Resolution approving Environmental Assessment No. 768 with a re-adoption of the Statement of Overriding Considerations; and introduce the draft Ordinance to adopt Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01) and Zone Text Amendment No. 08-01.
RESOLUTION NO. ___

A RESOLUTION OF THE EL SEGUNDO CITY COUNCIL TO APPROVE AN ADDENDUM TO A PREVIOUSLY CERTIFIED FINAL ENVIRONMENTAL IMPACT REPORT SUBMITTED BY ROSECRANS-SEPULVEDA PARTNERS 2, LLC, PES PARTNERS, LLC, AND THE CITY OF EL SEGUNDO FOR ENVIRONMENTAL ASSESSMENT NO. 768 AND GENERAL PLAN CONSISTENCY TO DEVELOPMENT AGREEMENT NO. 07-03.

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

SECTION 1: The City Council finds and declares that:

A. On March 1, 2005, the City Council adopted Resolution No. 4415 approving Environmental Assessment No. 631 (certified EIR) with respect to General Plan Amendment Nos. 03-4 and 03-5 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Development Reduced Traffic Generation Alternative; introduced Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, and ZTA 04-1; and approved GPA Nos. 03-4 and 03-5 to re-designate and re-zone an approximately 54.9-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue to allow retail uses that includes the development of a 425,000 square-foot shopping center to be known as Plaza El Segundo;

B. On March 15, 2005, the City Council of the City of El Segundo ("City Council") adopted Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative, and Development Agreement No. 03-1 for the Plaza El Segundo Development Reduced Traffic Generation Alternative;

C. On August 7, 2007, the City of El Segundo adopted Ordinance No. 1406, which amended Development Agreement No. 03-01;

D. On July 25, 2007, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an application for an Environmental Assessment (EA-768) and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01) to develop an approximately 70,000 square-foot commercial retail project on an 8.133-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue that includes 41,171 square feet of previously approved commercial retail development on a 4.7 gross acre parcel. On January 10, 2008, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an
additional application requesting a Zone Text Amendment (ZTA No. 08-01) relating to development standards in the Commercial Center (C-4) Zone for permitted uses, setbacks, and signs. If these matters are approved, the applicant proposes to add approximately 23,829 net square feet to its previously approved shopping center development, which was approved as reflected in Recitals 1C and 1D, above;

E. The applications from Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, were reviewed by the City’s Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

F. 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);

G. An Addendum to the certified Environmental Impact Report (“EIR”) or supplemental EIR was prepared since some changes and additions to the previously certified EIR are necessary but none of the conditions require a subsequent EIR;

H. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the applications before the Planning Commission for January 24, 2008;

I. On January 24, 2008, the 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 Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC;

J. On January 24, 2008, the Planning Commission adopted Resolution No. 2630 recommending City Council approval of Environmental Assessment No. 768, Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01), and Zone Text Amendment No. 08-01;

K. On February 19, 2008 the City Council held a public hearing and considered the information provided by City staff, public testimony and Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC;
L. On February 19, 2008 the City Council introduced Ordinance No. ___ approving Development Agreement No. 07-03 and Zone Text Amendment No. 08-01;

M. This Ordinance and its findings are made based upon the testimony and evidence presented to the City Council at its February 19 2008 public hearing including, without limitation, the staff report submitted by the Planning and Building Safety Department and upon all evidence in the record of proceedings.

SECTION 2: Factual Findings. The City Council finds that the following facts exist:

A. The approximately 8.13-acre, irregularly shaped, subject property is located in the southern portion of the City of El Segundo. The site is comprised of 2 separate parcels of 3.41 acres and 4.72 acres that would be merged into one parcel. The entire subject property is roughly bounded by the Union Pacific Railroad to the north, the General Chemical and Air Products properties to the east, Rosecrans Avenue to the south, and Sepulveda Boulevard to the west.

B. The majority of the site was historically devoted to industrial chemical manufacturing facilities. Honeywell International, Inc. and General Chemical had operational facilities on the site until 2003. At that time the facilities were closed and demolished for resale and reuse. Remediation activities for on-site soil contamination has also commenced on the Honeywell International property.

C. The 8.13-acre project site ("Plaza El Segundo Project Site Phase 1B") has a Commercial Center land use designation and the zoning designation is the Commercial Center (C-4) Zone. The FAR for the Commercial Center land use designation is 0.275:1 and would permit up to 97,030 square feet of commercial shopping center development. The proposed project includes approximately 70,000 square feet of commercial shopping center development.

D. Additional environmental evaluation has been conducted in an Addendum to the certified Environmental Impact Report ("FEIR") for the proposed approximately 70,000 square foot shopping center on the 8.13 acre project site that includes the additional 3.4 acres from the Rosecrans/ Sepulveda Site Rezoning being added to the Plaza El Segundo development project.

E. The proposed Plaza El Segundo Project Site Phase 1B would be constructed on approximately 8.13 gross acres within the Sepulveda/Rosecrans Site Rezoning and would implement the new C-4 zoning on that portion of the site. The proposed Plaza El Segundo Project
Site Phase 1B would be located south of the Union Pacific Railroad tracks at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue.

F. The proposed Plaza El Segundo Project Site Phase 1B is a shopping center of approximately 70,000 square feet. It would include the addition of 23,829 square feet to the Plaza El Segundo project which is a 425,000 square-foot shopping center for a total of 448,829 square feet. The Plaza El Segundo Project Site Phase 1B shopping center would contain retail and other commercial uses which could include specialty retail, home furnishings, electronics, a spa, health and/or skin care services, apparel and accessories, sales of automobiles, automobile accessories and parts, and a variety of sit-down restaurants, and limited fast food restaurants excluding drive through restaurants.

G. The proposed shopping center of Plaza El Segundo Phase 1B would consist of several one- and two-story buildings with a maximum height of 65 feet. All development within the proposed Plaza El Segundo would conform to the C-4 development standards, as amended by the proposed Zone Text Amendment No. 08-01 and the Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01).

H. The proposed FAR for this development would be 0.20:1 based on approximately 70,000 gross square feet of development on 8.13 net acres.

I. Primary ingress and egress to the proposed addition to the Plaza El Segundo development would be provided from Sepulveda Boulevard via a driveway approximately 660 feet north of the intersection of Sepulveda Boulevard and Rosecrans Avenue and via a driveway approximately 370 feet east of the intersection of Sepulveda Boulevard and Rosecrans Avenue. An approximately 150 to 200-foot deceleration lane will be provided for the Sepulveda Boulevard driveway. An approximately 94-foot deceleration lane will be provided for the Rosecrans Avenue driveway.

J. The addition to the Plaza El Segundo development is proposed to be constructed as one phase. Construction is expected to commence in mid 2008 and to be completed in 2009.

K. An underground stormwater system would be constructed within the proposed 8.13-acre site to detain storm water runoff that would connect to the on-site detention basin in the northeast corner of the site. The proposed Plaza El Segundo Project Site Phase 1B would connect into the existing water and sewer lines.

L. Parking for the proposed 8.13 acre portion of the Plaza El Segundo development is proposed to be located in surface parking lots that will surround the proposed shopping center buildings. Based on a total of
51,670 net square feet of commercial/retail space and 17,000 net square feet of restaurant floor area, 388 parking spaces are required. The developer proposes to provide 394 parking spaces, which exceeds the City’s parking requirements.

M. An amendment to the previously approved Development Agreement for the Plaza El Segundo Project Site Phase 1B includes modifications to the project site boundary, an increase in the allowable building square footage for the Plaza El Segundo Project by 23,829 square feet; subject to the City Council’s approval of an amendment to ESMC 15-5G-2, to allow health and/or skin care services; an amendment to Section 4.1 of the Development Agreement to permit the sale of automobiles, and as an accessory use to the sale of automobiles the sale of automobile accessories and automobile parts in Plaza El Segundo Project Site Phase 1B, provided such use does not exceed 5,000 square feet of leaseable floor area and provided that automobile repair and maintenance uses shall not be permitted; subject to the City Council’s approval of an amendment to ESMC § 15-5G-9, to allow light emitting diode ("LED") signs on-site advertising and display signs; a fencing and landscaping screening requirement along the eastern boundary of Phase 1B; a $25,000 contribution to the Downtown Signage Program; an irrevocable offer to dedicate land within the C-4 Zone for the extension of the Park Place right-of-way; and conditional funding of up to $2,418,000 for the City’s acquisition of the Honeywell, Chevron and Union Pacific Railroad Park Place roadway segments for the extension of Park Place in connection with the development of Area B; conditions and requirements for the use of Park Place Extension funds for the construction of Park Place; and an amendment to Section 5.7 of the Development Agreement to provide that the term of the Development Agreement is for a period of 11 years from the date Ordinance No. 1382 became effective (April 16, 2005).

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

A. A Final Environmental Impact Report ("FEIR") for Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 (Vesting Tentative Tract No. 061630) was prepared and certified on March 1, 2005, pursuant to City Council Resolution No. 4415.

B. The City Council reviewed and considered information contained in the FEIR, and certified it on March 1, 2005 pursuant to Resolution No. 4415 and adopted a Statement of Overriding Considerations pursuant to Resolution No. 4415.
C. An Addendum to the previously certified FEIR was completed in compliance with CEQA Guidelines § 15090. Some changes or additions are necessary but none of the conditions in § 15162 calling for preparation of a subsequent EIR have occurred. No new significant effects will result from the revised project. No significant effects previously examined will be substantially more severe than shown in the previous EIR in accordance with CEQA Guidelines § 15164(a) and § 15162.

D. The Addendum is attached to the Final EIR in accordance with CEQA Guidelines § 15164 (c).

E. In accordance with CEQA Guidelines § 15164(e), the Addendum to the Final EIR includes an explanation of the decision not to prepare a subsequent or supplemental EIR pursuant to § 15162 and the explanation is supported by substantial evidence, set forth in Exhibit A, hereto.

F. In accordance with CEQA Guidelines §§ 15090 and 15164(d) the Addendum to the Final EIR reflects the City's independent judgment and analysis and has been considered prior to the Planning Commission making its recommendation on the project. The Addendum to the certified FEIR 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 the City's environmental consultant and reflected the independent judgment and analysis of the environmental impacts of the project.

G. The Planning Commission reviewed and considered information contained in the Addendum to the certified FEIR before recommending approval or denial of the project in accordance with CEQA Guidelines § 15090. Pursuant to City Environmental Guidelines, the Addendum to the FEIR was prepared, distributed, and presented for City Council approval.

H. In accordance with § 15091 of the CEQA Guidelines, the record on which the City Council'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.

I. That when considering the whole record for the Addendum to the previously certified FEIR, there is no evidence that the project will have the potential for an adverse effect on wildlife resources or the habitat on which the wildlife depends, because the project is in a built-out urban environment.
J. These findings are based on the various mitigation measures to be required in the implementation of the project as adopted in the FEIR as already having been incorporated into the Project. The City Council finds that all the mitigation measures now incorporated into the project are desirable and feasible.

K. A re-adoption of a Statement of Overriding Considerations would be required in order for the project to be approved.

SECTION 4: General Plan Consistency. The proposed project conforms with the City’s 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 sales tax revenue for the City’s General Fund.

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 for a greater variety of retail uses in the City. Therefore, these uses will meet quality of life goals by benefiting the residential and business communities with more diverse retail uses not currently available in the City.

C. Objective ED1-2 also directs diversification of the economic base “on targeted industries that meet the City’s criteria for job creation, growth potential, fiscal impact and fit with local resources.” The City’s Economic Development Advisory Council (EDAC) prepared a list of targeted industries, which was approved by the City Council. These industries are eligible for certain financial incentives because they meet the criteria described in Objective ED1-2. The retail and restaurant uses would be on the list of targeted industries that the City is recruiting in order to meet its diversification efforts. Therefore, the proposed project does meet the diversification criteria established in the General Plan, by the EDAC, and the City Council.

D. Due to the City’s tax structure, a significant portion of the fiscal benefit derived from most proposed development would be attributed to the number of employees in a new development. Fifty-two additional jobs would be generated by the development of the Plaza El Segundo Project
Site Phase 1B for a total of 1,004 jobs generated by Plaza El Segundo Phase 1. Currently there is virtually no permanent employment on the Plaza El Segundo Project Site Phase 1B. Therefore, the project meets the job creation Objective (ED1-2) in the General Plan.

E. Policies ED1-2.1 and ED1-2.2, both seek to promote land uses, which improve the City's retail and commercial tax base. The stated purpose of the Commercial Center Land Use Designation is to provide for retail and other commercial services which provide a fiscal benefit to the City. The remaining development would provide an estimated $383,837 annual marginal fiscal benefit to the City.

F. 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, a substantial new commitment of resources or infrastructure is not required. The project also proposes several roadway improvements to ensure that the project would not overburden the existing roadway infrastructure. Based on this, the proposed project is consistent with Policy ED1-2.3.

G. 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 Plaza El Segundo Project Site Phase 1B is likely to include specialty retail, home furnishings electronics, a spa, health and/or skin care services, apparel and accessories, sales of automobiles and automobile accessories and parts, and other merchandise in stores which will be able to provide a different range of products than the smaller stores in downtown.

H. Objective LU4-1 encourages high quality retail facilities in proximity to major employment centers. The Plaza El Segundo Project Site Phase 1B is adjacent to the 2,000,000 square-foot Continental Park office development, the 2,000,000 square-foot Raytheon campus and other office buildings along the Rosecrans Avenue commercial corridor. The proposed project will provide additional services to these employment centers.

I. 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.

J. Any development on the Plaza El Segundo Project Site Phase 1B 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 City of El Segundo’s Building Safety Division. The appropriate regulatory agencies, including the Regional Water Quality Control Board (LARWQCB) would be required to approve remediation of the existing soil and water contamination on the Plaza El Segundo Project Site Phase 1B. The LARWQCB determines what level of contaminants are acceptable to allow construction at the subject site (Policy LU4-1.2 and Policy LU4-1.4).

K. Any proposed development would comply with all the zoning regulations and development standards for the C-4 Zone (Policy LU4-2.1).

L. Although the Plaza El Segundo Project Site Phase 1B is not located within a quarter-mile of a Green Line Station, two are located within relatively close proximity. The Douglas/Rosecrans Station is located approximately 0.4 miles east and El Segundo/Nash Station is located approximately 0.5 miles north (Policy LU4-4.4) which will help encourage transit ridership to the project.

M. The development of the Plaza El Segundo Project Site Phase 1B would allow for the development for a blighted former industrial/chemical use area into a new shopping/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 new C-4 development standards (Objective LU5-3).

N. The Plaza El Segundo Project Site Phase 1B is only partially served by water and sewer lines. Additional facilities will be installed as development is approved on a project by project basis (Policy LU7-1.2).

O. 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 (Policy LU7-1.4).

P. All new on-site utilities required for development(s) on the Plaza El Segundo Project Site Phase 1B will be placed underground with the construction of the individual project (Policy LU7-2.3).

Q. Landscaping, in compliance with the development standards for the Commercial Center (C-4) Zone, would be required for any development on the Plaza El Segundo Project Site Phase 1B (Policy 7-2.5).

R. 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).
S. Access to development on the Plaza El Segundo Project Site Phase 1B would be provided from Sepulveda Boulevard and Rosecrans Avenue. This would allow emergency vehicle access to the site from two sides of the subject property (Policy C1-1.10).

T. The Plaza El Segundo Project Site Phase 1B will include the widening of Sepulveda Boulevard on the east side of the street to provide acceleration and deceleration lanes to serve the project. The developer will dedicate property or provide an easement for the lane widening (Policy C1-1.14).

U. A trip generation study in compliance with the adopted mitigation measures was prepared in December 2007 that analyzed the trip generation of the Plaza El Segundo Development and the trip generation for the additional proposed development of 23,829 square feet (Plaza El Segundo Project Site Phase 1B). The trip generation study determined that the number of vehicles trips for the Plaza El Segundo Development and the additional 23,829 square feet of commercial retail development would be less than the maximum number of trips allowed under the adopted Plaza El Segundo Reduced Traffic Generation Alternative Development project. The proposed Plaza El Segundo Project Site Phase 1B combined with the Plaza El Segundo Development project would generate 444 am peak period trips and 1,454 pm peak period trips and would remain below the maximum permitted number of 779 am peak period trips and 1,477 pm peak period trips.

V. Development of the Plaza El Segundo Project Site Phase 1B would include landscaping, internal walkways and other amenities (e.g., pedestrian benches, gathering places, etc) which would facilitate pedestrian movements and ensure that any future uses were accessible and visitor friendly (Policy C2-1.3).

W. Development on the Plaza El Segundo Project Site Phase 1B would incorporate sidewalks along project boundaries and any new roadways (Policy C2-1.4).

X. The Plaza El Segundo Project Site Phase 1B will have sidewalks around the project boundaries and other internal pedestrian walkways with linkages to surrounding properties and public transit stops (Policies C2-1.3, C2-1.6, and C2-3.3).

Y. In addition to the Plaza El Segundo development, the Plaza El Segundo Project Site Phase 1B will be required to provide bicycle racks and lockers that are distributed throughout the site. (Policy C2-2.2)
Z. 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.

AA. Parking would be provided on the proposed Plaza El Segundo Project Site Phase 1B in accordance with the City of El Segundo's parking requirements for the Commercial Center (C-4) Zone (Policy C3-2.1).

BB. Policy C3-1.1 requires all project-related transportation impacts to be mitigated, where feasible, by the developer. The traffic impact study identified a number of intersections in the City that would require mitigation and identified mitigation measures to address the traffic impacts. However, because two of the proposed mitigation measures are infeasible due to right-of-way constraints, not all traffic impacts can be mitigated to an insignificant level. In order for the City Council to approve the project with significant impacts, the City Council must adopt a Statement of Overriding Considerations finding that there are positive aspects of the project, that when taken as a whole, outweigh the unavoidable negative environmental impacts.

CC. The proposed project includes the development of an outdoor private recreational facility, specifically a large landscaped plaza with outdoor play equipment, a temporary stage, outdoor seating and a human chess set area 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).

DD. The construction of plumbing to accommodate the use of reclaimed water for irrigation systems, when available, and the application of the City's Water Conservation in Landscape regulations (Title 10- Chapter 2 of the ESMC), as required by mitigation measures M.2-4, M.2.5, M.2.6, M.2-10, M.2-13, and M.2-16 and Original Condition of Approval No. 8, would be consistent with and further Policies CN2-5, CN2-7, CN2-12.

EE. All development on the Plaza El Segundo Project Site Phase 1B would be 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).

FF. All development on the Plaza El Segundo Project Site Phase 1B would be required to include facilities capable of holding stormwater runoff resulting from the development. Additionally, reclaimed water would be used to the extent possible in the irrigation of the landscaping (Policy CN2-11).
GG. All development on the Plaza El Segundo Project Site Phase 1B would be required to utilize reclaimed water for landscaping to the extent feasible (Policy CN2-12).

HH. 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.

II. The project has been 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.

JJ. The implementation of transportation demand management programs, as required by Mitigation Measure L-8 (bike, rideshare matching, and transit options), and as required by Chapters 15-16 and 15-17 of the El Segundo Municipal Code 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).

KK. Approximately $407,675 in Traffic Impact Mitigation Fees must be paid to the City to offset development impacts (AQ5-1.2) related to the project. Approximately $500,000 in costs for on-site and off-site traffic mitigation will also be incurred by the developer for the Plaza El Segundo development Phase 1B project.

LL. The project will implement a number of traffic improvements, as required by mitigation measures L-13, L-14, L-15, L-16, L-17, L-18 and L-19 which will improve traffic flow (Policy AQ 7-1.1, AQ 7-2.1).

MM. Mitigation measure M.5-1 provides that the proposed project will incorporate energy conservation devices (i.e., motion-sensitive light activation switches, etc.) consistent with City (Policy AQ12-1.2).

NN. Implementation of the proposed project, subject to mitigation measures I-1, I-2, I-3, I-4, and I-5 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).

OO. The development on the proposed Project Site Phase 1B will end eighty years of 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).
PP. The developer will remediate soil and groundwater contamination under the authority of the LARWQCB (Policy PS4-1.1).

QQ. 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 K1-2, K1-5, K.1-7, and K-1.10) and the reduction of fire prone industrial facilities.

RR. As required by mitigation measures K1-3 and K.1-8, fire access roads will be provided throughout the proposed 8.131-acre project site (Policy PS6-1.2E).

SS. 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. Mitigation measures G-5 and G-6 will ensure that site contamination is remediated.

SECTION 5: Approvals.

A. The City Council adopts Findings of Facts and reads a Statement of Overriding Considerations adopted by the City Council on March 1, 2005, pursuant to Resolution No. 4415, as set forth in Exhibit "A", which are incorporated into this Resolution by reference.

B. In accordance with the requirements of Public Resources Code Section 21081(a) and 21081.6, the City Council adopts a Mitigation Monitoring and Reporting Program (MMRP) as set forth in attached Exhibit "B," which is incorporated into this Resolution by reference. The City Council hereby adopts each of the mitigation measures expressly set forth herein as conditions of approval of the project. The other project conditions of approval and compliance with applicable codes, policies, and regulations will further assure that the environmental impacts of the proposed project will not be greater than set forth in the Addendum to the previously certified FEIR and these findings.

C. Subject to the conditions listed on the attached Exhibit "C," which are incorporated into this Resolution by reference, the City Council approves an Addendum to a previously certified Final Environmental Impact Report, and approves Zone Text Amendment No. 08-01 and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01).

SECTION 6: 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 City Council in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 7: 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 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 8: 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 9: This Resolution will remain effective until superseded by a subsequent resolution.

SECTION 10: According to the El Segundo Municipal Code, a copy of this Resolution shall be mailed to Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC; and to any other person requesting a copy.

SECTION 11: This Resolution is the City Council's final decision and will become effective immediately upon adoption.

PASSED, APPROVED AND ADOPTED this 19th day of February 2008.

__________________________
Kelly McDowell, Mayor

ATTEST:

STATE OF CALIFORNIA )
COUNTY OF LOS ANGELES ) SS
CITY OF EL SEGUNDO )
I, Cindy Mortesen, 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 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 19th day of February, 2008, and the same was so passed and adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

__________________________
Cindy Mortesen, City Clerk

APPROVED AS TO FORM:

__________________________
Mark D. Hensley, City Attorney
CITY COUNCIL RESOLUTION No. _____

Exhibit A

On March 1, 2005, the City Council adopted Resolution No. 4415 approving Environmental Assessment No. 631 (certified EIR), and General Plan Amendment Nos. 03-4 and 03-5 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Development Reduced Traffic Generation Alternative;

On March 15, 2005, the City Council adopted Ordinance No. 1382 approving Zone Change Nos. 03-2 and 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative, and Development Agreement No. 03-1 for the Plaza El Segundo Development Reduced Traffic Generation Alternative;

The Certified EIR analyzed an assumed 850,000 square feet of retail uses on the approximately 110-acre Sepulveda-Rosecrans Rezoning Site ("S/R Project") and at a program level. It analyzed the impacts of a 425,000 square-foot shopping center on a 38.1 net acre portion of the 110-acre site at a project level ("Plaza El Segundo Development" or "Original Project");

On July 25, 2007, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an application for an Environmental Assessment (EA-768) and Development Agreement (DA No. 07-03) to develop an approximately 70,000 square-foot commercial retail project on an 8.13-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue that includes 41,171 square feet of previously approved commercial retail development on a 4.7 gross acre parcel. On January 10, 2008, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an additional application requesting a Zone Text Amendment (ZTA No. 08-01) relating to development standards in the Commercial Center (C-4) Zone for permitted uses, setbacks, and signs. If these matters are approved, the applicant proposes to add approximately 23,829 net square feet to the previously approved 425,000 square foot shopping center, known as Plaza El Segundo. The proposed project approvals are a "project" pursuant to California Environmental Quality Act, Public Resources Code 21000 et seq (CEQA). Therefore, an Addendum to the certified EIR has been prepared in accordance with CEQA.

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 has been prepared under the authority of Public Resources Code § 21166 and of 14 Ca. Code Regs. Section 15000 et seq. (the State CEQA Guidelines) at Section 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 Section 15182 of the State CEQA Guidelines calling for preparation of a subsequent EIR have occurred. Section 15162 of the State CEQA Guidelines states that no subsequent EIR shall 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. FINDINGS REGARDING THE POTENTIAL ENVIRONMENTAL EFFECTS OF THE PROJECT MODIFICATIONS WHEN COMPARED TO EFFECTS ANALYZED IN THE CERTIFIED EIR.

A. Aesthetics

The Revised Project would add additional development to an already developed urban area. The height and massing of the Revised Project would be similar to that of the Original Project, as well as the surrounding commercial, industrial, and office uses and would have the same aesthetic impacts as the Original Project. The Revised Project would include the same sources and levels of new lighting as would occur under the Original Project, as the uses and site configuration would be similar to the Original Project. The Revised Project would add light sources and lighted signage within an area characterized by existing high levels of nighttime lighting in the area, same as the Original Project. New signs that would be permitted under the proposed Zone Text Amendment may be visible from Rosecrans Avenue and Sepulveda Boulevard, but would not be prominent because they would be required to be oriented primarily to face within the shopping center area and would be limited in size to 30 feet by 60 feet. The distance of sensitive receptors from the site would be the same as under the Original Project. The new signs would not likely be visible from the residential areas located southwest of the project site because of the orientation and size of the permitted displays, along with intervening development and grade changes between the project site and the nearby residential area. The mitigation measures identified in the Certified EIR would continue to be applicable to the Revised Project. (Addendum page 8) The certified EIR found Aesthetic Impacts of the Sepulveda-Rosecrans Site Rezoning and Original Projects to be less than significant. The Revised Project would cause no new significant impacts.
B. **Air Quality**

Construction of new development associated with the Revised Project would exceed the SCAQMD significance threshold for NO\textsubscript{x} (see Table 2 on Page 10 of the Addendum). However, the Certified EIR identified that construction activities associated with the Plaza El Segundo Development and the S/R Project would exceed the SCAQMD threshold for NO\textsubscript{x} emissions and maximum NO\textsubscript{x} emissions under the Revised Project (111.0 pounds per day) would be lower than projected for the Original Project (456.61 pounds per day) and within the range of emissions projected and analyzed for the S/R Project. As such, NO\textsubscript{x} emissions associated with the Revised Project would not represent a new significant impact or substantial increase in the severity of a previously identified impact. The same mitigation measures that were identified for the Original Project with respect to construction emissions would be applicable to the Revised Project. Construction emissions associated with the Revised Project would be below the SCAQMD threshold for the remaining criteria pollutants (CO, PM\textsubscript{10}, PM\textsubscript{2.5}, SO\textsubscript{x}, and ROG) and would be less than significant. For the Original Project, the certified EIR found construction emissions for ROG be significant; for the S/R Project construction emissions of CO, PM10 and ROG exceeded SCAQMD thresholds of significance. Construction emissions of the Revised Project would also be below the Localized Significance Thresholds (LST) established by the SCAQMD. The SCAQMD’s LST methodology, which had not been established when the previous EIR was certified in February, 2005, is used to determine whether the construction emissions of a project would cause or contribute to adverse localized air quality impacts on the surrounding land uses. The thresholds shown in Table 2 on Page 10 of the Addendum under the row titled “SCAQMD Localized Significance Thresholds” represent the maximum emissions levels that can occur for each criteria pollutant without causing an exceedance of the applicable air quality standard and therefore adversely affecting adjacent sensitive uses. Additionally, the projected emissions of the Revised Project would not exceed any of the SCAQMD LSTs (Table 2 on Addendum Page 10). Thus impacts of the Revised Project related to local air quality during construction would be less than significant. (Addendum Pages 8-10)

Operational air quality impacts of the Revised Project would be similar to or less than the impacts of the Original Project due to the fact that the Revised Project would not exceed the number of daily car trips used in the air quality analysis for the Original Project. Thus, even though daily regional emissions of CO, ROG, NO\textsubscript{x} and PM10 could exceed the SCAQMD significance threshold under the Revised Project, this impact would not represent a new significant impact or substantial increase in the severity of a previously identified impact. Since the peak hour trip generation under the Revised Project would not exceed the peak hour trip generation limits of the Original Project, local concentrations of CO would not exceed the maximum allowable concentrations under the Revised Project, same as the Original Project. (Addendum page 10)

C. **Biological Resources**

The Certified EIR determined that the S/R Project would have less than significant impacts but that the Original Project potentially impacted 0.30 acres of wetlands. The Revised Project proposes to add approximately 3.4 acres to the Original Project site. These 3.4 acres are presently part of the Sepulveda/Rosecrans Rezoning Site. The 0.30 acres of potential wetland habitat
are not located within this 3.4 acre area; rather the potential wetland habitat area was within the portion of the Plaza El Segundo Development that has been constructed or is under construction. Therefore, the mitigation measure related to wetlands would not be applicable to the Revised Project. With respect to the bird species identified as being potentially present within the Sepulveda/Rosecrans Rezoning Site, site-specific focused surveys were performed by Dudek & Associates for the remainder of the Sepulveda/Rosecrans Rezoning Site in June, 2006 (see Appendix B of the Addendum). During this survey, the proposed 3.4 acre area that would be added to the Plaza El Segundo Development under the Revised Project was fenced off and not accessible for survey; however, the area was completely paved and void of any vegetation or biological resources. Therefore, the Revised Project would cause no new or substantially more severe significant impacts.

D. Geology and Soils

The Revised Project would add approximately 3.4 acres to the Plaza El Segundo Development. These 3.4 acres are located within the Sepulveda/Rosecrans Rezoning Site addressed in the Certified EIR. As such, the Revised Project would be subject to the same conditions related to soil conditions and potential seismic activity analyzed in the certified EIR. Consequently, impacts of the Revised Project with respect to surface fault rupture; seismicity and ground shaking; liquefaction and seismic settlement; slope stability; subsidence; expansive soils; landform alteration; building foundations; or grading would be less than significant, as determined in the certified EIR with respect to both the Original and S/R Projects. The additional 3.4 acres do not include any unlined natural depressions. However, grading activity associated with the Revised Project could result in wind-borne erosion, identified in the certified EIR as potentially significant before mitigation. The same mitigation measure that was applicable to the Original Project would be applicable to the Revised Project and would reduce impacts to less than significant levels. Thus, the Revised Project would not result in a new significant impact or substantial increase in the severity of a previously identified impact with respect to wind-borne erosion.

The Revised Project would add 3.4 acres to the Plaza El Segundo Development which could experience conditions related to methane gas, identified in the certified EIR as potentially significant with respect to the S/R Project and less than significant as to the Original Project. Methane gas soil sampling was undertaken on the 3.4 acre area (see Appendix C of the Addendum). Twelve soil gas samples were collected from six locations within the 3.4 acre area and analyzed for methane per United States Environmental Protection Agency Method 8015M. Methane was not detected at or above the reporting limit of 10 parts per million by volume (ppmv) in any of the samples analyzed. The samples were also below the 1,000 ppmv threshold for additional sampling and further investigation1. Therefore, no additional sampling of soil gas for methane was warranted and impacts of the Revised Project with respect to methane would be less than significant.
E. Hydrology and Water Quality

The certified EIR determined that, with mitigation, both the S/R and Original Projects would have a less than significant impact on Hydrology and Water Quality. The Revised Project would have similar storm water runoff quality during construction as the Original Project. Similar types of construction activities would be involved in the construction of the Revised Project. Additionally, the Revised Project would be required to comply with the requirements set forth in the County-wide General Construction Activity Storm Water Permit. The Hydrology Study in Appendix D of the Addendum documents demonstrates that, under the Revised Project, the site would be designed to drain through a proposed storm drain system into an on-site detention basin in the northeast corner of the site. Storm runoff discharging from the detention basin would be restricted to a discharge rate equal to or less than the discharge from the existing site. This would ensure that there is no net increase in the runoff rate of flows to the adjacent General Chemical property to the east. Based upon the hydrology calculations in the Hydrology Report, it was determined that the Revised Project site can be protected from flooding through the use of on-site storm drains in conjunction with an on-site detention basin. Furthermore, similar to the Original Project, the Revised Project would be subject to the same requirements set forth in the Standard Urban Storm Water Mitigation Plan for Los Angeles County and Cities in Los Angeles County. The mitigation measures identified in the Certified EIR would be applicable to the Revised Project. Thus, the Revised Project would not result in a new significant impact or a substantial increase in the severity of a previously identified significant impact.

F. Hazards and Hazardous Materials

The certified EIR concluded that, with mitigation, the impacts of both the S/R and Original Projects would be less than significant. The Revised Project would add approximately 3.4 acres to the Plaza El Segundo Development. This 3.4 acre addition is part of a 7.6 acre property previously owned by General Chemical Corporation (GCC) that was utilized for various industrial operations including pesticides grinding and packaging, sulfuric acid production and production of liquid aluminum chloride and aluminum sulfate. Specifically, previous facilities located on or adjacent to the 3.4 acre addition included: Nitric Warehouse; Photochemical and Hypo Plant; Cooling Tower and Substation; Calcium and Ammonium Polysulfide Manufacturing; and Aluminum Chloride Production. Operations on the 3.4 acre site had ceased by 1989 and the buildings were removed in 2002-2003.

Based on the previous use of the site, several site investigations have been conducted on the 7.6 acre GCC property, including the 3.4 acre site proposed to be added to the Plaza El Segundo Development.

A Site Characterization Work Plan was submitted to the Regional Water Quality Control Board – Los Angeles Region (LARWQCB) in 2004. The work plan was modified as described in the Site Characterization Work Plan Addendum submitted in May 2005. Site characterization work was initiated in August 2005 by Meredith & Associates (MAI). MAI installed 81 soil borings and collected analyzed 195 soil samples over the entire 7.6 acre GCC site. Results were
submitted to LARWQCB in October 2005. Based on this investigation, the primary chemicals in soil at concentrations exceeding regulatory screening criteria were organochlorine pesticides. Total petroleum hydrocarbons (TPH), polyaromatic hydrocarbons (PAHs) and metals were also observed at concentrations in excess of conservative screening criteria.

A Soil Vapor Survey Work Plan was submitted by Jacobson Engineering to LARWQCB on behalf of GCC in November, 2005. GCC retained Hydro-Geo Spectrum to conduct the shallow soil gas survey in December, 2005. A total of 74 soil gas samples were collected at 38 separate locations on the 7.6 acre GCC site. The most widely detected chemicals were: trichloroethylene (TCE); Freon-113, 1,2 dichloroethene (1,2-DCE), Freon-11, chloroform, tetrachloroethylene (PCE). Additional volatile organic compounds (VOCs) were detected but not as widely as those listed above. The results of this survey were reported to LARWQCB in January, 2006.

GCC retained MAI to obtain samples from selected wells during two of the routine quarterly groundwater sampling rounds performed by CH2M-Hill on the GCC site and the adjacent Honeywell property. MAI obtained samples from CH2M-Hill field staff in November 2005 and May 2006 for analysis of chemicals of concern relevant to the GCC site. Gamma hexachloroethylene (BHC), also known as Lindane, was reported to be the only chemical detected in groundwater exceeding maximum contaminant levels (MCLs). These results were reported to LARWQCB in August, 2006.

A comprehensive analysis addressing previous work performed on the GCC site, along with additional testing across the 7.6 acre GCC site, was prepared by Environmental Resources Management (ERM) in December, 2006 (see Addendum E of the Addendum). Based on physical characteristics of the site related to surface cover and reported fill thickness, ERM divided the GCC site into three zones:

- **Zone Alpha** – covered with asphalt and/or concrete and having a relatively thin (2 to 10 feet) layer of fill material.

- **Zone Beta** – partially covered with variable fill thickness (5 to 16 feet); and

- **Zone Gamma** – mostly uncovered with a relatively thick (10 to 19 feet) layer of fill.

The approximately 3.4 acre area proposed to be included in the Plaza El Segundo Development under the Revised Project primarily includes Zone Alpha, a with small area of Zone Beta (see Figure 3, page 16 of the Addendum). ERM’s scope included:

- Installation of three multi-depth soil vapor probes to depths of 40, 60 and 70 feet below ground surface (bgs) within the western area of the GCC site;

- Driving of 19 cone penetrometer test points across the GCC site;
• Drilling and soil sampling at 132 locations using a combination of direct-push and hollow-stem auger rigs;

• Collection of grab soil samples at 12 locations (11 surface and one stockpile);

• Collection of concrete samples at 3 locations.

In total, ERM analyzed 465 soil samples, 15 soil vapor samples and three concrete samples. This analysis yielded the following results:

• Volatile organic compounds (primarily trichloroethene and 1,2 dichloroethene) are present in subsurface vapors at concentrations that exceed conservative screening criteria for indoor air. Based on the lateral and vertical distribution of these compounds in soil gas (on and off site), and the lack of on-site soil sources based on available data, it appears that the source of these compounds is associated with nearby, documented off-site sources associated with the former Honeywell Southwest Corner Lot Parcel and Unlined Natural Depression (UND) 4.

• Based on a comparison of soil data to conservative screening criteria and an evaluation of the prevalence and magnitude of detected compounds, the following chemicals of potential concern (COPCs) have been identified within the 3.4 acre area proposed to be added to the Plaza El Segundo Development:

  ➢ Organochlorine Pesticides – 4,4 dichlorodiphenyldichloroethane (DDD); 4,4 dichlorodiphenyldichloroethylene (DDE); 4,4 dichlorodiphenyltrichloroethene (DDT); Alpha-hexachlorocyclohexane(BHC), Beta-BHC and Gamma-BHC (Lindane). Concentrations above screening criteria were detected at the indicated number of locations within the proposed 3.4 acre addition area: DDD (1 location); DDE (3); DDT (14); Alpha-BHC (8); Beta-BHC (2) (see Figures 13 through 16 in Appendix E to this Addendum).

  ➢ Total petroleum hydrocarbons – Diesel range;

  ➢ Polyaromatic hydrocarbons – Benzo(a)anthracene; benzo(a)pyrene; benzo(b)fluoranthene; benzo(k)fluoranthene and dibenz(a)anthracene.

  ➢ Metals – arsenic, lead and chromium. Concentrations above screening criteria were detected at the indicated number of locations within the proposed 3.4 acre addition area: arsenic (1); lead (2); chromium (8) (see Figures 17 and 18 in Appendix E of the Addendum).
The chemicals detected within the proposed 3.4 acre addition area are the same as those detected and remediated on the remainder of the Original Project site. The findings of the site characterizations for the 3.4 acre proposed addition to the Plaza El Segundo Development would not represent a new significant impact or substantial increase in the severity of a previously identified impact. Additional studies are planned for the proposed 3.4 acre addition to evaluate the site-specific risks associated with the observed chemical presence based on future property use and potential impacts of soil conditions on groundwater. These studies include the development of an infiltration model based on site-specific physical soil data and development of a site-specific human health risk assessment. In addition, new groundwater data collected during future monitoring events both up- and down-gradient of the site will be incorporated into the analysis.

The mitigation measures identified in the Certified EIR would be applicable to the Revised Project. These measures would require the completion of the studies identified above, along with any other required remediation activities, and approval by LARWQCB or other cognizant regulatory agency, prior to issuance of grading permits for the Revised Project. As such, impacts of the Revised Project would be the same as the Original and S/R Projects with respect to site contamination.

The proposed Zone Text Amendment that is included in the Revised Project and that would exclude environmental mitigation structures required by regulatory agencies from setback requirements would facilitate the installation of required groundwater remediation facilities within the project site. Therefore, impacts of the Revised Project with respect to long term groundwater remediation activities would be the same as analyzed for the Original and S/R Projects.

G. Land Use

The Revised Project includes the same land uses analyzed in the Certified EIR and would be consistent with the requirements of the C-4 zoning designation, with the approval of the proposed Zone Text Amendments. With respect to land use, the proposed Zone Text Amendments would permit an additional land use (health and/or skin care services) and additional signage (two LED signs). The additional permitted land use would be consistent with and complementary to the other retail and commercial land uses allowed within the C-4 zone and would be compatible with the other shopping center and retail and restaurant uses already constructed within the project site. The proposed signage would be oriented primarily within the already constructed uses and would be designed to serve shopping center patrons. Thus the proposed changes to permitted signage would be compatible with existing land uses. Additionally, the proposed Zone Text Amendment addresses the location of environmental mitigation structures which would have a beneficial effect on long term groundwater remediation activities on the project site. Thus, the Revised Project would have impacts similar to the Original Project, and not greater than those analyzed for the S/R Project, with respect to land use compatibility, zoning, and land use policies and regulations. The Revised Project would be consistent with the applicable land use policies and regulations set forth in the Regional Comprehensive Plan and Guide as well as the City of El Segundo General Plan.
H. **Noise**

The Revised Project would involve similar construction activities as would occur under the Original Project. Construction noise impacts of the Original Project were found to be significant and unavoidable at one location (FedEx facility), and at the FedEx and Pacific Theater facilities for the S/R Project. Because construction activity associated with the Revised Project would take place at a greater distance from the FedEx and Pacific Theater facilities than the construction activities associated with the Original Project, and as analyzed for the S/R Project, construction noise impacts associated with the Revised Project would be lower than construction noise impacts of the Original and S/R Projects with respect to those locations. The construction noise analysis in the Certified EIR took construction activity on the portion of the Plaza El Segundo Development located south of the UPRR tracks into account and concluded that impacts on the nearest sensitive receptor (Oak Avenue residential) would be less than significant after mitigation. The same mitigation measures identified for the Original Project would be applicable to the Revised Project. Therefore, construction noise impacts of the Revised Project would be the same as the Original Project and not greater than the impacts of the S/R Project.

The certified EIR found that impacts caused by parking lots and loading docks were less than significant for both the Original and S/R Projects. Noise associated with parking lot and loading activities under the Revised Project would be the same as the Original Project. Traffic noise impacts of the Revised Project would be similar to or less than the Original Project since peak hour trip generation under the Revised Project would not exceed the peak hour trip generation of the Original Project and would therefore fall in the projections analyzed in the certified EIR for both projects.

I. **Population, Housing and Employment**

The Revised Project would result in additional commercial square footage within the Plaza El Segundo Development but not in the S/R Project. The uses with the proposed Revised Project are similar to that of the Original and S/R Projects; however, total square footage under the Revised Project would increase by 23,829 square feet compared to the Original Project, but within the 1,904 employees projected to the S/R Project. As the Revised Project does not include a residential component, no project-related impacts to population and housing would occur. The additional square footage under the Revised Project would generate approximately 53 additional employees (23,829 square feet x 2.24 employees/1,000 square feet) compared to the Original Project, but within the 1,904 employees project for the S/R Project. The Certified EIR concluded that the Original Project would generate approximately 952 jobs, which would be within the SCAG employment growth forecast for the City of El Segundo of 13,915 jobs between 2000 and 2010. The additional 53 jobs under the Revised Project would remain within this forecast. Therefore, impacts of the Revised Project with respect to population, housing, and employment would be similar to the Original Project and within the range analyzed in the certified EIR for the S/R Project.

The Certified EIR identified a significant cumulative impact on population growth and housing demand, based on the disparity between the number of projected
housing units and estimated job growth in the South Bay Cities Subregion. The Certified EIR concluded that the Original Project and S/R Project would not contribute substantially to this impact because potential job growth associated with the Original Project would not result in substantial relocation and addition of permanent residents. The additional 53 jobs that would be associated with the Revised Project would be of the same nature as the jobs generated by the Original Project and S/R Project and would similarly not be expected to result in relocation and population growth in the South Bay Cities Subregion. Therefore the impact of the Revised Project with respect to cumulative subregional population growth and housing demand would be the same as the Original Project and S/R Project.

J. Public Services

The Revised Project would add approximately 3.4 acres to the Plaza El Segundo Development and would increase square footage of development. As such, the Revised Project would generate increased demand for fire protection services compared to the Original Project. However, the increased demand associated with the Revised Project would not exceed the level of demand for the Sepulveda/Rosecrans Site Rezoning, for which the Certified EIR concluded that impacts on fire protection services would be less than significant. Moreover, the additional land use that would be permitted under the proposed Zone Text Amendment (health and/or skin care services) would be similar to the commercial, retail and restaurant uses presently permitted under the C-4 zone. The additional use permitted under the Zone Text Amendment would not represent a use that would require fire protection services beyond those already contemplated to serve the uses that are currently allowed. A Water Line/Fire Flow Report was prepared by Development Resource Consultants and can be found in Appendix F of this Addendum. The report found that the project site has adequate fire flow for the development that would occur under the Revised Project. Furthermore, the project site is less than one mile from Fire Station #2 and all buildings will have automatic fire sprinklers installed for additional fire safety. The same conditions imposed on the Original Project by the City would apply to the Revised Project. Therefore, the Revised Project would not represent a new significant impact or increase in severity of a previously identified impact with respect to fire protection services.

The Revised Project would add approximately 3.4 acres to the Plaza El Segundo Development and would increase square footage of development. As such, the Revised Project would generate increased demand for police protection services compared to the Original Project. However, the increased demand associated with the Revised Project would not exceed the level of demand for the Sepulveda/Rosecrans Site Rezoning, for which the Certified EIR concluded that impacts on police protection services would be less than significant. Moreover, the additional land use that would be permitted under the proposed Zone Text Amendment (health and/or skin care services) would be similar to the commercial, retail and restaurant uses presently permitted under the C-4 zone. The additional use permitted under the Zone Text Amendment would not represent a use that would require police protection services beyond those already contemplated to serve the uses that are currently allowed. The same conditions imposed on the Original Project by the City would apply to the Revised Project. Therefore, the Revised Project would not represent a new significant
impact or increase in severity of a previously identified impact with respect to police protection services.

K. Transportation and Traffic

The Revised Project would add approximately 3.4 acres to the Plaza El Segundo Development and would increase total square footage of development by 23,829 square feet compared to the Original Project. An analysis of the total traffic generation associated with the Revised Project was undertaken (see Appendix G of the Addendum). The Trip Generation Comparison in Table 3 on Page 22 of the Addendum shows that the development of the Revised Project would not exceed the maximum allowable traffic trip counts analyzed in the Certified EIR and contained in the approved Development Agreement and conditions of approval for the Original Project. Since the trip counts would not be exceeded, impacts related to traffic and transportation under the Revised Project would be the same as or less than impacts from the Original Project. Impacts of the Revised Project with respect to traffic would not represent a new significant or substantial increase in the severity of a previously identified impact.

The Revised Project proposes to provide access to the southern 8.1 acres of the Plaza El Segundo Development, including the 3.4 acre addition, via driveways located on northbound Sepulveda Boulevard and westbound Rosecrans Avenue. The Sepulveda Boulevard driveway would allow right turns in and out only. The Rosecrans Avenue driveway would allow westbound right turns and eastbound left turns into the site and right turns only out of the site. To ensure that the modified access pattern would not affect adjacent intersections, a level of service analysis was conducted at three intersections to evaluate shifts in traffic that would vary from those evaluated in the Certified EIR. Table 4 on Page 22 of the Addendum shows the comparable level of service at the study intersections under the Original Project and the Revised Project. The analysis shows that proposed driveway access under the Revised Project would not affect the level of service at intersections located adjacent to the Plaza El Segundo Development under the Revised Project.

In addition, a queueing analysis was conducted for both of the proposed driveway locations to assess the adequacy of turn lane storage space at each entrance. Table 4 in Appendix G to this Addendum provides delay in seconds per vehicle and a summary of storage spaces required for the turn lanes at each driveway entrance. Storage requirements range from 0 to 44 feet, while storage capacity within the project driveways ranges from 22 to 132 feet, with additional storage provided within the parking areas. The analysis shows that the project turn lanes provide adequate storage for vehicles entering and exiting the Plaza El Segundo Development under the Revised Project.

The Certified EIR concluded that traffic associated with the Original Project would result in cumulatively considerable impacts to a number of intersections surrounding the project area. The intersections listed below would be significantly impacted at the specified peak hour:

- Rosecrans Avenue and Hindry Avenue, p.m. peak hour

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• Rosecrans Avenue and I-405 SB Off-ramp, a.m. and p.m. peak hour

• Marine Avenue and Sepulveda Boulevard, a.m. and p.m. peak hour

• Marine Avenue and Aviation Boulevard, a.m. and p.m. peak hour

• Manhattan Beach Boulevard and Sepulveda Boulevard, a.m. and p.m. peak hour

• Manhattan Beach Boulevard and Aviation Boulevard, a.m. and p.m. peak hour

While the Original Project was identified as contributing to cumulative impacts in the aforementioned areas, the Revised Project would not further exacerbate these cumulative impacts. As discussed above, traffic generation of the Revised Project would be equal to or less than the Original Project with respect to daily, a.m. peak, p.m. peak and Saturday mid-day trips. Therefore the contribution of the Revised Project to cumulative traffic effects would be the same as or less than the Original Project.

L. Utilities

The Revised Project would generate increased demand for utilities (sewer, water, solid waste, electricity, natural gas) that would be within the capacity of the existing and proposed utilities. According to the Sewer Area Study by Development Resources Consultants (see Appendix H to this Addendum), the proposed 8-inch PVC sewer main and the existing 12-inch VCP sewer main would adequately serve the proposed developments and the addition of the 8-inch PVC sewer main would not negatively impact the existing capacity of the overall sewer system maintained by the City of El Segundo. Impacts of the Revised Project with respect to water infrastructure and service would be within the parameters used to develop the water supply assessment for the EIR's Sepulveda/Rosecrans Site Rezoning. The additional land use that would be permitted under the proposed Zone Text Amendment (health and/or skin care services) would be similar to the commercial, retail and restaurant uses presently permitted under the C-4 zone. The additional use permitted under the Zone Text Amendment would not represent a use that would result in water consumption greater than the uses that are currently allowed under the C-4 zone. Additionally, impacts of the Revised Project with respect to solid waste, natural gas, and electricity would be within the parameters analyzed for the Sepulveda/Rosecrans Site Rezoning and the proposed additional permitted use would have generation and consumption characteristics similar to the uses that are currently allowed under the C-4 zone. The certified EIR determined that with mitigation impacts of the S/R and Original Projects would be less than significant for all of the foregoing impacts. The same mitigation measures applicable to the utilities in the Certified EIR would be applicable to the Revised Project, so there would be no new or substantially more severe significant impacts.

The Certified EIR concluded that cumulatively considerable impacts with respect to solid waste would occur with implementation of the S/R and Original Projects
and related projects because precise solutions to meeting the need for landfill capacity are not known. While the Revised Project would result in a small increase in solid waste generation compared to the Original Project, this increase would not exceed the solid waste generation analyzed for the S/R Project nor be sufficient to modify or accelerate the ongoing need to achieve long-term solutions to regional solid waste disposal needs. Therefore the Revised Project would not contribute to any new or substantially more severe cumulative impacts.

M. Cultural Resources

The certified EIR identified one historic resource or the S/R site and no other cultural resources on either the Original or S/R sites. The identified cultural resource is not located within this 3.4 acre area to be added to the Plaza El Segundo Development. Impacts of the Revised Project with respect to cultural resources would be the same as the Original Project. The same mitigation measure identified in the Certified EIR would be applicable to the Revised Project in the event that unknown archaeological or paleontological resources are encountered.

III. STATEMENT OF OVERRIDE CONSIDERATIONS

The Statement of Overriding Considerations adopted by the City Council on March 1, 2005, pursuant to Resolution No. 4415 is hereby incorporated by reference. The Statement of Overriding Considerations remains accurate and applicable to the proposed approvals. All EIR mitigation measures will remain in effect.

IV. COMPLIANCE WITH CEQA

The City Council hereby finds that none of the conditions identified by Public Resources Code Section 21166 and State CEQA Guidelines Section 15162 have occurred 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 but not limited to, the recommendation of the Planning Commission and all written and oral testimony presented.
IX. MITIGATION MONITORING AND REPORTING PROGRAM

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 Planning and Building Safety Department for the City of El Segundo is the Lead Agency for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development.

An 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 requirements for subsequent environmental documentation and mitigation measures identified for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Reduced Traffic Generation Alternative Development. 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 subsequent environmental documentation and mitigation measures are listed separately and categorized by impact area, with an accompanying identification of the following:

- Monitoring Phase, the phase of the project during which the mitigation measure must 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

\[1\] In addition to mitigation measures, requirements for the preparation of subsequent environmental analysis and documentation are identified in the EIR. These requirements are intended to provide guidance for environmental review of future projects that would implement the Sepulveda/Rosecrans Site Rezoning, using the Program EIR. Because these requirements would also work to mitigate or avoid significant effects on the environment in accordance with PRC Section 21081.6, they have been included in this MMRP.
• The Monitoring Agency, the agency to which reports involving feasibility, compliance, implementation and development are made.

The MMRP performance must be monitored annually to determine the effectiveness of the measures implemented in any given year and re-evaluate the mitigation needs for the upcoming year.

I. AESTHETICS

Subsequent Environmental Documentation

No subsequent environmental documentation is required for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development.

Mitigation Measures

**Sepulveda/Rosecrans Site Rezoning**

Impacts related to visual character and light and glare would be less than significant under the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. No mitigation measures are required. However, the following measures are recommended as Conditions of Approval to ensure that potential impacts from glare are less than significant.

B-1 Expansive areas of highly reflective materials, such as mirrored glass, must not be permitted. Non-reflective building materials must be used to the maximum extent possible to reduce potential glare impacts.

- **Monitoring Phase:** Pre-construction; Construction
- **Implementation Party:** Applicant
- **Enforcement Agency:** Planning and Building Safety Department
- **Monitoring Agency:** Planning and Building Safety Department

B-2 Lighting must be designed to minimize off-site glare.

- **Monitoring Phase:** Pre-construction; Construction
- **Implementation Party:** Applicant
- **Enforcement Agency:** Planning and Building Safety Department
- **Monitoring Agency:** Planning and Building Safety Department

**Plaza El Segundo Development**

Impacts related to visual character and light and glare would be less than significant under the Plaza El Segundo Development. No mitigation measures are required. However, the following measures are recommended as Conditions of Approval to ensure that potential impacts from glare are less than significant.
B-3 Expansive areas of highly reflective materials, such as mirrored glass, must not be permitted. Non-reflective building materials must be used to the maximum extent possible to reduce potential glare impacts.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning and Building Safety Department
Monitoring Agency: Planning and Building Safety Department

B-4 Lighting must be designed to minimize off-site glare.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning and Building Safety Department
Monitoring Agency: Planning and Building Safety Department

II. AIR QUALITY

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any future development project proposed within the Sepulveda/Rosecrans Rezoning Site to identify emissions associated with construction of that specific development. The subsequent environmental documentation must address the following:

C-1 Prior to implementation of specific development projects, impacts associated with construction emissions must be examined in light of this Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. This examination must provide quantified estimates of construction emissions based upon the specific site, schedule and construction equipment utilization characteristics of the proposed development and compare the estimated emissions to the SCAQMD thresholds for construction emissions. The analysis must incorporate the mitigation measures identified below as appropriate, along with any other mitigation measures identified by the project-specific analysis.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

C-1 Prior to implementation of specific development projects, impacts associated with construction emissions must be examined. This examination must provide quantified estimates of construction emissions based upon the specific site, schedule and construction equipment utilization characteristics of the proposed development and compare the estimated emissions to the SCAQMD thresholds for construction emissions.
The analysis must incorporate the mitigation measures identified below as appropriate, along with any other mitigation measures identified by the project-specific analysis.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning and Building Safety Department  
**Monitoring Agency:** Planning and Building Safety Department

**Construction**

*C-2* The construction area and vicinity (500-foot radius) must be swept (preferably with water sweepers) and watered at least twice daily. Site wetting must occur often enough to maintain a 10 percent surface soil moisture content throughout all earth moving activities.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

*C-3* All unpaved roads, parking and staging areas must be watered at least once every two hours of active operation.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

*C-4* Site access points must be swept/washed within thirty minutes of visible dirt deposition.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

*C-5* On-site stockpiles of debris, dirt or rusty materials must be covered or watered at least twice daily.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-6 All haul trucks hauling soil, sand, and other loose materials must either be covered or maintain two feet of freeboard.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-7 All haul trucks must have a capacity of no less than twelve and three-quarter (12.75) cubic yards.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-8 At least 80 percent of all inactive disturbed surface areas must be watered on a daily basis when there is evidence of wind driven fugitive dust.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-9 Operations on any unpaved surfaces must be suspended when winds exceed 25 mph.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-10 Traffic speeds on unpaved roads must be limited to 15 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department
C-11 Operations on any unpaved surfaces must be suspended during first and second stage smog alerts.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-12 The applicant must develop and implement a construction management plan, as approved by the City of El Segundo, which includes the following measures recommended by the SCAQMD, or equivalently effective measures approved by the SCAQMD.

a. Configure construction parking to minimize traffic interference.

b. Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).

c. Schedule construction activities that affect traffic flow on the arterial system to off-peak hours to the degree practicable.

d. Re-route construction trucks away from congested streets.

e. Consolidate truck deliveries when possible.

f. Provide dedicated turn lanes for movement of construction trucks and equipment on- and off-site.

g. Maintain equipment and vehicle engines in good condition and in proper tune as per manufacturer’s specifications and per SCAQMD rules, to minimize exhaust emissions.

h. Suspend use of all construction equipment operations during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.

i. Use electricity from power poles rather than temporary diesel- or gasoline-powered generators.

j. Use methanol- or natural gas-powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.

k. Use propane- or butane-powered on-site mobile equipment instead of gasoline if readily available at competitive prices.
Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

**Plaza El Segundo Development**

**Construction**

C-13 The construction area and vicinity (500-foot radius) must be swept (preferably with water sweepers) and watered at least twice daily. Site wetting must occur often enough to maintain a 10 percent surface soil moisture content throughout all earth moving activities.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-14 All unpaved roads, parking and staging areas must be watered at least once every two hours of active operation.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-15 Site access points must be swept/washed within thirty minutes of visible dirt deposition.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-16 On-site stockpiles of debris, dirt or rusty materials must be covered or watered at least twice daily.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-17 All haul trucks hauling soil, sand, and other loose materials must either be covered or maintain two feet of freeboard.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-18 All haul trucks must have a capacity of no less than twelve and three-quarter (12.75) cubic yards.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-19 At least 80 percent of all inactive disturbed surface areas must be watered on a daily basis when there is evidence of wind driven fugitive dust.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-20 Operations on any unpaved surfaces must be suspended when winds exceed 25 mph.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-21 Traffic speeds on unpaved roads must be limited to 15 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department
C-22 Operations on any unpaved surfaces must be suspended during first and second stage smog alerts.

**Monitoring Phase:**
- Construction

**Implementation Party:**
- Applicant

**Enforcement Agency:**
- South Coast Air Quality Management District

**Monitoring Agency:**
- Planning and Building Safety Department, Public Works Department

C-23 The applicant must develop and implement a construction management plan, as approved by the City of El Segundo, which includes the following measures recommended by the SCAQMD, or equivalently effective measures approved by the SCAQMD.

a. Configure construction parking to minimize traffic interference.

b. Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).

c. Schedule construction activities that affect traffic flow on the arterial system to off-peak hours to the degree practicable.

d. Re-route construction trucks away from congested streets.

e. Consolidate truck deliveries when possible.

f. Provide dedicated turn lanes for movement of construction trucks and equipment on- and off-site.

g. Maintain equipment and vehicle engines in good condition and in proper tune as per manufacturer's specifications and per SCAQMD rules, to minimize exhaust emissions.

h. Suspend use of all construction equipment operations during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.

i. Use electricity from power poles rather than temporary diesel- or gasoline-powered generators.

j. Use methanol- or natural gas-powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.

k. Use propane- or butane-powered on-site mobile equipment instead of gasoline if readily available at competitive prices.
III. BIOLOGICAL RESOURCES

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any proposed development project that includes the northwest corner of the proposed Sepulveda/Rosecrans Rezoning Site that has been identified as potentially containing 0.30 acres of jurisdictional wetlands area under the jurisdiction of LARWQCB. Impacts to any jurisdictional wetlands that may exist in this area must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:

D-1 A site specific analysis must be conducted to determine whether the design of the proposed development project would impact any of the 0.30 acres identified as potential jurisdictional wetlands. This analysis shall be completed prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If jurisdictional wetlands would be affected by the development project, measures shall be identified to reduce impacts to less than significant levels.

Subsequent environmental documentation must also be prepared for any proposed development project within the proposed Sepulveda/Rosecrans Rezoning Site to determine the presence/absence of sensitive species. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:

D-2 Site specific analysis of potential effects to four sensitive bird species (white tailed kite, loggerhead shrike, burrowing owl and Belding's savannah sparrow) must be conducted prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If any of these sensitive species would be affected by the proposed development, measures must be identified to reduce impacts to these species to less than significant levels, including, but not limited to, on-site monitoring by a qualified biologist during grading and/or construction activities.
In the preparation of subsequent environmental documentation, as described above, it is not necessary to re-survey any area that has already been addressed in this EIR or may be surveyed in the course of preparing subsequent environmental documentation for later projects.

**Mitigation Measures**

**Sepulveda/Rosecrans Site Rezoning**

D-1. A site specific analysis must be conducted to determine whether the design of the proposed development project would impact any of the 0.30 acres identified as potential jurisdictional wetlands. This analysis shall be completed prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If jurisdictional wetlands would be affected by the development project, measures shall be identified to reduce impacts to less than significant levels.

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<th>Monitoring Phase:</th>
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<tr>
<td>Implementation Party:</td>
<td>Applicant</td>
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<td>Enforcement Agency:</td>
<td>Los Angeles Regional Water Quality Control Board</td>
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<td>Monitoring Agency:</td>
<td>Planning Division</td>
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</table>

D-2. Site specific analysis of potential effects to four sensitive bird species (white tailed kite, loggerhead shrike, burrowing owl and Belding’s savannah sparrow) must be conducted prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If any of these sensitive species would be affected by the proposed development, measures must be identified to reduce impacts to these species to less than significant levels, including, but not limited to, on-site monitoring by a qualified biologist during grading and/or construction activities.

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<td>Enforcement Agency:</td>
<td>California Department of Fish and Game</td>
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<td>Monitoring Agency:</td>
<td>Planning Division</td>
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D-3. All construction personnel must receive copies of all pertinent mitigation measures to reduce impacts to general biological resources and must be instructed on avoiding adverse impacts to birds encountered on-site.

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D-4. Prior to site remediation or construction grading on parts of the Site where burrowing owls may occur, a qualified biologist must be retained to conduct surveys for burrowing owls.
owl to determine if it is resident on-site. Surveys must be conducted no more than 30 days prior to commencement of such activities. If burrowing owl is determined to be resident, a qualified biologist must oversee site remediation and demolition activities in and around any semi-natural areas which could be occupied by burrowing owl. Proposed mitigation measures must be presented to the California Department of Fish and Game and/or U.S. Fish and Wildlife Service for approval to avoid directly harming the owl if it is present on-site during these activities.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** California Department of Fish and Game; United States Fish and Wildlife Service  
**Monitoring Agency:** Planning Division

**Plaza El Segundo Development**

D-5. All construction personnel must receive copies of all pertinent mitigation measures to reduce impacts to general biological resources and must be instructed on avoiding adverse impacts to birds encountered on-site.

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

D-6. Prior to site remediation or construction grading on parts of the Site where burrowing owls may occur, a qualified biologist must be retained to conduct surveys for burrowing owl to determine if it is resident on-site. Surveys must be conducted no more than 30 days prior to commencement of such activities. If burrowing owl is determined to be resident, a qualified biologist must oversee site remediation and demolition activities in and around any semi-natural areas which could be occupied by burrowing owl. Proposed mitigation measures must be presented to the California Department of Fish and Game and/or U.S. Fish and Wildlife Service for approval to avoid directly harming the owl if it is present on-site during these activities.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** California Department of Fish and Game; United States Fish and Wildlife Service  
**Monitoring Agency:** Planning Division

D-7. Prior to issuance of building permits, evidence must be provided to the City of El Segundo that all necessary approvals for any wetland dredge/fill contemplated by such
permit have been obtained from the Regional Water Quality Control Board – Los Angeles Region or equivalent documentation, or a waiver stating that no permit is presently required pursuant to the regulations of that agency. If required, conditions for permit approval by LARWQCB must include, but may not be limited to the following:

- Mitigation of any unavoidable impacts to wetland values and functions to the satisfaction of the permitting agency;
- Incorporation of buffers to the wetland areas;
- On-site treatment of runoff to improve water quality; and
- Compliance with best management practices during construction.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Los Angeles Regional Water Quality Control Board
Monitoring Agency: Planning Division

IV. GEOLOGY AND SOILS

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any proposed development on the Sepulveda/Rosecrans Rezoning Site to determine the presence or absence of methane. The subsequent environmental documentation must address the following:

E-1 A methane study must be conducted to determine the levels at which methane is or is not present in the area of any proposed development. If methane is determined to be present at or above levels which require action, then the report must include recommendations and mitigation measures which must be followed.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

E-1 A methane study must be conducted to determine the levels at which methane is or is not present in the area of any proposed development. If methane is determined to be present at or above levels which require action, then the report must include recommendations and mitigation measures which must be followed.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning and Building Safety Department  
Monitoring Agency: Building Safety Division

E-2 All soil disturbance and travel on unpaved surfaces must be suspended if winds exceed 25 miles per hour.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: South Coast Air Quality Management District  
Monitoring Agency: Building Safety Division; Public Works Department

Plaza El Segundo Development

E-3 All soil disturbance and travel on unpaved surfaces must be suspended if winds exceed 25 miles per hour.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: South Coast Air Quality Management District  
Monitoring Agency: Building Safety Division; Public Works Department

V. HYDROLOGY AND WATER QUALITY

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

Construction

F-1. The applicant must prepare hydrology studies for each specific development on the Sepulveda/Rosecrans Rezoning Site. Such studies must be reviewed and approved by the City of El Segundo and any other applicable agency.

Monitoring Phase: Pre-construction  
Implementation Party: Applicant  
Enforcement Agency: Building Safety Division; Public Works Department  
Monitoring Agency: Building Safety Division; Public Works Department

F-2. The applicant must prepare runoff studies for each specific development on the Sepulveda/Rosecrans Rezoning Site so that the runoff from one specific project area would not flow onto another specific project area without the owners consent. Such
studies must be reviewed and approved by the City of El Segundo and any other applicable agency.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Building Safety Division; Public Works Department

**F-3.** The applicant must prepare a master drainage plan for each specific development on the Sepulveda/Rosecrans Rezoning Site. This plan must include detailed hydrology/hydraulic calculations and drainage improvements, showing quantitatively how the project will eliminate the potential for downstream flooding due to increased storm water runoff. These plans will also identify the proposed BMPs to be implemented in compliance with the requirements of the Standard Urban Storm Water Mitigation Plan and the ESMC. Such plans must 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:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Building Safety Division; Public Works Department

**F-4.** The applicant must design, for each specific development on the Sepulveda/Rosecrans Rezoning Site, a conveyance and detention system to meet the Los Angeles County Department of Public Works limits on the storm drains that would convey the Sepulveda/Rosecrans Rezoning Site’s discharge.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

**F-5.** The proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development must comply with the City of El Segundo Ordinance No. 1347 and No. 1348, which establishes storm water and urban pollution controls.

**Monitoring Phase:** Pre-construction; Construction; Post-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Public Works Department
Operation

F-6. The project owner/developer of a specific development (e.g., Plaza El Segundo) on the Sepulveda/Rosecrans site must maintain all structural or treatment control BMPs for the life of the project.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department; El Segundo Fire Department
Monitoring Agency: Building Safety Division; Public Works Department; El Segundo Fire Department

Plaza El Segundo Development

Construction

F-7. The applicant must prepare a hydrology study for the Plaza El Segundo site. The study must be reviewed and approved by the City of El Segundo and any other applicable agencies.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

F-8. The applicant must prepare a runoff study for the Plaza El Segundo site so that the runoff does not flow onto another area without the owners consent. The study must be reviewed and approved by the City of El Segundo and any other applicable agencies.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

F-9. The applicant must prepare a master drainage plan for the Plaza El Segundo site. This plan must include detailed hydrology/hydraulic calculations and drainage improvements, showing quantitatively how the project will eliminate the potential for downstream flooding due to increased storm water runoff. These plans will also identify the proposed BMPs to be implemented in compliance with the requirements of the Standard Urban Storm Water Mitigation Plan and the BSMC. Such plans must 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: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

F-10. The applicant must design a conveyance and detention system to meet the City of El Segundo's and Los Angeles County Department of Public Works limits on the storm drains that would convey the Plaza El Segundo site's discharge.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

F-11. The proposed Plaza El Segundo Development must comply with the City of El Segundo Ordinance No. 1347 and No. 1348, which establishes storm water and urban pollution controls.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

Operation

F-12. The project owner/developer must maintain all structural or treatment control BMPs for the life of the Plaza El Segundo Development.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; El Segundo Fire Department
Monitoring Agency: Public Works Department; El Segundo Fire Department

VI. HAZARDS AND HAZARDOUS MATERIALS

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any proposed development project within the proposed Sepulveda/Rosecrans Rezoning Site. Conditions related to soil and groundwater contamination must be examined for the proposed development site, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:
G-1. A full characterization of all the parcels that comprise that project site must be undertaken. The City must require that this process be initiated by requiring the project applicant to conduct a Phase I Environmental Site Assessment (ESA) or equivalent investigation and analysis for the specific project site that would be occupied by the proposed development. The Phase I ESA or equivalent document must be prepared by a licensed professional (Registered Environmental Assessor or equivalent) and submitted to the City for review.

G-2. If indicated by the initial investigation, the City must require the preparation of subsequent Phase II investigation(s) and submission to the Los Angeles Regional Water Quality Control Board and/or other appropriate agency. The project applicant must provide to the City copies of all materials submitted to the LARWQCB or any other regulatory agency.

G-3. Remediation of any environmental conditions identified in the Phase I and Phase II site assessments or investigations must be accomplished to the standards established and agreed upon by the appropriate regulatory agency(ies) for the contemplated development, prior to the issuance of grading or building permits for the project. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

G-4. If the future development project would include any part of the Sepulveda/Rosecrans Rezoning Site that currently contains structures, an asbestos and lead survey must be conducted to determine the presence or absence of these substances. Removal of these substances must be conducted in accordance with all applicable rules and regulations.

Mitigation Measures

Separulveda/Rosecrans Site Rezoning

G-1. A full characterization of all the parcels that comprise that project site must be undertaken. The City must require that this process be initiated by requiring the project applicant to conduct a Phase I Environmental Site Assessment (ESA) or equivalent investigation and analysis for the specific project site that would be occupied by the proposed development. The Phase I ESA or equivalent document must be prepared by a licensed professional (Registered Environmental Assessor or equivalent) and submitted to the City for review.

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<tr>
<td>Enforcement Agency:</td>
<td>Planning Division; El Segundo Fire Department</td>
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<td>Monitoring Agency:</td>
<td>Planning Division</td>
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G-2. If indicated by the initial investigation, the City must require the preparation of subsequent Phase II investigation(s) and submission to the Los Angeles Regional Water Quality Control Board and/or other appropriate agency. The project applicant must provide to the City copies of all materials submitted to the LARWQCB or any other regulatory agency.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Los Angeles Regional Water Quality Control Board; Planning Division
Monitoring Agency: Planning Division

G-3. Remediation of any environmental conditions identified in the Phase I and Phase II site assessments or investigations must be accomplished to the standards established and agreed upon by the appropriate regulatory agency(ies) for the contemplated development, prior to the issuance of grading or building permits for the project. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division, Los Angeles Regional Water Quality Control Board
Monitoring Agency: Planning Division

G-4. If the future development project would include any part of the Sepulveda/Rosecrans Rezoning Site that currently contains structures, an asbestos and lead survey must be conducted to determine the presence or absence of these substances. Removal of these substances must be conducted in accordance with all applicable rules and regulations.

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

Plaza El Segundo Development

G-5. Remedial investigations, health risk assessments for the contemplated development and soils remedial action plans for the Plaza El Segundo portion of the project site must be completed and approved to the standards established and agreed upon in conjunction with the LARWQCB prior to the start of any project activities. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Los Angeles Regional Water Quality Control Board
Monitoring Agency: Planning Division

G-6. Remediation of shallow soil of the Plaza El Segundo Development site must be accomplished to the standards for commercial development established and agreed upon in conjunction with the LARWQCB and a shallow soil closure letter must be issued by the LARWQCB prior to the issuance of grading permits for construction of the proposed Plaza El Segundo Development. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

VII. LAND USE

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.
VIII. NOISE

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans site. The subsequent environmental documentation must address the following:

I-1 A project-specific construction noise analysis must be prepared that calculates, based on project-specific parameters and identification of the site-specific sensitive receptors that could be affected by construction activities, the noise levels that would be experienced at sensitive receptors located adjacent to that site. If noise levels resulting from construction activity would result in temporary construction noise levels that exceed 65 dBA at a sensitive receptor, or cause an incremental increase of 5 dBA over the existing ambient sound level, if the existing ambient sound level at the sensitive receptor location is 65 dBA or more, then the study must identify feasible mitigation measures to be applied to that project from the list of mitigation measures provided below.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

I-1 A project-specific construction noise analysis must be prepared that calculates, based on project-specific parameters and identification of the site-specific sensitive receptors that could be affected by construction activities, the noise levels that would be experienced at sensitive receptors located adjacent to that site. If noise levels resulting from construction activity would result in temporary construction noise levels that exceed 65 dBA at a sensitive receptor, or cause an incremental increase of 5 dBA over the existing ambient sound level, if the existing ambient sound level at the sensitive receptor location is 65 dBA or more, then the study must identify feasible mitigation measures to be applied to that project from the list of mitigation measures provided below.

- Construction contracts must specify that all construction equipment must be equipped with mufflers and other applicable noise attenuation devices.
- During construction phases, the contractor must store and maintain equipment as far as possible from the adjacent receptor property locations to the southwest, north, and east of the Sepulveda/Rosecrans Rezoning Site.
- As stated in the City of El Segundo Municipal Code, construction must be restricted to the hours of 7:00 a.m. to 6 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.
• Temporary plywood noise barriers must be constructed along the property lines of the Sepulveda/Rosecrans Rezoning Site during construction, which must be high enough to block the line-of-site between the Sepulveda/Rosecrans Rezoning Site and receptor property locations to the southwest, north, and east.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Plaza El Segundo Development

I-2 Construction contracts must specify that all construction equipment must be equipped with mufflers and other applicable noise attenuation devices.

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

I-3 During construction phases, the contractor must store and maintain equipment as far as possible from the adjacent receptor property locations to the north and east of the Plaza El Segundo Site.

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

I-4 As stated in the City of El Segundo Municipal Code, construction must be restricted to the hours of 7:00 a.m. to 6 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.

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

I-5 Temporary plywood noise barriers must be constructed along the property lines of the 4.5 net acre portion of the Plaza El Segundo site south of the UPRR tracks during construction, which must be high enough to block the line-of-site (a minimum of 8 feet above existing grade) between the Plaza El Segundo site and receptor property locations to the southwest, north, and east.
IX. POPULATION, HOUSING, AND EMPLOYMENT

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.

X. PUBLIC SERVICES

Fire Protection

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

K.1-1 The applicant must pay the City of El Segundo 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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K.1-2 A fire life safety plan, which must include definitive plans and specifications, must be submitted to the El Segundo Fire Department (ESFD) for review and approval prior to commencement of construction of any portion of the proposed development.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-3 The applicant must provide fire access roadways to and throughout the property and submit a layout plan to the ESFD for approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-4 The applicant must provide water flow and on-site fire hydrants as required by the ESFD.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-5 The following installations require separate Fire Department approval. The applicant must submit separate plans for Fire Department review:

- Automatic fire sprinklers;
- Fire alarm system;
- Underground fire service mains;
- Fire pumps;
- Emergency generators; and
- Any aboveground or underground storage tank including elevator sumps and condensation tanks.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

Plaza El Segundo Development

K.1-6 The applicant must pay the City of El Segundo a Fire Service Mitigation Fee of $0.14 per gross square foot of building area prior to the issuance of a certificate of occupancy.
Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

K.1-7 A fire life safety plan, which must include definitive plans and specifications, must be submitted to the El Segundo Fire Department (ESFD) for review and approval prior to commencement of construction of any portion of the proposed development.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-8 The applicant must provide fire access roadways throughout the property and submit a layout plan to the ESFD for approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-9 The applicant must provide water flow and on-site fire hydrants as required by the ESFD.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-10 The following installations require separate Fire Department approval. The applicant must submit separate plans for Fire Department review:

- Automatic fire sprinklers;
- Fire alarm system;
- Underground fire service mains;
- Fire pumps;
- Emergency generators; and
- Any aboveground or underground storage tank including elevator sumps and condensation tanks.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

Police Protection

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

K.2-1 The applicant must pay the City of El Segundo a Police Service Mitigation Fee of $0.11 per gross square foot of building area prior to the occupancy of each building.

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

K.2-2 A strategic security plan, which must include definitive plans and specifications, must be submitted to the El Segundo Police Department (ESPD) for review and approval prior to commencement of construction of any portion of the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The strategic security plan must include, but not be limited to, the following item:

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

- Building entrances and exits must be limited in number and located in a manner to increase security and visibility of the building.

- All landscaping must be low profile especially around perimeter fencing, windows, doors and entryways taking special care not to limit visibility and provide climbing access.

- Adequate street, walkway, building and parking lot lighting must be provided to enhance security.

- Provisions for on-site security personnel.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Police Department
Monitoring Agency: El Segundo Police Department

Plaza El Segundo Development

K.2-3 The applicant must pay the City of El Segundo a Police Service Mitigation Fee of $0.11 per gross square foot of building area prior to the occupancy of each building.

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

K.2-4 A strategic security plan, which must include definitive plans and specifications, must be submitted to the El Segundo Police Department (ESP) for review and approval prior to commencement of construction of any portion of the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The strategic security plan must include, but not be limited to, the following item:

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

- Building entrances and exits must be limited in number and located in a manner to increase security and visibility of the building.

- All landscaping must be low profile especially around perimeter fencing, windows, doors and entryways taking special care not to limit visibility and provide climbing access.

- Adequate street, walkway, building and parking lot lighting must be provided to enhance security.

- Provisions for on-site security personnel.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Police Department
Monitoring Agency: El Segundo Police Department

XI. TRANSPORTATION AND TRAFFIC

Subsequent Environmental Documentation
No subsequent environmental documentation is required.

**Mitigation Measures**

**Sepulveda/Rosecrans Site Rezoning**

**Physical Roadway Improvements**

L-1 **El Segundo Boulevard and Sepulveda Boulevard.** Convert the existing eastbound right-turn only lane to a shared through/right-turn lane. There exists three receiving lanes on the east leg of the intersection. In addition, modify the raised center median to convert the westbound shared through left-turn lane to a dedicated second left turn lane and additional through lane.

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L-2 **El Segundo Boulevard and Aviation Boulevard.** Not required for Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative.

L-3 **Park Place and Nash Street.** Provide a new traffic signal at this location. Widen and restripe the eastbound and westbound directions to provide one left-turn lane, one through lane, and one right-turn only lane.

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L-4 **Park Place and Douglas Street.** Provide a new traffic signal at this location.

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L-5 **Rosecrans Avenue and Sepulveda Boulevard.** On the westbound approach of Rosecrans Avenue dedicate additional right-of-way on the north side of Rosecrans Avenue to provide a free flow right-turn lane and third left-turn lane. Sepulveda Boulevard south of Rosecrans Avenue may need to be widened to accommodate the third left-turn lane, depending on the specific design of this lane. This widening could take place within the existing Sepulveda Boulevard right-of-way. Widen the east side of Sepulveda Boulevard.
along the project frontage to provide the acceptance lane for the free westbound right-turn lane. This additional lane on Sepulveda should be improved to the new Park Place connection where a right turn lane will be provided. This intersection's jurisdiction is shared with Manhattan Beach and Caltrans. Coordination and concurrence of these agencies for implementation of these improvements would be required.

**Monitoring Phase:** Pre-construction; Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Public Works Department; Caltrans; City of Manhattan Beach Public Works Department
**Monitoring Agency:** Public Works Department; Caltrans; City of Manhattan Beach Public Works Department

*L-6*  

*L-7*  
*Rosecrans Avenue and Douglas Street.* On the westbound approach, widen the north side of Rosecrans Avenue to provide a dedicated westbound right-turn lane. This intersection's jurisdiction is shared with Manhattan Beach. Coordination and concurrence of this agency for implementation of this improvement would be required. This improvement is included as part of the current Rosecrans/Aviation Widening (discussed above under “Future Highway System Improvements”) but will be guaranteed by the project.

**Monitoring Phase:** Pre-construction; Construction
**Implementation Party:** Applicant
**Enforcement Agency:** Public Works Department; City of Manhattan Beach Public Works Department
**Monitoring Agency:** Public Works Department; City of Manhattan Beach Public Works Department

*Site Trip Reductions*

*L-8*  
Project applicants must promote rideshare programs (bikes, rideshare matching and transit options) as required by the City of El Segundo Transportation Demand Management Program (TDM). In addition to the traditional TDM program, project applicants must promote access to the Commute View System which is being implemented by the City to provide information on congested routes to provide additional trip reduction measures. The Commute View System is an advanced traveler information system which provides real time travel time information, incident information, and general traffic conditions through a variety of devices such as the cable, internet, cell phone and wireless PDA. This will provide commuters the ability to make informed decisions regarding the route, time of travel and mode of transportation.
Project applicants must include or share in a transit connection system to promote use of the existing Metro Green Line service, remote employee lot during seasonal peaks and local circulator service. Based upon estimate usage patterns and trial studies, an approximately three percent reduction in trips to and from the site during peak periods is anticipated with these enhancements.

**Monitoring Phase:** Post-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Planning Division  
**Monitoring Agency:** Public Works Department; Planning Division

*Intelligent Transportation Systems Connections/Upgrades*

**L-9** The South Bay area will be enhanced with an area-wide signal system upgrade prior to project completion in 2012. This system is already funded and will be implemented with or without the proposed project. The improvement will provide for intelligent transportation systems (ITS) which provide real time adjustment to signal timing based upon current conditions thereby increasing capacity along major corridors. ITS system enhancements are currently being tested and evaluated which provide further enhanced capacity. These enhancements provide advanced communication upgrades to the users of the roadway systems. Items include Advanced Traveler Information System (ATIS) and Advanced Traffic Management Systems (ATMS). ATIS provides commuters with information to make route and time of day decisions. The enhanced ATIS system that would be included within the South Bay ITS system will enable private sector partners to disseminate freeway and arterial traffic information to the public via paid subscription services. ATMS manages the traffic system on surrounding streets.

Applicants for development projects within the proposed Sepulveda/Rosecrans Rezoning Site must provide for connectivity to the systems described above. Project applicants must provide access to information disseminated by the ATIS system to patrons and employees by including at least one television monitor or equivalent equipment that is compatible with and connected to the ATIS system and that displays current commuter information from the ATIS system during all hours that the development is open for business. The monitor or equivalent equipment shall be placed in a centralized location within the development, shall be specifically identified on directory maps of the facility, shall be specifically and clearly identified as the location for obtaining current travel information and shall be identified elsewhere throughout the development with signage that directs patrons to the location.

Project applicants must also facilitate dissemination of information provided by the ATIS system to project employees by working with project tenants to offer fully or partially subsidized monthly subscriptions to employees (currently estimated at full cost
of $5.00 per month per user). Project applicants (or successors in interest) must provide any new project tenant with information regarding subscription programs available to employees and costs thereof and shall encourage tenants to provide subsidized monthly subscriptions to their employees. However, because there is no guarantee that subscription subsidies will be provided by future tenants of developments within the Sepulveda/Rosecrans Rezoning Site, no additional credit for these subscriptions can be taken except for the enhancements provided by the South Bay ITS system as presently designed (7%, see discussion under “Future Highway System Improvements” above).

Monitoring Phase: Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department
Monitoring Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department

Local Street-Freeway Inter-Ties

L-10 This mitigation measure is applicable to buildout of the Sepulveda/Rosecrans Rezoning Site beyond the Plaza El Segundo Project Development. Applicants for development projects within the Sepulveda/Rosecrans Rezoning Site (excluding the Plaza El Segundo Project) shall fund or construct upgrades and enhancements to the El Segundo and/or South Bay ITS systems, and/or the Caltrans ITS system that singly or in combination cause an increase of 3% in the capacity of the street system served by these ITS systems. The 3% increase shall be measured from the calculated capacity of the system based upon existing lane configurations, plus a 10% increase on street in the City of El Segundo, and 7% increase on streets outside the City of El Segundo to reflect the El Segundo and South Bay ITS systems, respectively. The upgrades/enhancements shall be selected from the following menu and approved by the relevant jurisdictional agency: expansion of the fiber optic communication system, expansion of wireless communication components, provision of software components, supplemental advance system detectors, changeable message signs, closed circuit television cameras, or any other reasonably feasible upgrade or enhancement approved by the relevant jurisdictional agency. The applicant shall participate in any applicable fair share fee mitigation program that will otherwise fund the foregoing upgrades/enhancements and shall receive credit for all fair share payments.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans; County of Los Angeles Department of Public Works
Monitoring Agency: Public Works Department; Caltrans; County of Los Angeles Department of Public Works

Project Parking/Egress Information System for Key Access/Egress Corridors

L-11 Project applicants must provide parking/egress information systems in the manner of Changeable Message Signs (CMS) along key access/egress corridors of Sepulveda Boulevard, Rosecrans Avenue, and Park Place. Currently, Los Angeles County is installing CMS on major streets in the South Bay area and locations for additional CMS would be identified in coordination with Los Angeles County. A centrally located kiosk system must be included in project design that can disseminate roadway conditions along the major routes. This information would be utilized by the employee or patron to determine the least congested access/egress route to/from the project, thereby minimizing delay on the roadway systems. Based upon recent studies in the South Bay area under trial conditions, implementation of this measure is anticipated to improve capacity at the site adjacent intersections by three percent, along major corridors of Rosecrans Avenue, Sepulveda Boulevard, and El Segundo Boulevard by two percent, and the balance of the study intersections by one percent.

Monitoring Phase: Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division
Monitoring Agency: Public Works Department; Planning Division

Improvements for Cumulative Growth

L-12 In order to assist in addressing future cumulative traffic deterioration, the City of El Segundo through its Traffic Congestion Mitigation Fee Ordinance will require the developer of a specific project to make a “fair share” contribution for programmed roadway improvements. In addition, project implementation of the signal system enhancements described above will benefit the entire system and reduce cumulative impacts along the roadway corridors.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Public Works Department
Monitoring Agency: Planning Division; Public Works Department
Plaza El Segundo Development

Physical Roadway Improvements

L-13 El Segundo Boulevard and Sepulveda Boulevard – Convert the existing eastbound right-turn only lane to a shared through/right-turn lane. There exists three receiving lanes on the east leg of the intersection. In addition, modify the raised center median to convert the westbound shared through left-turn lane to a dedicated second left turn lane and additional through lane.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans
Monitoring Agency: Public Works Department; Caltrans

L-14 El Segundo Boulevard and Aviation Boulevard – Not required for Plaza El Segundo Reduced Traffic Generation Alternative

L-15 Rosecrans Avenue and Sepulveda Boulevard – On the westbound approach of Rosecrans Avenue dedicate additional right-of-way on the north side of Rosecrans Avenue to provide a free flow right-turn lane. Widen the east side of Sepulveda Boulevard along the project frontage to provide the acceptance lane for the free westbound right-turn lane. This additional lane on Sepulveda should be improved to the new Park Place connection where a right turn lane will be provided. This intersection’s jurisdiction is shared with Manhattan Beach and Caltrans. Coordination and concurrence of these agencies for implementation of these improvements would be required.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans
Monitoring Agency: Public Works Department; Caltrans


Site Trip Reductions

L-17 The project applicant must promote rideshare programs (bikes, rideshare matching, and transit options) as required by the City of El Segundo Transportation Demand Management Program (TDM). In addition to the tradition TDM program and to provide additional trip reduction measures, the project applicant must promote access to the Commuter View System which is being implemented by the City to provide information on congested routes. The project applicant must provide a transit connection system
must be established and/or shared with other nearby retail projects to promote use of the existing Metro Green Line service, remote employee lot during seasonal peaks and local circulator service. Based upon typical usage patterns, an approximately three percent reduction in trips to and from the site during peak periods is anticipated with these enhancements.

**Monitoring Phase:** Post-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Planning Division  
**Monitoring Agency:** Public Works Department; Planning Division

**Intelligent Transportation System Connections/Upgrades**

L-18 The South Bay area will be enhanced with an area-wide signal system upgrade prior to project completion in 2012. This system is already funded and will be implemented with or without the proposed project. The improvement will provide for intelligent transportation systems (ITS) which provide real time adjustment to signal timing based upon current conditions thereby increasing capacity along major corridors. ITS system enhancements are currently being tested and evaluated which provide further enhanced capacity. These enhancements provide advanced communication upgrades to the users of the roadway systems. Items include Advanced Traveler Information System (ATIS) and Advanced Traffic Management Systems (ATMS). ATIS provides commuters with information to make route and time of day decisions. The enhanced ATIS system that would be included within the South Bay ITS system will enable private sector partners to disseminate freeway and arterial traffic information to the public via paid subscription services. ATMS manages the traffic system on surrounding streets.

Applicants for development projects within the proposed Sepulveda/Rosecrans Rezoning Site must provide for connectivity to the systems described above. Project applicants must provide access to information disseminated by the ATIS system to patrons and employees by including at least one television monitor or equivalent equipment that is compatible with and connected to the ATIS system and that displays current commuter information from the ATIS system during all hours that the development is open for business. The monitor or equivalent equipment shall be placed in a centralized location within the development, shall be specifically identified on directory maps of the facility, shall be specifically and clearly identified as the location for obtaining current travel information and shall be identified elsewhere throughout the development with signage that directs patrons to the location.

Project applicants must also facilitate dissemination of information provided by the ATIS system to project employees by working with project tenants to offer fully or partially subsidized monthly subscriptions to employees (currently estimated at full cost
of $5.00 per month per user). Project applicants (or successors in interest) must provide any new project tenant with information regarding subscription programs available to employees and costs thereof and shall encourage tenants to provide subsidized monthly subscriptions to their employees. However, because there is no guarantee that subscription subsidies will be provided by future tenants of developments within the Sepulveda/Rosecrans Rezoning Site, no additional credit for these subscriptions can be taken except for the enhancements provided by the South Bay ITS system as presently designed (7%, see discussion under “Future Highway System Improvements” above).

**Monitoring Phase:** Construction; Post-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Planning Division; Los Angeles County Public Works Department  
**Monitoring Agency:** Public Works Department; Planning Division; Los Angeles County Public Works Department

*Improvements for Cumulative Growth*

**L-19** In order to assist in addressing future cumulative traffic deterioration, the project applicant must comply with the City of El Segundo Traffic Congestion Mitigation Fee Ordinance and make a “fair share” contribution for programmed roadway improvements. In addition, project implementation of the signal system enhancements described above will benefit the entire system and reduce cumulative impacts along the roadway corridors.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning Division; Public Works Department  
**Monitoring Agency:** Planning Division; Public Works Department

**XII. UTILITIES**

**Sewer**

*Subsequent Environmental Documentation*

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must include the following:
M.1-1 An analysis of sewer service to the proposed development must be prepared which examines the capacity of existing sewer lines to serve the development, the projected peak sewage generation and shall identify new sewer infrastructure required to serve the development.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.1-1 An analysis of sewer service to the proposed development must be prepared which examines the capacity of existing sewer lines to serve the development, the projected peak sewage generation and must identify new sewer infrastructure required to serve the development.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-2 The Sepulveda/Rosecrans Rezoning Site must be annexed to Los Angeles County Sanitation District No. 5.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-3 Project applicants must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-4 Additional local sewer infrastructure must be provided by the applicant as necessary to connect the Sepulveda/Rosecrans Rezoning Site with existing sewer infrastructure. This provision must be coordinated with the project applicant and may be the partial responsibility of the applicant, as determined by the City.

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

M.1-5 The applicant must be required to replace or upgrade the sewer infrastructure on or adjacent to the Sepulveda/Rosecrans Rezoning Site, as needed.

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

M.1-6 Project applicants must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-7 Prior to a building permit being issued the project applicant must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department and the Public Works Department for review and approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.1-8 Closed circuit television (CCTV) inspection of existing on-site and adjacent off-site sewer mains must be conducted to determine the present condition of the infrastructure which the Sepulveda/Rosecrans Site Rezoning project will connect to.

Monitoring Phase: Pre-construction
Implementation Party: City of El Segundo
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-9 All future developments must be discharged to the existing twelve-inch sanitary sewer main in Rosecrans Avenue.
Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-10 New businesses that generate Fats, Oils, or Greases (e.g., restaurants and grocery stores) must be required to install grease interceptors with a minimum 30 minute retention period to ensure these contaminants do not block the sewerage system.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

Plaza El Segundo Development

M.1-11 The Sepulveda/Rosecrans Rezoning Site must be annexed to Los Angeles County Sanitation District No. 5

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-12 The project applicant must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-13 Additional local sewer infrastructure must be provided by the applicant as necessary to connect the Plaza El Segundo site with existing sewer infrastructure. This provision must be coordinated with the project applicant and may be the partial responsibility of the applicant, as determined by the City.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department
M.1-14 The existing 15-inch sanitary sewer line must be removed and replaced with an 18-inch line. Plans must identify the point of connection for the proposed ten-inch sanitary sewer to the existing sanitary sewer main on Allied Way.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Los Angeles County Sanitation Districts  
**Monitoring Agency:** Public Works Department

M.1-15 Project applicants must 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  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

M.1-16 Prior to a building permit being issued the project applicant must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department and the Public Works Department for review and approval.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning Division; Building Safety Division; Public Works Department  
**Monitoring Agency:** Planning Division; Building Safety Division; Public Works Department

M.1-17 Closed circuit television (CCTV) inspection of existing on-site and adjacent off-site sewer mains must be connected to determine the present condition of the infrastructure which the Sepulveda/Rosecrans Site Rezoning project will connect to.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** City of El Segundo  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

M.1-18 New businesses that generate Fats, Oils, or Greases (e.g., restaurants and grocery stores) must be required to install grease interceptors with a minimum 30 minute retention period to ensure these contaminants do not block the sewerage system.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

Water

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must include the following:

M.2-1 An analysis of water service to the proposed development must be prepared which examines the capacity of existing water lines to serve the development and projected water demand and must identify new water infrastructure required to serve the development.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.2-1 An analysis of water service to the proposed development must be prepared which examines the capacity of existing water lines to serve the development and the projected water demand and must identify new water infrastructure required to serve the development.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-2 New streets shall be connected through the Sepulveda/Rosecrans Rezoning Site to adjacent existing streets, with no gaps or disconnects, so as to allow connections to existing infrastructure contained in the existing streets.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-3 Water distribution mains must be installed in the through streets in order to complete the existing water grid and provide water distribution to the interior of the Sepulveda/Rosecrans Rezoning Site. Connecting pipes must be a minimum of ten inches.
M.2-4 New water lines must be connected to the existing water line located in Allied Way to provide a continuous public water line beginning from Sepulveda Boulevard to an existing line in Allied Way.

M.2-5 Development on the proposed Sepulveda/Rosecrans Rezoning Site must include dual water connections to allow for landscaping to be irrigated by reclaimed water.

M.2-6 Reclaimed water must be used as the water source to irrigate landscaped areas on the Sepulveda/Rosecrans Rezoning Site.

M.2-7 Efficient irrigation systems must 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).

M.2-8 Automatic sprinkler systems must be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. Sprinklers must 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: Post-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

M.2-9 Selection of drought-tolerant, low water consuming plant varieties must be used to reduce irrigation water consumption.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Planning Division; Recreation and Parks Department

M.2-10 Project applicants must 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 must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department for review and approval relative to compliance with the City’s Water Conservation Ordinance and Guidelines for Water Conservation in Landscaping.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Recreation and Parks Department

Plaza El Segundo Development

M.2-11 Water distribution mains must be installed in the eastward extension of Park Place and the extension of Allied Way to Park Place in order to complete the existing water grid and provide water distribution to the interior of the Plaza El Segundo site. Connecting pipes should be a minimum of ten inches.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-12 Development on the proposed Plaza El Segundo Site must include dual water connections to allow for landscaping to be irrigated by reclaimed water.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.2-13 Reclaimed water must be used as the water source to irrigate landscaped areas on the Plaza El Segundo Development.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division
Monitoring Agency: Public Works Department

M.2-14 Efficient irrigation systems must 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; Post-construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Public Works Department; Building Safety Division

M.2-15 Automatic sprinkler systems must be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. Sprinklers must 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: Post-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

M.2-16 Selection of drought-tolerant, low water consuming plant varieties must be used to reduce irrigation water consumption.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Planning Division; Recreation and Parks Department

M.2-17 The project applicant must 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 must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department for review and approval relative to compliance with the City’s Water Conservation Ordinance and Guidelines for Water Conservation in Landscaping.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Recreation and Parks Department  
**Monitoring Agency:** Recreation and Parks Department

**Solid Waste**

**Subsequent Environmental Documentation**

No subsequent environmental documentation is required.

**Mitigation Measures**

**Sepulveda/Rosecrans Site Rezoning**

**M.3-1** Where economically feasible, the proposed Sepulveda/Rosecrans Site Rezoning project must incorporate the use of recycled materials in building materials, furnishing operations and building maintenance.

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

**M.3-2** The proposed Sepulveda/Rosecrans Site Rezoning project must recycle all construction debris in a practical, available, and accessible manner, to the maximum extent feasible, during the demolition and construction phases.

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

**M.3-3** The design of the proposed Sepulveda/Rosecrans Site Rezoning project must 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.
Plaza El Segundo Development

M.3-4 Where economically feasible, the proposed Plaza El Segundo Development must incorporate the use of recycled materials in building materials, furnishing operations and building maintenance.

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

M.3-5 The proposed Plaza El Segundo Development must recycle all construction debris in a practical, available, and accessible manner, to the maximum extent feasible, during the demolition and construction phases.

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

M.3-6 The design of the proposed Plaza El Segundo Development must 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.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Natural Gas

Subsequent Environmental Documentation

No subsequent environmental documentation is required.
Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.

Electricity

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.5.1 The applicant must consult with SCE during the design process of the proposed Sepulveda/Rosecrans Site Rezoning 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 internal streetlights and outdoor security lighting.

- Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

- 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.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Southern California Edison (SCE)
Monitoring Agency: Planning Division; Building Safety Division
M.5-2 All on-site electrical lines must be placed underground, except for high voltage transmission lines located along Rosecrans Avenue.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division; Public Works Department; SCE  
**Monitoring Agency:** Building Safety Division; Public Works Department

M.5-3 Electrical transformers must be screened from view from the public right-of-way.

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

*Plaza El Segundo Development*

M.5-4 The applicant must consult with SCE during the design process of the proposed Plaza El Segundo Development regarding potential energy conservation measures for the project. Examples of such energy conservation measures include:

- Design windows (e.g., 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 internal streetlights and outdoor security lighting.

- Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

- 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.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning Division; Building Safety Division; SCE  
**Monitoring Agency:** Planning Division; Building Safety Division
M.5-5 All on-site electrical lines must be placed underground, except for high voltage transmission lines located along Rosecrans Avenue.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department; SCE
Monitoring Agency: Building Safety Division; Public Works Department

M.5-6 Electrical transformers must be screened from view from the public right-of-way.

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

XIII. CULTURAL RESOURCES

Subsequent Environmental Documentation

Subsequent environmental documentation shall be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. The subsequent environmental documentation shall include the following:

N-1 A records search and/or Phase I Archaeological Survey must be conducted by a qualified archaeologist prior to the start of construction activities (including grading) for any development on the Sepulveda/Rosecrans Rezoning Site. If the survey identifies resources within the construction area, follow on studies shall be conducted in accordance with the recommendations of the records search prior to commencement of construction.

N-2 Further analysis of Cultural Resource 19-186856 is required, that meets the requirements of CEQA Guidelines Section 15064.5(a)(2), to determine potential eligibility for the California or National Register of Historic Places prior to any construction activities occurring on the H. Kramer portion of the Sepulveda/Rosecrans Rezoning Site. If further analysis identifies that the resource is eligible, then the recommendations identified in that analysis shall be followed.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

N-1 A records search and/or Phase I Archaeological Survey must be conducted by a qualified archaeologist prior to the start of construction activities (including grading) for any
development on the Sepulveda/Rosecrans Rezoning Site. If the survey identifies resources within the construction area, follow on studies must be conducted in accordance with the recommendations of the records search prior to commencement of construction.

Monitoring Phase: Pre-construction  
Implementation Party: Applicant  
Enforcement Agency: Planning Division  
Monitoring Agency: Planning Division

N-2 Further analysis of Cultural Resource 19-186856, that meets the requirements of CEQA Guidelines Section 15064.5(a)(2), is required to determine potential eligibility for the California or National Register of Historic Places prior to any construction activities occurring on the H. Kramer portion of the Sepulveda/Rosecrans Rezoning Site. If further analysis identifies that the resource is eligible, then the recommendations identified in that analysis must be followed and measures identified to reduce impacts to less than significant levels.

Monitoring Phase: Pre-construction  
Implementation Party: Applicant  
Enforcement Agency: Planning Division  
Monitoring Agency: Planning Division

N-3 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 archaeologist/paleontologist.

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

Plaza El Segundo Development

N-4 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 archaeologist/paleontologist.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: Planning Division; Building Safety Division  
Monitoring Agency: Planning Division; Building Safety Division
The following conditions shall be binding upon Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, the property owner(s) and their successors in interest, including without limitation occupants of the property. The following conditions for the City of El Segundo's approval of Environmental Assessment No. 768, Zone Text Amendment No. 08-01, Development Agreement No. 07-03 ("Project Conditions") shall be fully complied with as set forth below.

1. All mitigation measures in the Environmental Impact Report (SCH No. 2003121037) for Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7, which are reflected in the Mitigation Monitoring and Reporting Program for the proposed Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative are incorporated by this reference into these conditions of approval.

2. All conditions of approval in Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7, except as modified below.

3. Condition No. 2 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

DEFINITIONS

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. "P.B.S. Director" means the City of El Segundo Director of Planning and Building Safety, or designee.

B. "EIR" means the Final Environmental Impact Report for the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project (SCH No. 2003121037), El Segundo, California.


C-1. Development Agreement refers to Development Agreement No. 03-1 and any amendments thereto.
D. "Project Area" refers to each of the 20 developable lots on the Plaza El Segundo development Project Site as shown on Vesting Tentative Map No. 061630 and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as "S 00 Degrees 02'26" W 418.50 Degrees on Said Parcel Map).

E. "Project Site" refers to the 43.3-acre site generally located south of Hughes Way, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue.

E-1. "Project Site Phase 1B" refers to the 8.13-acre site comprised of the approximately 4.72-acre portion of Vesting Tentative Map No. 061630 south of the Union Pacific Railroad and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as "S 00 Degrees 02'26" W 418.50 Degrees on Said Parcel Map), generally located south of the Union Pacific Railroad, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue.

E-2. "Phase 1A" refers to the portion of the Project Area located north of the Union Pacific Railroad right-of-way.

E-3. "Phase 1B" refers to the portion of the Project Area located south of the Union Pacific Railroad right-of-way.

F. "Sepulveda/Rosecrans Rezoning Site" refers to the approximately 110 acres generally located south of Hughes Way, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue which is the subject of a General Plan and Zoning Code Amendment that is being considered concurrently with the land use entitlements for the Project Area and the Project Site.

G. Except as otherwise specified in these Conditions of Approval, conditions must be satisfied before the issuance of a Building Permit for each building within the Project Area.
4. Condition No. 5F of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"All buildings must be in accordance with the Project Area's Conditions, Covenants and Restrictions (CC&R's)."

5. Condition No. 5L of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"A six-foot high solid wall must be constructed along the southern property line of Lot 15 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way and along the northern property line of Lot 19 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way. A six-foot high wall or a fence constructed of vinyl chain link or other material must be constructed along the remaining property lines of the Project Area abutting the Union Pacific Railroad right-of-way with screening of the right-of-way with the use of landscaping, including, without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director. A combination of a fence constructed of 6-foot high wrought iron or steel tubing and a six-foot high solid wall compatible with the fence and wall materials on the portion of the site north of the Union Pacific Railroad right-of-way must be constructed along the northern property line of Project Site Phase 1B for those portions east of the eastern edge of the Sepulveda Boulevard right-of-way with screening of the right-of-way with the use of landscaping, that includes without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director excepting those areas closest to Sepulveda Boulevard prohibited by Union Pacific Railroad for visibility and safety reasons."

6. Condition No. 5S of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The Project Area site plan must be revised to provide sidewalks or other designated pathways following direct and safe routes from the Park Place right-of-way to buildings H through A-7, from the Park Place right-of-way to Pad D, and from the Sepulveda Boulevard right-of-way to Building No. 2, and any other building that may be developed that is setback more than 200 feet from a public right-of-way, subject to the review and approval of the P.B.S. Director. The Project Area site plan must provide sidewalks or other designated pathways following direct and safe routes from the Sepulveda Boulevard public right-of-way and the Rosecrans Avenue public right-of-way to the entrances of the buildings and the plaza in front of the buildings, subject to the review and approval of the P.B.S. Director."
Landscaping and Irrigation

7. Condition No. 7 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of the first Building Permit in the Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. 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. Before the issuance of the first Building Permit in the Project Site Phase 1B, the applicant must provide a Landscape and Irrigation Plan and an Architectural Site Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. Director, Director of Recreation and Parks, and the Police Chief for review and approval that includes the use of trees, hedges, and or vines along the eastern boundary from Rosecrans Avenue to the Union Pacific Railroad. The plant material must be placed west and in front of the property line wall or fence. The Landscape Plan must utilize decorative pavement material in the plaza and for the pedestrian entrances to the plaza. 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."

Signs

8. Condition No. 9 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of the first Building Permit in the Project Area, the applicant must submit to the P.B.S. Director for review and approval an overall Master Sign Program for the Project Area. Before the issuance of a Certificate of Occupancy for each building within the Project Area, the applicant must submit construction sign plans substantially consistent with the approved Master Sign Program for the review and approval of the P.B.S. Director. Before the issuance of 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. Compliance with the ESMC;

B. Notwithstanding any other provisions in the ESMC, a maximum of three ground or monument signs with a maximum height of 35 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area north of the Union Pacific Railroad;"
CONDITIONS OF APPROVAL

B-1. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area south of the Union Pacific Railroad;

C. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Park Place street frontages of the Project Area;

D. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Allied Way street frontages of the Project Area;

D-1. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Rosecrans Avenue street frontage of the Project Area;

D-2. A maximum of two light emitting diode signs ("LED Sign"), not to exceed 30' in height and 60' in width each, may be located within the interior portion of Phase 1B. The displays are intended for viewing by the customers of Phase 1B and Developer shall use reasonable efforts to minimize exposure of the displays to Rosecrans Avenue and Sepulveda Boulevard. In addition, in no event shall the top of any display exceed 15' above a plane that is parallel with the 157.00 foot elevation of the northeast corner of Rosecrans Avenue and Sepulveda Boulevard. Each sign shall be utilized for the purpose of providing on site advertising for tenants of the Project and for the products that are offered for sale by those tenants (but only in conjunction with the display of the name of the tenant that sells the product), and may also be utilized for movie projections and abstract video and artistic images that are not related to advertising any particular product, or entertainment, retail or service use. Each sign shall be attached to a building or other structure and integrated into the architectural design of the building and shall not be free standing;

E. Notwithstanding any other provisions in the ESMC, no freestanding or pole signs, except as set forth in this Condition No. 9 and as except as described in Condition No. 10 below, are permitted along the Rosecrans Avenue frontage of the Project Area;

F. All signs must be architecturally compatible with the proposed buildings;

G. All signs must be compatible with the aesthetic objectives of the General Plan; and,

H. No sign must impede traffic or pedestrian safety.
CONDITIONS OF APPROVAL

9. Condition No. 10 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of a Final Certificate of Occupancy for the first building in the Project Area, the applicant must construct and maintain a monument sign at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue announcing the entrance to the City. The sign is subject to review and approval by the City Council. The sign should be compatible with the design of the Master Sign Program for the Plaza El Segundo development project."

PROJECT DESCRIPTION

Plans

10. Condition No. 29 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The Plaza El Segundo development project is allowed to develop up to a maximum of 448,829 square feet including a maximum of 70,000 square feet for the Plaza El Segundo Phase 1B development project, consisting of a combination of uses as permitted by the Plaza El Segundo Reduced Traffic Generation Alternative described in the Final EIR, the C-4 Zone and as limited by the Development Agreement as long as the total AM, PM peak, daily, and Saturday midday peak trip generation established in the EIR for the Plaza El Segundo development project as a whole is not exceeded."

11. Condition No. 30 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The maximum project size may be reduced as determined by the vehicle trip generation for each use. The Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project permit the following vehicle trips:

<table>
<thead>
<tr>
<th>MAXIMUM PERMITTED TRIPS</th>
<th>AM</th>
<th>PM</th>
<th>Daily</th>
<th>Saturday Midday</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sepulveda/Rosecrans Site Rezoning</td>
<td>1,033</td>
<td>2,346</td>
<td>25,859</td>
<td>3,379</td>
</tr>
<tr>
<td>Plaza El Segundo Development Project</td>
<td>779</td>
<td>1,477</td>
<td>16,645</td>
<td>2,205</td>
</tr>
</tbody>
</table>
CITY COUNCIL RESOLUTION No. ____ Exhibit "C"

CITY COUNCIL ORDINANCE No. ____ Exhibit "B"

CONDITIONS OF APPROVAL

The trip generation for each use and building must be determined using the rates identified below, adjusted for internal capture and pass by discount rate consistent with the traffic study for EA No. 631:

<table>
<thead>
<tr>
<th>Building Type</th>
<th>Daily Trip Generation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shopping Center (per 1,000 sf) - LU 820</td>
<td>Daily: $\ln(T) = 0.65 \ln(A) + 5.83$</td>
</tr>
<tr>
<td>AM Peak Hour $\ln(T) = 0.60 \ln(A) + 2.29$; $I/B=61%$, $O/B=39%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $\ln(T) = 0.66 \ln(A) + 3.40$; $I/B=48%$, $O/B=52%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $\ln(T) = 0.65 \ln(A) + 3.77$; $I/B=52%$, $O/B=48%$</td>
<td></td>
</tr>
<tr>
<td>Grocery Store (per 1,000 sf) - LU 850</td>
<td>Daily $T = 66.95(A) + 1391.56$</td>
</tr>
<tr>
<td>AM Peak Hour $\ln(T) = 1.70 \ln(A) - 1.42; I/B=61%$, $O/B=39%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $\ln(T) = 0.79 \ln(A) + 3.20; I/B=51%$, $O/B=49%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $\ln(T) = 0.74 \ln(A) + 3.47; I/B=51%$, $O/B=49%$</td>
<td></td>
</tr>
<tr>
<td>Free Standing Discount Store (per 1,000 sf) - LU 815</td>
<td>Daily $T = 56.02(A)$</td>
</tr>
<tr>
<td>AM Peak Hour $T = 0.84 (A); I/B=68%$, $O/B=32%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $T = 5.06 (A); I/B=50%$, $O/B=50%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $T = 7.58 (A); I/B=51%$, $O/B=49%$</td>
<td></td>
</tr>
<tr>
<td>Electronics Superstore (per 1,000 sf) - LU 863</td>
<td>Daily $T = 45.04 (A)$</td>
</tr>
<tr>
<td>AM Peak Hour $T = 0.28 (A); I/B=53%$, $O/B=47%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $T = 4.50 (A); I/B=49%$, $O/B=51%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $[N/A]^*$</td>
<td></td>
</tr>
<tr>
<td>Health Club (per 1,000 sf) - LU 493</td>
<td>Daily $T = 43.0 (A)$</td>
</tr>
<tr>
<td>AM Peak Hour $T = 3.06 (A); I/B=58%$, $O/B=42%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $T = 5.76 (A); I/B=63%$, $O/B=37%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $[N/A]^*$</td>
<td></td>
</tr>
<tr>
<td>Fast-food Restaurant with Drive-Through Window (per 1,000 sf) - LU 934</td>
<td>Daily $T = 496.12 (A)$</td>
</tr>
<tr>
<td>AM Peak Hour $T = 53.11 (A); I/B=51%$, $O/B=49%$</td>
<td></td>
</tr>
<tr>
<td>PM Peak Hour $T = 34.64 (A); I/B=52%$, $O/B=48%$</td>
<td></td>
</tr>
<tr>
<td>Saturday $T = 59.20 (A); I/B=51%$, $O/B=49%$</td>
<td></td>
</tr>
<tr>
<td>High-Turnover (Sit-Down) Restaurant (per 1,000 sf) - LU 932</td>
<td>Daily $T = 127.15 (A)$</td>
</tr>
<tr>
<td>AM Peak Hour $T = 11.52 (A); I/B=52%$, $O/B=48%$</td>
<td></td>
</tr>
</tbody>
</table>
12. Condition No. 33 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of a Building Permit for the 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 in the public right-of-way for any missing public segments/areas on the perimeter of the Project Area, as reasonably required by the Director of Public Works. Any existing driveways and other paved areas on the perimeter of the Project Site that will not be incorporated into the development 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."

13. Condition No. 33A of Exhibit C to Ordinance No. 1382 is added to read as follows:

"The applicant must submit either a Lot Line Adjustment or Lot Merger application after the recording of Final Map 061530, to realign the two parcels south of Union Pacific Railroad to match the proposed locations of the buildings to maintain conformity with the development standards in the ESMC."

DEDICATIONS AND FEES

14. Condition No. 35 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The applicant must dedicate approximately 0.50-acres of the "Project Area" to the city for roadway widening along the east side of Sepulveda Boulevard, as required in Development Agreement No. 03-1 and as depicted on Vesting Tentative Map..."
061630. An easement may be provided in lieu of a dedication, only if Caltrans will not accept the dedication and will only accept an easement. A dedication may be provided for the Phase 1A portion of Sepulveda Boulevard and an easement may be provided for the Phase 1B portion of Sepulveda Boulevard or conversely an easement may be provided for the Phase 1A portion of Sepulveda Boulevard and a dedication may be provided for the Phase 1B portion of Sepulveda Boulevard. Such dedication and/or such easement shall occur through and upon recordation of the Final Map.

TRANSPORTATION/CIRCULATION/PARKING

15. Condition No. 54 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“If the Los Angeles Congestion Management Plan (CMP) requires the City to track the debits/credits associated with development in the City, before the issuance of 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 P.B.S. Director and Public Works for review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the issuance of a Certificate of Occupancy for the building, the applicant must provide evidence to the P.B.S. Director that the proposed project CMP debits/credits related improvements were implemented and balanced in the Project Area in accordance with the approved phasing plan. Compliance with this measure must be verified by the P.B.S. 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.”

16. Condition No. 57 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“The applicant must install ‘No Parking’ and other traffic signs on the Park Place and Allied Way roadway extensions, as required by the Public Works Department. The applicant must install ‘No Parking’ and other traffic signs on Sepulveda Boulevard and Rosecrans Avenue, as required by the Public Works Department.”

17. Condition No. 61 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“Prior to the issuance of a Certificate of Occupancy for any building in the Project Area, the new roadways, including any medians, sidewalks, curbs, and gutters must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway with the minimum dimensions required by the Circulation Element of the El Segundo General 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 and construction of the new roadways."

**UTILITIES**

18. Condition No. 78 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before issuance of the first building permit in the Project Area, the applicant must inspect the existing sewer laterals that connect to the City sewer mains in the area with closed circuit television (CCTV) to determine the condition of the existing infrastructure that will serve the project. All reports and copies of CCTV videos must be submitted to the Public Works Department."

19. Condition No. 82 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before issuance of a first Certificate of Occupancy for any building in the Project Area north of the Union Pacific Railroad right-of-way, the applicant must replace the 15-inch sewer line located to the north of the project site with an 18-inch sewer line as depicted on the Phase 1 Utility Layout plan. Before issuance of a first Certificate of Occupancy for any building in the Project Area south of the Union Pacific Railroad right-of-way, the applicant must prepare an analysis of the existing sanitary system on Rosecrans Avenue and calculate additional flow resulting from the proposed development into the existing system. If necessary, upgrade the 12" and 15" diameter downstream sanitary sewer pipes on Rosecrans Avenue from point of connection to Aviation Boulevard."

**WATER**

20. Condition No. 94 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The applicant must install a loop water distribution system for the Project Area with service connections to each of the water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the issuance of each Building Permit in the 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. The looped water system must provide water mains connection to Rosecrans Avenue on the south and Sepulveda Boulevard to the west."
21. Condition No. 100 is added to read as follows:

“At least two water meters must be provided by the applicant per City Standard and approved by the City of El Segundo Water Division prior to installation.”

INDEMNIFICATION

22. The Developer must defend, indemnify and hold the City and its elected and appointed officials, officers, employees and agents harmless from and against any claims, legal or equitable actions, damages, costs (including, without limitation, attorney’s fees), injuries, or liability of whatsoever kind or nature, arising from the City’s approval of the project, including but not limited to the CEQA determination and/or the Development Agreement approval.

23. Rosecrans Sepulveda Partners 2, LLC and PES Partners, LLC must acknowledge receipt and acceptance of the Project Conditions by executing the acknowledgement below.

By signing this document, Rosecrans Sepulveda Partners 2, LLC, and PES Partners, LLC, certify that they have read, understood, and agrees to the Project Conditions listed in this document and represents and warrants that it has the authority to execute this document on behalf of the property owner and acknowledges that the conditions set forth above shall run with the land and be binding upon all owners and occupants of the land.

Rosecrans Sepulveda Partners 2, LLC

By: ____________________________
    Dan Crosser

Its: Vice-President ____________________________

By: ____________________________
    Eric Winquist

Its: Vice-President ____________________________

2/19/08 11
PES Partners, LLC

By: __________________________
    Dan Crosser

Its: Vice-President ________________

By: __________________________
    Eric Winquist

Its: Vice-President ________________

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

AN ORDINANCE REGARDING AN APPLICATION FROM ROSECRAINS-SEPULVEDA PARTNERS 2, LLC, AND PES PARTNERS, LLC APPROVING DEVELOPMENT AGREEMENT NO. 07-03 (SECOND AMENDMENT TO DEVELOPMENT AGREEMENT NO. 03-01) AND ZONE TEXT AMENDMENT NO. 08-01 AMENDING SECTIONS 15-5G-2, 15-5G-6(D), AND 15-15G-9 OF THE EL SEGUNDO MUNICIPAL CODE, FOR THE PLAZA EL SEGUNDO 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 March 1, 2005, the City Council adopted Resolution No. 4415 approving Environmental Assessment No. 631 (certified EIR) with respect to General Plan Amendment Nos. 03-4 and 03-5 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Development Reduced Traffic Generation Alternative; introduced Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, and ZTA 04-1; and approved GPA Nos. 03-4 and 03-5 to re-designate and re-zone an approximately 54.9-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue to allow retail uses that includes the development of a 425,000 square-foot shopping center to be known as Plaza El Segundo;

B. On March 15, 2005, the City Council of the City of El Segundo ("City Council") adopted Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative, and Development Agreement No. 03-1 for the Plaza El Segundo Development Reduced Traffic Generation Alternative;

C. On August 7, 2007, the City of El Segundo adopted Ordinance No. 1406, which amended Development Agreement No. 03-01;

D. On July 25, 2007, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an application for an Environmental Assessment No. EA-768) and Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01) to develop an approximately 70,000 square-foot commercial retail project on an 8.133-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue that includes 46,171 square feet of previously approved commercial retail development on a 4.7 gross acre parcel. On January 10, 2008, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an
additional application requesting a Zone Text Amendment (ZTA No. 08-01) relating to development standards in the Commercial Center (C-4) Zone for permitted uses, setbacks, and signs. If these matters are approved, the applicant proposes to add approximately 23,829 net square feet to the previously approved development of a 425,000 square foot shopping center, known as Plaza El Segundo;

E. The applications from Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, were reviewed by the City's Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code ("ESMC");

F. 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);

G. An Addendum to the certified Final Program/Project Environmental Impact Report (“EIR”) for the Original Project was prepared since some changes and additions to the previously certified EIR are necessary but none of the conditions require a subsequent EIR;

H. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 24, 2008;

I. On January 24, 2008, the 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 Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC;

J. On January 24, 2008, the Planning Commission adopted Resolution No. 2630 recommending City Council approval of Environmental Assessment No. 768, Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01), and Zone Text Amendment No. 08-01;

K. On February 19, 2008 the City Council held a public hearing and considered the information provided by City staff, public testimony and Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC;

L. On February 19, 2008 the City Council introduced Ordinance No. ___ approving Development Agreement No. 07-03 (Second Amendment to
Development Agreement No. 03-01) and Zone Text Amendment No. 08-01 for the Plaza El Segundo Development (Reduced Traffic Generation Alternative);

M. This Ordinance and its findings are made based upon the testimony and evidence presented to the City Council at its February 19 2008 public hearing including, without limitation, the staff report submitted by the Planning and Building Safety Department.

SECTION 2: Factual Findings. The City Council finds that the following facts exist:

A. The approximately 8.13-acre, irregularly shaped, subject property is located in the southern portion of the City of El Segundo. The site is comprised of 2 separate parcels of 3.41 acres and 4.72 acres that would be merged into one parcel. The entire subject property is roughly bounded by the Union Pacific Railroad to the north, the General Chemical and Air Products properties to the east, Rosecrans Avenue to the south, and Sepulveda Boulevard to the west.

B. The majority of the site was historically devoted to industrial chemical manufacturing facilities. Honeywell International, Inc. and General Chemical had operational facilities on the site until 2003. At that time the facilities were closed and demolished for resale and reuse. Remediation activities for on-site soil contamination has also commenced on the Honeywell International property.

C. The 8.13-acre project site ("Plaza El Segundo Project Site Phase 1B") has a Commercial Center land use designation and the zoning designation is the Commercial Center (C-4) Zone. The FAR for the Commercial Center land use designation is 0.275:1 and would permit up to 97,030 square feet of commercial shopping center development. The proposed project includes approximately 70,000 square feet of commercial shopping center development.

D. Additional environmental evaluation has been conducted in an Addendum to the previously certified EIIR for the proposed approximately 70,000 square-foot shopping center on the 8.13 acre project site that includes the additional 3.4 acres from the Rosecrans/Sepulveda Site Rezoning being added to the Plaza El Segundo development project.

E. The proposed Plaza El Segundo Project Site Phase 1B would be constructed on approximately 8.13 gross acres within the Sepulveda/Rosecrans Site Rezoning and would implement the new C-4 zoning on that portion of the site. The proposed Plaza El Segundo Project Site Phase 1B would be located south of the Union Pacific Railroad tracks at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue.
F. The proposed Plaza El Segundo Project Site Phase 1B is a shopping center of approximately 70,000 square feet. It would include the addition of 23,829 square feet to the Plaza El Segundo project which is a 425,000 square-foot shopping center for a total of 448,829 square feet. The Plaza El Segundo Project Site Phase 1B shopping center would contain retail and other commercial uses which could include specialty retail, home furnishings, electronics, a spa, health/skin care services, apparel and accessories, sales of automobiles and as an accessory use to the sale of automobiles the sale of automobile accessories and parts, and a variety of sit-down restaurants, and limited fast food restaurants excluding drive through restaurants.

G. The proposed shopping center in Plaza El Segundo Project Site Phase 1B would consist of several one- and two-story buildings with a maximum height of 65 feet. All development within the proposed Plaza El Segundo would conform to the C-4 development standards.

H. The proposed FAR for this development would be 0.20:1 based on approximately 70,000 gross square feet of development on 8.13 net acres.

I. Primary ingress and egress to the proposed addition to the Plaza El Segundo development would be provided from Sepulveda Boulevard via a driveway approximately 660 feet north of the intersection of Sepulveda Boulevard and Rosecrans Avenue and via a driveway approximately 370 feet east of the intersection of Sepulveda Boulevard and Rosecrans Avenue. An approximately 150 to 200-foot deceleration lane will be provided for the Sepulveda Boulevard driveway. An approximately 94-foot deceleration lane will be provided for the Rosecrans Avenue driveway.

J. The addition to the Plaza El Segundo development is proposed to be constructed as one phase. Construction is expected to commence in mid 2008 and to be completed in 2009.

K. An underground stormwater system would be constructed within the proposed 8.13-acre site to detain storm water runoff that would connect to the on-site detention basin in the northeast corner of the site. The proposed Plaza El Segundo Project Site Phase 1B would connect into the existing water and sewer lines.

L. Parking for the proposed 8.13 acre portion of the Plaza El Segundo development is proposed to be located in surface parking lots that will surround the proposed shopping center buildings. Based on a total of 51,670 net square feet of commercial/retail space and 17,000 net square feet of restaurant floor area, 388 parking spaces are required. The
developer proposes to provide 394 parking spaces, which exceeds the City's parking requirements.

M. An amendment to the previously approved Development Agreement for the Plaza El Segundo Project Site Phase 1B includes modifications to the project site boundary, an increase in the allowable building square footage for the Plaza El Segundo Project by 23,829 square feet; subject to the City Council's approval of an amendment to ESMC 15-5G-2, to allow health and/or skin care services; an amendment to Section 4.1 of the Development Agreement to permit the sale of automobiles, and as an accessory use to the sale of automobiles, the sale of automobile accessories and automobile parts in Plaza El Segundo Project Site Phase 1B, provided such use does not exceed 5,000 square feet of leaseable floor area and provided that automobile repair and maintenance uses shall not be permitted; subject to the City Council's approval of an amendment to ESMC § 15-5G-9, to allow on-site light emitting diode ("LED") signs; a fencing and landscaping screening requirement along the eastern boundary of Phase 1B; a $25,000 contribution to the Downtown Signage Program; an irrevocable offer to dedicate land within the C-4 Zone for the extension of the Park Place right-of-way; and conditional funding of up to $2,418,000 for the City's acquisition of the Honeywell, Chevron and Union Pacific Railroad Park Place roadway segments for the extension of Park Place in connection with the development of Area B; conditions and requirements for the use of Park Place Extension funds for the construction of Park Place; and an amendment to Section 5.7 of the Development Agreement to provide that the term of the Development Agreement is for a period of 11 years from the date Ordinance No. 1382 became effective (April 16, 2005).

SECTION 3: Zone Text Amendment Findings. Based on the factual findings of this Ordinance, the proposed Zone Text Amendment is necessary to amend the Commercial Center (C-4) development standards relating to permitted uses, setbacks and signs. Specifically, the Zone Text Amendment amends ESMC § 15-5G-2 relating to permitted uses to allow health/skin care services; amends ESMC § 15-5G-6(D) to exclude environmental mitigation structures that are required by other regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements; and amends ESMC § 15-5G-9 to permit light emitting diode ("LED") on site advertising and display signs.

SECTION 4: Development Agreement Findings. The project approved as part of the Development Agreement, as amended, would be as generally described in Section 2 above. Pursuant to City Council Resolution No. 3268, adopted June 26, 1984, the City Council finds that:
A. The project is consistent with the objectives, policies, general land uses, and programs specified in the general plan and any applicable specific plan. The Development Agreement would provide the following public benefits in exchange for valuable development rights (eight-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 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.
7. The project would reduce the maximum permitted floor area ratio on the property from 0.6:1 to 0.275:1.
8. Improvements to roadways and intersections in the project vicinity.
9. Expansion of the planned ITS network to make it even more effective in relieving congestion.
10. Contribution of approximately $20,045 in police, fire, and library, mitigation fees to offset the impacts of the project on public services.
11. Contribution of approximately $407,675 in traffic impact mitigation fees to offset the impacts of the project on public roadway infrastructure.
12. Contribution of $25,000 for signage to enhance and promote businesses in the Downtown Specific Plan Area of El Segundo.

B. The project is compatible with the uses authorized in, and the regulations prescribed for, the land use district in which the real property is located. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project is in conformity with the public convenience, general welfare and good land use practice. The proposed project permits a lower floor area ratio than allowed under the prior M-2 zoning (0.275:1 vs. 0.6:1). The project will facilitate constructing public roadways, through an irrevocable offer to dedicate land for public roadway purposes. The project will also be designed to support and encourage public transportation uses and contribute to the continued diversification of the southeast quadrant of the City by providing a broad range of commercial uses.

D. The project will not be detrimental to the health, safety and general welfare. The 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 has determined 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 Commercial Center (C-4) Zone development standards and Development Agreement, as amended, 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 southeast quadrant of the City.

SECTION 5: Approvals. The City Council approves the following:

A. The City Council adopts Development Agreement No. 07-03 (the Second Amendment to Development Agreement No. 03-01) by and between the City of El Segundo, and Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, as set forth in attached Exhibit “A,” which is incorporated into this Ordinance by reference.

B. The City Council amends ESMC § 15-5G-2 to read as follows:

“15-5G-2: PERMITTED USES:

The following uses are permitted in the C-4 Zone:

A. Fitness centers (indoors only).

B. General offices not exceeding five thousand (5,000) square feet.

C. Health/skin care services that are limited to non-invasive and/or minimally invasive cosmetic medical procedures that may be rendered by licensed health care professionals provided that such use does not exceed 3,000 square feet in floor area and at least twenty percent (20%) of the floor area is devoted to the sale of retail products.

D. Pet supplies and services including veterinary services.

E. Restaurants and cafes.
F. Retail sales uses (excluding off-site alcohol sales).

G. Other similar uses approved by the Director of Planning and Building Safety, as provided by Chapter 22 of this Title.

C. The City Council amends ESMC § 15-5G-8(D) to read as follows:

"D. Setbacks:

The setback requirements shall not be applicable to environmental treatment facilities that are determined by a regulatory agency to be necessary to mitigate the presence of hazardous substances that are present in the soils on the parcel of property on which a treatment facility is located. However, the environmental treatment facility must otherwise comply with the City's traffic safety and building code requirements.

1. Front Yard: Twenty five feet (25') minimum.

2. Side Yard: Zero (0') minimum, unless one of the following conditions exists:

   a. If the side yard adjoins a dedicated street, at least twenty five feet (25') must be provided; and

   b. If the side yard abuts property with a different classification, the side yard setback is the average of the two (2) side yard setbacks, but not less than ten feet (10').

3. Rear Yard: Fifteen feet (15') minimum unless one of the following conditions exists:

   a. If the rear yard adjoins an alley, dedicated street, public right-of-way, or if the primary access is through the rear yard, at least twenty five feet (25') must be provided;

   b. If the rear yard adjoins a railroad right-of-way, at least ten feet (10') must be provided; and,

   c. If the rear yard abuts property with a different classification, the rear yard setback is the
D. The City Council amends ESMC § 15-5G-9 in its entirety to read as follows:

"15-5G-9: SIGNS:

Signs in the C-4 Zone must comply with requirements of Chapter 18 of this Title. However, parcels that are comprised of a minimum of 7.5 acres and that have at least eighty percent of the floor area devoted to retail and restaurant uses may have up to two light emitting diode signs ("LED Sign") that do not exceed thirty (30) feet in height and sixty (60) feet in width so long as (i) the signs only advertise businesses and products (but only in conjunction with the name of the business that sells the product) that are located on the parcel or display movie projections and abstract videos that are not related to advertising any product, or entertainment, retail or service use and (ii) the sign is oriented such that it is intended to be viewed by individuals located on the parcel and not by individuals located in a public right of way. Pursuant to a development agreement that covers multiple parcels of property, and so long as the requirements of this provision are otherwise met, the names of businesses and products (but only in conjunction with the name of the business that sells the product) that are located on parcels that are subject to the development agreement may be advertised on a LED Sign located on another parcel that is subject to the same development agreement."
E. Subject to the conditions listed on the attached Exhibit "B," which are incorporated into this Ordinance by reference, the City Council approves Development Agreement No. 07-03 (Second Amendment to Development Agreement No. 03-01) and Zone Text Amendment No. 08-01.

SECTION 6: 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 7: This Ordinance will remain effective until superseded by a subsequent Ordinance.

SECTION 8: 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 9: This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this 4th day of March 2008.

___________________________
Kelly McDowell, Mayor

ATTEST:

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

I, Cindy Mortesen, 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 19th day of February 2008, 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 4th day of March, 2008, and the same was so passed and adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

___________________________
Cindy Mortesen, City Clerk

APPROVED AS TO FORM:

___________________________
Mark D. Hensley, City Attorney
SECOND AMENDMENT TO DEVELOPMENT AGREEMENT
BY AND AMONG
THE CITY OF EL SEGUNDO AND
ROSECRANS-SEPULVEDA PARTNERS, 2, LLC AND
PES PARTNERS, LLC

(AREA A)

THIS AGREEMENT SHALL BE RECORDED WITHIN TEN DAYS OF EXECUTION BY
ALL PARTIES HERETO PURSUANT TO THE REQUIREMENTS OF GOVERNMENT
CODE §65868.5
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SECOND AMENDMENT TO DEVELOPMENT AGREEMENT

This Second Amendment to Development Agreement ("Second Amendment") is made and entered into by and among the CITY OF EL SEGUNDO, a municipal corporation ("City") and ROSECRAINS-SEPULVEDA PARTNERS, 2, LLC, a Delaware limited liability company ("RSP 2") and PES PARTNERS, LLC, a Delaware limited liability company ("PESP") as of this ___ day of __________, 2008. RSP 2 and PESP are hereinafter referred to collectively as "Developer." City and Developer are referred to hereinafter individually as "Party" and collectively as "Parties." In consideration of the mutual covenants and agreements contained in this Second Amendment, City and Developer agree as follows:

1. Recitals. This Second Amendment is made with respect to the following facts and for the following purposes, each of which is acknowledged as true and correct by the Parties:

1.1 RSP 2’s and PESP’s predecessor-in-interest, Rosecrans-Sepulveda Partners, LLC ("RSP"), and the City are parties to a Development Agreement dated March, 2005 (the "Development Agreement"), which Development Agreement was recorded on April 6, 2005 in the Official Records of Los Angeles County as Instrument No. 05 0797875.

1.2 Unless otherwise stated in this Second Amendment, all capitalized terms used in this Second Amendment will carry the same definitions as those set forth in the Development Agreement.

1.3 On November 10, 2005, RSP and RSP 2 executed an Assignment and Assumption Agreement (the "RSP 2 Assignment") whereby RSP conveyed to RSP 2, in accordance with the provisions of Section 3 of the Development Agreement, RSP’s right, title, and interest in and to the Development Agreement and the Project Approvals with respect to approximately 4.7 acres of the Property (the "RSP 2 Property"). The RSP 2 Assignment was recorded on January 19, 2006 in the Official Records of Los Angeles County as Instrument No. 06 0128517.

1.4 On November 10, 2005, RSP and PESP’s predecessor-in-interest, Rosecrans-Sepulveda Partners, 3, LLC ("RSP 3") executed an Assignment and Assumption Agreement (the "RSP 3 Assignment") whereby RSP conveyed to RSP 3, in accordance with the provisions of Section 3 of the Development Agreement, RSP’s right, title, and interest in and to the Development Agreement and the Project Approvals with respect to approximately 37.3 acres of the Property (the "PESP Property" and/or "Phase 1A"). The RSP 3 Assignment was recorded on January 19, 2006 in the Official Records of Los Angeles County as Instrument No. 06 0128518.

1.5 On July 31, 2007, RSP 3 executed an Assignment and Assumption Agreement ("PESP Assignment") whereby RSP 3 conveyed to PESP, in accordance with the provisions of Section 3 of the Development Agreement, RSP 3’s right, title and interest in and to the Development Agreement and the Project Approvals with respect to the PESP Property. The PESP Assignment was recorded on August 3, 2007 in the Official Records of Los Angeles County as Instrument No. 2007 1838772.
1.6 As of June 19, 2007, City, RSP 2 and RSP 3 executed Operating Memorandum No. 1 to the Development Agreement ("Operating Memorandum No. 1"), which Operating Memorandum No. 1 was recorded on August 14, 2007 in the Official Records of Los Angeles County as Instrument No. 20071901777.

1.7 As of July 30, 2007, City, RSP 2 and RSP 3 executed a First Amendment to Development Agreement (the "First Amendment") which First Amendment was recorded on October 2, 2007 in the Official Records of Los Angeles County as Instrument No. 2007 2256909. For purposes of this Second Amendment, the term "Development Agreement" shall include the First Amendment.

1.8 The RSP 2 Property is located at the southerly end of the Property at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue. On July 13, 2007, RSP 2 acquired title to an additional 3.4 (approximate) acres of property that is located adjacent to and directly east of the RSP 2 Property (the "Additional 3.4 Acres"). Developer has proposed to the City and the City has agreed that the Additional 3.4 Acres will become a part of the RSP 2 Property and thus will become a part of the Property and Area A. As a result of the Additional 3.4 Acres becoming a part of the RSP 2 Property, the RSP 2 Property will be comprised of approximately 8.1 acres ("Phase 1B" or "Phase 1B Property"), on which RSP 2 proposes to develop approximately 70,000 square feet of retail and restaurant space. The Phase 1B Property is described in Exhibit C hereto. Phase 1B will consist of a mix of one and two story buildings with a maximum height of sixty-five feet and will conform to the Commercial Center (C-4) zoning and development standards, as amended by the "Zone Text Amendment" (as hereinafter defined). Based on the foregoing, the Parties have agreed that the legal description of the Property and the legal description of the RSP 2 Property (as set forth in the RSP 2 Assignment) should be amended to add the Additional 3.4 Acres. The Parties have determined and confirmed that when the traffic generated by Phase 1B is added to the existing development in Area A of 378,829 square feet, the cumulative traffic within Area A will not exceed the previously entitled 1,477 p.m. peak and 16,645 daily trips.

1.9 In connection with RSP 2's development of Phase 1B, Developer has proposed zone text amendments to the "Commercial Center (C-4) Zone" (the "Zone Text Amendment") to, among other things, (a) permit non-invasive and/or minimally invasive cosmetic medical procedures, (b) exclude environmental treatment facilities that are required by regulatory agencies from setback requirements and (c) subject to compliance with certain restrictions, permit "LED Signs" (as hereinafter defined) to be located within the interior portion of project areas.

1.10 Section 4.2.2 of the Development Agreement originally established a maximum of 75,000 square feet (the "75,000 Square Foot Limit") for uses that could occupy less than 10,000 square feet of building space within the Project. Operating Memorandum No. 1 authorized a reduction from 10,000 to 4,000 square feet for uses to which the 75,000 Square Foot Limit would apply. In addition, Operating Memorandum No. 1 established standards (the "Smaller Tenant Standards") for tenants who lease less than 4,000 square feet within the Project. Because of the upscale nature of the boutique type tenants targeted for Phase 1B, it is Developer's expectation that the majority of the tenants of Phase 1B will lease spaces of less
than 4,000 square feet. Therefore, Developer has requested and City has agreed that the 75,000 Square Foot Limit shall not apply to Developer's leasing of space in Phase 1B.

1.11 Subject to City's approval of this Second Amendment, RSP has agreed to contribute Twenty-Five Thousand Dollars ($25,000) to the City for the City's downtown sign program.

1.12 Concurrently with the City's approval of the Project Approvals, City also redesignated and rezoned the Other C-4 Property with a "Commercial Center (C-4)" land use and zoning designation. It has been and continues to be RSP 2's hope and expectation that RSP 2 or an "affiliate" (as hereinafter defined) of RSP 2 will acquire and develop substantially all of the Other C-4 Property. In connection with the development of the Other C-4 Property, Developer has acknowledged that, as an integral part of being permitted to fully develop the Other C-4 Property, Developer will be required to extend Park Place (a four-lane east-west street) from its existing terminus at Nash Street to connect with Park Place in Area A (the "Park Place Extension"). To affirm Developer's commitment to develop Park Place as an integral part of the development of the Other C-4 Property, City has requested and Developer has agreed that as RSP 2, or any affiliate of RSP 2, acquires portions of the Other C-4 Property, to the extent such acquired portions of the Other C-4 Property include segments of the right-of-way for the Park Place Extension (the "Park Place Segments"), RSP 2 shall cause the Park Place Segments to become the subject of an irrevocable offer of dedication to the City.

1.13 In addition to agreeing to cause the Park Place Segments to become the subject of an irrevocable offer of dedication in accordance with the provisions of Recital 1.12 above, RSP 2 has agreed, subject to the satisfaction of the "Park Place Extension Conditions Precedent" (as hereinafter defined) and certain other conditions (set forth in Section 8.2 below), to fund up to Two Million Four Hundred Eighteen Thousand Dollars ($2,418,000) (the "Park Place Extension Fund") to City in order to permit City to undertake the activities to extend Park Place which includes (a) that portion of the Park Place Extension (the "Honeywell Park Place Segment") that is currently owned by Honeywell International ("Honeywell"), (b) that portion of the Park Place Extension (the "Chevron Park Place Segment") that is currently owned by Chevron Corporation ("Chevron") and (c) that portion of the Park Place Extension (the "Union Pacific RR Park Place Segment") that is currently owned by the Union Pacific Railroad. The approximate locations of the Honeywell Park Place Segment, the Chevron Park Place Segment and the Union Pacific RR Park Place Segment are depicted on Exhibit "A" attached hereto. In order to secure RSP 2's obligation to make the Park Place Extension Fund payment, RSP 2 has agreed to cause RSP 2's affiliate, Rosecrans-Sepulveda Partners, 4, LLC's ("RSP 4") to execute the "RSP 4 Deed of Trust" (as hereafter defined) in favor of City covering approximately 8.76 acres of the Other C-4 Property currently owned by RSP 4 (the "RSP 4 Property"). In addition, in order to ensure that RSP 2 complies with its Park Place Extension Fund obligation, RSP 2 has agreed that a condition precedent to RSP 2's right to receive a Certificate of Occupancy for any building in Phase 1B shall be RSP 4's execution of the RSP 4 Deed of Trust.

1.14 Because health and beauty uses have become a significant attraction to the customer base of upscale shopping centers, City and Developer have agreed to amend Section 4.1 of the Development Agreement to permit two non-invasive and/or minimally invasive cosmetic medical procedure uses in the Project, provided that neither use exceeds 3,000 square
feet of leaseable floor area and each of the two uses has at least twenty percent (20%) of the net floor area devoted to the sale of retail products.

1.15 City and Developer have agreed to amend Section 4.1 of the Development Agreement to permit the sale of automobiles and, as an accessory use to the sale of automobiles, the sale of automobile accessories and automobile parts in Phase 1B, provided that such use does not exceed 5,000 square feet of leaseable floor area and provided that automobile repair and maintenance uses shall not be permitted.

1.16 City and Developer have agreed to amend Section 5.7 of the Development Agreement to revise the term of the Development Agreement from eight (8) to eleven (11) years (measured from the effective date of the Enabling Ordinance).

1.17 The City Council has determined that none of the elements set forth in Public Resources Code Section 21166 or Section 15162 of the State CEQA Guidelines ("CEQA Guidelines") exists and therefore has determined, in accordance with Public Resources Code Section 21160 and Section 15162 of the CEQA Guidelines, that no subsequent or supplemental Environmental Impact Report or Mitigated Negative Declaration is required to be prepared prior to adopting the Ordinance approving this Second Amendment. However, the City Council has also determined pursuant to Section 15164(a) of the CEQA Guidelines that some changes or additions to the EIR are necessary. Therefore, an Addendum to the EIR has been prepared and has been reviewed and approved by the City Council, exercising its independent judgment.

1.18 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 the Development Agreement Act. The City Council has found that this Second Amendment has been adopted in conformance with the procedures of the Development Agreement Statute set forth in Government Code Section 65865, et seq.

1.19 On ____________, 2008, the Planning Commission held a duly noticed public hearing on this Second Amendment and, at the conclusion thereof, adopted Resolution No. ____________, recommending to the City Council approval of this Second Amendment.

1.20 On ____________, 2008, the City Council held a duly noticed public hearing on this Second Amendment and, at the conclusion thereof, introduced Ordinance No. ____________ and on ____________, 2008, the City Council adopted Ordinance No. ____________ approving this Second Amendment. Ordinance No. ____________ became effective on ____________, 2008.

2. Amendment of Property Descriptions. In order to incorporate the Additional 3.4 Acres into the description of the Property, Exhibit "A" of the Development Agreement is hereby amended in its entirety to read as set forth in Exhibit "B" attached hereto. Any references in the Development Agreement and/or this Second Amendment to the "Property" shall hereinafter be deemed to be a reference to the property described in Exhibit "B." In addition, Exhibit "B" of the RSP 2 Assignment is hereby amended in its entirety to read as set forth in Exhibit "C"
attached hereto. Any references in this Second Amendment to the RSP 2 Property shall be
deemed to be a reference to the Phase 1B Property described in Exhibit “C.”

3. Revised Acreage and Square Footage of the Project. As a result of the Additional 3.4
Acres becoming a part of the Property and Area A, Section 1.2 of the Development Agreement is
hereby amended to revise the number “42” to read “45.566.” In addition, the number “four-
hundred twenty-five thousand (425,000)” in Section 1.3 is hereby revised to read “four-hundred
forty-eight thousand eight hundred twenty-nine (448,829) square feet.”

4. Conditions of Approval. In connection with the development of the Phase 1B Property,
the Conditions of Approval are hereby amended as set forth in Exhibit “D” attached hereto.

5. Zone Text Amendment. Subject to the City’s approval of the Zone Text Amendment, the
following conditions shall be applicable to Phase 1B:

5.1 Screening Requirements along the Eastern Boundary of Phase 1B. RSP
shall cause the eastern boundary of Phase 1B to be screened from the property located adjacent
to and east of Phase 1B by (a) installing a fence comprised of decorative cement or ceramic
blocks or wrought iron at least six (6) feet in height along the eastern boundary of Phase 1B and
(b) planting, irrigating and maintaining screening type landscaping that includes trees, vines,
bamboo and/or hedges that shall be projected to grow at least 15 feet in height along the western
side of the fence.

5.2 LED Signage. A maximum of two light emitting diode signs (“LED
Sign”), not to exceed 30’ in height and 60’ in length each, may be located within the interior
portion of Phase 1B. The displays are intended for viewing by the customers of Phase 1B and
Developer shall use reasonable efforts to minimize exposure of the displays to Rosecrans
Avenue and Sepulveda Boulevard. In addition, in no event shall the top of any display exceed
15’ above a plane that is parallel with the 157.00 foot elevation of the northeast corner of
Rosecrans Avenue and Sepulveda Boulevard. Each LED Sign shall be utilized for the purpose of
providing on site advertising for tenants of the Project and for the products that are offered for
sale by those tenants (but only in conjunction with the display of the name of the tenant that sells
the product), and may also be utilized for movie projections and abstract video that are not
related to advertising any particular product, or entertainment, retail or service use. Each display
shall be attached to a building or other structure and integrated into the architectural design of the
building and shall not be free standing. In no event shall LED Signs be permitted to be located
in Phase 1A.

6. Phase 1B Development Standards. The 75,000 Square Foot Limit shall not apply to
Developer’s leasing of space in Phase 1B. However, all other requirements of the Development
Agreement and the Conditions of Approval, including the Smaller Tenant Standards, shall
continue to remain in full force and effect with respect to the Project and with respect to each
tenant that leases less than 4,000 square feet of space in Phase 1B.

7. Contribution to Downtown Signage Program. RSP 2 agrees to pay the City $25,000 upon
the earlier of (i) the expiration of the statute of limitations for challenging City’s approval of this
Second Amendment with no challenge having been filed or (ii) upon a final court judgment or
settlement of litigation which results in RSP 2 being allowed to proceed with development of Phase 1B. The funds paid to the City shall be used for City’s downtown sign program.

8. **Park Place Extension.**

8.1 **Irrevocable Offers to Dedicate.** To the extent RSP 2, or any affiliate of RSP 2, acquires any portion of the Other C-4 Property and such acquired portion contains any portion of the designated right-of-way for Park Place, RSP 2 shall execute, or cause its affiliate to execute, an irrevocable offer to dedicate such designated right-of-way portion of Park Place to the City. As used in this Section 8.1, the term “affiliate” shall mean an entity controlling, controlled by or under common control with the entity to which the term applies, whether by ownership, contract or voting control. In addition, the term “affiliate” shall mean any member of RSP 2 (“Member”), which Members currently include Mar El Segundo, LLC, a Delaware limited liability company, CCA Sepulveda, LLC, a California limited liability company, Continental Rosecrans-Sepulveda, Inc., a California corporation, Daniel Romano, an individual, and any affiliate of any Member. The term “affiliate” shall also include, individually, Richard Lundquist, Allan Mackenzie, Robert Comstock and Daniel Crosser.

Notwithstanding the foregoing, no irrevocable offer to dedicate shall be accepted by City until (a) the alignment of the right-of-way for the Park Place Extension has been approved by the City Engineer and any other governmental agencies having jurisdiction over such right-of-way and (b) City has initiated such steps as may be required to acquire the right-of-way for those portions of the Park Place Extension, including, without limitation, those portions owned by existing railroads, pipeline easement holders, utilities and/or other third parties whose rights could impact or interfere with the construction and use of the Park Place Extension, that have not otherwise been offered for dedication to City (cumulatively, the “Park Place Extension Conditions Precedent”).

8.2 **RSP 2’s Funding of City’s Acquisition of the Honeywell, Chevron and Union Pacific RR Park Place Segments; Security for RSP 2’s Performance.** Subject to the satisfaction of the Park Place Extension Conditions Precedent and to all applicable governmental permits and requirements (federal, state and/or local) including, without limitation, compliance with CEQA and laws relating to hazardous materials, having been obtained and/or satisfied with respect to the approval, design, remediation and construction of the Park Place Extension and a funding plan for the design and construction of the Park Place Extension having been approved by City (which funding plan may include RSP 2’s payment of the Park Place Extension Fund in accordance with the provisions of Section 8.2 below and any other dedications and payments as RSP 2, or any RSP 2 affiliate, may agree to in connection with the development of Area B), RSP 2 agrees, upon the (a) commencement by City of acquisition of the right-of-way for the Honeywell Park Place Segment, the Chevron Park Place Segment and/or the Union Pacific RR Park Place Segment and (b) award of a construction contract to extend Park Place to pay, within thirty (30) days of RSP 2’s receipt of a written request from City, to City that portion of the Park Place Extension Fund to the extent City requires all or any portion of such Fund in order to complete its acquisition of the Honeywell, Chevron and/or Union Pacific RR Park Place Segment(s). In order to secure the obligation of RSP 2 to make the Park Place Extension Fund payment, RSP 2 shall cause RSP 4 to execute and record a Deed of Trust secured by the RSP 4
Property, such Deed of Trust to be in a form mutually and reasonably agreed upon by City and RSP 4 (the "RSP 4 Deed of Trust") and shall only be subject to the encumbrances identified on Exhibit "E" attached hereto. RSP 2 shall cause an ALTA title policy in the amount of $2,418,000 to be issued to the City for the RSP 4 Deed of Trust. In order to ensure RSP 2's performance in accordance with the provisions of this Section 8.2, no Certificate of Occupancy shall be issued by City for any building in Phase 1B until RSP 4 has executed and recorded the RSP 4 Deed of Trust and the title policy has been issued to the City. In addition, RSP 2 agrees to use reasonable business efforts to cause Honeywell, subject to the Park Place Conditions Precedent, to irrevocably offer to dedicate the Honeywell Park Place Segment to the City. RSP hereby acknowledges that the dedications and payments referenced in Section 8.1 and 8.2 of this Agreement may not represent the entire share of the costs that RSP 2 or its affiliates may be ultimately required to pay towards the extension of Park Place.

8.3 Funding/Financing for the Design, Acquisition and Construction of the Park Place Extension. The Parties agree to continue to work together to identify and seek to secure funding and/or financing sources for the design, acquisition and construction of the Park Place Extension.

8.4 Use of Park Place Extension Funds for Construction of Park Place. To the extent the entire Park Place Extension Fund is not required to be used by City for the acquisition of the Honeywell, Chevron and/or Union Pacific RR Segments, any funds remaining shall be paid to City by RSP 2 within thirty (30) days of RSP 2's receipt of a written request from City confirming the award of a construction contract to extend Park Place; provided, however, to the extent RSP 2, or any affiliate of RSP 2, from time to time, acquires all or any portion of the Honeywell, Chevron and/or Union Pacific RR Segments, the Park Place Extension Fund shall be reduced by an amount equal to $30 multiplied by the total number of square feet in the Honeywell, Chevron and/or Union Pacific RR Segments acquired by RSP 2, or any affiliate of RSP 2, and irrevocably offered for dedication to the City in accordance with the provisions of Section 8.1 above.

9. Amendments to Section 4.1 of the Development Agreement. Section 4.1 of the Development Agreement is hereby amended to add new Sections 4.1.7 and 4.1.8 to read as follows:

"4.1.7 Health/Skin Care Uses. Two tenants that have uses devoted to health/skin care that are limited to non-invasive and/or minimally invasive cosmetic medical procedures and may include the services of licensed health care professionals, shall be permitted, provided that neither use exceeds 3,000 square feet of leasable floor area and at least twenty percent (20%) of each tenant floor area is devoted to the sale of retail products.

4.1.8 Automobile Sales. The sale of automobiles and, as an accessory use to the sale of automobiles, the sale of automobile accessories and automobile parts shall be permitted in Phase 1B, provided such use does not exceed 5,000 square feet of leasable floor area and provided that automobile repair and maintenance uses shall not be permitted."
10. **Amendment to Section 5.7 of the Development Agreement.** Section 5.7 of the Development Agreement is hereby amended in its entirety to read as follows:

   “5.7 **Term.** This Agreement shall be in effect for a period of eleven (11) years from the effective date of the Enabling Ordinance. However, Developer or City shall be entitled to, by written notice to the other Party prior to the Agreement’s expiration, one (1) five (5)-year extension, provided that the requesting Party is not in material default of its obligations hereunder at such time.

11. **Remainder of Development Agreement to Remain in Full Force and Effect.** Except as set forth in this Second Amendment, all terms and conditions of the Development Agreement shall remain in full force and effect.

**IN WITNESS WHEREOF,** Developer and City have executed this Second Amendment on the date first above written.

**CITY:**

CITY OF EL SEGUNDO, a municipal corporation

By: ________________________
    Kelly McDowell, Mayor

**ATTEST**

__________________________
Cindy Mortesen
City Clerk

**APPROVED AS TO FORM:**

By: ________________________
    Mark D. Hensley, City Attorney

[SIGNATURES CONTINUED ON NEXT PAGE]
DEVELOPER

ROSECRANS-SEPULVEDA PARTNERS, LLC, a Delaware limited liability company

By: CCA Sepulveda, LLC, a California limited liability company

Its: Managing Member

By: __________________________
Name: __________________________
Its: __________________________

By: __________________________
Name: __________________________
Its: __________________________

PES PARTNERS, LLC,
a Delaware limited liability company

By: Rosecrans-Sepulveda Partners 3, LLC,
a Delaware limited liability company

Its: Sole Member

By: CCA Sepulveda, LLC
a California limited liability company

Its: Managing Member

By: __________________________
Name: __________________________
Its: __________________________

By: __________________________
Name: __________________________
Its: __________________________
STATE OF CALIFORNIA  
)  
COUNTY OF LOS ANGELES  
) ss:

On ____________, 2008 before me, _____________________ (here insert name of the officer), Notary Public, 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 of Notary Public

[Seal]

STATE OF CALIFORNIA  
)  
COUNTY OF LOS ANGELES  
) ss:

On ____________, 2008 before me, _____________________ (here insert name of the officer), Notary Public, 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 of Notary Public

[Seal]
STATE OF CALIFORNIA  )  
COUNTY OF LOS ANGELES  )  

On ____________, 2008 before me, __________________________ (here insert name of the officer), Notary Public, 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.

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WITNESS my hand and official seal.

________________________________________
Signature of Notary Public

[Seal]

STATE OF CALIFORNIA  )  
COUNTY OF LOS ANGELES  )  

On ____________, 2008 before me, __________________________ (here insert name of the officer), Notary Public, 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 of Notary Public

[Seal]
EXHIBIT A

DEPICTION OF HONEYWELL, CHEVRON AND UNION PACIFIC RR PARK PLACE SEGMENTS
EXHIBIT B
AMENDED PROPERTY DESCRIPTION

THAT PORTION OF THE SOUTHWEST QUARTER OF SECTION 18, TOWNSHIP 3 SOUTH, RANGE 14 WEST, SAN BERNARDINO MERIDIAN, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AND MORE PARTICULARLY DESCRIBED AS:

BEGINNING AT A POINT IN THE EASTERLY LINE OF SEPULVEDA BOULEVARD, AS DESCRIBED IN THE FINAL DEED OF CONDEMNATION RECORDED IN BOOK 13174 AT PAGE 92, OFFICIAL RECORDS OF SAID COUNTY, SAID POINT BEING 1040 FEET NORTHERLY, MEASURED ALONG SAID EASTERLY LINE, FROM THE INTERSECTION OF SAID EASTERLY LINE WITH THE NORTHERLY LINE OF LOT 4 OF TRACT NO. 1314, AS PER MAP RECORDED IN BOOK 20, PAGE 161 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY; THENCE ALONG EASTERLY LINE AS FOLLOWS:

SOUTH 0°01' EAST, A DISTANCE OF 70.16 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE WEST AND HAVING A RADIUS OF 3050.00 FEET; SOUTHERLY ALONG SAID CURVE A DISTANCE OF 292.78 FEET; SOUTH 5°29' WEST, A DISTANCE OF 389.98 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE EAST AND HAVING A RADIUS OF 2950.00 FEET; SOUTHERLY ALONG SAID CURVE A DISTANCE OF 283.18 FEET, AND SOUTH 0°01' EAST, A DISTANCE OF 3.90 FEET TO THE NORTHERLY LINE OR AFORESAID LOT 4 OF TRACT NO. 1314; THENCE ALONG THE NORTHERLY LINE OF SAID LOT 4, SOUTH 60°41' EAST, A DISTANCE OF 5.74 FEET TO THE MOST WESTERLY CORNER OF THE LAND DESCRIBED IN THE DEED TO THE PACIFIC ELECTRIC LAND COMPANY, RECORDED IN BOOK 5839, PAGE 185 OF DEEDS, RECORDS OF SAID COUNTY; THENCE ALONG THE NORTHERLY LINE OF SAID LAND SO DESCRIBED (A PORTION OF WHICH IS SHOWN ON A MAP FILED FOR RECORDS WITH THE DEED RECORDED IN BOOK 6708, PAGE 304 OF SAID DEED RECORDS) SOUTH 70°41' EAST, A DISTANCE OF 219.75 FEET TO THE BEGINNING OF A CURVE CONCAVE TO THE NORTH AND HAVING A RADIUS OF 458.59 FEET; THENCE EASTERLY ALONG SAID CURVE IN SAID NORTHERLY LINE A DISTANCE OF 475.29 FEET; THENCE CONTINUING ALONG SAID NORTHERLY LINE OF SAID LAND SO DESCRIBED; NORTH 49°56'05" EAST, A DISTANCE OF 1601.41 FEET TO AN INTERSECTION WITH A LINE WHICH IS PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST QUARTER AND PASSES THROUGH THE POINT OF BEGINNING; THENCE NORTH 89°59' 30" WEST, A DISTANCE OF 1820.11 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION OF SAID LAND DESCRIBED AND GRANTED IN THE DEED FROM ALLIED CORPORATION, A NEW YORK CORPORATION TO THE CITY OF EL SEGUNDO, RECORDED ON OCTOBER 18, 1982 AS INSTRUMENT NO. 82-1045151, OFFICIAL RECORDS

ALSO EXCEPTING THEREFROM THAT PORTION OF SAID LAND DESCRIBED AND GRANTED IN THE DEED FROM ALLIED CORPORATION, A NEW YORK CORPORATION TO CHEVRON U.S.A. INC., A CALIFORNIA CORPORATION RECORDED OCTOBER 15, 1984 AS INSTRUMENT NO. 84-1233577, OFFICIAL RECORDS ATTACHED THERETO A RESOLUTION OF THE CITY OF EL SEGUNDO NO. 2030 DATED FEBRUARY 11, 1983, APPROVING SAID LOT LINE ADJUSTMENT.
EXHIBIT B
AMENDED PROPERTY DESCRIPTION

TOGETHER WITH THOSE PORTIONS OF THE SOUTHWEST QUARTER OF SECTION 18, TOWNSHIP 3 SOUTH, RANGE 14 WEST, IN THE RANCHO SAUSA REDONDO, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTHWESTERLY LINE OF THE LAND DESCRIBED IN DEED TO THE PACIFIC ELECTRIC LAND COMPANY RECORDED IN BOOK 5839, PAGE 185 OF DEEDS, WITH A LINE PARALLEL WITH THE SOUTHERLY LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 18, WHICH PASSES THROUGH A POINT IN THE EASTERLY LINE OF SEPULVEDA BOULEVARD, AS DESCRIBED IN THE FINAL DECREE OF CONDEMNATION RECORDED IN BOOK 13174, PAGE 29, OFFICIAL RECORDS, SAID POINT BEING 1040 FEET NORTHERLY, MEASURED ALONG SAID EASTERLY LINE FROM THE INTERSECTION OF SAID EASTERLY LINE WITH THE NORTHERLY LINE OF LOT 4 OF TRACT NO. 1314, AS PER MAP RECORDED IN BOOK 20, PAGE 161 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY; THENCE ALONG THE ABOVE MENTIONED NORTHWESTERLY LINE SOUTH 49°56'05" WEST, A DISTANCE OF 1601.41 FEET TO THE BEGINNING OF A TANGENT CURVE IN SAID NORTHWESTERLY LINE CONCAVE NORTHERLY AND HAVING A RADIUS OF 458.59 FEET; THENCE WESTERLY ALONG SAID CURVE, A DISTANCE OF 347.97 FEET TO THE NORTHERLY LINE OF THE LAND DESCRIBED IN THE DEED RECORDED IN BOOK 6708, PAGE 304, OF DEEDS; THENCE ALONG THE NORTHERLY LINE OF SAID LAST MENTIONED LAND THE FOLLOWING COURSES AND DISTANCES; SOUTH 68°48'25" EAST, 98.98 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 421.07 FEET; THENCE EASTERLY ALONG SAID CURVE 390.17 FEET; THENCE TANGENT TO SAID CURVE AT ITS POINT OF ENDING NORTH 58°06'05 EAST, 172.86 FEET; THENCE NORTH 49°56'06" EAST, A DISTANCE OF 1388.71 FEET TO A POINT WHICH BEARS SOUTH 40°03'55" EAST FROM THE POINT OF BEGINNING; THENCE LEAVING SAID NORTHERLY LINE, NORTH 40°03'55" WEST, 200 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH PARCEL 1 OF PARCEL MAP NO. 17911, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 269, PAGES 82 THROUGH 84 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.


THIS DESCRIPTION WAS PREPARED BY ME, OR UNDER MY DIRECTION, IN CONFORMANCE WITH THE PROFESSIONAL LAND SURVEYOR'S ACT.

JOHN M. SMITH, P.L.S.
EXPIRE: 12/31/07
LICENSE NO. 6070
DATE PREPARED: 12/03/07

440380/1320812v1

EXHIBIT B - Page 2 of 3
EXHIBIT C

PHASE 1B PROPERTY DESCRIPTION

PARCEL 1 OF PARCEL MAP NO. 17811, IN THE CITY OF EL SEGUNDO, COUNTY OF
LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 299, PAGES 82
THROUGH 84 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF
SAID COUNTY.

TOGETHER WITH PARCEL 1 OF THE CERTIFICATE OF COMPLIANCE, IN THE CITY OF
EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, RECORDED JULY
11, 2007 AS INSTRUMENT NO. 20071847836 OF OFFICIAL RECORDS, IN THE OFFICE
OF THE COUNTY RECORDER OF SAID COUNTY.

THE ABOVE DESCRIBED PARCELS CONTAIN 8.133 ACRES, MORE OR LESS.

THIS DESCRIPTION WAS PREPARED BY ME, OR UNDER MY DIRECTION, IN
CONFORMANCE WITH THE PROFESSIONAL LAND SURVEYOR’S ACT.

JOHN M. SMITH, P.L.S. 8070
LICENSE EXPIRES 12/31/07
DATE PREPARED: 12/06/07
EXHIBIT D

AMENDMENTS TO CONDITIONS OF APPROVAL

The Conditions of Approval that were approved by the City Council on March 15, 2005 as part of Ordinance No. 1382 (the "Conditions of Approval") are hereby amended as follows:

DEFINITIONS

I. Condition No. 2 is hereby amended as follows:

A. A new Condition No. 2.C-1 is hereby added to read as follows:

"Development Agreement" refers to Development Agreement No. 03-1 and any amendments thereto."

B. Condition No. 2.D is hereby amended in its entirety to read as follows:

"Project Area" refers to each of the 20 developable lots on the Plaza El Segundo development Project Site as shown on Vesting Tentative Tract Map No. 061630 which comprise the Project Site. Map No. 061630 and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as "S 00 Degrees 02'26" W 418.50 Degrees on Said Parcel Map)."

C. A new Condition No. 2.E-1 is hereby added to read as follows:

"Project Site Phase 1B" refers to the 8.13-acre site comprised of the approximately 4.72-acre portion of Vesting Tentative Map No. 061630 south of the Union Pacific Railroad and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as "S 00 Degrees 02'26" W 418.50 Degrees on Said Parcel Map), generally located south of the Union Pacific Railroad, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue."

D. A new Condition No. 2.E-2 is hereby added to read as follows:

"Phase 1A" refers to the portion of the Project Area located north of the Union Pacific Railroad right-of-way."
E. A new Condition No. 2.E-3 is hereby added to read as follows:

"Phase 1B’ refers to the portion of the Project Area located south of the Union Pacific Railroad right-of-way."

AESTHETICS

Materials and Design

II. Condition No. 5 is hereby amended as follows:

A. Condition No. 5.F is hereby amended in its entirety to read as follows:

“All buildings must be in accordance with the Project Site’s Areas Conditions, Covenants and Restrictions (CC&R’s); (CC&R’s)."

B. Condition No. 5.L is hereby amended in its entirety to read as follows:

“A six-foot high solid wall must be constructed along the southern property line of Lot 15 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way and along the northern property line of Lot 19 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way. A six-foot high wall or a fence constructed of vinyl chain link or other material must be constructed along the remaining property lines of the Project Area abutting the Union Pacific Railroad right-of-way with screening of the right-of-way with the use of landscaping, including, without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director, A combination of a fence constructed of 6-foot high wrought iron or steel tubing and a six-foot high solid wall compatible with the fence and wall materials on the portion of the site north of the Union Pacific Railroad right-of-way must be constructed along the northern property line of Project Site Phase 1B for those portions east of the eastern edge of the Sepulveda Boulevard right-of-way with screening of the right-of-way with the use of landscaping, that includes without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director excepting those areas closest to Sepulveda Boulevard prohibited by Union Pacific Railroad for visibility and safety reasons."

C. Condition No. 5.S is hereby amended in its entirety to read as follows:

“The Project Area site plan must be revised to provide sidewalks or other designated pathways following direct and safe routes from the Park Place right-of-way to buildings H through A-7, from the Park Place right-of-way to Pad D, and from the Sepulveda Boulevard right-of-way to Building No. 2, and any other building that may developed that is set back more than 200 feet from a public right-of-way, subject to the review and approval of the P.B.S. Director. The Project Area site plan must provide sidewalks or other designated pathways following direct and safe routes from the Sepulveda Boulevard public right-
of-way and the Rosecrans Avenue public right-of-way to the entrances of the buildings and the plaza in front of the buildings, subject to the review and approval of the P.B.S. Director.”

**Landscaping and Irrigation**

III. Condition No. 7 is hereby amended in its entirety to read as follows:

“Before the issuance of the first Building Permit in the Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. 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.** Before the issuance of the first Building Permit in the Project Site Phase 1B, the applicant must provide a Landscape and Irrigation Plan and an Architectural Site Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. Director, Director of Recreation and Parks, and the Police Chief for review and approval that includes the use of trees, hedges, and or vines along the eastern boundary from Rosecrans Avenue to the Union Pacific Railroad. The plant material must be placed west and in front of the property line wall or fence. **The Landscape Plan must utilize decorative pavement material in the plaza and for the pedestrian entrances to the plaza.** 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.”

**Signs**

IV. Condition No. 9 is hereby amended as follows:

A. Condition No. 9.B is hereby amended in its entirety to read as follows:

“**Notwithstanding** any other provisions in the ESMC, a maximum of three freestanding or pole ground or monument signs with a maximum height of 35 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area, “north of the Union Pacific Railroad;””

B. **A new Condition No. 9.B-1 is hereby added to read as follows:**

“**Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area south of the Union Pacific Railroad;””
C. Condition No. 9.C is hereby amended in its entirety to read as follows:

"Notwithstanding any other provisions in the ESMC, a maximum of two freestanding or pole ground or monument signs with a maximum height of 25 feet are permitted along the Park Place street frontages of the Project Area;"

D. Condition No. 9.D is hereby amended in its entirety to read as follows:

"Notwithstanding any other provisions in the ESMC, a maximum of two freestanding or pole ground or monument signs with a maximum height of 25 feet are permitted along the Allied Way street frontages of the Project Area;"

E. A new Condition No. 9.D-1 is hereby added to read as follows:

"Notwithstanding any other provision in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet are permitted along the Rosecrans Avenue street frontage of the Project Area;"

F. A new Condition No. 9.D-2 is hereby added to read as follows:

"A maximum of two light emitting diode signs ("LED Sign"), not to exceed 30' in height and 60' in length each, may be located within the interior portion of Phase 1B. The displays are intended for viewing by the customers of Phase 1B and Developer shall use reasonable efforts to minimize exposure of the displays to Rosecrans Avenue and Sepulveda Boulevard. In addition, in no event shall the top of any LED Sign exceed 15' above a plane that is parallel with the 157.00 foot elevation of the northeast corner of Rosecrans Avenue and Sepulveda Boulevard. Each LED Sign shall be utilized for the purpose of providing on site advertising for tenants of the Project and for the products that are offered for sale by those tenants (but only in conjunction with the display of the name of the tenant that sells the product), and may also be utilized for movie projections and abstract video and artistic images that are not related to advertising any particular product, or entertainment, retail or service use. Each LED sign shall be attached to a building or other structure and integrated into the architectural design of the building and shall not be free standing."

G. Condition No. 9.E is hereby amended in its entirety to read as follows:
“Notwithstanding any other provisions in the ESMC, no freestanding or pole signs, except as set forth in this Condition No. 9 and except as described in Condition No. 10 below, are permitted along the Rosecrans Avenue frontage of the Project Area;”

H. **A new Condition No. 9.I is hereby added to read as follows:**

> “Height limitations of signs referred to in this Condition No. 9 shall be measured from the average adjacent street elevation.”

V. **Condition No. 10 is hereby amended in its entirety to read as follows:***

> “Before the issuance of a **Final** Certificate of Occupancy for the first building in the Project Area, the applicant must construct and maintain a monument sign at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue announcing the entrance to the City. The sign is subject to review and approval by the City Council. The sign should be compatible with the design of the Master Sign Program for the Plaza El Segundo development project.***

**PROJECT DESCRIPTION**

**Plans**

VI. **Condition No. 29 is hereby amended in its entirety to read as follows:**

> “The Plaza El Segundo development project is allowed to develop up to a maximum of 425,000 square feet **448,829 square feet including a maximum of 70,000 net square feet for the Plaza El Segundo Phase 1B development project**, consisting of a combination of uses as permitted by the Plaza El Segundo Reduced Traffic Generation Alternative described in the Final EIR, the C-4 Zone and as limited by the Development Agreement as long as the total AM, PM peak, daily, and Saturday midday peak trip generation established in the EIR for the **Plaza El Segundo development** project as a whole is not exceeded.”

VII. **Condition No. 30 is hereby amended in its entirety to read as follows:**

> “The maximum project size may be reduced as determined by the vehicle trip generation for each use. The Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project permit the following vehicle trips:

<table>
<thead>
<tr>
<th>MAXIMUM PERMITTED TRIPS</th>
<th>AM</th>
<th>PM</th>
<th>Daily</th>
<th>Saturday Midday</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sepulveda/Rosecrans Site Rezoning</td>
<td>1,033</td>
<td>2,346</td>
<td>25,859</td>
<td>3,379</td>
</tr>
<tr>
<td>Plaza El Segundo Development Project</td>
<td>779</td>
<td>1,477</td>
<td>16,645</td>
<td>2,205</td>
</tr>
</tbody>
</table>
The trip generation for each use and building must be determined using the rates identified below, adjusted for internal capture and pass by discount rate consistent with the traffic study for EA No. 631:

<table>
<thead>
<tr>
<th>Use</th>
<th>Lower Unit</th>
<th>Daily T</th>
<th>AM Peak Hour T</th>
<th>PM Peak Hour T</th>
<th>Saturday T</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shopping Center (per 1,000 sf) – LU 820</td>
<td></td>
<td>66.95(A)</td>
<td>6.06 Ln(A) + 2.29; I/B=61%, O/B=39%</td>
<td>6.66 Ln(A) + 3.40; I/B=48%, O/B=52%</td>
<td>0.65 Ln(A) + 3.77; I/B=52%, O/B=48%</td>
</tr>
<tr>
<td>Grocery Store (per 1,000 sf) – LU 850</td>
<td></td>
<td>56.02(A)</td>
<td>1.70 Ln(A) - 1.42; I/B=61%, O/B=39%</td>
<td>0.79 Ln(A) + 3.20; I/B=51%, O/B=49%</td>
<td>0.74 Ln(A) + 3.47; I/B=51%, O/B=49%</td>
</tr>
<tr>
<td>Free Standing Discount Store (per 1,000 sf) – LU 815</td>
<td></td>
<td>45.04(A)</td>
<td>3.46 0.28(A); I/B=53%, O/B=47%</td>
<td>4.50(A); I/B=49%, O/B=51%</td>
<td>[N/A]</td>
</tr>
<tr>
<td>Electronics Superstore (per 1,000 sf) – LU 863</td>
<td></td>
<td>43.0(A)</td>
<td>3.06 (A); I/B=58%, O/B=42%</td>
<td>5.76 (A); I/B=63%, O/B=37%</td>
<td>[N/A]</td>
</tr>
<tr>
<td>Health Club (per 1,000 sf) – LU 493</td>
<td></td>
<td>496.12(A)</td>
<td>53.11 (A); I/B=51%, O/B=49%</td>
<td>34.64 (A); I/B=52%, O/B=48%</td>
<td>59.20 (A); I/B=51%, O/B=49%</td>
</tr>
<tr>
<td>Fast-food Restaurant with Drive-Through Window (per 1,000 sf) – LU 934</td>
<td></td>
<td>127.15(A)</td>
<td>11.52 (A); I/B=52%, O/B=48%</td>
<td>10.92 (A); I/B=61%, O/B=39%</td>
<td></td>
</tr>
</tbody>
</table>
Quality Restaurant (per 1,000 sf) – LU 931
Daily T = 89.95 (A)
AM Peak Hour T = 0.81 (A); I/B = 82%, O/B = 18%
PM Peak Hour T = 7.49 (A); I/B = 67%, O/B = 33%

T = trip ends A = building area in 1,000’s of square feet
I/B = inbound percentages LU = ITE land use code
O/B = outbound percentages
Sources:
* Saturday information unavailable – PM Peak hour utilized.

VIII. Condition No. 33 is hereby amended in its entirety to read as follows:

"Before the issuance of a Building Permit for the 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 in the public right-of-way for any missing public segments/areas on the perimeter of the Project Site Area, as reasonably required by the Director of Public Works. Any existing driveways and other paved areas on the perimeter of the Project Site that will not be incorporated into the development 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."

IX. A new Condition No. 33.A is hereby added to read as follows:

"The applicant must submit either a Lot Line Adjustment or Lot Merger application after the recording of Final Map 061530, to merge the two parcels south of Union Pacific Railroad into one parcel."

DEDICATIONS AND FEES

X. Condition No. 35 is hereby amended in its entirety to read as follows:

"The applicant must dedicate approximately 0.50-acres of the “Project Site Area” to the city City for roadway widening along the east side of Sepulveda Boulevard, as required in the Development Agreement No. 04-1 and as depicted on Vesting Tentative Map 061630. Such dedication an easement may be provided in lieu of a dedication, only if Caltrans will not accept the dedication and will only accept an easement. A dedication may be provided for the Phase 1A portion of Sepulveda Boulevard and an easement may be provided for the Phase 1B portion of Sepulveda Boulevard or conversely an easement may be provided for the Phase 1A portion of Sepulveda Boulevard and a dedication may be provided for the Phase 1B portion of Sepulveda Boulevard."
Boulevard. Such dedication and/or such easement shall occur through and upon recordation of the Final Map.”

TRANSPORTATION/CIRCULATION/PARKING

XI. Condition No. 54 is hereby amended in its entirety to read as follows:

“If the Los Angeles Congestion Management Plan (CMP) requires the City to track the debits/credits associated with development in the City, before the issuance of 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 P.B.S. Director and Public Works for review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the issuance of a Certificate of Occupancy for the building, the applicant must provide evidence to the P.B.S. Director that the proposed project CMP debits/credits related improvements were implemented and balanced in the Project Site Area in accordance with the approved phasing plan. Compliance with this measure must be verified by the P.B.S. 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.”

XII. Condition No. 57 is hereby amended in its entirety to read as follows:

“The applicant must install ‘No Parking’ and other traffic signs on the Park Place and Allied Way roadway extensions, as required by the Public Works Department. The applicant must install “No Parking” and other traffic signs on Sepulveda Boulevard and Rosecrans Avenue, as required by the Public Works Department.”

XIII. Condition No. 61 is hereby amended in its entirety to read as follows:

“Prior to the issuance of a Certificate of Occupancy for any building constructed north of the Union Pacific/Burlington Northern Santa Fe Railroad right-of-way in the Project Area, the new roadways, including any medians, sidewalks, curbs, and gutters must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway with the minimum dimensions required by the Circulation Element of the El Segundo General 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 and construction of the new roadways.”

UTILITIES

XIV. Condition No. 78 is hereby amended in its entirety to read as follows:

“Before issuance of the first building permit in the Project Area, the applicant must inspect the existing sewer laterals that connect to the City sewer mains in the area with closed circuit television (CCTV) to determine the condition of the existing infrastructure
that will serve the project. "project. All reports and copies of CCTV videos must be submitted to the Public Works Department."

XV. Condition No. 82 is hereby amended in its entirety to read as follows:

"Before issuance of a first Certificate of Occupancy for any building in the Project Area north of the Union Pacific Railroad right-of-way, the applicant must replace the 15-inch sewer line located to the north of the project site with an 18-inch sewer line as depicted on the Phase 1 Utility Layout plan. Before issuance of a first Certificate of Occupancy for any building in the Project Area south of the Union Pacific Railroad right-of-way, the applicant must prepare an analysis of the existing sanitary system on Rosecrans Avenue and calculate additional flow resulting from the proposed development into the existing system. If necessary, upgrade the 12" and 15" diameter downstream sanitary sewer pipes on Rosecrans Avenue from point of connection to Aviation Boulevard."

WATER

XVI. Condition No. 94 is hereby amended in its entirety to read as follows:

"The applicant must install a loop water distribution system for the Project Site Area with service connections to each of the water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the issuance of each Building Permit in the 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. The looped water system must provide water mains connection to Rosecrans Avenue on the south and Sepulveda Boulevard to the west."

XVII. A new Condition 100 is hereby added to the Conditions of Approval to read as follows:

"Water meters must be provided for each building by the applicant per City Standard and approved by the City of El Segundo Water Division prior to installation."

Except as set forth herein, the Conditions of Approval shall remain in full force and effect.
EXHIBIT D

AMENDMENTS TO CONDITIONS OF APPROVAL

The Conditions of Approval that were approved by the City Council on March 15, 2005 as part of Ordinance No. 1382 (the “Conditions of Approval”) are hereby amended as follows:

DEFINITIONS

I. Condition No. 2 is hereby amended as follows:

A. A new Condition No. 2.C-1 is hereby added to read as follows:

"‘Development Agreement’ refers to Development Agreement No. 03-1 and any amendments thereto."

B. Condition No. 2.D is hereby amended in its entirety to read as follows:

"‘Project Area’ refers to each of the 20 developable lots on the Plaza El Segundo development Project Site as shown on Vesting Tentative Map No. 061630 and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as ‘S 00 Degrees 02’26” W 418.50 Degrees on Said Parcel Map)."

C. A new Condition No. 2.E-1 is hereby added to read as follows:

"‘Project Site Phase 1B’ refers to the 8.13-acre site comprised of the approximately 4.72-acre portion of Vesting Tentative Map No. 061630 south of the Union Pacific Railroad and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as ‘S 00 Degrees 02’26” W 418.50 Degrees on Said Parcel Map), generally located south of the Union Pacific Railroad, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue."

D. A new Condition No. 2.E-2 is hereby added to read as follows:

"‘Phase IA’ refers to the portion of the Project Area located north of the Union Pacific Railroad right-of-way."

E. A new Condition No. 2.E-3 is hereby added to read as follows:
"Phase 1B' refers to the portion of the Project Area located south of the Union Pacific Railroad right-of-way."

AESTHETICS

Materials and Design

II. Condition No. 5 is hereby amended as follows:

A. Condition No. 5.F is hereby amended in its entirety to read as follows:

"All buildings must be in accordance with the Project Area’s Conditions, Covenants and Restrictions (CC&R’s)."

B. Condition No. 5.L is hereby amended in its entirety to read as follows:

"A six-foot high solid wall must be constructed along the southern property line of Lot 15 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way and along the northern property line of Lot 19 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way. A six-foot high wall or a fence constructed of vinyl chain link or other material must be constructed along the remaining property lines of the Project Area abutting the Union Pacific Railroad right-of-way with screening of the right-of-way with the use of landscaping, including, without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director. A combination of a fence constructed of 6-foot high wrought iron or steel tubing and a six-foot high solid wall compatible with the fence and wall materials on the portion of the site north of the Union Pacific Railroad right-of-way must be constructed along the northern property line of Project Site Phase 1B for those portions east of the eastern edge of the Sepulveda Boulevard right-of-way with screening of the right-of-way with the use of landscaping, that includes without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director excepting those areas closest to Sepulveda Boulevard prohibited by Union Pacific Railroad for visibility and safety reasons."

C. Condition No. 5.S is hereby amended in its entirety to read as follows:

"The Project Area site plan must be revised to provide sidewalks or other designated pathways following direct and safe routes from the Park Place right-of-way to buildings H through A-7, from the Park Place right-of-way to Pad D, and from the Sepulveda Boulevard right-of-way to Building No. 2, and any other building that may developed that is set back more than 200 feet from a public right-of-way, subject to the review and approval of the P.B.S. Director. The Project Area site plan must provide sidewalks or other designated pathways following direct and safe routes from the Sepulveda Boulevard public right-of-way and the Rosecrans Avenue public right-of-way to the entrances of the"
buildings and the plaza in front of the buildings, subject to the review and approval of the P.B.S. Director.”

**Landscaping and Irrigation**

III. Condition No. 7 is hereby amended in its entirety to read as follows:

“Before the issuance of the first Building Permit in the Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. 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. Before the issuance of the first Building Permit in the Project Site Phase 1B, the applicant must provide a Landscape and Irrigation Plan and an Architectural Site Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. Director, Director of Recreation and Parks, and the Police Chief for review and approval that includes the use of trees, hedges, and or vines along the eastern boundary from Rosecrans Avenue to the Union Pacific Railroad. The plant material must be placed west and in front of the property line wall or fence. The Landscape Plan must utilize decorative pavement material in the plaza and for the pedestrian entrances to the plaza. 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.”

**Signs**

IV. Condition No. 9 is hereby amended as follows:

A. Condition No. 9.B is hereby amended in its entirety to read as follows:

“Notwithstanding any other provisions in the ESMC, a maximum of three ground or monument signs with a maximum height of 35 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area north of the Union Pacific Railroad;”

B. A new Condition No. 9.B-1 is hereby added to read as follows:

“Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area south of the Union Pacific Railroad;”

C. Condition No. 9.C is hereby amended in its entirety to read as follows:

“Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Park Place street frontages of the Project Area;”
D. Condition No. 9.D is hereby amended in its entirety to read as follows:

“Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Allied Way street frontages of the Project Area;”

E. A new Condition No. 9.D-1 is hereby added to read as follows:

“Notwithstanding any other provision in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet are permitted along the Rosecrans Avenue street frontage of the Project Area;”

F. A new Condition No. 9.D-2 is hereby added to read as follows:

“A maximum of two light emitting diode signs (‘LED Sign’), not to exceed 30’ in height and 60’ in length each, may be located within the interior portion of Phase 1B. The displays are intended for viewing by the customers of Phase 1B and Developer shall use reasonable efforts to minimize exposure of the displays to Rosecrans Avenue and Sepulveda Boulevard. In addition, in no event shall the top of any LED Sign exceed 15’ above a plane that is parallel with the 157.00 foot elevation of the northeast corner of Rosecrans Avenue and Sepulveda Boulevard. Each LED Sign shall be utilized for the purpose of providing on site advertising for tenants of the Project and for the products that are offered for sale by those tenants (but only in conjunction with the display of the name of the tenant that sells the product), and may also be utilized for movie projections and abstract video and artistic images that are not related to advertising any particular product, or entertainment, retail or service use. Each LED Sign shall be attached to a building or other structure and integrated into the architectural design of the building and shall not be free standing.”

G. Condition No. 9.E is hereby amended in its entirety to read as follows:

“Notwithstanding any other provisions in the ESMC, no freestanding or pole signs, except as set forth in this Condition No. 9 and except as described in Condition No. 10 below, are permitted along the Rosecrans Avenue frontage of the Project Area;”

H. A new Condition No. 9.I is hereby added to read as follows:

“Height limitations of signs referred to in this Condition No. 9 shall be measured from the average adjacent street elevation.”

V. Condition No. 10 is hereby amended in its entirety to read as follows:

“Before the issuance of a Final Certificate of Occupancy for the first building in the Project Area, the applicant must construct and maintain a monument sign at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue announcing the entrance to the City. The sign is subject to review and approval by the City Council. The sign should be
compatible with the design of the Master Sign Program for the Plaza El Segundo development project.”

PROJECT DESCRIPTION

Plans

VI. Condition No. 29 is hereby amended in its entirety to read as follows:

“The Plaza El Segundo development project is allowed to develop up to a maximum of 448,829 square feet including a maximum of 70,000 net square feet for the Plaza El Segundo Phase 1B development project, consisting of a combination of uses as permitted by the Plaza El Segundo Reduced Traffic Generation Alternative described in the Final EIR, the C-4 Zone and as limited by the Development Agreement as long as the total AM, PM peak, daily, and Saturday midday peak trip generation established in the EIR for the Plaza El Segundo development project as a whole is not exceeded.”

VII. Condition No. 30 is hereby amended in its entirety to read as follows:

“The maximum project size may be reduced as determined by the vehicle trip generation for each use. The Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project permit the following vehicle trips:

<table>
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<tr>
<th>MAXIMUM PERMITTED TRIPS</th>
<th>AM</th>
<th>PM</th>
<th>Daily</th>
<th>Saturday Midday</th>
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<tr>
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<td>Plaza El Segundo Development Project</td>
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</table>

The trip generation for each use and building must be determined using the rates identified below, adjusted for internal capture and pass by discount rate consistent with the traffic study for EA No. 631:

**Shopping Center (per 1,000 sf) - LU 820**
Daily: \( \text{Ln}(T) = 0.65 \text{Ln}(A) + 5.83 \)
AM Peak Hour \( \text{Ln}(T) = 0.60 \text{Ln}(A) + 2.29; I/B=61\%, O/B=39\% \)
PM Peak Hour \( \text{Ln}(T) = 0.66 \text{Ln}(A) + 3.40; I/B=48\%, O/B=52\% \)
Saturday \( \text{Ln}(T) = 0.65 \text{Ln}(A) + 3.77; I/B=52\%, O/B=48\% \)

**Grocery Store (per 1,000 sf) - LU 850**
Daily \( T = 66.95(A) + 1391.56 \)
AM Peak Hour \( \text{Ln}(T) = 1.70 \text{Ln}(A) - 1.42; I/B=61\%, O/B=39\% \)
PM Peak Hour \( \text{Ln}(T) = 0.79 \text{Ln}(A) + 3.20; I/B=51\%, O/B=49\% \)
Saturday \( \text{Ln}(T) = 0.74 \text{Ln}(A) + 3.47; I/B=51\%, O/B=49\% \)
### Free Standing Discount Store (per 1,000 sf) – LU 815

- Daily: $T = 56.02 (A)$
- AM Peak Hour $T = 0.84 (A); I/B=68\%, O/B=32\%$
- PM Peak Hour $T = 5.06 (A); I/B=50\%, O/B=50\%$
- Saturday $T = 7.58 (A); I/B=51\%, O/B=49\%$

### Electronics Superstore (per 1,000 sf) – LU 863

- Daily $T = 45.04 (A)$
- AM Peak Hour $T = 0.28 (A); I/B=53\%, O/B=47\%$
- PM Peak Hour $T = 4.50 (A); I/B=49\%, O/B=51\%$
- Saturday [N/A]*

### Health Club (per 1,000 sf) – LU 493

- Daily $T = 43.0 (A)$
- AM Peak Hour* $T = 3.06 (A); I/B=58\%, O/B=42\%$
- PM Peak Hour $T = 5.76 (A); I/B=63\%, O/B=37\%$
- Saturday [N/A]*

### Fast-food Restaurant with Drive-Through Window (per 1,000 sf) – LU 934

- Daily $T = 496.12 (A)$
- AM Peak Hour $T = 53.11 (A); I/B=51\%, O/B=49\%$
- PM Peak Hour $T = 34.64 (A); I/B=52\%, O/B=48\%$
- Saturday $T = 59.20 (A); I/B=51\%, O/B=49\%$

### High-Turnover (Sit-Down) Restaurant (per 1,000 sf) – LU 932

- Daily $T = 127.15 (A)$
- AM Peak Hour $T = 11.52 (A); I/B=52\%, O/B=48\%$
- PM Peak Hour $T = 10.92 (A); I/B=61\%, O/B=39\%$
- Saturday $T = 20.00 (A); I/B=63\%, O/B=37\%$

### Quality Restaurant (per 1,000 sf) – LU 931

- Daily $T = 89.95 (A)$
- AM Peak Hour $T = 0.81 (A); I/B = 82\%, O/B = 18\%$
- PM Peak Hour $T = 7.49 (A); I/B = 67\%, O/B = 33\%$

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$T =$ trip ends $A =$ building area in 1,000's of square feet  
$I/B =$ inbound percentages $LU =$ ITE land use code  
$O/B =$ outbound percentages  
Sources:  
* Saturday information unavailable – PM Peak hour utilized.”

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VIII. Condition No. 33 is hereby amended in its entirety to read as follows:
“Before the issuance of a Building Permit for the 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 in the public right-of-way for any missing public segments/areas on the perimeter of the Project Area, as reasonably required by the Director of Public Works. Any existing driveways and other paved areas on the perimeter of the Project Site that will not be incorporated into the development 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.”

IX. A new Condition No. 33.A is hereby added to read as follows:

“The applicant must submit either a Lot Line Adjustment or Lot Merger application after the recording of Final Map 061530, to merge the two parcels south of Union Pacific Railroad into one parcel.”

DEDICATIONS AND FEES

X. Condition No. 35 is hereby amended in its entirety to read as follows:

“The applicant must dedicate approximately 0.50-acres of the “Project Area” to the City for roadway widening along the east side of Sepulveda Boulevard, as required in the Development Agreement and as depicted on Vesting Tentative Map 061630. An easement may be provided in lieu of a dedication, only if Caltrans will not accept the dedication and will only accept an easement. A dedication may be provided for the Phase 1A portion of Sepulveda Boulevard and an easement may be provided for the Phase 1B portion of Sepulveda Boulevard or conversely an easement may be provided for the Phase 1A portion of Sepulveda Boulevard and a dedication may be provided for the Phase 1B portion of Sepulveda Boulevard. Such dedication and/or such easement shall occur through and upon recordation of the Final Map.”

TRANSPORTATION/CIRCULATION/PARKING

XI. Condition No. 54 is hereby amended in its entirety to read as follows:

“If the Los Angeles Congestion Management Plan (CMP) requires the City to track the debits/credits associated with development in the City, before the issuance of 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 P.B.S. Director and Public Works for review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the issuance of a Certificate of Occupancy for the building, the applicant must provide evidence to the P.B.S. Director that the proposed project CMP debits/credits related improvements were implemented and balanced in the Project Area in accordance with the approved phasing plan. Compliance with this measure must be verified by the P.B.S. 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.”

XII. Condition No. 57 is hereby amended in its entirety to read as follows:

“The applicant must install ‘No Parking’ and other traffic signs on the Park Place and Allied Way roadway extensions, as required by the Public Works Department. The applicant must install “No Parking,” and other traffic signs on Sepulveda Boulevard and Rosecrans Avenue, as required by the Public Works Department.”

XIII. Condition No. 61 is hereby amended in its entirety to read as follows:

“Prior to the issuance of a Certificate of Occupancy for any building in the Project Area, the new roadways, including any medians, sidewalks, curbs, and gutters must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway with the minimum dimensions required by the Circulation Element of the El Segundo General 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 and construction of the new roadways.”

UTILITIES

XIV. Condition No. 78 is hereby amended in its entirety to read as follows:

“Before issuance of the first building permit in the Project Area, the applicant must inspect the existing sewer laterals that connect to the City sewer mains in the area with closed circuit television (CCTV) to determine the condition of the existing infrastructure that will serve the project. All reports and copies of CCTV videos must be submitted to the Public Works Department.”

XV. Condition No. 82 is hereby amended in its entirety to read as follows:

“Before issuance of a first Certificate of Occupancy for any building in the Project Area north of the Union Pacific Railroad right-of-way, the applicant must replace the 15-inch sewer line located to the north of the project site with an 18-inch sewer line as depicted on the Phase 1 Utility Layout plan. Before issuance of a first Certificate of Occupancy for any building in the Project Area south of the Union Pacific Railroad right-of-way, the applicant must prepare an analysis of the existing sanitary system on Rosecrans Avenue and calculate additional flow resulting from the proposed development into the existing system. If necessary, upgrade the 12” and 15” diameter downstream sanitary sewer pipes on Rosecrans Avenue from point of connection to Aviation Boulevard.”

WATER

XVI. Condition No. 94 is hereby amended in its entirety to read as follows:
"The applicant must install a loop water distribution system for the Project Area with service connections to each of the water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the issuance of each Building Permit in the 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. The looped water system must provide water mains connection to Rosecrans Avenue on the south and Sepulveda Boulevard to the west."

XVII. A new Condition 100 is hereby added to the Conditions of Approval to read as follows:

"Water meters must be provided for each building by the applicant per City Standard and approved by the City of El Segundo Water Division prior to installation."

Except as set forth herein, the Conditions of Approval shall remain in full force and effect.
# DEFINITIONS

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EXHIBIT E

ENCUMBRANCES TO WHICH THE RSP 4 DEED OF TRUST MAY BE SUBJECT

The RSP 4 Deed of Trust may only be encumbered by the exceptions identified in Section A of Schedule B (Items 1 through 5), and Section B of Schedule B (Items A, B, and C.1. through C.5), of that certain preliminary title report issued by Commonwealth Land Title Company on November 7, 2007 (File No. 06158316-27).
The following conditions shall be binding upon *Rosecrans-Sepulveda Partners 2, LLC*, and *PES Partners, LLC*, the property owner(s) and their successors in interest, including without limitation occupants of the property. The following conditions for the City of El Segundo’s approval of *Environmental Assessment No. 768, Zone Text Amendment No. 08-01, Development Agreement No. 07-03* (“Project Conditions”) shall be fully complied with as set forth below.

1. All mitigation measures in the Environmental Impact Report (SCH No. 2003121037) for *Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7*, which are reflected in the Mitigation Monitoring and Reporting Program for the proposed Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative are incorporated by this reference into these conditions of approval.

2. All conditions of approval in *Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7*, except as modified below.

3. Condition No. 2 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

**DEFINITIONS**

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. “P.B.S. Director” means the City of El Segundo Director of Planning and Building Safety, or designee.

B. “EIR” means the Final Environmental Impact Report for the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project (SCH No. 2003121037), El Segundo, California.


C-1. Development Agreement refers to Development Agreement No. 03-1 and any amendments thereto.
D. “Project Area” refers to each of the 20 developable lots on the Plaza El Segundo development Project Site as shown on Vesting Tentative Map No. 061630 and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as “S 00 Degrees 02’26” W 418.50 Degrees on Said Parcel Map).

E. “Project Site” refers to the 43.3-acre site generally located south of Hughes Way, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue.

E-1. “Project Site Phase 1B” refers to the 8.13-acre site comprised of the approximately 4.72-acre portion of Vesting Tentative Map No. 061630 south of the Union Pacific Railroad and the 3.41 acres comprised of Parcel 1 of Lot Line Adjustment No. 07-06 (formerly Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles, State of California, As Per Map Filed in Book 269, Pages 82 through 84, of Parcel Maps, in the Office of the County Recorder of Said County, lying Westerly of a line parallel with and 120.00 feet easterly of the westerly line of said Parcel 3, said line shown as “S 00 Degrees 02’26” W 418.50 Degrees on Said Parcel Map), generally located south of the Union Pacific Railroad, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue.

E-2. “Phase 1A” refers to the portion of the Project Area located north of the Union Pacific Railroad right-of-way.

E-3. “Phase 1B” refers to the portion of the Project Area located south of the Union Pacific Railroad right-of-way.

F. “Sepulveda/Rosecrans Rezoning Site” refers to the approximately 110 acres generally located south of Hughes Way, east of Sepulveda Boulevard, west of Douglas Street, and north of Rosecrans Avenue which is the subject of a General Plan and Zoning Code Amendment that is being considered concurrently with the land use entitlements for the Project Area and the Project Site.

G. Except as otherwise specified in these Conditions of Approval, conditions must be satisfied before the issuance of a Building Permit for each building within the Project Area.
CITY COUNCIL RESOLUTION No. ____ Exhibit “C”

CITY COUNCIL ORDINANCE No. ____ Exhibit “B”

CONDITIONS OF APPROVAL

AESTHETICS

Materials and Design

4. Condition No. 5F of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"All buildings must be in accordance with the Project Area’s Conditions, Covenants and Restrictions (CC&R’s)."

5. Condition No. 5L of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“A six-foot high solid wall must be constructed along the southern property line of Lot 15 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way and along the northern property line of Lot 19 of Vesting Tentative Tract Map No. 061630 for at least a length of 200 feet from the eastern edge of the Sepulveda Boulevard right-of-way. A six-foot high wall or a fence constructed of vinyl chain link or other material must be constructed along the remaining property lines of the Project Area abutting the Union Pacific Railroad right-of-way with screening of the right-of-way with the use of landscaping, including, without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director. A combination of a fence constructed of 6-foot high wrought iron or steel tubing and a six-foot high solid wall compatible with the fence and wall materials on the portion of the site north of the Union Pacific Railroad right-of-way must be constructed along the northern property line of Project Site Phase 1B for those portions east of the eastern edge of the Sepulveda Boulevard right-of-way with screening of the right-of-way with the use of landscaping, that includes without limitation, vines, hedges and/or trees to the satisfaction of the P.B.S. Director excepting those areas closest to Sepulveda Boulevard prohibited by Union Pacific Railroad for visibility and safety reasons.”

6. Condition No. 5S of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“The Project Area site plan must be revised to provide sidewalks or other designated pathways following direct and safe routes from the Park Place right-of-way to buildings H through A-7, from the Park Place right-of-way to Pad D, and from the Sepulveda Boulevard right-of-way to Building No. 2, and any other building that may be developed that is setback more than 200 feet from a public right-of-way, subject to the review and approval of the P.B.S. Director. The Project Area site plan must provide sidewalks or other designated pathways following direct and safe routes from the Sepulveda Boulevard public right-of-way and the Rosecrans Avenue public right-of-way to the entrances of the buildings and the plaza in front of the buildings, subject to the review and approval of the P.B.S. Director.”

2/19/08
Landscaping and Irrigation

7. Condition No. 7 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

Before the issuance of the first Building Permit in the Project Area, the applicant must provide a Landscape Plan and Architectural Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. 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. Before the issuance of the first Building Permit in the Project Site Phase 1B, the applicant must provide a Landscape and Irrigation Plan and an Architectural Site Plan (i.e. construction drawings), consistent with the Master Landscaping Plan, to the P.B.S. Director, Director of Recreation and Parks, and the Police Chief for review and approval that includes the use of trees, hedges, and or vines along the eastern boundary from Rosecrans Avenue to the Union Pacific Railroad. The plant material must be placed west and in front of the property line wall or fence. The Landscape Plan must utilize decorative pavement material in the plaza and for the pedestrian entrances to the plaza. 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.

Signs

8. Condition No. 9 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of the first Building Permit in the Project Area, the applicant must submit to the P.B.S. Director for review and approval an overall Master Sign Program for the Project Area. Before the issuance of a Certificate of Occupancy for each building within the Project Area, the applicant must submit construction sign plans substantially consistent with the approved Master Sign Program for the review and approval of the P.B.S. Director. Before the issuance of 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. Compliance with the ESMC;

B. Notwithstanding any other provisions in the ESMC, a maximum of three ground or monument signs with a maximum height of 35 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area north of the Union Pacific Railroad;"
B-1. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Sepulveda Boulevard street frontage of the Project Area south of the Union Pacific Railroad;

C. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Park Place street frontages of the Project Area;

D. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 25 feet are permitted along the Allied Way street frontages of the Project Area;

D-1. Notwithstanding any other provisions in the ESMC, a maximum of two ground or monument signs with a maximum height of 20 feet each are permitted along the Rosecrans Avenue street frontage of the Project Area;

D-2. A maximum of two light emitting diode signs ("LED Sign"), not to exceed 30' in height and 60' in width each, may be located within the interior portion of Phase 1B. The displays are intended for viewing by the customers of Phase 1B and Developer shall use reasonable efforts to minimize exposure of the displays to Rosecrans Avenue and Sepulveda Boulevard. In addition, in no event shall the top of any display exceed 15' above a plane that is parallel with the 157.00 foot elevation of the northeast corner of Rosecrans Avenue and Sepulveda Boulevard. Each sign shall be utilized for the purpose of providing on site advertising for tenants of the Project and for the products that are offered for sale by those tenants (but only in conjunction with the display of the name of the tenant that sells the product), and may also be utilized for movie projections and abstract video and artistic images that are not related to advertising any particular product, or entertainment, retail or service use. Each sign shall be attached to a building or other structure and integrated into the architectural design of the building and shall not be free standing;

E. Notwithstanding any other provisions in the ESMC, no freestanding or pole signs, except as set forth in this Condition No. 9 and as except as described in Condition No. 10 below, are permitted along the Rosecrans Avenue frontage of the Project Area;

F. All signs must be architecturally compatible with the proposed buildings;

G. All signs must be compatible with the aesthetic objectives of the General Plan; and,

H. No sign must impede traffic or pedestrian safety.
1. Height limitation of signs referred to in this Condition No. 9 shall be measured from the average adjacent street elevation.”

9. Condition No. 10 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“Before the issuance of a Final Certificate of Occupancy for the first building in the Project Area, the applicant must construct and maintain a monument sign at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue announcing the entrance to the City. The sign is subject to review and approval by the City Council. The sign should be compatible with the design of the Master Sign Program for the Plaza El Segundo development project.”

PROJECT DESCRIPTION

Plans

10. Condition No. 29 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“The Plaza El Segundo development project is allowed to develop up to a maximum of 448,829 square feet including a maximum of 70,000 square feet for the Plaza El Segundo Phase 1B development project, consisting of a combination of uses as permitted by the Plaza El Segundo Reduced Traffic Generation Alternative described in the Final EIR, the C-4 Zone and as limited by the Development Agreement as long as the total AM, PM peak, daily, and Saturday midday peak trip generation established in the EIR for the Plaza El Segundo development project as a whole is not exceeded.”

11. Condition No. 30 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“The maximum project size may be reduced as determined by the vehicle trip generation for each use. The Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development project permit the following vehicle trips:

<table>
<thead>
<tr>
<th>MAXIMUM PERMITTED TRIPS</th>
<th>AM</th>
<th>PM</th>
<th>Daily</th>
<th>Saturday Midday</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sepulveda/Rosecrans Site Rezoning</td>
<td>1,033</td>
<td>2,346</td>
<td>25,859</td>
<td>3,379</td>
</tr>
<tr>
<td>Plaza El Segundo Development Project</td>
<td>779</td>
<td>1,477</td>
<td>16,645</td>
<td>2,205</td>
</tr>
</tbody>
</table>
CONDITIONS OF APPROVAL

The trip generation for each use and building must be determined using the rates identified below, adjusted for internal capture and pass by discount rate consistent with the traffic study for EA No. 631:

<table>
<thead>
<tr>
<th>Use</th>
<th>Daily T</th>
<th>AM Peak Hour T</th>
<th>I/B (%)</th>
<th>O/B (%)</th>
<th>PM Peak Hour T</th>
<th>I/B (%)</th>
<th>O/B (%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shopping Center (per 1,000 sf)</td>
<td>66.95 (A)</td>
<td>0.84</td>
<td>53%</td>
<td>47%</td>
<td>4.50</td>
<td>49%</td>
<td>51%</td>
</tr>
<tr>
<td>Daily: T = 56.02 (A)</td>
<td>AM Peak Hour T = 0.84 (A); I/B=68%, O/B=32%</td>
<td>AM Peak Hour T = 5.06 (A); I/B=50%, O/B=50%</td>
<td>Saturday T = 7.58 (A); I/B=51%, O/B=49%</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Grocery Store (per 1,000 sf)</td>
<td>45.04 (A)</td>
<td>0.28</td>
<td>53%</td>
<td>47%</td>
<td>5.76</td>
<td>53%</td>
<td>47%</td>
</tr>
<tr>
<td>Daily: T = 43.0 (A)</td>
<td>AM Peak Hour T = 0.28 (A); I/B=53%, O/B=47%</td>
<td>AM Peak Hour T = 6.76 (A); I/B=63%, O/B=37%</td>
<td>Saturday [N/A]</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Electronics Superstore (per 1,000 sf)</td>
<td>53.11 (A)</td>
<td>51%</td>
<td>49%</td>
<td>2.96</td>
<td>49%</td>
<td>51%</td>
<td>48%</td>
</tr>
<tr>
<td>Daily: T = 496.12 (A)</td>
<td>AM Peak Hour T = 53.11 (A); I/B=51%, O/B=49%</td>
<td>AM Peak Hour T = 34.64 (A); I/B=52%, O/B=48%</td>
<td>Saturday T = 59.20 (A); I/B=51%, O/B=49%</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Free Standing Discount Store (per 1,000 sf)</td>
<td>0.60 (A)</td>
<td>61%</td>
<td>39%</td>
<td>2.29</td>
<td>61%</td>
<td>39%</td>
<td>61%</td>
</tr>
<tr>
<td>Daily: T = 66.95 (A)</td>
<td>AM Peak Hour T = 0.60 (A); I/B=61%, O/B=39%</td>
<td>AM Peak Hour T = 3.40 (A); I/B=48%, O/B=52%</td>
<td>Saturday T = 6.57 (A); I/B=51%, O/B=49%</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Health Club (per 1,000 sf)</td>
<td>53.11 (A)</td>
<td>51%</td>
<td>49%</td>
<td>2.96</td>
<td>49%</td>
<td>51%</td>
<td>48%</td>
</tr>
<tr>
<td>Daily: T = 496.12 (A)</td>
<td>AM Peak Hour T = 53.11 (A); I/B=51%, O/B=49%</td>
<td>AM Peak Hour T = 34.64 (A); I/B=52%, O/B=48%</td>
<td>Saturday T = 59.20 (A); I/B=51%, O/B=49%</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Fast-food Restaurant with Drive-Through Window (per 1,000 sf)</td>
<td>127.15 (A)</td>
<td>52%</td>
<td>48%</td>
<td>11.52</td>
<td>52%</td>
<td>48%</td>
<td>52%</td>
</tr>
<tr>
<td>Daily: T = 127.15 (A)</td>
<td>AM Peak Hour T = 11.52 (A); I/B=52%, O/B=48%</td>
<td></td>
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</tbody>
</table>

2/19/08
12. Condition No. 33 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before the issuance of a Building Permit for the 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 in the public right-of-way for any missing public segments/areas on the perimeter of the Project Area, as reasonably required by the Director of Public Works. Any existing driveways and other paved areas on the perimeter of the Project Site that will not be incorporated into the development 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."

13. Condition No. 33A of Exhibit C to Ordinance No. 1382 is added to read as follows:

"The applicant must submit either a Lot Line Adjustment or Lot Merger application after the recording of Final Map 061530, to realign the two parcels south of Union Pacific Railroad to match the proposed locations of the buildings to maintain conformity with the development standards in the ESMC."

DEDICATIONS AND FEES

14. Condition No. 35 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The applicant must dedicate approximately 0.50-acres of the “Project Area” to the city for roadway widening along the east side of Sepulveda Boulevard, as required in Development Agreement No. 03-1 and as depicted on Vesting Tentative Map..."
061630. An easement may be provided in lieu of a dedication, only if Caltrans will not accept the dedication and will only accept an easement. A dedication may be provided for the Phase 1A portion of Sepulveda Boulevard and an easement may be provided for the Phase 1B portion of Sepulveda Boulevard or conversely an easement may be provided for the Phase 1A portion of Sepulveda Boulevard and a dedication may be provided for the Phase 1B portion of Sepulveda Boulevard. Such dedication and/or such easement shall occur through and upon recordation of the Final Map.”

TRANSPORTATION/CIRCULATION/PARKING

15. Condition No. 54 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“If the Los Angeles Congestion Management Plan (CMP) requires the City to track the debits/credits associated with development in the City, before the issuance of 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 P.B.S. Director and Public Works for review and approval. The calculations must include only programs which meet all the minimum criteria (e.g., density) contained in the CMP. Before the issuance of a Certificate of Occupancy for the building, the applicant must provide evidence to the P.B.S. Director that the proposed project CMP debits/credits related improvements were implemented and balanced in the Project Area in accordance with the approved phasing plan. Compliance with this measure must be verified by the P.B.S. 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.”

16. Condition No. 57 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“The applicant must install ‘No Parking’ and other traffic signs on the Park Place and Allied Way roadway extensions, as required by the Public Works Department. The applicant must install “No Parking” and other traffic signs on Sepulveda Boulevard and Rosecrans Avenue, as required by the Public Works Department.”

17. Condition No. 61 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

“Prior to the issuance of a Certificate of Occupancy for any building in the Project Area, the new roadways, including any medians, sidewalks, curbs, and gutters must be constructed in accordance with applicable Department of Public Works construction standards for a public roadway with the minimum dimensions required by the Circulation Element of the El Segundo General Plan, and must comply with
CONDITIONS OF APPROVAL

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 and construction of the new roadways."

UTILITIES

18. Condition No. 78 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before issuance of the first building permit in the Project Area, the applicant must inspect the existing sewer laterals that connect to the City sewer mains in the area with closed circuit television (CCTV) to determine the condition of the existing infrastructure that will serve the project. All reports and copies of CCTV videos must be submitted to the Public Works Department."

19. Condition No. 82 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"Before issuance of a first Certificate of Occupancy for any building in the Project Area north of the Union Pacific Railroad right-of-way, the applicant must replace the 15-inch sewer line located to the north of the project site with an 18-inch sewer line as depicted on the Phase 1 Utility Layout plan. Before issuance of a first Certificate of Occupancy for any building in the Project Area south of the Union Pacific Railroad right-of-way, the applicant must prepare an analysis of the existing sanitary system on Rosecrans Avenue and calculate additional flow resulting from the proposed development into the existing system. If necessary, upgrade the 12" and 15" diameter downstream sanitary sewer pipes on Rosecrans Avenue from point of connection to Aviation Boulevard."

WATER

20. Condition No. 94 of Exhibit C to Ordinance No. 1382 is amended in its entirety to read as follows:

"The applicant must install a loop water distribution system for the Project Area with service connections to each of the water mains in the streets surrounding the project, subject to the review and approval of the Director of Public Works. Before the issuance of each Building Permit in the 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. The looped water system must provide water mains connection to Rosecrans Avenue on the south and Sepulveda Boulevard to the west."
21. Condition No. 100 is added to read as follows:

"At least two water meters must be provided by the applicant per City Standard and approved by the City of El Segundo Water Division prior to installation."

INDEMNIFICATION

22. The Developer must defend, indemnify and hold the City and its elected and appointed officials, officers, employees and agents harmless from and against any claims, legal or equitable actions, damages, costs (including, without limitation, attorney’s fees), injuries, or liability of whatsoever kind or nature, arising from the City’s approval of the project, including but not limited to the CEQA determination and/or the Development Agreement approval.

23. Rosecrans Sepulveda Partners 2, LLC and PES Partners, LLC must acknowledge receipt and acceptance of the Project Conditions by executing the acknowledgement below.

By signing this document, Rosecrans Sepulveda Partners 2, LLC, and PES Partners, LLC, certify that they have read, understood, and agrees to the Project Conditions listed in this document and represents and warrants that it has the authority to execute this document on behalf of the property owner and acknowledges that the conditions set forth above shall run with the land and be binding upon all owners and occupants of the land.

Rosecrans Sepulveda Partners 2, LLC

By: __________________________
   Dan Crosser
   Its: Vice-President

By: __________________________
   Eric Winquist
   Its: Vice-President

2/19/08
CITY COUNCIL RESOLUTION No. ____ Exhibit "C"
CITY COUNCIL ORDINANCE No. ____ Exhibit "B"

CONDITIONS OF APPROVAL

PES Partners, LLC

By: __________________________________________
   Dan Crosser

Its:  Vice-President __________________________

By: __________________________________________
   Eric Winquist

Its:  Vice-President __________________________

{If Corporation or similar entity, needs two officer signatures or evidence that one signature binds the company}
IX. MITIGATION MONITORING AND REPORTING PROGRAM

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 Planning and Building Safety Department for the City of El Segundo is the Lead Agency for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development.

An 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 requirements for subsequent environmental documentation and mitigation measures identified for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Reduced Traffic Generation Alternative Development. 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 subsequent environmental documentation and mitigation measures are listed separately and categorized by impact area, with an accompanying identification of the following:

- Monitoring Phase, the phase of the project during which the mitigation measure must 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

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In addition to mitigation measures, requirements for the preparation of subsequent environmental analysis and documentation are identified in the EIR. These requirements are intended to provide guidance for environmental review of future projects that would implement the Sepulveda/Rosecrans Site Rezoning, using the Program EIR. Because these requirements would also work to mitigate or avoid significant effects on the environment in accordance with PRC Section 21081.6, they have been included in this MMRP.
• The Monitoring Agency, the agency to which reports involving feasibility, compliance, implementation and development are made.

The MMRP performance must be monitored annually to determine the effectiveness of the measures implemented in any given year and re-evaluate the mitigation needs for the upcoming year.

I. AESTHETICS

Subsequent Environmental Documentation

No subsequent environmental documentation is required for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

Impacts related to visual character and light and glare would be less than significant under the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. No mitigation measures are required. However, the following measures are recommended as Conditions of Approval to ensure that potential impacts from glare are less than significant.

B-1 Expansive areas of highly reflective materials, such as mirrored glass, must not be permitted. Non-reflective building materials must be used to the maximum extent possible to reduce potential glare impacts.

| Monitoring Phase: | Pre-construction; Construction |
| Implementation Party: | Applicant |
| Enforcement Agency: | Planning and Building Safety Department |
| Monitoring Agency: | Planning and Building Safety Department |

B-2 Lighting must be designed to minimize off-site glare.

| Monitoring Phase: | Pre-construction; Construction |
| Implementation Party: | Applicant |
| Enforcement Agency: | Planning and Building Safety Department |
| Monitoring Agency: | Planning and Building Safety Department |

Plaza El Segundo Development

Impacts related to visual character and light and glare would be less than significant under the Plaza El Segundo Development. No mitigation measures are required. However, the following measures are recommended as Conditions of Approval to ensure that potential impacts from glare are less than significant.
Expansive areas of highly reflective materials, such as mirrored glass, must not be permitted. Non-reflective building materials must be used to the maximum extent possible to reduce potential glare impacts.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning and Building Safety Department
Monitoring Agency: Planning and Building Safety Department

Lighting must be designed to minimize off-site glare.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning and Building Safety Department
Monitoring Agency: Planning and Building Safety Department

II. AIR QUALITY

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any future development project proposed within the Sepulveda/Rosecrans Rezoning Site to identify emissions associated with construction of that specific development. The subsequent environmental documentation must address the following:

Prior to implementation of specific development projects, impacts associated with construction emissions must be examined in light of this Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. This examination must provide quantified estimates of construction emissions based upon the specific site, schedule and construction equipment utilization characteristics of the proposed development and compare the estimated emissions to the SCAQMD thresholds for construction emissions. The analysis must incorporate the mitigation measures identified below as appropriate, along with any other mitigation measures identified by the project-specific analysis.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

Prior to implementation of specific development projects, impacts associated with construction emissions must be examined. This examination must provide quantified estimates of construction emissions based upon the specific site, schedule and construction equipment utilization characteristics of the proposed development and compare the estimated emissions to the SCAQMD thresholds for construction emissions.
The analysis must incorporate the mitigation measures identified below as appropriate, along with any other mitigation measures identified by the project-specific analysis.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning and Building Safety Department  
**Monitoring Agency:** Planning and Building Safety Department

### Construction

**C-2** The construction area and vicinity (500-foot radius) must be swept (preferably with water sweepers) and watered at least twice daily. Site wetting must occur often enough to maintain a 10 percent surface soil moisture content throughout all earth moving activities.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

**C-3** All unpaved roads, parking and staging areas must be watered at least once every two hours of active operation.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

**C-4** Site access points must be swept/washed within thirty minutes of visible dirt deposition.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District  
**Monitoring Agency:** Planning and Building Safety Department; Public Works Department

**C-5** On-site stockpiles of debris, dirt or rusty materials must be covered or watered at least twice daily.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-6 All haul trucks hauling soil, sand, and other loose materials must either be covered or maintain two feet of freeboard.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-7 All haul trucks must have a capacity of no less than twelve and three-quarter (12.75) cubic yards.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-8 At least 80 percent of all inactive disturbed surface areas must be watered on a daily basis when there is evidence of wind driven fugitive dust.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-9 Operations on any unpaved surfaces must be suspended when winds exceed 25 mph.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-10 Traffic speeds on unpaved roads must be limited to 15 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department
C-11 Operations on any unpaved surfaces must be suspended during first and second stage smog alerts.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-12 The applicant must develop and implement a construction management plan, as approved by the City of El Segundo, which includes the following measures recommended by the SCAQMD, or equivalently effective measures approved by the SCAQMD.

a. Configure construction parking to minimize traffic interference.

b. Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).

c. Schedule construction activities that affect traffic flow on the arterial system to off-peak hours to the degree practicable.

d. Re-route construction trucks away from congested streets.

e. Consolidate truck deliveries when possible.

f. Provide dedicated turn lanes for movement of construction trucks and equipment on- and off-site.

g. Maintain equipment and vehicle engines in good condition and in proper tune as per manufacturer's specifications and per SCAQMD rules, to minimize exhaust emissions.

h. Suspend use of all construction equipment operations during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.

i. Use electricity from power poles rather than temporary diesel- or gasoline-powered generators.

j. Use methanol- or natural gas-powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.

k. Use propane- or butane-powered on-site mobile equipment instead of gasoline if readily available at competitive prices.
Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

Plaza El Segundo Development

Construction

C-13 The construction area and vicinity (500-foot radius) must be swept (preferably with water sweepers) and watered at least twice daily. Site wetting must occur often enough to maintain a 10 percent surface soil moisture content throughout all earth moving activities.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-14 All unpaved roads, parking and staging areas must be watered at least once every two hours of active operation.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-15 Site access points must be swept/washed within thirty minutes of visible dirt deposition.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-16 On-site stockpiles of debris, dirt or rusty materials must be covered or watered at least twice daily.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-17 All haul trucks hauling soil, sand, and other loose materials must either be covered or maintain two feet of freeboard.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-18 All haul trucks must have a capacity of no less than twelve and three-quarter (12.75) cubic yards.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-19 At least 80 percent of all inactive disturbed surface areas must be watered on a daily basis when there is evidence of wind driven fugitive dust.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-20 Operations on any unpaved surfaces must be suspended when winds exceed 25 mph.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

C-21 Traffic speeds on unpaved roads must be limited to 15 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department
C-22 Operations on any unpaved surfaces must be suspended during first and second stage smog alerts.

- **Monitoring Phase:** Construction
- **Implementation Party:** Applicant
- **Enforcement Agency:** South Coast Air Quality Management District
- **Monitoring Agency:** Planning and Building Safety Department; Public Works Department

C-23 The applicant must develop and implement a construction management plan, as approved by the City of El Segundo, which includes the following measures recommended by the SCAQMD, or equivalently effective measures approved by the SCAQMD:

a. Configure construction parking to minimize traffic interference.

b. Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).

c. Schedule construction activities that affect traffic flow on the arterial system to off-peak hours to the degree practicable.

d. Re-route construction trucks away from congested streets.

e. Consolidate truck deliveries when possible.

f. Provide dedicated turn lanes for movement of construction trucks and equipment on- and off-site.

- **g.** Maintain equipment and vehicle engines in good condition and in proper tune as per manufacturer’s specifications and per SCAQMD rules, to minimize exhaust emissions.

h. Suspend use of all construction equipment operations during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.

i. Use electricity from power poles rather than temporary diesel- or gasoline-powered generators.

j. Use methanol- or natural gas-powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.

k. Use propane- or butane-powered on-site mobile equipment instead of gasoline if readily available at competitive prices.
Monitoring Phase: Pre-construction, Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Planning and Building Safety Department; Public Works Department

III. BIOLOGICAL RESOURCES

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any proposed development project that includes the northwest corner of the proposed Sepulveda/Rosecrans Rezoning Site that has been identified as potentially containing 0.30 acres of jurisdical wetlands area under the jurisdiction of LARWQCB. Impacts to any jurisdictional wetlands that may exist in this area must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:

D-1 A site specific analysis must be conducted to determine whether the design of the proposed development project would impact any of the 0.30 acres identified as potential jurisdictional wetlands. This analysis shall be completed prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If jurisdictional wetlands would be affected by the development project, measures shall be identified to reduce impacts to less than significant levels.

Subsequent environmental documentation must also be prepared for any proposed development project within the proposed Sepulveda/Rosecrans Rezoning Site to determine the presence/absence of sensitive species. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:

D-2 Site specific analysis of potential effects to four sensitive bird species (white tailed kite, loggerhead shrike, burrowing owl and Belding's savannah sparrow) must be conducted prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If any of these sensitive species would be affected by the proposed development, measures must be identified to reduce impacts to these species to less than significant levels, including, but not limited to, on-site monitoring by a qualified biologist during grading and/or construction activities.
In the preparation of subsequent environmental documentation, as described above, it is not necessary to re-survey any area that has already been addressed in this EIR or may be surveyed in the course of preparing subsequent environmental documentation for later projects.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

D-1. A site specific analysis must be conducted to determine whether the design of the proposed development project would impact any of the 0.30 acres identified as potential jurisdictional wetlands. This analysis shall be completed prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If jurisdictional wetlands would be affected by the development project, measures shall be identified to reduce impacts to less than significant levels.

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D-2. Site specific analysis of potential effects to four sensitive bird species (white tailed kite, loggerhead shrike, burrowing owl and Belding’s savannah sparrow) must be conducted prior to the start of construction activities for any proposed development within the Sepulveda/Rosecrans Rezoning Site. If any of these sensitive species would be affected by the proposed development, measures must be identified to reduce impacts to these species to less than significant levels, including, but not limited to, on-site monitoring by a qualified biologist during grading and/or construction activities.

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D-3. All construction personnel must receive copies of all pertinent mitigation measures to reduce impacts to general biological resources and must be instructed on avoiding adverse impacts to birds encountered on-site.

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D-4. Prior to site remediation or construction grading on parts of the Site where burrowing owls may occur, a qualified biologist must be retained to conduct surveys for burrowing
owl to determine if it is resident on-site. Surveys must be conducted no more than 30 days prior to commencement of such activities. If burrowing owl is determined to be resident, a qualified biologist must oversee site remediation and demolition activities in and around any semi-natural areas which could be occupied by burrowing owl. Proposed mitigation measures must be presented to the California Department of Fish and Game and/or U.S. Fish and Wildlife Service for approval to avoid directly harming the owl if it is present on-site during these activities.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** California Department of Fish and Game; United States Fish and Wildlife Service  
**Monitoring Agency:** Planning Division

**Plaza El Segundo Development**

**D-5.** All construction personnel must receive copies of all pertinent mitigation measures to reduce impacts to general biological resources and must be instructed on avoiding adverse impacts to birds encountered on-site.

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

**D-6.** Prior to site remediation or construction grading on parts of the Site where burrowing owls may occur, a qualified biologist must be retained to conduct surveys for burrowing owl to determine if it is resident on-site. Surveys must be conducted no more than 30 days prior to commencement of such activities. If burrowing owl is determined to be resident, a qualified biologist must oversee site remediation and demolition activities in and around any semi-natural areas which could be occupied by burrowing owl. Proposed mitigation measures must be presented to the California Department of Fish and Game and/or U.S. Fish and Wildlife Service for approval to avoid directly harming the owl if it is present on-site during these activities.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** California Department of Fish and Game; United States Fish and Wildlife Service  
**Monitoring Agency:** Planning Division

**D-7.** Prior to issuance of building permits, evidence must be provided to the City of El Segundo that all necessary approvals for any wetland dredge/fill contemplated by such
permit have been obtained from the Regional Water Quality Control Board – Los Angeles Region or equivalent documentation, or a waiver stating that no permit is presently required pursuant to the regulations of that agency. If required, conditions for permit approval by LARWQCB must include, but may not be limited to the following:

- Mitigation of any unavoidable impacts to wetland values and functions to the satisfaction of the permitting agency;
- Incorporation of buffers to the wetland areas;
- On-site treatment of runoff to improve water quality; and
- Compliance with best management practices during construction.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Los Angeles Regional Water Quality Control Board  
**Monitoring Agency:** Planning Division

### IV. GEOLOGY AND SOILS

**Subsequent Environmental Documentation**

Subsequent environmental documentation must be prepared for any proposed development on the Sepulveda/Rosecrans Rezoning Site to determine the presence or absence of methane. The subsequent environmental documentation must address the following:

**E-1** A methane study must be conducted to determine the levels at which methane is or is not present in the area of any proposed development. If methane is determined to be present at or above levels which require action, then the report must include recommendations and mitigation measures which must be followed.

**Mitigation Measures**

**Sepulveda/Rosecrans Site Rezoning**

**E-1** A methane study must be conducted to determine the levels at which methane is or is not present in the area of any proposed development. If methane is determined to be present at or above levels which require action, then the report must include recommendations and mitigation measures which must be followed.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant
Enforcement Agency: Planning and Building Safety Department
Monitoring Agency: Building Safety Division

E-2 All soil disturbance and travel on unpaved surfaces must be suspended if winds exceed 25 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Building Safety Division; Public Works Department

Plaza El Segundo Development

E-3 All soil disturbance and travel on unpaved surfaces must be suspended if winds exceed 25 miles per hour.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: South Coast Air Quality Management District
Monitoring Agency: Building Safety Division; Public Works Department

V. HYDROLOGY AND WATER QUALITY

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

Construction

F-1. The applicant must prepare hydrology studies for each specific development on the Sepulveda/Rosecrans Rezoning Site. Such studies must be reviewed and approved by the City of El Segundo and any other applicable agency.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

F-2. The applicant must prepare runoff studies for each specific development on the Sepulveda/Rosecrans Rezoning Site so that the runoff from one specific project area would not flow onto another specific project area without the owners consent. Such
studies must be reviewed and approved by the City of El Segundo and any other applicable agency.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Building Safety Division; Public Works Department

**F-3.** The applicant must prepare a master drainage plan for each specific development on the Sepulveda/Rosecrans Rezoning Site. This plan must include detailed hydrology/hydraulic calculations and drainage improvements, showing quantitatively how the project will eliminate the potential for downstream flooding due to increased storm water runoff. These plans will also identify the proposed BMPs to be implemented in compliance with the requirements of the Standard Urban Storm Water Mitigation Plan and the ESMC. Such plans must 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:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Building Safety Division; Public Works Department

**F-4.** The applicant must design, for each specific development on the Sepulveda/Rosecrans Rezoning Site, a conveyance and detention system to meet the Los Angeles County Department of Public Works limits on the storm drains that would convey the Sepulveda/Rosecrans Rezoning Site’s discharge.

**Monitoring Phase:** Pre-construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

**F-5.** The proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development must comply with the City of El Segundo Ordinance No. 1347 and No. 1348, which establishes storm water and urban pollution controls.

**Monitoring Phase:** Pre-construction; Construction; Post-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Building Safety Division; Public Works Department  
**Monitoring Agency:** Public Works Department
Operation

F-6. The project owner/developer of a specific development (e.g., Plaza El Segundo) on the Sepulveda/Rosecrans site must maintain all structural or treatment control BMPs for the life of the project.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department; El Segundo Fire Department
Monitoring Agency: Building Safety Division; Public Works Department; El Segundo Fire Department

Plaza El Segundo Development

Construction

F-7. The applicant must prepare a hydrology study for the Plaza El Segundo site. The study must be reviewed and approved by the City of El Segundo and any other applicable agencies.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

F-8. The applicant must prepare a runoff study for the Plaza El Segundo site so that the runoff does not flow onto another area without the owners consent. The study must be reviewed and approved by the City of El Segundo and any other applicable agencies.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

F-9. The applicant must prepare a master drainage plan for the Plaza El Segundo site. This plan must include detailed hydrology/hydraulic calculations and drainage improvements, showing quantitatively how the project will eliminate the potential for downstream flooding due to increased storm water runoff. These plans will also identify the proposed BMP's to be implemented in compliance with the requirements of the Standard Urban Storm Water Mitigation Plan and the ESMC. Such plans must 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: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

F-10. The applicant must design a conveyance and detention system to meet the City of El Segundo's and Los Angeles County Department of Public Works limits on the storm drains that would convey the Plaza El Segundo site's discharge.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

F-11. The proposed Plaza El Segundo Development must comply with the City of El Segundo Ordinance No. 1347 and No. 1348, which establishes storm water and urban pollution controls.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Public Works Department

Operation

F-12. The project owner/developer must maintain all structural or treatment control BMPs for the life of the Plaza El Segundo Development.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; El Segundo Fire Department
Monitoring Agency: Public Works Department; El Segundo Fire Department

VI. HAZARDS AND HAZARDOUS MATERIALS

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for any proposed development project within the proposed Sepulveda/Rosecrans Rezoning Site. Conditions related to soil and groundwater contamination must be examined for the proposed development site, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must address the following:
G-1. A full characterization of all the parcels that comprise that project site must be undertaken. The City must require that this process be initiated by requiring the project applicant to conduct a Phase I Environmental Site Assessment (ESA) or equivalent investigation and analysis for the specific project site that would be occupied by the proposed development. The Phase I ESA or equivalent document must be prepared by a licensed professional (Registered Environmental Assessor or equivalent) and submitted to the City for review.

G-2. If indicated by the initial investigation, the City must require the preparation of subsequent Phase II investigation(s) and submission to the Los Angeles Regional Water Quality Control Board and/or other appropriate agency. The project applicant must provide to the City copies of all materials submitted to the LARWQCB or any other regulatory agency.

G-3. Remediation of any environmental conditions identified in the Phase I and Phase II site assessments or investigations must be accomplished to the standards established and agreed upon by the appropriate regulatory agency(ies) for the contemplated development, prior to the issuance of grading or building permits for the project. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

G-4. If the future development project would include any part of the Sepulveda/Rosecrans Rezoning Site that currently contains structures, an asbestos and lead survey must be conducted to determine the presence or absence of these substances. Removal of these substances must be conducted in accordance with all applicable rules and regulations.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

G-1. A full characterization of all the parcels that comprise that project site must be undertaken. The City must require that this process be initiated by requiring the project applicant to conduct a Phase I Environmental Site Assessment (ESA) or equivalent investigation and analysis for the specific project site that would be occupied by the proposed development. The Phase I ESA or equivalent document must be prepared by a licensed professional (Registered Environmental Assessor or equivalent) and submitted to the City for review.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; El Segundo Fire Department
Monitoring Agency: Planning Division
G-2. If indicated by the initial investigation, the City must require the preparation of subsequent Phase II investigation(s) and submission to the Los Angeles Regional Water Quality Control Board and/or other appropriate agency. The project applicant must provide to the City copies of all materials submitted to the LARWQCB or any other regulatory agency.

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G-3. Remediation of any environmental conditions identified in the Phase I and Phase II site assessments or investigations must be accomplished to the standards established and agreed upon by the appropriate regulatory agency(ies) for the contemplated development, prior to the issuance of grading or building permits for the project. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

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G-4. If the future development project would include any part of the Sepulveda/Rosecrans Rezoning Site that currently contains structures, an asbestos and lead survey must be conducted to determine the presence or absence of these substances. Removal of these substances must be conducted in accordance with all applicable rules and regulations.

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**Plaza El Segundo Development**

G-5. Remedial investigations, health risk assessments for the contemplated development and soils remedial action plans for the Plaza El Segundo portion of the project site must be completed and approved to the standards established and agreed upon in conjunction with the LARWQCB prior to the start of any project activities. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Los Angeles Regional Water Quality Control Board
Monitoring Agency: Planning Division

G-6. Remediation of shallow soil of the Plaza El Segundo Development site must be accomplished to the standards for commercial development established and agreed upon in conjunction with the LARWQCB and a shallow soil closure letter must be issued by the LARWQCB prior to the issuance of grading permits for construction of the proposed Plaza El Segundo Development. The project applicant must provide to the City copies of any materials received from the LARWQCB or any other regulatory agency.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Los Angeles Regional Water Quality Control Board
Monitoring Agency: Planning Division

VII. LAND USE

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.
VIII. NOISE

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans site. The subsequent environmental documentation must address the following:

I-1 A project-specific construction noise analysis must be prepared that calculates, based on project-specific parameters and identification of the site-specific sensitive receptors that could be affected by construction activities, the noise levels that would be experienced at sensitive receptors located adjacent to that site. If noise levels resulting from construction activity would result in temporary construction noise levels that exceed 65 dBA at a sensitive receptor, or cause an incremental increase of 5 dBA over the existing ambient sound level, if the existing ambient sound level at the sensitive receptor location is 65 dBA or more, then the study must identify feasible mitigation measures to be applied to that project from the list of mitigation measures provided below.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

I-1 A project-specific construction noise analysis must be prepared that calculates, based on project-specific parameters and identification of the site-specific sensitive receptors that could be affected by construction activities, the noise levels that would be experienced at sensitive receptors located adjacent to that site. If noise levels resulting from construction activity would result in temporary construction noise levels that exceed 65 dBA at a sensitive receptor, or cause an incremental increase of 5 dBA over the existing ambient sound level, if the existing ambient sound level at the sensitive receptor location is 65 dBA or more, then the study must identify feasible mitigation measures to be applied to that project from the list of mitigation measures provided below.

- Construction contracts must specify that all construction equipment must be equipped with mufflers and other applicable noise attenuation devices.

- During construction phases, the contractor must store and maintain equipment as far as possible from the adjacent receptor property locations to the southwest, north, and east of the Sepulveda/Rosecrans Rezoning Site.

- As stated in the City of El Segundo Municipal Code, construction must be restricted to the hours of 7:00 a.m. to 6 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.
- Temporary plywood noise barriers must be constructed along the property lines of the Sepulveda/Rosecrans Rezoning Site during construction, which must be high enough to block the line-of-site between the Sepulveda/Rosecrans Rezoning Site and receptor property locations to the southwest, north, and east.

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

**Plaza El Segundo Development**

I-2  Construction contracts must specify that all construction equipment must be equipped with mufflers and other applicable noise attenuation devices.

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

I-3  During construction phases, the contractor must store and maintain equipment as far as possible from the adjacent receptor property locations to the north and east of the Plaza El Segundo Site.

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

I-4  As stated in the City of El Segundo Municipal Code, construction must be restricted to the hours of 7:00 a.m. to 6 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.

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

I-5  Temporary plywood noise barriers must be constructed along the property lines of the 4.5 net acre portion of the Plaza El Segundo site south of the UPRR tracks during construction, which must be high enough to block the line-of-site (a minimum of 8 feet above existing grade) between the Plaza El Segundo site and receptor property locations to the southwest, north, and east.
IX. POPULATION, HOUSING, AND EMPLOYMENT

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.

X. PUBLIC SERVICES

Fire Protection

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

K.1-1 The applicant must pay the City of El Segundo a Fire Service Mitigation Fee of $0.14 per gross square foot of building area prior to the issuance of a certificate of occupancy.

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

K.1-2 A fire life safety plan, which must include definitive plans and specifications, must be submitted to the El Segundo Fire Department (ESFD) for review and approval prior to commencement of construction of any portion of the proposed development.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-3 The applicant must provide fire access roadways to and throughout the property and submit a layout plan to the ESFD for approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-4 The applicant must provide water flow and on-site fire hydrants as required by the ESFD.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-5 The following installations require separate Fire Department approval. The applicant must submit separate plans for Fire Department review:

- Automatic fire sprinklers;
- Fire alarm system;
- Underground fire service mains;
- Fire pumps;
- Emergency generators; and
- Any aboveground or underground storage tank including elevator sumps and condensation tanks.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

Plaza El Segundo Development

K.1-6 The applicant must pay the City of El Segundo a Fire Service Mitigation Fee of $0.14 per gross square foot of building area prior to the issuance of a certificate of occupancy.
Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

K.1-7 A fire life safety plan, which must include definitive plans and specifications, must be submitted to the El Segundo Fire Department (ESFD) for review and approval prior to commencement of construction of any portion of the proposed development.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-8 The applicant must provide fire access roadways throughout the property and submit a layout plan to the ESFD for approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-9 The applicant must provide water flow and on-site fire hydrants as required by the ESFD.

Monitoring Phase: Pre-construction; Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

K.1-10 The following installations require separate Fire Department approval. The applicant must submit separate plans for Fire Department review:

- Automatic fire sprinklers;
- Fire alarm system;
- Underground fire service mains;
- Fire pumps;
- Emergency generators; and
- Any aboveground or underground storage tank including elevator sumps and condensation tanks.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Fire Department
Monitoring Agency: El Segundo Fire Department

Police Protection

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

K.2-1 The applicant must pay the City of El Segundo 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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<td>Planning Division</td>
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<td>Monitoring Agency:</td>
<td>Planning Division</td>
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K.2-2 A strategic security plan, which must include definitive plans and specifications, must be submitted to the El Segundo Police Department (ESPD) for review and approval prior to commencement of construction of any portion of the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The strategic security plan must include, but not be limited to, the following items:

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

- Building entrances and exits must be limited in number and located in a manner to increase security and visibility of the building.

- All landscaping must be low profile especially around perimeter fencing, windows, doors and entryways taking special care not to limit visibility and provide climbing access.

- Adequate street, walkway, building and parking lot lighting must be provided to enhance security.

- Provisions for on-site security personnel.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Police Department
Monitoring Agency: El Segundo Police Department

Plaza El Segundo Development

K.2-3 The applicant must pay the City of El Segundo a Police Service Mitigation Fee of $0.11 per gross square foot of building area prior to the occupancy of each building.

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

K.2-4 A strategic security plan, which must include definitive plans and specifications, must be submitted to the El Segundo Police Department (ESPD) for review and approval prior to commencement of construction of any portion of the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The strategic security plan must include, but not be limited to, the following item:

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

- Building entrances and exits must be limited in number and located in a manner to increase security and visibility of the building.

- All landscaping must be low profile especially around perimeter fencing, windows, doors and entryways taking special care not to limit visibility and provide climbing access.

- Adequate street, walkway, building and parking lot lighting must be provided to enhance security.

- Provisions for on-site security personnel.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: El Segundo Police Department
Monitoring Agency: El Segundo Police Department

XI. TRANSPORTATION AND TRAFFIC

Subsequent Environmental Documentation
No subsequent environmental documentation is required.

**Mitigation Measures**

**Sepulveda/Rosecrans Site Rezoning**

**Physical Roadway Improvements**

L-1 **El Segundo Boulevard and Sepulveda Boulevard.** Convert the existing eastbound right-turn only lane to a shared through/right-turn lane. There exists three receiving lanes on the east leg of the intersection. In addition, modify the raised center median to convert the westbound shared through left-turn lane to a dedicated second left-turn lane and additional through lane.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Caltrans  
**Monitoring Agency:** Public Works Department; Caltrans

L-2 **El Segundo Boulevard and Aviation Boulevard.** Not required for Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative.

L-3 **Park Place and Nash Street.** Provide a new traffic signal at this location. Widen and restripe the eastbound and westbound directions to provide one left-turn lane, one through lane, and one right-turn only lane.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

L-4 **Park Place and Douglas Street.** Provide a new traffic signal at this location.

**Monitoring Phase:** Pre-construction; Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department  
**Monitoring Agency:** Public Works Department

L-5 **Rosecrans Avenue and Sepulveda Boulevard.** On the westbound approach of Rosecrans Avenue dedicate additional right-of-way on the north side of Rosecrans Avenue to provide a free flow right-turn lane and third left-turn lane. Sepulveda Boulevard south of Rosecrans Avenue may need to be widened to accommodate the third left-turn lane, depending on the specific design of this lane. This widening could take place within the existing Sepulveda Boulevard right-of-way. Widen the east side of Sepulveda Boulevard.
along the project frontage to provide the acceptance lane for the free westbound right-turn lane. This additional lane on Sepulveda should be improved to the new Park Place connection where a right turn lane will be provided. This intersection’s jurisdiction is shared with Manhattan Beach and Caltrans. Coordination and concurrence of these agencies for implementation of these improvements would be required.

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<td>Monitoring Agency:</td>
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L-7 Rosecrans Avenue and Douglas Street. On the westbound approach, widen the north side of Rosecrans Avenue to provide a dedicated westbound right-turn lane. This intersection’s jurisdiction is shared with Manhattan Beach. Coordination and concurrence of this agency for implementation of this improvement would be required. This improvement is included as part of the current Rosecrans/Aviation Widening (discussed above under “Future Highway System Improvements”) but will be guaranteed by the project.

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<tr>
<td>Monitoring Agency:</td>
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Site Trip Reductions

L-8 Project applicants must promote rideshare programs (bikes, rideshare matching and transit options) as required by the City of El Segundo Transportation Demand Management Program (TDM). In addition to the traditional TDM program, project applicants must promote access to the Commute View System which is being implemented by the City to provide information on congested routes to provide additional trip reduction measures. The Commute View System is an advanced traveler information system which provides real time travel time information, incident information, and general traffic conditions through a variety of devices such as the cable, internet, cell phone and wireless PDA. This will provide commuters the ability to make informed decisions regarding the route, time of travel and mode of transportation.
Project applicants must include or share in a transit connection system to promote use of the existing Metro Green Line service, remote employee lot during seasonal peaks and local circulator service. Based upon estimate usage patterns and trial studies, an approximately three percent reduction in trips to and from the site during peak periods is anticipated with these enhancements.

- **Monitoring Phase:** Post-construction
- **Implementation Party:** Applicant
- **Enforcement Agency:** Public Works Department; Planning Division
- **Monitoring Agency:** Public Works Department; Planning Division

**Intelligent Transportation Systems Connections/Upgrades**

The South Bay area will be enhanced with an area-wide signal system upgrade prior to project completion in 2012. This system is already funded and will be implemented with or without the proposed project. The improvement will provide for intelligent transportation systems (ITS) which provide real time adjustment to signal timing based upon current conditions thereby increasing capacity along major corridors. ITS system enhancements are currently being tested and evaluated which provide further enhanced capacity. These enhancements provide advanced communication upgrades to the users of the roadway systems. Items include Advanced Traveler Information System (ATIS) and Advanced Traffic Management Systems (ATMS). ATIS provides commuters with information to make route and time of day decisions. The enhanced ATIS system that would be included within the South Bay ITS system will enable private sector partners to disseminate freeway and arterial traffic information to the public via paid subscription services. ATMS manages the traffic system on surrounding streets.

Applicants for development projects within the proposed Sepulveda/Rosecrans Rezoning Site must provide for connectivity to the systems described above. Project applicants must provide access to information disseminated by the ATIS system to patrons and employees by including at least one television monitor or equivalent equipment that is compatible with and connected to the ATIS system and that displays current commuter information from the ATIS system during all hours that the development is open for business. The monitor or equivalent equipment shall be placed in a centralized location within the development, shall be specifically identified on directory maps of the facility, shall be specifically and clearly identified as the location for obtaining current travel information and shall be identified elsewhere throughout the development with signage that directs patrons to the location.

Project applicants must also facilitate dissemination of information provided by the ATIS system to project employees by working with project tenants to offer fully or partially subsidized monthly subscriptions to employees (currently estimated at full cost.
of $5.00 per month per user). Project applicants (or successors in interest) must provide any new project tenant with information regarding subscription programs available to employees and costs thereof and shall encourage tenants to provide subsidized monthly subscriptions to their employees. However, because there is no guarantee that subscription subsidies will be provided by future tenants of developments within the Sepulveda/Rosecrans Rezoning Site, no additional credit for these subscriptions can be taken except for the enhancements provided by the South Bay ITS system as presently designed (7%, see discussion under “Future Highway System Improvements” above).

Monitoring Phase: Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department
Monitoring Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department

Local Street-Freeway Inter-Ties

L-10 This mitigation measure is applicable to buildout of the Sepulveda/Rosecrans Rezoning Site beyond the Plaza El Segundo Project Development. Applicants for development projects within the Sepulveda/Rosecrans Rezoning Site (excluding the Plaza El Segundo Project) shall fund or construct upgrades and enhancements to the El Segundo and/or South Bay ITS systems, and/or the Caltrans ITS system that singly or in combination cause an increase of 3% in the capacity of the street system served by these ITS systems. The 3% increase shall be measured from the calculated capacity of the system based upon existing lane configurations, plus a 10% increase on street in the City of El Segundo, and 7% increase on streets outside the City of El Segundo to reflect the El Segundo and South Bay ITS systems, respectively. The upgrades/enhancements shall be selected from the following menu and approved by the relevant jurisdictional agency: expansion of the fiber optic communication system, expansion of wireless communication components, provision of software components, supplemental advance system detectors, changeable message signs, closed circuit television cameras, or any other reasonably feasible upgrade or enhancement approved by the relevant jurisdictional agency. The applicant shall participate in any applicable fair share fee mitigation program that will otherwise fund the foregoing upgrades/enhancements and shall receive credit for all fair share payments.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans, County of Los Angeles Department of Public Works
Monitoring Agency: Public Works Department; Caltrans; County of Los Angeles Department of Public Works

Project Parking/Egress Information System for Key Access/Egress Corridors

L-11 Project applicants must provide parking/egress information systems in the manner of Changeable Message Signs (CMS) along key access/egress corridors of Sepulveda Boulevard, Rosecrans Avenue, and Park Place. Currently, Los Angeles County is installing CMS on major streets in the South Bay area and locations for additional CMS would be identified in coordination with Los Angeles County. A centrally located kiosk system must be included in project design that can disseminate roadway conditions along the major routes. This information would be utilized by the employee or patron to determine the least congested access/egress route to/from the project, thereby minimizing delay on the roadway systems. Based upon recent studies in the South Bay area under trial conditions, implementation of this measure is anticipated to improve capacity at the site adjacent intersections by three percent, along major corridors of Rosecrans Avenue, Sepulveda Boulevard, and El Segundo Boulevard by two percent, and the balance of the study intersections by one percent.

Monitoring Phase: Construction; Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division
Monitoring Agency: Public Works Department; Planning Division

Improvements for Cumulative Growth

L-12 In order to assist in addressing future cumulative traffic deterioration, the City of El Segundo through its Traffic Congestion Mitigation Fee Ordinance will require the developer of a specific project to make a "fair share" contribution for programmed roadway improvements. In addition, project implementation of the signal system enhancements described above will benefit the entire system and reduce cumulative impacts along the roadway corridors.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Public Works Department
Monitoring Agency: Planning Division; Public Works Department
Plaza El Segundo Development

Physical Roadway Improvements

L-13 El Segundo Boulevard and Sepulveda Boulevard – Convert the existing eastbound right-turn only lane to a shared through/right-turn lane. There exists three receiving lanes on the east leg of the intersection. In addition, modify the raised center median to convert the westbound shared through left-turn lane to a dedicated second left turn lane and additional through lane.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans
Monitoring Agency: Public Works Department; Caltrans

L-14 El Segundo Boulevard and Aviation Boulevard – Not required for Plaza El Segundo Reduced Traffic Generation Alternative

L-15 Rosecrans Avenue and Sepulveda Boulevard – On the westbound approach of Rosecrans Avenue dedicate additional right-of-way on the north side of Rosecrans Avenue to provide a free flow right-turn lane. Widen the east side of Sepulveda Boulevard along the project frontage to provide the acceptance lane for the free westbound right-turn lane. This additional lane on Sepulveda should be improved to the new Park Place connection where a right turn lane will be provided. This intersection’s jurisdiction is shared with Manhattan Beach and Caltrans. Coordination and concurrence of these agencies for implementation of these improvements would be required.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Caltrans
Monitoring Agency: Public Works Department; Caltrans


Site Trip Reductions

L-17 The project applicant must promote rideshare programs (bikes, rideshare matching, and transit options) as required by the City of El Segundo Transportation Demand Management Program (TDM). In addition to the tradition TDM program and to provide additional trip reduction measures, the project applicant must promote access to the Commuter View System which is being implemented by the City to provide information on congested routes. The project applicant must provide a transit connection system
must be established and/or shared with other nearby retail projects to promote use of the existing Metro Green Line service, remote employee lot during seasonal peaks and local circulator service. Based upon typical usage patterns, an approximately three percent reduction in trips to and from the site during peak periods is anticipated with these enhancements.

**Monitoring Phase:** Post-Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Public Works Department; Planning Division  
**Monitoring Agency:** Public Works Department; Planning Division

**Intelligent Transportation System Connections/Upgrades**

The South Bay area will be enhanced with an area-wide signal system upgrade prior to project completion in 2012. This system is already funded and will be implemented with or without the proposed project. The improvement will provide for intelligent transportation systems (ITS) which provide real time adjustment to signal timing based upon current conditions thereby increasing capacity along major corridors. ITS system enhancements are currently being tested and evaluated which provide further enhanced capacity. These enhancements provide advanced communication upgrades to the users of the roadway systems. Items include Advanced Traveler Information System (ATIS) and Advanced Traffic Management Systems (ATMS). ATIS provides commuters with information to make route and time of day decisions. The enhanced ATIS system that would be included within the South Bay ITS system will enable private sector partners to disseminate freeway and arterial traffic information to the public via paid subscription services. ATMS manages the traffic system on surrounding streets.

Applicants for development projects within the proposed Sepulveda/Rosecrans Rezoning Site must provide for connectivity to the systems described above. Project applicants must provide access to information disseminated by the ATIS system to patrons and employees by including at least one television monitor or equivalent equipment that is compatible with and connected to the ATIS system and that displays current commuter information from the ATIS system during all hours that the development is open for business. The monitor or equivalent equipment shall be placed in a centralized location within the development, shall be specifically identified on directory maps of the facility, shall be specifically and clearly identified as the location for obtaining current travel information and shall be identified elsewhere throughout the development with signage that directs patrons to the location.

Project applicants must also facilitate dissemination of information provided by the ATIS system to project employees by working with project tenants to offer fully or partially subsidized monthly subscriptions to employees (currently estimated at full cost
of $5.00 per month per user). Project applicants (or successors in interest) must provide any new project tenant with information regarding subscription programs available to employees and costs thereof and shall encourage tenants to provide subsidized monthly subscriptions to their employees. However, because there is no guarantee that subscription subsidies will be provided by future tenants of developments within the Sepulveda/Rosecrans Rezoning Site, no additional credit for these subscriptions can be taken except for the enhancements provided by the South Bay ITS system as presently designed (7%, see discussion under "Future Highway System Improvements" above).

Monitoring Phase: Construction; Post-Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department
Monitoring Agency: Public Works Department; Planning Division; Los Angeles County Public Works Department

Improvements for Cumulative Growth

L-19 In order to assist in addressing future cumulative traffic deterioration, the project applicant must comply with the City of El Segundo Traffic Congestion Mitigation Fee Ordinance and make a "fair share" contribution for programmed roadway improvements. In addition, project implementation of the signal system enhancements described above will benefit the entire system and reduce cumulative impacts along the roadway corridors.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Public Works Department
Monitoring Agency: Planning Division; Public Works Department

XII. UTILITIES

Sewer

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must include the following:
M.1-1 An analysis of sewer service to the proposed development must be prepared which examines the capacity of existing sewer lines to serve the development, the projected peak sewage generation and shall identify new sewer infrastructure required to serve the development.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.1-1 An analysis of sewer service to the proposed development must be prepared which examines the capacity of existing sewer lines to serve the development, the projected peak sewage generation and must identify new sewer infrastructure required to serve the development.

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M.1-2 The Sepulveda/Rosecrans Rezoning Site must be annexed to Los Angeles County Sanitation District No. 5.

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<td>Monitoring Agency:</td>
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M.1-3 Project applicants must be required to obtain a sewer connection permit from the Los Angeles County Sanitation Districts (District 5) to obtain sanitary sewer service.

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M.1-4 Additional local sewer infrastructure must be provided by the applicant as necessary to connect the Sepulveda/Rosecrans Rezoning Site with existing sewer infrastructure. This provision must be coordinated with the project applicant and may be the partial responsibility of the applicant, as determined by the City.

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Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-5 The applicant must be required to replace or upgrade the sewer infrastructure on or adjacent to the Sepulveda/Rosecrans Rezoning Site, as needed.

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

M.1-6 Project applicants must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-7 Prior to a building permit being issued the project applicant must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department and the Public Works Department for review and approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.1-8 Closed circuit television (CCTV) inspection of existing on-site and adjacent off-site sewer mains must be conducted to determine the present condition of the infrastructure which the Sepulveda/Rosecrans Site Rezoning project will connect to.

Monitoring Phase: Pre-construction
Implementation Party: City of El Segundo
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-9 All future developments must be discharged to the existing twelve-inch sanitary sewer main in Rosecrans Avenue.
Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1-10 New businesses that generate Fats, Oils, or Greases (e.g., restaurants and grocery stores) must be required to install grease interceptors with a minimum 30 minute retention period to ensure these contaminants do not block the sewerage system.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

Plaza El Segundo Development

M.1-11 The Sepulveda/Rosecrans Rezoning Site must be annexed to Los Angeles County Sanitation District No. 5

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-12 The project applicant must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department

M.1-13 Additional local sewer infrastructure must be provided by the applicant as necessary to connect the Plaza El Segundo site with existing sewer infrastructure. This provision must be coordinated with the project applicant and may be the partial responsibility of the applicant, as determined by the City.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Los Angeles County Sanitation Districts
Monitoring Agency: Public Works Department
M.1.14 The existing 15-inch sanitary sewer line must be removed and replaced with an 18-inch line. Plans must identify the point of connection for the proposed ten-inch sanitary sewer to the existing sanitary sewer main on Allied Way.

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

M.1.15 Project applicants must 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
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1.16 Prior to a building permit being issued the project applicant must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department and the Public Works Department for review and approval.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.1.17 Closed circuit television (CCTV) inspection of existing on-site and adjacent off-site sewer mains must be connected to determine the present condition of the infrastructure which the Sepulveda/Rosecrans Site Rezoning project will connect to.

Monitoring Phase: Pre-construction
Implementation Party: City of El Segundo
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.1.18 New businesses that generate Fats, Oils, or Greases (e.g., restaurants and grocery stores) must be required to install grease interceptors with a minimum 30 minute retention period to ensure these contaminants do not block the sewerage system.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department
Monitoring Agency: Building Safety Division; Public Works Department

Water

Subsequent Environmental Documentation

Subsequent environmental documentation must be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. This information must be examined, at the time the development project is proposed, in light of the Program EIR to determine whether a new Initial Study would be required to be prepared leading to either an EIR or Negative Declaration. The subsequent environmental documentation must include the following:

M.2-1 An analysis of water service to the proposed development must be prepared which examines the capacity of existing water lines to serve the development and projected water demand and must identify new water infrastructure required to serve the development.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.2-1 An analysis of water service to the proposed development must be prepared which examines the capacity of existing water lines to serve the development and the projected water demand and must identify new water infrastructure required to serve the development.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-2 New streets shall be connected through the Sepulveda/Rosecrans Rezoning Site to adjacent existing streets, with no gaps or disconnects, so as to allow connections to existing infrastructure contained in the existing streets.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-3 Water distribution mains must be installed in the through streets in order to complete the existing water grid and provide water distribution to the interior of the Sepulveda/Rosecrans Rezoning Site. Connecting pipes must be a minimum of ten inches.
Monitoring Phase: Pre-construction; Construction  
Implementation Party: Applicant  
Enforcement Agency: Public Works Department  
Monitoring Agency: Public Works Department

M.2-4 New water lines must be connected to the existing water line located in Allied Way to provide a continuous public water line beginning from Sepulveda Boulevard to an existing line in Allied Way.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: Public Works Department  
Monitoring Agency: Public Works Department

M.2-5 Development on the proposed Sepulveda/Rosecrans Rezoning Site must include dual water connections to allow for landscaping to be irrigated by reclaimed water.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department  
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.2-6 Reclaimed water must be used as the water source to irrigate landscaped areas on the Sepulveda/Rosecrans Rezoning Site.

Monitoring Phase: Post-construction  
Implementation Party: Applicant  
Enforcement Agency: Public Works Department; Planning Division  
Monitoring Agency: Public Works Department

M.2-7 Efficient irrigation systems must 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; Post-construction  
Implementation Party: Applicant  
Enforcement Agency: Recreation and Parks Department  
Monitoring Agency: Planning Division; Building Safety Division

M.2-8 Automatic sprinkler systems must be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. Sprinklers must 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: Post-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

M.2-9 Selection of drought-tolerant, low water consuming plant varieties must be used to reduce irrigation water consumption.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Planning Division; Recreation and Parks Department

M.2-10 Project applicants must 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 must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department for review and approval relative to compliance with the City’s Water Conservation Ordinance and Guidelines for Water Conservation in Landscaping.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Recreation and Parks Department

Plaza El Segundo Development

M.2-11 Water distribution mains must be installed in the eastward extension of Park Place and the extension of Allied Way to Park Place in order to complete the existing water grid and provide water distribution to the interior of the Plaza El Segundo site. Connecting pipes should be a minimum of ten inches.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department
Monitoring Agency: Public Works Department

M.2-12 Development on the proposed Plaza El Segundo Site must include dual water connections to allow for landscaping to be irrigated by reclaimed water.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Public Works Department
Monitoring Agency: Planning Division; Building Safety Division; Public Works Department

M.2-13 Reclaimed water must be used as the water source to irrigate landscaped areas on the Plaza El Segundo Development.

Monitoring Phase: Post-construction
Implementation Party: Applicant
Enforcement Agency: Public Works Department; Planning Division
Monitoring Agency: Public Works Department

M.2-14 Efficient irrigation systems must 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; Post-construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Public Works Department; Building Safety Division

M.2-15 Automatic sprinkler systems must be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. Sprinklers must 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: Post-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

M.2-16 Selection of drought-tolerant, low water consuming plant varieties must be used to reduce irrigation water consumption.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Recreation and Parks Department
Monitoring Agency: Planning Division; Recreation and Parks Department

M.2-17 The project applicant must 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 must submit the Final Working Drawings to the City of El Segundo Planning and Building Safety Department for review and approval relative to compliance with the City's Water Conservation Ordinance and Guidelines for Water Conservation in Landscaping.

Monitoring Phase: Pre-construction  
Implementation Party: Applicant  
Enforcement Agency: Recreation and Parks Department  
Monitoring Agency: Recreation and Parks Department

Solid Waste

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.3-1 Where economically feasible, the proposed Sepulveda/Rosecrans Site Rezoning project must incorporate the use of recycled materials in building materials, furnishing operations and building maintenance.

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

M.3-2 The proposed Sepulveda/Rosecrans Site Rezoning project must recycle all construction debris in a practical, available, and accessible manner, to the maximum extent feasible, during the demolition and construction phases.

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

M.3-3 The design of the proposed Sepulveda/Rosecrans Site Rezoning project must 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.
Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Plaza El Segundo Development

M.3-4 Where economically feasible, the proposed Plaza El Segundo Development must incorporate the use of recycled materials in building materials, furnishing operations and building maintenance.

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

M.3-5 The proposed Plaza El Segundo Development must recycle all construction debris in a practical, available, and accessible manner, to the maximum extent feasible, during the demolition and construction phases.

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

M.3-6 The design of the proposed Plaza El Segundo Development must 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.

Monitoring Phase: Pre-construction
Implementation Party: Applicant
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Natural Gas

Subsequent Environmental Documentation

No subsequent environmental documentation is required.
Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

No mitigation measures are required.

Plaza El Segundo Development

No mitigation measures are required.

Electricity

Subsequent Environmental Documentation

No subsequent environmental documentation is required.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

M.5-1 The applicant must consult with SCE during the design process of the proposed Sepulveda/Rosecrans Site Rezoning 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 internal streetlights and outdoor security lighting.

- Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

- 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.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; Southern California Edison (SCE)
Monitoring Agency: Planning Division; Building Safety Division
M.5-2 All on-site electrical lines must be placed underground, except for high voltage transmission lines located along Rosecrans Avenue.

Monitoring Phase: Construction
Implementation Party: Applicant
Enforcement Agency: Building Safety Division; Public Works Department; SCE
Monitoring Agency: Building Safety Division; Public Works Department

M.5-3 Electrical transformers must be screened from view from the public right-of-way.

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

Plaza El Segundo Development

M.5-4 The applicant must consult with SCE during the design process of the proposed Plaza El Segundo Development regarding potential energy conservation measures for the project. Examples of such energy conservation measures include:

- Design windows (e.g., 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 internal streetlights and outdoor security lighting.

- Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

- 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.

Monitoring Phase: Pre-construction; Construction
Implementation Party: Applicant
Enforcement Agency: Planning Division; Building Safety Division; SCE
Monitoring Agency: Planning Division; Building Safety Division
M.5-5 All on-site electrical lines must be placed underground, except for high voltage transmission lines located along Rosecrans Avenue.

Monitoring Phase: Construction  
Implementation Party: Applicant  
Enforcement Agency: Building Safety Division; Public Works Department; SCE  
Monitoring Agency: Building Safety Division, Public Works Department

M.5-6 Electrical transformers must be screened from view from the public right-of-way.

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

XIII. CULTURAL RESOURCES

Subsequent Environmental Documentation

Subsequent environmental documentation shall be prepared for development projects proposed to be constructed on the Sepulveda/Rosecrans Rezoning Site. The subsequent environmental documentation shall include the following:

N-1 A records search and/or Phase I Archaeological Survey must be conducted by a qualified archaeologist prior to the start of construction activities (including grading) for any development on the Sepulveda/Rosecrans Rezoning Site. If the survey identifies resources within the construction area, follow on studies shall be conducted in accordance with the recommendations of the records search prior to commencement of construction.

N-2 Further analysis of Cultural Resource 19-186856 is required, that meets the requirements of CEQA Guidelines Section 15064.5(a)(2), to determine potential eligibility for the California or National Register of Historic Places prior to any construction activities occurring on the H. Kramer portion of the Sepulveda/Rosecrans Rezoning Site. If further analysis identifies that the resource is eligible, then the recommendations identified in that analysis shall be followed.

Mitigation Measures

Sepulveda/Rosecrans Site Rezoning

N-1 A records search and/or Phase I Archaeological Survey must be conducted by a qualified archaeologist prior to the start of construction activities (including grading) for any
development on the Sepulveda/Rosecrans Rezoning Site. If the survey identifies resources within the construction area, follow on studies must be conducted in accordance with the recommendations of the records search prior to commencement of construction.

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

**N-2** Further analysis of Cultural Resource 19-186856, that meets the requirements of CEQA Guidelines Section 15064.5(a)(2), is required to determine potential eligibility for the California or National Register of Historic Places prior to any construction activities occurring on the H. Kramer portion of the Sepulveda/Rosecrans Rezoning Site. If further analysis identifies that the resource is eligible, then the recommendations identified in that analysis must be followed and measures identified to reduce impacts to less than significant levels.

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

**N-3** 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 archaeologist/paleontologist.

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

*Plaza El Segundo Development*

**N-4** 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 archaeologist/paleontologist.

**Monitoring Phase:** Construction  
**Implementation Party:** Applicant  
**Enforcement Agency:** Planning Division; Building Safety Division  
**Monitoring Agency:** Planning Division; Building Safety Division
I. Introduction

The Developer has filed an application to amend the existing development agreement and site plan for the relatively small portion of the Plaza El Segundo Development that has not been constructed yet but that was previously approved by the City in March 2005. The existing Development Agreement and Vesting Tentative Map to permit development of a shopping center of up to 425,000 square feet on a 43.3 gross acre (38.1 net acres) portion of the 110-acre site ("the Plaza El Segundo Development"). The undeveloped portion of the project is approximately 58.6 acres and 401,171 square feet of buildable floor area and is located at the northeast corner of Sepulveda and Rosecrans Boulevards. The Developer is seeking to add approximately 3.4 acres to this yet to be developed area that would result in the developable floor area that would allow a maximum of 70,000 square feet of buildable floor area. The project as amended would still be required to stay within the total traffic trip generation cap that was imposed on the original project. The purpose of the proposed zone text amendment is to make the zoning text consistent with the proposed revisions to the development agreement.

An Addendum to the previously Certified Final Environmental Impact Report
(FEIR - certified by the City of El Segundo on March 1, 2005 (Resolution No. 4415) for the Plaza El Segundo Development to evaluate potential environmental effects which may be associated with the proposed changes to the previously-approved Development. The Certified EIR was a Program/Project EIR that analyzed the environmental effects (1) of a proposed General Plan Amendment, Zone Change and a Zone Text Amendment that would effect a land use re-designation and rezoning of approximately 85.8 acres of an 110-acre area located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue ("Sepulveda/Rosecrans Site Rezoning") that would accommodate up to 850,000 square feet of commercial development in the Commercial Center (C-4) Zone; and (2) the proposed Plaza El Segundo Development.

An EIR is a detailed informational document that analyzes a proposed project’s potentially significant environmental effects. An EIR also identifies ways to reduce environmental effects and reasonable alternatives to avoid or minimize significant environmental effects. The addendum has been prepared under the authority of 14 Cal. Code Regs, § 15164(a) (State CEQA Guidelines) 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 State CEQA Guidelines calling for preparation of a subsequent EIR have occurred. The purpose of the addendum is to provide substantial evidence in the record to support the determination of the decision making body of the lead agency that none of these conditions has occurred as a result of the proposed changes in the Plaza El Segundo Development. An addendum need not be circulated for public review but can be included or attached to the final EIR. As described above, and in more detail below, the proposed project includes minor amendments to the existing development agreement and the Commercial Center “C-4” Zone development standards relating to permitted uses, setbacks, and signs.

II. Recommendation

Planning staff recommends that the Planning Commission review the facts as contained within this report and conduct a public hearing, and adopt Resolution No. 2630 (Exhibit 1) recommending that the City Council approve Environmental Assessment No. 768, Zone Text Amendment No. 08-01, and Development Agreement No. 07-03 with conditions.

III. Project Description

The following applications are proposed:

1) Environmental Assessment No. 768 (EA No. 768) California Environmental Quality Act (CEQA) - An Addendum to the certified Final Environmental Impact Report is proposed for this project pursuant to the requirements of CEQA.
2) **Zone Text Amendment No. 08-01 (DA No. 08-01)** - An amendment to the Commercial Center (C-4) Zone development standards that include: an amendment to ESMC 15-5G-2 to allow health and/or skin care uses that are limited to minor medical cosmetic procedures; an amendment to ESMC §15-5G-6.D to exclude environmental mitigation structures from setback requirements that are required by other regulatory agencies, (including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control) that are necessary to mitigate the presence of hazardous substances that are present in the soils on the parcel of property on which a treatment facility is located while still complying with the City's traffic safety and building code requirements; and an amendment to ESMC §15-5G-9 relating to light emitting diode ("LED") signs.

3) **Development Agreement No. 07-03 (DA No. 07-03)** - An eight-year amended Development Agreement for a period of eight years from the date of amendment with a possible five year extension (Exhibit 1 – Attachment A) is proposed to allow the developer sufficient time to build the Plaza El Segundo Project Site Phase 1B portion of the project and provide the City with certain assurances regarding the uses and quality of tenants that would be located on the site. As the current development agreement does not expire for five years and already contains the provision for the potential one 5-year extension, the amendment actually results in an extension of the current agreement by 3 years. Additionally the amendment would include modifications to the project site boundary, an increase in the allowable building square footage by 23,829 square feet; allow for two of the health and/or skin care uses; and the amendment to ESMC §15-5G-6.D to exclude environmental mitigation structures that are required by other regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements; limitations on the number of ground and monument signs; and two light emitting diode ("LED") signs discussed above. It also provides for fencing and landscaping screening requirement along the eastern boundary of Phase 1B; a $25,000 contribution to the Downtown Signage Program; and provide the City with some assurance regarding the future construction of the extension of Park Place in the Phase 2 project area by requiring an irrevocable offer to dedicate land within the C-4 Zone to the extent such is acquired by the Developer for the extension of the Park Place right-of-way; and providing up to $2,418,000 in funding of the City's acquisition of the Honeywell, Chevron and Union Pacific Railroad Park Place properties for the roadway segments that are needed for the ultimate extension of Park Place.

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

The Plaza El Segundo Development has only been developed on the portion of the site north of the Union Pacific Railroad ("UPRR") tracks and south of Hughes Way. Total development constructed or under construction is 46,171 net square feet less than the 425,000 square feet of allowable development analyzed in the Certified EIR. Additionally, the conditions of approval allowed for a daily maximum allowable trip count of 16,645 and the development currently constructed or under construction generates a total of 13,162 daily trips, which are 3,483 trips less than the maximum.

The proposed project modification would be applicable to that part of the Plaza El Segundo Development that has not yet been constructed, which is located south of the UPRR tracks at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue. The proposed project modification would modify the project site boundary to include an additional 3.4 acres and increase the allowable buildable square footage in the Plaza El Segundo Development by 23,829 net square feet for a total of 448,829 net square feet. If approved the Development would have approximately 70,000 square feet of remaining floor area to develop. The 3.4 acres is a portion of a 7.6-acre property previously owned by General Chemical Corporation that was utilized for pesticides grinding and packaging, sulfuric acid production and production of liquid aluminum chloride and aluminum sulfate and is a portion of the entire 110-acre site rezoned in the Original Project and analyzed in the Certified EIR.

The proposed increase in square footage and the proposed mix of commercial uses will keep the overall Development within the previously approved daily maximum allowable trip count of 16,645 vehicle trips. The a.m. maximum allowable trip count is 779 trips and the p.m. maximum allowable trip count is 1,477 trips. The proposed project would generate 14,673 daily vehicle trips, 444 a.m. vehicle trips, and 1,454 p.m. vehicle trips. The Development Agreement permitted variations in the mix of uses as long as the daily, a.m. and p.m. peak hour traffic generation was not increased above the traffic generation associated with the approved uses.

The proposed 8.13 acre shopping center expansion ("Plaza El Segundo Development Phase 1B") would consist of six one- and two-story buildings, totaling 70,000 square feet with a maximum height of 65 feet at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue. Four of the commercial retail buildings will surround a large, landscaped and paved outdoor plaza that contains general seating, a temporary stage for occasional community functions, a small retail building, a media screen installed on the side of one of the two story buildings facing the interior of the plaza, a few portable retail kiosks, and a small utilitarian building that provides public restrooms, and a small property maintenance and storage facility. The proposed development would conform to all of the C-4 development standards and the architectural style would be contemporary. Approximately 394 surface parking spaces will be provided to
serve the development. The two existing parcels that comprise the 8.13 acres proposed for development will be merged into one lot to accommodate the precise configuration of the proposed buildings.

Access to the 8.13-acre portion of the Plaza El Segundo site would be via one driveway on Sepulveda Boulevard and one driveway on Rosecrans Avenue. The driveway on Sepulveda Boulevard will have an additional deceleration lane north of the intersection at Rosecrans Avenue. The driveway access on Sepulveda Boulevard will include a northbound right turn into the site and northbound right turn out of the site. Access to the driveway on Rosecrans Avenue will include a westbound right turn into the site, an eastbound left turn into the site, and an eastbound right turn out of the site. The dedicated westbound right turn lane on Rosecrans Avenue will be extended as much as is feasible based upon obstructions and the limitations of the Edison easement for powerlines. The development would tie into the existing City's water and sewer lines. Site remediation is underway and is ongoing in compliance with the mitigation measures imposed upon the Project. Construction of Plaza El Segundo Development Phase 1B is anticipated to be completed in 2009.

The chemical production facilities of Honeywell International Inc. and General Chemical that were located on the 8.13-acre site have been demolished.

V. Analysis

Sepulveda/Rosecrans Rezoning Site Description and Surrounding Land Uses

The approximately 110-acre Sepulveda/Rosecrans Rezoning Site studied in the Certified EIR, which includes the 85.8 acre irregularly shaped Sepulveda/Rosecrans Rezoning Site is located in the southern portion of the City of El Segundo at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue. The entire Sepulveda/Rosecrans Rezoning Site is roughly bounded by Hughes Way to the north, Douglas Street to the east, Rosecrans Avenue to the south, and Sepulveda Boulevard to the west. Two railroad spurs run through the middle of the site. The northern spur belongs to the Union Pacific Railroad (UPRR) and the southern spur belongs to the Burlington Northern Santa Fe (BNSF) railroad. Both of these railroads serve the Chevron Oil Refinery on the west side of Sepulveda Boulevard adjacent to the project site. Regional access to the Sepulveda/Rosecrans Rezoning Site is provided from the San Diego Freeway (I-405), located approximately 1.5 miles to the east of the site, and the Century Freeway (I-105), located approximately 1.4 miles north of the site. Major arterials that provide access to the site include El Segundo Boulevard, Sepulveda Boulevard, and Rosecrans Avenue.

The majority of the site was historically devoted to industrial chemical manufacturing facilities. The proposed project site is to be located on 8.13 acres at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue within the Sepulveda/Rosecrans Rezoning Site. The Honeywell International and
General Chemical had operational facilities on the site until 2003. At that time the facilities were closed and demolition of the facilities commenced in anticipation of the sale of the properties and eventual re-use.

The surrounding properties are a mix of light industrial, heavy industrial, office, retail, and entertainment uses. On the north side of the project site are light industrial buildings for self-storage, freight forwarding, and aerospace uses and the first phase of the Plaza El Segundo development project. A reclaimed water treatment plant and municipal golf course are also located to the north of the project. East of the project site are light industrial buildings and uses along Douglas Street as well as office, entertainment and restaurant uses in the Continental Park development along Rosecrans Avenue. South of the project site on the south Side of Rosecrans Avenue in the City of Manhattan Beach is the Manhattan Village shopping center, which consists of retail, restaurants, banks, and a movie theater. West of the project site on the west side of Sepulveda Boulevard is the Chevron Oil Refinery.

<table>
<thead>
<tr>
<th>Land Use</th>
<th>Zone</th>
</tr>
</thead>
<tbody>
<tr>
<td>North: Plaza El Segundo Phase 1, self-storage, warehouse, light industrial</td>
<td>C-4 and M-1</td>
</tr>
<tr>
<td>South:</td>
<td>Manhattan Beach</td>
</tr>
<tr>
<td>East: office, entertainment, light industrial</td>
<td>MU-N, M-1</td>
</tr>
<tr>
<td>West: oil refinery</td>
<td>M-2</td>
</tr>
</tbody>
</table>

**Plaza El Segundo Phase 1B Property Composition**

The proposed project site includes 4.7 gross acres (former Honeywell International property) of the Plaza El Segundo development that is located south of the UPRR tracks immediately at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue and 3.4 acres (former General Chemical property) east of the 4.7 gross acres and north of Rosecrans Boulevard.

**Density**

The proposed Plaza El Segundo Project Site Phase 1B development consists of 8.13 acres, currently comprised of two parcels one that is 4.20 acres and the second parcel is 3.411 acres. The proposed FAR for this development is 0.20:1 based on a maximum 71,591 gross square feet of development on a single-lot comprised of 8.13 acres. The Commercial Center "C-4" Zone permits an FAR of 0.275:1. The following table provides a breakdown of the square footage of the proposed buildings:

<table>
<thead>
<tr>
<th>Building</th>
<th>Acres</th>
<th>Bldg. Area</th>
<th>FAR</th>
<th>No. of Stories</th>
</tr>
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<td>Building</td>
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<td>Bldg. Area</td>
<td>FAR</td>
<td>No. of Stories</td>
</tr>
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</tr>
<tr>
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<td>N/A</td>
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<tr>
<td><strong>TOTAL</strong></td>
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<td><strong>71,591</strong></td>
<td><strong>0.20</strong></td>
<td><strong>N/A</strong></td>
</tr>
</tbody>
</table>

**Circulation**

Ingress and egress to the 8.13-acre Plaza El Segundo Project Site Phase 1B would be provided from Sepulveda Boulevard via a driveway approximately 370 feet east of the intersection of Sepulveda Boulevard and Rosecrans Avenue just south of the UPRR and the BNSF railroad tracks. An approximately 150 to 200-foot deceleration lane will be provided for the Sepulveda Boulevard driveway. Additionally, one driveway would be provided on Rosecrans Avenue approximately 114 feet from the eastern boundary of the project site. An approximately 94-foot deceleration lane will be provided for the Rosecrans Avenue driveway. The driveway on Sepulveda Boulevard will be limited to being a right-in/right-out driveway. The driveway on Rosecrans Avenue will be a right-in/right-out driveway that also allows eastbound left turns into the site. Surface parking spaces will be provided to serve the development.

**Phasing**

The Plaza El Segundo Project Site Phase 1B development is proposed to be constructed as one phase. Construction is expected to commence in early 2008 and to be completed in 2009.

**Utilities**

In order to accommodate the development that would be permitted on the Plaza El Segundo Project Site Phase 1B, several infrastructure improvements will be required. These infrastructure improvements include drainage facilities, water, sewer and reclaimed water. Proposed development would connect into the existing water, sewer, and reclaimed water lines on Rosecrans Avenue, Sepulveda Boulevard and to the utility infrastructure constructed in the Plaza El Segundo development north of the UPRR and BNSF railroad tracks consistent with the analysis in the Final EIR. Greater detail is provided in the attached Addendum to the certified EIR.

**Parking and Loading**

Parking for Plaza El Segundo Project Site Phase 1B is proposed to be located in surface parking lots that will surround the proposed shopping center buildings.
Based on a total of 70,000 square feet, including 51,870 square feet of commercial/retail space and 17,000 square feet of restaurant floor area, 388 parking spaces are required. The developer proposes to provide 394 parking spaces, which exceeds the City’s parking requirements.

The proposed development meets the City’s development standards.

**Development Agreement Amendment**

The proposed development agreement revisions are discussed in depth above.

**VI. General Plan Consistency**

The El Segundo General Plan land use designation for the proposed Plaza El Segundo Project Site Phase 1B is currently Commercial Center. This designation seeks a range of commercial uses in an integrated shopping center 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 below.

**Economic Development**

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”. Staff finds the benefits of the development will be shared by many constituencies in the City. The development will provide significant fiscal benefit to the City by generating additional business license and sales tax revenue for the City’s General Fund.

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.” Staff is of the opinion that the project will add to the diversification of the economic base in the City by providing for a new larger format retail uses that do not currently exist in the City. Therefore, these uses will meet quality of life goals by benefiting the residential and business communities with more diverse retail uses not currently available in the City.

Objective ED1-2 also directs diversification of the economic base “on targeted industries that meet the City’s criteria for job creation, growth potential, fiscal impact and fit with local resources.” The City’s Economic Development Advisory Council (EDAC) prepared a list of targeted industries, which was approved by the City Council. These industries are eligible for certain financial incentives because they meet the criteria described in Objective ED1-2. The retail and restaurant uses would be on the list of targeted industries that the City is recruiting in order to meet its diversification efforts. Therefore, the proposed project does meet the
diversification criteria established in the General Plan, by the EDAC, and the City Council.

With the proposed amendment, the remaining development of Plaza El Segundo will add an additional 53 jobs. Currently there is no permanent employment on the Plaza El Segundo Project Site Phase 1B. Therefore, the project meets the job creation Objective (ED1-2) in the General Plan.

Policies ED1-2.1 and ED1-2.2, both seek to promote land uses, which improve the City’s retail and commercial tax base. Since the stated purpose of the Commercial Center Land Use Designation is to provide for retail and other commercial services, it is appropriate to examine the potential fiscal impacts of the proposed project and compare them with other potential uses of the property. This will enable the Commission to determine if the fiscal impact might be similar to land uses, which promote growth and diversification of the tax base. The Fiscal Impact Analysis prepared for the Plaza El Segundo development showed that the fiscal benefits for the City would be consistent with the estimates that were prepared for the Campus El Segundo project.

The applicant for the Plaza El Segundo project prepared a brief Fiscal Benefit Analysis. The remaining development would provide an estimated $383,837 annual marginal fiscal benefit to the City.

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, a substantial commitment of City resources or City funded infrastructure is not required. The project also proposes several roadway improvements to ensure that the project would not overburden the existing roadway infrastructure. Based on this, staff believes that the proposed project is consistent with Policy ED1-2.3.

**Land Use**

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 products and services expected to be provided for the most part are not already available in El Segundo. Plaza El Segundo Project Site Phase 1B is likely to include specialty retail; home furnishings; electronics; a spa; health and/or skin care uses; apparel and accessories; sales of automobiles, and automobile accessories and parts; and other merchandise in stores which will provide a different range of products than the smaller stores in downtown.
Objective LU4-1 encourages high quality retail facilities in proximity to major employment centers. The Plaza El Segundo Project Site Phase 1B is adjacent to the 2,000,000 square foot Continental Park office development, the 2,000,000 square foot Raytheon campus and other office buildings along the Rosecrans commercial corridor. The proposed project will provide additional services to these employment centers.

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.

Any development on the Plaza El Segundo Project Site Phase 1B 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 City of El Segundo’s Building Safety Division. The appropriate regulatory agencies, including the Regional Water Quality Control Board (LARWQCB) would be required to approve the remediation of the existing soil and water contamination on the Plaza El Segundo Project Site Phase 1B. The LARWQCB determines what level of contaminants are acceptable to allow construction at the subject site (Policy LU4-1.2 and Policy LU4-1.4).

Any proposed development would comply with all the zoning regulations and development standards for the C-4 Zone (Policy LU4-2.1).

Although the Plaza El Segundo Project Site Phase 1B is not located within a quarter-mile of a Green Line Station, two are located within relatively close proximity. The Douglas/Rosecrans Station is located approximately 0.4 miles east and El Segundo/Nash Station is located approximately 0.5 miles north which will help encourage transit ridership to the project (Policy LU4-4.4).

The development of the Plaza El Segundo Project Site Phase 1B would allow for the development for a blighted former industrial/chemical use area into a new shopping/retail opportunity for the surrounding area. This reuse would occur through the combined efforts of the City of El Segundo and private applicants and would conform to the new C-4 development standards (Objective LU5-3).

The Plaza El Segundo Project Site Phase 1B is only partially served by water and sewer lines. Additional facilities will be installed as development is approved on a project by project basis (Policy LU7-1.2).

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 the completion of a hydrology study. (Policy LU7-1.4).
All new on-site utilities required for development(s) on the Plaza El Segundo Project Site Phase 1B will be placed underground with the construction of the individual project (Policy LU7-2.3).

Landscaping, in compliance with the development standards for the Commercial Center (C-4) Zone, would be required for any development on the Plaza El Segundo Project Site Phase 1B. (Policy 7-2.5).

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).

**Circulation**

The proposed project is consistent with the policies of the City’s Circulation Element.

Access to development on the Plaza El Segundo Project Site Phase 1B would be provided from Sepulveda Boulevard and Rosecrans Avenue. This would allow emergency vehicle access to the site from two sides of the subject property (Policy C1-1.10).

The Plaza El Segundo Project Site Phase 1B will include the widening of Sepulveda Boulevard on the east side of the street to provide acceleration and deceleration lanes to serve the project. The developer will dedicate property for the lane widening (Policy C1-1.14).

The Traffic Study for the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development was conducted in June 2004. This traffic study analyzed the potential traffic related impacts associated with the full buildout of the Sepulveda/Rosecrans Rezoning Site under the new C-4 Zone and recommended mitigation measures as required by Policy C1-1.14. A trip generation study in compliance with the adopted mitigation measures was prepared in December 2007 that analyzed the trip generation of the Plaza El Segundo Development and the trip generation for the additional proposed development of 23,829 square feet (Plaza El Segundo Project Site Phase 1B). The trip generation study determined that the number of vehicles trips for the Plaza El Segundo Development and the additional 23,829 square feet of commercial retail development would be less than the maximum number of trips allowed under the adopted Plaza El Segundo Reduced Traffic Generation Alternative Development project. The proposed Plaza El Segundo Project Site Phase 1B combined with the Plaza El Segundo Development project would generate 444 am peak period trips and 1454 pm peak period trips and would remain below the maximum permitted number of 779 am peak period trips and 1,477 pm peak period trips.
The Plaza El Segundo Project Site Phase 1B development will have sidewalks around the project boundaries and other internal pedestrian walkways with linkages to surrounding properties and public transit stops (Policies C2-1.3, C2-1.6, and C2-3.3).

While future development projects on the Sepulveda/Rosecrans Rezoning Site, are currently unknown, most projects of this type provide on-site amenities such as internal bicycle lanes or pathways that lead to the adjacent roadway system, bicycle racks or lockers that are distributed throughout the site, and on-site shower facilities and clothes lockers for employees for tenants 50,000 square feet or larger. It is therefore, anticipated that future developments on the Sepulveda/Rosecrans Rezoning Site will be conditioned to provide these types of amenities (Policy C2-2.2). In addition to the Plaza El Segundo development, the Plaza El Segundo Project Site Phase 1B development will be required to provide bicycle racks and lockers that are distributed throughout the site.

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.

Parking would be provided on the Plaza El Segundo Project Site Phase 1B in accordance with the City of El Segundo’s parking requirements for the Commercial Center (C-4) Zone (Policy C3-2.1).

Policy C3-1.1 requires all project-related transportation impacts to be mitigated, where feasible, by the developer. The traffic impact study identified a number of intersections in the City that would require mitigation and identified mitigation measures to address the traffic impacts. However, because two of the proposed mitigation measures are infeasible due to right-of-way constraints, not all traffic impacts can be mitigated to an insignificant level. In order for the City Council to approve the project with significant unmitigated impacts, the City Council must adopt a Statement of Overriding Considerations finding that there are positive aspects of the project, that when taken as a whole, outweigh the unavoidable negative environmental impacts. A Statement of Overriding Considerations would indicate that all feasible mitigation measures were incorporated into the project. As an alternative to a Statement of Overriding Considerations, the applicant would have to develop other feasible mitigation measures that could be incorporated into the project as part of the Final Environmental Impact Report and reduce the identified impacts to a level of insignificance. For further analysis of traffic impacts, refer to Section VIII of this report. This statement of overriding considerations is virtually identical to the statement adopted in February 2005 and is to be readopted to conform with CEQA requirements.
Open Space and Recreation

Implementation of the proposed project will meet the policies of the City's Open Space and Recreation Element as the proposed project includes the development of an outdoor private recreational facility, specifically a large landscaped plaza with outdoor play equipment, a temporary stage, outdoor seating and a human chess set area in conjunction with non-residential development. This would expand the recreational opportunities for residents and employees in the City (Goal OS1, Objective OS1-2, and Policy OS 1-2.5).

Conservation

The proposed project is consistent with the applicable policies of the City's Conservation Element. Specifically, the construction of plumbing to accommodate the use of reclaimed water for irrigation systems, and the application of the City's Water Conservation in Landscape regulations (Title 10-Chapter 2 of the ESMC), as required by mitigation measures M.2-4, M.2.5, M.2.6, M.2-10, M.2-13, and M.2-16 and the Original Condition of Approval No. 8, would be consistent and further Policies CN2-5, CN2-7, CN2-12. All development on the Plaza El Segundo Project Site Phase 1B development would be 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).

All development on the Plaza El Segundo Project Site Phase 1B development, will be required to include facilities capable of holding stormwater runoff resulting from the development. Additionally, reclaimed water would be used to the extent possible in the irrigation of the landscaping (Policy CN2-11). All development on the Plaza El Segundo Project Site Phase 1B development will be required to utilize reclaimed water for landscaping to the extent source reclaimed water is available (Policy CN2-12). 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. The project has identified and is currently under Los Angeles Regional Water Quality Control Board (LARWQCB) orders to remediate soil and groundwater contamination as contemplated by Goal CN3 and Policy CN3-2 to protect groundwater from contamination.

Air Quality

The implementation of transportation demand management programs, as required by Mitigation Measure L-8 (bike, rideshare matching, and transit options), and as required by Chapters 15-16 and 15-17 of the El Segundo Municipal Code will provide 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). Traffic Impact Mitigation Fees for off-site traffic mitigation measures must be paid to the City to
offset development impacts (AQ5-1.2) related to the project. The amount would be $407,676 under the current program rate, however the amount is actually determined at the time of building occupancy based upon the rates in effect at that time. Additionally, the applicant will be responsible for approximately $500,000 in costs for on-site and off-site traffic improvements required for the Plaza El Segundo development.

The project will implement a number of traffic improvements, as required by mitigation measures L-1, L-2, L-3, L-4, L-5, L-6, L-7, L-9, L-10, L-11, L-14, L-15, L-16, L-17, and L-19 which will improve traffic flow (Policy AQ 7-1.1, AQ 7-2.1). Mitigation measure M.5-1 provides that the proposed project will incorporate energy conservation devices (i.e., motion-sensitive light activation switches, etc.) consistent with City (Policy AQ12-1.2). For further analysis of air quality impacts, refer to Section VIII of this report.

Noise

Implementation of the proposed project, subject to mitigation measures L-1, L-2, L-3, L-4, and L-5 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). For further analysis of noise impacts, refer to Section VIII of this report.

Public Safety

The development on the proposed Plaza El Segundo Project Site Phase 1B will end eighty years of industrial use by several companies which will significantly reduce the quantity of many hazardous materials that have been handled on the site (Objective PS3-1). The developer will remediate soil and groundwater contamination under the authority of the LARVQCB (Policy PS4-1.1). 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 K1-2, K1-5, K.1-7, and K-1.10) and the reduction of fire prone industrial facilities. As required by mitigation measures K1-3 and K.1-8, fire access roads will be provided throughout the Plaza El Segundo Project Site Phase 1B (Policy PS6-1.2E).

Hazardous Materials and Waste Management

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. Mitigation measure G-1 and G-2 will ensure that site contamination is remediated.
**Zoning Consistency**

The following table compares the proposed site development standards to the C-4 Zone. The comparison below is for the proposed Plaza El Segundo Project Site Phase 1B project.

<table>
<thead>
<tr>
<th>REQUIREMENTS</th>
<th>C-4 ZONE STANDARDS</th>
<th>PROPOSED PROJECT (One Lot)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Building Area</td>
<td>0.275 FAR</td>
<td>0.20 FAR</td>
</tr>
<tr>
<td>Lot Area</td>
<td>10,000 s.f. min.</td>
<td>354,143 s.f. min.</td>
</tr>
<tr>
<td>Street Frontage</td>
<td>20' min.</td>
<td>841' min. (Sepulveda Blvd.)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>392' min. (Rosecrans Avenue)</td>
</tr>
<tr>
<td>Building Height</td>
<td>65' max.</td>
<td>65' max.</td>
</tr>
<tr>
<td>Setbacks</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Front</td>
<td>25' min.</td>
<td>75'-8&quot; min. (Rosecrans Avenue)</td>
</tr>
<tr>
<td>Side</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Interior)</td>
<td>0' min.</td>
<td>160' min.</td>
</tr>
<tr>
<td>(Street Side)</td>
<td>25' min.</td>
<td>83' min. (Sepulveda Blvd.)</td>
</tr>
<tr>
<td>Rear</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(interior)</td>
<td>10' min.</td>
<td>45' min. (excepting remediation facility=approx. 1 foot)</td>
</tr>
<tr>
<td>Landscaping</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a) Vehicular - Use Area</td>
<td>5% of VUA</td>
<td>5% min.</td>
</tr>
<tr>
<td>b) Building - perimeter</td>
<td>5' min.</td>
<td>5' min.</td>
</tr>
<tr>
<td>c) Property perimeter</td>
<td>Fully Landscaped</td>
<td>Fully Landscaped</td>
</tr>
<tr>
<td>Parking Spaces</td>
<td>388 spaces</td>
<td>394 spaces</td>
</tr>
</tbody>
</table>

Although minor changes may be made to the final building locations and configurations that are different than depicted 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. These additional requirements are consistent with the C-4 zoning regulations.

VII. Inter-Departmental Comments

**INTERDEPARTMENTAL COMMENTS**

<table>
<thead>
<tr>
<th>DEPARTMENT</th>
<th>COMMENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>City Manager's Office</td>
<td>None.</td>
</tr>
<tr>
<td>Building Safety</td>
<td>The Building Safety Division highlighted accessibility requirements by indicating that accessible parking must be dispersed throughout the project and must be located on the shortest possible accessible route to accessible entrances of the buildings and that an accessible path of travel must be provided from public right-of-way, specifically from public transportation stops and from accessible parking stalls on the site to building entrances.</td>
</tr>
<tr>
<td>Recreation and Parks</td>
<td>The Recreation and Parks Department will review the landscaping plans during the plan check process.</td>
</tr>
<tr>
<td>Police</td>
<td>The Police Department comment indicated that the conditions of approval and mitigation measures will address their standard security measures.</td>
</tr>
<tr>
<td>Finance</td>
<td>None.</td>
</tr>
<tr>
<td>Fire</td>
<td>The Fire Department submitted several comments to clarify statements related to hazardous materials handling and environmental remediation review requirements by the Fire Department.</td>
</tr>
<tr>
<td>Library</td>
<td>None.</td>
</tr>
<tr>
<td>Public Works</td>
<td>The Engineering Division provided comments regarding the analysis and upgrading of the sanitary sewer system, the upgrading and installation of a loop water system, the installation of water meters for each building ensuring that the hydrology study adequately evaluates and insures that no impact would occur on the downstream pipes draining into the City's storm water station no. 18 for the Phase 1B site.</td>
</tr>
</tbody>
</table>
Staff has incorporated the applicable comments into the draft conditions of approval.

Public Comments

No comments have been received from the public or other agencies regarding the addendum to the certified EIR, the Zone Text Amendment, or the proposed Development Agreement amendment as of the issuance of this staff report.

VIII. Environmental Review/The Certified EIR

An Environmental Impact Report (EIR) was prepared for the Sepulveda/Rosecrans and Plaza El Segundo projects pursuant to the requirements of CEQA. The City hired the firm of Christopher A. Joseph and Associates (CAJA) to prepare the EIR. The City independently reviewed all work products prepared by CAJA. Pursuant to CEQA requirements, a Notice of Preparation of the Draft EIR was prepared and circulated for public review from November 26, 2003 to December 26, 2003. A Revised Notice of Preparation was also prepared and circulated for public review from March 25, 2004 to April 30, 2004. The public review and comment period for the Draft EIR began on October 5, 2004 and ended on November 19, 2004. In accordance with the City’s local CEQA guidelines (City Council Resolution No. 3805), the Planning Commission opened a special public hearing on November 15, 2004, to take public testimony on the Draft EIR and make recommendations to the City Council and continued the public hearing to a special meeting on December 15, 2004. Revisions to the Draft EIR, responses to comments received from the public by November 19, 2004, as well as written comments from the public, governmental agencies, and other interested parties during the public review period received by November 19, 2004, were prepared and were included in the Final Environmental Impact Report (Final EIR). As required by law, the responses to comments received by November 19, 2004 were distributed to the public who request a copy and all responsible agencies who comment on the Draft EIR 10 days prior to the City Council hearing on the project. On March 1, 2005, the City Council certified the 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 Final EIR.

Structure of Certified Program/Project EIR

The Certified EIR was structured as a Program EIR and a Project EIR in one document. The Sepulveda/Rosecrans Site Rezoning is analyzed at a “program level”, in accordance with the requirements of CEQA. Since there are number of factors that could not be studied in sufficient detail to conduct a “project level” review of the entire proposed 850,000 square foot project, the Program EIR included a review of the issues that could be fully addressed, and establishes a mechanism, (called “Subsequent Environmental Documentation”) for determining
what additional information will have to be provided and studied in order for a "project level" review to be conducted.

All of the environmental conditions associated with development on the Plaza El Segundo project could be analyzed. Therefore, a "project level" review was prepared for that portion of the Sepulveda/Rosecrans Site Rezoning.

As required by CEQA, the EIR also included an analysis of alternatives to the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development projects. The alternatives include a No Project Alternative, a Reduced Traffic Generation Commercial Alternative, and an Alternative Land Use (Industrial) Alternative. For the Sepulveda/Rosecrans Site Rezoning, an additional Rezoning of the Plaza El Segundo Development Site Only Alternative is also included in the Draft EIR. The City Council adopted the Reduced Traffic General Alternative.

Traffic

As part of the Certified EIR, Crain & Associates prepared a Traffic Impact Study to analyze the potential traffic impacts associated with the proposed project. The Study analyzed the project traffic impacts on 25 intersections in the area, and factored in several planned roadway improvements, and other planned and approved projects in the area. These included major projects, such as the improvements of Los Angeles International Airport (LAX), the Campus El Segundo project, the El Segundo General Plan Circulation Element update, and redevelopment of the Los Angeles Air Force Base. As a result, the traffic study takes a very conservative approach to measuring growth from projects that may affect traffic in the City. Based on the applicant’s estimated project completion in 2007 for the Plaza El Segundo project and 2012 for the Sepulveda/Rosecrans Site Rezoning, the future traffic conditions with the proposed project were estimated.

The Traffic Impact Study concluded that the forecasted average daily trip generation for the Sepulveda/Rosecrans Site Rezoning would be 28,334, of which 1,167 trips would be in the A.M. peak hour, 2,657 trips would be in the P.M. peak hour, and 3,515 would be during the Saturday midday peak hour. The Traffic Study concluded that the Plaza El Segundo portion of the overall project would generate 19,151 average daily trips, 915 A.M. peak hour trips, 1,790 P.M. peak hour trips, and 2,344 Saturday midday peak hour trips.

For the Sepulveda/Rosecrans Site Rezoning, the Study identified no intersections which would require mitigation during the A.M. peak hour only. Eight intersections during the P.M. peak hour only and three intersections during the A.M. and P.M. peak hours would require mitigation to reduce project related impacts to a level of insignificance. One intersection would also have impacts during the P.M. peak and Saturday midday peak (Rosecrans/Aviation). For the Plaza El Segundo development portion of the Sepulveda/Rosecrans Site Rezoning, the study identified one intersection in the A.M. peak hour only, two in the P.M. peak hour
only, two in the A.M. and PM, one in the A.M., P.M. and Saturday midday peak, and one intersection in the Saturday midday peak only would require mitigation to reduce project impacts to a less than significant level.

The Certified EIR also analyzed the traffic impacts of the project on the adjacent freeway system and concluded that the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development would create significant traffic impacts for the southbound I-405 between the I-105 interchange and El Segundo Boulevard during the P.M. peak hour. No feasible mitigation measures were identified, which would enable these impacts to be reduced to an insignificant level.

Additionally, since the intersection of El Segundo Boulevard/ Sepulveda Boulevard is part of the Los Angeles County Congestion Management Plan network, the significant unavoidable P.M. peak period traffic impact at this intersection is also considered as a significant impact to the CMP network.

An analysis of the cumulative traffic from 52 nearby projects was also conducted to determine the percent contribution of the proposed project to overall/cumulative traffic growth in the area. The study identified 15 intersections that would be significantly impacted by cumulative growth in conjunction with the Sepulveda/Rosecrans Site Rezoning and 13 of these 15 significantly impacted intersections with just the Plaza El Segundo development. CEQA does not require a project to mitigate all cumulative growth, only its fair share contribution toward cumulative impacts.

The Certified EIR included a number of mitigation measures (L-1 through L-20) to reduce the number of vehicle trips associated with the proposed project and several potential roadway improvement projects (Mitigation Measures L-1 through L-7) to improve the traffic flow at the intersections directly impacted by the Sepulveda/Rosecrans Site Rezoning. Mitigation measures would include intersection improvements at El Segundo Boulevard/Sepulveda Boulevard (L-1), E! Segundo Boulevard/Aviation Boulevard (L-2), Park Place/Nash Street (L-3), Park Place/Douglas Street (L-4), Rosecrans Avenue/Sepulveda Boulevard (L-5), Rosecrans Avenue/Continental Way (L-6), and Rosecrans Avenue/Douglas Street (L-7). For the Plaza El Segundo development, mitigation measures L-1, L-2, L-5, and L-6 would be required to improve intersections.

However, the study concluded that proposed mitigation measures L-1 which affects the intersection of El Segundo Boulevard/Sepulveda Boulevard would not reduce the significant P.M. peak hour traffic impacts to a level of insignificance for the Sepulveda/Rosecrans Site Rezoning. Additionally the intersection of Rosecrans Avenue/Aviation Boulevard would also have a significant impact that could not be mitigated during the midday Saturday peak period only. The intersection of El Segundo Boulevard/Sepulveda Boulevard would also remain a significant impact for the Plaza El Segundo development in the P.M. only even with mitigation measure L-1. No feasible mitigation measures were identified which could eliminate the impacts at these two intersections. As a result, significant
unavoidable project related traffic impacts would remain at these intersections. The proposed mitigation measures at the other identified impacted intersections would reduce the traffic impacts to insignificant levels.

Additionally, since the final design of the project had not been developed at the time of the project review, staff included condition No. 56 to require the submittal of a Traffic, Circulation and Parking Plan prior to the issuance of each building permit to ensure that site specific traffic issues have been fully evaluated. Since the precise mix of land uses could differ from those described above, Condition No. 31 instituted a trip cap based on trip generation identified in the Reduced Traffic Generation Alternative in the EIR. The trip cap limits the number of project generated vehicle trips for the Sepulveda/Rosecrans Site Rezoning to 25,859 per day and limits the Plaza El Segundo portion of the development to 16,645 average daily vehicle trips. This ensures that no matter the mix of commercial, restaurant and other uses permitted in the C-4 Zone that are ultimately developed on the project site, the traffic impacts would not exceed the levels evaluated in the EIR.

**Air Quality**

According to the Certified EIR, the Sepulveda/Rosecrans Site Rezoning has negative air quality impacts associated with project related mobile source emissions. When comparing the proposed emissions from mobile sources associated with the proposed project to the South Coast Air Quality Management’s (SCAQMD) significance thresholds for criteria pollutants, the EIR concluded that the project would exceed the thresholds for Reactive Carbon Monoxide (CO), Reactive Organic Compounds (ROC) and Nitrous Oxides (NOx), and Particulate Matter (PM10). The Plaza El Segundo portion of the project would also exceed the SCAQMD significance thresholds for ROC, CO, NOx, and PM10.

Because the degree of “excess” emissions substantially exceeds the strict SCAQMD limits, the Draft EIR concluded that the impact could not be mitigated to insignificant levels. As a result, the projects' impacts remain significant and unavoidable.

The Certified EIR also concluded that the daily construction impacts associated with the Sepulveda/Rosecrans Site Rezoning would exceed SCAQMD daily thresholds for ROC, CO, NOx, and PM10. These are significant and unavoidable short-term environmental impacts. The EIR concluded that the Plaza El Segundo portion of the project would exceed SCAQMD construction emission thresholds for ROC and NOx. Between 2007 and 2012, emissions from construction activities from the portion of the Sepulveda/ Rosecrans Rezoning Site south of the Union Pacific Railroad tracks may occur simultaneously with operation of the Plaza El Segundo. Combined emissions would exceed the SCAQMD’s significance threshold for ROC, CO, NOx, and PM10. These three construction-related impacts would be significant and unavoidable because there is no
feasible mitigation available to reduce the impacts below the significance thresholds.

Noise

The Certified EIR identified a significant and unavoidable construction-related noise impact at two locations (FedEx facility at 645 Allied Way and Pacific Theatres at 831 South Douglas Street) adjacent to the Sepulveda/Rosecrans Site Rezoning. Construction equipment would increase the ambient noise levels by 26 and 14 decibels, respectively. This is in excess of the eight decibel level permitted in the ESMC. A potential construction related noise impact to residents on Oak Avenue in the City of Manhattan Beach would be fully mitigated by Mitigation Measure I-1, which requires a temporary plywood noise barrier be constructed at the southern end of the project site during construction.

There would be a significant unavoidable construction-related noise impact at just the FedEx facility at 645 Allied Way with the Plaza El Segundo development.

Adoption of Statement of Overriding Considerations

As indicated above, the Certified EIR identified significant project related traffic impacts, operational and construction related air quality impacts, and construction related noise impacts that cannot be mitigated to a less than significant level. In such cases, CEQA requires that the project cannot be approved unless special findings of overriding considerations can be made by the City Council. CEQA Section 15093(a) states:

"CEQA requires the decision making agency to balance, as applicable, the economic, legal, social, technological, or other benefits of a proposed project against its unavoidable environmental risks when determining whether to approve the project. If the specific economic, legal, social, technological, or other benefits of the proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered "acceptable.""

Unless the project is modified by the applicant to avoid the significant impacts, a Statement of Overriding Considerations must be adopted by the City Council stating the specific reasons why the project’s benefits outweigh its significant environmental impacts. The City Council adopted a Statement of Overriding Considerations on March 1, 2005 for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development. The Plaza El Segundo Phase 1B impacts are the same or similar to the impacts Plaza El Segundo development and no new significant impacts would occur. The Addendum has been prepared because only minor technical changes are needed in the Certified EIR. Based on the consistency of the project with the General Plan as described earlier, the creation of approximately 1,904 jobs, the contribution to recreational facilities (in
the original approval), the contribution to the downtown signage program (in the proposed Development Agreement amendment), and other economic and social benefits that will derive to the City, and the nature of the unavoidable impacts, 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 as required by CEQA.

**Cumulative Impacts**

The Certified EIR concluded that the Sepulveda Rosecrans Site Rezoning and Plaza El Segundo development would contribute to a significant cumulative impact on traffic, solid waste disposal capacity, and population and housing caused by regional growth. There are no feasible mitigation measures available to reduce the cumulative regional impact.

The traffic from the proposed Sepulveda/Rosecrans Site Rezoning, when combined with traffic from other known projects in the area would create significant cumulative impacts at 15 intersections. All but three of these intersections would be significantly impact from the other identified projects even if the Sepulveda/Rosecrans Site Rezoning were not fully developed. The Plaza El Segundo development would have a cumulatively considerable contribution to the significant traffic impacts at 13 intersections in the surrounding area.

**Alternatives**

The Draft EIR concluded that the Reduced Traffic Generation Alternative would be the environmentally superior alternative to both the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo development because this alternative would reduce impacts compared to each of the proposed projects and meet most of the project objectives. Other alternatives might create fewer impacts but they do not meet the project objectives for development of a commercial shopping center.

**Addendum to the Certified Final EIR**

The addendum to the certified Final EIR analyzed the proposed amendment to the Plaza El Segundo development project (“Plaza El Segundo Project Site Phase 1B”) that would add 3.41 acres east of the existing parcel of the project at and increase the size of the original 425,000 square-foot development by 23,829 square feet for a total of 448,829. The addendum determined that there would be no new, or substantially more severe, significant impacts than the impacts originally identified in the Final EIR. Specifically, the addendum determined that the following impact categories would be the same for the revised project as the Plaza El Segundo Development: aesthetic, construction impacts of air quality, operational impacts for air quality, biological resources, geology and soils, hydrology and water quality, hazards and hazardous materials, land use,
operational impacts of noise, public services for fire and police, transportation and traffic, and cultural resources. The addendum determined that the revised project impacts for the revised project would be similar for population, housing and employment, and for utilities (sewer, water, solid waste, natural gas, and electricity). Additionally, the addendum determined that the revised project impacts would be lower for construction noise and the same or lower for operational impacts for air quality. However, the project impacts for the revised project would be significant and unavoidable for construction impacts of air quality, operational impacts of air quality, construction impacts of noise, and transportation and traffic. The cumulative impacts for the revised project would remain the same. Therefore, as stated above, 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. A full analysis is provided in the attached Addendum to the EIR (Exhibit 8). The adopted Mitigation Monitoring and Reporting Program is also attached (Exhibit 1B).

IX. 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 and Development Agreement applications. The required findings for each application are attached as Exhibit 3. A detailed discussion of each required finding is provided below.

CEQA Findings

1. The Draft EIR was completed in compliance with CEQA (Section 15090). A Notice of Preparation of the Draft EIR was prepared and circulated for public review from November 26, 2003 to December 26, 2004. A Revised Notice of Preparation was also prepared and circulated for public review from March 25, 2004 to April 30, 2004. The public review and comment period for the Draft EIR extended from October 5, 2004 to November 19, 2004. A Notice of Completion was filed with the State Clearinghouse on October 5, 2004.

2. The Final EIR was presented to the decision making body of the lead agency and that decision making body reviewed and considered information contained in the Final EIR prior to approving the project (Section 15090).

3. The Final EIR reflects the lead agency’s independent judgment and analysis certified on March 1, 2005 (Section 15090).

4. The certified EIR identifies, for each significant impact of the project, one or more corresponding mitigation measures to reduce such impact to a level of insignificance, with the exception of traffic, operational and
temporary construction, related air quality, and temporary construction-related noise impacts, and cumulative solid waste, population and housing, and traffic impacts.

5. The public agency specified the location and custodian of the documents or other materials which constitute the record of proceedings upon which its decision is based (Section 15091).

6. Changes or alterations were required in, or incorporated into the project, which avoid or substantially lessen the significant environmental effect as identified in the Final EIR. (Section 15091)

7. Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities made infeasible the mitigation measures or project alternatives identified in the Final EIR (Section 15091).

8. The public agency adopted a program for reporting on or monitoring the changes it has either required in the project or made a condition of approval to avoid or substantially lessen significant environmental effects. (Section 15091).

9. The Draft Environmental Impact Report was made available for public review and comment in the time and manner prescribed by law. The EIR concluded that with mitigation the proposed project will not have a significant, adverse effect on the environment; or; that any remaining significant effects on the environment found to be unavoidable under Section 15091 are acceptable due to overriding concerns. (Section 15092).

10. An addendum to the previously certified Environmental Impact Report was completed in compliance with CEQA. Some changes or additions are necessary but none of the conditions for the Plaza El Segundo Phase 1B project in Section 15162 calling for preparation of a subsequent EIR have occurred. No new significant effects will result from the revised project. No significant effects previously examined will be substantially more severe than shown in the previous EIR. (Section 15164(a) and Section 15162).

11. The addendum was not circulated for public review but will be included in or attached to the Final EIR. (Section 15164 (c)).

12. The addendum to the Final EIR includes an explanation of the decision not to prepare a subsequent EIR pursuant to Section 15162 and the explanation is supported by substantial evidence. (Section 15164(e)).
13. The addendum to the Final EIR reflects the lead agency’s independent judgment and analysis and has been considered with the Final EIR prior to making a decision on the project. *(Section 15090 and Section 15164(d)).*

14. That when considering the whole record, there is no substantial evidence that the project will have the potential for an adverse effect on wildlife resources or the habitat on which the wildlife depends, because the project is in a built-out urban environment.

**Zone Text Amendment Findings.**

The proposed Zone Text Amendment is necessary to amend the Commercial Center (C-4) development standards relating to permitted uses, setbacks and signs. Specifically, the Zone Text Amendment amends ESMC § 15-5G-2 relating to permitted uses to allow cosmetic health and medical office uses; amends ESMC § 15-5G-6.D to exclude environmental mitigation structures that are required by other regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements; and amends ESMC § 15-5G-9 relating to light emitting diode (“LED”) signs. An amendment to ESMC § 15-5G-6(D) to exclude environmental mitigation structures that are required by other regulatory agencies from setback requirements is necessary to comply with the adopted mitigation measures in the certified FEIR. Without an amendment to ESMC § 15-5G-2 relating to permitted uses, cosmetic health and medical office uses would not be permitted in the Commercial Center (C-4) Zone. The amendment to ESMC § 15-5G-2 is consistent with the purpose of the C-4 Zone and the General Plan. Without an amendment to ESMC § 15-5G-9, the proposed light emitting diode (“LED”) signs would not be permitted in the Commercial Center (C-4) Zone.

**Development Agreement Amendment Findings.**

1. As set forth is Section VI above, the project is consistent with the objectives, policies, general land uses, and programs specified in the general plan and the Commercial Center land use designation. In addition, the amended Development Agreement would provide the following public benefits in exchange for valuable development rights (eight-year entitlement):

   (a) Development of a property that is currently vacant and underutilized.
   (b) Increasing and further stabilizing the City’s tax base through development of new commercial businesses.
   (c) Increase in employment opportunities for the City’s residents.
   (d) Increasing the diversity of retail uses and services in the City.
   (e) Increasing City revenues through the generation of taxes that outweigh the City cost of services.
(f) Development of a project that is consistent with the Elements of the General Plan.

(g) Improvements to roadways and intersections in the project vicinity.

(h) Expansion of the planned ITS network to make it even more effective in relieving congestion.

(i) Contribution of approximately $20,045 in police, fire, and library, mitigation fees to offset the impacts of the project on public services.

(j) Contribution of approximately $407,675 in traffic impact mitigation fees to offset the impacts of the project on public roadway infrastructure.

(k) Contribution of $25,000 for signage to enhance and promote businesses in the Downtown Specific Plan Area of El Segundo.

2. The project is compatible with the uses authorized in, and the regulations prescribed for, the land use district in which the real property is located. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

3. The project is in conformity with the public convenience, general welfare and good land use practice, as described in Section IX.11. above. The project would facilitate improvements to public roadways, through an irrevocable offer to dedicate land for public roadway purposes. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the southeast quadrant of the City by providing a broad range of commercial uses.

4. The project will not be detrimental to the health, safety and general welfare. As established in Section VIII of this report, the proposed project will not create any significant 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.

5. The project will not adversely affect the orderly development of property or the preservation of property values. The proposed C-4 zone text amendments and development agreement amendment 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.

Based upon our review, it is the opinion of staff that the Planning Commission should recommend that the City Council make the findings outlined above related to the proposed Development Agreement amendment. The project is consistent with the purposes of the proposed Commercial Center land use designation and the C-4 Zone, and it is compatible with its surrounding developments. The project will promote public convenience, general welfare, and good land use practice, and would serve to improve property values in the area by providing a long-term master plan for the project site. Each Finding is
X. 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. 2630.

XI. Exhibits

1. Draft Planning Commission Resolution No. 2630
   A. Draft Development Agreement
   B. Conditions of Approval Including Mitigation Measures (MMRP)
2. Required Findings
3. Interdepartmental Comments
4. Mitigation Measure Summary
6. Applications
7. Plans
8. Addendum to the certified FEIR

Prepared by: Kimberly Christensen, AICP, Planning Manager

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Planning and Building Safety Department

Gary Chicots, Director
Planning and Building Safety Department
RESOLUTION NO. 2630

A RESOLUTION RECOMMENDING APPROVAL OF AN ADDENDUM TO A FINAL ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 768, ZONE TEXT AMENDMENT NO. 08-01, AND DEVELOPMENT AGREEMENT NO. 07-03 FOR THE PLAZA EL SEGUNDO DEVELOPMENT PROJECT (REDUCED TRAFFIC GENERATION ALTERNATIVE).

The Planning Commission of the City of El Segundo does resolve as follows:

SECTION 1: The Planning Commission finds and declares that:

A. On November 17, 2003, Mar Ventures, Inc. filed an application for an Environmental Assessment (EA-631), General Plan Amendment (GPA No. 03-4), Zone Change (ZC No. 03-2) and Subdivision (SUB 03-7, Vesting Tentative Tract Map No. 061630) to redesignate and rezone an approximately 54.9-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue. On June 28, 2004 and July 26, 2004, Mar Ventures, Inc. filed additional applications requesting a Zone Text Amendment (ZTA No. 04-2) and Development Agreement (DA No. 03-1). If these matters are approved, the applicant proposes to develop a 425,000 square foot shopping center, known as Plaza El Segundo;

B. On November 13, 2003, the City of El Segundo filed an application for a General Plan Amendment (GPA No. 03-5) and Zone Change (ZC No. 03-3) to redesignate and rezone an approximately 30-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue from Heavy Industrial (M-2) to Commercial Center (C-4). On April 26, 2004, the City of El Segundo filed an application requesting a Zone Text Amendment (ZTA No. 04-1) to amend the El Segundo Municipal Code;

C. The applications from Mar Ventures, Inc. and the City of El Segundo were reviewed by the City’s Planning and Building Safety Department for, in part, consistency with the General 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. An Initial Study was prepared pursuant to the requirements of CEQA. The Initial Study demonstrated that the project could cause significant
environmental impacts. Accordingly, a Draft Program/Project Environmental Impact Report ("DEIR") was prepared and circulated for public review and comment between October 5, 2004 and November 19, 2004;

F. The Planning and Building Safety Department completed its review and scheduled a special public hearing regarding the application before the Planning Commission for November 15, 2004;

G. On November 15, 2004, the Commission opened a special 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 Mar Ventures, Inc., and continued the public hearing to December 15, 2004;

H. On December 15, 2004, the Planning Commission held the continued public hearing and adopted Resolution No. 2575 recommending City Council approval of Environmental Assessment No. 631, Development Agreement No. 03-1, General Plan Amendment No. 03-4 & 03-5, Zone Change No. 03-2 & 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 (Vesting Tentative Tract No. 061630);

I. On February 1, 2005 the City Council held a public hearing and considered the information provided by City staff, public testimony and Mar Ventures, Inc. and continued the public hearing to February 15, 2005;

J. On February 15, 2005, the City Council held the continued public hearing and considered the information provided by City staff, public testimony and Mar Ventures, Inc. and continued the public hearing to March 1, 2005;

K. On March 1, 2005, the City Council held the continued public hearing and considered the information provided by City staff, public testimony and Mar Ventures, Inc.;

L. On March 1, 2005, the City Council adopted Resolution No. 4415 approving Environmental Assessment No. 631 (EIR) and General Plan Amendment Nos. 03-4 and 03-5 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and the Plaza El Segundo Development Reduced Traffic Generation Alternative;

M. On March 1, 2005, the City Council introduced Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, and Zone Text Amendment No. 04-1 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Reduced Development Traffic Generation Alternative; and Development Agreement No. 03-1 and Subdivision No. 03-7 for the Plaza El Segundo Development Reduced
Traffic Generation Alternative; and scheduled a second reading and adoption of the Ordinance for March 15, 2005;

N. On March 15, 2005, the City Council held a second reading by title only and adopted Ordinance No. 1382 for Zone Change Nos. 03-2 and 03-3, Zone Text Amendment No. 04-1, and Subdivision No. 03-7 for the Sepulveda/Rosecrans Site Rezoning Reduced Traffic Generation Alternative and Plaza El Segundo Development Reduced Traffic Generation Alternative, and Development Agreement No. 03-1 for the Plaza El Segundo Development Reduced Traffic Generation Alternative;

O. On July 25, 2007, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an application for an Environmental Assessment (EA-768) and Development Agreement (DA No. 07-03) to develop an approximately 70,000 square-foot commercial retail project on an 8.133-acre property at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue that includes 41,171 square feet of previously approved commercial retail development on a 4.7 gross acre parcel. On January 10, 2008, Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, filed an additional application requesting a Zone Text Amendment (ZTA No. 08-01) relating to development standards in the Commercial Center (C-4) Zone for permitted uses, setbacks, and signs. If these matters are approved, the applicant proposes to add approximately 23,829 net square feet to a previously approved development of a 425,000 square foot shopping center, known as Plaza El Segundo;

P. The applications from Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, were reviewed by the City’s Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

Q. 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);

R. An Addendum to the certified Final Program/Project Environmental Impact Report ("EIR") for the Original Project was prepared since some changes and additions to the previously certified EIR are necessary but none of the conditions require a subsequent EIR;

S. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 24, 2008;
T. On January 24, 2008, the 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 Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC;

U. On January 24, 2008, the Planning Commission adopted Resolution No. 2630 recommending City Council approval of Environmental Assessment No. 768, Development Agreement No. 07-03, and Zone Text Amendment No. 08-01; and,

V. This Resolution and its findings are made based upon the testimony and evidence presented to the Commission at its January 24, 2008 public hearing including, without limitation, the staff report submitted by the Planning and Building Safety Department.

SECTION 2: Factual Findings. The Commission finds that the following facts exist:

A. The approximately 8.133-acre, irregularly shaped, subject property is located in the southern portion of the City of El Segundo. The site is comprised of 2 separate parcels of 3.411 acres and 4.720 acres that would be merged into one parcel. The entire subject property is roughly bounded by the Union Pacific Railroad to the north, the General Chemical and Air Products properties to the east, Rosecrans Avenue to the south, and Sepulveda Boulevard to the west.

B. The majority of the site was historically devoted to industrial chemical manufacturing facilities. Honeywell International, Inc. and General Chemical had operational facilities on the site until 2003. At that time the facilities were closed and demolished for resale and reuse. Remediation activities for on-site soil contamination has also commenced on the Honeywell international property.

C. The 8.133-acre project site ("Plaza El Segundo Project Site Phase 1B") has a Commercial Center land use designation and the zoning designation is the Commercial Center (C-4) Zone. The FAR for the Commercial Center land use designation is 0.275:1 and would permit up to 97,030 square feet of commercial shopping center development. The proposed project includes approximately 70,000 square feet of commercial shopping center development.

D. Additional environmental evaluation has been conducted in an addendum to the certified Final Environmental Impact Report ("FEIR") for the proposed approximately 70,000 square foot shopping center on the 8.133 acre project site that includes the additional 3.4 acres from the
Rosecrans/Seplveda Site Rezoning being added to the Plaza El Segundo development project.

E. The proposed Plaza El Segundo Project Site Phase 1B would be constructed on approximately 8.133 gross acres within the Sepulveda/Rosecrans Site Rezoning and would implement the new C-4 zoning on that portion of the site. The proposed Plaza El Segundo Project Site Phase 1B would be located south of the Union Pacific Railroad tracks at the northeast corner of Sepulveda Boulevard and Rosecrans Avenue.

F. The proposed Plaza El Segundo Project Site Phase 1B is a shopping center of approximately 70,000 square feet. It would include the addition of 23,829 square feet to the Plaza El Segundo project which is a 425,000 square-foot shopping center for a total of 448,829 square feet. The Plaza El Segundo Project Site Phase 1B shopping center would contain retail and other commercial uses which could include specialty retail, home furnishings, electronics, a spa, health and/or skin care uses, apparel and accessories, sales of automobiles and automobile accessories and parts, and a variety of sit-down restaurants, and limited fast food restaurants excluding drive through restaurants.

G. The proposed shopping center would consist of several one- and two-story buildings with a maximum height of 65 feet. All development within the proposed Plaza El Segundo would conform to the C-4 development standards.

H. The proposed FAR for this development would be 0.20:1 based on 71,591 gross square feet of development on 8.133 net acres.

I. The proposed C-4 Zone would provide for the transfer of density rights within the development area to insure that the overall density of the site is consistent with the C-4 Zoning. Any donor parcels for FAR purposes will have covenants recorded stating the maximum FAR permitted on the parcel.

J. Primary ingress and egress to the proposed addition to the Plaza El Segundo development would be provided from Sepulveda Boulevard via a driveway approximately 660 feet north of the intersection of Sepulveda Boulevard and Rosecrans Avenue and via a driveway approximately 370 feet east of the intersection of Sepulveda Boulevard and Rosecrans Avenue. An approximately 150 to 200-foot deceleration lane will be provided for the Sepulveda Boulevard driveway. An approximately 94-foot deceleration lane will be provided for the Rosecrans Avenue driveway.
K. The addition to the Plaza El Segundo development is proposed to be constructed as one phase. Construction is expected to commence in mid 2008 and to be completed in 2009.

L. An underground stormwater system would be constructed within the proposed 8.133-acre site to detain storm water runoff that would connect to the on-site detention basin in the northeast corner of the site. The proposed Plaza El Segundo Project Site Phase 1B would connect into the existing water and sewer lines.

M. Parking for the proposed 8.133 acre portion of the Plaza El Segundo development is proposed to be located in surface parking lots that will surround the proposed shopping center buildings. Based on a total of 51,670 net square feet of commercial/retail space and 17,000 net square feet of restaurant floor area, 388 parking spaces are required. The developer proposes to provide 394 parking spaces, which exceeds the City’s parking requirements.

N. An amendment to the previously approved Development Agreement for the Plaza El Segundo Project Site Phase 1B includes modifications to the project site boundary, an increase in the allowable building square footage by 23,829 square feet; an amendment to ESMC 15-5G-2 to allow health and/or skin care uses; an amendment to ESMC § 15-5G-6.D to exclude environmental mitigation structures that are required by other federal and state regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements; limitations on the number of ground and monument signs; an amendment to ESMC § 15-5G-9 relating to light emitting diode (“LED”) signs; a fencing and landscaping screening requirement along the eastern boundary of Phase 1B; a $25,000 contribution to the Downtown Signage Program; an irrevocable offer to dedicate land within the C-4 Zone for the extension of the Park Place right-of-way; and funding of the City’s acquisition of the Honeywell, Chevron and Union Pacific Railroad Park Place roadway segments in connection with the development of Area B; and requirements for the use of Park Place Extension funds for the construction of Park Place.

**SECTION 3: Environmental Assessment.** The Planning Commission makes the following environmental findings:

A. A Draft EIR was completed in compliance with CEQA; Guidelines § 15090. A Program/Project Environmental Impact Report (DEIR) was prepared for the Rosecrans Sepulveda Site Rezoning and the Plaza El Segundo Development project pursuant to the requirements of CEQA. A Notice of Preparation of the Draft EIR was prepared and circulated for public review from November 26, 2003 to December 26, 2003. A Revised
Notice of Preparation was also prepared and circulated for public review from March 25, 2004 to April 30, 2004. The public review and comment period for the Draft EIR began on October 5, 2004 and ended on November 19, 2004. A Notice of Completion was filed with the State Clearinghouse on October 5, 2004.

B. The Planning Commission reviewed and considered information contained in the Draft EIR before recommending approval or denial of the project in accordance with CEQA Guidelines § 15090. Pursuant to City Environmental Guidelines, the Final EIR was prepared, distributed, and presented for City Council approval.

C. In accordance with § 15091 of the CEQA Guidelines, the record on which the Planning Commission’s findings were 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.

D. Pursuant to CEQA Guidelines § 15090, the Draft EIR reflects the City’s independent judgment and analysis. The Planning Commission has independently reviewed and analyzed the Draft EIR prepared for the Project. This Draft EIR is an accurate and complete statement of the potential environmental impacts of the project. The Draft EIR reflects the independent judgment of the City. The Final EIR was prepared under the direction of the City of El Segundo Planning and Building Safety Department and reflected the independent judgment and analysis of the environmental impacts and comments received on the Draft EIR.

E. Pursuant to CEQA Guidelines § 15091, any changes or alterations required for the project, or incorporated into the project, which avoid or substantially lessen the significant environmental effect are identified in the Final EIR. Any potential changes or alterations that may be made to the proposed mitigation measures are addressed and analyzed in the Final EIR.

F. The Draft EIR was made available for public review and comment in the time and manner prescribed by CEQA. The Draft EIR concluded that with mitigation the proposed project would not have a significant, adverse effect on the environment, with the exception of unavoidable traffic, operational and temporary construction related air quality, and temporary construction-related noise impacts, and cumulative solid waste, population and housing, and traffic impacts.

G. There was no evidence that the project would have the potential for an adverse effect on wildlife resources or the habitat on which the wildlife depends, because the project is in a built-out urban environment.
H. Based upon the findings for the Rosecrans Sepulveda Site Rezoning and the Plaza El Segundo Development Project, the Draft EIR showed that a Statement of Overriding Considerations would be required in order for the project to be approved.

I. The Draft EIR generally identifies, for each potentially significant impact of the project, one or more corresponding mitigation measures to reduce such impact to a level of insignificance, with the exception of traffic, operational and temporary construction related air quality, and temporary construction-related noise impacts, and cumulative solid waste, population and housing, and traffic impacts.

J. These findings are based on the various mitigation measures to be required in the implementation of the project as recommended by the Draft EIR or identified by the Draft EIR as already having been incorporated into the Project. The Planning Commission found that all the mitigation measures incorporated into the project are desirable and feasible.

K. The City Council reviewed and considered information contained in the Draft EIR and certified the Final EIR (FEIR) on March 1, 2005 and approved the Plaza El Segundo Development Reduced Traffic Generation Alternative.

L. An Addendum to the previously certified FEIR was completed in compliance with CEQA Guidelines § 15090. Some changes or additions are necessary but none of the conditions in § 15162 calling for preparation of a subsequent EIR have occurred. No new significant effects will result from the revised project. No significant effects previously examined will be substantially more severe than shown in the previous EIR in accordance with CEQA Guidelines § 15164(a).

M. The addendum was not circulated for public review but will be included in or attached to the Final EIR in accordance with CEQA Guidelines § 15164 (c).

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

O. In accordance with CEQA Guidelines §§ 15090 and 15164(d) the Addendum to the Final EIR reflects the City’s independent judgment and analysis and has been considered with the Final EIR prior to the Planning Commission making a decision on the project. The Addendum to the certified FEIR 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 reflected the independent judgment and analysis of the environmental impacts of the project.

P. The Planning Commission reviewed and considered information contained in the Addendum to the certified FEIR before recommending approval or denial of the project in accordance with CEQA Guidelines § 15090. Pursuant to City Environmental Guidelines, the Addendum to the FEIR was prepared, distributed, and presented for City Council approval.

Q. 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.

R. That when considering the whole record, there is no evidence that the project will have the potential for an adverse effect on wildlife resources or the habitat on which the wildlife depends, because the project is in a built-out urban environment.

S. These findings are based on the various mitigation measures to be required in the implementation of the project as adopted in the FEIR as already having been incorporated into the Project. The Planning Commission finds that all the mitigation measures now incorporated into the project are desirable and feasible.

T. Because of the facts identified in this Resolution, the Addendum to the FEIR shows that a Statement of Overriding Considerations will be required in order for the project to be approved.

SECTION 4: General Plan. The proposed project conforms with the City’s 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 sales tax revenue for the City’s General Fund.
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 for new larger format retail uses that do not currently exist in the City. Therefore, these uses will meet quality of life goals by benefiting the residential and business communities with more diverse retail uses not currently available in the City.

C. Objective ED1-2 also directs diversification of the economic base “on targeted industries that meet the City’s criteria for job creation, growth potential, fiscal impact and fit with local resources.” The City’s Economic Development Advisory Council (EDAC) prepared a list of targeted industries, which was approved by the City Council. These industries are eligible for certain financial incentives because they meet the criteria described in Objective ED1-2. The retail and restaurant uses would be on the list of targeted industries that the City is recruiting in order to meet its diversification efforts. Therefore, the proposed project does meet the diversification criteria established in the General Plan, by the EDAC, and the City Council.

D. Due to the City’s tax structure, a significant portion of the fiscal benefit derived from most proposed development would be attributed to the number of employees in a new development. The Sepulveda/Rosecrans Site Rezoning is proposed to generate approximately 1,904 full time jobs in El Segundo when fully developed. Of these, approximately 952 jobs would be more immediately generated by the development of the Plaza El Segundo portion of the development and 52 additional jobs from the development of the Plaza El Segundo Project Site Phase 1B for a total of 1,004 jobs. Currently there is virtually no permanent employment on the Plaza El Segundo Project Site Phase 1B. Therefore, the project meets the job creation Objective (ED1-2) in the General Plan.

E. Policies ED1-2.1 and ED1-2.2, both seek to promote land uses, which improve the City’s retail and commercial tax base. The stated purpose of the Commercial Center Land Use Designation is to provide for retail and other commercial services which provide a fiscal benefit to the City. The Fiscal Impact Analysis for the Plaza El Segundo development concluded that the project could generate an estimated annual marginal fiscal benefit (project versus existing conditions) of approximately $1,980,000 in the first year rising to $2,413,241 in the eighth year of operation.

F. 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. The project also proposes several roadway improvements to ensure that the project would not overburden the existing roadway infrastructure. Based on this, the proposed project is consistent with Policy ED1-2.3.

G. 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 products and services expected to be provided for the most part are not already available in El Segundo. The Plaza El Segundo Project Site Phase 1B is likely to include specialty retail, home furnishings, electronics, a spa, health and/or skin care services, apparel and accessories, sales of automobiles and automobile accessories and parts, and other merchandise in stores which will be able to provide a different range of products than the smaller stores in downtown.

H. Objective LU4-1 encourages high quality retail facilities in proximity to major employment centers. The Plaza El Segundo Project Site Phase 1B is adjacent to the 2,000,000 square-foot Continental Park office development, the 2,000,000 square-foot Raytheon campus and other office buildings along the Rosecrans Avenue commercial corridor. The proposed project will provide additional services to these employment centers.

I. 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.

J. Any development on the Plaza El Segundo Project Site Phase 1B 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 City of El Segundo’s Building Safety Division. The appropriate regulatory agencies, including the Regional Water Quality Control Board (LARWQCB) would be required to approve remediation of the existing soil and water contamination on the Plaza El Segundo Project Site Phase 1B. The LARWQCB determines what level of contaminants are acceptable to allow construction at the subject site (Policy LU4-1.2 and Policy LU4-1.4).

K. Any proposed development would comply with all the zoning regulations and development standards for the C-4 Zone (Policy LU4-2.1).

L. Although the Plaza El Segundo Project Site Phase 1B is not located within a quarter-mile of a Green Line Station, two are located within relatively
The development of the Plaza El Segundo Project Site Phase 1B would allow for the development for a blighted former industrial/chemical use area into a new shopping/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 new C-4 development standards (Objective LU5-3).

The Plaza El Segundo Project Site Phase 1B is only partially served by water and sewer lines. Additional facilities will be installed as development is approved on a project by project basis (Policy LU7-1.2).

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 (Policy LU7-1.4).

All new on-site utilities required for development(s) on the Plaza El Segundo Project Site Phase 1B will be placed underground with the construction of the individual project (Policy LU7-2.3).

Landscaping, in compliance with the development standards for the Commercial Center (C-4) Zone, would be required for any development on the Plaza El Segundo Project Site Phase 1B (Policy 7-2.5).

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).

Access to development on the Plaza El Segundo Project Site Phase 1B would be provided from Sepulveda Boulevard and Rosecrans Avenue. This would allow emergency vehicle access to the site from two sides of the subject property (Policy C1-1.10).

The Plaza El Segundo Project Site Phase 1B will include the widening of Sepulveda Boulevard on the east side of the street to provide acceleration and deceleration lanes to serve the project. The developer will dedicate property or provide an easement for the lane widening (Policy C1-1.14).

The Traffic Study for the proposed Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development was conducted in June 2004. This
traffic study analyzed the potential traffic related impacts associated with the full buildout of the Sepulveda/Rosecrans Rezoning Site under the new C-4 Zone and recommended mitigation measures as required by Policy C1-1.14. A trip generation study in compliance with the adopted mitigation measures was prepared in December 2007 that analyzed the trip generation of the Plaza El Segundo Development and the trip generation for the additional proposed development of 23,829 square feet (Plaza El Segundo Project Site Phase 1B). The trip generation study determined that the number of vehicles trips for the Plaza El Segundo Development and the additional 23,829 square feet of commercial retail development would be less than the maximum number of trips allowed under the adopted Plaza El Segundo Reduced Traffic Generation Alternative Development project. The proposed Plaza El Segundo Project Site Phase 1B combined with the Plaza El Segundo Development project would generate 444 am peak period trips and 1454 pm peak period trips and would remain below the maximum permitted number of 779 am peak period trips and 1,477 pm peak period trips.

V. Development of the Plaza El Segundo Project Site Phase 1B would include landscaping, internal walkways and other amenities (e.g., pedestrian benches, gathering places, etc) which would facilitate pedestrian movements and ensure that any future uses were accessible and visitor friendly (Policy C2-1.3).

W. Development on the Plaza El Segundo Project Site Phase 1B would incorporate sidewalks along project boundaries and any new roadways (Policy C2-1.4).

X. The Plaza El Segundo Project Site Phase 1B will have sidewalks around the project boundaries and other internal pedestrian walkways with linkages to surrounding properties and public transit stops (Policies C2-1.3, C2-1.6, and C2-3.3).

Y. While future development projects on the Sepulveda/Rosecrans Rezoning Site, other than the Plaza El Segundo Development, are currently unknown, most projects of this type provide on-site amenities such as internal bicycle lanes or pathways that lead to the adjacent roadway system, bicycle racks or lockers that are distributed throughout the site and on-site shower facilities and clothes lockers for employees. It is therefore, assumed that future developments on the Sepulveda/Rosecrans Rezoning Site would provide these types of amenities (Policy C2-2.2). In addition to the Plaza El Segundo development, the Plaza El Segundo Project Site Phase 1B will be required to provide bicycle racks and lockers that are distributed throughout the site.
Z. 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.

AA. Parking would be provided on the proposed Plaza El Segundo Project Site Phase 1B in accordance with the City of El Segundo’s parking requirements for the Commercial Center (C-4) Zone (Policy C3-2.1).

BB. Policy C3-1.1 requires all project-related transportation impacts to be mitigated, where feasible, by the developer. The traffic impact study identified a number of intersections in the City that would require mitigation and identified mitigation measures to address the traffic impacts. However, because two of the proposed mitigation measures are infeasible due to right-of-way constraints, not all traffic impacts can be mitigated to an insignificant level. In order for the City Council to approve the project with significant impacts, the City Council must adopt a Statement of Overriding Considerations finding that there are positive aspects of the project, that when taken as a whole, outweigh the unavoidable negative environmental impacts.

CC. The proposed project includes the development of an outdoor private recreational facility, specifically a large landscaped plaza with outdoor play equipment, a temporary stage, outdoor seating and a human chess set area 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).

DD. The construction of plumbing to accommodate the use of reclaimed water for irrigation systems, when available, and the application of the City’s Water Conservation in Landscape regulations (Title 10- Chapter 2 of the ESMC), as required by mitigation measures M.2-4, M.2.5, M.2.6, M.2-10, M.2-13, and M.2-16 and Original Condition of Approval No. 8, would be consistent with and further Policies CN2-5, CN2-7, CN2-12.

EE. All development on the Plaza El Segundo Project Site Phase 1B would be 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).

FF. All development on the Plaza El Segundo Project Site Phase 1B would be required to include facilities capable of holding stormwater runoff resulting from the development. Additionally, reclaimed water would be used to the extent possible in the irrigation of the landscaping (Policy CN2-11).
GG. All development on the Plaza El Segundo Project Site Phase 1B would be required to utilize reclaimed water for landscaping to the extent feasible (Policy CN2-12).

HH. 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.

II. The project has been 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.

JJ. The implementation of transportation demand management programs, as required by Mitigation Measure L-8 (bike, rideshare matching, and transit options), and as required by Chapters 15-16 and 15-17 of the El Segundo Municipal Code 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).

KK. Approximately $407,676 in Traffic Impact Mitigation Fees must be paid to the City to offset development impacts (AQ5-1.2) related to the project. Approximately $500,000 in costs for on-site and off-site traffic mitigation will also be incurred by the developer for the Plaza El Segundo development Phase 1B project.

LL. The project will implement a number of traffic improvements, as required by mitigation measures L-1, L-2, L-3, L-4, L-5, L-6, L-7, L-9, L-10, L-11, L-14, L-15, L-16, L-17, and L-19 which will improve traffic flow (Policy AQ 7-1.1, AQ 7-2.1).

MM. Mitigation measure M.5-1 provides that the proposed project will incorporate energy conservation devices (i.e., motion-sensitive light activation switches, etc.) consistent with City (Policy AQ12-1.2).

NN. Implementation of the proposed project, subject to mitigation measures L-1, L-2, L-3, L-4, and L-5 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).

OO. The development on the proposed Project Site Phase 1B will end eighty years of 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).
PP. The developer will remediate soil and groundwater contamination under the authority of the LARWQCB (Policy PS4-1.1).

QQ. 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 K1-2, K1-5, K.1-7, and K-1.10) and the reduction of fire prone industrial facilities.

RR. As required by mitigation measures K1-3 and K.1-8, fire access roads will be provided throughout the proposed 8.131-acre project site (Policy PS6-1.2E).

SS. 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. Mitigation measures G-1 and G-2 will ensure that site contamination is remediated.

SECTION 5: Zone Text Amendment Findings. Based on the factual findings of this Resolution, the proposed Zone Text Amendment is necessary to amend the Commercial Center (C-4) development standards relating to permitted uses, setbacks and signs. Specifically, the Zone Text Amendment amends ESMC § 15-5G-2 relating to permitted uses to allow cosmetic health and medical office uses; amends ESMC § 15-5G-6(D) to exclude environmental mitigation structures that are required by other regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements; and amends ESMC § 15-5G-9 relating to light emitting diode ("LED") signs. An amendment to ESMC § 15-5G-6(D) to exclude environmental mitigation structures that are required by other regulatory agencies from setback requirements is necessary to comply with the adopted mitigation measures in the certified FEIR. Without an amendment to ESMC § 15-5G-2 relating to permitted uses, cosmetic health and medical office uses would not be permitted in the Commercial Center (C-4) Zone. The amendment to ESMC § 15-5G-2 is consistent with the purpose of the C-4 Zone and the General Plan. Without an amendment to ESMC § 15-5G-9, the proposed light emitting diode ("LED") signs would not be permitted in the Commercial Center (C-4) Zone.

SECTION 6: Development Agreement Findings. Pursuant to City Council Resolution No. 3268, adopted June 26, 1984, the Planning Commission finds that:

A. The project is consistent with the objectives, policies, general land uses, and programs specified in the general plan and any applicable specific plan. The Development Agreement would provide the following public
benefits in exchange for valuable development rights (eight-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 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.
7. The project would reduce the maximum permitted floor area ratio on the property from 0.6:1 to 0.275:1.
8. Improvements to roadways and intersections in the project vicinity.
9. Expansion of the planned ITS network to make it even more effective in relieving congestion.
10. Contribution of approximately $20,045 in police, fire, and library mitigation fees to offset the impacts of the project on public services.
11. Contribution of approximately $407,676 in traffic impact mitigation fees to offset the impacts of the project on public roadway infrastructure.
12. Contribution of $25,000 for signage to enhance and promote businesses in the Downtown Specific Plan Area of El Segundo.

B. The project is compatible with the uses authorized in, and the regulations prescribed for, the land use district in which the real property is located. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project is in conformity with the public convenience, general welfare and good land use practice. The proposed project permits a lower floor area ratio than allowed under the prior M-2 zoning (0.275:1 vs. 0.6:1). The project would facilitate constructing public roadways, through an irrevocable offer to dedicate land for public roadway purposes. The project would also be designed to support and encourage public transportation uses and contribute to the continued diversification of the southeast quadrant of the City by providing a broad range of commercial 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 Commercial Center (C-4) 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 southeast quadrant of the City.

SECTION 7: Recommendations.

A. The City Council should adopt the Development Agreement by and between the City of El Segundo, and Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, LLC, as set forth in attached Exhibit "A," which is incorporated into this Resolution by reference.

B. Subject to the conditions listed on the attached Exhibit "B," which are incorporated into this Resolution by reference, the City Council should certify the Addendum to the Final Environmental Impact Report of Environmental Impacts for Environmental Assessment No. 768, Development Agreement No. 07-03, and Zone Text Amendment No. 08-01.

C. The City Council should amend ESMC § 15-5G-2 to read as follows:

"15-5G-2: PERMITTED USES:

The following uses are permitted in the C-4 Zone:

A. Fitness centers (indoors only).

B. General offices not exceeding five thousand (5,000) square feet.

C. Health and/or skin care services that are limited to non-invasive and/or minimally invasive cosmetic medical procedures that may be rendered by licensed health care professionals provided that such use does not exceed 3,000 square feet in floor area and at least twenty percent (20%) of the floor area is devoted to the sale of retail products."
D. Retail sales uses (excluding off-site alcohol sales).

E. Personal and business service uses (e.g., banks, salons, day spas, and dry cleaners)

F. Pet supplies and services including veterinary services.

G. Restaurants, coffee shops and cafes.

H. Other similar uses approved by the Director of Planning and Building Safety, as provided by Chapter 22 of this Title.*

D. The City Council should amend ESMC § 15-5G-6(D) to read as follows:

"D. Setbacks:

The setback requirements shall not be applicable to environmental treatment facilities that are determined by a regulatory agency to be necessary to mitigate the presence of hazardous substances that are present in the soils on the parcel of property on which a treatment facility is located. However, the environmental treatment facility must otherwise comply with the City’s traffic safety and building code requirements.

1. Front Yard: Twenty five feet (25') minimum.

2. Side Yard: Zero (0') minimum, unless one of the following conditions exists:

   a. If the side yard adjoins a dedicated street, at least twenty five feet (25') must be provided; and

   b. If the side yard abuts property with a different classification, the side yard setback is the average of the two (2) side yard setbacks, but not less than ten feet (10').

3. Rear Yard: Fifteen feet (15') minimum unless one of the following conditions exists:

   a. If the rear yard adjoins an alley, dedicated street, public right-of-way, or if the primary
access is through the rear yard, at least twentyive feet (25') must be provided;

b. If the rear yard adjoins a railroad right-of-way,
at least ten feet (10') must be provided; and,
c. If the rear yard abuts property with a different
classification, the rear yard setback is the
average of the two (2) side yard setbacks, but
not less than ten feet (10')."

E. The City Council should amend ESMC § 15-5G-9 in its entirety to read as
follows:

"15-5G-9: SIGNS:

Signs in the C-4 Zone must comply with requirements of Chapter
18 of this Title. However, parcels that are comprised of a minimum
of 7.5 acres and that have at least eighty percent of the floor area
devoted to retail and restaurant uses may have up to two light
emitting diode signs ("LED Sign") that do not exceed thirty (30) feet
in height and sixty (60) feet in width so long as (i) the signs only
advertise businesses and products (but only in conjunction with the
name of the business that sells the product) that are located on the
parcel or display movie projections and abstract videos that are not
related to advertising any product, or entertainment, retail or service
use and (ii) the sign is oriented such that it is intended to be viewed
by individuals located on the parcel and not by individuals located
in a public right of way. Pursuant to a development agreement that
covers multiple parcels of property, and so long as the requirements of this provision are otherwise met, the names of businesses and products (but only in conjunction with the name of the business that sells the product) that are located on parcels that are subject to the development agreement may be advertised on a LED Sign located on another parcel that is subject to the same development agreement.”

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 Planning Commission’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 shall be mailed to Rosecrans-Sepulveda Partners 2, LLC, and PES Partners, 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 24th day of January 2008.

Cheryl Frick, Chairperson
City of El Segundo Planning Commission
ATTEST:

______________________________
Gary Chicots, Secretary

Frick    -
Wagner   -
Fellhauer -
Fuentes  -
Rotolo   -

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

By: ______________________________
Karl H. Berger, Assistant City Attorney
The City of El Segundo (City) prepared a Draft Addendum to the previously Certified Final Environmental Impact Report (FEIR) for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development to evaluate potential environmental effects which may be associated with changes in the previously-approved Plaza El Segundo Development that have been proposed by the project developer. The Certified EIR was a Program/Project EIR that analyzed the environmental effects of (1) a proposed General Plan Amendment, Zone Change and a Zone Text Amendment that would affect a land use re-designation and rezoning of approximately 85.8 acres of an 110-acre area located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue ("Sepulveda/Rosecrans Site Rezoning") that would accommodate up to 850,000 square feet of commercial development in the Commercial Center (C-4) Zone; and (2) a proposed Development Agreement and Vesting Tentative Map to permit development of a shopping center of up to 425,000 square feet on a 43.3 gross acres (38.1 net acres) portion of the 110-acre site (the "Plaza El Segundo Development"). The proposed Sepulveda/Rosecrans Site Rezoning and the proposed Plaza El Segundo Development ("Original Project") were approved and the ER was certified by the City of El Segundo on February 15, 2005 (Resolution No. 4415). The Certified EIR for the Original Project was the Reduced Traffic Generation Alternative.
2005. If your department no longer has the original EIR on file in your office, copies may be borrowed from the Planning and Building Safety Department. You may also e-mail your comments to me at kchristensen@elsegundo.org or request this document electronically so you can insert additional space for your comments. Should you have any questions about the project, please contact me at extension 2340.

COMMENTS:

Staff will review Landscape Drawings during the Plan Check process.

Reviewed By:

[Signature and Title]

[Partial signature]

End.: Application
      Plans
      Initial Study
      Addendum to the EIR
      Original Conditions of Approval
      Proposed Draft Conditions of Approval
      Adopted Mitigation Measures

R:\Planning & Building Safety\PROJECTS\751-775\EA-788\2006.01.07.EA-768 IDC.doc
TO: Jeff Stewart, City Manager
Debra Cullen, Finance Director
Richard Brunette, Recreation and Parks Director
David Cummings, Police Chief
Debra Brighton, Library and Cable Services Director
Kevin Smith, Fire Chief
Dan Garcia, City Engineer
Suresh Tyagi, Plan Check Engineer
Karl Berger, Assistant City Attorney

FROM: Gary Chicos, Director, Planning and Building Safety
Kimberly Christensen, AICP, Planning Manager

STAFF PLANNER: Kimberly Christensen, AICP, Planning Manager

SUBJECT: Environmental Assessment No. EA-768, Zone Text Amendment No. 0801 and Development Agreement No. 07-03 Plaza El Segundo Development Project

Address: 850 South Sepulveda Blvd., 2021 Rosecrans Avenue
(generally northeast corner of Sepulveda Boulevard/Rosecrans Avenue)

Applicant: Rosecrans-Sepulveda Partners 2, LLC, PES Partners, LLC

Property Owner: Rosecrans-Sepulveda Partners 2, LLC, PES Partners, LLC

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COMMENTS:

ALL CONDITIONS OF APPROVAL AND MITIGATING MEASURES ARE STILL APPLICABLE.

Reviewed By: 

Signature and Title

End.: Application Plans Initial Study Addendum to the EIR Original Conditions of Approval Proposed Draft Conditions of Approval Adopted Mitigation Measures

Date: 1-16-08

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The City of El Segundo (City) prepared a Draft Addendum to the previously Certified Final Environmental Impact Report (FEIR) for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development to evaluate potential environmental effects which may be associated with changes in the previously-approved Plaza El Segundo Development that have been proposed by the project developer. The Certified EIR was a Program/Project EIR that analyzed the environmental effects of (1) a proposed General Plan Amendment, Zone Change and a Zone Text Amendment that would affect a land use re-designation and rezoning of approximately 85.8 acres of an 110-acre area located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue ("Sepulveda/Rosecrans Site Rezoning") that would accommodate up to 850,000 square feet of commercial development in the Commercial Center (C-4) Zone; and (2) a proposed Development Agreement and Vesting Tentative Map to permit development of a shoppingcenter of up to 425,000 square feet on a 43.3 gross acres (38.1 net acres) portion of the 110-acre site (the "Plaza El Segundo Development"). The proposed Sepulveda/Rosecrans Site Rezoning and the proposed Plaza El Segundo Development ("Original Project") were approved and the ER was certified by the City of El Segundo on February 15, 2005 (Resolution No. 4415). The Certified EIR for the Original Project was the Reduced Traffic Generation Alternative.
2005. If your department no longer has the original EIR on file in your office, copies may be borrowed from the Planning and Building Safety Department. You may also e-mail your comments to me at kchristensen@elsegundo.org or request this document electronically so you can inset additional space for your comments. Should you have any questions about the project, please contact me at extension 2340.

**COMMENTS:**

Reviewed By:

[Signature and Title]

End: Application
    Plans
    Initial Study
    Addendum to the EIR
    Original Conditions of Approval
    Proposed Draft Conditions of Approval
    Adopted Mitigation Measures

P:\Planning & Building Safety\PROJECTS\751-779\EA-768\2008.01.07.EA-768 IDC.doc
City of El Segundo
INTER-DEPARTMENTAL CORRESPONDENCE

Circulation Date: January 7, 2008

TO: Jeff Stewart, City Manager
    Debra Cullen, Finance Director
    Richard Brunette, Recreation and Parks Director
    David Cummings, Police Chief
    Debra Brighton, Library and Cable Services Director
    Kevin Smith, Fire Chief
    Dan Garcia, City Engineer
    Suresh Tyagi, Plan Check Engineer
    Karl Berger, Assistant City Attorney

FROM: Gary Chicots, Director, Planning and Building Safety
      Kimberly Christensen, AICP, Planning Manager

STAFF
PLANNER: Kimberly Christensen, AICP, Planning Manager

SUBJECT: Environmental Assessment No. EA-768, Zone Text Amendment No. 08-01 and Development Agreement No. 07-03 Plaza El Segundo Development Project

Address: 850 South Sepulveda Blvd., 2021 Rosecrans Avenue
          (generally northeast corner of Sepulveda Boulevard/Rosecrans Avenue)

Applicant: Rosecrans-Sepulveda Partners 2, LLC, PES Partners, LLC
Property Owner: Rosecrans-Sepulveda Partners 2, LLC, PES Partners, LLC

The City of El Segundo (City) prepared a Draft Addendum to the previously Certified Final Environmental Impact Report (FEIR) for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development to evaluate potential environmental effects which may be associated with changes in the previously-approved Plaza El Segundo Development that have been proposed by the project developer. The Certified EIR was a Program/Project EIR that analyzed the environmental effects of (1) a proposed General Plan Amendment, Zone Change and a Zone Text Amendment that would affect a land use re-designation and rezoning of approximately 85.8 acres of an 110-acre area located at the northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue ("Sepulveda/Rosecrans Site Rezoning") that would accommodate up to 850,000 square feet of commercial development in the Commercial Center (C-4) Zone; and (2) a proposed Development Agreement and Vesting Tentative Map to permit development of a shoppingcenter of up to 425,000 square feet on a 43.3 gross acres (38.1 net acres) portion of the 110-acre site (the "Plaza El Segundo Development"). The proposed Sepulveda/Rosecrans Site Rezoning and the proposed Plaza El Segundo Development ("Original Project") were approved and the ER was certified by the City of El Segundo on February 15, 2005 (Resolution No. 4415). The Certified EIR for the Original Project was the Reduced Traffic Generation Alternative.
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COMMENTS:

Response to Environmental Assessment No. EA-768, Zone Text Amendment No. 08-01 and Development Agreement No. 07-03 Plaza El Segundo Development Project

1. EA-768, Page 4-A “Environmental Checklist” (Hazards and Hazardous Materials)
Upon availability, additional studies for the 3.41 acre addition shall be submitted to Environmental Safety Manager.

2. Second Amendment to Development Agreement, Page 5, §5.1
Ensure environmental treatment facilities do not emit emissions from treatment and are permitted through applicable environmental regulatory agencies. In addition, cumulative impacts from multiple treatment systems may need to be evaluated, if emissions are produced.

3. Addendum to the Certified EIR, pages 14-17
Volatile organic compounds were detected in the GCC study, but it is unclear whether vinyl chloride was also investigated as a product of decomposition. This could be a driver in the HRA, as it is a known carcinogen. In addition, certain Organochlorine pesticides were detected, and are now banned for use. This may pose a liability, and may need to be further excavated, as many are not amenable to treatment.

4. Mitigation Monitoring and Reporting Program, Page IX-18
Please ensure any new environmental reports are shared with the Fire Department, Environmental Safety Division. In particular, soil and groundwater data and health risk assessment data would be critical in evaluating control and mitigation measures.

Reviewed By:

Signature and Title

Encl.: Application Plans
Initial Study Addendum to the EIR
Original Conditions of Approval Proposed Draft Conditions of Approval
Adopted Mitigation Measures
TO: Gary Chicots, Director, Planning and Building Safety

FROM: Maryam Jonas, Senior Civil Engineer Associate

DATE: January 16, 2008

SUBJECT: EA – Plaza El Segundo Development Project

1. Prepare a hydrology studies to insure no impact on the downstream pipes draining into the City’s storm water station no. 18.

2. Prepare an analysis of the existing Sanitary Sewer system on Rosecrans Avenue. Calculate additional flow resulting from the proposed development into the existing system. If necessary, upgrade the 12” and 15” diameter downstream sanitary sewer pipes on Rosecrans Avenue from point of connection to Aviation Boulevard. All reports and copies of CCTV videos must be submitted to Public Works Department.

3. Provide a loop system for proposed water mains connecting to Rosecrans Avenue on the south and Sepulveda Boulevard to the west.

4. Water meters must be provided by the developer per City Standard and approved by the City of El Segundo Water Division prior to installation.
City of El Segundo
INTER-DEPARTMENTAL CORRESPONDENCE

Circulation Date: January 7, 2008

TO:        Jeff Stewart, City Manager
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           David Cummings, Police Chief
           Debra Brighton, Library and Cable Services Director
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           Karl Berger, Assistant City Attorney

FROM:      Gary Chicots, Director, Planning and Building Safety
           Kimberly Christensen, AICP, Planning Manager

STAFF     Kimberly Christensen, AICP, Planning Manager

PLANNER:    Environmental Assessment No. EA-768, Zone Text Amendment No. 08-01 and
           Development Agreement No. 07-03
           Plaza El Segundo Development Project

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the Reduced Traffic Generation Alternative.

2005. IF YOUR DEPARTMENT NO LONGER HAS THE ORIGINAL EIR ON FILE IN YOUR OFFICE, COPIES MAY BE BORROWED FROM THE PLANNING AND BUILDING SAFETY DEPARTMENT. YOU MAY ALSO E-MAIL YOUR COMMENTS TO ME AT KCHRISTENSEN@ALSEGUNDO.ORG OR REQUEST THIS DOCUMENT ELECTRONICALLY SO YOU CAN INSERT ADDITIONAL SPACE FOR YOUR COMMENTS. SHOULD YOU HAVE ANY QUESTIONS ABOUT THE PROJECT, PLEASE CONTACT ME AT EXTENSION 2340.

COMMENTS:

1. Accessible parking to be dispersed and located on the shortest possible accessible route to accessible entrances of the buildings.

2. Provide accessible path of travel from public way (public transportation stops) and from accessible parking stalls on the site to building entrances.

Reviewed By:

[Signature and Title] Plan Check Engineer

[Date]

Encl.: Application
       Plans
       Initial Study
       Addendum to the EIR
       Original Conditions of Approval
       Proposed Draft Conditions of Approval
       Adopted Mitigation Measures

P:\Planning & Building Safety\PROJECTS\751-775\EA-768\2008.01.07 EA-768 IDC.doc
February 13, 2008

Ms. Kimberly Christensen, AICP
Planning Manager
City of El Segundo
Planning and Building Safety Department
350 Main Street
El Segundo, CA 90245

Subject: Plaza El Segundo Trip Generation Analysis

Dear Ms. Christensen:

Kimley-Horn has reviewed the revised Plaza El Segundo Trip Generation Analysis, prepared by Fehr & Peers, and dated December 11, 2007. This analysis was revised to address comments made on an earlier version of the analysis, prepared in October of 2007.

The Trip Generation Analysis was prepared to demonstrate that proposed changes to Phase I of the Plaza El Segundo project will not cause the project trip generation to exceed the Phase I trip cap, as established in the Final Environmental Impact Report Appendices Volume II: Traffic Impact Report Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development (Crain and Associates, February 2005). The currently proposed project is known as Phase 1B.

The revised analysis has adequately addressed each of our comments. The trip generation estimates have been updated to reflect the proposed mix of uses for all of Phase 1. The resulting project trips do not exceed the trip cap on a daily basis, or in either of the morning, evening, or weekend peak hours. The analysis also provides a peak hour intersection level of service and queuing analysis to address proposed changes to the site access. The proposed site access changes will not result in new or significant impacts.

Please contact me if you have any questions, or if you need additional information.

Sincerely,

KIMLEY-HORN AND ASSOCIATES, INC.

Serine Ciandella, AICP
Vice President
# City of El Segundo

Planning and Building Safety  
350 Main Street  

1. El Segundo, CA 90245  
(310) 524-2344; Fax (310) 322-4167  
www.elsegundo.org

## ENVIRONMENTAL CHECKLIST

<table>
<thead>
<tr>
<th>Environmental Assessment No:</th>
</tr>
</thead>
</table>

## I. BACKGROUND

<table>
<thead>
<tr>
<th>1. Project Title:</th>
<th>Plaza El Segundo Phase 1B Development</th>
</tr>
</thead>
<tbody>
<tr>
<td>2. Project Location:</td>
<td>The northeast corner of the intersection of Sepulveda Boulevard and Rosecrans Avenue</td>
</tr>
</tbody>
</table>

## III. Applicant

<table>
<thead>
<tr>
<th>Rosecrans Sepulveda Partners 2, LLC</th>
<th>310-782-2525</th>
<th>310-781-9253</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name (print or type)</td>
<td>Phone</td>
<td>Fax</td>
</tr>
<tr>
<td>2050 W. 190th St., Suite 108</td>
<td><a href="mailto:allan.mackenzie@marventures.com">allan.mackenzie@marventures.com</a></td>
<td></td>
</tr>
<tr>
<td>Address</td>
<td>Email</td>
<td></td>
</tr>
<tr>
<td>Torrance, CA 90504</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City/St/Zip</td>
<td>Signature</td>
<td></td>
</tr>
</tbody>
</table>

## IV. Property Owner

<table>
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<tr>
<td>Torrance, CA 90504</td>
<td></td>
<td></td>
</tr>
<tr>
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<td>Signature</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Date: JUL 25 2007</th>
</tr>
</thead>
</table>

PLANNING DIVISION
5. Representative of applicant: (i.e., attorney, expeditor, etc.)

Allan W. Mackenzie
Name (print or type)
2050 W. 190th St., Suite 108
Address
Torrance, CA 90504
City/State/Zip
Phone
310-782-2525
Fax
310-781-9253
Email
allan.mackenzie@marventures.com
Signature

6. Architect/Engineer:

Development Resource Consultants/Attn: Tracy Lund
Name (print or type)
25115 Avenue Stanford, Ste B-118
Address
Valencia, CA 91355
City/State/Zip
Phone
661-294-3994
Fax
661-294-3973
Email
tlund@drc-valencia.com
Signature

Property situated at: See Attachments ("Exhibit A" & "Exhibit B")
(Exact legal description including Assessor Parcel Information. Provide attachment, if necessary)

General location: North of Rosecrans Ave. and East of Sepulveda Blvd.
Address (Street/Avenue)

Existing Zoning: C-4

General Plan Land Use Designation: Commercial

II. PROJECT INFORMATION

1. Site Area: 8.3 acres (approx.) Bldg Area: 70,000 sq. ft. Bldg. Height: up to 45'
No. Floors: 1-2

Floor Area Ratio (FAR): 0.19
Percent of lot coverage by structures: 17%

2. Total no. employees: 150 Max. per shift: Days/Hours of operation: 7 am to midnight

3. Number of on-site parking spaces provided: 350 approx.


5. Will any permits (including a Hazardous Materials Business Plan) be required from agencies other than the City? (please explain) Regional Water Quality Control Board approvals

6. Will the project use, store, or dispose of potentially hazardous chemicals, materials, toxic substances, flammables or explosives? (please explain) No

PLANNING DIVISION
If yes to either 5 or 6 please describe in detail on a separate sheet.

7. Existing land uses of the subject site and surrounding properties:

Subject property: Vacant (former industrial)
North: New Retail
East: Vacant
South: Rosecrans Ave. & retail across
West: Sepulveda & refinery across

8. Physical Site:

Will the project modify existing natural features? No
Estimated cubic yards of grading involved in the project: Cut=50,000 Fill=20,000

9. Other public agencies whose approval is required: (e.g., permits, financing, approval or participation agreement, etc.) Regional Water Quality Control Board, Caltrans

III. ENVIRONMENTAL SETTING

1. Describe the project site as it exists before the project, including information on topography, soil stability, plants and animals, and any cultural, historical, or scenic aspects. Describe any existing structures on the site, and the use of the structures. Attach and label photographs of the site and surrounding area.

Vacant, disturbed former industrial property.
See attachments ("Exhibit C, D-1, and D-2").

2. Describe the surrounding properties, including information on plants and animals and any cultural, historical, or scenic aspects. Indicate the type of land use (residential, commercial, etc.), intensity of land use (one-family, apartment houses, shops, department stores, etc.), and scale of development (height, frontage, setback, rear yard, etc.). Attach and label photographs of the site and surrounding area.

The property to the north, Plaza El Segundo, is a new 425,000 sq.ft. lifestyle retail center. The properties to the south across Rosecrans Ave. are retail or office. The properties to the east are industrial or office. The project represents a significant upgrade to the previous industrial user and to its

DECE

JUL 25 2007

PLANNING DIVISION
IV. ENVIRONMENTAL IMPACTS

ENVIRONMENTAL FACTORS POTENTIALLY AFFECTED:

The environmental factors checked below would be potentially affected by this project, involving at least one impact that is a "Potentially Significant Impact," as indicated by the checklist on the following pages.

- [] Aesthetics  - [] Agricultural Resources  - [] Air Quality
- [] Biological Resources  - [] Cultural Resources  - [] Geology/Soils
- [] Hazards & Hazardous Materials  - [] Hydrology/Water Quality  - [] Land Use/Planning
- [] Mineral Resources  - [] Noise  - [] Population/Housing
- [] Public Services  - [] Recreation  - [] Transportation/Traffic
- [] Utilities/Service Systems  - [] Mandatory Findings of Significance

EVALUATION OF IMPACTS

1. A brief explanation is required for all answers except "No Impact" answers that are adequately supported by the information sources a lead agency cites in the parentheses following each question. A "No Impact" answer is adequately supported if the referenced information sources show that the impact simply does not apply to projects like the one involved (e.g. the project falls outside a fault rupture zone). A "No Impact" answer should be explained where it is based on project-specific factors as well as general standards (e.g. the project will not expose sensitive receptors to pollutants, based on a project-specific screening analysis).

2. All answers must take account of the whole action involved, including off-site as well as on-site, cumulative as well as project-level, indirect as well as direct, and construction as well as operational impacts.

3. This analysis is based upon the certified Final Program EIR for the Sepulveda/Rosecrans Site Rezoning and Plaza El Segundo Development, SCH #2003121037, ("PEIR"), certified on March 15, 2005, see CEQA Guidelines Sections 15162, 15168, Section 15063(c)(3)(D). A brief discussion should identify the following:
   a. Earlier Analyses Used. Identify and state where they are available for review.
   b. Impacts Adequately Addressed. Identify which effects from the above checklist were within the scope of and adequately analyzed in an earlier document pursuant to applicable legal standards, and state whether such effects were addressed by mitigation measures based on the earlier analysis.
   c. Mitigation Measures. For effects that are "Less than Significant with Mitigation Measures Incorporated," describe the mitigation measures which were incorporated or refined from the earlier document and the extent to which they address site-specific conditions for the project.

4. Reference to a previously prepared or outside document should, where appropriate, include a reference to the page or pages where the statement is substantiated.

5. Supporting Information Sources. A source list should be attached, and other sources used or individuals contacted should be cited in the discussion.

6. The explanation of each issue should identify:
   a. the significance criteria or threshold, if any, used to evaluate each question; and
   b. the mitigation measure identified, if any, to reduce the impact to less than significance.

RECEIVED
JUL 25 2007
PLANNING DIVISION
7. The applicable legal standards under CEQA Guidelines Section 15162 to determine whether an effect is within the scope of, and adequately analyzed in, the PEIR are as follows:

Whether:

"(A) The project will have one or more significant effects not discussed in the previous EIR or negative declaration.

"(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 the project proponents decline to adopt the mitigation measure or alternative."

8. The PEIR may be reviewed by the public at City of El Segundo, Community, Economic and Development Services Department, 350 Main Street, El Segundo, CA 90245.

ISSUES

A brief written explanation is required for all of your responses to the following questions except those checked "No impact". Your responses must be keyed to the corresponding question (e.g. a response to the first question should begin with "1 a" followed by your narrative response).
I. AESTHETICS. Would the project:

a) Have a substantial adverse effect on a scenic vista? ☐ ☐ ☐ ☑

b) Substantially damage scenic resources, including, but not limited to, trees, rock outcroppings, and historic buildings within a state scenic highway? ☐ ☐ ☐ ☑

c) Substantially degrade the existing visual character or quality of the site and surroundings? ☐ ☐ ☑ ☐

d) Create a new source of substantial light or glare that would adversely affect day or nighttime views in the area? ☐ ☐ ☑ ☐

II. AGRICULTURAL RESOURCES. In determining whether impacts to agricultural resources are significant environmental effects, lead agencies may refer to the California Agricultural Land Evaluation and Site Assessment Model (1997) prepared by the California Dept. of Conservation as an optional model to use in assessing impacts on agriculture and farmland. Would the project:

a) Convert Prime Farmland, or Farmland of Statewide Importance (Farmland), as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-Agricultural use? ☐ ☐ ☐ ☑

b) Conflict with existing zoning or agricultural use, or a Williamson Act contract? ☐ ☐ ☐ ☑

c) Involve other changes in the existing environment which, due to their location or nature, could result in conversion of Farmland, to non-agricultural use? ☐ ☐ ☐ ☑

III. AIR QUALITY. Where available, the significance criteria established by the applicable air quality management or air pollution control district may be relied upon to make the following determinations. Would the project:

a) Conflict with or obstruct implementation of the applicable air quality plan? ☐ ☑ ☐ ☐

b) Violate any air quality standard or contribute substantially to an existing or projected air quality violation? ☑ ☐ ☐ ☐

c) Result in a cumulatively considerable net increase of any criteria pollutant for which the project region non-attainment under an applicable federal or state ambient air quality standard (including releasing emissions which exceed quantitative thresholds for ozone precursors)? ☑ ☐ ☐ ☐

d) Expose sensitive receptors to substantial pollutant concentrations? ☑ ☐ ☑ ☑

e) Create objectionable odors affecting a substantial number of people? ☑ ☐ ☐ ☑
<table>
<thead>
<tr>
<th>Issues:</th>
<th>Potentially Significant Impact</th>
<th>Less Than Significant With Mitigation Incorporated</th>
<th>Less Than Significant Impact</th>
<th>No Impact</th>
</tr>
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<tbody>
<tr>
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<td><strong>BIOLOGICAL RESOURCES.</strong> Would the project:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a)</td>
<td>Have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Game or U.S. Fish and Wildlife Service?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>b)</td>
<td>Have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, regulations or by the California Department of Fish and Game or U.S. Fish and Wildlife Service?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>c)</td>
<td>Have a substantial adverse effect on federally protected wetlands as defined by Section 404 of the Clean Water Act (including, but not limited to, marsh, vernal pool, coastal, etc.) through direct removal, filling, hydrological Interruption, or other means?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>d)</td>
<td>Interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery sites?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>e)</td>
<td>Conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>f)</td>
<td>Conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or state habitat Conservation plan?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>V.</td>
<td><strong>CULTURAL RESOURCES.</strong> Would the project:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a)</td>
<td>Cause a substantial adverse change in the significance of a historical resource as defined in Section 15064.5 of the Public Resources Code?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>b)</td>
<td>Cause a substantial adverse change in the significance of an archeological resource pursuant to Section 15064.5 of the Public Resources Code?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>c)</td>
<td>Directly or indirectly destroy a unique paleontological resource or site or unique geologic feature?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
<tr>
<td>d)</td>
<td>Disturb any human remains, including those interred outside of formal cemeteries?</td>
<td>☑</td>
<td>☑</td>
<td>☑</td>
</tr>
</tbody>
</table>
VI. GEOLOGY AND SOILS. Would the project:

a) Expose people or structures to potential substantial adverse effects, including the risk of loss, injury or death involving:
   i) Rupture of a known earthquake fault, as defined on the most recent Alquist-Priolo Earthquake Fault Zoning Map issued by the State Geologist for the area or based on other substantial evidence of a known fault? Refer to Division of Mines and Geology Special Publication 42.
   ii) Strong seismic ground shaking?
   iii) Seismic-related ground failure, including liquefaction?
   iv) Landslides?

b) Result in substantial soil erosion or the loss of topsoil?

c) Be located on a geologic unit or soil that is unstable, or that would become unstable as a result of the project, and potentially result in on- or off-site landslide, lateral spreading, subsidence, liquefaction or collapse?

d) Be located on expansive soil, as defined in Table 18-1-B of the Uniform Building Code (1994), creating substantial risks to life or property?

e) Have soils incapable of adequately supporting the use of septic tanks or alternative waste water disposal systems where sewers are not available for the disposal of waste water?

VII. HAZARDS AND HAZARDOUS MATERIALS. Would the project:

a) Create a significant hazard to the public or the environment through the routine transport, use or disposal of hazardous materials?

b) Create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous material into the environment?

c) Emit hazardous emissions or handle or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school?

d) Be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code section 65962.5 and, as a result, would it create a significant hazard to the public or the environment?

e) For a project located within an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project result in a safety hazard for people working in the project area?

f) For a project within the vicinity of a private air strip, would the project result in a safety hazard for people residing or working in the project area?

g) Impair implementation of or physically interfere with an adopted emergency response plan or emergency
<table>
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<tr>
<th>Issues:</th>
<th>Potentially Significant Impact</th>
<th>Less than Significant Impact</th>
<th>Mitigation Incorporated</th>
<th>Less Than Significant Impact</th>
<th>No Impact</th>
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</table>
h) Expose people or structures to a significant risk of loss, injury or death involving wildland fires, including where wildlands are adjacent to urbanized areas or where residences are intermixed with wildlands? | ☐ | ☐ | ☐ | ☐ | ☒ |

VIII. HYDROLOGY AND WATER QUALITY. Would the project:

a) Violate any water quality standards or waste discharge requirements? | ☐ | ☒ | ☐ | ☐ | ☐ |
b) Substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the local groundwater table level (e.g., the production rate of pre-existing nearby wells would drop to a level which would not support existing land use or planned uses for which permits have been granted? | ☐ | ☐ | ☐ | ☐ | ☒ |
c) Substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner which would result in substantial erosion or siltation on- or off-site? | ☐ | ☒ | ☐ | ☐ | ☐ |
d) Substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner which would result in flooding on- or off-site? | ☐ | ☐ | ☒ | ☐ | ☐ |
e) Create or contribute runoff water which would exceed the capacity of existing or planned storm water drainage system or provide substantial additional sources or polluted runoff? | ☐ | ☒ | ☐ | ☐ | ☐ |
f) Otherwise substantially degrade water quality? | ☐ | ☒ | ☐ | ☐ | ☐ |
g) Place housing within a 100-year flood hazard area as mapped on a federal Flood Hazard Boundary or Flood Insurance Rate Map or other flood hazard delineation map? | ☐ | ☐ | ☐ | ☒ | ☐ |
h) Place within a 100-year flood hazard area structures which would impede or redirect flood water? | ☐ | ☐ | ☐ | ☒ | ☐ |
i) Expose people or structures to a significant risk of loss, injury or death involving flooding, including flooding as a result of the failure of a levee or dam? | ☐ | ☐ | ☐ | ☒ | ☐ |
j) Inundation by seiche, tsunami, or mudflow? | ☐ | ☐ | ☒ | ☐ | ☐ |

IX. LAND USE AND PLANNING. Would the project:

a) Physically divide an established community? | ☐ | ☐ | ☐ | ☒ | ☐ |
b) Conflict with any applicable land use plan, policy, or regulation of an agency with jurisdiction over the project (including, but not limited to the general plan, specific plan, local coastal program, or zoning ordinance) adopted for the purpose of avoiding or mitigating an environmental effect? | ☐ | ☐ | ☐ | ☒ | ☐ |
c) Conflict with any applicable habitat conservation plan or natural community conservation plan? | ☐ | ☐ | ☐ | ☒ | ☐ |
<table>
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<th>Issues:</th>
<th>Potentially Significant Impact</th>
<th>Less Than Significant Impact</th>
<th>No Impact</th>
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| MINERAL RESOURCES. Would the project:  
a) Result in the loss of availability of a known mineral resource that would be of value to the region and the residents of the state? | □ | □ | □ | □ |
| b) Result in the loss of availability of locally-important mineral resource recovery site delineated on a local general plan, specific plan or other land use plan? | □ | □ | □ | □ |
| NOISE. Would the project result in:  
a) Exposure of persons to or generation of noise levels in excess of standards established in the local general plan or noise ordinance, or applicable standard of other agencies? | □ | □ | □ | □ |
| b) Exposure of persons to or generation of excessive groundborne vibration or groundborne noise levels? | □ | □ | □ | □ |
| c) A substantial permanent increase in ambient noise levels in the project vicinity above levels existing without the project? | □ | □ | □ | □ |
| d) A substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project? | □ | □ | □ | □ |
| e) For a project located within an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project expose people residing or working in the project area to excessive noise levels? | □ | □ | □ | □ |
| f) For a project within the vicinity of a private airstrip, would the project expose people residing or working in the project area to excessive noise levels? | □ | □ | □ | □ |
| POPULATION AND HOUSING. Would the project:  
a) Induce substantial population growth in an area, either directly (for example, by proposing new homes and businesses) or indirectly (for example, through extension of road or other infrastructure)? | □ | □ | □ | □ |
| b) Displace substantial numbers of existing housing, necessitating the construction of replacement housing elsewhere? | □ | □ | □ | □ |
| c) Displace substantial numbers of people, necessitating the construction of replacement housing elsewhere? | □ | □ | □ | □ |
| PUBLIC SERVICES. Would the project:  
a) Result in substantial adverse physical impacts associated with the provision of new or physically altered governmental facilities, need for new or physically altered governmental facilities, the construction of which could cause significant environmental impacts, in order to maintain acceptable service ratios, response times or other performance objectives for any of the public services:  
Fire protection? | □ | □ | □ | □ |
<p>| Police protection? | □ | □ | □ | □ |
| Schools? | □ | □ | □ | □ |</p>
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<tr>
<th>Issues:</th>
<th>Potentially Significant Impact</th>
<th>Less than Significant Impact With Mitigation Incorporated</th>
<th>Less Than Significant Impact</th>
<th>No Impact</th>
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<td>Parks?</td>
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<td>X</td>
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<td>Other public facilities?</td>
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<td>X</td>
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<td>XIV. RECREATION. Would the project:</td>
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<tr>
<td>a) Increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facility would occur or be accelerated?</td>
<td>X</td>
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<tr>
<td>b) Does the project include recreation facilities or require the construction or expansion of recreational facilities which have an adverse physical effect on the environment?</td>
<td>X</td>
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<td>XV. TRANSPORTATION/TRAFFIC. Would the project:</td>
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<tr>
<td>a) Cause an increase in traffic which is substantial in relation to the existing traffic load and capacity of the street system (i.e., result in a substantial increase in either the number of vehicle trips, the volume to capacity ratio on roads, or congestion at intersections?)</td>
<td>X</td>
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<td>b) Exceed, either individually or cumulatively, a level of service standard established by the county congestion management agency for designated roads or highways?</td>
<td>X</td>
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<tr>
<td>c) Result in a change in air traffic patterns, including either an increase in traffic levels or a change in location that results in substantial safety risks?</td>
<td>X</td>
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<td>d) Substantially increase hazards due to a design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment)?</td>
<td>X</td>
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<td>e) Result in inadequate emergency access?</td>
<td>X</td>
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<tr>
<td>f) Result in inadequate parking capacity?</td>
<td>X</td>
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<tr>
<td>g) Conflict with adopted policies, plans, or programs supporting alternative transportation (e.g., bus turnouts, bicycle racks)?</td>
<td>X</td>
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<td>XVI. UTILITIES AND SERVICE SYSTEMS. Would the project:</td>
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<tr>
<td>a) Exceed wastewater treatment requirements of the applicable Regional Water Quality Control Board?</td>
<td>X</td>
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<tr>
<td>b) Require or result in the construction of new water or wastewater treatment facilities or expansion of existing facilities, the construction of which could cause significant environmental effects?</td>
<td>X</td>
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<tr>
<td>c) Require or result in the construction of new storm water drainage facilities or expansion of existing facilities, the construction of which could cause significant environmental effects?</td>
<td>X</td>
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<tr>
<td>d) Have sufficient water supplies available to serve the project from existing entitlements and resources, or are new or expanded entitlements needed?</td>
<td>X</td>
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<tr>
<td>e) Result in a determination by the wastewater treatment provider which serves or may serve the project that it has adequate capacity to serve the project's projected demand in addition to the provider's existing commitments?</td>
<td>X</td>
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DECEMBER 2007
PLANNING DIVISION
Issues:

- f) Be served by a landfill with sufficient permitted capacity to accommodate the project's solid waste disposal needs?
  - Potentially Significant Impact: ☐
  - Less Than Significant Impact: ☑
  - Mitigation Incorporated: ☐
  - No Impact: ☐

- g) Comply with federal, state, and local statutes and regulations related to solid waste?
  - Potentially Significant Impact: ☐
  - Less Than Significant Impact: ☑
  - Mitigation Incorporated: ☐
  - No Impact: ☐

XVII. MANDATORY FINDINGS OF SIGNIFICANCE

- a) Does the project have the potential to degrade the quality of the environment, substantially reduce the habitat of a fish or wildlife species, cause a fish or wildlife population to drop below self-sustaining levels, threaten to eliminate a plant or animal community, reduce the number or restrict the range of a rare or endangered plant or animal or eliminate important examples of the major periods of California history or prehistory?
  - Potentially Significant Impact: ☐
  - Less Than Significant Impact: ☑
  - Mitigation Incorporated: ☐
  - No Impact: ☐

- b) Does the project have impacts that are individually limited, but cumulatively considerable? ("Cumulatively considerable" means that the incremental effects of a project are considerable when viewed in connection with the effects of past projects, the effects of other current projects, and the effects of probable future projects.)
  - Potentially Significant Impact: ☑
  - Less Than Significant Impact: ☐
  - Mitigation Incorporated: ☐
  - No Impact: ☐

- c) Does the project have environmental effects which will cause substantial adverse effects on human beings, either directly or indirectly?
  - Potentially Significant Impact: ☑
  - Less Than Significant Impact: ☐
  - Mitigation Incorporated: ☑
  - No Impact: ☐
OWNER'S AFFIDAVIT

I, We _____ Rosecrans Sepulveda Partners 2, LLC, being duly sworn depose and say that I/We am the OWNER of the property involved in this application and that I/We have familiarized myself (ourselves) with the rules and regulation of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information on documents and all plans attached hereto are in all respects true and correct to the best of my/our knowledge and belief.

ROSECRANS-SEPULVEDA PARTNERS 2 LLC,
a Delaware limited liability company

By: Mar El Segundo, LLC
    a Delaware limited liability company
    Its: Member

By: Mar Ventures, Inc.
a California corporation
    Its: Managing Member

By: ____________________________
    Allan W. Mackenzie
    President

STATE OF CALIFORNIA,
County of Los Angeles

On this 19 day of July, 2007, before me, the undersigned Notary Public in and for said County and State, personally appeared JUDITH SILVA known to me to be the person whose name is ALLAN W. MACKENZIE subscribed to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

JUDITH SILVA
Commission # 1732588
Notary Public - California
Los Angeles County

Notary Public in and for said County and State
AGENT AUTHORIZATION

I hereby authorize Allan W. Mackenzie to act for me/us in all matters relevant to this application. I understand that this person will be the exclusive contact on the project and will be sent all information and correspondence.

ROSECRANS-SEPULVEDA PARTNERS 2 LLC,
a Delaware limited liability company

By: Mar El Segundo, LLC
a Delaware limited liability company
Its: Member

By: Mar Ventures, Inc.
a California corporation
Its: Managing Member

By: ____________________________
Allan W. Mackenzie
President

AGENT AFFIDAVIT

I, We Allan W. Mackenzie being duly sworn depose and say that I/We am the AGENT of the property involved in this application and that I/We have familiarized myself (ourselves) with the rules and regulation of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information on documents and all plans attached hereto are in all respects true and correct to the best of my/our knowledge and belief.

DEC 7
JUL 25 2007
Signature
Date 2007

PLANNING DIVISION
STATE OF CALIFORNIA,
County of Los Angeles

On this __________ day of ___________ 20___, before me, the undersigned Notary Public in and for said County and State, personally appeared __________________________ known to me to be the person whose name ________________ subscribed to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

Notary Public in and for said County and State

Planning Staff to complete

Date Received: July 25, 2007
EA No: 768
Planner: (print name) Kimberly Christenson
Related Application Nos. 0703
Signature: Kimberly Christenson
Fee Paid: $4105.00
Traffic Study Review

PLANNING DIVISION

JUL 25 2007
EXPLANATION RE: ENVIRONMENTAL CHECKLIST

AESTHETICS

PEIR Analysis

The impacts of the Original Project on Aesthetics were analyzed at Section IV.B of the PEIR and were found to be less than significant.

Views of and Towards the Project Site

The Original Project, as analyzed in the PEIR at page IV.B-15-16, was found to be visible from all of the viewing locations described in the PEIR, however, the increased visibility was found not to be significant because the surrounding area was already urbanized, and the Original Project would provide consistent design and landscaping. The height and mass of the Original Project were found to be consistent with surrounding commercial, industrial and office uses, and visually compatible with office and retail buildings located along Hughes Way and Rosecrans Avenue.

Light/Glare

As shown at p. IV.B-16 of the PEIR, permitted commercial uses and automobile headlights would cause an increase in on-site lighting levels. These lighting levels were found to be consistent with existing ambient light levels. The impacts of increased street lighting at the Sepulveda/Rosecrans intersection were found to be minimal due to the high ambient level of night lighting that exists in the areas surrounding the Site. Additionally, the closest sensitive receptors to the Site (single family residences in Manhattan Beach) are separated from the Site by Sepulveda Boulevard, Rosecrans Avenue, and commercial development along Rosecrans Avenue, which uses block light generated on the Site. Development of the Site to the levels allowed under the Commercial Center General Plan Land Use designation and C4 zoning was found substantially to increase the amount of reflective materials located on the Site. However, the resulting levels of glare were found to be consistent with existing levels in the area.

Cumulative

As analyzed at p. IV. B-19 of the PEIR, cumulative development would be consistent with the height and mass of the area’s existing urban development. The urban design appearance would be consistent with the urban character of the area. Development of the Original Project, and the entire Site, in conjunction with the related projects would not result in view blockage as no substantial scenic or visual resources are located in the areas surrounding the Site. Cumulative development would likely include light sources for safety and security that would be focused within their respective project sites. Due to the high ambient level of night lighting that presently exists in the areas surrounding the entire Site, including the constructed Plaza El Segundo Phase 1A, and the distance of the sensitive receptors from the Site, cumulative nighttime lighting impacts were found to be less than significant.

Mitigation

No mitigation measures were required. However, certain Standard Conditions (measures B-1 and B-2) were recommended as Conditions of Approval.

Phase 1B Impact Conclusion

The proposed Phase 1B project is consistent with the PEIR analysis because it is: (1) within the PEIR development envelope for the entire Sepulveda/Rosecrans Site; (2) consistent with the Commercial Center General Plan designation and C4 zone designation; (3) consistent with the uses analyzed in the PEIR and within 0.275:1 FAR; and (4) its height and massing and sources and levels of new lighting would be the same as under the Original Project.
AIR QUALITY

PEIR Analysis

The PEIR at p. IV.C-1 through 31 found that construction emissions of CO, ROG and NOX were significant and unavoidable for the Original Project and entire Site. Operational emissions of CO, ROG, PM_{10} and NOX for the Original Project, and entire Site, were also found to be significant and unavoidable.

Mitigation

Mitigation measures C-13 through C-23 are required by the PEIR to be imposed on the Phase 1B project.

As analyzed at p. IV.C-30 of the PEIR, site-watering (mitigation measure C-13) typically reduces dust emission levels by approximately 50 percent. Reduction of up to 90 percent is possible through the use of other aggressive dust control measures reflected in mitigation measures C-14 through C-23, above. However, in order to employ a conservative approach, total reductions in PM_{10} emissions resulting from implementation of mitigation measures C-13 through C-23 were assumed to be 50 percent. Thus, with implementation of mitigation measures C-13 through C23, PM_{10} emissions would be reduced during the grading/excavation phase of construction to a level below the SCAQMD significance threshold of 150 ppd.

Phase 1B Impact Conclusion

An Air Quality analysis was performed for the proposed Phase 1B project. It showed that construction of the Phase 1B project would cause an exceedance of the SCAQMD significance threshold for NOX. However, maximum NOX emissions for the Phase 1B project (111.0 pounds per day) would be lower than that projected for the Original Project (456.61 pounds per day). Construction emissions for the Phase 1B project would be below the SCAQMD thresholds for the remaining criteria pollutants (CO, PM_{10}, PM_{2.5}, SO_2, and ROG). Construction emissions of the Phase 1B project would also be below the Localized Significance Thresholds (LST) established by the SCAQMD.

Operational air quality impacts of the Phase 1B project would be similar to, or less than, the impacts of the Original Project because the number of vehicle trips generated by the Phase 1B project, when added to the number of vehicle trips generated by the Original Project, would not exceed the number of trips used as the basis for the Air Quality analysis for the operation of the Original Project. The operational emissions of CO, ROG, NOX, and PM_{10} of the Phase 1B project could exceed the SCAQMD thresholds of significance, consistent with the PEIR analysis of the Original Project. Since peak hour trip generation under the Phase 1B project, when added to the peak hour trip generation of the Original Project, would not exceed the total trip generation used as the basis for analysis of the Original Project, the Phase 1B project's local concentrations of CO would not exceed the maximum allowable concentrations, consistent with the Original Project.

Accordingly, the Phase 1B project is consistent with the PEIR because it causes no new, or substantially more severe, significant impacts and there has been no substantial change in circumstances since the PEIR was certified.

BIOLOGICAL RESOURCES

PEIR Analysis

The PEIR at pp. IV.D-1 through 36 found that the Original Project's impacts to Biological Resources were less than significant and not cumulatively considerable.

Mitigation

At pp. IV.D-35, 36, the PEIR requires that mitigation measures D-5 and D-6 be imposed upon the Phase 1B project.
Phase 1B Impact Conclusion

The proposed Phase 1B project does not affect the 0.30 acres of potential wetlands identified in the PEIR and as such Mitigation Measure D-7 of the PEIR does not apply. With respect to the bird species identified as potentially being present within the Sepulveda/Rosecrans Site, site-specific focused surveys were performed by Dudek & Associates in June, 2006. During this survey, the proposed 3.41 acre area that would be added to the Plaza El Segundo Development under the Phase 1B project was fenced off and not accessible for survey; however, the area was observed to be completely paved and void of any vegetation or biological resources. The focused survey found none of the bird species identified in the PEIR to be present. Therefore, the addition of the 3.41 acre area to the Plaza El Segundo Development would not impact biological resources, and is consistent with the analysis in the PEIR inasmuch as there has been no substantial changes in circumstances since the PEIR was certified.

CULTURAL RESOURCES

PEIR Analysis

As analyzed at pp. IV.N-4 through 9 of the PEIR, there are no known archaeological or paleontological resources on the Original Project site nor the Sepulveda/Rosecrans Site. One historic resource was identified within the H. Kramer portion of the Sepulveda/Rosecrans Site. Cumulative development was found to result in significant cultural resources impacts if unknown significant cultural resources were not adequately protected.

Mitigation

The PEIR at p. IV.N-8 requires that mitigation measure N-4 be imposed upon the Phase 1B project.

Phase 1B Impact Conclusion

The proposed Phase 1B project does not impinge upon identified Historic Resource 19-186756. With the implementation of the required mitigation measure, Cultural Resources impacts of the Phase 1B project are consistent with the PEIR analysis and would be less than significant.

GEOLOGY AND SOILS

PEIR Analysis

As analyzed at pp. IV.E-16 through 25 of the PEIR, Geology and Soils impacts, with the exception of erosion, were found to be less than significant. With implementation of the required mitigation measures enumerated in the Hydrology Section of the PEIR, erosion impacts are less than significant. As analyzed at pp. IV.E-24, 25 of the PEIR, cumulative impacts are not anticipated. The City of El Segundo is within an oil field and there are documented producing wells located near the Original Project and the Sepulveda/Rosecrans Site. Due to the presence of oil and natural gas wells, there is a potential for hazardous levels of methane to be present. The PEIR found that concentrations of methane with respect to the Original Project were less than significant. The PEIR found that impacts were less than cumulatively considerable.

Mitigation

As set forth at p. IV.E-26, the PEIR requires that mitigation measure E-3 be imposed upon the Phase 1B project.

Phase 1B Impact Conclusion

Methane

A methane study for the proposed Phase 1B project was conducted by ERM on May 9, 2007. Each of 12 soil gas samples was analyzed for methane per U.S. EPA method 8015M. Methane was not detected at or above the reporting limit of 10 parts per million by volume (ppmv) in any of the samples analyzed. Based on DTSC/LARWQCB guidance (2003), these samples are well below the 1,000 ppmv threshold recommended for additional sampling and
further investigation. Accordingly, the impact of the proposed Phase 1B project on methane is less than significant and no mitigation measures are required. The proposed Phase 1B project is consistent with the analysis in the PEIR because the proposed Phase 1B project is: (1) within the PEIR development envelope for the entire Sepulveda/Rosecrans Site and subject to the same conditions and potential seismic activity analyzed therein; (2) the same mitigation would be applicable to the Phase 1B project as was applicable to the Original Project.

HAZARDS AND HAZARDOUS MATERIALS

PEIR Analysis

As analyzed at pp. IV.G-17 through 57 of the PEIR, with the implementation of required mitigation measures, impacts related to Hazards and Hazardous Materials are less than significant and not cumulatively considerable.

Mitigation

The PEIR, at p. IV.G-58 through 59, requires the imposition of mitigation measures G-5 and G-6 on the Phase 1B project.

Phase 1B Impact Conclusion

The proposed Phase 1B project would add 3.41 acres to the Plaza El Segundo Development. This 3.41 acre addition is part of a 7.6 acre property previously owned by General Chemical Corporation (GCC) that was utilized for various industrial operations including pesticides grinding and packaging, sulfuric acid production and production of liquid aluminum chloride and aluminum sulfate. Specifically, previous facilities located on or adjacent to the 3.41 acre addition included: Nitric Warehouse; Photochemical and Hypo Plant; Cooling Tower and Substation; Calcium and Ammonium Polysulfide Manufacturing; and Aluminum Chloride Production.

A comprehensive analysis addressing previous work performed on the GCC site, along with additional testing across the 7.6 acre GCC site, was prepared by Environmental Resources Management (ERM) in December 2006. The chemicals detected within the proposed 3.41 acre addition area are the same as those detected and remediated on the remainder of the Original Project site. The findings of the site characterizations for the 3.41 acre addition area are the same as those detected and remediated on the remainder of the Original Project site. The findings of the site characterizations for the 3.41 acre proposed addition to the Plaza El Segundo Development would not represent a new significant impact or substantial increase in the severity of a previously identified impact. Additional studies are planned for the proposed 3.41 acre addition to evaluate the site-specific risks associated with the observed chemical presence based on future property use and potential impacts of soil conditions on groundwater. These studies include the development of an infiltration model based on site-specific physical soil data and development of a site-specific human health risk assessment. In addition, new groundwater data collected during future monitoring events both up- and down-gradient of the site will be incorporated into the analysis.

Mitigation measures would require the completion of the studies identified above, along with any other required remediation activities, and approval by LARWQCB or other regulatory agency, prior to issuance of grading permits for the proposed Phase 1B project. As such, impacts of the proposed Phase 1B project would be the same as the Original Project with respect to site contamination. The proposed Phase 1B project is consistent with the PEIR analysis because no new or substantially more severe significant impacts would result and there have been no substantial changes in circumstances since the PEIR was certified.
HYDROLOGY AND WATER QUALITY

PEIR Analysis
As analyzed in the PEIR at pp. IV.F-8 through 19, impacts to Hydrology and Water Quality are less than significant with the implementation of required mitigation measures and no significant cumulative impacts would occur.

Mitigation
At pp. IV.F-21, 22, the PEIR requires that mitigation measures F-7 through F-2 be imposed upon the Phase 1B project.

Phase 1B Impact Conclusion
A Hydrology Study for the Phase 1B project was prepared on May 10, 2007 by Development Resource Consultants, Inc. Under the proposed Phase 1B project, the site would be designed to drain through a proposed storm drain system into an on-site detention basin in the northeast corner of the site. Storm runoff discharging from the detention basin would be restricted to a discharge rate equal to or less than the discharge from the existing site and there would be no net increase in the runoff rate of flows to adjacent property. Based upon the hydrology calculations in the Hydrology Study, it was determined that the Phase 1B project site can be protected from flooding through the use of on-site storm drains in conjunction with an on-site detention basin. Furthermore, similar to the Original Project, the Phase 1B project would be subject to the requirements set forth in the Standard Urban Storm Water Mitigation Plan for Los Angeles County and Cities in Los Angeles County. The proposed Phase 1B project is thus consistent with the analysis in the PEIR because no new or substantially more severe impacts would result and no substantial changes in circumstances have occurred since the PEIR was certified.

LAND USE AND PLANNING

PEIR Analysis
As set forth in the PEIR at p. IV.H-26, no significant impacts related to Land Use and Planning were identified and no mitigation measures were required.

Phase 1B Impact Conclusion
The proposed Phase 1B project is consistent with the analysis in the PEIR because the proposed Phase 1B project is: (1) within the PEIR development envelope for the entire Sepulveda/Rosecrans Site; (2) consistent with its Commercial Center General Plan Land Use designation and C4 zone designation; (3) consistent with the uses analyzed in the PEIR and within 0.275:1 FAR; and (4) consistent with the applicable land use policies and regulations set forth in the Regional Comprehensive Plan and the City of El Segundo General Plan.

NOISE

PEIR Analysis
As analyzed in the PEIR at pp. IV.J-8 through 15, construction noise for the Original Project, and on the entire Sepulveda/Rosecrans Site combined with the simultaneous operation of Plaza El Segundo Phase 1A, would result in a significant unavoidable construction noise impact at the FedEx facility located north of the Site. Other construction noise impacts would be less than significant with mitigation. Operational impacts would be less than significant. Cumulative impacts would be less than significant.

Mitigation
The PEIR at p. 17 requires the imposition of mitigation measures I-2 through I-5 on the Phase 1B project.

Phase 1B Impact Conclusion
The proposed Phase 1B project construction activities are similar to those of the Original Project. Construction noise impacts of the Original Project were found to be significant and
unavoidable at one location (FedEx facility). A project-specific noise analysis was conducted for the Phase 1B project. Because construction activity associated with the Phase 1B project would take place at a greater distance from the FedEx facility than the construction activities associated with the Original Project, construction noise impacts associated with the Phase 1B project would be lower than construction noise impacts of the Original Project with respect to this location but would remain significant. The construction noise analysis in the PEIR took construction activity on the portion of the proposed Phase 1B project located south of the UPRR tracks, exclusive of 3.41 acres to be added to the Plaza El Segundo Development, into account and concluded that impacts to the nearest sensitive receptor (Oak Avenue residential) would be less than significant after mitigation. Therefore, the proposed Phase 1B project would cause no new or substantially more severe significant impacts and no substantial changes in circumstances have occurred since the PEIR was certified.

**POPULATION AND HOUSING**

**PEIR Analysis**

The PEIR at pp. IV.J-4 through 12, found that the construction and operational impacts were less than significant and not cumulatively considerable. Nevertheless, the PEIR at pp. IV.J-13 found that the cumulative regional impact was significant and unavoidable. No feasible mitigation measures were identified for the cumulatively significant impact.

**Phase 1B Impact Conclusion**

The proposed Phase 1B project would result in additional commercial square footage within the Plaza El Segundo Development. The proposed Phase 1B project’s uses are similar to the Original Project; however, total square footage would increase by 26,663 square feet. The additional retail and commercial square footage would generate approximately 60 additional jobs. The PEIR concluded that the Original Project would generate approximately 952 jobs, which was within the SCAG employment growth forecast between 2000 and 2010 for the City of El Segundo. Phase 1B’s additional 60 jobs would not exceed this forecast. Therefore, the proposed Phase 1B project would not result in any new or substantially more severe significant impacts and no substantial changes in circumstances have occurred since the PEIR was certified.

**PUBLIC SERVICES**

**Fire Protection**

**PEIR Analysis**

As analyzed in the PEIR at p. IV.K-4 through 6, there would be a less than significant impact on Fire Protection services.

**Mitigation**

The PEIR at pp. IV.K-7, 8 noted certain Standard Conditions (measures K.1-6 through K.1-10) should be imposed.

**Phase 1B Impact Conclusion**

The proposed Phase 1B project would add 3.41 acres to the Plaza El Segundo Development and would increase its square footage by 26,663 square feet. However, the increased demand caused thereby does not exceed the less than significant level of demand analyzed in the PEIR for the entire Sepulveda/Rosecrans Site. A Water Line/Fire Flow Report, which was prepared on May 10, 2007 for the proposed Phase 1B project, found adequate fire flow. Accordingly, the proposed Phase 1B project would not result in any new or substantially more severe significant impacts and there have been no substantial changes in circumstances since the PEIR was certified.
Police Protection

PEIR Analysis

The analysis in the PEIR at pp. IV.K-10 through 12, found less than significant impacts on Police Protection Services.

Mitigation

The PEIR at p. IV.K-13 noted that certain Standard Conditions (measures K.2-3 and K.2-4) should be imposed.

Phase 1B Impact Conclusion

The proposed Phase 1B project would add 3.41 acres to, and increase the square footage of, the Plaza El Segundo Development by 26,663 square feet. However, any increase level of demand generated thereby does not exceed the less than significant demand analyzed in the PEIR for the entire Sepulveda/Rosecrans Site. Accordingly, the proposed Phase 1B project would not result in any new or substantially more severe significant impacts and there have been no substantial changes in circumstances since the PEIR was certified.

TRANSPORTATION / TRAFFIC

PEIR Analysis

Per the significance criteria established by the City of El Segundo, the PEIR concluded that traffic generated by the Original Project would result in significant impacts at six intersections during the a.m. peak hour, p.m. peak hour, Saturday mid-day peak hour or combinations thereof. With the implementation of mitigation measures, impacts at all intersections would be reduced to a less than significant level with the exception of El Segundo and Sepulveda Boulevards. The PEIR concluded that, based upon the level of trip generation associated with the Original Project, one Congestion Management Plan (CMP) freeway segment would be significantly impacted, with no feasible mitigation measures to address this impact.

Mitigation

The PEIR, at pp. IV.L-59 through 61, requires the imposition of mitigation measures L-13 through L-19 on the Phase 1B project.

Phase 1B Impact Conclusion

The proposed Phase 1B project would add 3.41 acres to the Plaza El Segundo Development and increase its square footage by 26,663 square feet. A traffic study of the proposed Phase 1B project was conducted in July 2007 by Fehr & Peers/Kaku Associates. The vehicle trips generated by the proposed Phase 1B project, when added to the trips generated by the Original Project, would not exceed the number of vehicle trips used as the basis for the PEIR's analysis of the traffic impacts of the Original Project nor would the proposed Phase 1B project cause an exceedance of the maximum trip caps contained in the Development Agreement for the Original Project. Accordingly, Phase 1B's traffic generation impacts would not exceed the impacts analyzed in the PEIR. The proposed Phase 1B project is contemplated to have two vehicular access points. The first is a driveway located between Park Place and Rosecrans Avenue along northbound Sepulveda Boulevard, as analyzed in the PEIR. The second is proposed to be located between Village Drive and Sepulveda Boulevard along westbound Rosecrans Avenue. This driveway would be aligned with the Fry's Electronics driveway across the street. The driveway would allow westbound right turns and eastbound left turns into the proposed Phase 1B project from Rosecrans Avenue. The driveway would be a right-turn out only driveway. A level of service (LOS) analysis and a queuing analysis were conducted to evaluate the impacts of the new driveway. The LOS analysis concluded that there would be no new or substantially more severe significant impacts at neighboring intersections. The queuing analysis concluded that the westbound turn lane servicing the driveway provides adequate storage capacity for vehicles going in and out of the proposed Phase 1B project.

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study recommended that westbound Rosecrans Avenue be painted with "Keep Clear" markings in front of the driveway. Accordingly, the proposed Phase 1B project would not cause new or substantially more severe significant impacts and there have been no substantial changes in circumstances since the PEIR was certified.

UTILITIES AND SERVICE SYSTEMS

Sewer

PEIR Analysis

The PEIR analysis at pp. IV.M-4 through 9 found a less than significant impact on sewer capacity and treatment services.

Mitigation

The PEIR at pp. IV.M-13, 14 requires the imposition of mitigation measures M.1-11 through M.1-18 on the Phase 1B project.

Phase 1B Impact Conclusion

A Sewer Area Study for the proposed Phase 1B project was prepared on May 10, 2007, by Development Resource Consultants, Inc. The Sewer Area Study identified the capacity of existing lines, the projected sewer generation and the new sewer infrastructure required to serve the proposed Phase 1B project. The Sewer Area Study concluded that the proposed Phase 1B project would not negatively impact the capacity of the City's sewer system. The proposed Phase 1B project's sewer demands do not exceed the PEIR analysis of sewer capacity for the entire Sepulveda/Rosecrans Site. There have been no substantial changes in circumstances since the PEIR was certified.

Water

PEIR Analysis

As analyzed in the PEIR at pp. IV.M-17 through 19 and 21, the impact caused by the expansion of the existing water infrastructure is less than significant with mitigation. The Water Supply Assessment (WSA) prepared and circulated with the PEIR demonstrated that the City's water supplies are sufficient to meet the projected demands of the entire Sepulveda/Rosecrans Site.

Mitigation

The PEIR at pp. IV.M-25, 26 requires the imposition of mitigation measures M.2-11 through M.2-17 on the Phase 1B project.

Phase 1B Impact Conclusion

As shown by the Phase 1B Water Service Analysis, adequate water capacity is available to serve Phase 1B and such water service will cause no new or substantially more severe significant impacts than analyzed in the PEIR. The demands of the proposed Phase 1B project do not exceed the water service capacity analyzed in the PEIR for the entire Sepulveda/Rosecrans Site, and there have been no substantial changes in circumstances since the PEIR was certified.

Solid Waste

PEIR Analysis

As analyzed in the PEIR at pp. IV.M-29 through 32, construction solid waste impacts are not significant. Operational impacts are less than significant. However, the Original Project's incremental contribution to a cumulative solid waste impact is considerable and unavoidable.

Mitigation

The PEIR at p. IV.M-33 notes that certain Standard Conditions (measures M.3-4 through M.3-6) should be imposed on the Phase 1B project.
Phase 1B Impact Conclusion

The proposed Phase 1B project would generate additional solid waste. However, the proposed Phase 1B project is consistent with the PEIR analysis because its increased demand does not exceed the level of solid waste demand analyzed in the PEIR for the entire Sepulveda/Rosecrans Site. No substantial changes in circumstances have occurred since the PEIR was certified. No feasible mitigation measures have been identified to mitigate the unavoidable cumulative regional impact other than the reduction measures (M.3-4 through 6), identified as Standard Conditions in the PEIR.

CUMULATIVE IMPACTS

Transportation/Traffic

The PEIR concluded that traffic generated by the Original Project would result in cumulatively considerable impacts to a number of intersections. As discussed above, the trips generated by the proposed Phase 1B project were included within the trip generation rates upon which the PEIR’s analysis was based and thus would not cause incremental impacts beyond those analyzed in the PEIR. All feasible cumulative mitigation measures were imposed on the Original Project and would remain applicable to the Phase 1B project.

Population and Housing

The incremental impact of the proposed Phase 1B project scarcely increases and does not accelerate that of the Original Project. No feasible cumulative mitigation measures have been identified.

Solid Waste

As discussed above, the proposed Phase 1B project would result in a small increase in the generation of solid waste but such would not be sufficient to worsen the Original Project’s incremental impact on regional solid waste disposal. No feasible cumulative mitigation measures were identified in the PEIR and none have been identified at this time, other than the reduction measures contained in the Standard Conditions imposed as measures M.3-4 through M.3-6.

Air Quality

Cumulatively considerable impacts with respect to construction and operation were identified in the PEIR. All feasible cumulative mitigation measures were imposed on the Original Project and would be imposed on the Phase 1B project, see Mitigation Measures C-13 through C-23, at pp. IV. C-28, 29 of the PEIR.
"Exhibit A"

All that certain real property situated in the County of Los Angeles, State of California, described as follows:

Parcel 1, in the city of El Segundo, County of Los Angeles, State of California, of Parcel Map No. 19711, as per map filed in Book 269 Pages 82 through 84, inclusive of Parcel Maps, in the Office of the County Recorder of said County.

Being all of Parcel 2 and that portion of Parcel 3 of Parcel Map No. 17911, in the City of El Segundo, County of Los Angeles State, of California, of Parcel Map No. 19711, as per map filed in Book 269 Pages 82 through 84, inclusive of Parcel Maps, in the Office of the County Recorder of said County, lying westerly of line of said Parcel 3, said line shown as "S 00°02'26" W 418.50'" on said Parcel Map.

The above described parcel contains 3.411 acres, more or less.

The above legal description is delineated on Exhibit "B" and is made a part hereof for reference purposes.
"EXHIBIT D-1"

Interior view looking east

Interior view looking east

On Rosecrans Ave. looking south
"EXHIBIT D-2"

On Sepulveda looking west

Corner of Rosecrans Ave. & Sepulveda Blvd. looking southwest.
City of El Segundo

Planning and Building Safety Dept.
350 Main Street
El Segundo, CA 90245
(310)524-2344; FAX (310)322-4167
www.elsegundo.org

APPLICATION FOR A DEVELOPMENT AGREEMENT

Environmental Assessment No: 768 Development Agreement No: 07-03

Applicant: Rosecrans Sepulveda Partners 2, LLC

Name (print or type) Rosecrans Sepulveda Partners 2, LLC
2050 W. 190th St., Suite 108
Address Torrance, CA 90504
City/St/Zip

Check One: Owner X Lessee Agent

Property Owner:

Name (print or type) Rosecrans Sepulveda Partners 2, LLC
2050 W. 190th St., Suite 108
Address Torrance, CA 90504
City/St/Zip

Representative of applicant: (i.e., attorney, expeditor, etc.)

Allan W. Mackenzie
Name (print or type) Allan W. Mackenzie
2050 W. 190th St., Suite 108
Address Torrance, CA 90504
City/St/Zip

Date: 7-19-07

Phone 310-782-2525 310-781-9253
Fax
Email allan.mackenzie@marventures.com

Signature

Signature

JUL 25 2007

PLANNING DIV, F.C.
Architect/Engineer:

Development Resource Consultants
Atttn: Tracy Lund
Name (print or type) 25115 Avenue Stanford, Ste B-118
Address Valencia, CA 91355
City/State/Zip

Phone 661-294-3994
Fax 661-294-3973
Email tlund@drc-valencia.com

Property Situated at: __________________________________________

See attachments ("Exhibit A" & "Exhibit B")
(Exact legal description. Provide attachment, if necessary).

General Location:

North of Rosecrans Ave. and east of Sepulveda Blvd.

Address

Existing Zoning: C-4
Existing General Plan/Specific Plan: Commercial Center

REQUEST: Under the provisions of City Council Resolution 3268 and Government Code Sec. 65864-65869.5, application for consideration of a Development Agreement for the above described property.

1. Describe the proposed project in its entirety. Include information on the type of construction proposed, materials to be used, and type of uses involved (i.e., bank, general office, restaurant, etc.). Provide details on square footages, heights, number of stories, number of parking spaces, etc.

   Approximately 70,000 square feet of lifestyle retail/restaurant mix. Combination of masonry block/stucco and type five wood frame construction. One to two stories; with sufficient parking to meet parking requirements.

2. Provides a detailed explanation of how the proposed project is consistent with the goals, objectives, Policies, and programs specified in the General Plan and Specific Plan sections. Specifically reference the applicable General Plan and Specific Plan sections.

   See findings in Section 4 of Resolution No. 4415

JUL 25 2007
3. Describe how the proposed project is compatible with the uses and regulations prescribed for the Zoning district in which it is located.

    The project will be consistent in all respects with the standards set forth in the Commercial Center (C-4) Zone.

4. Describe how the proposed projects' design would be compatible and integrated with, and not be detrimental to, existing development on adjacent and surrounding neighboring properties.

    The property to the north, Plaza El Segundo, is a new 425,000 sq. ft. lifestyle retail center. The properties to the south across Rosecrans Ave. are retail or office. The properties to the east are industrial or office. The project represents a significant upgrade to the previous industrial user and to its current derelict condition.

5. Submit a scaled site plan showing the location and dimensions of all existing and proposed buildings. Dimensions of the property, abutting streets, utilities, easements, ingress and egress, parking areas, loading area, landscaping etc., along with elevations, sections, floor plans, etc., all of existing and Proposed buildings and structures. (See Plot Plan checklist).

    See attached site plan.

6. Attach the proposed Development Agreement. The Development Agreement shall include the duration of the agreement, permitted uses of the property, density or intensity of use, maximum height and size of all buildings, and provisions for reservation or dedication of land for public purposes.
NOTE: Separate Affidavits must be submitted if there are multiple owners.

OWNER'S AFFIDAVIT

I, We Rosecrans Sepulveda Partners 2, LLC being duly sworn depose and say that I/we the OWNER of the property involved in this application and that I/we have familiarized myself (ourselves) with the rules and regulation of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information documents and all plans attached Hereto are in all respects true and correct to the best of my/our knowledge and belief.

ROSECRANS-SEPULVEDA PARTNERS 2 LLC,
a Delaware limited liability company

By: Mar El Segundo, LLC
a Delaware limited liability company
Its: Member

By: Mar Ventures, Inc.
a California corporation
Its: Managing member

By: 
Allan W. MacKenzie
President

Date: 7/14/07

STATE OF CALIFORNIA,
County of Los Angeles)

On his 19 day of July, 2007, before me, the undersigned Notary Public in and for said County and State, personally appeared JUDITH SILVA, known to me to be the person whose name ALLAN W. MACKENZIE subscribe to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

JUDITH SILVA
Commission # 1732568
Notary Public - California
Los Angeles County
My Comm. Expires May 10, 2011

Notary Public in and for said County and State
AGENT AUTHORIZATION

I hereby authorize ________Allan W. Mackenzie__________ to act for me in all matters relevant to this application. I understand that this person will be the primary contact on the project and will be sent all information and correspondence.

[Signature]

Owner's Signature

7/19/07

Date

AGENT AFFIDAVIT

I, We ________Allan W. Mackenzie____________________ the undersigned, depose and say that (I am/We are) the AGENT(S) of the property involved in this application and that I(We) have familiarized myself/ourselves with the rules and regulation of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information o all documents and all plans, attached hereto are in all respects true and correct to the best of my/our knowledge and belief.

[Signature]

Applicant's Signature

7/19/07

Date

Dr. C

JUL 25 2007

PLANNING DIVISION
Procedures for filing application

1. Submit the properly completed application to the office of the Planning Division. Signature of the owner, owners, lessee, and/or agent shall be notarized before a Notary Public.

2. File application property completed in the office of the Planning and Building Safety Dept. along with completed Initial Study Applicant Questionnaire. Signature of the owner/owners, lessee (if applicant), and/or agent shall be required on all applications.

3. A map of all properties within a 300-foot radius of the subject property, keyed to a list of names and address of the current property owner(s). Planning Staff can assist in the preparation of the radius map. The names and addresses of the property owner(s) can be obtained by contacting: Los Angeles County Assessors Office, 6120 Bristol Parkway, Culver City, CA 90230. Telephone Number: (310) 685-5300.

4. Certification that the names and addresses provided are those of the property owner(s) currently listed in the latest available Tax Assessor's records. (Your hearing may be delayed if an excessive number of notices are returned).

5. Unaddressed business envelopes with no return address, stamped with first class postage, of sufficient number to contact every property owner within the 300-foot radius. The subject property owner(s), the applicant(s), and any other interested party which the applicant wants notified (sufficient for two mailings).

6. Two sets of adhesive mailing labels and one copy of a list of names and addresses, both keyed into the radius map in item #1 with the names and addresses of every person indicated in item #3.

7. Provide eight (8) sets of plans (site plans, floor plans, and elevations), preliminary title report (new construction only), and all other information request by the Planning Division. All plans must be folded to a maximum of 8 ½" x 11".

8. Environmental Notice Filing Fees: Consult with Planning Staff for applicable filing fees. Checks must be made payable to the County of Los Angeles.

Applicant shall provide all information, drawings, and other materials as requested by the Planning and Building Safety Department as indicated.

9. Pay City Development Agreement application filing fee (see fee schedule).

10. Applicant will be notified within thirty (30) working days as to the completeness of application.

11. Applicant and affected property owners will be notified of time of hearing.

12. Applicant must be present at the hearing and may offer additional evidence to support his/her Application request.

13. There shall be an additional fee for filing an appeal.

14. Provide draft Development Agreement.

15. Other applications or materials may be required as determined by the Planning and Building Safety Department dependent upon the scope of the request.
Planning Staff to complete

Date Received: July 25, 2007
Planner: Kimberly Christensen
Signature: Kimberly Christensen
EA No: 768
DA No: 07-03
Fee Paid: $2500.00

Rev. 03-01-07
P:\PBS\FORMS - Planning\Apps\Development Agreement.doc
"Exhibit A"

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Date: 7-19-07

Applicant: Rosecrans Sepulveda Partners 2, LLC

Rosecrans Sepulveda Partners 2, LLC
Name (print or type)
321 12th Street, Suite 200
Address
Manhattan Beach, CA 90266
City/St/Zip

Check One: Owner X  Lessee  Agent

Property Owner:

Rosecrans Sepulveda Partners 2, LLC
Name (print or type)
321 12th Street, Suite 200
Address
Manhattan Beach, CA 90266
City/St/Zip

Representative of applicant: (i.e., attorney, expediter, etc.)

Allan W. Mackenzie
Name (print or type)
2050 W. 190th St., Suite 108
Address
Torrance, CA 90504
City/St/Zip

Signature
310-782-2525  310-781-9253
Phone  Fax
allan.mackenzie@maryventures.com
Email

Signature
Architect/Engineer:

Development Resource Consultants/
Attn: Tracy Lund
Name (print or type)
25115 Avenue Stanford, Ste B-118
Address
Valencia, CA 91355
City/ST/Zip

661-294-3994 661-294-3973
Phone Fax

Email

Signature

Property Situated at:

See attachments ("Exhibit A" & "Exhibit B")
(Exact legal description. Provide attachment, if necessary).

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North of Rosecrans Ave. and east of Sepulveda Blvd.

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   Approximately 70,000 square feet of lifestyle retail/restaurant mix. Combination of masonry block/stucco and type five wood frame construction. One to two stories; with sufficient parking to meet parking requirements.

2. Provides a detailed explanation of how the proposed project is consistent with the goals, objectives, Policies, and programs specified in the General Plan and Specific Plan sections. Specifically reference the applicable General Plan and Specific Plan sections.

   See findings in Section 4 of Resolution No. 4415
3. Describe how the proposed project is compatible with the uses and regulations prescribed for the Zoning district in which it is located.

The project will be consistent in all respects with the standards set forth in the Commercial Center (C-4) Zone.

4. Describe how the proposed projects' design would be compatible and integrated with, and not be detrimental to, existing development on adjacent and surrounding neighboring properties.

The property to the north, Plaza El Segundo, is a new 425,000 sq.ft. lifestyle retail center. The properties to the south across Rosecrans Ave. are retail or office. The properties to the east are industrial or office. The project represents a significant upgrade to the previous industrial user and to its current derelict condition.

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ROSECRANS-SEPULVEDA PARTNERS 2 LLC,
a Delaware limited liability company

By: CCA SEPULVEDA, LLC,
a California limited liability company

By:
Name: Daniel D. Crosser
Its: Member

By:
Name: __________________________
Its: __________________________

Date: September 13, 2007

STATE OF CALIFORNIA, )
County of Los Angeles ) ss.

On his ________________ day of ________________, 20___, before me, the undersigned Notary Public in and for said County and State, personally appeared ________________________________ , subscribe to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

Notary Public in and for said County and State
State of California

County of Los Angeles

On September 13, 2007, before me, Natalie Spencer, Notary Public, personally appeared Daniel D. Crosser, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]

DOCUMENT DESCRIPTION

Title or Type: CITY OF EL SEGUNDO APPLICATION FOR A DEVELOPMENT AGREEMENT

Dated: 7-19-07 Number of Pages: 7 (PLUS ACKNOWLEDGEMENT)

Signer(s) other than above: [NONE AS OF SEPTEMBER 13, 2007 – 8:30AM]

SIGNER'S CAPACITY

Name: DANIEL D. CROSSER

☐ Individual

☐ Officer – Title:

☐ Partner -  ☐ Limited  ☐ General

☒ Other: Lead Representative of Managing Member

Signer Represents: ROSECRANS SEPULVEDA PARTNERS 2, LLC
AGENT AUTHORIZATION

I hereby authorize ________Allan W. Mackenzie ________ to act for me in all matters relevant to this application. I understand that this person will be the primary contact on the project and will be sent all information and correspondence.

[Signature]
Owner's Signature

9/13/07
Date

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[Signature]
Applicant's Signature

9/13/07
Date
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Rev. 03-01-07
P:\PBS\FORMS - Planning\Apps\Development Agreement.doc
APPLICATION FOR A ZONE TEXT AMENDMENT

Environmental Assessment No: 768  ZTA No: 08-01

Date: 1/8/2008

Applicant:
Rosecrans Sepulveda Partners 2, LLC
Name (print or type)
321 12th Street, Suite 200
Address
Manhattan Beach, CA 90266
City/State/Zip

(310) 546-5781  (310) 545-2802
Phone  Fax
dcrosser@comstock-homes.com
Email

Signature

Check One:  Owner  ☒  Lessee  ☐  Agent  ☐

Property Owner:
Rosecrans Sepulveda Partners 2, LLC
Name (print or type)
321 12th Street, Suite 200
Address
Manhattan Beach, CA 90266
City/State/Zip

(310) 546-5781  (310) 545-2802
Phone  Fax
dcrosser@comstock-homes.com
Email

Signature
Representative of applicant: (i.e., attorney, expeditor, etc.)

Allan W. Mackenzie
Name (print or type)
2050 W. 190th Street, Suite 108
Address
Torrance, CA 90504
City/St/Zip

310.782.2525  310.781.9253
Phone  Fax
Allan.mackenzie@marventures.com
Email

Signature

Architect/Engineer:

Name (print or type)

Phone  Fax
Address

Email
City/St/Zip

Signature

Property Situated at: See Attachment ("Exhibit A" & "Exhibit B")
(Exact legal description. Provide attachment, if necessary).

General Location:

North of Rosecrans Ave, and east of Sepulveda Blvd.
Address
between: Street, Avenue and Street/Avenue

Zoning: C-4 General Plan Land Use Designation:
Commercial Center

Proposed Zone Text Amendment: (cite Municipal Code sections and list specific proposed changes)

1) ESMC § 15-5G-2 relating to permitted uses to allow cosmetic health and medical office uses.

2) ESMC § 15-5G-6(D) to exclude environmental mitigation structures that are required by other regulatory agencies, including but not limited to the Los Angeles Regional Water Quality Control Board and the Department of Toxic Substance Control, from setback requirements.

3) ESMC § 15-5G-9 relating to signs.

Request: Under the provisions of Title 15, Chapter 26 of the Municipal Code, application for consideration of a Zone Text Amendment for the above described property.
1. Does the public necessity require the proposed amendment? Describe the nature of the proposed amendment, including the section(s) of the Municipal Code to be amended.

ESMC § 15-5G-2 requires the proposed amendment in order to permit certain cosmetic health and medical office uses that are common to viable shopping center environments. The amendment will ensure cosmetic health services will be more readily available to the public.

ESMC § 15-5G-6(D) amendment excludes environmental mitigation structures that are required by other regulatory agencies from setback requirements. The amendment is necessary to accommodate the current and future needs of regulatory agency requirements for environmental treatment facilities on private lands.

ESMC § 15-5G-9 amendment relating to signs allows for sign height to be measured from adjacent street elevation in place of the elevation directly surrounding the base of the sign. This is necessary due to various slope related topographical conditions within the city in which the street level is located substantially higher than a location suitable for constructing a sign.

2. Would the changes proposed by the amendment be detrimental in any way to the surrounding property? (Explain reasons supporting your answers.)

No. The ESMC § 15-5G-2 amendment would permit a common retail use consistent with the Rosecrans retail corridor.

No. The ESMC § 15-5G-6(D) amendment would exclude setback requirements for mandatory environmental facilities required by regulatory agencies.

No. The ESMC § 15-5G-9 amendment would be visually consistent with the current sign code.
OWNER’S AFFIDAVIT

I, We Rosecrans Sepulveda Partners 2, LLC being duly sworn depose and say that I/we am the OWNER(S) of the property involved in this application and that I/we have familiarized myself (ourselves) with the rules and regulation of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information documents and all plans attached hereto are in all respects true and correct to the best of my/our knowledge and belief.

ROSECRANS-SEPULVEDA PARTNERS, 2,LLC,
a Delaware limited liability company

"Owner"

By: CCA Sepulveda, LLC, a California limited liability company
Its: Managing Member

By: Daniel Crossen
Its: Vice President

By: Eric Wayburn
Its: Vice President

1/10/08 2008

STATE OF CALIFORNIA, )
County of Los Angeles )ss.

On this 10th day of January, 2008, before me, the undersigned Notary Public in and for said County and State, personally appeared Daniel Crossen & Eric Wayburn, known to me to be the person whose names are subscribe to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

[Signature]
Notary Public in and for said County and State
AGENT AUTHORIZATION

I hereby authorize Allan W. Mackenzie to act for me/us in all matters relevant to this application. I understand that this person will be the exclusive contact on the project and will be sent all information and correspondence.

ROSECRANS-SEPULVEDA PARTNERS, 2, LLC, a Delaware limited liability company “Owner”

By: CCA Sepulveda, LLC, a California limited liability company
Its: Managing Member

By:
Name: Daniel Grosser
Its: Vice President

By: Eric Winqvist
Name: Eric Winqvist
Its: Vice President

1-10-08 2008

STATE OF CALIFORNIA, )
County of Los Angeles )ss.

On this 10th day of January, 2008, before me, the undersigned Notary Public in and for said County and State, personally appeared Daniel Grosser and Eric Winqvist, known to me to be the person whose names are subscribe to the within instrument, and acknowledged to me that they before executed the same.

WITNESS my hand and official seal.

[Signature]
Notary Public in and for said County and State
AGENT AFFIDAVIT

I, We Allan W. Mackenzie being duly sworn deposite and say that I/we am the AGENT of the property involved in this application and that I/we have familiarized myself (ourselves) with the rules and regulations of the City of El Segundo with respect to preparing and filing this application and that the foregoing statements herein contained and the information documents and all plans attached hereto are in all respects true and correct to the best of my/our knowledge and belief.

Signature: _____________________________
Date: _____________________________

STATE OF CALIFORNIA, )
County of Los Angeles )ss.

On this _______________ day of ________________, 20__, before me, the undersigned Notary Public in and for said County and State, personally appeared ___________________________ known to me to be the person whose name ___________________________ subscribe to the within instrument, and acknowledged to me that he/she executed the same.

WITNESS my hand and official seal.

See attached Notary Certificate

Notary Public in and for said County and State
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

On January 9, 2008 before me, Judith Silva, Notary Public

personally appeared Allan W. MacKenzie

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

JUDITH SILVA
Commission # 1732588
Notary Public - California
Los Angeles County
My Comm. Expires May 19, 2011

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Agent Affidavit - Application for a Zone Text Amendment

Document Date: January 9, 2008

Number of Pages: 1

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name: ____________________________

☐ Individual

☐ Corporate Officer — Title(s): ____________________________

☐ Partner — Limited General

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other: ____________________________

Signer Is Representing: ____________________________

Right thumbprint of signer

Top of thumb here

Right thumbprint of signer

Top of thumb here

© 2007 National Notary Association • 9300 De Soto Ave., P.O. Box 2402 • Chatsworth, CA 91311-2402 • www.nationalnotary.org • Item #59337 • Order: Call Toll-Free 1-800-876-5027
EXHIBIT "A"

LEGAL DESCRIPTION

THAT PORTION OF THE SOUTHWEST QUARTER OF SECTION 18, TOWNSHIP 3 SOUTH, RANGE 14 WEST, SAN BERNARDINO MERIDIAN, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AND MORE PARTICULARLY DESCRIBED AS:

BEGINNING AT A POINT IN THE EASTERLY LINE OF SEPULEDÁ BULEVARD, AS DESCRIBED IN THE FINAL DECREE OF CONDEMNATIONRECORDED IN BOOK 13174 AT PAGE 92, OFFICIAL RECORDS OF SAID COUNTY, SAID POINT BEING 1040 FEET NORTHERLY, MEASURED ALONG SAID EASTERLY LINE, FROM THE INTERSECTION OF SAID EASTERLY LINE WITH THE NORTHERLY LINE OF LOT 4 OF TRACT NO. 1314, AS PER MAP RECORDED IN BOOK 20, PAGE 161 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY; THENCE ALONG EASTERLY LINE AS FOLLOWS:

SOUTH 0°01' EAST, A DISTANCE OF 70.16 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE WEST AND HAVING A RADIUS OF 3050.00 FEET; SOUTHERLY ALONG SAID CURVE A DISTANCE OF 292.78 FEET; SOUTH 5°29' WEST, A DISTANCE OF 389.98 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE EAST AND HAVING A RADIUS OF 2950.00 FEET; SOUTHERLY ALONG SAID CURVE A DISTANCE OF 283.18 FEET; AND SOUTH 0°01' EAST, A DISTANCE OF 3.90 FEET TO THE NORTHERLY LINE OR AFORESAID LOT 4 OF TRACT NO. 1314; THENCE ALONG THE NORTHERLY LINE OF SAID LOT 4, SOUTH 60°41' EAST, A DISTANCE OF 5.74 FEET TO THE MOST WESHERLY CORNER OF THE LAND DESCRIBED IN THE DEED TO THE PACIFIC ELECTRIC LAND COMPANY, RECORDED IN BOOK 5039, PAGE 185 OF DEEDS, RECORDS OF SAID COUNTY; THENCE ALONG THE NORTHERLY LINE OF SAID LAND SO DESCRIBED (A PORTION OF WHICH IS SHOWN ON A MAP FILED FOR RECORDS WITH THE DEED RECORDED IN BOOK 6708, PAGE 304 OF SAID DEED RECORDS); SOUTH 70°41' EAST, A DISTANCE OF 219.75 FEET TO THE BEGINNING OF A CURVE CONCAVE TO THE NORTH AND HAVING A RADIUS OF 458.59 FEET; THENCE EASTERLY ALONG SAID CURVE IN SAID NORTHERLY LINE A DISTANCE OF 475.29 FEET; THENCE CONTINUING ALONG SAID NORTHERLY LINE OF SAID LAND SO DESCRIBED, NORTH 49°56'05" EAST, A DISTANCE OF 1601.41 FEET TO AN INTERSECTION WITH A LINE WHICH IS PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST QUARTER AND PassES THROUGH THE POINT OF BEGINNING; THENCE NORTH 89°59'30" WEST, A DISTANCE OF 1820.11 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION OF SAID LAND DESCRIBED AND GRANTED IN THE DEED FROM ALLIED CORPORATION, A NEW YORK CORPORATION TO THE CITY OF EL SEGUNDO, RECORDED ON OCTOBER 18, 1982 AS INSTRUMENT NO. 82-1045151, OFFICIAL RECORDS

ALSO EXCEPTING THEREFROM THAT PORTION OF SAID LAND DESCRIBED AND GRANTED IN THE DEED FROM ALLIED CORPORATION, A NEW YORK CORPORATION TO CHEVRON U.S.A. INC., A CALIFORNIA CORPORATION RECORDED OCTOBER 15, 1984 AS INSTRUMENT NO. 84-1233577, OFFICIAL RECORDS ATTACHED THERETO A RESOLUTION OF THE CITY OF EL SEGUNDO NO. 2030 DATED FEBRUARY 11, 1983, APPROVING SAID LOT LINE ADJUSTMENT.
EXHIBIT "A"

LEGAL DESCRIPTION

TOGETHER WITH THOSE PORTIONS OF THE SOUTHWEST QUARTER OF SECTION 18, 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 NORTHWesterLY LINE OF THE LAND DESCRIBED IN DEED TO THE PACIFIC ELECTRIC LAND COMPANY RECORDED IN BOOK 5839, PAGE 185 OF DEEDS, WITH A LINE PARALLEL WITH THE SOUTHERLY LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 18, WHICH PASSES THROUGH A POINT IN THE EASTERLY LINE OF SEPULVEDA BOULEVARD, AS DESCRIBED IN THE FINAL DEGREE OF CONDEMNATION RECORDED IN BOOK 13174, PAGE 29, OFFICIAL RECORDS, SAID POINT BEING 1040 FEET NORTHERLY, MEASURED ALONG SAID EASTERLY LINE FROM THE INTERSECTION OF SAID EASTERLY LINE WITH THE NORTHERLY LINE OF LOT 4 OF TRACT NO. 1314, AS PER MAP RECORDED IN BOOK 20, PAGE 161 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY; THENCE ALONG THE ABOVE MENTIONED NORTHWesterLY LINE SOUTH 49°56'05" WEST, A DISTANCE OF 1801.41 FEET TO THE BEGINNING OF A TANGENT CURVE IN SAID NORTHWesterLY LINE CONCAVE NORTHERLY AND HAVING A RADIUS OF 458.59 FEET; THENCE WESTERLY ALONG SAID CURVE, A DISTANCE OF 347.97 FEET TO THE NORTHERLY LINE OF THE LAND DESCRIBED IN THE DEED RECORDED IN BOOK 6706, PAGE 304, OF DEEDS; THENCE ALONG THE NORTHERLY LINE OF SAID LAST MENTIONED LAND THE FOLLOWING COURSES AND DISTANCES: SOUTH 68°48'25" EAST, 98.98 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 421.07 FEET; THENCE EASTERLY ALONG SAID CURVE 390.17 FEET; THENCE TANGENT TO SAID CURVE AT ITS POINT OF ENDING NORTH 58°06'05" EAST, 172.86 FEET; THENCE NORTH 49°56'06" EAST, A DISTANCE OF 1388.71 FEET TO A POINT WHICH BEARS SOUTH 40°03'55" EAST FROM THE POINT OF BEGINNING; THENCE LEAVING SAID NORTHERLY LINE, NORTH 40°03'55" WEST, 200 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH PARCEL 1 OF PARCEL MAP NO. 17911, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 269, PAGES 82 THROUGH 84 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

TOGETHER WITH PARCEL 1 OF THE CERTIFICATE OF COMPLIANCE, IN THE CITY OF EL SEGUNDO, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, RECORDED JULY 11, 2007 AS INSTRUMENT NO. 20071647635 OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

THIS DESCRIPTION WAS PREPARED BY ME, OR UNDER MY DIRECTION, IN CONFORMANCE WITH THE PROFESSIONAL LAND SURVEYOR'S ACT.

[Signature]

JOHN M. SMITH, P.L.S. 8076
LICENSE EXPIRES 12/31/07
DATE PREPARED: 12/03/07

EXHIBIT "A" - Page 2 of 2
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Procedures for filing application

1. File application property completed in the office of the Planning Division. Signature of the owner, owners, lessee, and/or agent shall be notarized before a Notary Public.

2. Applicant shall provide all information, drawings, and other materials as requested by the Planning Division.

3. Pay filing fee.

4. Applicant and affected property owners will be notified of time of hearing.

5. Applicant must be present at the hearing and may offer additional evidence to support his/her request.

6. There shall be an additional fee for filing an appeal.

Planning Staff:

Date Received: January 10, 2008  E.A. No: 768
Planner: Kimberly Christensen  ZTA No: 08-01
Signature: Kimberly Christensen  Fee Paid: $2645.00
NOTICE TO APPLICANTS

All applications must be accompanied by:

1. A map of all properties within a 300-foot radius of the subject property of the application, keyed to a list of the names and addresses of current property owners.

2. Three sets of adhesive mailing labels with the names and addresses of the current property owners within a 300-foot radius, the project applicant, project property owner, architect, and any other interested party which the applicant wants notified.

3. Two sets of unaddressed business envelopes with no return address, stamped with first class postage, of sufficient number to contact every property owner, the applicant, and any other interested party which the applicant wants notified (sufficient for two mailings).

4. Certification that the names and addresses provided are those of the property owners currently listed in the latest available Tax Assessor's records. (Your hearing may be delayed if an excessive number of notices are returned.) L.A. County Tax Assessor: 6120 Bristol Parkway, Culver City, 310/665-5300; and 1401 Willow Street, Signal Hill, 562-256-1701.

5. Thirteen sets of plans and elevations plus one colored set for public presentation, not to exceed 30"x42". Submit only three sets with initial submittal. All plans must be folded to approximately 8" x 11" prior to submittal.

6. Payment of filing fee as noted on the fee schedule.

7. Photographs of the site and surrounding properties.

8. A Preliminary Title Report of the subject property (for new construction projects only).

9. Initial Study Applicant Questionnaire, unless waived by the Director of Planning and Building Safety.

10. Application for Traffic Mitigation Fee Determination.

11. Fish and Game Document Handling fee - $50.00 (all projects). County of Los Angeles Public Hearing Notice posting fee - $50.00 (for projects with an Initial Study and Negative Declaration, Mitigated Negative Declaration, or Environmental Impact Report. Not required for projects which are exempt from CEQA). Two separate checks, each made payable to the County of Los Angeles.

12. Any other information as determined necessary by the Director of Planning and Building Safety.
ADDENDUM TO THE CERTIFIED EIR

Plaza El Segundo Development Project

El Segundo, California

Prepared for:

City of El Segundo
Planning and Building Safety Department

Prepared By:

CHRISTOPHER A. JOSEPH & ASSOCIATES
Environmental Planning and Research

January 2008

This document is prepared on paper with 30% recycled content.
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APPENDIX C: Methane Study
APPENDIX D: Hydrology Report
APPENDIX E: Hazardous Materials Report
APPENDIX F: Water Line/Fire Flow Report
APPENDIX G: Traffic Analysis
APPENDIX H: Sewer Report
EL SEGUNDO CITY COUNCIL

MEETING DATE: February 19, 2008

AGENDA ITEM STATEMENT

AGENDA DESCRIPTION:

Consideration and possible action to approve a professional services agreement with Bernards in the amount of $404,366 to provide construction management services for the replacement of Fire Station 2. (Fiscal Impact: $404,366)

RECOMMENDED COUNCIL ACTION:

Recommendation – (1) Authorize the City Manager to execute a professional services agreement with Bernards in the amount of $404,366 in a form as approved by the City Attorney; (2) Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

The existing Fire Station 2 located at 2161 E. El Segundo Blvd. was constructed in 1958. The current station is in need of extensive repairs and is believed not to be seismically reinforced. The building is undersized for the housing of the current number of personnel assigned at the station. The department also needs additional space to house fire apparatus, vehicles, and equipment. Additionally, Station 2 was not designed to accommodate mixed gender occupancy. Staff issued a Request for Proposals (RFP) on December 19, 2007 to secure a management services firm to provide construction management services for a new Fire Station 2. Three proposals were received on January 11, 2008 from Bernards; gkk works; and TG Construction Inc. After an initial review of the proposals, staff interviewed all three management services firms and researched the backgrounds and qualifications of each.

ATTACHED SUPPORTING DOCUMENTS:

1. Cost Summary for Basic Services

FISCAL IMPACT:

Capital Improvement Program: $7,750,000 (Public Safety)
Amount Requested: $404,366
Account Number: 301-400-8201-8999
Project Phase: Plan Check
Appropriation Required: No

ORIGINATED BY: Kevin S. Smith, Fire Chief

DATE: February 8, 2008

REVIEWED BY: Jeff Stewart, City Manager

DATE: 

2

11
Staff has verified references and recommends retaining Bernards to provide the construction management services required to oversee the bid process and construction of a replacement Station 2. In summary the services to be provided Bernards are as follows:

- Construction Document Estimate
- Constructability Review
- Master project Schedule
- Bidding Assistance
- Request for Proposal for General Contractor
- Construction Administration

It is estimated that we will be able to issue a notice for the General Contractor to proceed in May 2008. Bernards estimates construction to be completed within 10-12 months from the date construction begins. Staff is bringing this item to Council because of our desire to receive a valid construction cost estimate prior to going to bid on this project.
Pre-Construction Services

Duration: 10 weeks

Pre-Construction Administration

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Subtotal: 57,340
Discount: -50%
Total Pre-Construction Services Subtotal: $28,870.00

General Conditions- Construction Phase

Duration: 12 months

Project Supervision and Staff Services

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Construction Phase Subtotal: $345,696.00

General Conditions- Reimbursable Allowance
*Reimbursables will be billed at cost on a not to exceed basis.

Pre-Construction Services Subtotal (above): $28,870.00

Total General Conditions: $404,566.00
*Includes both Pre-Construction and Construction Phase
AGENDA DESCRIPTION:

Consideration and possible action regarding a recommendation to the City Council to approve the City’s participation in West Basin Municipal Water District’s “It’s Time To Get Serious” Conservation and Water Use Initiative. (Fiscal Impact: None)

RECOMMENDED COUNCIL ACTION:

1) Concur with recommendations from the City Council Environmental Subcommittee and the Water Conservation Committee to participate in the West Basin Municipal Water District’s “It’s Time To Get Serious” Conservation and Water Use Initiative; 2) Recommend the City Council’s adoption of a resolution authorizing participation in the Initiative; and 3) Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

Record breaking low precipitation in the County of Los Angeles, smaller than average annual snow packs in the Sierra Nevada Mountains, and eight consecutive years of below average precipitation in the Colorado River Basin have contributed to serious drought conditions that threaten water supply availability in the Southern California region.

While the City of El Segundo has historically taken a proactive approach to maximize water conservation efforts and utilize recycled water resulting in a 48% reduction in the City’s use of potable water, it is imperative we continue to assist residents, businesses, and community organizations by providing conservation education, opportunities and incentives.

(Continued on Next Page)

ATTACHED SUPPORTING DOCUMENTS:

“It’s Time To Get Serious” Water Conservation Resolution

FISCAL IMPACT: None
Operating Budget: N/A
Amount Requested: N/A
Account Number:
Project Phase:
Appropriation Required: _Yes _No

ORIGINATED BY:  
Lauren Mahajan  
DATE: 2/12/2008

REVIEWED BY:  
Jeff Stewart, City Manager  
DATE: 2/13/08
While the region has sustained declining water supplies over the past few years, the conditions have been manageable to date, due in part to the coordinated efforts of the City of El Segundo and West Basin Municipal Water District ("West Basin"). On the heels of the last major drought (1989-1992), West Basin constructed a world class water recycling facility in the City of El Segundo and launched a progressive conservation program to promote conservation policies. The City has now become an active partner in these programs and now utilizes recycled water for 48% of its total water demand. These efforts have allowed the South Bay region to responsibly manage its local water supplies, decreasing its use of imported water and per capita consumption despite a steep growth in population.

In order to address these recent developments impacting our imported water supply, West Basin has adopted the "It’s Time To Get Serious" Conservation and Water Use Initiative. Further, West Basin has requested that each of the cities within its service area adopt a support resolution to promote water conservation and the further use of recycled water. In support of West Basin’s efforts, the South Bay Cities Council of Governments adopted a resolution similar to the one being proposed.

Both the City Council Environmental Subcommittee and the Water Conservation Committee support West Basin’s request, and recommend the City Council adopt the "It’s Time To Get Serious" water conservation resolution in support of West Basin’s conservation and water use initiative. Further, it is recommended with the assistance of West Basin that the City (1) continue educating residents and the business community about water conservation opportunities, rebates and products, (2) explore new opportunities to utilize recycled water wherever feasible, appropriate and acceptable, and (3) review and update the City’s adopted policies and municipal code to identify opportunities to enhance the City’s conservation efforts and use of recycled water.
RESOLUTION NO. ____

A RESOLUTION OF THE CITY COUNCIL
OF THE CITY OF EL SEGUNDO, CALIFORNIA
IN SUPPORT OF THE WEST BASIN MUNICIPAL WATER DISTRICT
"IT’S TIME TO GET SERIOUS"
CONSERVATION AND WATER USE INITIATIVE

The City Council resolves as follows:

Section 1: The City Council finds and declares as follows:

A. Record breaking low precipitation in the County of Los Angeles, a smaller annual snow pack in the Sierra Nevada Mountains, and eight consecutive years of below average precipitation in the Colorado River Basin have contributed to serious drought conditions that threaten water supply availability in the Southern California region.

B. The region’s drought conditions are now further compounded by environmental challenges in the Sacramento-San Joaquin Delta and the recent federal court order to reduce water supplies from the State Water Project.

C. The City of El Segundo has historically taken a proactive approach to maximize water conservation efforts and utilize recycled water resulting in a 48% reduction in the City’s use of potable water, and continues to assist residents, businesses, and community organizations by providing conservation education, opportunities and incentives.

D. These recent developments regarding potable water supplies from the Sacramento-San Joaquin Delta and the Colorado River to Southern California dictate that new and aggressive measures be taken to further the City of El Segundo’s conservation efforts and maximize the use of available recycled water.

E. It is the policy of the Department of Water Resources to use water efficiently and further develop new water supplies, through measures including conservation, water recycling and ocean water desalination, to get maximum utility from existing supplies.

F. West Basin Municipal Water District, along with the Metropolitan Water District of Southern California, has adopted the “It’s Time To Get Serious” initiative, intended to further local conservation efforts, maximize the use of recycled water and continue the development of ocean water desalination.

G. West Basin Municipal Water District, in partnership with the City of El Segundo, has continued to pledge its unwavering support for the City’s efforts to identify new conservation programs and potential opportunities to further use recycled water in order to preserve the region’s water supply.
Section 2: Due to the existing drought conditions and the uncertainty as to the region's imported water supplies from the Sacramento-San Joaquin Delta and the Colorado River, the City of El Segundo does hereby declare, "It Is Time to Get Serious."

Section 3: The City of El Segundo shall further coordinate and work in concert with the West Basin Municipal Water District to educate the residents and business community about water conservation opportunities, rebates, and products.

Section 4: It is declared to be the policy of the City of El Segundo to extend and enhance local water supplies by using recycled water wherever feasible, appropriate and acceptable to all regulatory agencies in compliance with Section 13550 of the California Water Code.

Section 5: The City of El Segundo, City Council shall instruct staff to review and update the City of El Segundo's adopted policies and the municipal code to identify opportunities to enhance the City's conservation efforts and use of recycled water.

_____________________________
Kelly McDowell, Mayor
City of El Segundo

PASSED AND ADOPTED this 19TH day of February, 2008.

_____________________________
City Clerk

APPROVED AS TO FORM:

By: __________________________
City Attorney
<table>
<thead>
<tr>
<th>Code</th>
<th>Fund Description</th>
<th>Amount</th>
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<tr>
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<tr>
<td>094</td>
<td>TRAFFIC SAFETY FUND</td>
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<td>096</td>
<td>ASSOCIATED RECREATION ACTIVITIES FUND</td>
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<td>ASSET FORFEITURE FUND</td>
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<td>111</td>
<td>COMM. DEV. BLOCK GRANT</td>
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<td>112</td>
<td>PROP &quot;A&quot; TRANSPORTATION</td>
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<td>PROP &quot;C&quot; TRANSPORTATION</td>
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<td>COMMUNITY INVESTMENT PROGRAM</td>
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<td>HOME SOUND INSTALLATION FUND</td>
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<td>117</td>
<td>HYPERTHOX MITIGATION FUND</td>
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<td>118</td>
<td>FOR ARTICLE 3 - 88-021 BRENNY FUND</td>
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<td>118</td>
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<td>EXPENDABLE TRUST FUND - OTHER</td>
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<td>704</td>
<td>OUTSIDE SERVICES TRUST</td>
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**TOTAL WARRANTS**

$997,867.96

**STATE OF CALIFORNIA,**

**COUNTY OF LOS ANGELES**

Information on actual expenditures is available in the Director of Administrative Services office in the City of El Segundo.

Identify as to the accuracy of the Demands and the availability of fund for payment thereof.

For Approval: Regular checks held for City council authorization to release.

**COGS:**

- **R:** Computer generated checks for all non-emergency/agency payments for materials, supplies and services in support of City Operations

**For Reconciliation:**

- **A:** Payroll and Employee Benefit checks

- **B.F:** Computer generated Early Release disbursements and/or adjustments approved by the City Manager. Such as payments for utility services, petty cash and employee travel expense reimbursements, various refunds, contract employee services consistent with current contractual agreements, instances where prompt payment discounts can be obtained or late payment penalties can be avoided or when a situation arises that the City Manager approves.

- **H:** Handwritten Early Release disbursements and/or adjustments approved by the City Manager.

**FINANCE DIRECTOR**

**CITY MANAGER**

**DATE:** 2/11/08

**NOTE:**

**VOID CHECKS DUE TO ALIGNMENT:**

**VOID CHECKS DUE TO INCORRECT CHECK DATE:**

**VOID CHECKS DUE TO COMPUTER SOFTWARE ERROR:**

**NOTES:**
CITY OF EL SEGUNDO  
PAYMENTS BY WIRE TRANSFER  
1/25/2008 THROUGH 2/7/2008

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<td>Workers Comp Activity</td>
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**DATE OF RATIFICATION: 2/19/08**  
**TOTAL PAYMENTS BY WIRE:**  
1,191,652.05

Certified as to the accuracy of the wire transfers by:

**Deputy Treasurer**

**Director of Finance**

**City Manager**

Information on actual expenditures is available in the City Treasurer's Office of the City of El Segundo.
REGULAR MEETING OF THE EL SEGUNDO CITY COUNCIL  
WEDNESDAY, FEBRUARY 6, 2008 - 5:00 P.M.

Clerk Domann adjourned the meeting to 6:00 p.m. due to a lack of a quorum.

ROLL CALL

Mayor McDowell - Absent
Mayor Pro Tem Busch - Absent
Council Member Boulgarides - Absent
Council Member Fisher - Absent
Council Member Jacobson - Absent

CALL TO ORDER – Mayor McDowell at 6:00 p.m.

Mayor McDowell - Present
Mayor Pro Tem Busch - Present
Council Member Boulgarides - Absent
Council Member Fisher - Present
Council Member Jacobson - Present

PUBLIC COMMUNICATION – (Related to City Business Only – 5 minute limit per person, 30 minute limit total) Individuals who have received value of $60 or more to communicate to the City Council on behalf of another, and employees speaking on behalf of their employer, must so identify themselves prior to addressing the City Council. Failure to do so shall be a misdemeanor and punishable by a fine of $250.

CLOSED SESSION:
The City Council moved into a closed session pursuant to applicable law, including the Brown Act (Government Code Section §54960, et seq.) for the purposes of conferring with the City’s Real Property Negotiator; and/or conferring with the City Attorney on potential and/or existing litigation; and/or discussing matters covered under Government Code Section §54957 (Personnel); and/or conferring with the City’s Labor Negotiators; as follows:

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION (Gov’t Code §54956.9(a)) –
-3- matters

Solomon vs. City of El Segundo, LASC Case No. BC372401.
Federal Insurance Co. v. City of El Segundo, LASC Case No. YC056394.
City of El Segundo vs. City of Los Angeles, et. al. LASC No. BS094279

CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant exposure to litigation pursuant to Government Code §54956.9(b): -2- potential case (no further public statement is required at this time); Initiation of litigation pursuant to Government Code §54956.9(c): -0- matter.

DISCUSSION OF PERSONNEL MATTERS (Gov’t Code §54957): -0- matters
CONFERENCE WITH CITY'S LABOR NEGOTIATOR (Gov't Code §54957.6): -0- matter

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Gov't Code §54956.8): -0- matter

SPECIAL MATTERS: -0- matter

Council recessed at 6:50 p.m.
REGULAR MEETING OF THE EL SEGUNDO CITY COUNCIL
WEDNESDAY, FEBRUARY 6, 2008 - 7:00 P.M.

7:00 P.M. SESSION

CALL TO ORDER – Mayor McDowell at 7:00 p.m.

INVOCATION – Pastor Scott Lambert, Hilltop Community Church

PLEDGE OF ALLEGIANCE – Council Member Bill Fisher

PRESENTATIONS –

ROLL CALL

Mayor McDowell - Present
Mayor Pro Tem Busch - Present
Council Member Boulgarides - Absent
Council Member Fisher - Present
Council Member Jacobson - Present

PUBLIC COMMUNICATIONS – (Related to City Business Only – 5 minute limit per person, 30 minute limit total) Individuals who have received value of $50 or more to communicate to the City Council on behalf of another, and employees speaking on behalf of their employer, must so identify themselves prior to addressing the City Council. Failure to do so shall be a misdemeanor and punishable by a fine of $250. While all comments are welcome, the Brown Act does not allow Council to take action on any item not on the agenda. The Council will respond to comments after Public Communications is closed.

Mayor McDowell made a statement regarding political activity during public communications. He stated that he wanted to make sure Council and members of the public, did not violate the law by engaging in political activities during Council meetings. Cities are precluded from spending money or using City facilities, equipment, etc. for political purposes including the Public Communications portion of the Agenda.

Karl Berger, Assistant City Attorney made a statement regarding political activity during public communications. Stated some examples of the types of statements that were not appropriate during Council Meetings included: introducing yourself as a council candidate, making statements that include any reference to the fact that you are running for council, making statements either in support of or against a candidate, or discussing in any manner city council candidates in the context of the election. However, members of the public do have the right under the Brown Act to discuss any matter that is within the subject matter jurisdiction of the City and have the right to express opinions regarding the City Council and its Members relating to City business. As the City is precluded under the law from using resources for political campaigns, such are by definition not within the subject matter jurisdiction of the City and cannot be discussed during Council Meetings.
Stated this admonition also held true for ballot measures and other local, state and federal offices that were the subject of the upcoming election.

Liz Garnholz, resident, spoke regarding the FAA form for reporting early turns, the Noise Abatement Committee, and item F - New Business Number 14.

Evelyn Somers, resident, spoke regarding code enforcement.

Bruce Lewis, resident, thanked the Council and the community for the support his family received during his late wife’s battle with cancer.

Josh Alpert, resident, spoke regarding the recent power outage in the area of Mariposa, the damage it caused to private homes and Southern California Edison’s response.

Council Member Jacobson suggested that residents who have submitted claims to Southern California Edison, submit Edison’s response to the City Manager’s office.

A. PROCEDURAL MOTIONS

Consideration of a motion to read all ordinances and resolutions on the Agenda by title only.

MOTION by Council Member Jacobson, SECONDED by Mayor ProTem Busch to read all ordinances and resolutions on the Agenda by title only. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

B. SPECIAL ORDERS OF BUSINESS

1. Consideration and possible action to conduct a Public Hearing on the operating and capital outlay requests from the Chief of Police of up to $100,000 from the existing Citizens Option for Public Safety (COPS) Supplemental Law Enforcement Services Fund (SLESF) account to supplement “front line law enforcement” (includes hiring officers, funding special enforcement details, and purchasing equipment). (Fiscal Impact: $100,000 from COPS grant fund.)

Mayor McDowell stated this is the time and place hereto fixed for a public hearing on the operating and capital outlay requests from the Chief of Police of up to $100,000 from the existing Citizens Option for Public Safety (COPS) Supplemental Law Enforcement Services Fund (SLESF) account to supplement “front line law enforcement” (includes hiring officers, funding special enforcement details, and purchasing equipment). (Fiscal Impact: $100,000 from COPS grant fund.) Clerk Mortensen stated that proper notice was completed and no written communication had been received by City Clerk’s Office.

Jeff Stewart, City Manager, gave a report.

MOTION by Council Member Jacobson, SECONDED by Council Member Fisher to close the Public Hearing. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.
MOTION by Council Member Jacobson, SECONDED by Mayor ProTem Busch to adopt Resolution No. 4542 providing for the implementation of the Citizens Option for Public Safety (COPS) Program. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

C. UNFINISHED BUSINESS

2. Consideration and possible action regarding the approval of a Contract Change Order in conjunction with construction of the Douglas Street Gap Closure Project continued construction management support services and as-built plans from Parsons under the Caltrop Contract for the project. (No Fiscal Impact, Change Order)

Jeff Stewart, City Manager, gave a report.

MOTION by Council Member Jacobson, SECONDED by Council Member Fisher to authorize the Director of Public Works to execute Change Order Number 3 to the existing Public Works Agreement with Caltrop Corporation for no cost. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

3. Consideration and possible action regarding introduction of an Ordinance and a adoption of a Resolution of Intention to approve an amendment to the contract between the Board of Administration of the California Public Employees Retirement System (PERS) and the El Segundo City Council providing Section 21548 (Pre-Retirement Option 2W Death Benefit) for the City's local miscellaneous members.

Jeff Stewart, City Manager, gave a report.

Karl Berger, Assistant City Attorney, read by title only:

ORDINANCE NO. 1416

AN ORDINANCE AUTHORIZING AN AMENDMENT TO THE CONTRACT BETWEEN THE CITY COUNCIL OF THE CITY OF EL SEGUNDO AND THE BOARD OF ADMINISTRATION OF THE CALIFORNIA PUBLIC EMPLOYEES’ RETIREMENT SYSTEM.

Mayor ProTem Busch introduced the ordinance.

MOTION by Council Member Fisher, SECONDED by Mayor ProTem Busch to adopt Resolution No. 4541 a resolution of intention to approve an amendment to contract between the Board of Administration California Public Employees' Retirement System and the City Council, City of El Segundo. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

D. REPORTS OF COMMITTEES, COMMISSIONS AND BOARDS
4. Consideration and possible action to establish the El Segundo Environmental Council comprised of members of the local business and residential communities and staff (Fiscal Impact: None)

Jeff Stewart, City Manager gave a report.

MOTION by Mayor ProTem Busch, Seconded by Council Member Fisher to authorize the establishment of the Environmental Committee comprised of two (2) members from the business community, two members from the residential community, one member from the El Segundo School District, appointed to four-year staggered terms, one City staff member to be appointed by the City Manager to be ex-officio and add the Environmental Council to the City’s Local Appointments List pursuant to the California Government Code Section 54972. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

E. CONSENT AGENDA
All items listed are to be adopted by one motion without discussion and passed unanimously. If a call for discussion of an item is made, the item(s) will be considered individually under the next heading of business.

5. Approved Warrant Numbers 2563776 to 2564104 on Register No. 8 in the total amount of $2,531,367.55 and Wire Transfers from 1/4/2008 through 1/24/2008 in the total amount of $2,228,315.39. Authorized staff to release. Ratified: Payroll and Employee Benefit checks; checks released early due to contracts or agreement; emergency disbursements and/or adjustments; and wire transfers.


7. PULLED FOR DISCUSSION BY COUNCIL MEMBER JACOBSON

8. Awarded Standard Public Works Contract No. 3782 to Tony Painting, Inc. for painting of the Park Vista Senior Apartments (615 E. Holly Avenue), the Lakes Golf Course (400 S. Sepulveda Boulevard) and the El Segundo Police Department Jail (348 Main Street). Project No.: PW 07-12. (Contract Amount: $49,950) Authorized the City Manager to execute a Standard Public Works Contract in a form as approved by the City Attorney.

9. Awarded Standard Public Works Contract No. 3783 to Flo-System, Inc., in the amount of $342,832 for the installation of an improved monitoring system for the City’s Water and Wastewater operations at 400 Lomita Street. Approved Capital Improvement Program. Project No.: PW 06-01. (Contract Amount = $342,832.00). Authorized the City Manager to execute a Standard Public Works Contract in a form as approved by the City. Approved contingency in the amount of $25,000.

10. Awarded Contract No. 3781 to S&L Specialty Contracting, Inc. for construction related to Group 23 (21 residences) of the Residential Sound Insulation (RSI) Program. (Estimated construction cost and retention: $838,970). Authorized the City Manager to execute a construction contract in a form approved by the City Attorney.
11. PULLED FOR DISCUSSION BY COUNCIL MEMBER FISHER

12. Received and filed a determination that the City Council does not object to the issuance of a new Alcoholic Beverage Control (ABC) license for on-site sale and on-site consumption of alcohol (Type 41 - On-Sale Beer and Wine) at a new restaurant located at 720 Allied Way, Suite D, EA No. 780 and AUP No. 07-08. Applicant: Veggie Grill Restaurant c/o Jean Claude Sakoun (Fiscal Impact: None)

MOTION by Council Member Jacobson, SECONDED by Mayor ProTem Busch to approve Consent Agenda Item Numbers 5, 6, 8, 9 10, and 12. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

CALL ITEMS FROM CONSENT AGENDA

7. Consideration and possible action regarding adoption of plans and specifications for the Urho Saari Swim Stadium Window Replacement (219 W. Mariposa Avenue). Approved Capital Improvement Project - Project No: PW 08-03. (Fiscal Impact: $70,000)

MOTION by Council Member Jacobson, SECONDED by Council Member Fisher, to adopt plans and specifications for the Urho Saari Swim Stadium Window Replacement (219 W. Mariposa Avenue). Approved Capital Improvement Project - Project No: PW 08-03. Authorized staff to advertise the project for the receipt of construction bids. Replacement windows to be louvered appearing to retain the look of the original windows. Fiscal impact will increase with the replica windows. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

11. Consideration and possible action regarding approval of the American Cancer Society's Relay for Life 2008 event request for a waiver of City-related fees per municipal code section 8-8-7 D 1 and use of the City logo artwork per municipal code sections 1-3-1 to 1-3-5 for the public purpose of promoting public health and safety. (Fiscal Impact: $6,376)

MOTION by Council Member Jacobson, SECONDED by Mayor McDowell to approve the American Cancer Society's Relay for Life 2008 event request for a waiver of City-related fees per municipal code section 8-8-7 D 1 and use of the City logo artwork per municipal code sections 1-3-1 to 1-3-5 for the public purpose of promoting public health and safety. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT

F. NEW BUSINESS

13. Consideration and possible action regarding the goals and objectives and approval of a staffing program for the Planning and Building Safety Department. (Fiscal Impact: $350,000 estimated)

Jeff Stewart, City Manager, gave a report.

MOTION by Council Member Jacobson, SECONDED by Mayor ProTem Busch to receive and file the goals and objectives for the Department and approve the staffing program and report back to
Council in 120 days. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT

14. Consideration and possible action to authorize a professional service agreement with J.P. Sellens for the purpose of performing duties related to the City’s code compliance program. (Fiscal Impact: $35,000)

Jeff Stewart, City Manager, gave a report.

MOTION by Mayor Pro Tem Busch, SECONDED by Council Member Jacobson to authorize the City Manager to execute Professional Services Agreement No. 3784 with J.P. Sellens for a term not to exceed six months and report back to Council at the end of the six-month period. MOTION PASSED BY UNANIMOUS VOTE. 4/0. COUNCIL MEMBER BOULGARIDES ABSENT.

G. REPORTS – CITY MANAGER - Reported on the opening of Douglas Street and the Grand opening to be held on Friday, March 7, 2008.

H. REPORTS – CITY ATTORNEY

I. REPORTS – CITY CLERK

J. REPORTS – CITY TREASURER - Reported on a seminar he attended in Pomona with the California Treasurers Association.

K. REPORTS – CITY COUNCIL MEMBERS

Council Member Fisher – Reported on the Arbor Day celebrations and the final planting of “Trees to the Sea” on March 8, 2008.

Council Member Jacobson – Spoke regarding the Southern California Edison power outages.

Mayor Pro Tem Busch – Spoke on the “Trees to the Sea” and the Drama performance “Once Upon a Mattress” this weekend and next. Also reported on his trip to Guaymas.

Mayor McDowell – Spoke regarding the recycling efforts in El Segundo. Stated he would be attending the Independent Cities Association Conference this weekend.

PUBLIC COMMUNICATIONS -- (Related to City Business Only – 5 minute limit per person, 30 minute limit total) Individuals who have receive value of $50 or more to communicate to the City Council on behalf of another, and employees speaking on behalf of their employer, must so identify themselves prior to addressing the City Council. Failure to do so shall be a misdemeanor and punishable by a fine of $250. While all comments are welcome, the Brown Act does not allow Council to take action on any item not on the agenda. The Council will respond to comments after Public Communications is closed.

Liz Garnholz, resident, spoke on agenda item numbers 13 and 14.
Evelyn Somers, resident, spoke on the power failures and the drainage on Imperial.

MEMORIALS – Paulita Lewis, Allene West, and Quirino Martinez

ADJOURNMENT at 8:10 p.m.

_________________________________
Cindy Mortesen, City Clerk
EL SEGUNDO CITY COUNCIL
AGENDA ITEM STATEMENT
AGENDA DESCRIPTION:

Consideration and possible action regarding the approval of a Data Transmission Network License Agreement with Equinix, Inc. to install data transmission conduits in public streets for a private data network connecting Equinix's LA3 facility (1920 E. Maple Avenue) to Equinix's LA4 facility (445 N. Douglas Street). (Fiscal Impact: $10,000.00, annual license fee).

RECOMMENDED COUNCIL ACTION:

(1) Approve a Data Transmission Network License Agreement with Equinix, Inc., in a form approved by the City Attorney, to install a private data network ring in public streets between 1920 E. Maple Avenue and 445 N. Douglas Street to connect Equinix's two data center facilities; (2) Authorize the City Manager to execute the License Agreement; and (3) Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

Equinix, Inc. is in the process of making modifications to its new facility in the City of El Segundo at 445 N. Douglas Street. As part of those improvements, two separate 10-inch data transmission conduits for fiber optic cables are necessary to link Equinix's new facility to its existing facility at 1920 E. Maple Avenue. The draft license agreement is the instrument allowing Equinix, Inc. to install and maintain data transmission conduits in public streets between the existing and proposed facility as depicted in the attached Fiber Optic Route Map Exhibit. The purpose of the conduits is to provide seamless operations between its two El Segundo facilities over a looped fiber ring network.

ATTACHED SUPPORTING DOCUMENTS:

1) Proposed Data Transmission Network License Agreement
2) Fiber Optic Route Map Exhibit

FISCAL IMPACT:
Operating Budget: NA
Amount Requested: NA
Account Number: NA
Project Phase: NA
Appropriation Required: No

ORIGINATED BY:     DATE: 2-13-08

Dan Garcia, Assistant City Engineer

REVIEWED BY:      DATE: 2/13/08

Jeff Stewart, City Manager
Background & Discussion (continued):

Construction and installation of the data transmission conduits will use micro-tunneling technology consisting of 6' x 8' bore pits at the angle points of the conduit, setting a micro-tunneling boring machine to jack or auger through the earth to the next angle point or bore pit. This method alleviates the amount of trenching and subsequent trench settlement issues that normal trenching would have. A traffic control plan will be required as part of their encroachment permit incorporating all of the requirements of the WATCH manual. This requirement will allow traffic to pass the construction safely.
LICENSE AGREEMENT BETWEEN THE 
CITY OF EL SEGUNDO AND 
EQUINIX, INC.

THIS LICENSE is made and executed this ____ day of _______, 2008, between the 
CITY OF EL SEGUNDO, a municipal corporation ("CITY"), and Equinix, Inc, a California 
corporation ("LICENSEE").

1. LICENSE; DESCRIPTION OF PROPERTY. CITY licenses LICENSEE to use, on the 
terms and conditions in this License, real property more specifically identified in attached 
Exhibit "A," which is incorporated by reference ("Property"). CITY's action is not, and should 
not be construed to be, a conveyance of a property interest or a lease; it is a license to use 
property only.

2. USE OF PROPERTY.

A. LICENSEE may temporarily use the Property for the purposes of installing and 
maintaining pipelines in public streets between the existing and proposed facility 
at 1920 E. Maple Avenue and 445 N. Douglas Street, respectively.

B. Except as otherwise provided below, CITY may change, amend, or terminate 
LICENSEE's use of Property at any time, and in its sole discretion, verbally or in 
writing.

3. TERM. Except as provided in Section 4, the term of this license will begin on March 1, 
2008 and end on February 28, 2018. Upon mutual written agreement between the parties, this 
License may be renewed for additional time.

4. TERMINATION.

A. As stated above, CITY may terminate this License at any time with or without 
cause, upon ninety (90) days written notification. Termination will be effective 
ninety (90) days after notification, unless CITY specifies otherwise.

B. LICENSEE may terminate this License at any time in writing at least ninety (90) 
days before the effective termination date.

C. By executing this document, LICENSEE waives any and all claims for damages 
that might otherwise arise from CITY's termination under this Section.

D. Upon notification of termination, LICENSEE must remove all personal property 
and improvements from Property within the ninety (90) days before this License 
terminates. Property will be left in a clean and orderly fashion.
5. **COMPENSATION.** In exchange for the use of the facilities at Property, LICENSEE agrees to pay CITY a sum of ten thousand dollars ($10,000.00) annually for the term of this License. A one time fee of two thousand five hundred dollars ($2,500.00) will be paid to the CITY for administration costs of this agreement.

6. **CONDEMNATION.** If all or part of Property is acquired by eminent domain or purchase in lieu thereof, LICENSEE acknowledges that it will have no claim to any compensation awarded for the taking of Property or any portion thereof or for loss of or damage to LICENSEE's improvements.

7. **RELOCATION BENEFITS.** LICENSEE acknowledges that it has been informed that CITY is a public entity and that Property was previously acquired by CITY for a public purpose. LICENSEE further acknowledges that any rights acquired under this License arose after the date of acquisition of Property and that said rights are subject to termination when Property is needed by CITY. LICENSEE hereby acknowledges that at the time of said termination of this License by CITY, it will not be a “displaced person” entitled to any of the relocation assistance or benefits offered to displaced persons under State or Federal law.

8. **ALTERATIONS.** LICENSEE will not make, or cause to be made, any alterations to Property, or any part thereof, without CITY's prior written consent.

9. **HAZARDOUS/TOXIC WASTE.** CITY has not, nor, to CITY’s knowledge, has any third party used, generated, stored or disposed of, or permitted the use, generation, storage or disposal of, any Hazardous Material (as defined below) on, under, about or within Property in violation of any law or regulation. LICENSEE agrees that it will not use, generate, store or dispose of any Hazardous Material (as defined below) on, under, about or within Property in violation of any law or regulation. LICENSEE agrees to defend and indemnify CITY, to the extent stated in Section 12, against any and all losses, liabilities, claims or costs arising from any breach of any warranty or agreement contained in this Section. As used in this Section, “Hazardous Material” means any substance, chemical or waste that is identified as hazardous, toxic or dangerous in any applicable federal, state or local law or regulation (including petroleum and asbestos).

10. **SIGNS.** LICENSEE will not place any sign upon Property without CITY’s prior written consent. LICENSEE will pay for all costs of any approved signage and comply with all applicable sign codes and ordinances.

11. **ASSIGNMENT.** LICENSEE will not be permitted to assign this License or any interest therein except to an affiliate of the LICENSEE.

12. **INDEMNIFICATION.**

   A. LICENSEE will hold CITY harmless and free from any and all liability arising out of this License, or its performance. Should CITY be named in any suit, or should any claim be against it, by suit or otherwise, whether the same be groundless or not, arising out of this License, or its performance, pursuant to this
License, LICENSEE will defend CITY (at CITY's request and with counsel satisfactory to CITY) and will indemnify it for any judgment rendered against it or any sums paid out in settlement or otherwise.

B. For purposes of this section "CITY" includes CITY's officers, officials, employees, agents, representatives, and certified volunteers.

C. LICENSEE expressly agrees that this release, waiver, and indemnity agreement is intended to be as broad and inclusive as is permitted by the law of the State of California and that if any portion is held invalid, it is agreed that the balance will, notwithstanding, continue in full legal force and effect.

D. It is expressly understood and agreed that the foregoing provisions will survive termination of this License.

E. The requirements as to the types and limits of insurance coverage to be maintained by LICENSEE as required by Section 13 below, and any approval of said insurance by CITY, are not intended to and will not in any manner limit or qualify the liabilities and obligations otherwise assumed by LICENSEE pursuant to this License, including but not limited to the provisions concerning indemnification.

13. INSURANCE.

A. Before commencing performance under this License, and at all other times this License is effective, LICENSEE will procure and maintain the following types of insurance with coverage limits complying, at a minimum, with the limits set forth below:

<table>
<thead>
<tr>
<th>Type of Insurance</th>
<th>Limits (combined single)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Commercial general liability</td>
<td>$1,000,000.00</td>
</tr>
<tr>
<td>Workers compensation</td>
<td>Statutory limits</td>
</tr>
</tbody>
</table>

B. Commercial general liability insurance will meet or exceed the requirements of the most current ISO Forms. The amount of insurance set forth above will be a combined single limit per occurrence for bodily injury, personal injury, and property damage for the policy coverage. Liability policies must be endorsed to name CITY, its officials, and employees as "additional insureds" under said insurance coverage and to state that such insurance will be deemed "primary" such that any other insurance that may be carried by CITY will be excess thereto. Such insurance will be on an "occurrence," not a "claims made," basis and will not be cancelable except upon thirty (30) days prior written notice to CITY except for nonpayment of premiums which may be cancelable upon ten (10) day notice.
C. LICENSEE will furnish to CITY duly authenticated Certificates of Insurance and Endorsements evidencing maintenance of the insurance required under this License and such other evidence of insurance or copies of policies as may be reasonably required by CITY from time to time. Insurance must be placed with insurers with a current A.M. Best Company Rating equivalent to at least a Rating of “A:VII.” Certificate(s) must reflect that the insurer will provide thirty (30) day notice of any cancellation of coverage. CONTRACTOR will require its insurer to modify such certificates to delete any exculpatory wording stating that failure of the insurer to mail written notice of cancellation imposes no obligation, and to delete the word “endeavor” with regard to any notice provisions.

D. Should LICENSEE, for any reason, fail to obtain and maintain the insurance required by this License, CITY may obtain such coverage at LICENSEE’s expense and charge the cost of such insurance to LICENSEE under this License or terminate pursuant to Section 4.

14. COMPLIANCE WITH LAW. LICENSEE will, at its sole cost and expense, comply with all of the requirements of all federal, state, and local authorities now in force, or which may hereafter be in force, pertaining to Property and will faithfully observe in the use of Property all applicable laws. The judgment of any court of competent jurisdiction, or the admission of LICENSEE in any action or proceeding against LICENSEE, whether CITY be a party thereto or not, that LICENSEE has violated any such ordinance or statute in the use of Property will be conclusive of that fact as between CITY and LICENSEE.

15. BREACH OF AGREEMENT. The violation of any of the provisions of this License will constitute a breach of this License by LICENSEE, and in such event said License will automatically cease and terminate.

16. WAIVER OF BREACH. Any express or implied waiver of a breach of any term of this License will not constitute a waiver of any further breach of the same or other term of this License.

17. ENTRY BY CITY AND PUBLIC. This License does not convey any property interest to LICENSEE. Except for areas restricted because of safety concerns, CITY and the general public will have unrestricted access upon Property for all lawful acts.

18. INSOLVENCY; RECEIVER. Either the appointment of a receiver to take possession of all or substantially all of the assets of LICENSEE, or a general assignment by the LICENSEE for the benefit of creditors, or any action taken or offered by LICENSEE under any insolvency or bankruptcy action, will constitute a breach of this License by LICENSEE, and in such event said License will automatically cease and terminate.

19. NOTICES. Except as otherwise expressly provided by law, all notices or other communications required or permitted by this License or by law to be served on or given to

Page 4 of 6
either party to this License by the other party will be in writing and will be deemed served when personally delivered to the party to whom they are directed, or in lieu of the personal service, upon deposit in the United States Mail, certified or registered mail, return receipt requested, postage prepaid, addressed to LICENSEE at:

Equinix Inc.
Attn: Legal Department
301 Velocity Way
5th floor
Foster City, CA 94404

or to CITY at:

Attn: Dan Garcia, Public Works Department
350 Main Street
El Segundo, CA 90245

Either party may change its address for the purpose of this Section by giving written notice of the change to the other party.

20. ACCEPTANCE OF FACSIMILE SIGNATURES. The Parties agree that agreements ancillary to this License and related documents to be entered into in connection with this License will be considered signed when the signature of a party is delivered by facsimile transmission. Such facsimile signature will be treated in all respects as having the same effect as an original signature.

21. GOVERNING LAW. This License has been made in and will be construed in accordance with the laws of the State of California and exclusive venue for any action involving this License will be in Los Angeles County.

22. PARTIAL INVALIDITY. Should any provision of this License be held by a court of competent jurisdiction to be either invalid or unenforceable, the remaining provisions of this License will remain in effect, unimpaired by the holding.

23. ENTIRE AGREEMENT. This instrument and its Attachments constitute the sole agreement between CITY and LICENSEE respecting Property, the use of Property by LICENSEE, and the specified License term, and correctly sets forth the obligations of CITY and LICENSEE. Any agreement or representations respecting Property or its licensing by CITY to LICENSEE not expressly set forth in this instrument are void.

24. CONSTRUCTION. The language of each part of this License will be construed simply and according to its fair meaning, and this License will never be construed either for or against either party.
25. **AUTHORITY/MODIFICATION.** The Parties represent and warrant that all necessary action has been taken by the Parties to authorize the undersigned to execute this License and to engage in the actions described herein. This License may be modified by written agreement. CITY's city manager, or designee, may execute any such amendment on behalf of CITY.

26. **COUNTERPARTS.** This License may be executed in any number or counterparts, each of which will be an original, but all of which together will constitute one instrument executed on the same date.

IN WITNESS WHEREOF the parties hereto have executed this contract the day and year first hereinabove written.

CITY OF EL SEGUNDO

__________________________________________
Jeff Stewart,
City Manager

ATTEST:

__________________________________________
Cindy Mortesen,
City Clerk

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

By: _______________________________________
Karl H. Berger, Assistant City Attorney
AGENDA DESCRIPTION:

Consideration and possible action regarding the approval of the examination plan for the Personnel Merit System job classification of Water Maintenance Leadworker. (Fiscal Impact: None)

RECOMMENDED COUNCIL ACTION:

1) Approve the examination plan;
2) Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

Section 1-6-9 of the El Segundo Municipal Code, entitled “Examinations”, provides that the Personnel Officer shall review and recommend to the City Manager, who in turn shall recommend to the City Council, an appropriate examination plan and weights for each portion of the examination for Personnel Merit System job classifications.

Approval of exam plans for Merit System job classifications in all City Departments has been required since the passage of initiative Ordinance No. 586 in April 1962.

(continued on next page)

ATTACHED SUPPORTING DOCUMENTS:

None

FISCAL IMPACT: None

Operating Budget:
Amount Requested:
Account Number: Various
Project Phase:
Appropriation Required: Yes  NO

ORIGINATED BY:  DATE: February 7, 2008

Bob Hyland, Interim Director of Human Resources

REVIEWED BY:  DATE: 7/19/08

Jeff Stewart, City Manager
BACKGROUND & DISCUSSION:

For departments other than the Police and Fire Departments, the plan may consist of any one or combination of the following techniques:

1. Written;
2. Oral;
3. Demonstration;
4. Any evaluation of education, experience, or skills or physical fitness, which fairly evaluated the relative capacities of the applicants.

Police and Fire Departments:

The examination plan, for entrance or promotional, for the Police and Fire Departments, shall consist of a written examination and one or more of the following:

1. Oral;
2. Demonstration;
3. Any evaluation of education certification, experience, or skills or any test of manual skills or physical fitness, which fairly evaluates the relative capacities of the applicant.

**Water Maintenance Leadworker**

<table>
<thead>
<tr>
<th>Closed-Promotional</th>
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</thead>
<tbody>
<tr>
<td>Structured Oral Interview</td>
</tr>
</tbody>
</table>

The proposed examination plan is a result of the establishment of the job classification of Water Maintenance Worker Leadworker in 2007 contract negotiations between the City and CEA and the recent promotion of the incumbent to Water Supervisor.
AGENDA DESCRIPTION:
Consideration and possible action regarding the execution of two agreements with the State of California Franchise Tax Board for the sharing of business tax information. (Fiscal Impact - None)

RECOMMENDED COUNCIL ACTION:

1. Authorize the City Manager to execute and approve the Franchise Tax Board (FTB) agreements C0700162 and C0700163
2. Alternatively discuss and take other action related to this item.

BACKGROUND & DISCUSSION:
For three years the City of El Segundo has participated in the AB63 Revenue Sharing Program by entering into agreements with the Franchise Tax Board (FTB). Staff is requesting approval of both agreements enabling the City to meet new requirements established by the State of California FTB. The term of the first agreement (C0700162) is from April 1, 2008 through December 31, 2008 at a cost of $500.00. The agreement will provide the City with records from the FTB obtained from 2007 business income tax filings listing El Segundo as its business address. These records have enabled the City to recover over $200,000 in new revenues through discovery of unlicensed businesses. The second agreement (C0700163) is from April 1, 2008 through June 30, 2008 and the FTB will pay El Segundo $500.00 for data provided by the City. The agreement will provide the FTB with records listing businesses doing business in El Segundo obtained from the business license database. These records enable the FTB to discover businesses which are not filing state income tax returns and assist the FTB with revenue recovery.

ATTACHED SUPPORTING DOCUMENTS:

FTB agreement numbers C0700162 and C0700163

FISCAL IMPACT:

<table>
<thead>
<tr>
<th>Operating Budget:</th>
<th>$500.00</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amount Requested:</td>
<td>$0.00</td>
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<tr>
<td>Account Number:</td>
<td>001-400-2504-6214</td>
</tr>
<tr>
<td>Project Phase:</td>
<td></td>
</tr>
<tr>
<td>Appropriation Required:</td>
<td>Yes   X No</td>
</tr>
</tbody>
</table>

Included in the FY 2007-2008 budget.

ORIGINATED BY:  
Deborah Cullen, Director of Finance  
DATE: 2/11/08

REVIEWED BY:  
Jeff Stover, City Manager  
DATE: 2/1/08
1. This Agreement is entered into between the State Agency and the Contractor named below:

STATE AGENCY'S NAME
Franchise Tax Board

CONTRACTOR'S NAME
City of El Segundo

2. The term of this Agreement is: April 1, 2008 through December 31, 2008

3. The maximum amount of this Agreement is: $500.00

4. The parties agree to comply with the terms and conditions of the following exhibits, which are by this reference made a part of the Agreement:

   Exhibit A – Scope of Work
   Exhibit B – Budget Detail and Payment Provisions
   Exhibit C* – General Terms and Conditions
   Exhibit D - Special Terms and Conditions
   Exhibit E – Confidentiality Statement
   Exhibit F – Record Layout

Items shown with an Asterisk (*), are hereby incorporated by reference and made part of this agreement as if attached hereto. These documents can be viewed at www.dgs.ca.gov/contracts.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR
City of El Segundo

BY (Authorized Signature)
PRINTED NAME AND TITLE OF PERSON SIGNING

ADDRESS
350 Main Street
El Segundo, CA 90245

STATE OF CALIFORNIA

AGENCY NAME
Franchise Tax Board

BY (Authorized Signature)
PRINTED NAME AND TITLE OF PERSON SIGNING

Titus S. Toyama, Chief Financial Officer
ADDRESS
P.O. Box 2086, Rancho Cordova, CA 95741-2086

Exempt per. SCM 4.04.5.b.
EXHIBIT A

SCOPE OF WORK

This Agreement is entered into by and between the Franchise Tax Board, herein referred to as (FTB) and the City of El Segundo, herein after referred to as the City.

1. Pursuant to Revenue and Taxation Code Section 19551.1, FTB will provide to the City, per Exhibit F, the following records obtained from the FTB Taxpayer Information (TI) System and Business Entity Tax System (BETS) files:
   a. Taxpayer name
   b. Taxpayer Address
   c. Taxpayer Social Security Number or Federal Employee Identification Number
   d. Principal Business Activity Code

2. The records will be extracted from information in the FTB files obtained from the 2007 tax year.

3. The records will be identified by zip codes located within the jurisdictional boundaries of the City. The identified records will be transmitted to the City in .txt format.

4. The records will be sent to the City project coordinator on an encrypted, password protected CD-Rom (requires WinZip 9.0 or later) or via a secure electronic connection set up by FTB per the request of the City. The 2007 data will be sent out twice during the year. The first will be sent in June 2008 containing the most current filings to date. A second extract will be sent in December 2008, complete with all 2007 filings to date.

5. The project coordinators during the term of this Agreement will be:

   **Franchise Tax Board**
   Erica Gonzales
   Data Resources and Services
   P.O. Box 1468, MS A-181
   Sacramento, CA 95812-1468
   Phone: (916) 845-6556
   Fax: (916) 855-5695

   **City of El Segundo**
   Steve Jones
   Business Services Manager
   350 Main Street
   El Segundo, CA 90245
   Phone: (310) 524-2332

   Direct signed Agreement to:

   **Franchise Tax Board**
   Business Acquisitions Unit
   Attention: Susann Field
   P.O. Box 2086, MS A-374
   Rancho Cordova, CA 95741-2086
   Phone: (916) 845-3897
   Fax: (916) 845-3599
EXHIBIT B

BUDGET DETAIL AND PAYMENT PROVISION

1. **PAYMENT**: The City agrees to pay FTB $500.00 for 2007 data. Upon receipt of the executed Agreement, the FTB will invoice the City for its share of the cost for 2007 data, which shall not exceed $500.00.

2. **INVOICING**: FTB shall render an invoice in triplicate to:

   City of El Segundo
   Attn: Steve Jones
   Business Services Manager
   350 Main Street
   El Segundo, CA 90245

   Upon receipt of the Agreement executed by the FTB and an accompanying invoice, the City agrees to remit payment of the amount shown on the invoice, within 30 days.
EXHIBIT D

SPECIAL TERMS AND CONDITIONS

1. **DATA OWNERSHIP:** The confidential tax information being provided under this Agreement remains the exclusive property of the FTB. The City shall have the right to use and process the disclosed information for the purposes stated in this Agreement, which right shall be revoked and terminated immediately upon completion of this Agreement.

2. **STATEMENT OF CONFIDENTIALITY:** The FTB has state tax return information and other data in its custody, which is confidential data. Unauthorized inspection or disclosure of state tax return information or other confidential data is a misdemeanor (Revenue and Taxation Code Section 19542 and 19542.1, and Government Code Section 90005).

   The City and each of the City’s employees who may have access to the confidential data of the FTB will be required to sign a statement, Exhibit E, attesting to the fact that he/she is aware of the confidential data and the penalties for unauthorized disclosure thereof.

3. **USE OF INFORMATION:** The City agrees that the information furnished or secured pursuant to this Agreement shall be used solely for the purposes described by this Agreement. The information obtained shall be used exclusively to administer the city business tax program established by the City. The City further agrees that information obtained under this Agreement will not be reproduced, published, sold or released in original or in any other form for any purpose other than identified in this Agreement.

4. **EMPLOYEE ACCESS TO INFORMATION:** The City agrees that the information obtained will be kept in the strictest confidence and shall make information available to its own employees only on a "need to know" basis. The “need to know” standard is met by authorized employees who need information to perform their official duties in connection with the uses of the information authorized by this Agreement. The parties recognize their mutual responsibilities to protect the confidentiality of the state tax return information as provided by law and ensures such information is disclosed only to those individuals and of such purpose, as authorized by the Revenue and Taxation Code.

5. **DISCLOSURE OF CONFIDENTIAL INFORMATION:** Any unwarranted disclosure or use of state tax return information or any willful unauthorized inspection of the return information is an act punishable as a misdemeanor. Inspection is defined to mean any examination of confidential information. No one other than city business license program employees may have access, use, and view or manipulate the data being transmitted to the City under this Agreement. The City, in recognizing the confidentiality of state tax return information, agrees to take all appropriate precautions to protect from unauthorized disclosure of the confidential information obtained pursuant to this Agreement. The City will conduct oversight of its users with access to the confidential information provided under this Agreement, and will promptly notify the FTB of any suspected violations of security or confidentiality by its users.
EXHIBIT D

SPECIAL TERMS AND CONDITIONS (continued)

6. INCIDENT REPORTING: All unauthorized or suspected unauthorized access; use and/or disclosure (incidents) of FTB data shall be reported to the FTB Contact, Erica Gonzales at (916) 845-6556, immediately upon discovery of the incident. The incident report shall contain the following: date, time, employee name, description of the incident or circumstances, and means of discovery. Upon discovery of any such incident, FTB will make the appropriate notification to affected California Resident(s) pursuant to the requirements of Civil Code Section 1798.29.

7. IRS INFORMATION: This agreement does not allow for the release of any confidential tax return information in the FTB files that may have been obtained from sources other than the taxpayer. No confidential federal tax return information will be provided to the City. This Agreement does not provide for the exchange of confidential federal tax return information obtained from the Internal Revenue Service by the FTB.

8. INFORMATION SECURITY: Information security is defined as the preservation of the confidentiality, integrity, availability, authenticity and utility of information. A secure environment is required to protect the confidential information obtained from the FTB pursuant to this Agreement. The City will store information so that it is physically secure from unauthorized access. The records received by the City will be securely maintained and accessible only by employees of the city business license program who are committed to protect the data from unauthorized access, use or disclosure.

9. DESTRUCTION OF RECORDS: All records received by the City from FTB and any database created, copies made, or files attributed to the records received will be destroyed within three years of receipt. The records shall be destroyed in a manner to be deemed unusable or readable and to the extent that an individual record can no longer be reasonably ascertained.

10. INDEMNIFICATION: The City agrees to indemnify, defend and save harmless the FTB, its officers, agents and employees from any and all claims and losses accruing or resulting from any breach of confidentiality by the City and/or its employees.

11. SETTLEMENT OF DISPUTES: In the event of a dispute, the City shall file a "Notice of Dispute" with the Assistant Executive Officer, of the Franchise Tax Board within ten (10) days of discovery of the problem. Within ten (10) days the Assistant Executive Officer, or his/her designee shall meet with the City and FTB Contact for purposes of resolving the dispute. The decision of the Assistant Executive Officer shall be final.

12. SAFEGUARD QUESTIONNAIRE and REVIEW: Prior to sending data to the City, the FTB retains the right to require the City to submit a safeguard questionnaire certifying the protection and confidentiality of FTB data. The FTB also retains the right to conduct an on-site safeguard review of the City. The City will be provided a minimum of seven (7) days notice prior to a safeguard review being conducted by the FTB Disclosure Office. The safeguard review will examine the adequacy of information security controls established by the City in compliance with the confidentiality requirements pursuant to this Agreement. The City will take appropriate disciplinary actions against any user determined to have violated security or confidentiality requirements.
SPECIAL TERMS AND CONDITIONS (continued)

13. **LIMITED WARRANTY:** The FTB does not warrant or represent the accuracy or content of the material available through this Agreement, and expressly disclaims any express or implied warranty, including any implied warranty of fitness for a specific purpose.

14. **CANCELLATION:** The FTB may terminate this Agreement, in writing, upon thirty days (30) prior written notice. In the event of a voluntary termination, the City agrees it will not be entitled to a refund. This Agreement may be terminated by either party in the event of any breach of the terms of this Agreement. The City agrees that in the event of its breach to the terms of this Agreement it shall destroy all records received by the City from FTB and any database created, copies made, or files attributed to the records received immediately upon written notification by FTB. The records shall be destroyed in a manner to be deemed unusable or readable and to the extent that an individual record can no longer be reasonably ascertained. Upon destruction of the records, the City will notify FTB of the completed destruction.
CONFIDENTIALITY STATEMENT

State of California Franchise Tax Board

Confidential tax return information is protected from disclosure by law, regulation, and policy. Information security is strictly enforced. Violators may be subject to disciplinary, civil, and/or criminal action. Protecting confidential tax return information is in the public’s interest, the state’s interest, and the city’s interest.

A city employee is required to protect the following types of information received from the Franchise Tax Board:

- Taxpayer name
- Taxpayer address
- Taxpayer social security number or taxpayer identification number
- Principal business activity code

A city employee is required to protect confidential information by:

- Accessing or modifying information only for the purpose of performing official duties.
- Never accessing or inspecting information for curiosity or personal reasons.
- Never showing or discussing confidential information to or with anyone who does not have the need to know.
- Placing confidential information only in approved locations.
- Never removing confidential information from your work site without authorization.

As a city employee, you are required to know whether information is protected. If you have any question regarding whether particular information is confidential, check with your department’s project coordinator.

Unauthorized inspection, access, use, or disclosure of confidential tax return information is a crime under state laws, including but not limited to Sections 19542 and 19552 of the California Revenue and Taxation Code and Section 502 of the Penal Code. Unauthorized access, inspection, use, or disclosure may result in either or both of the following:

- State criminal action
- State and/or taxpayer civil action

You are reminded that these rules are designed to protect everyone’s right to privacy, including your own.

I certify that I have read the confidentiality statement printed above. I further certify and understand that unauthorized access, inspection, use, or disclosure of confidential information may be punishable as a crime and may result in disciplinary and/or civil action being taken against me.

<table>
<thead>
<tr>
<th>Name</th>
<th></th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Signature</td>
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</tr>
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## EXHIBIT F

<table>
<thead>
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<th>Field Name</th>
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<td>Entity Type</td>
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<td>SSN or FEIN</td>
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<td>2</td>
<td>For P records, primary taxpayers social security number; For B records, federal employer identification number</td>
</tr>
<tr>
<td>Last Name</td>
<td>40</td>
<td>11</td>
<td>For P records, the primary taxpayer’s last name; For B records, business name</td>
</tr>
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<td>For P records filed with a joint return</td>
</tr>
<tr>
<td>PBA Code</td>
<td>6</td>
<td>101</td>
<td>For P records, principal business activity (PBA) code</td>
</tr>
<tr>
<td>Address Number</td>
<td>10</td>
<td>107</td>
<td></td>
</tr>
<tr>
<td>Pre-Directional Indicator</td>
<td>2</td>
<td>117</td>
<td></td>
</tr>
<tr>
<td>Street Name</td>
<td>28</td>
<td>119</td>
<td></td>
</tr>
<tr>
<td>Street Suffix</td>
<td>4</td>
<td>147</td>
<td></td>
</tr>
<tr>
<td>Post-Directional Indicator</td>
<td>2</td>
<td>151</td>
<td></td>
</tr>
<tr>
<td>Street Suffix 2</td>
<td>4</td>
<td>153</td>
<td></td>
</tr>
<tr>
<td>Apartment/Suite Number</td>
<td>10</td>
<td>157</td>
<td></td>
</tr>
<tr>
<td>City</td>
<td>13</td>
<td>167</td>
<td></td>
</tr>
<tr>
<td>State</td>
<td>2</td>
<td>180</td>
<td></td>
</tr>
<tr>
<td>Zip Code</td>
<td>5</td>
<td>182</td>
<td></td>
</tr>
<tr>
<td>Zip Code Suffix</td>
<td>4</td>
<td>187</td>
<td></td>
</tr>
<tr>
<td>CBT Match</td>
<td>1</td>
<td>191</td>
<td>Default is “N” – No; if City participates in City Business Tax (CBT) program, submitting data to FTB and data matches, “Y” - Yes</td>
</tr>
</tbody>
</table>
1. This Agreement is entered into between the State Agency and the Contractor named below:

STATE AGENCY'S NAME
Franchise Tax Board

CONTRACTOR'S NAME
City of El Segundo

2. The term of this Agreement is: April 1, 2008 through June 30, 2008

3. The maximum amount of this Agreement is: $500.00

4. The parties agree to comply with the terms and conditions of the following exhibits, which are by this reference made a part of the Agreement.

- Exhibit A – Scope of Work
- Exhibit B – Budget Detail and Payment Provisions
- Exhibit C* – General Terms and Conditions
- Exhibit D – Special Terms and Conditions
- Exhibit E – Record Format Specifications

* Items shown with an Asterisk (*) are hereby incorporated by reference and made part of this agreement as if attached hereto. These documents can be viewed at www.das.ca.gov/contracts.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR

City of El Segundo

BY (Authorized Signature) DATE SIGNED (Do not type)

PRINTED NAME AND TITLE OF PERSON SIGNING

ADDRESS
350 Main Street
El Segundo, CA 90245

STATE OF CALIFORNIA

AGENCY NAME
Franchise Tax Board

BY (Authorized Signature) DATE SIGNED (Do not type)

PRINTED NAME AND TITLE OF PERSON SIGNING
Titus S. Toyama, Chief Financial Officer

ADDRESS
P.O. Box 2086, Rancho Cordova, CA 95741-2086

California Department of General Services Use Only

Exempt per. SCM 4.04.5.b.
EXHIBIT A

SCOPE OF WORK

This Agreement is entered into by and between the Franchise Tax Board, herein referred to as (FTB) and the City of El Segundo, herein after referred to as the City.

1. The City agrees to provide FTB with tax information, per Exhibit E, Record Format Specifications, which shall include but not limited to the following:
   a. Business and/or owners name
   b. Business address
   c. Federal employer identification number (FEIN) or social security number (SSN)
   d. Type of business

2. The records may be submitted on standard CD-Rom or through a secured electronic connection, in ASCII format, tab or comma delimited, per Exhibit E. Upon request by the City, the FTB will set up a secured electronic connection for the transmission of data.

3. The records will be sent to FTB’s Data Exchange Production and Services Unit on CD-Rom or secured electronic connection no later than May 1, 2008, along with the required transmittal form found at [http://www.ftb.ca.gov/forms/misc/8302.pdf](http://www.ftb.ca.gov/forms/misc/8302.pdf).

4. The information obtained under this agreement will be used solely for the purpose of administration of tax and other non-tax programs that FTB administers as set forth and provided by the California Revenue and Taxation Code Section 19504.

5. With an executed Local Government Sharing Agreement for tax year 2007, the FTB will match on the SSN or FEIN from the City Business Tax data submitted. Refer to City’s Local Government Sharing Agreement.

6. The project coordinators during the term of this Agreement will be:

   **Franchise Tax Board**
   Erica Gonzales
   Data Resources and Services
   P.O. Box 1468, MS A-181
   Sacramento, CA 95812-1468
   Phone: (916) 845-6556
   Fax: (916) 855-5695

   **City of El Segundo**
   Steve Jones
   Business Services Manager
   350 Main Street
   El Segundo, CA 90245
   Phone: (310) 524-2332

Return signed Agreement to:

   **Franchise Tax Board**
   Business Acquisitions Unit
   Attention: Susann Field
   P.O. Box 2086, MS A-374
   Rancho Cordova, CA 95741-2086
   Phone: (916) 845-3897
   Fax: (916) 845-3599
EXHIBIT B

BUDGET DETAIL AND PAYMENT PROVISION

1. **PAYMENT:** The FTB agrees to pay the City, not to exceed, $500.00 for City Business Tax data. Upon receipt of the Agreement executed by the City and receipt of a usable file in the required format, and an accompanying invoice, the FTB agrees to remit payment for the cost incurred in providing the data, based on the terms of this Agreement.

2. **INVOICING:** The City shall render an invoice in triplicate to:

   Franchise Tax Board  
   Fiscal Accounting  
   P O Box 2800  
   Sacramento, CA 95812-2800

3. **BUDGET CONTINGENCY CLAUSE:** It is mutually agreed that if the Budget Act of the current year and/or any subsequent years covered under this Agreement does not appropriate sufficient funds for the program, this Agreement shall be of no further force and effect. In this event, the State shall have no liability to pay any funds whatsoever to the City or to furnish any other considerations under this Agreement and the City shall not be obligated to perform any provisions of this Agreement.

   If funding for any fiscal year is reduced or deleted by the Budget Act for purposes of this program, the State shall have the option to either: cancel this Agreement with no liability occurring to the State, or offer an Agreement Amendment to City to reflect the reduced amount.

4. **PROMPT PAYMENT CLAUSE:** Payment will be made in accordance with and within the time specified in Government Code, Chapter 4.5 (commencing with Section 927).
SPECIAL TERMS AND CONDITIONS

1. **USE OF INFORMATION:** The FTB and the City agree that the information furnished or secured pursuant to this Agreement shall be used solely for the purposes described by this Agreement. The information obtained shall be used for tax administrative and non-tax programs that FTB administers and may be shared with other state taxing agencies as authorized by law, including the Department of Child Support Services. The FTB and the City further agree that information obtained under this Agreement will not be reproduced, published, sold or released in original or in any other form for any purpose other than identified in this Agreement or as authorized by law.

2. **EMPLOYEE ACCESS TO INFORMATION:** The FTB and the City agree that the information obtained will be kept in the strictest confidence and shall make information available to its own employees only on a "need to know" basis. The "need to know" standard is met by authorized employees who need information to perform their official duties in connection with the uses of the information authorized by this Agreement. The FTB and the City recognize their responsibilities to protect the confidentiality of this information as provided by law and ensures such information is disclosed only to those individuals and of such purpose, as authorized by the Revenue and Taxation Code.

3. **DESTRUCTION OF RECORDS:** All records received by either party and any database(s) created, copies made, or files attributed to the records received will be destroyed when they are no longer needed for the business purpose for which they were obtained. The records shall be destroyed in a manner to be deemed unusable or readable and to the extent that an individual record can no longer be reasonably ascertained.

4. **CANCELLATION:** Either party may terminate this Agreement, in writing for any reason, upon thirty days (30) prior written notice. This Agreement may be terminated by either party in the event of any breach of the terms of this Agreement.

5. **POTENTIAL SUBCONTRACTORS:** Nothing contained in this Agreement or otherwise shall create any contractual relation between the State and any subcontractors, and no subcontract shall relieve the City of its responsibilities and obligations hereunder. The City agrees to be as fully responsible to the State for the acts and omissions of the City's subcontractors and of persons either directly or indirectly employed by any of them as it is for the acts and omissions of persons directly employed by the City. The City's obligation to pay its subcontractors is an independent obligation from the State's obligation to make payments to the City. As a result, the State shall have no obligation to pay or to see the payment of any monies to any subcontractor.
# EXHIBIT E

## RECORD FORMAT SPECIFICATIONS

### CITY BUSINESS TAX RECORD FORMAT SPECIFICATIONS

<table>
<thead>
<tr>
<th>Data Element Name</th>
<th>Start Pos.</th>
<th>End Pos.</th>
<th>Field Size</th>
<th>Usage</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>SOCIAL SECURITY NUMBER (SSN)</td>
<td>1</td>
<td>9</td>
<td>9</td>
<td>AN</td>
<td>Must be present unless FEIN is provided. Fill unused field with blanks.</td>
</tr>
<tr>
<td>FEDERAL EMPLOYER ID NUMBER (FEIN)</td>
<td>10</td>
<td>18</td>
<td>9</td>
<td>AN</td>
<td>Must be present unless SSN is provided. Fill unused field with blanks.</td>
</tr>
<tr>
<td>OWNERSHIP TYPE</td>
<td>19</td>
<td>19</td>
<td>1</td>
<td>AN</td>
<td>Must be present: S = Sole Proprietorship, P = Partnership, C = Corporation, T = Trust, L = LLC.</td>
</tr>
<tr>
<td>OWNERS LAST NAME</td>
<td>20</td>
<td>34</td>
<td>15</td>
<td>AN</td>
<td>Must be present if Ownership Type in position 19 = S.</td>
</tr>
<tr>
<td>OWNERS FIRST NAME</td>
<td>35</td>
<td>45</td>
<td>11</td>
<td>AN</td>
<td>Must be present if Ownership Type in position 19 = S.</td>
</tr>
<tr>
<td>OWNERS MIDDLE INITIAL</td>
<td>46</td>
<td>46</td>
<td>1</td>
<td>AN</td>
<td>May be blank.</td>
</tr>
<tr>
<td>BUSINESS NAME</td>
<td>47</td>
<td>86</td>
<td>40</td>
<td>AN</td>
<td>Enter if business is operating under a fictitious name (DBA).</td>
</tr>
<tr>
<td>BUSINESS ADDRESS</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Address of the business location or the residence of the owner if sole proprietorship.</td>
</tr>
<tr>
<td>Number &amp; Street</td>
<td>87</td>
<td>126</td>
<td>40</td>
<td>AN</td>
<td>Must be present.</td>
</tr>
<tr>
<td>City</td>
<td>127</td>
<td>166</td>
<td>40</td>
<td>A</td>
<td>Must be present.</td>
</tr>
<tr>
<td>State</td>
<td>167</td>
<td>168</td>
<td>2</td>
<td>A</td>
<td>Enter standard state abbreviation.</td>
</tr>
<tr>
<td>ZIP Code</td>
<td>169</td>
<td>177</td>
<td>9</td>
<td>N</td>
<td>Enter the valid ZIP Code (nine or five-digit) assigned by the U.S. Postal Service. If only the first five-digits are known, left-justify information and fill the unused positions with blanks.</td>
</tr>
<tr>
<td>BUSINESS START DATE</td>
<td>178</td>
<td>185</td>
<td>8</td>
<td>N</td>
<td>Enter the year, month and day (CCYYMMDD) if start date is in the current reporting period. Otherwise, zero fill.</td>
</tr>
<tr>
<td>Field</td>
<td>Code1</td>
<td>Code2</td>
<td>Code3</td>
<td>Code4</td>
<td>Description</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>-------</td>
<td>-------</td>
<td>-------</td>
<td>-------</td>
<td>----------------------------------------------------------------------------</td>
</tr>
<tr>
<td>BUSINESS CEASE DATE</td>
<td>186</td>
<td>193</td>
<td>8</td>
<td>N</td>
<td>Enter the year, month and day (CCYMMDD) if out of business or ownership change in current period. Zero fill if not known, no ownership change or not out of business during current period.</td>
</tr>
<tr>
<td>REPORT PERIOD END DATE</td>
<td>194</td>
<td>201</td>
<td>8</td>
<td>N</td>
<td>Enter the year, month and day (CCYMMDD). Data submitted will be for preceding 12-month period.</td>
</tr>
<tr>
<td>CITY BUSINESS TAX NUMBER</td>
<td>202</td>
<td>204</td>
<td>3</td>
<td>N</td>
<td>Enter 3 digit number assigned by FTB.</td>
</tr>
<tr>
<td>NORTH AMERICAN INDUSTRY CLASSIFICATION SYSTEM (NAICS)</td>
<td>205</td>
<td>210</td>
<td>5</td>
<td>AN</td>
<td>Enter the digit NAICS code.</td>
</tr>
<tr>
<td>LICENSE STATUS</td>
<td>211</td>
<td>211</td>
<td>1</td>
<td>A</td>
<td>Enter an &quot;I&quot; for Inactive if the license is not in use, otherwise default to an &quot;A&quot; or Active.</td>
</tr>
</tbody>
</table>

* Key: A = Alpha, N = Numeric, AN = Alphanumeric.

Note: All alpha characters must be submitted in uppercase only.
AGENDA ITEM STATEMENT: Consideration and possible action regarding the addition of a Principal Planner position in the Planning and Building Safety Department. (Fiscal Impact: None)

RECOMMENDED COUNCIL ACTION:

1. Approve the addition of a Principal Planner position; and/or
2. Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

On February 6, 2008 the City Council received and filed a report on goals and objectives and a staffing program from the Planning and Building Safety Department. Among other things, recommendation was made to add one (1) additional Principal Planner position to the Department. In order to implement this action, attached is a request to fund the position for the remainder of the 2007/2008 fiscal year.

(continued on next page)

ATTACHED SUPPORTING DOCUMENTS:

None

FISCAL IMPACT: $ None

Operation Budget: N/A
Amount Requested: N/A
Account Number: N/A
Project Phase: 
Appropriation Required: Yes X No

ORIGINATED BY: Gary Chicots, Director, Planning and Building Safety
DATE: 2-13-08

REVIEWED BY: Jeff Stewart, City Manager
DATE: 2/14/08
BACKGROUND & DISCUSSION: (cont.)

The Principal Planner position will be partially funded through salary savings from various positions that were budgeted but not filled since the adoption of the 2007/2008 Fiscal Year budget. In addition, staff anticipates increased revenue enhancements from permit, plan check, and planning fees through the remainder of the fiscal year. Therefore, the funding offsets and revenue enhancements identified should be sufficient to fund the position. It should be noted that staff was successful in recruiting a second Principal Planner candidate and therefore, it would be appropriate to proceed with the recruitment and fill the position.

The 2007/2008 Fiscal Year Budget currently has funding for Two (2) Assistant Planner positions one (1) of which is vacant. Staff is in the process of recruiting for that vacant position. Staff is proceeding with the recruitment and will conduct an interview panel with the hopes of establishing an illegibility list. Staff will also be monitoring the workload of the Department after the hiring of the Principal Planners and, if necessary, utilize the illegibility list to fill any remaining vacant positions as needed.

With the approval of this request, the Department will have two (2) full time Principal Planners.

Recommendation

Staff recommends the City Council approve one (1) additional Principal Planner in the Planning and Building safety Department.
Consideration and possible action regarding the potential construction of a public restroom and lifeguard facility at El Segundo Beach just south of the Los Angeles County parking lot at the end of Grand Avenue (Fiscal Impact: none)

RECOMMENDED COUNCIL ACTION:

1) Authorize staff to negotiate with Chevron regarding the ground lease for the land needed for the restroom/lifeguard facility; 2) continue ongoing efforts with the County of Los Angeles regarding potential funding for the project; and 3) Alternatively, discuss and take other action related to this item.

BACKGROUND & DISCUSSION:

Over the past several months, I have been discussing the potential of obtaining funding from the County of Los Angeles for the purpose of constructing a public restroom and lifeguard facility at El Segundo Beach. I have had preliminary discussions with representatives with Chevron regarding a no cost ground lease on Chevron property, just south of Grand Avenue, as the location for the proposed facility. In addition, I have heard from representatives from the County that the prospects for funding a restroom/lifeguard station at El Segundo Beach are currently favorable. Accordingly, I am requesting that the City Council authorize staff to continue working with Chevron and the County regarding the project and to report back to the Council with a formal proposal, including any potential costs, for completing this project on our beach. The staff review should also include potential CEQA issues and conformance with the Local Coastal Plan. I believe that the restroom/lifeguard facility is an essential missing component on El Segundo’s section of the beach.

ATTACHED SUPPORTING DOCUMENTS:

None

FISCAL IMPACT: N/A
Operating Budget:
Amount Requested:
Account Number:
Project Phase:
Appropriation Required: ___Yes ___ No

ORIGINATED: Jim Boulgarides, Councilmember

DATE: February 13, 2008

REVIEWED BY:

DATE: 2/13/08

Jeff Steward, City Manager