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, MARCH 20, 2012 – 5:00 P.M.

Next Resolution # 4772
Next Ordinance # 1469

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.

SPECIAL ORDER OF BUSINESS:

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) -1- matter

1. City of El Segundo vs. City of Los Angeles, et. al. LASC Case No. BS094279

CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant exposure to litigation pursuant to Government Code §54956.9(b): -3- matter.

1. Claim 10-35 - Wyle
2. Claim 12-12 - Willmore
3. Claim ICC-000153 (Worker’s Compensation) John Gutierrez

Initiation of litigation pursuant to Government Code §54956.9(c): -2- matter.

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

APPOINTMENT OF PUBLIC EMPLOYEE (Gov’t. Code § 54957) -1- matter

1. Position: City Manager
CONFERENCE WITH CITY'S LABOR NEGOTIATOR (Gov't Code §54957.6): -1- matters

1. Unrepresented Employee: City Manager
   City's Negotiator: City Attorney

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Gov't Code §54956.8): -0- matters
AGENDA
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REGULAR MEETING OF THE EL SEGUNDO CITY COUNCIL
TUESDAY, MARCH 20, 2012 - 7:00 P.M.

Next Resolution # 4772
Next Ordinance # 1469

7:00 P.M. SESSION

CALL TO ORDER

INVOCATION – City Clerk
PLEDGE OF ALLEGIANCE – Mayor Pro Tem Bill Fisher

PRESENTATIONS

a. Commendation recognizing the El Segundo High School Girls Water Polo Team

ROLL CALL

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.

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 appoint Greg Carpenter as City Manager effective March 21, 2012 and approve an employment agreement with Mr. Carpenter. (Annual Fiscal Impact to be announced at Council Meeting)
Recommendation – 1) Appoint Greg Carpenter as City Manager effective March 21, 2012 and approve an employment agreement with Mr. Carpenter; 2) Alternatively, discuss and take other possible action related to this item.

C. UNFINISHED BUSINESS

2. Consideration and possible action regarding a continued public hearing and to receive testimony to: 1) approve Environmental Assessment No. 890 certifying the Environmental Impact Report (EIR) for the 540 East Imperial Avenue Specific Plan Project including the Mitigation Monitoring and Reporting Program (MMRP); 2) adopt a Statement of Overriding Considerations; and 3) approve General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) with conditions; and 4) to take such additional, related, action that may be
desirable. Applicant: El Segundo Unified School District (ESUSD) (Fiscal Impact: N/A)

Recommendation – 1) Open continued public hearing; 2) Discussion; 3) Adopt a Resolution certifying the EIR (Environmental Assessment No. EA-890); adopt a Statement of Overriding Considerations (SOC), implementing a Mitigation Monitoring and Reporting Program (MMRP), amend the General Plan (Amendment No. 10-03), and approve Subdivision 10-01 for Vesting Tentative Map (VTM) 71410 and VTM 71582; 4) Introduce, and waive first reading, of Ordinance for Zone Change No. 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, and Development Agreement No. 10-02; 5) Schedule second reading and adoption of Ordinance on April 3, 2012; 6) Alternatively, discuss and take other possible action related to this item.

D. REPORTS OF COMMITTEES, COMMISSIONS AND BOARDS

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.

3. Warrant Numbers 2586512 to 2586686 on Register No. 11 in the total amount of $655,539.72 and Wire Transfers from 2/17/12 through 3/01/12 in the total amount of $618,100.90.

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.

4. Regular City Council Meeting Minutes of March 6, 2012

Recommendation – Approval.

5. Consideration and possible action to waive the formal bidding process and purchase two portable Automated License Plate Recognition (ALPR) systems for the El Segundo Police Department, using funds from the 2009 Buffer Zone Protection Program Grant (BZPP). (Fiscal Impact: $99,810)

Recommendation – 1) Pursuant to El Segundo Municipal Code Section 1-7-10, waive the formal bidding process and purchase portable ALPR systems from PIPS Technology; 2) Approve the purchase of two portable ALPR trailers using funds from the 2009 BZPP grand; 3) Alternatively, discuss and take other action related to this item.
6. Consideration and possible action regarding acceptance of a project for the emergency repair and replacement of the netting and poles at “The Lakes” Golf Course Driving Range; Contract No. 4215. (Fiscal Impact: $420,000.00)
Recommendation – 1) Accept the work as complete; 2) Authorize the City Clerk to file a Notice of Completion with the County Recorder’s Office; 3) Authorize the transfer of $139,000 from the General Fund’s undesignated reserve to the Facilities Maintenance Fund (405 Account) for the balance of the emergency repair; 4) Alternatively, discuss and take other action related to this item.

7. Consideration and possible action to (1) reject the bid from Solis Lighting Electrical Solutions as non-responsive due to a mathematical mistake, (2) award a standard Public Works Contract to the lowest responsible bidder, J. Kim Electric, Inc., for the City of El Segundo Energy Efficiency Lighting Retrofit Project and (3) amend Resolution No. 4644 to amend Attachment A attached thereto, the list of energy efficiency projects, to be consistent with the California Energy Commission (CEC) Grant Agreement Number CBG-9-155 A.1. Project No.: PW 12-01. (Fiscal Impact: $87,999.60)
Recommendation – 1) Reject the bid from Solis Lighting Electrical Solutions for being non-responsive; 2) Authorize the City Manager to execute a standard Public Works Contract in a form as approved by the City Attorney with J. Kim Electric, Inc., in the amount of $87,999.60; 3) Amend resolution No. 4644 adopting the draft resolution; 4) Alternatively, discuss and take other action related to this item.

8. Consideration and possible action authorizing the City Manager to execute a Professional Services Agreement with APA Engineering, Inc. for the design of Maple Ave. storm drain and street improvements. (Fiscal Impact: $0; Reimbursement Grant of $2.5 million to fund project)
Recommendation – 1) Authorize the City Manager to execute a Professional Services Agreement with APA Engineering, Inc. in a form approved by the City Attorney in the amount of $154,370.00; 2) Alternatively, discuss and take other action related to this item.

9. Consideration and possible action regarding awarding a contract to Big West Construction Corporation for construction related to Group 42 (34 homes) of the City’s Residential Sound Insulation Program (Project No. RSI 12-01). (Estimated Construction costs and retention: $1,449,785.70)
Recommendation – 1) Award a contract to Big West Construction Corporation for project RSI 12-01 (Group 42); 2) Authorize the City Manager to execute the contract in a form approved by the City Attorney; 3) Alternatively, discuss and take other action related to this item.
10. Consideration and possible action regarding awarding a contract to Big West Construction Corporation for construction related to Group 43 (40 homes) of the City’s Residential Sound Insulation Program (Project No. RSI 12-02). (Estimated construction costs and retention: $1,705,828.30)  
Recommendation – 1) Award a contract to Big West Construction Corporation for project RSI 12-02 (Group 43); 2) Authorize the City Manager to execute the contract in a form approved by the City Attorney; 3) Alternatively, discuss and take other action related to this item.

11. Consideration and possible action to authorize the City Manager to execute a three (3) year License Agreement with La Mirada Armada to operate The El Segundo Armada Swim Team in a form approved by the City Attorney. (Fiscal Impact: Estimated increase of $6,000 in Recreation Revenues per year)  
Recommendation – 1) Authorize the City Manager to execute an agreement with The La Mirada Armada in a form approved by the City Attorney; 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 Fuentes –
   Council Member Brann –
   Council Member Jacobson –
   Mayor Pro Tem Fisher –
   Mayor Busch –
12. Consideration and possible action to 1) direct City Manager to include $5,000.00 in the FY 2012-2013 budget for funding to be used for Council Members or former Council Members to visit the City of Guaymas, Mexico, which is the Sister City of El Segundo 2) Direct the City Manager to prepare an Administrative Policy that allows funds to be used to reimburse a former Council Member for travel expenses should no active Council Member choose to travel to Guaymas in a given year. (Fiscal Impact: $5,000 for FY 2012-2013 budget)

Recommendation – 1) Authorize funding of $5,000.00 for FY 2012-2013 budget; 2) Authorize the City Manager to prepare an Administrative Policy that allows budgeted funds for Sister City to be used by a former Council Member in no active Council Member opt to travel; 3) Alternatively, discuss and take other action related to this item.

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MEMORIALS –

CLOSED SESSION

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REPORT OF ACTION TAKEN IN CLOSED SESSION (if required)

ADJOURNMENT

POSTED:

DATE: 3/15/12

TIME: 11 45 a.m.

NAME: M. Jennings
EL SEGUNDO CITY COUNCIL
AGENDA STATEMENT

MEETING DATE: March 20, 2012
AGENDA HEADING: Special Order of Business

AGENDA DESCRIPTION:
Consideration and possible action to appoint Greg Carpenter as City Manager effective March 21, 2012 and approve an employment agreement with Mr. Carpenter. (Annual Fiscal Impact to be announced at Council Meeting)

RECOMMENDED COUNCIL ACTION:
1. Appoint Greg Carpenter as City Manager effective March 21, 2012 and approve an employment agreement with Mr. Carpenter;
2. Alternatively, discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:
Draft Employment Agreement

FISCAL IMPACT: To be announced at Council Meeting
Amount Budgeted:
Additional Appropriation:
Account Number(s):

ORIGINATED BY: Mark Hensley, City Attorney
REVIEWED BY:
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:
The City Council has met in Closed Session on February 21, and April 6, 2012 to discuss the potential appointment of a City Manager. Mr. Carpenter was appointed Interim City Manager on February 9, 2012. Mr. Carpenter has been employed by the City since October 13, 2008 in the capacity of the Director of Planning and Building Safety. The Council directed that this item be placed on this agenda for discussion and possible action.

The proposed employment agreement provides for a three year employment term but Mr. Carpenter can be terminated at the will of the Council at any time. However, if he is not terminated for cause then he is eligible to receive a severance amount equal to six months of base salary. The Council will be meeting in Closed Session prior to the meeting to discuss the potential base salary amount.

The agreement also provides that Mr. Carpenter will be paying the full employee share of the PERS retirement benefit cost which is equal to 7% of his salary.
EMPLOYMENT AGREEMENT

THIS EMPLOYMENT AGREEMENT ("AGREEMENT") is entered into this 20th day of March, 2012, between the City of El Segundo ("CITY") and Greg Carpenter ("EMPLOYEE").

SECTION 1. TERM

EMPLOYEE shall commence employment as city manager for CITY on March 21, 2012. Except as otherwise provided for in this AGREEMENT, EMPLOYEE’s employment with CITY shall be on an at-will basis and will continue until terminated as provided in this AGREEMENT.

SECTION 2. DUTIES

EMPLOYEE shall perform to EMPLOYEE’s best ability the duties and functions of the City Manager of the CITY, as defined by California state law and CITY Ordinances, Resolutions and Personnel Rules and Regulations, including without limitation acting as the CITY’s highest ranking administrative officer and management employee, and shall perform such other legally permissible duties and acts as the CITY Council may direct from time to time.

SECTION 3. TERMINATION OF EMPLOYMENT

(A) Through and including March 31, 2015, CITY may only terminate this AGREEMENT based upon (i) EMPLOYEE’s willful misconduct, including without limitation, intentionally failing to fulfill EMPLOYEE’s duties set forth in SECTION 2 of the AGREEMENT; or (ii) EMPLOYEE’s conviction or commission of a crime involving moral turpitude; or (iii) without cause at any time. However, if CITY elects to terminate the AGREEMENT without cause such that the termination date would occur before March 31, 2012, and the EMPLOYEE delivers to the City an executed copy of the Separation and Release Agreement in the form attached hereto as Exhibit A within 30 days of his termination, the City must pay EMPLOYEE a lump sum amount equal to the lesser of (i) the amount of base pay that EMPLOYEE would have earned through March 31, 2015 or (ii) six months of EMPLOYEE’s base salary.

(B) EMPLOYEE may terminate this AGREEMENT at any time upon thirty-days written notice to the Mayor of CITY or the City Attorney. EMPLOYEE’s resignation shall be deemed accepted upon delivery of resignation to the Mayor or the City Attorney. EMPLOYEE shall not be entitled to any compensation upon such a termination except as set forth in Section 3 (C);

(C) Upon any termination of this EMPLOYEE’s employment, CITY shall pay EMPLOYEE upon the effective date of such termination, an amount equal to the value of the employee’s accumulated, but unpaid and unused vacation and sick time in accordance with the vacation and sick time cash out policies applicable to the Management/Confidential employees of the City.
SECTION 4. COMPENSATION AND BENEFITS

(A) EMPLOYEE’s annual base salary is $_________ which shall be paid in equal bi-weekly payments. Employee’s salary and performance shall be reviewed annually and Council shall have the right, but not the obligation to increase EMPLOYEE’s salary pursuant to a written amendment to this AGREEMENT;

(B) CITY shall pay EMPLOYEE for professional membership dues and fees and attendance at conferences as such may be budgeted by the CITY. EMPLOYEE shall also be reimbursed upon presentation to CITY of verified receipts for sums necessarily incurred by EMPLOYEE in the performance of EMPLOYEE’s duties or as otherwise budgeted for by CITY, so long as the expenses are in accordance with the CITY’s policies and state laws;

(C) EMPLOYEE shall be entitled to all other benefits of employment now in effect or as hereafter approved by the CITY Council, which are provided to other Management/Confidential employees of the CITY. EMPLOYEE shall pay the employee share (currently 7% of the employee’s salary) of the PERS retirement benefit cost.

SECTION 5. ENTIRE AGREEMENT AND AMENDMENTS

CITY and EMPLOYEE acknowledge that no representation, inducement, promise or agreement, oral or written, has been made or is being relied upon which is not set forth in this AGREEMENT. This AGREEMENT supercedes all prior agreements with respect to the subject matter hereof and, to the extent permitted by law, any and all CITY Ordinances, Resolutions or Personnel Rules and Regulations of CITY that have been or may be adopted. No amendment or modification to this AGREEMENT shall be effective unless such is in writing and signed by the parties.

SECTION 6. EFFECT OF WAIVER/SEVERABILITY

Failure by either party to insist on strict compliance with any term or condition of this AGREEMENT shall not be deemed a waiver of such term or condition, nor shall any such failure be deemed a waiver of that right at any other time. If any provision of this AGREEMENT is held by a court of competent jurisdiction to be unenforceable, the remaining provisions shall remain in full force and effect.

SECTION 7. EMPLOYEE REPRESENTATION

EMPLOYEE represents that he has reviewed this AGREEMENT and has had the opportunity to consult with legal counsel of EMPLOYEE’s own choosing with respect to this AGREEMENT. This AGREEMENT shall be deemed to have been drafted by both parties and it shall not be interpreted against either party hereto based upon the drafting hereof.
SECTION 8. GOVERNING LAW

This AGREEMENT shall be governed by and construed in accordance with the laws of the State of California and the venue for any legal action relating to this AGREEMENT shall be the Superior Court of the State of California, County of Los Angeles.

SECTION 9. COUNTERPARTS

This AGREEMENT may be executed in counterparts, which counterparts shall constitute the AGREEMENT.

IN WITNESS WHEREOF, CITY has caused this AGREEMENT to be executed on its behalf by its Mayor and duly attested by its City Clerk; and EMPLOYEE has executed this AGREEMENT on the date first written above.

CITY:

By: ____________________________
   Eric Busch, Mayor

EMployee:

By: ____________________________
   Greg Carpenter

ATTEST:

By: ____________________________
   Cindy Mortesen, City Clerk

APPROVED AS TO FORM:

By: ____________________________
   Mark Hensley, City Attorney
EXHIBIT A

SEPARATION AND RELEASE AGREEMENT

1. PARTIES

This Separation, Severance and General Release Agreement ("AGREEMENT") is made and executed as of ____________, 2012, by and between GREG CARPENTER ("CARPENTER") and the CITY OF EL SEGUNDO ("CITY").

2. RECITALS

2.1 CARPENTER commenced employment with the CITY as city manager on or about March 20, 2012 pursuant to that EMPLOYMENT AGREEMENT entered into between the parties on or about March 21, 2012.

2.2 This AGREEMENT is made to amicably resolve all matters between CARPENTER and the CITY regarding CARPENTER's employment and the cessation of said employment.

2.3 The parties understand and agree that a material purpose of this AGREEMENT is to resolve any disputes and CLAIMS arising from or relating to CARPENTER's employment with CITY, if any, and provide for a separation payment for CARPENTER.

3. CONSIDERATION

3.1 In exchange for CARPENTER's execution, faithful performance and compliance with this AGREEMENT, including without limitation the granting of the releases set forth herein, and in full satisfaction and settlement of CARPENTER's CLAIMS, if any, the CITY shall pay CARPENTER the sum of $___________ [amount equivalent to six month base pay] ("SEVERANCE PAYMENT") in the form of a check made payable to DOUG CARPENTER, to be delivered within 10 days of the EFFECTIVE DATE of this AGREEMENT. Required tax withholdings and deductions will be made from the SEVERANCE PAYMENT.

3.2 Respecting the SEVERANCE PAYMENT referenced in paragraphs 3.1 above, CARPENTER understands and agrees that the employees portion of any federal, state or local taxes, if any, that may be owed or payable on the sums caused to be paid hereunder by the CITY are the sole and exclusive responsibility of CARPENTER.

3.3 CARPENTER and the CITY shall otherwise each bear their own attorney fees and costs incurred in connection with any disputes and this AGREEMENT.

3.4 Except as set forth in this Paragraph 3, the parties agree that no other monies or benefits are due, owing or unpaid by reason of CARPENTER's employment or association with CITY and that no other monies or benefits will be paid or maintained by
CITY to/or CARPENTER, in CARPENTER’s name, or on CARPENTER’s behalf. CARPENTER expressly agrees that the SEVRANCE PAYMENT described in Paragraph 3 supersede and are in substitution for any payments or benefits under any employment agreement(s), business agreement(s) or arrangement(s), oral or written promises, or severance policy or plan respecting or regarding his employment or association with CITY.

4. **Specific Acknowledgement of Waiver of Claims under ADEA and OWBPA**

   The Age Discrimination in Employment Act of 1967 ("ADEA") makes it illegal for an employer to discharge any individual or otherwise discriminate with respect to the nature and privileges of an individual’s employment on the basis that the individual is age forty (40) or older. The Older Workers Benefit Protection Act ("OWBPA", 29 U.S.C. sections 626, et. seq., Pub. L. 101-433, 104 Stat. 978 (1990)) further augments the ADEA and prohibits the waiver of any right or claim under the ADEA, unless the waiver is knowing and voluntary. By entering into this AGREEMENT, CARPENTER acknowledges that he knowingly and voluntarily, for just compensation, waives and releases any rights he may have under the ADEA and/or OWBPA. CARPENTER further acknowledges that he has been advised and understands, pursuant to the provisions of the ADEA and OWBPA, that:

   (a) This waiver/release is written in a manner understood by CARPENTER;

   (b) CARPENTER is aware of, and/or has been advised of, his rights under the ADEA and OWBPA, and of the legal significance of his waiver of any possible claims he currently may have under the ADEA, OWBPA and/or similar age discrimination laws;

   (c) CARPENTER is entitled to a reasonable time of at least twenty-one (21) days within which to review and consider this AGREEMENT and the waiver and release of any rights he may have under the ADEA, the OWBPA and similar age discrimination laws; but may, in the exercise of his own discretion, sign or reject this AGREEMENT at any time before the expiration of the twenty-one (21) days;

   (d) The waivers and releases set forth in this AGREEMENT shall not apply to any rights or claims that may arise under the ADEA and/or OWBPA after the EFFECTIVE DATE of this AGREEMENT;

   (e) CARPENTER has been advised by this writing that he should consult with an attorney prior to executing this AGREEMENT;

   (f) CARPENTER has discussed, or had the opportunity to discuss, this waiver and release with, and been advised with respect thereto by, his counsel of choice, and that he does not need any additional time within which to review and consider this AGREEMENT;

   (g) CARPENTER has seven (7) days following his execution of this AGREEMENT to revoke the AGREEMENT;

   (h) Notice of revocation within the seven (7) day revocation period must be provided, in writing, to the CITY pursuant to this paragraph and must state, “I hereby revoke my acceptance of our ‘Separation and Release Agreement,’” and
(i) This AGREEMENT shall not be effective until all parties have signed the AGREEMENT and ten (10) days have passed since CARPENTER’s execution of the AGREEMENT (the “EFFECTIVE DATE”).

5. RELEASE

In exchange for the SEVERANCE PAYMENT, representations and covenants made herein, and except only as to such rights or claims as may be created by this AGREEMENT, CARPENTER hereby, and for his heirs, representatives, successors, and assigns, releases, acquits, and forever discharges the CITY, and all of its agents, officers, current and former elected and appointed officials, current and former employees, representatives, insurers, attorneys, and all persons acting by, through, under, or in concert with any of them, and each of them, from any and all claims (including without limitation all claims for workers compensation benefits, if any), charges, complaints, liabilities, obligations, promises, benefits, agreements, controversies, costs, losses, debts, expenses, damages, actions, causes of action, suits, rights, and demands of any nature whatsoever, known or unknown, suspected or unsuspected, which CARPENTER now has or may acquire in the future, which relate to or arise out of any act, omission, occurrence, condition, event, transaction, or thing which was done, omitted to be done, occurred (including without limitation any circumstance(s) giving rise to liability for workers compensation benefits) or was in effect at any time from the beginning of time up to and including the EFFECTIVE DATE of this AGREEMENT (“CLAIMS”), without regard to whether such CLAIMS arise under the federal, state or local constitutions, statutes, rules, ordinances or regulations, workers compensation statutes or the common law. CARPENTER expressly acknowledges that the CLAIMS forever barred by this AGREEMENT specifically include, but are not limited to, claims related to the DISPUTES, his employment with the CITY and its cessation, any claims for wages, overtime or benefits (including without limitation workers compensation benefits), any alleged breach of any duty, any alleged employment discrimination, harassment, retaliation or unlawful discriminatory act, any alleged breach of any express or implied employment contract, breach of any duty arising out of contract, statute, regulation, ordinance or tort, constructive discharge, wrongful termination or constructive discharge in violation of public policy, or any claim or cause of action including, but not limited to, any and all claims whether arising under any federal, state or local law prohibiting or respecting wrongful termination, breach of employment contract, or employment discrimination, employee injury, death, workers compensation, wrongful hiring, harassment or retaliation based upon sex, race, age, color, religion, handicap or disability, national origin or any other protected category or characteristic, including but not limited to the Federal Fair Labor Standards Act, the California Fair Employment and Housing Act, the Americans With Disabilities Act, Title VII of the Civil Rights Act of 1964, and any other federal, state, or local human rights, civil rights, or employment discrimination or employee rights statute, rule, regulation, ordinance or decisional law.

Additionally, the CITY hereby agrees not to initiate, or proceed with any actions, causes of action, claims, etc., that could be or that have been asserted against CARPENTER arising out of CARPENTER’ employment with the CITY, in any forum, whatsoever. To the extent that any such actions, causes of action, claims, etc., are, or become pending in any forum whatsoever, the CITY agrees to execute all documents necessary for the withdrawal of such actions, causes of action, claims, with prejudice, forthwith.
6. **UNKNOWN CLAIMS**

6.1 CARPENTER on the one hand, and the CITY, on the other hand, each hereby waive and release any rights which the other and its successors, heirs, executives, administrators, may have directly or indirectly, if any, jointly or severally, directly or indirectly, under the provisions of California Civil Code section 1542, and any similar state or federal statute, which reads in sum, substance or substantial part as follows:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM MUST HAVE MATERIALLY Affected HIS SETTLEMENT WITH THE DEBTOR.

6.2 CARPENTER and the CITY acknowledge that the facts with respect to which each gives this GENERAL RELEASE may turn out to be different from the facts they now believe to be true. CARPENTER and the CITY hereby assume the risk of the facts turning out to be different, and agree that this AGREEMENT shall in all respects be effective and not subject to termination or rescission because of any such difference in facts.

7. **WAIVER OF ADDITIONAL CLAIMS**

CARPENTER and the CITY hereby waive any provisions of state or federal law that might require a more detailed specification of the claims being released pursuant hereto.

8. **REPRESENTATIONS AND WARRANTIES**

Each of the parties to this AGREEMENT represent and warrant and agree with each other party as follows:

8.1 **No Other Claims:** CARPENTER and the CITY hereby represent and warrant that CARPENTER nor the CITY has not filed, nor will they file in the future, any complaint, charge, claim, legal action, or proceeding arising out of CARPENTER’ employment with the CITY, the DISPUTES or the CLAIMS released hereby or in any way related to his employment with the CITY or separation therefrom with any court, agency, board, hearing officer or tribunal against the CITY or any of its agents, officers, current and former elected or appointed officials, current and former employees, representatives, insurers, attorneys, and all persons acting by, through, under, or in concert with any of them. CARPENTER retains his right to request indemnification from the City pursuant to California Government Code Section 825 et seq. with respect to any action brought against CARPENTER in his capacity as an employee.

8.2 **Advice of Counsel:** Each party has received, or has had the opportunity to receive, independent legal advice from their respective attorney(s) with respect to the advisability of making the settlement and releases provided herein, with respect to the advisability of executing this AGREEMENT, and with respect to the meaning of California Civil Code section 1542.
8.3 **No Fraud in Inducement:** No party (nor any officer, agent, employee, representative, or attorney of or for any party) has made any statement or representation or failed to make any statement or representation to any other party regarding any fact relied upon in entering into this AGREEMENT, and neither party relies upon any statement, representation, omission or promise of any other party (or of any officer, agent, employee, representative, or attorney of or for any party) in executing this AGREEMENT, or in making the settlement provided for herein, except as expressly stated in this AGREEMENT.

8.4 **Independent Investigation:** Each party to this AGREEMENT has made such investigation of the facts pertaining to this severance and settlement and this AGREEMENT and all the matters pertaining hereto as it deems necessary.

8.5 **Comprehension and Authority:** Each party or responsible officer thereof has read this AGREEMENT and understands the contents hereof. Any of the officers executing this AGREEMENT on behalf of the CITY are empowered to do so and thereby bind the entity.

8.6 **Mistake Waived:** In entering into this AGREEMENT and the severance and settlement provided for herein, each party assumes the risk of any misrepresentation, concealment or mistake. If any party should subsequently discover that any fact relied upon by it in entering into this AGREEMENT was untrue, or that any fact was concealed from it, or that its understanding of the facts or of the law was incorrect, such party shall not be entitled to rescind or set aside the AGREEMENT. This AGREEMENT is intended to be and is final and binding between the parties, regardless of any claims of misrepresentation, promise made without the intent to perform, concealment of fact, mistake of fact or law, or any other circumstance whatsoever.

8.7 **Later Discovery:** CARPENTER and the CITY are aware that they may hereafter discover claims or facts in addition to or different from those they now know or believe to be true with respect to the matters related herein. Nevertheless, it is both parties intention to fully, finally and forever settle and release all such matters, and all claims relative hereto, which do now exist, may exist or have previously existed between both parties. In furtherance of such intention, the releases given here shall be and remain in effect as full and complete releases of all such matters, notwithstanding the discovery or existence of any additional or different claims or facts relative thereto.

8.8 **Ownership of Claims:** CARPENTER represents and warrants as a material term of this AGREEMENT that he has not heretofore assigned, transferred, released or granted, or purported to assign, transfer, release or grant, any of the CLAIMS disposed of by this AGREEMENT. In executing this AGREEMENT, CARPENTER further represents and warrants that none of the CLAIMS released by his hereunder will in the future be assigned, conveyed, or transferred in any fashion to any other person and/or entity.
8.9 **Future Cooperation:** The parties will execute all such further and additional documents as shall be reasonable or necessary to carry out the provisions of this AGREEMENT.

9. **MISCELLANEOUS**

9.1 **No Admission:** Nothing contained herein shall be construed as an admission by the parties of any liability of any kind. The parties each deny any liability in connection with any claim or wrongdoing. Each party also intends hereby solely to amicably resolve all matters between the parties.

9.2 **Governing Law:** This AGREEMENT and the rights and obligations of the parties shall be construed and enforced in accordance with, and governed by, the laws of the State of California. The venue for any dispute arising out of or relating to this AGREEMENT shall be the Los Angeles Superior Court.

9.3 **Full Integration:** This AGREEMENT is the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior and contemporaneous oral and written agreements and discussions. This AGREEMENT may be amended only by a further agreement in writing, signed by the parties hereto.

9.4 **Continuing Benefit:** This AGREEMENT is binding upon and shall inure to the benefit of the parties hereto, their respective agents, employees, representatives, officers, and officials.

9.5 **Joint Drafting:** Each party has cooperated in the drafting and preparation of this AGREEMENT. Hence, in any construction to be made of this AGREEMENT, the same shall not be construed against any party.

9.6 **Severability:** In the event that any term, covenant, condition, provision or agreement contained in this AGREEMENT is held to be invalid or void by any court of competent jurisdiction, the invalidity of any such term, covenant, condition, provision or agreement shall in no way affect any other term, covenant, condition, provision or agreement and the remainder of this AGREEMENT shall still be in full force and effect.

9.7 **Titles:** The titles included in this AGREEMENT are for reference only and are not part of the terms of this AGREEMENT, nor do they in any way modify the terms of this AGREEMENT.

9.8 **Counterparts:** This AGREEMENT may be executed in counterparts, and by facsimile and when each party has signed and delivered at least one such counterpart, each counterpart shall be deemed an original, and, when taken together with other signed counterparts, shall constitute one AGREEMENT, which shall be binding upon and effective as to all parties.

9.9 **Executed Copy:** All parties shall receive a fully executed copy of this AGREEMENT.
9.10 Notice: Any and all notices given to any party under this AGREEMENT shall be given as provided in this paragraph. All notices given to either party shall be made by certified or registered United States mail, or personal delivery, at the noticing party’s discretion, and addressed to the parties as set forth below. Notices shall be deemed, for all purposes, to have been given on the date of personal service or three (3) consecutive calendar days following deposit of the same in the United States mail.

As to CARPENTER:

GREG CARPENTER

As to the CITY:

Attn: City Clerk
City of El Segundo
350 Main Street
El Segundo, California 90245

WHEREFORE, the parties hereto have read all of the foregoing,

understand the same, and agree to all of the provisions contained herein.

DATED: ___________________________ CITY OF EL SEGUNDO

By: ________________________________
    ___________, Mayor

DATED: ___________________________ GREG CARPENTER
By: ____________________________
   GREG CARPENTER

APPROVED AS TO FORM:

By: ____________________________
   Mark Hensley, City Attorney
AGENDA DESCRIPTION:

Consideration and possible action regarding a continued public hearing and to receive testimony to: 1) approve Environmental Assessment No. 890 certifying the Environmental Impact Report (EIR) for the 540 East Imperial Avenue Specific Plan Project including the Mitigation Monitoring and Reporting Program (MMRP); 2) adopt a Statement of Overriding Considerations; and 3) approve General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, Subdivision No 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) with conditions; and 4) to take such additional, related, action that may be desirable. Applicant: El Segundo Unified School District (ESUSD) (Fiscal Impact: N/A)

RECOMMENDED COUNCIL ACTION:

1. Open continued public hearing;
2. Discussion;
3. Adopt a Resolution certifying the EIR (Environmental Assessment No. EA-890); adopt a Statement of Overriding Considerations (SOC); implement a Mitigation Monitoring and Reporting Program (MMRP); amend the General Plan (Amendment No. 10-03) and approve Subdivision 10-01 for Vesting Tentative Map (VTM) 71410 and VTM 71582;
4. Introduce, and waive first reading, of Ordinance for Zone Change No 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, and Development Agreement No. 10-02;
5. Schedule second reading and adoption of Ordinance on April 3, 2012; and/or,
6. Alternatively, discuss and take other possible action related to this item.

ATTACHED SUPPORTING DOCUMENTS:

1. Draft City Council Resolution and attachments including Mitigation Monitoring and Reporting Program (Project Submittal - Revised with Time Delay to begin Option 2).
2. Draft Ordinance and Exhibits including the 540 East Imperial Avenue Specific Plan and the Draft Development Agreement (Project Submittal - Revised with Time Delay to begin Option 2).
3. Excerpt Pages of Draft City Council Resolution and amended attachments (Project Submittal - Revised with 10% Affordable Units in Option 1).
4. Excerpt Pages of Draft Ordinance and Amended Exhibits including the 540 East Imperial Avenue Specific Plan and the Draft Development Agreement (Project Submittal - Revised with 10% Affordable Units in Option 1).
5. Excerpt Pages of Draft City Council Resolution and amended attachments (Project Submittal - Revised with 10% Affordable Units and Reduction to 289 Units in Option 1).
6. Excerpt Pages of Draft Ordinance and Amended Exhibits including the 540 East Imperial Avenue Specific Plan and the Draft Development Agreement (Project Submittal - Revised with 10% Affordable Units and Reduction to 289 Units in Option 1).
7. Excerpt Pages of Draft City Council Resolution and amended attachments (Project Submittal - Revised with 5% Affordable Units and Reduction to 289 Units in Option 1).
8. Excerpt Pages of Draft Ordinance and Amended Exhibits including the 540 East Imperial Avenue Specific Plan and the Draft Development Agreement (Project Submittal - Revised with 5% Affordable Units and Reduction to 289 Units in Option 1).
10. Email from Jim Boulgarides to Geoff Yantz regarding relocation of the Little League ball field dated March 12, 2012.

**FISCAL IMPACT:** N/A

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ORIGINATED BY: Kimberly Christensen, AICP, Planning Manager

REVIEWED BY: Greg Carpenter, Interim City Manager

APPROVED BY: Greg Carpenter, Interim City Manager

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I. **Introduction**

On March 6, 2012, the City Council opened a public hearing, considered the 540 East Imperial Avenue Specific Plan and then continued the public hearing to the March 20, 2012 meeting. The City Council raised concerns about maximizing the potential revenue for the School District and concerns about the unit density for Option 1 of the 540 East Imperial Avenue Specific Plan. The City Council directed Planning staff: 1) to evaluate and provide information regarding three additional options relating to the density of the project (total number of units permitted) and the affordability component (percentage/number of units) for Option 1; and 2) to evaluate and provide information regarding a time delay before Option 2 can be implemented in order to require that Option 1 be pursued thoroughly before defaulting to Option 2. Additionally, the City Council requested that the applicant, the El Segundo Unified School District (ESUSD), assess the relocation options for the little league ball field to Challenger Field.

II. **Analysis**

**Project Density and Affordable Housing Component**

City Council directed Planning staff: 1) to evaluate and provide information regarding three additional options relating to the density of the project (total number of units permitted) and the affordability component (percentage/number of units) for Option 1. More specifically, staff was directed to evaluate:

1) revising the proposed project to reduce the percentage of affordable units required in Option 1 from fifteen (15) percent to ten (10) percent (see Exhibit Nos. 3 and 4) without reducing density;

2) revising the proposed project to reduce the percentage of affordable units required in Option 1 from fifteen (15) percent to ten (10) percent and to reduce the density of the maximum number of units allowed by a corresponding amount (five (5) percent of the total units=15 units) resulting in a maximum of 289 units (see Exhibit Nos. 5 and 6); and
3) revising the proposed project to reduce the percentage of affordable units required in Option 1 from fifteen (15) percent to five (5) percent and to reduce the density of the maximum number of units allowed by a corresponding amount (five (5) percent of the total units = 15 units) resulting in a maximum of 289 units (see Exhibit Nos. 7 and 8).

City staff evaluated all three options with input from the City’s environmental and traffic consultants, and from ESUSD and its representatives. No changes to the Final Environmental Impact Report (FEIR), Mitigation Monitoring and Reporting Program (MMRP), or Statement of Overriding Considerations would be required for any of the three additional options. However, reducing the density to a total of 289 units for Option 1 and reducing the percentage of affordable housing to five (5) percent for Option 1 would significantly diminish the City’s ability to achieve the goals of the General Plan Housing Element and the community need. This would reduce the total number of affordable housing units to only 15 units in Option 1.

**Project Comparison with Park Vista Facility**

City Council also inquired about the density of the Park Vista property as a comparison to the proposed project. The Park Vista property is 1.17 acres. Park Vista has 97 units with a density of approximately 83 dwelling units per acre. Park Vista has a Floor Area Ratio (FAR) of approximately 1.75. The proposed 540 East Imperial Avenue Specific Plan Project site is 5.65 acres. Option 1 as proposed includes 304 units with a density of approximately 53.8 dwelling units per acre. The Specific Plan limits the entire property to a FAR of 0.75 which is less than half the FAR of Park Vista. It should be noted that even when assisted living facilities are designed to include complete dwelling units (with kitchenettes and sleeping quarters), they are typically smaller than a multiple-family dwelling unit. Option 1 of the proposed project is designed with approximately 400 square-foot assisted living units. Reducing the project to a maximum of 289 units for Option 1 would result in a density of 51.15 dwelling units per acre.

**Delay of Building Permit for Specific Plan Option 2**

City staff discussed options regarding the delay of allowing building permits to be issued for Option 2 to ensure that every effort would be made to pursue and implement Option 1 of the Specific Plan in order to construct assisted living and senior housing uses on the property. ESUSD anticipates a schedule that will require approximately 9 months to bid the Option 1 project, prepare final development plans, complete the final site plan review process, obtain building permits. If there are no viable offers to implement Option 1, the District would repeat the same process for Option 2 (see Exhibit No. 9) which would take an additional 9 months for a total of 18 months and would be potentially ready to obtain permits by September 2013. Consequently, the proposed Specific Plan and Development Agreement were revised so that building permits cannot be issued for Option 2 before September 1, 2013. This change was incorporated in all four options (see Exhibit Nos. 1 through 8).

The draft resolution and ordinance and all of their respective attachments were modified to reflect the request to include a time delay before Option 2 can be implemented (see Section D on page 18 of the Specific Plan and Section 4.10 on page 8 of the Development Agreement in Exhibit Nos. 1 through 8). Additionally, excerpts of three additional versions of the draft resolution and the draft ordinance and their respective amended attachments are provided for Council’s consideration (see Exhibit Nos. 3 through 8). These three versions reflect the
additional options relating to the total number of units and the affordability component for Option 1 and the affordability component for Option 2 in the Specific Plan. The excerpts include only the respective pages of the draft resolution and ordinance (and any attachments) that needed to be modified to reflect Council's direction. All pages of the resolution and ordinance and any attachments that are not duplicated would not change from the language provided in Exhibit Nos. 1 and 2.

**Little League Ball Field**

The City Council requested that the applicant assess the feasibility of relocating the Little League ball field to Challenger Field at El Segundo High School or an alternate site. ESUSD expressed confidence in the ability to find a suitable location for the relocation of the Little League ball field and indicated that an exploratory committee has evaluated a few different locations within the City. The City has received an email addressed to Geoff Yantz, Superintendent for ESUSD, from Jim Boulgarides, President of the El Segundo Little League, regarding relocation of the Little League ball field (see Exhibit No. 10).

**III. Conclusion**

Planning staff believes that the proposed 540 East Imperial Avenue Specific Plan project as revised: a) to include a time delay for the issuance of a building permit for Option 2 to September 1, 2013; b) to reduce the percentage of affordable units required in Option 1 from fifteen (15) percent to ten (10) percent; and c) to reduce the density of the maximum number of residential dwelling units to 289 units (as provided in Exhibit Nos. 5 and 6) meets the mandatory findings as set forth in the draft resolution and draft ordinance.

Planning staff recommends that the City Council: 1) adopt the attached draft Resolution approving Environmental Assessment No. EA-890 certifying the Environmental Impact Report for the 540 East Imperial Avenue Specific Plan Project including the Mitigation Monitoring and Reporting Program (MMRP) and incorporating the Comments and Responses to Comment Section and EIR errata sheet as drafted in Exhibit 5 and described above; 2) adopt a Statement of Overriding Considerations; and 3) introduce and waive first reading of an Ordinance approving General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, Subdivision 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) with conditions as drafted in Exhibit 6 and described above.
EXHIBIT 1

RESOLUTION NO. ___

A RESOLUTION CERTIFYING AN ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 890; ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPTING GENERAL PLAN AMENDMENT NO. 10-03 FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District for an Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map No. 71410 for seven lots, or No. 71582 for 31 lots to re-designate and rezone an approximate 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of a either a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development (Option 2) (collectively, the “Project”);

B. The applications were reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

C. 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);

D. 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 Environmental Impact Report (“DEIR”) was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with
CEQA Guidelines § 15087;

E. An Environmental Impact Report (EIR) was prepared pursuant to the requirements of CEQA Guidelines § 15161;

F. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 26, 2012;

G. On January 26, 2012, the Commission held a public hearing to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the Commission by City staff and public testimony, and representatives of Mar Ventures, Inc. and the El Segundo Unified School District. Following the public hearing, the Planning Commission adopted Resolution No. 2714 recommending that the City Council approve the project;

H. The 540 East Imperial Avenue Specific Plan was considered by the Airport Land Use Commission at its hearing on February 22, 2012. The Airport Land Use Commission adopted a Resolution finding the 540 East Imperial Avenue Specific Plan consistent with the Airport Land Use Plan. The Resolution included a recommendation to modify Mitigation Measure 4.3-7 to read as follows:

"Mitigation Measure MM 4.3-7 In accordance with the Business and Professions Code and Civil Code, each prospective purchaser of residential property within the Project and all subsequent purchasers must be notified as follows:

NOTICE OF AIRPORT IN VICINITY – This property is presently located in the vicinity of an airport, within what is known as an airport influence area. For that reason, the property may be subject to some of the annoyances or inconveniences associated with proximity to airport operations (e.g., noise, vibration, soot, or odors). Individual sensitivities to those annoyances can vary from person to person. The property is within the 65 db CNEL noise contour. The City imposed mitigation to reduce interior noise impacts to 45 db CNEL. You may wish to consider what airport annoyances, if any, are associated with the property before you complete your purchase and determine whether they are acceptable to you.

In addition, although not required by Civil Code Sections 1103, et seq., each prospective tenant of leased residential property within the Project must also be notified within the Project must also be notified as described above."

2
I. On March 6, 2012, the City Council held a duly advertised public hearing in the Council Chamber of the El Segundo City Hall, 350 Main Street to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the City Council by City Staff and public testimony and continued the public hearing to March 20, 2012;

J. On March 20, 2012, the City Council held a continued public hearing; and

K. The City Council considered the information provided by, without limitation, City Staff and public testimony. This Resolution, and its findings, are made based upon the evidence presented at the Planning Commission at its January 26, 2012 hearing; and at the City Council hearings on March 6, 2012 and March 20, 2012 including, without limitation, the staff reports submitted by the Planning and Building Safety Department.

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

A. The subject property is located at 540 East Imperial Avenue in the northwest portion of the City of El Segundo;

B. The property is comprised of six lots and the total site area is on the block bounded by East Imperial Avenue to the north; Walnut Avenue to the south, Sheldon Street to the west, and McCarthy Court to the east;

C. The surrounding land uses are primarily single-family and multi-family residential uses in the Single-Family Residential (R-1) and Multi-Family Residential (R-3) Zones to the east, west and south, with a mortuary located on one parcel in the Neighborhood Commercial (C-2) Zone located at the northeast corner of East Imperial Avenue and Sheldon Street, west of the site. Land uses north of the site include a community dog park within the corporate boundary of the City of El Segundo and LAX across Imperial Avenue in the City of Los Angeles;

D. The proposed project for the property at 540 East Imperial Avenue consists of two possible development options. Option 1 is a 304-unit senior housing community with a multi-family component. Option 2 consists of a 58-unit mixed residential development;

E. The subject site is irregular in shape with 455 feet of street frontage on East Imperial Avenue and a total lot area of 5.65 acres;
F. The subject site is developed with eight single-story brick buildings (22,488 square-feet total) that once served as administrative offices and classrooms for the former Imperial Avenue Elementary School;

G. Vehicular access to the proposed facility would be provided from two driveway entrances; primary access would be from East Imperial Avenue for the senior housing community (Option 1) and the multi-family portion of the mixed residential project (Option 2). Primary access for the multi-family portion of Option 1 and the single-family portion of Option 2 would be from Walnut Avenue;

H. The proposed General Plan re-designation and rezoning of the Project Site would change the General Plan land use designation from Planned Residential Development to the 540 East Imperial Avenue Specific Plan (EIASP) designation and rezone the area from the Planned Residential Development (PRD) Zone to the 540 East Imperial Avenue Specific Plan (EIASP) Zone; and

I. The re-zoning and General Plan re-designation would increase the residential density allowed on the site from 11.5 dwelling units per acre, to a maximum of 53.8 dwelling units per acre in Option 1 or a maximum of 10.27 dwelling units per acre in Option 2. The total maximum development that would be permitted with the proposed General Plan re-designation and re-zoning is 175,000 square feet (0.75 FAR).

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

A. The City completed a Draft Environmental Impact Report (DEIR) for this project. A noticed Public Scoping meeting was held on Thursday July 14, 2011 pursuant to CEQA Guidelines §15083. A Notice of Preparation of the DEIR was circulated for public review from July 7 to August 6, 2011 pursuant to CEQA Guidelines §15082. A Notice of Completion for the DEIR was filed with the State Office of Planning and Research on November 3, 2011 pursuant to CEQA Guidelines §15085. The public comment and review period for the DEIR was open between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines §15087;

B. The City received one (1) comment letter on the DEIR from a public agency, the State of California Native American Heritage Commission (NAHC). The agency did not challenge the environmental findings or the recommended mitigation measures of the report;
C. A Final EIR was prepared, which includes the DEIR, the comment regarding the DEIR and the written response to the comment. Based on the comment letter from the NAHC, no text changes were required. However, changes to Mitigation Measure 4.3-7 were made in response to the recommendation from the Airport Land Use Commission on February 22, 2012;

D. The FEIR for the proposed Project, entitled “540 East Imperial Avenue Specific Plan Project,” prepared by Atkins under contract to the City and under the supervision of the Planning and Building Safety Department (State Clearinghouse No. 2011071019), is incorporated by reference;

E. The City, acting as lead agency, reviewed and edited as necessary the DEIR and the FEIR to reflect its own independent judgment to the extent of its ability, including reliance on City technical personnel as well as other professional consultants retained by the City in order to provide technical advice and assistance in evaluating environmental impacts associated with the Project;

F. Pursuant to Public Resources Code § 21082.1(c)(3), the City Council independently reviewed and analyzed the FEIR. Based upon that review and analysis, and recommendations made by the City’s Planning Agency as set forth in Planning Commission Resolution No. 2714 adopted on January 26, 2012, the City Council finds that the FEIR is an accurate and complete statement of the potential environmental impacts resulting from the Project. The FEIR reflects the City’s independent judgment as lead agency;

G. 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 for the FEIR. Any potential changes or alterations that may be made to the proposed mitigation measures are addressed and analyzed in the FEIR;

H. The DEIR and FEIR were made available for public review and comment in the time and manner prescribed by CEQA;

I. In accordance with CEQA Guidelines §15091, the record on which the City Council 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;
J. The City reviewed the FEIR for the Project and considered the public record on the project, including, without limitation, the following:

1. Staff reports prepared by the Planning and Building Safety Department and the DEIR and the FEIR prepared by Atkins for the City;

2. Staff presentations at public hearings and meetings;

3. All applicable regulations and codes;

4. Public comments, both written and oral, received and/or submitted at or before the public hearings and meetings, supporting or opposing the proposed Project; and,

5. All related documents received and/or submitted at or before the public hearings.

K. The FEIR was presented to the City Council, which reviewed and considered information contained in the FEIR before approving the project in accordance with CEQA Guidelines §15090;

L. The FEIR generally identifies, for each potentially significant impact of the project, one or more corresponding mitigation measures to reduce impacts to a level of insignificance, with the exception of air quality and noise impacts. The City Council finds that each potentially significant impact identified in the FEIR is mitigated by its corresponding mitigation measures to the extent set forth in the FEIR;

M. In accordance with CEQA Guidelines §15091, the City Council considered written findings regarding each of the significant environmental effects identified in the DEIR before certification of the FEIR. The written findings are attached as Exhibit “A” to this Resolution and incorporated by reference. Each finding includes a brief explanation of the rationale for each finding. The FEIR includes mitigations that lessen identified significant environmental effects to a less than significant level for those effects that can be mitigated. For the two environmental effects that cannot be mitigated to a less than significant level (Air Quality and Noise) as identified in the FEIR, the findings attached in Exhibit “A” contain a brief explanation as to how the mitigation measures substantially lessen the two substantial environmental effects, and;

N. Because of the effects identified in this Resolution, specifically the creation of significant environmental impacts as described above, the FEIR found
that a Statement of Overriding Considerations would be required for any of the alternatives studied to be approved. A Statement of Overriding Consideration is included in "Exhibit A" in accordance with CEQA Guidelines §15093. The City Council considered the attached Statement of Overriding Considerations.

SECTION 4: General Plan and Specific Plan. The proposed project conforms to the City's General Plan and the 540 East Imperial Avenue Specific Plan for the reasons identified in Planning Commission Resolution No. 2714 as adopted on January 26, 2012. The findings in Resolution No. 2714 are incorporated by reference as if fully set forth below.

SECTION 5: Approvals.

A. The City Council adopts the Findings of Fact and a Statement of Overriding Considerations in accordance with the requirements of Public Resources Code §21081 as set forth in attached Exhibit "A," which are incorporated into this Resolution by reference.

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

C. The City Council amends the proposed Land Use Plan ("Land Use Designations – Residential Designations: Planned Residential Development" subsection) of the Land Use Element of the General Plan to reflect the deletion of the Planned Residential land use designation and the addition of the 540 East Imperial Avenue Specific Plan, including a description of the allowed uses and the maximum land use density allowed, to the Residential Designations: Planned Residential Development subsection. The corresponding changes are set forth in attached Exhibit "C," which is incorporated into this Resolution by reference.

D. The City Council amends the proposed Land Use Plan "Northwest Quadrant" subsection) of the Land Use Element of the General Plan to reflect the change of the Project area which is the former Imperial Avenue Elementary School at 540 East Imperial Avenue from Planned Residential
Development to 540 East Imperial Avenue Specific Plan. The corresponding changes are set forth in attached Exhibit "D," which is incorporated into this Resolution by reference.

E. The City Council amends the 1992 General Plan Summary of Existing Trends Buildout (Exhibit LU-3) of the Land Use Element to reflect the change of the Project area which is the former Imperial Avenue Elementary School at 540 East Imperial Avenue from Planned Residential Development to 540 East Imperial Avenue Specific Plan. The corresponding changes to the Land Use Element are set forth in attached Exhibit "E," which is incorporated into this Resolution by reference.

F. The City Council amends the General Plan Land Use Map to reflect the change of the Project area which is the former Imperial Avenue Elementary School at 540 East Imperial Avenue from Planned Residential Development to 540 East Imperial Avenue Specific Plan. The corresponding changes to the Land Use Map are set forth in attached Exhibit "F," which is incorporated into this Resolution by reference.

G. Subject to the conditions listed in attached Exhibit "G," which are incorporated into this Resolution by reference, the City Council certifies the Final Environmental Impact Report for the 540 East Imperial Avenue Specific Plan Project.

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 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 unless superseded by a subsequent resolution.

SECTION 10: A copy of this Resolution must be mailed to Mar Ventures, Inc. and the El Segundo Unified School District, and to any other person requesting a copy.
SECTION 11: This Resolution becomes effective immediately upon adoption and constitutes the City Council's final decision. Note that persons dissatisfied with this decision may appeal it to a court of competent jurisdiction pursuant to Code of Civil Procedure §1094.6.

PASSED, APPROVED AND ADOPTED this 20th day of March, 2012.

______________________________
Eric Busch, 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, approved and adopted by said City Council at a regular meeting held on the 20th day of March, 2012, approved and signed by the Mayor, and attested to by the City Clerk, by the following vote:

AYES:
NOES:
ABSENT:
ABSTAIN:

______________________________
Cindy Mortesen, City Clerk

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

______________________________
Karl H. Berger, Assistant City Attorney
CITY COUNCIL RESOLUTION NO. _____

Exhibit A

FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS

After receiving, reviewing, and considering all the information in the administrative record for Environmental Assessment (EA) No. 890, General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 and VTM No. 71582, including, without limitation, the factual information and conclusions set forth in this Resolution and its attachment, the City Council finds, determines, and declares for the 540 East Imperial Avenue Specific Plan Project as follows:

I. FINDINGS REQUIRED BY CEQA

CEQA Guidelines § 15090 require the City to certify that:

1. The Final Environmental Impact Report (FEIR) has been completed in compliance with CEQA;

2. The FEIR was presented to the decision-making body of the lead agency and that decision-making body reviewed and considered the information contained in the final EIR before approving the project; and

3. The FEIR reflects the lead agency’s independent judgment and analysis.

II. FINDINGS REGARDING THE POTENTIAL ENVIRONMENTAL IMPACTS OF THE PROJECT

A. Impacts Found to Be Insignificant

The Initial Study for the 540 East Imperial Avenue Specific Plan Project, dated July 2011, identified the following environmental effects as not potentially significant. Accordingly, the City Council finds that the Initial Study, the FEIR, and the record of proceedings for the project do not identify or contain substantial evidence identifying significant environmental effects of the project with respect to the issue areas listed below.

- Agriculture/Forestry Resources (All thresholds)
- Aesthetics
  - Scenic Vistas
  - Scenic Resources within a State Scenic Highway
- Biological Resources
  - Riparian Habitat
  - Wetlands
  - Conflict with Policies or Ordinances Protecting Biological Resources
> Conflict with Habitat Conservation Plan

- Cultural Resources
  > Historical Resources

- Geology/Soils
  > Fault Rupture
  > Seismic-Related Ground Failure
  > Landslide
  > Wastewater Disposal Systems

- Hazards/Hazardous Materials
  > Emissions or Handling of Hazardous Materials Near Schools
  > Safety Hazards associated with Private Airstrip
  > Wiland Fires

- Hydrology/Water Quality
  > Housing within 100-year Flood Hazard Area
  > Structures within 100-year Flood Hazard Area
  > Levee or Dam Failure
  > Inundation

- Land Use/Planning
  > Division of Established Community
  > Conflict with Conservation Plan

- Mineral Resources
  > Loss of Delineated Mineral Resource Recovery Site

- Noise
  > Excessive Noise From a Private Airstrip

- Population/Housing
  > Displace Housing
  > Displace People

- Utilities/Service System
  > Solid Waste Statutes and Regulations Compliance

B. Impacts Identified as Less Than Significant

The Initial Study and/or FEIR identified the following environmental effects as less than significant. Where the environmental issue area was discussed in the Initial Study, the FEIR, or both, is noted in parenthesis. Accordingly, the City Council finds that the Initial Study, the FEIR, and the record of proceedings for the 540 East Imperial Avenue Specific Plan Project do not identify or contain
substantial evidence identifying significant environmental effects of the project with respect to the issue areas listed below.

- Aesthetics
  > Visual Quality and Character (Initial Study)

- Air Quality
  > Conflict or Obstruction of Applicable Air Quality Plan (Construction and Operation) (DEIR)
  > Air Quality Standard Violations (Operation) (DEIR)
  > Expose Sensitive Receptors (Operation) (DEIR)
  > Objectionable Odors (Construction and Operation) (Initial Study and DEIR)

- Geology/Soils
  > Seismic Groundshaking (Initial Study)
  > Erosion or Loss of Topsoil (Initial Study)
  > Expansive Soils (Initial Study)

- Greenhouse Gases (All) (DEIR)

- Hazards/Hazardous Materials
  > Transport, Use or Disposal of Hazardous Materials (Initial Study)

- Hydrology/Water Quality
  > Violate Water Quality Standards/Waste Discharge Requirements (Initial Study)
  > Groundwater Supplies or Recharge (Initial Study)
  > Drainage Patterns (Initial Study)
  > Stormwater Runoff (Initial Study)
  > Degrade Water Quality (Initial Study)

- Land Use/Planning
  > Conflict with Land Use Plan, Policy, or Regulation (Initial Study)

- Mineral Resources
  > Valued Mineral Resources (Initial Study)

- Noise
  > Substantial Permanent Increase in Noise Levels (DEIR)

- Population/Housing
  > Population Growth (Initial Study)

- Public Services (All) (Initial Study)

- Recreation (All) (Initial Study and DEIR)
• Transportation/Traffic
  > Conflict with Performance Measures (Initial Study and DEIR)
  > Conflict with Congestion Management Plan (Initial Study and DEIR)
  > Air Traffic Patterns (Initial Study and DEIR)
  > Increase Hazards or Incompatible Uses (Initial Study and DEIR)
  > Conflict with Alternative Transportation Plans (Initial Study and DEIR)
• Utilities/Service Systems (All) (Initial Study)

C. Impacts Identified as Less-Than-Significant with Mitigation Incorporated

The City Council finds that the following environmental effects were identified as Less Than Significant with Mitigation Incorporated in the Initial Study and/or FEIR. Where the environmental issue area was discussed in the Initial Study, the FEIR, or both, is noted in parenthesis. Implementation of the identified mitigation measures would avoid or lessen the potential environmental effects listed below to a level of significance.

1. Aesthetics (Initial Study)

a) Facts/Effects:

(1) New Sources of Light or Glare. Implementation of Option 1 or Option 2 of the proposed project would introduce new sources of light and glare at the project site that could be visible to light-sensitive receptors in the vicinity of the project site. Implementation of mitigation measure MM AES-1 for Option 1 or Option 2 would reduce potential impacts from daytime glare to a less-than-significant level by eliminating or minimizing increased glare through the use of nonreflective glass and non-reflective textured surfaces at the proposed development. Implementation of mitigation measure MM AES-2 would reduce off-site impacts from nighttime light and glare by requiring that exterior lighting be directed onto driveways, walkways, and public areas, and away from adjacent properties and public rights-of-way. Therefore, light and glare impacts would be less than significant with incorporation of mitigation measures MM AES-1 and MM AES-2.

b) Mitigations:

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

MM AES-2 Exterior lighting must be designed to minimize off-site glare. This may include, without limitation, using shielded or recessed lighting fixtures.
c) Finding:

The City Council finds that with implementation of identified mitigation measures, potentially significant aesthetics impacts related to new sources of light and glare would be reduced to a less-than-significant level as identified in the Initial Study.

2. **Biological Resources** (Initial Study)

a) Facts/Effects:

(1) **Protected Birds.** Implementation of Option 1 or Option 2 of the proposed project would not result in any impacts to special-status species as the project site does not contain suitable habitat for any special-status plant or wildlife species and none have been reported as occurring on, or in the immediate vicinity of, the proposed project site. However, potential nesting habitat for common bird species protected under the federal Migratory Bird Treaty Act (MBTA) and California Fish and Game (CFG) Code does occur within trees on, and in the immediate vicinity of, the proposed project site. Removal of on-site trees and construction-related activities resulting from implementation of Option 1 or Option 2 of the proposed project could violate the MBTA and CFG Code. To prevent potential impacts to nesting birds in violation of the MBTA and CFG Code, mitigation measure MM BIO-1 would be implemented before and during construction of the proposed project to avoid nesting birds. Therefore, a less-than-significant impact would occur with incorporation of mitigation measure MM BIO-1.

(2) **Migratory Birds.** Removing on-site trees and construction-related activities resulting from implementation of Option 1 or Option 2 of the proposed project could disturb migratory bird species protected under the MBTA that may use portions of the proposed project site for nesting during the breeding season. Implementation of MM BIO-1 which requires that surveys for nesting avian species are performed during the appropriate time of year and that nests are avoided, as well as adherence to all federal, state, and local laws and regulations would ensure that development of Option 1 or Option 2 of the proposed project does not interfere 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. Therefore, a less-than-significant impact would occur with incorporation of mitigation measure MM BIO-1.

b) Mitigation:

**MM BIO-1** Construction of either Option of the proposed project must avoid the February 1 through August 31 bird nesting season to the extent feasible. If it is not feasible to avoid the nesting period, a survey for nesting birds must be conducted by a qualified wildlife biologist no earlier than 14 days before construction. The
area surveyed must include all clearing/construction areas, as well as areas within 250 feet of the boundaries of these areas, or as otherwise determined by the biologist. If no active avian nests are identified on or within 250 feet of the limits of the proposed disturbance area, no further mitigation is necessary.

If active nests are found within 250 feet of the proposed disturbance area, clearing/construction activities must be postponed within 250 feet of the nest until a wildlife biologist has identified the nesting avian species. If the avian species is not protected under the MBTA or the California Fish and Game Code, no further action is required and construction activities may proceed.

If the avian species is protected under the MBTA or the California Fish and Game Code, no action other than avoidance of the active nest(s) may be taken without consultation with the California Department of Fish and Game (CDFG). In addition, a minimum 100-foot buffer zone surrounding the active nest(s) must be established until the young have fledged (left the nest), the nest is vacated, and there is no evidence of second nesting attempts, as determined by the wildlife biologist. The size of the buffer area may be reduced if the wildlife biologist determines, upon consultation and concurrence from the CDFG, that the size of the buffer area would not be likely to have adverse effects on the particular species.

c) Finding:

The City Council finds that with implementation of identified mitigation measures, potentially significant biological resource impacts related to potential protected and migratory birds would be reduced to a less-than-significant level as identified in the Initial Study.

3. Cultural Resources (Initial Study)

a) Facts/Effects:

(1) Archeological and Paleontological Resources. Construction activities associated with implementation of Option 1 or Option 2 of the proposed project would have the potential to unearth and potentially damage or destroy undocumented cultural resources. Implementation of mitigation measure MM CR-1 would require the proper evaluation and treatment of cultural resources in the event that resources are discovered during construction, preventing an adverse change or destruction of a significant or unique resource. Therefore, a less-than-significant impact would occur with incorporation of mitigation measure MM CR-1.

(2) Human Remains. Construction activities associated with implementation of Option 1 or Option 2 of the proposed project would have the potential to disturb human remains underlying the
project site, which could violate provisions of the Public Resource Code, the Health and Safety Code, and CEQA provisions, as well as destroy the resource. Implementation of mitigation measure MM CR-2 would ensure that both Options of the proposed project comply with existing regulations related to the discovery of human remains. Therefore, a less-than-significant impact would occur with incorporation of mitigation measure MM CR-2.

b) Mitigations:

**MM CR-1** In the event that archaeological/paleontological resources are unearthed during project subsurface activities, all earth-disturbing work within a 100-meter radius must be temporarily suspended or redirected until a qualified archeologist has been provided the opportunity to assess the significance of the find and implement appropriate measures to protect or scientifically remove the find. Construction personnel must be informed that unauthorized collection of cultural resources is prohibited.

If the resource is determined to be significant, the archaeologist or paleontologist, as appropriate, must prepare a research design for recovery of the resources in consultation with the state Office of Historic Preservation that satisfies the requirements of Public Resources Code § 21083.2. The archaeologist or paleontologist must complete a report of the excavations and findings, and must submit the report for peer review by three County-certified archaeologists or paleontologists, as appropriate. Upon approval of the report, the County must submit this report to the Los Angeles Archeological Information Center and keep the report on file at the County of Los Angeles. After the find has been appropriately mitigated, work in the area may resume.

**MM CR-2** If human remains are discovered during any demolition/construction activities, all ground-disturbing activity within 50 feet of the remains must be halted immediately, and the Los Angeles County coroner must be notified immediately, pursuant to Public Resources Code § 5097.98 and Health and Safety Code § 7050.5. If the remains are determined by the County coroner to be Native American, the Native American Heritage Commission (NAHC) must be notified within 24 hours, and the guidelines of the NAHC must be adhered to in the treatment and disposition of the remains. The project developer must also retain a professional archaeologist with Native American burial experience to conduct a field investigation of the specific site and consult with the Most Likely Descendant, if any, identified by the NAHC. As necessary, the archaeologist may provide professional assistance to the Most Likely Descendant, including the excavation and removal of the human remains.
c) Finding:

The City Council finds that with implementation of identified mitigation measures, potentially significant cultural resource impacts related to potential archaeological/paleontological resources and human remains would be reduced to a less-than-significant level as identified in the Initial Study.

4. Geology/Soils (Initial Study)

a) Facts/Effects:

(1) Unstable Soils. In consideration of the sloped topography of the project site, proposed development could be located on a geologic unit or soil that is unstable and as a result on- or off-site ground failure could occur. To eliminate the potential for on- or off-site ground failure to occur, mitigation measure MM GEO-1 would be implemented, which requires that a site-specific geotechnical investigation be prepared that identifies seismic, geologic, soil, and groundwater conditions at the site and provides recommendations to be incorporated into the plans and specifications of the proposed project. Therefore, a less-than-significant impact would occur with incorporation of mitigation measure MM GEO-1.

b) Mitigation:

MM GEO-1 A California-licensed Civil Engineer (Geotechnical) must prepare and submit to the City, a detailed soils and geotechnical analysis of the proposed project before the commencement of any construction activities. The geotechnical report will include recommendations that must be implemented in the design of the proposed project, including without limitation measures associated with site preparation, fill placement, temporary shoring and permanent dewatering, groundwater seismic design features, excavation stability, foundations, soil stabilization, establishment of deep foundations, concrete slabs and pavements, surface drainage, cement type and corrosion measures, erosion control, shoring and internal bracing, and plan review.

c) Finding:

The City Council finds that with implementation of identified mitigation, potentially significant geology/soil impacts related to potentially unstable soils would be reduced to a less-than-significant level as identified in the Initial Study.

5. Greenhouse Gas Emissions (DEIR)

a) Facts/Effects:

(1) Greenhouse Gas Emissions (All). Construction and operation of Option 1 or Option 2 of the proposed project would emit
greenhouse gases (GHG). However, implementation of state-mandated regulations and South Coast Air Quality Management District (SCAQMD) regulations would reduce emissions to levels below the SCAQMD Residential Screening Threshold. To ensure that the proposed project's long term operational GHG emissions is reduced to the lowest levels feasible and remains below the SCAQMD Residential Screening Threshold, mitigation measures MM4.2-1 through MM4.2-12 would be implemented, which require GHG reduction strategies be incorporated into the proposed project. As both Option 1 and Option 2 of the proposed project would generate emissions that are below the SCAQMD threshold, neither project Option would conflict with AB 32 and SB 375, the statewide policies for reducing GHG emissions. Therefore, impacts are less than significant with incorporation of MM4.2-1 through MM4.2-12.

b) Mitigations:

**MM4.2-1** Before the City issues a building permit, the developer must demonstrate that the design of the proposed buildings or structures meets or exceeds the most recent Title 24 Energy Efficiency Standards, subject to review by the Planning and Building Safety Department. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval before the City issues the permit. Installation of the identified design features or equipment will be confirmed by the Planning and Building Safety Department before it issues a certificate of occupancy. The following design features should be considered by the developer as a way to achieve Title 24 Energy Efficiency Standards compliance in excess of the minimum requirement:

- Increase in insulation such that heat transfer and thermal bridging is minimized
- Limit air leakage through the structure or within the heating and cooling distribution system to minimize energy consumption
- Incorporate dual-pane or other energy efficient windows
- Incorporate energy efficient space heating and cooling equipment
- Incorporate energy efficient light fixtures
- Incorporate energy efficient appliances
- Incorporate energy efficient domestic hot water systems
- Incorporate solar panels into the electrical system as feasible
- Incorporate cool roofs/light-colored roofing
- Or incorporate other measures that will increase the energy efficiency of building envelope in a manner that when combined with the other options listed above
exceeds current Title 24 Energy Efficiency Standards by a minimum of 20 percent

**MM4.2-2** Before the City issues a building permit, the developer must provide a landscape plan that includes shade trees around main buildings, particularly along southern elevations where practical, and will not interfere with constraints. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.

**MM4.2-3** All showerheads, lavatory faucets, and sink faucets within the residential units, and where feasible within non-residential developments, must comply with the California Energy Conservation flow rate standards.

**MM4.2-4** Low-flush toilets must be installed within all Congregate Care units as specified in Health and Safety Code § 17921.3.

**MM4.2-5** The developer must ensure that landscaping of common areas for the proposed project uses drought-tolerant and smog-tolerant trees, shrubs, and groundcover to ensure long-term viability and to conserve water and energy.

**MM4.2-6** The developer must ensure that the landscape plan for the proposed project includes drought-resistant trees, shrubs, and groundcover within the parking lot and perimeter.

**MM4.2-7** The developer must ensure that designs for the proposed project include all illumination elements to have controls to allow selective use as an energy conservation measure.

**MM4.2-8** Before the City issues any certificate of occupancy, the developer must demonstrate that the proposed projects' interior building lighting supports the use of compact fluorescent light bulbs or equivalently efficient lighting to the satisfaction of the Planning and Building Safety Department.

**MM4.2-9** The developer must consider providing preferential parking spaces for ultra-low-emission vehicles and alternative fueled vehicles to encourage the use of alternative fuels and ultra-low-emission vehicles. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.

**MM4.2-10** Before the City issues a building permit, the developer must demonstrate that the proposed project is designed to incorporate exterior storage areas for recyclables and green waste and adequate recycling containers located in public/common areas. Installation of the identified design features or equipment will be reviewed and approved by the Planning and Building Safety Department before the City issues a certificate of occupancy.
All common-area irrigation areas for the proposed project must consider systems that are capable of being operated by a computerized irrigation system that includes an on-site weather station/ET gage capable of reading current weather data and making automatic adjustments to independent run times for each irrigation valve based on changes in temperature, solar radiation, relative humidity, rain, and wind. In addition, the computerized irrigation system must also consider the ability to be equipped with flow-sensing capabilities, thus automatically shutting down the irrigation system in the event of a mainline break or broken head. These features will assist in conserving water, eliminating the potential of slope failure due to mainline breaks, and eliminating over-watering and flooding due to pipe and/or head breaks. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.

The developer must, where feasible, incorporate passive solar design features into the buildings, which may include roof overhangs or canopies that block summer shade, but that allow winter sun, from penetrating south facing windows.

c) Finding:

The City Council finds that with implementation of identified mitigation, potentially significant GHG impacts would be reduced to a less-than-significant level as identified in the FEIR.

6. Hazards/Hazardous Materials (Initial Study)

a) Facts/Effects:

(1) Exposure to Hazardous Materials. Construction activities associated with Option 1 or Option 2 of the proposed project could result in the exposure of construction personnel and the public to airborne lead-based paint, dust, asbestos fibers, mold, and/or other building contaminants, and unidentified hazardous substances in the soil. However, mitigation measure MM HAZ-1 would ensure that proper asbestos and lead abatement is conducted before demolition or construction activities occur at the proposed project site and mitigation measure MM HAZ-2 establishes procedures that must be adhered to in the event that unidentified contamination is encountered during construction at the project site. Therefore, impacts would be less than significant with incorporation of mitigation measures MM HAZ-1 and MM HAZ-2.

(2) Airport Hazards. The proposed project site is located within the LAX airport influence area (AIA)\(^1\) and could result in a safety hazard for people residing or working in the project area. However, implementation of mitigation measure MM HAZ-3 which

\(^1\) Los Angeles County Airport Land Use Commission, LAX Airport Influence Area Map (May 13, 2003).
requires the developer to submit Form 7460-1 (Notice of Proposed Construction or Alteration) to the Federal Aviation Administration (FAA) and adherence to all local, state, and federal regulations would ensure that a safety hazard does not occur as a result of the proposed project. Therefore, this impact would be less than significant with the incorporation of mitigation measure MM HAZ-3.

(3) Emergency Plans. Construction activities associated with Option 1 or Option 2 could temporarily result in lane closures on adjacent roadways that could interfere with emergency plans. However, mitigation measure MM HAZ-4 would ensure that construction of the proposed project would not impede emergency evacuations that could occur within the City by requiring that emergency response teams for the City of El Segundo, including the ESPD and ESFD, are notified of lane closures during construction activities in the project area and that one lane would remain open at all times to provide adequate emergency access to the site and surrounding neighborhoods. Therefore, this impact would be less-than-significant with the incorporation of mitigation measure MM HAZ-4.

b) Mitigations:

MM HAZ-1 Before demolition and/or construction activities, the proposed project site must be tested for asbestos and lead by a licensed contractor. The contractor must follow all applicable local, state, and federal codes and regulations related to the treatment, handling, and disposal of asbestos and lead if the proposed project requires asbestos and/or lead abatement.

MM HAZ-2 In the event that previously unknown or unidentified soil and/or groundwater contamination that could present a threat to human health or the environment is encountered during construction at the project site, construction activities in the immediate vicinity of the contamination must cease immediately. If contamination is encountered, a Risk Management Plan must be prepared and implemented that (1) identifies the contaminants of concern and the potential risk each contaminant would pose to human health and the environment during construction and post-development and (2) describes measures to be taken to protect workers and the public from exposure to potential site hazards. Such measures could include a range of options, including, without limitation, physical site controls during construction, remediation, long-term monitoring, post-development maintenance or access limitations, or some combination thereof. Depending on the nature of contamination, if any, regulatory agencies must be notified (e.g., El Segundo Fire Department). If needed, a Site Health and Safety Plan that meets Occupational Safety and Health Administration requirements must be prepared and in place before commencement of work in any contaminated area.
MM HAZ-3 Before project implementation, the developer must submit Form 7460-1 (Notice of Proposed Construction or Alternation) to the Federal Aviation Administration for project review and approval.

MM HAZ-4 To ensure adequate access for emergency vehicles when construction activities would result in temporary lane or roadway closures, the project developer must consult with the City of El Segundo Police and Fire Departments to disclose temporary lane or roadway closures and alternative travel routes. The project developer will be required to keep a minimum of one lane in each direction free from encumbrances at all times on perimeter streets accessing the project site. In the event any full road closure is required, the project developer’s contractor must coordinate with the City of El Segundo Police and Fire Departments to designate proper detour routes and signage to appropriate proper access routes.

c) Finding:

The City Council finds that with implementation of identified mitigation, potentially significant hazard/hazardous materials impacts (as identified above) would be reduced to a less-than-significant level as identified in the Initial Study.

7. Noise (DEIR)

a) Facts/Effects:

(1) Construction-Related Temporary Noise. Construction-related noise associated with Option 1 or Option 2 of the proposed project could intermittently exceed the construction noise limits generally permitted by the El Segundo Municipal Code. However, implementation of MM4.3-1 through MM4.3-4 would reduce impacts associated with the exceedance of established noise limits. Mitigation measure MM4.3-1 requires the developer to apply for and obtain a noise permit from the City if construction-related noise levels exceed established standards. Mitigation measure MM4.3-2 requires implementation of noise attenuation measures, mitigation measure MM4.3-3 requires construction staging areas and earthmoving equipment be located as far away from noise and vibration-sensitive land uses as possible, and mitigation measure MM4.3-4 requires haul trucks to be routed away from residential streets. Even with implementation of mitigation measures MM4.3-1 through MM4.3-4, noise levels may occasionally exceed established noise limits; however, these impacts are temporary. Therefore, construction-related noise impacts are considered to be less than significant with incorporation of mitigation measures MM4.3-1 through MM4.3-4. This is MMNOI-1 as identified in the Initial Study.

(2) Generation and Interior Exposure of Excessive Noise (Operation). Operation of Option 1 or Option 2 of the proposed
project would result in increased noise levels at the project site compared to existing ambient noise levels at the project site due to the proposed increase in activities on the project site. However, noise generated by the proposed project would not be considered substantial as it would not exceed noise limits established by the El Segundo Municipal Code.

Because the proposed project would result in the construction of new residences on a site located within the noise impact boundary for LAX, the proposed project is subject to El Segundo Municipal Code § 13-1-4 (Residential Noise Insulation Standards) which requires that interior noise levels not exceed 45 dBA CNEL within new residences. To ensure that the project complies with the El Segundo Municipal Code, mitigation measure MM4.3-5 would be implemented, which requires the project applicant to submit architectural plans and a detailed acoustical analysis study (demonstrating that interior noise levels in all residential units are 45 dBA CNEL or less) for review and approval by the Planning and Building Safety Department. Therefore, the proposed project would not expose new residents to interior noise levels in excess of established standards and a less-than-significant impact would occur with incorporation of mitigation measure MM4.3-5.

(3) Groundborne Vibration and Noise (Construction and Operation). Temporary construction activities at the proposed project site could expose nearby off-site sensitive receptors (surrounding residential uses) to elevated levels of noise and groundborne vibration due to the use of heavy pieces of construction equipment. However, implementation of mitigation measures MM4.3-1 through MM4.3-4 described above would reduce the potential for significant levels of groundborne vibration and noise. Operation of Option 1 or Option 2 of the proposed project would not generate significant levels of groundborne vibration or noise in consideration of the types of uses proposed and operational activities, in general. Therefore, impacts would be less than significant with incorporation of mitigation measures MM4.3-1 through MM4.3-4.

b) Mitigations:

MM4.3-1 The developer's contractor must refrain from engaging in all construction-related activities, including the delivery of construction materials, the loading and unloading of construction equipment, starting the engine ignition, and the repair and servicing of construction equipment and vehicles between the hours of 6:00 PM and 7:00 AM Monday through Saturday, or at any time on Sunday or a federal holiday. Construction noise levels must not exceed the noise and vibration standard set in El Segundo Municipal Code §§ 7-2-4(C) and 7-2-10(D). If construction activities result in the generation of noise that exceeds the noise and vibration standards set forth in the El Segundo Municipal Code, a noise permit must be obtained from
the City of El Segundo before commencing any construction activities.

Mitigation Measure MMNOI-1 in the Initial Study became MM4.3-1 in the DEIR.

**MM4.3-2** The developer's construction contracts must require implementation of the following construction best management practices (BMPs) by all construction contractors and subcontractors working in or around the project site to reduce construction noise levels:

- Not less than 10 days before the start of construction, the developer must mail a written notification to owners and occupants of all developed properties within 1,000 feet of the project site. The notification must provide a schedule of major construction activities that will occur throughout the duration of the construction period. In addition, the notification must include the identity and contact number of a designated community liaison and designated construction manager who will be available on site to monitor construction activities during regular working hours. The construction manager will be located at the on-site construction office during construction hours for the duration of all construction activities. Contact information for the community liaison and construction manager will be posted on the exterior of the construction office or trailer at the construction site, at City Hall, and at the City's Police Department. The notification must also include the permitted hours of operation and all relevant information regarding limitations on noise-generating activities.

- The developer and its contractors and subcontractors must ensure that construction equipment is properly muffled according to industry standards or as required by the Planning and Building Safety Department, whichever is the more stringent.

- The developer and its contractors and subcontractors must place noise-generating construction equipment and locate construction staging areas away from sensitive uses, where feasible, to the satisfaction of the Planning and Building Safety Department.

- The developer and its contractors and subcontractors must implement noise attenuation measures to the extent feasible, which may include, but are not limited to, noise barriers or noise blankets to the satisfaction of the Planning and Building Safety Department.

**MM4.3-3** The developer's contracts with its construction contractors and subcontractors must include the requirement that construction staging areas, construction worker parking and the operation of earthmoving equipment within the project site, are located as far away from vibration- and noise-sensitive sites as
possible. Contract provisions incorporating the above requirements must be included as part of the project's construction documents, which must be reviewed and approved by the Planning and Building Safety Department.

**MM4.3-4** The developer must require by contract specifications that heavily loaded trucks used during construction must be routed away from residential streets to the extent possible. Contract specifications must be included in the proposed project construction documents, which must be reviewed by the City before grading permits are issued.

**MM4.3-5** Residential units must be designed and constructed to ensure that interior noise levels from exterior transportation sources—including aircraft and vehicles on adjacent roadways—cannot exceed 45 dBA CNEL. In order to ensure that all dwelling units achieve an adequate noise reduction to achieve an interior noise level of 45 dBA CNEL, the following features must be included in the building design and construction of all dwelling units: (1) upgraded dual-glazed windows, (2) mechanical ventilation/air conditioning, (3) exterior wall/roof assemblies free of cut-outs or openings, and (4) ceiling insulation in the top floor of each building to reduce aircraft noise by at least 20 dBA. Before a building permit is issued, the developer must submit architectural plans and a detailed acoustical analysis study prepared by a qualified acoustical consultant demonstrating that interior noise levels in all residential units would be 45 dBA CNEL or less to the Planning and Building Safety Department for review and approval.

c) Finding:

The City Council finds that with implementation of identified mitigation, potentially significant noise impacts (as identified above) would be reduced to a less-than-significant level as identified in the FEIR.

8. **Transportation/Traffic** (Initial Study and DEIR)

a) Facts/Effects:

(1) **Emergency Access.** Implementation of either Option of the proposed project would not result in inadequate emergency access. However, to ensure that either Option of the proposed project would not result in inadequate emergency access, site plans, site construction, and the actual structures would be subject to review and approval by the El Segundo Fire Department before building occupancy to ensure that required fire protection safety features, including building sprinklers and emergency access, are implemented. Additionally, implementation of mitigation measure MM HAZ-4 would ensure that emergency response teams for the City of El Segundo, including the El Segundo Police Department and El Segundo Fire Department, would be notified of lane closures during construction activities in the project area and that
one lane would remain open at all times to provide adequate emergency access to the site and surrounding neighborhoods. Therefore, Option 1 or Option 2 of the proposed project would not result in inadequate emergency access and impacts would be less-than-significant with incorporation of mitigation measure MM HAZ-4.

b) Mitigation:

**MM HAZ-4** To ensure adequate access for emergency vehicles when construction activities would result in temporary lane or roadway closures, the project developer must consult with the City of El Segundo Police, Fire, and Public Works Departments to disclose temporary lane or roadway closures and alternative travel routes. The project developer will be required to keep a minimum of one lane in each direction free from encumbrances at all times on perimeter streets accessing the project site. In the event any full road closure is required, the project developer's contractor must coordinate with the City of El Segundo Police, Fire, and Public Works Departments to designate proper detour routes and signage to appropriate proper access routes.

c) Finding:

The City Council finds that with implementation of identified mitigation, potentially significant transportation/traffic impacts related to emergency access would be reduced to a less-than-significant level as identified in the FEIR.

D. **Significant and Unavoidable Impacts That Cannot Be Mitigated to a Less-Than-Significant Level**

The City Council finds that the following environmental impacts were identified as Significant and Unavoidable in the FEIR. Implementation of the identified mitigation measures would reduce significant environmental effects to the extent feasible, but not to a less-than-significant level.

1. **Air Quality (DEIR)**

a) Facts/Effects:

(1) **Violate Air Quality Standards (Construction).** During certain phases of construction for Option 1 and Option 2 of the proposed project, maximum daily emissions of volatile organic compounds (VOC) would exceed SCAQMD significance thresholds, resulting in the violation of an air quality standard. SCAQMD significance thresholds for other criteria pollutants would not be exceeded. Mitigation measures MM4.1-1 to MM4.1-16 intended to improve air quality emissions generated by construction activities associated with the proposed project would reduce VOC emissions but not to levels below the SCAQMD significance threshold. Because VOC emissions, a precursor for ozone for which the Basin is currently in nonattainment, would exceed
SCAQMD significance thresholds during construction of Option 1 and Option 2 of the proposed project, the emissions generated by construction of the proposed project would be cumulatively considerable and would constitute a substantial contribution to an existing or projected air quality violation. Therefore, a significant and unavoidable project-level and cumulative impact would occur and no additional feasible mitigation is available.

b) Mitigations:

**MM4.1-1** The developer must require by contract specifications that all diesel-powered equipment used will be retrofitted with after-treatment products (e.g., engine catalysts and diesel particulate filters). The engine catalysts must achieve a minimum reduction of 15 percent for NOX. The diesel particulate filters must meet USEPA Tier 3 standards. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.

**MM4.1-2** The developer must require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the project site use low-NOX diesel fuel to the extent that it is readily available and cost effective (up to 125 percent of the cost of California Air Resources Board diesel) in the South Coast Air Basin (this does not apply to diesel-powered trucks traveling to and from the project site). Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.

**MM4.1-3** The developer must require by contract specification that all heavy-duty diesel-powered equipment operations at the project site utilize a phased-in emission control technology in advance of a regulatory requirement such that 30 percent of the fleet will meet USEPA Tier 4 engine standards for particulate matter control (or equivalent) starting in 2013 and for the duration of the project.

**MM4.1-4** The developer must require by contract specifications that construction equipment engines be maintained in good condition and in proper tune per manufacturer's specification for the duration of construction. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.

**MM4.1-5** The developer must require by contract specifications that construction operations rely on the electricity infrastructure surrounding the construction site rather than electrical generators powered by internal combustion engines. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.
MM4.1-6 As required by South Coast Air Quality Management District Rule 403—Fugitive Dust, all construction activities that are capable of generating fugitive dust are required to implement dust control measures during each phase of project development to reduce the amount of particulate matter entrained in the ambient air. These measures include the following:

- Application of soil stabilizers to inactive construction areas
- Quick replacement of ground cover in disturbed areas
- Watering of exposed surfaces three times daily
- Watering of all unpaved haul roads three times daily
- Covering all stock piles with tarp
- Reduction of vehicle speed on unpaved roads
- Post signs on-site limiting traffic to 15 miles per hour or less
- Sweep streets adjacent to the project site at the end of the day if visible soil material is carried over to adjacent roads
- Cover or have water applied to the exposed surface of all trucks hauling dirt, sand, soil, or other loose materials before leaving the site to prevent dust from impacting the surrounding areas
- Install wheel washers where vehicles enter and exit unpaved roads onto paved roads to wash off trucks and any equipment leaving the site for each trip

MM4.1-7 The developer must require by contract specifications that construction-related equipment, including heavy-duty equipment, motor vehicles, and portable equipment, be turned off when not in use for more than 30 minutes. Diesel-fueled commercial motor vehicles with gross vehicular weight ratings of greater than 10,000 pounds must be turned off when not in use for more than 5 minutes. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

MM4.1-8 The developer must require by contract specifications that construction parking be configured to minimize traffic interference during the construction period and, therefore, reduce idling of traffic. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

MM4.1-9 The developer must require by contract specifications that temporary traffic controls are provided, such as a flag person, during all phases of construction to facilitate smooth traffic flow. Contract specifications must be included in the proposed project
construction documents, which must be approved by the City of El Segundo before grading permits are issued.

**MM4.1-10** The developer must require by contract specifications that construction activities that would affect traffic flow on the arterial system be scheduled to off-peak hours (9:00 AM to 4:00 PM). Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

**MM4.1-11** The developer must require by contract specifications that dedicated on-site and off-site left-turn lanes on truck hauling routes be utilized for movement of construction trucks and equipment on site and off site to the extent feasible during construction activities. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

**MM4.1-12** The developer must require by contract specifications that trackout roads will meet SCAQMD Table XI-C standards to achieve a 46% reduction in PM10. The construction contractor must install gravel bed trackout apron (3 inches deep, 25 feet long, 12 feet wide per lane and edged by rock berm or row of stakes) to reduce mud/dirt trackout from unpaved truck exit routes. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

**MM4.1-13** When the City issues building or grading permits, whichever is issued earlier, the developer must notify, by mail, owners and occupants of all developed land uses within 1,000 feet of a project site within the Specific Plan providing a schedule for major construction activities that will occur through the duration of the construction period. In addition, the notification will include the identification and contact number for a community liaison and designated construction manager that would be available on site to monitor construction activities. The construction manager is responsible for complying with all project requirements related to PM10 generation. The construction manager will be located at the on-site construction office during construction hours for the duration of all construction activities. Contract information for the community liaison and construction manager will be located at the construction office, City Hall, the police department, and a sign on site.

**MM4.1-14** The developer must require by contract specifications that the architectural coating (paint and primer) products used would have a VOC rating that reduces VOC content by 15 percent or more. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.
MM4.1-15 The developer must require by contract specifications that materials that do not require painting be used during construction to the extent feasible. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

MM4.1-16 The developer must require by contract specifications that pre-painted construction materials be used to the extent feasible. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.

c) Finding:

The City Council finds that construction-related air quality environmental impacts cannot be mitigated below the threshold of significance for the proposed project and a significant and unavoidable impact would occur, as identified in the FEIR.

2. Noise (DEIR)

a) Facts/Effects:

(1) Excessive Exterior Noise Levels (Operation). Option 1 and Option 2 of the proposed project would result in the construction of noise-sensitive residential uses on a site where exterior noise levels currently exceed established noise standards considered normally or conditionally acceptable for residential uses due to the project site’s proximity to LAX. Mitigation measure MM4.3-6 would ensure that the existing aviation easement granted to the City of Los Angeles as proprietor of LAX would remain in place with implementation of the proposed project and MM4.3-7 would ensure that prospective owners and occupants of the project site were adequately informed of the potential annoyances associated with proximity to LAX. However, mitigation measures MM4.3-6 and MM4.3-7 would not reduce existing exterior noise levels to a level that would be considered normally acceptable for residential land uses. As such, the proposed project would expose persons to noise levels that exceed established standards. Therefore, impacts are significant and unavoidable and no additional feasible mitigation is available.

(2) Airport Noise. The proposed project site is located within the noise impact boundary for LAX and exterior noise levels at the project site currently exceed noise levels considered normally or conditionally acceptable for residential uses. Because the proposed project would result in the construction of new residences on a site within the noise impact boundary, the proposed project is subject to El Segundo Municipal Code § 13-1-4 (Residential Noise Insulation Standards) which requires that interior noise levels do not exceed 45 dBA CNEL within new residences. To ensure that the project complies with the El
Segundo Municipal Code, mitigation measure MM4.3-5 would be implemented, which requires the project applicant to submit architectural plans and a detailed acoustical analysis study (demonstrating that interior noise levels in all residential units would be 45 dBA CNEL or less) for review and approval by the City's Planning and Building Safety Department. Therefore, the proposed project would not expose new residents to interior noise levels in excess of established standards with implementation of mitigation measure MM4.3-5. However, no mitigation is available to reduce existing exterior noise levels to a level that would be considered acceptable for residential land uses. Implementation of mitigation measures MM4.3-6 and MM4.3-7 would ensure that the existing aviation easement remains in place and future residents are informed of the potential annoyances associated with proximity to LAX, respectively, but does not reduce excessive exterior noise levels. Therefore, this impact would be significant and unavoidable because the proposed project would expose future residents to excessive exterior noise levels due to the project site's proximity to LAX.

b) Mitigations:

**MM4.3-5** Residential units must be designed and constructed to ensure that interior noise levels from exterior transportation sources—including aircraft and vehicles on adjacent roadways—cannot exceed 45 dBA CNEL. In order to ensure that all dwelling units achieve an adequate noise reduction to achieve an interior noise level of 45 dBA CNEL, the following features must be included in the building design and construction of all dwelling units: (1) upgraded dual-glazed windows, (2) mechanical ventilation/air conditioning, (3) exterior wall/roof assemblies free of cut-outs or openings, and (4) ceiling insulation in the top floor of each building to reduce aircraft noise by at least 20 dBA. Before a building permit is issued, the developer must submit architectural plans and a detailed acoustical analysis study prepared by a qualified acoustical consultant demonstrating that interior noise levels in all residential units would be 45 dBA CNEL or less to the Planning and Building Safety Department for review and approval.

**MM4.3-6** The ESUSD must make as a condition of sale of the proposed project site, that the future owner express acknowledgement and confirmation of the continuing applicability of the existing aviation easement for noise, vibrations, and fumes over the proposed project site property. Notice must include the following language:

"NOTICE OF AIR EASEMENTS – This property is subject to air easements that may affect your property rights. Such air easements are recorded with the Los Angeles County Recorder’s Office as Document No. 80-55139."

**MM4.3-7** In accordance with the Business and Professions Code and Civil Code each prospective purchaser of residential property
within the Project and all subsequent purchasers must be notified as follows:

- **NOTICE OF AIRPORT IN VICINITY—** This property is presently located in the vicinity of an airport, within what is known as an airport influence area. For that reason, the property may be subject to some of the annoyances or inconveniences associated with proximity to airport operations (e.g., noise, vibration, soot, or odors). Individual sensitivities to those annoyances can vary from person to person. The property is within the 65 db CNEL noise contour. The property is required to achieve an interior noise of not more than 45 db CNEL. You may wish to consider what airport annoyances, if any, are associated with the property before you complete your purchase and determine whether they are acceptable to you.

In addition, although not required by Civil Code §§ 1103, et seq., each prospective tenant of leased residential property within the Project must also be notified as described above.

c) **Finding:**

The City Council finds that exterior noise environmental impacts cannot be mitigated below the threshold of significance for the proposed project and a significant and unavoidable impact would occur, as identified in the FEIR.

**E. Insignificant Cumulative Impacts.**

The City Council finds that the Initial Study, FEIR and the record of proceedings in this matter do not identify or contain substantial evidence which identifies significant adverse cumulative environmental effects associated with the 540 East Imperial Avenue Specific Plan Project with respect to the areas listed below:

- Aesthetics
- Agriculture/Forestry Resources
- Biological Resources
- Cultural Resources
- Geology/Soils
- Greenhouse Gas Emissions
- Hazards/Hazardous Materials
- Hydrology/Water Quality
- Land Use/Planning
- Mineral Resources
- Population/Housing
- Public Services
- Recreation
F. Significant Cumulative Impacts

1. Air Quality (DEIR)

a) Facts/Effects:

(1) Emissions of Criteria Pollutants (Construction). During certain phases of construction of Option 1 and Option 2 of the proposed project, maximum daily emissions of volatile organic compounds (VOC) emissions would exceed SCAQMD significance thresholds, resulting in the violation of an air quality standard. SCAQMD significance thresholds for other criteria pollutants would not be exceeded. Mitigation measures MM4.1-1 to MM4.1-16 intended to improve air quality emissions generated by construction activities associated with the proposed project would reduce VOC emissions but not to levels below the SCAQMD significance threshold. Because VOC emissions, a precursor for ozone for which the Basin is currently in nonattainment, would exceed SCAQMD significance thresholds during construction of Option 1 and Option 2 of the proposed project, the emissions generated by construction of the proposed project would be cumulatively considerable and would constitute a substantial contribution to an existing or projected air quality violation. Therefore, a significant and unavoidable cumulative impact would occur and no additional feasible mitigation is available.

b) Mitigations:

Refer to mitigation measures MM4.1-1 through MM4.1-16 provided above.

c) Finding:

The City Council finds that the cumulative air quality impact cannot be mitigated to a less-than-significant level and a significant and unavoidable cumulative impact would occur, as identified in the FEIR.

2. Operational Noise (DEIR)

a) Facts/Effects:

(1) Excessive Exterior Noise Levels. The proposed project site and the surrounding area is located within the noise impact boundary for LAX. Consequently future residents of the proposed project would be exposed to existing exterior noise levels that exceed established standards for residential uses. Additional residential development within the noise impact boundary for LAX may occur in the future resulting in the exposure of additional residents to excessive exterior noise levels. No mitigation is
available to reduce existing exterior noise levels to a level that would be considered acceptable for residential land uses. Implementation of mitigation measures MM4.3-6 and MM4.3-7 would ensure that the existing aviation easement remains in place and future residents are informed of the potential annoyances associated with proximity to LAX, respectively, but does not reduce excessive exterior noise levels. Accordingly, the proposed projects contribution would be considered cumulatively significant.

(2) Airport Noise. The proposed project site and the surrounding area is located within the noise impact boundary for LAX and as a consequence future residents of the proposed project would be exposed to existing exterior noise levels that exceed established standards for residents. Future residential projects may also be located within noise impact boundary for LAX, exposing additional residential to noise levels that exceed the normally acceptable development standard due the proximity to the LAX. No mitigation is available to reduce existing exterior noise levels to a level that would be considered acceptable for residential land uses. Implementation of mitigation measures MM4.3-6 and MM4.3-7 would ensure that the existing aviation easement remains in place and future residents are informed of the potential annoyances associated with proximity to LAX, respectively, but does not reduce excessive exterior noise levels. As development of the proposed project would result in the exposure of on-site noise sensitive uses to an increase in noise levels, the contribution would be considered cumulatively significant.

b) Finding:

The City Council finds that the cumulative noise impacts cannot be mitigated to a less-than-significant level and a significant and unavoidable cumulative impact would occur, as identified in the FEIR.

G. Growth Inducing Impacts

The City Council finds on the basis of the Initial Study, FEIR, and the record of proceedings in this matter, that there are no growth inducing impacts.

H. Project Alternatives

1. Reasonable Range of Alternatives

The proposed project analyzes two project options in equal detail throughout the FEIR and analyzes two potential alternative designs and one no project alternative. Thus the analysis in the FEIR fulfills CEQA Guidelines § 15126.6 which requires that the FEIR "describe a range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project, and evaluate the comparative merits of the alternatives."
a) Findings

The City Council finds that the FEIR and the record of proceedings in this matter describe a reasonable range of alternatives that could feasibly attain most of the basic objectives of the 540 East Imperial Avenue Specific Plan Project. The City Council also finds that the FEIR and record of proceedings in this matter contains sufficient information about each alternative to allow for meaningful evaluation, analysis and comparison of the alternatives.

2. No Project Alternative

a) No Project

The No Project Alternative represents the status quo; the project site would continue to remain developed with the unoccupied Imperial Avenue Elementary School and no improvements would be constructed at the site. No significant and adverse environmental impacts would occur as a result of the No Project Alternative.

b) Finding

The City Council finds that the No Project Alternative would fail to meet the objectives of the proposed project as stated in FEIR Section 2.0, Project Description, would not be consistent with the site’s zoning of PRD which encourages development of the site with high quality residential housing, and would not accommodate the housing needs of the City of El Segundo, as identified in the 2009 Housing Element.

3. Environmentally Superior Alternative

An EIR is required to identify the environmentally superior alternative from among the reasonable range of potentially feasible alternatives that are evaluated. In addition to the No Project Alternative, the EIR analyzed Alternative 1 (Senior Assisted Living Facility and Single-Family Alternative) and Alternative 2 (Senior Townhome and Single-Family Alternative).

The No Project Alternative was determined to be the environmentally superior alternative as it would eliminate all significant and unavoidable environmental effects; however, CEQA Guidelines Section 15126.6(e)(2) requires that if the No Project/No Development Alternative is determined to be the environmentally superior alternative, an environmentally superior alternative must be identified among the other alternatives. Accordingly, the environmentally superior alternative would be Alternative 2. While both Alternative 1 and Alternative 2 would achieve all of the stated project objectives, Alternative 2 would generate the fewest number of trips compared to project Options 1 and 2 and Alternative 1. As a result, although the impact conclusions would be the same under both project Options and Alternatives, Alternative 2 would reduce GHG
impacts, air quality impacts during operation, and traffic impacts as a result of the reduced number of vehicle trips associated with operation of Alternative 2. None of the significant and unavoidable impacts identified for the proposed project would be fully eliminated with development of Alternative 2; however, selection of Alternative 2 would still benefit the ESUSD and the City. In addition to the reduction of project-related impacts, Alternative 2 would result in the benefit of the construction of new senior housing, helping to achieve the objective of the City to provide this type of housing stock, although Option 1 of the proposed project would best satisfy the Housing Element needs.

Although Alternative 2 was determined to be the environmentally superior alternative, between project Option 1 and Option 2, Option 2 is considered to be the superior project option because project Option 2 would generate less average daily trips (ADT) than Option 1 (428 ADT vs. 926 ADT), and would therefore result in reduced operational air quality, GHG, and traffic impacts compared to Option 1. However, Option 2 of the proposed project would not result in the benefit of the construction of new senior housing and assisted living opportunities that would result from Option 1 of the proposed project.

III. STATEMENT OF OVERRIDING CONSIDERATIONS

The City Council finds on the basis of the FEIR and the record of proceedings in this matter that the unavoidable significant impacts of the 540 East Imperial Avenue Specific Plan Project as discussed in Section II.D. above are acceptable when balanced against the benefits of the Project. This determination is based on the following substantial public and social factors as identified in the FEIR and the record of proceedings in the matter. Each benefit set forth below constitutes an overriding consideration warranting approval of the project.

- The proposed project would accommodate the housing needs of the City of El Segundo including senior and affordable housing as identified in the 2009 Housing Element.
- The proposed project would provide necessary income to the ESUSD from the unused school site.
- The proposed project would replace the vacant and deteriorating elementary school with well-designed residential development, improving the visual quality of the neighborhood.

IV. SUBSTANTIAL EVIDENCE

The City Council finds and declares that substantial evidence for each and every finding made herein is contained in the FEIR, which is incorporated herein by this reference, and in the record of proceedings in the matter.

V. CERTIFICATION OF EIR

The City Council certifies that the Final Environmental Impact Report SCH #2011071019, dated February 2012, for the 540 East Imperial Avenue Specific Plan
Project was completed in compliance with the California Environmental Quality Act and Public Resources Code §§ 21000, *et seq.*
CITY OF EL SEGUNDO
540 EAST IMPERIAL AVENUE
SPECIFIC PLAN PROJECT
Environmental Impact Report

SCH No. 2011071019
Project Case Nos. EA 890, DA10-02, SP10-03, SUB 10-01,
ZTA 10-06, ZC 10-01, GPA 10-03

Mitigation Monitoring and Reporting Program

Prepared for
City of El Segundo
Planning and Building and Safety Department
350 Main Street
El Segundo, California 90245

Prepared by
Atkins
12301 Wilshire Boulevard, Suite 430
Los Angeles, California 90025

January 2012
INTRODUCTION

The Final Environmental Impact Report for the 540 East Imperial Avenue Specific Plan Project (State Clearinghouse #2011071019) identified mitigation measures to reduce the adverse effects of the project in the areas of: air quality, greenhouse gas emissions, noise, and transportation. Additionally, the Initial Study for the 540 East Imperial Avenue Specific Plan Project identified mitigation measures to reduce adverse effects of the project in the areas of: aesthetics, biological resources, cultural resources, geology and soils, and hazards and hazardous materials.

The California Environmental Quality Act (CEQA) requires that agencies adopting environmental impact reports ascertain that feasible mitigation measures are implemented, subsequent to project approval. Specifically, the lead or responsible agency must adopt a reporting or monitoring program for mitigation measures incorporated into a project or imposed as conditions of approval. The program must be designed to ensure compliance during applicable project timing, such as design, construction, or operation (Public Resource Code Section 21081.6).

The Mitigation Monitoring and Reporting Program (MMRP) shall be used by the City El Segundo staff responsible for ensuring compliance with mitigation measures associated with the 540 East Imperial Avenue Specific Plan Project. Monitoring shall consist of review of appropriate documentation, such as plans or reports prepared by the party responsible for implementation, or by field observation of the mitigation measure during implementation.

The following table identifies the mitigation measures by environmental resource area. The table also provides the specific mitigation monitoring requirements, including implementation documentation, monitoring activity, timing and responsible monitoring party. Verification of compliance with each measure is to be indicated by signature of the mitigation monitor, together with date of verification. The Project Applicant and the Applicant’s contractor shall be responsible for implementation of all mitigation measures, unless otherwise noted in the table.
## Mitigation Monitoring and Reporting Program

### Mitigation Monitoring and Reporting Checklist

<table>
<thead>
<tr>
<th>Mit./Cond. No.</th>
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<th>Monitoring and Reporting Process</th>
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<td><strong>AESTHETICS (INITIAL STUDY)</strong></td>
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<tr>
<td>MM AES-1</td>
<td>Expansive areas of highly reflective materials, such as mirrored glass, must not be permitted. Nonreflective building materials must be used to the maximum extent possible to reduce potential glare impacts.</td>
<td>Project building plans. Review and approve building plans for inclusion of nonreflective building materials</td>
<td>Plan check prior to issuance of building permit</td>
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<tr>
<td>MM AES-2</td>
<td>Exterior lighting must be designed to minimize off-site glare. This may include, without limitation, using shielded or recessed lighting fixtures.</td>
<td>Project building plans. Review and approve building plans for inclusion of appropriate exterior lighting Visual Inspection</td>
<td>Plan check prior to issuance of building permit</td>
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| **4.1 AIR QUALITY (DEIR)** |
| MM4.1-1        | The developer must require by contract specifications that all diesel-powered equipment used will be retrofitted with after-treatment products (e.g., engine catalysts and diesel particulate filters). The engine catalysts must achieve a minimum reduction of 15 percent for NOx. The diesel particulate filters must meet USEPA Tier 3 standards. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued. | Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection | Plan check prior to issuance of a grading permit. | City of El Segundo—Planning and Building Safety Department |
|                |                                         |                                 | During Grading and Construction | City of El Segundo—Planning and Building Safety Department |
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<td>MM4.1-2</td>
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<td>MM4.1-3</td>
<td>The developer must require by contract specification that all heavy-duty diesel-powered equipment operations at the project site utilize a phased-in emission control technology in advance of a regulatory requirement such that 30 percent of the fleet will meet USEPA Tier 4 engine standards for particulate matter control (or equivalent) starting in 2013 and for the duration of the project.</td>
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<td>MM4.1-4</td>
<td>The developer must require by contract specifications that construction equipment engines be maintained in good condition and in proper tune per manufacturer’s specification for the duration of construction. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.</td>
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<tr>
<td>MM4.1-5</td>
<td>The developer must require by contract specifications that construction operations rely on the electricity infrastructure surrounding the construction site rather than electrical generators powered by internal combustion engines. Contract specifications must be included in project construction documents, which must be reviewed by the City of El Segundo before grading permits are issued.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>MM4.1-6</td>
<td>As required by South Coast Air Quality Management District Rule 403—Fugitive Dust, all construction activities that are capable of generating fugitive dust are required to implement dust control measures during each phase of project development to reduce the amount of particulate matter entrained in the ambient air. These measures include the following: Application of soil stabilizers to inactive construction areas Quick replacement of ground cover in disturbed areas Watering of exposed surfaces three times daily Watering of all unpaved haul roads three times daily Covering all stock piles with tarp Reduction of vehicle speed on unpaved roads Post signs on-site limiting traffic to 15 miles per hour or less Sweep streets adjacent to the project site at the end of the day if visible soil material is carried over to adjacent roads Cover or have water applied to the exposed</td>
<td>Visual Inspection</td>
<td>During Grading and Construction</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>Mitigation Measure/Condition of Approval</td>
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<td>surface of all trucks hauling dirt, sand, soil, or other loose materials before leaving the site to prevent dust from impacting the surrounding areas. Install wheel washers where vehicles enter and exit unpaved roads onto paved roads to wash off trucks and any equipment leaving the site for each trip.</td>
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<td>MM4.1-7</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit. During Grading and Construction</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>MM4.1-8</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit. During Grading and Construction</td>
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<td>MM4.1-9</td>
<td>The developer must require by contract specifications that temporary traffic controls are provided, such as a flag person, during all phases of construction to facilitate smooth traffic flow. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
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<tr>
<td>MM4.1-10</td>
<td>The developer must require by contract specifications that construction activities that would affect traffic flow on the arterial system be scheduled to off-peak hours (5:00 AM to 8:00 PM). Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
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<tr>
<td>MM4.1-11</td>
<td>The developer must require by contract specifications that dedicated on-site and off-site left-turn lanes on truck hauling routes be utilized for movement of construction trucks and equipment on site and off site to the extent feasible during construction activities. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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### Mitigation Monitoring and Reporting Checklist

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<td>MM4.1-12</td>
<td>The developer must require by contract specifications that trackout roads will meet SCAQMD Table XI-C standards to achieve a 46% reduction in PM$_{2.5}$. The construction contractor must install gravel bed trackout apron (3 inches deep, 25 feet long, 12 feet wide per lane and edged by rock berm or row of stakes) to reduce mud/dirt trackout from unpaved truck exit routes. Contract specifications must be included in the proposed project construction documents, which must be approved by the City of El Segundo before grading permits are issued.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<tr>
<td>MM4.1-13</td>
<td>When the City issues building or grading permits, whichever is issued earlier, the developer must notify, by mail, owners and occupants of all developed land uses within 1,000 feet of a project site within the Specific Plan providing a schedule for major construction activities that will occur through the duration of the construction period. In addition, the notification will include the identification and contact number for a community liaison and designated construction manager that would be available on site to monitor construction activities. The construction manager is responsible for complying with all project requirements related to PM$_{10}$ generation. The construction manager will be located at the on-site construction office during construction hours for the duration of all construction activities. Contract information for the community liaison and construction manager will be located at the construction office, City Hall, the police department, and a sign on site.</td>
<td>Proof of Notification mailers On-site Notice Posting</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>MM4.1-14</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>MM4.1-16</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit.</td>
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<td>MM BIO-1</td>
<td>Construction of either Option of the proposed project must avoid the February 1 through August 31 bird nesting season to the extent feasible. If it is not feasible to avoid the nesting period, a survey for nesting birds must be conducted by a qualified wildlife biologist no earlier than 14 days before construction. The area surveyed must include all clearing/construction areas, as well as areas within 250 feet of the boundaries of these areas, or as otherwise determined by the biologist. If no active avian nests are identified on or within 250 feet of the limits of the proposed disturbance area, no further mitigation is necessary. If active nests are found within 250 feet of the proposed disturbance area, clearing/construction activities must be postponed within 250 feet of the nest until a wildlife biologist has identified the nesting avian species. If the avian species is not protected under the MBTA or the California Fish and Game Code, no further action is required and construction activities may proceed. If the avian species is protected under the MBTA or the California Fish and Game Code, no action other than avoidance of the active nest(s) may be taken without consultation with the California Department of Fish and Game (CDFG). In addition, a minimum 100-foot buffer zone surrounding the active nest(s) must be established until the young have fledged (left the nest), the nest is vacated, and there is no evidence of second nesting attempts, as determined by the wildlife biologist. The size of the buffer area may be reduced if the wildlife biologist determines, upon consultation and concurrence from the CDFG, that the size of the buffer area would not be likely to have adverse effects on the particular species.</td>
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<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading plans and building plans for inclusion.</td>
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<td>If necessary, bird nesting survey and consultation with CDFG.</td>
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<td>Plan check prior to issuance of a grading permit and building permit.</td>
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<td>Plan check prior to issuance of a grading permit and building permit.</td>
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<td>City of El Segundo—Planning and Building Safety Department and California Department of Fish and Game</td>
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<tr>
<td>MM CR-1</td>
<td>In the event that archaeological/paleontological resources are unearthed during project subsurface activities, all earth-disturbing work within a 100-meter radius must be temporarily suspended or redirected until a qualified archeologist has been provided the opportunity to assess the significance of the find and implement appropriate measures to protect or scientifically remove the find. Construction personnel must be informed that unauthorized collection of cultural resources is prohibited. If the resource is determined to be significant, the archaeologist or paleontologist, as appropriate, must prepare a research design for recovery of the resources in consultation with the state Office of Historic Preservation that satisfies the requirements of Public Resources Code § 21083.2. The archaeologist or paleontologist must complete a report of the excavations and findings, and must submit the report for peer review by three County-certified archaeologists or paleontologists, as appropriate. Upon approval of the report, the County must submit this report to the Los Angeles Archeological Information Center and keep the report on file at the County of Los Angeles. After the find has been appropriately mitigated, work in the area may resume.</td>
<td>Plan check prior to issuance of a grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>Contract language and notes on grading plans. Review and approve contract specifications and grading plans for inclusion. If necessary, assessment of resource by qualified archeologist. If necessary, preparation of a research design for recovery and approval of report of excavation and findings.</td>
<td>During Grading</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>Prior to re-commencement of grading.</td>
<td>Office of Historic Preservation and Los Angeles Archeological Information Center</td>
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### Mitigation Monitoring and Reporting Checklist

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<tr>
<td>MM CR-2</td>
<td>If human remains are discovered during any demolition/construction activities, all ground-disturbing activity within 50 feet of the remains must be halted immediately, and the Los Angeles County coroner must be notified immediately, pursuant to Public Resources Code § 5097.99 and Health and Safety Code § 7050.5. If the remains are determined by the County coroner to be Native American, the Native American Heritage Commission (NAHC) must be notified within 24 hours, and the guidelines of the NAHC must be adhered to in the treatment and disposition of the remains. The project developer must also retain a professional archaeologist with Native American burial experience to conduct a field investigation of the specific site and consult with the Most Likely Descendant, if any, identified by the NAHC. As necessary, the archaeologist may provide professional assistance to the Most Likely Descendant, including the excavation and removal of the human remains.</td>
<td>Contract language and notes on grading plans. Review and approve contract specifications and grading plans for inclusion. If necessary, NAHC notification, field investigation, and consultation with Most Likely Descendant.</td>
<td>Plan check prior to issuance of a grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>During Grading.</td>
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<td>City of El Segundo—Planning and Building Safety Department and Native American Heritage Commission</td>
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<tr>
<td>GEE-0-1</td>
<td>A California-licensed Civil Engineer (Geotechnical) must prepare and submit to the City, a detailed soils and geotechnical analysis of the proposed project before the commencement of any construction activities. The geotechnical report will include recommendations that must be implemented in the design of the proposed project, including without limitation measures associated with site preparation, fill placement, temporary shoring and permanent dewatering, groundwater seismic design features, excavation stability, foundations, soil stabilization, establishment of deep foundations, concrete slabs and pavements, surface drainage, cement type and corrosion measures, erosion control, shoring and internal bracing, and plan review.</td>
<td>Approved Geotechnical Report. Review and approve grading plan and building plans for inclusion of recommendations.</td>
<td>Prior to issuance of grading permit.</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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### 4.2 GREENHOUSE GAS EMISSIONS (DEIR)

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<td>MMR-0-2</td>
<td>Before the City issues a building permit, the developer must demonstrate that the design of the proposed buildings or structures meets or exceeds the most recent Title 24 Energy Efficiency Standards, subject to review by the Planning and Building Safety Department. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval before the City issues the permit. Installation of the identified design features or equipment will be confirmed by the Planning and Building Safety Department before it issues a certificate of occupancy. The following design features should be considered by the developer as a way to achieve Title 24 Energy Efficiency Standards compliance in excess of the minimum requirement:</td>
<td>Contract language and notes on building plans. Review and approve contract specifications and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a building permit. During Grading and Construction</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>- Increase in insulation such that heat transfer and thermal bridging is minimized</td>
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<td>- Limit air leakage through the structure or within the heating and cooling distribution system to minimize energy consumption</td>
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<td>- Incorporate dual-pane or other energy efficient windows</td>
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<td>- Incorporate energy efficient space heating and cooling equipment</td>
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<td>- Incorporate energy efficient light fixtures</td>
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<td>- Incorporate energy efficient appliances</td>
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<td>- Incorporate energy efficient domestic hot water systems</td>
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<td>- Incorporate solar panels into the electrical system as feasible</td>
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<td>- Incorporate cool roofs/light-colored roofing</td>
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<td>- Or incorporate other measures that will increase the energy efficiency of building envelope in a manner that when combined with the other options listed above exceeds current Title 24 Energy Efficiency Standards by a minimum of 20 percent</td>
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<td>MM4.2-2</td>
<td>Before the City issues a building permit, the developer must provide a landscape plan that includes shade trees around main buildings, particularly along southern elevations where practical, and will not interfere with constraints. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.</td>
<td>Project landscaping and building plans. Review and approve landscaping and building plans for inclusion of features</td>
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<tr>
<td>MM4.2-3</td>
<td>All showerheads, lavatory faucets, and sink faucets within the residential units, and where feasible within non-residential developments, must comply with the California Energy Conservation flow rate standards.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
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<tr>
<td>MM4.2-4</td>
<td>Low-flush toilets must be installed within all Congregate Care units as specified in Health and Safety Code § 17921.3.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<tr>
<td>MM4.2-5</td>
<td>The developer must ensure that landscaping of common areas for the proposed project uses drought-tolerant and smog-tolerant trees, shrubs, and groundcover to ensure long-term viability and to conserve water and energy.</td>
<td>Project landscaping and building plans. Review and approve landscaping and building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<tr>
<td>MM4.2-6</td>
<td>The developer must ensure that the landscape plan for the proposed project includes drought-resistant trees, shrubs, and groundcover within the parking lot and perimeter.</td>
<td>Project landscaping and building plans. Review and approve landscaping and building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
<td>City of El Segundo—Planning and Building Safety Department; Parks and Recreation Department</td>
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<tr>
<td>MM4.2-7</td>
<td>The developer must ensure that designs for the proposed project include all illumination elements to have controls to allow selective use as an energy conservation measure.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<tr>
<td>MM4.2-8</td>
<td>Before the City issues any certificate of occupancy, the developer must demonstrate that the proposed projects' interior building lighting supports the use of compact fluorescent light bulbs or equivalently efficient lighting to the satisfaction of the Planning and Building Safety Department.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
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<tr>
<td>MM4.2-9</td>
<td>The developer must consider providing preferential parking spaces for ultra-low-emission vehicles and alternative fueled vehicles to encourage the use of alternative fuels and ultra-low-emission vehicles. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
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<td>MM4.2-10</td>
<td>Before the City issues a building permit, the developer must demonstrate that the proposed project is designed to incorporate exterior storage areas for recyclables and green waste and adequate recycling containers located in public/common areas. Installation of the identified design features or equipment will be reviewed and approved by the Planning and Building Safety Department before the City issues a certificate of occupancy.</td>
<td>Visual Inspection</td>
<td>Prior to issuance of certificate of occupancy</td>
<td>City of El Segundo—Planning and Building Safety Department; Public Works Department</td>
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<tr>
<td>MM4.2-11</td>
<td>All common-area irrigation areas for the proposed project must consider systems that are capable of being operated by a computerized irrigation system that includes an on-site weather station/ET gage capable of reading current weather data and making automatic adjustments to independent run times for each irrigation valve based on changes in temperature, solar radiation, relative humidity, rain, and wind. In addition, the computerized irrigation system must also consider the ability to be equipped with flow-sensing capabilities, thus automatically shutting down the irrigation system in the event of a mainline break or broken head. These features will assist in conserving water, eliminating the potential of slope failure due to mainline breaks, and eliminating over-watering and flooding due to pipe and/or head breaks. Documentation of compliance with this measure must be provided to the Planning and Building Safety Department for review and approval.</td>
<td>Project landscaping and building plans. Review and approve landscaping and building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
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<tr>
<td>MM4.2-12</td>
<td>The developer must, where feasible, incorporate passive solar design features into the buildings, which may include roof overhangs or canopies that block summer shade, but that allow winter sun, from penetrating south facing windows.</td>
<td>Project building plans. Review and approve building plans for inclusion of features</td>
<td>Plan check prior to issuance of building permit</td>
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## Mitigation Monitoring and Reporting Program

### Mitigation Monitoring and Reporting Checklist

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<td>Monitoring and Reporting Process</td>
</tr>
<tr>
<td><strong>HAZARDS/HAZARDOUS MATERIALS (INITIAL STUDY)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>MM HAZ-1</strong></td>
<td>Before demolition and/or construction activities, the proposed project site must be tested for asbestos and lead by a licensed contractor. The contractor must follow all applicable local, state, and federal codes and regulations related to the treatment, handling, and disposal of asbestos and lead if the proposed project requires asbestos and/or lead abatement.</td>
<td>Testing for asbestos and lead and potential abatement.</td>
</tr>
<tr>
<td><strong>MM HAZ-2</strong></td>
<td>In the event that previously unknown or unidentified soil and/or groundwater contamination that could present a threat to human health or the environment is encountered during construction at the project site, construction activities in the immediate vicinity of the contamination must cease immediately. If contamination is encountered, a Risk Management Plan must be prepared and implemented that (1) identifies the contaminants of concern and the potential risk each contaminant would pose to human health and the environment during construction and post-development and (2) describes measures to be taken to protect workers and the public from exposure to potential site hazards. Such measures could include a range of options, including, without limitation, physical site controls during construction, remediation, long-term monitoring, post-development maintenance or access limitations, or some combination thereof. Depending on the nature of contamination, if any, regulatory agencies must be notified (e.g., El Segundo Fire Department). If needed, a Site Health and Safety Plan that meets Occupational Safety and Health Administration requirements must be prepared and in place before commencement of work in any contaminated area.</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications grading plans, and building plans for inclusion.</td>
</tr>
</tbody>
</table>

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City of El Segundo 540 East Imperial Avenue Specific Plan Project EIR MMRP
<table>
<thead>
<tr>
<th>Mit./Cond. No.</th>
<th>Mitigation Measure/Condition of Approval</th>
<th>Monitoring and Reporting Process</th>
<th>Monitoring Milestone</th>
<th>Party Responsible for Monitoring</th>
<th>Initials</th>
<th>Date</th>
<th>Remarks</th>
</tr>
</thead>
<tbody>
<tr>
<td>MM HAZ-3</td>
<td>Before project implementation, the developer must submit Form 7460-1 (Notice of Proposed Construction or Alteration) to the Federal Aviation Administration for project review and approval.</td>
<td>Submission of Form 7460-1 and project review and approval.</td>
<td>Prior to issuance of grading permit.</td>
<td>Federal Aviation Administration</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MM4.3.1</td>
<td>The developer's contractor must refrain from engaging in all construction-related activities, including the delivery of construction materials, the loading and unloading of construction equipment, starting the engine ignition, and the repair and servicing of construction equipment and vehicles between the hours of 6:00 PM and 7:00 AM Monday through Saturday, or at any time on Sunday or a federal holiday. Construction noise levels must not exceed the noise and vibration standard set in El Segundo Municipal Code § 7-2-4(C) and 7-2-10(D). If construction activities result in the generation of noise that exceeds the noise and vibration standards set forth by the El Segundo Municipal Code, a noise permit must be obtained from the City of El Segundo before commencing any construction activities.</td>
<td>Visual Inspection</td>
<td>During grading and construction</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>
| MM4.3.2       | The developer's construction contracts must require implementation of the following construction best management practices (BMPs) by all construction contractors and subcontractors working in or around the project site to reduce construction noise levels:  
- Not less than 10 days before the start of construction, the developer must mail a written notification to owners and occupants of all developed properties within 1,000 feet of the project site. The notification must provide a schedule of major construction activities that will occur throughout the duration of the | Grading Plan and Building Plan Processing | Before issuance of grading permits | City of El Segundo—Planning and Building Safety Director |          |      |         |
Mitigation Monitoring and Reporting Checklist

<table>
<thead>
<tr>
<th>Mitigation Measure/Condition of Approval</th>
<th>Verification of Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Monitoring and Reporting Process</td>
</tr>
<tr>
<td>construction period. In addition, the notification must include the identity and contact number of a designated community liaison and designated construction manager who will be available on site to monitor construction activities during regular working hours. The construction manager will be located at the on-site construction office during construction hours for the duration of all construction activities. Contact information for the community liaison and construction manager will be posted on the exterior of the construction office or trailer at the construction site, at City Hall, and at the City’s Police Department. The notification must also include the permitted hours of operation and all relevant information regarding limitations on noise-generating activities.</td>
<td></td>
</tr>
<tr>
<td>The developer and its contractors and subcontractors must ensure that construction equipment is properly muffled according to industry standards or as required by the Planning and Building Safety Department, whichever is the more stringent.</td>
<td></td>
</tr>
<tr>
<td>The developer and its contractors and subcontractors must place noise-generating construction equipment and locate construction staging areas away from sensitive uses, where feasible, to the satisfaction of the Planning and Building Safety Department.</td>
<td></td>
</tr>
<tr>
<td>The developer and its contractors and subcontractors must implement noise attenuation measures to the extent feasible, which may include, but are not limited to, noise barriers or noise blankets to the satisfaction of the Planning and Building Safety Department.</td>
<td></td>
</tr>
<tr>
<td>Mit./Cond. No.</td>
<td>Mitigation Measure/Condition of Approval</td>
</tr>
<tr>
<td>---------------</td>
<td>----------------------------------------</td>
</tr>
<tr>
<td>MM4.3-3</td>
<td>The developer's contracts with its construction contractors and subcontractors must include the requirement that construction staging areas, construction worker parking and the operation of earthmoving equipment within the project site, are located as far away from vibration- and noise-sensitive sites as possible. Contract provisions incorporating the above requirements must be included as part of the project's construction documents, which must be reviewed and approved by the Planning and Building Safety Department.</td>
</tr>
<tr>
<td>MM4.3-4</td>
<td>The developer must require by contract specifications that heavily loaded trucks used during construction must be routed away from residential streets to the extent possible. Contract specifications must be included in the proposed project construction documents, which must be reviewed by the City before grading permits are issued.</td>
</tr>
<tr>
<td>Mit./Cond. No.</td>
<td>Mitigation Measure/ Condition of Approval</td>
</tr>
<tr>
<td>---------------</td>
<td>------------------------------------------</td>
</tr>
<tr>
<td>MM4.3-5</td>
<td>Residential units must be designed and constructed to ensure that interior noise levels from exterior transportation sources—including aircraft and vehicles on adjacent roadways—cannot exceed 45 dBA CNEL. In order to ensure that all dwelling units achieve an adequate noise reduction to achieve an interior noise level of 45 dBA CNEL, the following features must be included in the building design and construction of all dwelling units: (1) upgraded dual-glazed windows, (2) mechanical ventilation/air conditioning, (3) exterior wall/roof assemblies free of cut-outs or openings, and (4) ceiling insulation in the top floor of each building to reduce aircraft noise by at least 20 dBA. Before a building permit is issued, the developer must submit architectural plans and a detailed acoustical analysis study prepared by a qualified acoustical consultant demonstrating that interior noise levels in all residential units would be 45 dBA CNEL or less to the Planning and Building Safety Department for review and approval.</td>
</tr>
<tr>
<td>MM4.3-6</td>
<td>The ESUSD must make as a condition of sale of the proposed project site, that the future owner express acknowledgement and confirmation of the continuing applicability of the existing aviation easement for noise, vibrations, and fumes over the proposed project site property.</td>
</tr>
<tr>
<td>MIL/Conc. No.</td>
<td>Mitigation Measure/Condition of Approval</td>
</tr>
<tr>
<td>--------------</td>
<td>-----------------------------------------</td>
</tr>
</tbody>
</table>
| MM4.3-7      | In accordance with the Business and Professions Code and Civil Code each prospective purchaser of residential property within the Project and all subsequent purchasers must be notified as follows:  
  - NOTICE OF AIRPORT IN VICINITY—This property is presently located in the vicinity of an airport, within what is known as an airport influence area. For that reason, the property may be subject to some of the annoyances or inconveniences associated with proximity to airport operations (e.g., noise, vibration, soot, or odors). Individual sensitivities to those annoyances can vary from person to person. The property is within the 65 db CNEL noise contour. The property is required to achieve an interior noise of not more than 45 db CNEL. You may wish to consider what airport annoyances, if any, are associated with the property before you complete your purchase and determine whether they are acceptable to you.  
  In addition, although not required by Civil Code Sections 1103, et seq., each prospective tenant of leased residential property within the Project must also be notified as described above. | Monitoring and Reporting Process | Monitoring Milestone | Party Responsible for Monitoring | Initials | Date | Remarks |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Proof of acknowledgement and confirmation to buyer</td>
<td>Prior to commencement of the project</td>
<td>City of El Segundo—Planning and Building Safety Department</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mitigation Measure/Condition of Approval</td>
<td>Monitoring and Reporting Process</td>
<td>Monitoring Milestone</td>
<td>Party Responsible for Monitoring</td>
<td>Initials</td>
<td>Date</td>
<td>Remarks</td>
<td></td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>---------------------------------</td>
<td>---------------------</td>
<td>---------------------------------</td>
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<td></td>
</tr>
<tr>
<td>MM HAZ-4</td>
<td>Contract language and notes on grading and building plans. Review and approve contract specifications, grading and building plans for inclusion. Visual Inspection</td>
<td>Plan check prior to issuance of a grading permit. During Grading and Construction</td>
<td>City of El Segundo—Police, Fire, Public Works and Planning and Building Safety Department</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

To ensure adequate access for emergency vehicles when construction activities would result in temporary lane or roadway closures, the project developer must consult with the City of El Segundo Police, Fire, and Public Works Departments to disclose temporary lane or roadway closures and alternative travel routes. The project developer will be required to keep a minimum of one lane in each direction free from encumbrances at all times on perimeter streets accessing the project site. In the event any full road closure is required, the project developer's contractor must coordinate with the City of El Segundo Police, Fire, and Public Works Departments to designate proper detour routes and signage to appropriate proper access routes.
El Segundo General Plan Land Use Element Excerpt - Page 3-6

Residential Designations

Strike the following text on page 3-6:

Planned Residential Development
Permits a mixture of residential uses on the former Imperial School Site with a maximum of 29 single-family detached dwelling units and 36 multi-family dwelling units. This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City.

And add the following text in a separate paragraph immediately below Multi-Family Residential on page 3-6:

"540 East Imperial Avenue Specific Plan: Permits a mix of residential uses with two possible development options. Option 1 would allow up to a maximum of 304 units in a Senior Housing Community with a Multi-Family Residential (R-3) component, or Option 2 would allow up to a maximum of 58 units in a Mixed Residential Development (single-family and multi-family units). This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City."
City Council Resolution No. ____
Exhibit D

Excerpt from Page 3-9 of the El Segundo General Plan Land Use Element

Proposed Land Use Plan

The following text on page 3-9 should be revised as shown below

"Northwest Quadrant
The northwest quadrant of the City has the most varied mix of uses within the City. All of the City’s residential units, the Downtown area, the Civic Center, and the older industrial area of Smoky Hollow, are located in this quadrant. The 1992 Plan retains the three residential designations found on the old Plan: single-family, two-family, and multi-family, plus a new designation of Planned Residential Development 540 East Imperial Avenue Specific Plan.1 The Plan shows 357.2 acres of single-family, 57.4 acres of two-family, 119.3 acres of multi-family and 5.7 acres of planned residential development. This includes the re-designation of Imperial Avenue School, which is no longer used for educational purposes, from Public Facility to Planned Residential Development Planned Residential Development to 540 East Imperial Avenue Specific Plan. The total number of dwelling units projected by the Plan is 7674. One of the major goals of the 1992 Plan is to preserve the residential neighborhoods."

All other text in this section will remain unchanged.

---

1 The 540 East Imperial Avenue Specific Plan designation was added via General Plan Amendment 10-03.
2 The new total of 8,089 represents the maximum number of units developed under Option 1 of the 540 East Imperial Avenue Specific Plan. This number will be lower (7,843 units) if Option 2 is developed with a maximum of 58 units.
### 1992 General Plan

#### Summary of Existing Trends Buildout

<table>
<thead>
<tr>
<th>Land Use Category</th>
<th>Acres</th>
<th>Dwelling Units</th>
<th>Square Footage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Single-Family Residential</td>
<td>357.2</td>
<td>2,858</td>
<td>-</td>
</tr>
<tr>
<td>Two-Family Residential</td>
<td>57.4</td>
<td>934</td>
<td>-</td>
</tr>
<tr>
<td><strong>Planned Residential</strong></td>
<td><strong>5.7</strong></td>
<td><strong>65</strong></td>
<td>-</td>
</tr>
<tr>
<td><strong>540 East Imperial Avenue Specific Plan</strong></td>
<td><strong>5.65</strong></td>
<td><strong>304</strong></td>
<td>-</td>
</tr>
<tr>
<td>Multi-Family Residential</td>
<td>119.7</td>
<td>3,389</td>
<td>-</td>
</tr>
<tr>
<td>Neighborhood Commercial</td>
<td>6.6</td>
<td>85&lt;sup&gt;1&lt;/sup&gt;</td>
<td>89,110</td>
</tr>
<tr>
<td>Downtown Commercial</td>
<td>8.8</td>
<td>18&lt;sup&gt;1&lt;/sup&gt;</td>
<td>383,328</td>
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<tr>
<td>General Commercial</td>
<td>37.1</td>
<td>-</td>
<td>1,618,508</td>
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<tr>
<td>Corporate Office</td>
<td>216.6</td>
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<td>12,539,209</td>
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<tr>
<td>Commercial Center</td>
<td>85.8</td>
<td>-</td>
<td>850,000</td>
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<tr>
<td>Smoky Hollow</td>
<td>94.1</td>
<td>268</td>
<td>2,019,454</td>
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<tr>
<td>Urban Mixed-Use North</td>
<td>232.5</td>
<td>-</td>
<td>13,166,010</td>
</tr>
<tr>
<td>Urban Mixed-Use South</td>
<td>70.6</td>
<td>-</td>
<td>3,997,936</td>
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<tr>
<td>124&lt;sup&gt;th&lt;/sup&gt; Street Specific Plan</td>
<td>3.9</td>
<td>1</td>
<td>73,530</td>
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<tr>
<td>Aviation Specific Plan</td>
<td>5.4</td>
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<td>66,000</td>
</tr>
<tr>
<td>Downtown Specific Plan</td>
<td>26.3</td>
<td>232&lt;sup&gt;1&lt;/sup&gt;</td>
<td>1,145,628</td>
</tr>
<tr>
<td>Corporate Campus Specific Plan</td>
<td>46.5</td>
<td>-</td>
<td>2,550,000</td>
</tr>
<tr>
<td>199 North Continental Boulevard</td>
<td>-</td>
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<td>-</td>
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<tr>
<td>Specific Plan</td>
<td>1.75</td>
<td>-</td>
<td>70,132</td>
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<tr>
<td>Parking</td>
<td>11.8</td>
<td>-</td>
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<tr>
<td>Light Industrial</td>
<td>356.1</td>
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<tr>
<td>Heavy Industrial</td>
<td>1001</td>
<td>-</td>
<td>18,529,000</td>
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<tr>
<td>Public Facilities</td>
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<td>Federal Government</td>
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<tr>
<td>Open Space</td>
<td>78.3</td>
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<td>-</td>
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<tr>
<td>Parks</td>
<td>50</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Street and Railroad R.O.W</td>
<td>442.6</td>
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<tr>
<td><strong>Totals</strong></td>
<td><strong>3,494.3</strong></td>
<td><strong>7,850</strong></td>
<td><strong>57,097,845</strong></td>
</tr>
<tr>
<td><strong>Population Projection</strong></td>
<td>17,287</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1. Existing construction and recently constructed, renovated commercial centers and legal non-conforming residential uses at densities that are currently higher than allowed by the land use designations in this plan will not realistically be converted to mixed commercial/residential uses and these buildings are expected to remain for the life of the Plan.

2. The heavy industrial shown on this plan includes the Chevron Refinery and former Southern California Edison Generation Station. These facilities have processing equipment and tanks rather than buildings and are expected to remain for the life of the Plan. Therefore, no estimated building square footage is shown.

3. This number represents the maximum number of dwelling units that can be developed in Option 1 of the 540 East Imperial Avenue Specific Plan. If Option 1 is not built, the maximum number of units that can be developed in Option 2 of the 540 East Imperial Avenue Specific Plan is 58 residential dwelling units.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo's approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 304 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit "B" to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
5. Before the City issues a building permit, the applicant must submit final landscaping and irrigation plans to the Planning and Building Safety Department and the Parks and Recreation Department for review and approval to demonstrate compliance with the City’s Water Conservation regulations and Guidelines for Water Conservation in Landscaping (ESMC §§ 10-2-1, et seq.). The plant materials used in landscaping must be compatible with the El Segundo climate pursuant to Sunset Western Garden Book’s Zone 24 published by Sunset Books, Inc., Revised and Updated 2001 edition, which is available for review at the Planning and Building Safety Department. Additionally, the landscaping and irrigation must be completely installed before the City issues a final Certificate of Occupancy. Additionally, the final landscaping and irrigation plans must comply with the following:

- Reclaimed water must be used as the water source to irrigate landscaped areas, if feasible. To that end, dual water connections must be installed to allow for landscaping to be irrigated by reclaimed water, if feasible.

- 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).

- 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 landscaping irrigation.

6. Selection of drought-tolerant, low-water consuming plant varieties must be used to reduce irrigation water consumption, in compliance with ESMC §§ 10-2-1, et seq.

7. The applicant must provide a sufficient number of bicycle racks to accommodate storing at least 8 bicycles.

8. Employees must be provided current maps, routes and schedules for public transit routes serving the site; telephone numbers for referrals on transportation information including numbers for the regional ridesharing agency and local transit operators; ridesharing promotional materials; and bicycle route and facility information. Two kiosks with such information must be provided for Option 1
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 15% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 15% for the extremely low income senior household category; 31% of the 15% for the very low income senior
household category; and 38% of the 15% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
20. Before grading permits are issued, the applicant must submit a soils report to the Planning and Building Safety Department for review and approval.

21. Before grading permits are issued, the applicant must submit a grading plan to the Planning and Building Safety Department for review and approval. Before building permits are issued, plans must show conformance with the 2010 California Building Code, 2010 California Mechanical Code, 2010 California Plumbing Code, 2010 California Electrical Code, and 2010 California Energy Code, all as adopted by the ESMC.

22. Before building permits are issued, plans must show compliance with accessibility requirements per the 2010 California Building Code, as adopted by the ESMC.

23. The applicant must provide a complete pool enclosure that encompasses the pool per the 2010 California Building Code, as adopted by the ESMC.

24. The applicant must provide a disabled access lift to access the pool per the 2010 California Building Code, as adopted by the ESMC.

25. At least one stairway must access the roof per the 2010 California Building Code, as adopted by the ESMC.

26. The Applicant must execute a restrictive covenant, in a form approved by the City Attorney, subjecting development of the real property affected by the Project to the air easements imposed by the final judgment in Los Angeles Unified School District v. City of Los Angeles, et al., LASC Case No. 965,067 filed January 7, 1980 and recorded as Document No. 80-55139 with the Los Angeles County Recorder’s Office.

**Fire Department Conditions**

27. The project must comply with all applicable requirements in the 2010 California Building and Fire Codes, and the 2009 International Fire Code as adopted by the ESMC and El Segundo Fire Department regulations.

28. Construction of any cafeteria or kitchen facilities in the assisted living facility must include installation of a grease interceptor capable of removing fats, oils, and grease from the kitchen waste stream. If the Los Angeles County Health Department determines
that the food preparation area does not require the installation of grease interceptors, then this condition will not be required.

29. Construction activities must include a storm water pollution prevention plan addressing non-storm water run-off, debris removal, track-out and protection of storm water system.

30. Any diesel-powered generators must be approved by the Fire Department, Environmental Safety Division, and provide for secondary containment, placarding, spill detection and prevention. Underground tanks require additional environmental monitoring requirements.

31. The applicant must provide the Environmental Safety Division of the El Segundo Fire Department an inventory of any and all chemicals used for laundry, pool or house cleaning, emergency generators or other devices.

32. The applicant, or designee, must contact Underground Service Alert before digging or excavating.

33. Any demolition must be screened for asbestos and lead, with proper notifications to South Coast Air Quality Management District (SCAQMD).

Public Works Department Conditions

34. All onsite utilities including, without limitation, water, electricity, gas, sewer and storm drains, must be installed underground. Contact Southern California Edison for required service and underground requirements (Mr. John Deng at (310) 783-9305).

35. Before the City issues a Certificate of Occupancy, the applicant must ensure that all curb, gutters, asphalt and concrete pavement and driveway aprons fronting 540 East Imperial Avenue and the property frontage along Walnut Avenue will be replaced as required by the Public Works Department.

36. Before the City issues a Certificate of Occupancy, all damaged or off-grade curb, sidewalk and pavement must be removed and replaced as required by the Public Works Department.

37. The applicant must secure any required encroachment permits from the Public Works Department before commencing any work in the public right-of-way.
38. The project must comply with the latest National Pollution Discharge Elimination System (NPDES) requirements and provide Best Management Practices (BMPs) for sediment control, construction material control and erosion control.

39. Before the City issues a building permit, the location and sizes of all proposed water meters must be approved by the City's Water Division.

40. Before the City issues a building permit, the applicant must clean and inspect (via remote TV camera) the project sewer lateral. If found impaired, the applicant is responsible for the replacement of the lateral.

41. A registered civil engineer must provide storm (hydrologic and hydraulic) calculations for appropriate storm drain facilities to control on-site drainage and mitigate off-site impacts, as follows, subject to review and approval from the Public Works Department:

- The design must follow the criteria contained in both the Los Angeles County Department of Public Works Hydrology Manual 2006 and Standard Urban Storm Water Mitigation Plan or most recent editions. Flows must remain in their historical drainage pattern so as not to impact neighboring properties.

- New development must not increase the rate of flow (cubic feet per second) or velocity (feet per second) of site run-off water to any off-site drainage areas beyond the measured or calculated pre-project rate and velocity.

42. Construction related parking must be provided on-site.

43. All record drawings (as-built drawings) and supporting documentation must be submitted to the Public Works Department before scheduling the project's final inspection.

Police Department Conditions

44. Before the City issues a building permit, the applicant must submit a photometric light study to the Police Department for review and approval. A site plan must be provided showing buildings, parking areas, walkways, and the point-by-point photometric calculation of the required light levels. Foot candles must be measured on a horizontal plane and conform to a uniformity ratio of 4:1 average/minimum. The photometric study must be point-by-point and include the light loss factor (.7). Lighting levels must be
adjusted to meet the minimum foot candle requirements within each area of the site. All interior or exterior corridors, passageways and pedestrian walkways and open parking lot shall be illuminated at all times with a minimum maintained one foot-candle of light on the walking surface.

45. A schematic plan of the security camera system must be submitted and approved by the El Segundo Police Department before the City issues a building permit, and must be included as a page in the stamped approved set of plans.

46. Lighting devices must be enclosed and protected by weather and vandal resistant covers.

47. Stairways must be illuminated with a minimum maintained one foot-candle of light on all landings and stair treads at all times.

48. Recessed areas of building or fences, which have a minimum depth of two feet, a minimum height of five feet, and do not exceed six feet in width and are capable of human concealment, must be illuminated with a minimum maintained 3.25 foot-candles of light at ground level during the hours of darkness. This requirement applies to defined recessed areas which are within six feet of the edge of a designated walking surface with an unobstructed pathway to it, not hindered by walls or hedge row landscaping a minimum of two feet in height.

49. All types of exterior doors must be illuminated during the hours of darkness, with a minimum maintained one foot-candle of light measured within a five-foot radius on each side of the door at ground level. The light source must be controlled by a photocell device or a time-clock with an astronomic clock feature and capable of operating during a power outage.

50. The addressing, open parking lot and trash dumpster must be illuminated with a maintained minimum of one foot-candle of light on the ground surface during hours of darkness.

51. Street addressing must be a minimum of 6 inches high and must be visible from the street or driving surface, of contrasting color to the background and illuminated during hours of darkness. Addressing must also be shown on plan elevations.

52. All landscaping must be low profile around perimeter fencing, windows, doors and entryways so as not to limit visibility or provide
climbing access. Dense bushes cannot be clumped together in a manner that provides easy concealment.

53. Stairwell doors exiting onto the street must have a minimum 100-square inch vision panel, with a minimum five inch width, to provide visibility into the area being entered. Vision panels must meet the requirements of the California Building Code, as adopted by the ESMC. Vision panels must preclude manipulation of the interior locking device from the exterior.

54. Interior stairwell doors must have glazing panels a minimum of five inches wide and 20 inches in height and meet the requirements of the California Building Code, as adopted by the ESMC. Guest rooms must have a deadbolt lock, a secondary security latch and a wide angle (190-200 degree) door viewer, not to be mounted more than 58 inches from the bottom of the door.

55. Exterior mounted ladders are prohibited except: (1) ladders with a minimum 1/8 inch thick steel plate, securely attached to the ladders edge on each side, and extending to within two inches of the wall for a height of ten feet above ground level. A door and cover must be securely attached to the front of the ladder, and be constructed of minimum 1/8-inch steel, extending from ground level to at least ten feet high. The ladder must have non-removable hinge pins and be locked securely against the side wall by a locking mechanism with a minimum five pin tumbler operation; or (2) the bottom of the ladder must begin ten feet above the ground surface.

56. All pool entrances must be posted with “No Trespassing” signs.

57. Any pool restroom and shower doors must have access control as reviewed and approved by the El Segundo Police Department.

58. Exterior gates leading to the pool must be secured by electronic access control.

59. When a specific project option is selected, the ESPD may require the applicant to comply with more specific requirements as they pertain to: doors/hardware, windows, mailboxes, lighting, landscaping, addressing, stairwells, trash dumpsters, parking, other possible requirements they may pertain to a specific assisted living facility layout (access controls).
Construction Conditions

60. Before any construction occurs the perimeter of the property must be fenced with a minimum 6-foot high fence. The fence must be covered with a material approved by the Planning and Building Safety Department to prevent dust from leaving the site.

61. Public sidewalks must remain open at all times.

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

63. NOx emissions during construction must be reduced by limiting the operation of heavy-duty construction equipment to no more than 5 pieces of equipment at any one time.

64. Staging of construction vehicles and vehicle entry and egress to the site must be approved by the Public Works Department. Temporary construction driveways must be approved by the Public Works Department. Temporary construction driveways must be removed before the City issues a certificate of occupancy.

65. Construction vehicles cannot use any route except the City’s designated Truck Routes.

66. The applicant must develop and implement a construction management plan, as approved by the Public Works Department, which includes the following measures recommended by the SCAQMD:

- Configure construction parking to minimize traffic interference.
- Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).
- Re-route construction trucks away from congested streets.
- Maintain equipment and vehicles engines in good condition and in proper tune as per manufacturer’s specifications and per SCAQMD rules, to minimize dust emissions.
- Suspend use of all construction equipment during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.
- Use electricity from temporary power poles rather than temporary diesel or gasoline-powered generators.
• Diesel-powered equipment such as booster pumps or generators should be replaced by electric equipment, if feasible.
• Catalytic converters must be installed, if feasible.
• Equipment must be equipped with two-to-four-degree engine time retard or pre-combustion chamber engines.
• Use methanol or natural gas powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.
• Use propane or butane powered on-site mobile equipment instead of gasoline if readily available at competitive prices.

67. During construction and operations, all waste must be disposed in accordance with all applicable laws and regulations. Toxic wastes must be discarded at a licensed, regulated disposal site by a licensed waste hauler.

68. All leaks, drips and spills occurring during construction must be cleaned up promptly and in compliance with all applicable laws and regulations to prevent contaminated soil on paved surfaces that can be washed away into the storm drains.

69. If materials spills occur, they must be cleaned up in a way that will not affect the storm drain system.

70. The project must comply with ESMC Chapter 5-4, which establishes storm water and urban pollution controls.

71. Before anticipated rainfall, construction dumpsters must be covered with tarps or plastic sheeting.

72. Inspections of the project site before and after storm events must be conducted to determine whether Best Management Practices have been implemented to reduce pollutant loadings identified in the Storm Water Prevention Plan.

73. The owner or contractor must conduct daily street sweeping and truck wheel cleaning to prevent dirt in the storm drain system.

74. Storm drain system must be safeguarded at all times during construction.

75. All diesel equipment must be operated with closed engine doors and must be equipped with factory-recommended mufflers.
76. Electrical power must be used to run air compressors and similar power tools.

77. The applicant must provide a telephone number for local residents to call to submit complaints associated with the construction noise. The number must be posted on the project site and must be easily viewed from adjacent public areas.

78. During construction, the contractor must store and maintain equipment as far as possible from adjacent residential property locations northwest of the site.

79. As stated in ESMC Chapter 7-2, construction related noise is restricted to the hours of 7:00 a.m. to 6:00 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.

**Impact Fee Conditions**

80. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time library services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

81. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time fire services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

82. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time police services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

83. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time park services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.
84. Before building permits are issued, the applicant must pay the required sewer connection fees (as specified in ESMC Title 12-3).

85. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues a certificate of occupancy, the applicant must pay a one time traffic mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4443.

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

Miscellaneous

87. The vesting tentative maps (VTM No. 71410 and VTM No. 71532) will expire pursuant to Government Code § 66452.6 and ESMC § 14-1-12. Only one VTM may be recorded.

88. The El Segundo Unified School District, agrees to indemnify and hold the City harmless from and against any claim, action, damages, costs (including, without limitation, attorney’s fees), injuries, or liability, arising from the City’s approval of Environmental Assessment No. 890, General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01. Should the City be named in any suit, or should any claim be brought against it by suit or otherwise, whether the same be groundless or not, arising out of the City approval of Environmental Assessment No. 890, the El Segundo Unified School District, agrees to defend the City (at the City’s request and with counsel satisfactory to the City) and will indemnify the City for any judgment rendered against it or any sums paid out in settlement or otherwise. For purposes of this section “the City” includes the City of El Segundo’s elected officials, appointed officials, officers, and employees.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

__________________________
Geoff Yantz, Superintendent
El Segundo Unified School District

P:\Planning & Building Safety\Planning - Old\PROJECTS (Planning)\876-890\EA-890\City Council Mar2012\EA-890.CC.conditions of approval.03.20.12 Project Submittal (304 units).doc
EXHIBIT 2

ORDINANCE NO. _____

AN ORDINANCE APPROVING ZONE CHANGE NO. 10-01; ZONE TEXT AMENDMENT NO. 10-06; SPECIFIC PLAN NO. 10-03; AND DEVELOPMENT AGREEMENT NO. 10-02; ADDING ESMC § 15-3-2(A)(7) AND AMENDING ESMC §§ 15-3-1 AND 15-3-2(A); APPROVING SUBDIVISION NO. 10-01 (VESTING TENTATIVE MAP NOS. 71410 AND NO. 71582) FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT AT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District, for an Environmental Assessment (EA No. 890); General Plan Amendment No. 10-03; Zone Change No. 10-01; Zone Text Amendment No. 10-06; Specific Plan No. 10-03; Development Agreement No. 10-02; and Subdivision No. 10-01 for Vesting Tentative Map (VTM) Nos. 71410 (7 lots) and 71582 (31 lots) to redesignate and rezone a 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of one of two possible options (a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development of single-family and multiple-family uses (Option 2) (collectively, the "Project");

B. The Project application was reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code ("ESMC");

C. 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);

D. 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 Environmental Impact Report ("DEIR") was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines § 15087;

E. An Environmental Impact Report (EIR) was prepared pursuant to CEQA Guidelines § 15161;

F. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 26, 2012. Following the January 26th public hearing, the Planning Commission adopted Resolution No. 2714 recommending that the City Council approve the Project including, without limitation, adopting this Ordinance;

The 540 East Imperial Avenue Specific Plan was considered by the Airport Land Use Commission ("ALUC") at its hearing on February 22, 2012. ALUC adopted a Resolution finding the 540 East Imperial Avenue Specific Plan consistent with the Airport Land Use Plan. ALUC expressed its preference that the applicant utilize Option 1 for developing the Project site and also requested that the City provide notice to successor landowners regarding the Project site's proximity to the airport; the air easement affecting the property; and that these factors may affect any successor's property interests.

G. On March 6, 2012 the City Council held a public hearing and considered the information provided by City staff, public testimony and representatives of Mar Ventures, Inc. and the El Segundo Unified School District and continued the public hearing to March 20, 2012;

H. On March 20, 2012 the City Council held a continued public hearing; and;

I. On March 20, 2012 City Council introduced Ordinance No. ___ approving Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) for the 540 East Imperial Avenue Specific Plan;

J. This Ordinance and its findings are made based upon testimony and evidence presented to the Council at its March 6, 2012 and March 20, 2012 hearings including, without limitation, the staff report submitted by the Department of Planning and Building Safety.
SECTION 2: Environmental Assessment. Resolution No. ____ adopted a Final Environmental Impact Report (FEIR) and a Statement of Overriding Considerations (SOC) for this Project which, among other things, properly assesses the environmental impact of this Ordinance, and the Project, in accordance with CEQA. This Ordinance incorporates by reference the environmental findings and analysis set forth in Resolution No. ____.

SECTION 3: Factual Findings and Conclusions. The City Council finds and declares that the factual findings and conclusions set forth in Resolution No. ____, adopted on March 20, 2012, are incorporated as if fully set forth.

SECTION 4: Zone Change Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Change is necessary to carry out the proposed project because the proposed General Plan Amendment would change the land use classification of the project site from Planned Residential Development (PRD) to 540 East Imperial Avenue Specific Plan (EIASP). The proposed Zone Change is necessary to maintain consistency with the proposed General Plan land use designation of 540 East Imperial Avenue Specific Plan.

B. ESMC Title 15 is intended to be the primary tool for implementing the goals, objectives and policies of the El Segundo General Plan. The zone change will maintain consistency with the proposed change in General Plan land use designation to 540 East Imperial Avenue Specific Plan and is also consistent with the General Plan goals, objectives and policies set forth in Section 4 of Resolution No. ____. Those findings of consistency are incorporated by reference as if fully set forth below.

SECTION 5: Zone Text Amendment Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Text Amendment is necessary to implement the Project and establish the proposed 540 East Imperial Avenue Specific Plan (EIASP) Zone. An amendment to ESMC § 15-3-1 to delete the Planned Residential (PRD) Zone and to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification within the City is necessary for consistency with the General Plan. An amendment to ESMC § 15-3-2(A)(7) to create the 540 East
Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to delete ESMC § 15-4D-1 to delete the Planned Residential Development (PRD) Zone development standards in its entirety is necessary for consistency with the General Plan.

SECTION 6: Specific Plan Findings.

A. Based on the factual findings in Resolution No. ____ , as incorporated into this Ordinance, the proposed creation of the 540 East Imperial Avenue Specific Plan (EIASP), which would allow an assisted living/senior housing development on the project site, is necessary to carry out the proposed project. Without amending the ESMC, the current zoning would not permit a senior housing use with a 0.75 Floor Area Ratio (FAR). An amendment to ESMC § 15-3-2(A) to create the 540 East Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to ESMC § 15-3-1 to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification with the City is necessary for consistency with the General Plan. The General Plan Land Use Designation of the project site is 540 East Imperial Avenue Specific Plan (EIASP). This designation is intended for senior housing consisting of apartments or condominiums, senior housing consisting of assisted and/or independent living units, single-family and/or multi-family housing units consisting of market rate apartments or condominiums. As conditioned, the proposed project Option 1 or Option 2 would be compatible with the General Plan.

SECTION 7: Development Agreement Findings. 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 (ten-year entitlement with a five year option):

1. Development of a property that is currently vacant and underutilized.

2. Increase in employment opportunities for the City's residents.

3. Increasing housing, in particular much needed senior housing for area residents.
4. Providing an option for an assisted living facility to meet community need.

5. Development of a project that is consistent with the Elements of the General Plan.


7. Developing a property that includes affordable housing for the community with a 15 percent housing set aside for low, very low, and extremely low income qualified senior households for Option 1 and a 10 percent set aside for Option 2.

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. The proposed project includes a new land use designation and zoning classification, which establishes the permitted uses and development standards that would apply to the project. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project will not adversely affect the orderly development of property or the preservation of property values. This project is surrounded by previously developed neighborhoods and will help improve the value of the neighboring properties. The proposed 540 East Imperial Avenue Specific Plan 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.

SECTION 8: Subdivision Findings.

A. The proposed map is consistent with applicable general and specific plans as specified in Government Code § 65451. As set forth in Section 4 of Resolution No. ______, as incorporated by this Ordinance, the Project meets the goals and objectives of the General Plan and it is consistent with the 540 East Imperial Avenue Specific Plan. Vesting Tentative Map (VTM) No.71410 for project Option 1 proposes seven new lots and VTM No. 71582 for project Option 2 proposes 31 new lots. The proposed lots vary in size and meet the minimum lot sizes stated in the 540 East Imperial Avenue Specific Plan.

B. The design of the proposed subdivision is consistent with applicable general and specific plans. As set forth in Section 4 of Resolution No. ______, as incorporated by this Ordinance, this project
meets the goals and objectives of the General Plan.

C. The site is physically suitable for the proposed type of development in that, after the proposed grading, the areas outside the required setbacks on each individual lot will be relatively flat. The proposed lots meet the size and dimension requirements to allow the subdivision of the existing parcel. The previous land use and zoning designation for the property was Planned Residential Development. The new 540 East Imperial Avenue Specific Plan continues the residential use at a mix that is more in line with the surrounding single-family and multi-family residential uses.

D. The site is physically suitable for the proposed density of development. The proposed project involves a subdivision of a 5.65 acre parcel into either a 7 lot subdivision (Option 1), or a 31 lot subdivision (Option 2). The proposed maximum density (53 DU/acre) is consistent with the 540 East Imperial Avenue Specific Plan. Each new lot will meet or exceed the minimum size and dimension requirements.

E. The design of the subdivision or the proposed improvements is unlikely to cause substantial damage or substantially and avoidably injure fish or wildlife or their habitat. The proposed project site is a former elementary school located in an urbanized area surrounded by existing single-family and multi-family residences. There are no fish or wildlife habitats on the site that could be damaged by the proposed subdivision or new development.

F. The design of the subdivision will not conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision. The proposed subdivision is not anticipated to conflict with any known easements located at, or near the property. No easements have been identified on the subject site.

SECTION 9: ESMC § 15-3-2(A) is amended to add subsection 7 to read as follows:

"7. 540 East Imperial Avenue Specific Plan

There is one zone intended to be used within the boundaries of the 540 East Imperial Avenue Specific Plan. The zone is:

EIASP -East Imperial Avenue Specific Plan"

SECTION 10: ESMC § 15-3-1 is amended to delete "PRD planned residential development zone."
SECTION 11: ESMC Chapter 15-4D is deleted in its entirety.

SECTION 12: The current Zoning Map is amended by changing the Project site from Planned Residential Development to “540 East Imperial Avenue Specific Plan.” The corresponding changes to the Zoning Map are set forth in attached Exhibit “A,” which is incorporated into this Ordinance by reference.

SECTION 13: The “540 East Imperial Avenue Specific Plan” is adopted as set forth in attached Exhibit “B,” which is incorporated into this Ordinance by reference.

SECTION 14: The Development Agreement by and between the City of El Segundo and the El Segundo Unified School District, as set forth in attached Exhibit “C,” and incorporated into this Ordinance by reference, is approved. The Mayor is authorized to execute the Development Agreement in a form approved by the City Attorney.

SECTION 15: Additional Approvals. To the extent they are not otherwise adopted or approved by this Ordinance, and subject to the conditions listed on attached Exhibit “D,” which are incorporated into this Ordinance by reference, the City Council approves Zone Change No. 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, Development Agreement No. 10-02, and Subdivision No. 10-01.

SECTION 16: Reliance on Record. Each and every one of the findings and determinations in this Ordinance are based on the competent and substantial evidence, both oral and written, contained in the entire record relating to the project. The findings and determinations constitute the independent findings and determinations of the City Council in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 17: Limitations. The City Council’s analysis and evaluation of the Project is based on the best information currently available. It is inevitable that in evaluating a project that absolute and perfect knowledge of all possible aspects of the project will not exist. One of the major limitations on analysis of the project is the City Council’s knowledge of future events. In all instances, best efforts have been made to form accurate assumptions. Somewhat related to this are the limitations on the City’s ability to solve what are in effect regional, state, and national problems and issues. The City must work within the political framework within which it exists and with the limitations inherent in that framework.

SECTION 18: 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 19: Effectiveness of ESMC. Repeal or amendment of any provision of the ESMC will not affect any penalty, forfeiture, or liability incurred before or preclude prosecution and imposition of penalties for any violation occurring before this Ordinance’s effective date. Any such repealed part will remain in full force and effect for sustaining action or prosecuting violations occurring before the effective date of this Ordinance.

SECTION 20: Memorization: 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 21: Severability. If any part of this Ordinance or its application is deemed invalid by a court of competent jurisdiction, the city council intends that such invalidity will not affect the effectiveness of the remaining provisions or applications and, to this end, the provisions of this Ordinance are severable.
SECTION 22: Effective Date. This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this _____ day of April 2012.

__________________________
Eric Bush, 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 ___ day of March 2012, and was duly passed and adopted by said City Council, approved and signed by the Mayor, and attested to by the City Clerk, all at a regular meeting of said Council held on the ___ day of April 2012, 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

By: _______________________
Karl H. Berger, Assistant City Attorney
540 EAST IMPERIAL AVENUE SPECIFIC PLAN

SPECIFIC PLAN NO. 10-03
EL SEGUNDO, CALIFORNIA

APPLICANT
EL SEGUNDO UNIFIED SCHOOL DISTRICT

Figure 3.2
Project Site and Surrounding Land Uses

PREPARED BY

LISA KRANITZ, ESQ, WALLIN, KRESS, REISMAN & KRANITZ, LLP
KIMBERLY CHRISTENSEN, AICP, PLANNING MANAGER, CITY OF EL SEGUNDO
TRAYCI NELSON, SENIOR CONTRACT PLANNER, CITY OF EL SEGUNDO

MARCH 2012
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540 EAST IMPERIAL AVENUE SPECIFIC PLAN

1.0 SUMMARY

This Specific Plan was prepared to provide guidance and to allow flexibility when developing a 5.65 acre parcel located on a former El Segundo School District Site at 540 East Imperial Avenue (the “Project Site”) consistent with the adjoining uses.

Under this Specific Plan, the Project Site can be developed with one of the following conceptual project options a Senior Housing Community with a Multi-Family Residential (R-3) component, or a Mixed Residential Development, as further defined in Section 1.7 “PROJECT DESCRIPTION.”

Detailed text and exhibits which more fully describe the conceptual options and improvements envisioned for construction are included in this Specific Plan. The Specific Plan will guide the build-out of the Project Site in a manner that is consistent with City and State policies and standards and ensures that the Project is developed in a coordinated manner.

1.1 PURPOSE AND AUTHORITY OF SPECIFIC PLAN

The purpose of this Specific Plan is to provide a foundation for the proposed land uses on the subject property through the application of regulations, standards and design guidelines. The 540 East Imperial Avenue Specific Plan provides text and exhibits which describe the proposed land uses and associated guidelines.

This Specific Plan has been adopted in accordance with the provisions of Government Code §§ 65450 through 65457 which grant local governments authority to prepare Specific Plans of development for any area regulated by a General Plan. These sections also identify the required contents of a Specific Plan and mandate consistency with the General Plan.

According to Government Code § 65450, a Specific Plan must include text and a diagram or diagrams which specify all of the following in detail:

• The distribution, location, and extent of the uses of land, including open space within the area covered by the plan.

• The proposed distribution, location, extent, and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy and other essential facilities proposed to be located within the land area covered by the plan and needed to support the land uses described in the plan.

• Standards and criteria by which development will proceed, and standards for the conservation, development, and utilization of natural resources, where applicable.

• A program of implementation measures including regulations, programs, public works projects and financing measures necessary to carry out the above items.

• A discussion of the relationship of the Specific Plan to the General Plan.
A thorough review of the El Segundo General Plan shows that this Specific Plan is compatible and consistent with the goals and policies outlined in the General Plan. This Specific Plan will further the goals and policies of the General Plan as more fully described below.

This Specific Plan was prepared to provide the essential relationship between the policies of the El Segundo General Plan and actual development in the project area. By functioning as a regulatory document, the 540 East Imperial Avenue Specific Plan provides a means of implementing and detailing the City of El Segundo's General Plan. All future development plans and entitlements within the Specific Plan boundaries must be consistent with the standards set forth in this document.
1.2 **PROJECT GOALS**

The goal of this Specific Plan is to develop housing within the City of El Segundo which will help the City achieve its Regional Housing Needs Allocation, including the opportunity to develop much needed senior housing and affordable housing.

1.3 **PROJECT LOCATION AND ADJACENT LAND USES**

Regionally, the Project Site is located in the northwest quadrant of the City of El Segundo, adjacent to the City's northern border along Imperial Avenue. The Project Site is almost one mile east of Sepulveda Boulevard (Highway 1) and the entrance to the Century Freeway (Interstate 105), approximately 2.4 miles east of the San Diego Freeway (Interstate 405), and immediately south of Los Angeles International Airport (LAX).

Locally, the Project Site is located on the south side of East Imperial Avenue between Sheldon Avenue and McCarthy Court. Immediately to the west of the Project Site on Imperial Avenue is a mortuary in the Neighborhood Commercial (C-2) Zone; single-family residences abut the remainder of the western boundary of the Project Site. Immediately to the east of the Project Site are R3 lots with multi-family residences; a sump lies about half-way down along the eastern side of the property and single-family residences lie at the southeastern property line. The Project Site borders R-3 with multi-family residences on the southern property line (Exhibit 1).

![Exhibit 1 Project Site and Adjacent Land Uses](image-url)
1.4 **PROJECT SITE HISTORY**

The 5.65-acre 540 East Imperial Avenue Specific Plan site (project site) comprises six lots and is currently developed with the Imperial Avenue Elementary School. The elementary school was built in 1956. Because of declining enrollment in the El Segundo Unified School District (ESUSD), the school campus was closed in 1975 and in 1979 was declared Surplus Property by ESUSD. In 1984, it was used as an employee training facility for the Hughes Aircraft Company. In 1997, the school campus was re-opened under a lease to the Los Angeles Unified School District (LAUSD) as a special needs school, but was closed again a few years later. In 2007 the ESUSD Board of Education established a 7-11 Surplus Property Committee to determine what should be done with the site. The Committee work developed in three phases: information gathering; public input; and discussion. Based on the Committee’s work, in 2009 the District began the process to entitle the site for development, including the option of a senior housing community.

In September 2010 the District applied for various land use entitlements that would allow the site to be developed with a Senior Housing Community. In November 2010 the District revised its applications to provide for the option of building either a Senior Housing Community or a Mixed Residential development.

Before approving this Specific Plan and other related applications, the General Plan designation and the zoning of the site was Planned Residential Development (PRD) which allowed a maximum of 29 single-family units and 36 multi-family units to be built on the entire 5.65 acre site. The change of both the General Plan and zoning to 540 East Imperial Avenue Specific Plan allows for either option (discussed above) to be developed.

1.5 **EXISTING SITE**

The proposed Project Site is currently developed with eight (8) single-story structures (totaling 22,488 square feet) that served as administrative offices and classrooms. Existing structures at the Project Site extend from the northern to the southern portion of the site, along the eastern property line. Development on the Project Site also includes open space and recreational facilities in the form of playground equipment and an approximately 0.50-acre baseball field on the west-northwest portion of the property. While the school has remained unoccupied, the baseball field is currently utilized for little league baseball on weekends between January and June. Several scattered trees line the western portion of the project site with ground cover near the baseball field. Generally, the project site slopes from a high point at the northwest corner of the site, along East Imperial Avenue, to a low point at the southeast corner of the site along Walnut Avenue. The site is graded into two pads with a 2:1 slope separating them. The overall slope of the site from northwest to southeast is roughly 5 percent. Impervious surfaces on the site consist of asphalt parking areas and building roofs. Pervious surfaces on the proposed project site consist of open space and a ball field.

The Specific Plan area will encompass the entire 5.65 acre site.

1.6 **CEQA COMPLIANCE**

In compliance with CEQA an EIR was prepared for this Project. The EIR analyzed two separate Options: a Senior Housing Community consisting of 150 assisted living units and 150 senior
apartments/townhomes with four townhomes built on the southern portion of the property; and a mixed residential development consisting of 24 single-family homes and 34 multi-family homes.

In accordance with Government Code § 65457, any residential development that is developed consistent with this Specific Plan is exempt from further CEQA analysis unless an event specified in Public Resources Code § 21166 occurs as to the Specific Plan.

1.7 PROJECT DESCRIPTION

The 540 East Imperial Avenue site will be developed in substantial conformance with one of the Options described below.

Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1)

The Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1) would consist of the following types of development, with the assisted living and senior residential both restricted to individuals fifty-five (55) years or older:

- On 5.32 acres: an assisted living development consisting of dwelling units made up of: assisted and/or independent living units which will provide common facilities such as a common kitchen and dining room, game playing area, library, exercise room, pool and restrooms, as well as individual kitchenettes which at a minimum will include a refrigerator, sink and microwave; and a senior residential development consisting of apartments and/or condominiums. The development would include a maximum of 150 assisted/independent living units and 150 senior apartments/townhomes.

- The southern .33 acres of the Project Site which fronts on Walnut Avenue would be developed under Multi-Family Residential (R-3) standards. Four (4) townhomes would be built on the remaining 0.33-acre parcel, located at the southern end of the project site. While the four townhomes are part of the 540 East Imperial Avenue Specific Plan development, they would be re-zoned and developed separately from the larger assisted/independent living complex and senior apartments/townhomes, pursuant to the Multi-Family Residential (R-3) development standards.

Mixed Residential Development Option (Specific Plan Option 2)

Under the Mixed Residential Development Option (Specific Plan Option 2) the property could be developed with a maximum of twenty-four (24) single-family and thirty-four (34) multi-family units on private streets. The multiple-family units would front East Imperial Avenue on the northern portion of the project site. The single-family residences would be located on the southern portion of the project site.

1.8 ENTITLEMENTS

The following entitlements were granted in conjunction with this Specific Plan.

- General Plan Amendment changing the land use designation from Planned Residential Development (PRD) to 540 East Imperial Avenue Specific Plan.
• Zone Text Amendment to: 1) delete the Planned Residential (PRD) Zone from El Segundo Municipal Code ("ESMC") § 15-3-1; 2) add 540 East Imperial Avenue Specific Plan to ESMC § 15-3-1; 3) add a new ESMC § 15-3-2(A)(7) "540 East Imperial Avenue Specific Plan"; and 4) delete ESMC Chapter 15-4D (Planned Residential Development (PRD) in its entirety.

• Zone Change to rezone Property from Planned Residential Development (PRD) to 540 East Avenue Imperial Specific Plan.

• Development Agreement between the City of El Segundo and the El Segundo Unified School District.

• Vesting Tentative Map No. 71410 - dividing the Specific Plan Area into seven (7) new parcels or Vesting Tentative Map No. 71582 dividing the Specific Plan Area into thirty one (31) new parcels.
2.0 CONSISTENCY WITH THE GENERAL PLAN

Government Code § 65454 requires that the Specific Plan be consistent with the General Plan. Government Code § 65451 requires a statement of relationship between the Specific Plan and the General Plan. As documented by the EIR, the Specific Plan is consistent with the General Plan. The two elements that are most related to the Project are the Land Use Element and the Housing Element; the consistency with these two elements is discussed below.

2.1 LAND USE ELEMENT

The City amended the General Plan designation and zoning of the Project Site to 540 East Imperial Avenue Specific Plan to allow the development options set forth in this Specific Plan of either a Senior Housing Community with a multi-family component or a Mixed Residential development.

The Senior Housing Community/Multi-Family Residential (R-3) Option (Option 1) may consist of an Assisted Living development and/or a Senior Residential development. Although the Senior Housing Community would allow the opportunity for more development than the previous zoning, senior housing does not generate significant noise, traffic or other impacts that would be detrimental to neighboring residential uses. Due to the size and slope of the property, the Senior Housing Community would be designed in such a way so as to minimize the visual impacts on the surrounding residential uses.

The Specific Plan also provides that the Mixed Development Option (Option 2) will be limited to not more than twenty-four (24) single-family units and not more than thirty-four (34) multi-family units. This is very similar to what was previously allowed and therefore this use remains consistent with the General Plan Land Use Element.

Like the previous Planned Residential Development (PRD) zoning on the property, the Specific Plan will allow design flexibility and will continue to provide transitional uses that are consistent with the surrounding residential uses which will help protect one of the City's greatest attributes, its residential area.

More specifically, the Specific Plan promotes the following from the Land Use Element of the City's General Plan:

- **Goal LU3: Proper Distribution of Residential Land Uses** – Promote the health, safety and well being of the people of El Segundo by adopting standards for the proper balance, relationship, and distribution of the residential land uses.

- **Objective LU3-2** – Preserve and maintain the City's low-medium density residential nature, with low building height profile and character, and minimum development standards.

- **Policy LU3-2.1** - Promote construction of high quality Multi-Family Residential developments with ample open space, leisure and recreational facilities.
• **Policy LU3-2.2** - Multi-family developments will be located only in appropriate places and evaluated carefully to insure that these developments are not detrimental to the existing single-family character.

• **Policy LU3-2.3** - Appropriate buffers such as walls, landscaping, or open space, shall be provided between residential and non-residential uses.

• **Policy LU3-2.4** - Low density areas shall be preserved and zone changes to higher density shall be carefully investigated for compatibility to existing uses.

### 2.2 **Housing Element**

The City of El Segundo currently has a larger proportion of seniors than the County of Los Angeles as a whole (12.3% vs. 9.7%).\(^1\) In 2009, the City adopted the most current version of its Housing Element which recognizes this trend in population growth of the senior community and the need for expanded housing programs for seniors, including assisted living facilities. The Housing Element also recognizes the Project Site as an underutilized site, development of which will help satisfy the City's housing needs. The Specific Plan will allow the opportunity for even more housing of a much needed type to be built than the 65 units previously allowed under the Planned Residential Development (PRD) zoning. More specifically the Specific Plan implements the following goals of the Housing Element (as adopted in 2009):

• **Goal 2**: Provide sufficient new, affordable housing opportunities in the City to meet the needs of groups with special requirements, including the needs of lower and moderate-income households.

  • **Policy 2.1** - Establish and maintain land use controls to accommodate the housing needs of elderly, disabled and other special needs households.

• **Goal 3**: Provide opportunities for new housing construction in a variety of locations and a variety of densities in accordance with the land use designations and policies in the Land Use Element.

  • **Policy 3.1** – Provide for the construction of 168 new housing units during the 2006-2014 planning period in order to meet the goals of the Regional Housing Needs Assessment (RHNA).

  • **Policy 3.3** – Permit vacant and underdeveloped properly designated as residential to develop with a diversity of types, prices and tenure.

  • **Policy 3.4** – Encourage new housing to be developed within the Smoky Hollow Mixed-Use district, and on the Imperial School site.

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\(^1\) The reference noted here is taken from the City of El Segundo Housing Element (2009) which defines seniors as age 65 and older. This project will provide senior housing for persons age 55 and older which increases the percentage and the total number of seniors in El Segundo as noted in § 4.2 (Affordability) of this Specific Plan.
3.0 **Physical Development**

3.1 **Circulation**

**Senior Housing Community/Multi-Family Residential (R-3) Option (Option 1)**

In order to reduce traffic impacts along Walnut Avenue, a .33 acre lot on the southerly side of the Project Site will be created for multi-family housing which will be physically separated from the rest of the Project Site. Access to the remaining 5.32 acres, which will house the Senior Housing Community, will be via two driveways on East Imperial Avenue which will provide circulation and emergency access throughout that portion of the Project Site.

**Mixed Residential Development Option (Option 2)**

The Mixed Residential Development will provide for the multi-family units to front and take access from East Imperial Avenue and the single-family units to take access from Walnut Avenue which will minimize traffic impacts on the surrounding streets. The circulation system for the single-family homes will be developed so as to be adequate for emergency vehicles.

3.2 **Utilities and Infrastructure**

A. **Water Service**

Water service is provided by the City of El Segundo and is currently available within the Specific Plan Area. The site is currently served by connections to an existing 6" diameter main in Walnut Avenue and 10" main in Imperial Avenue. The Project would maintain these connections, add connections as necessary and provide for on-site domestic and fire water services.

B. **Sewer Service**

Sewer service within the project area, which is west of Sepulveda Boulevard, is provided by underground sewers maintained by the City of El Segundo. The site is currently served by an 8" sewer running along the easterly property line, which drains to an existing 8" main in Walnut Avenue. The Project would continue to drain to Walnut Avenue.

C. **Solid Waste Disposal**

Solid waste disposal is provided to commercial users by a variety of private haulers and to residential users by Consolidated Waste Disposal. The Assisted Living development within the Specific Plan area would contract with a provider. Landfill capacity is adequate for the assumed population and commercial growth within Los Angeles County. The 540 East Imperial Avenue Specific Plan would not exceed any assumptions for either population or commercial growth in the region.

D. **Gas Service**

Gas service is provided by Southern California Gas Company. A 2" service line is available in Walnut Avenue.
E. Electric/Telephone and Cable Service

Electric service is provided by Southern California Edison. Telephone service is provided by AT&T, Verizon and Sprint via existing lines in adjacent streets and cable service is provided by Time Warner Cable, Direct TV and Dish Network.

F. Fire Suppression

The El Segundo Fire Department (ESFD) provides fire protection services and emergency medical service to the City. The Specific Plan area is approximately 1 mile from Station 1 located at 314 Main Street in Downtown El Segundo and approximately 1.8 miles from Fire Station 2 located at 2261 Mariposa Avenue. Water for fire suppression is available from existing water lines via hydrants adjacent to the Project Site. Private hydrants will be installed if required to provide coverage for approved structures.

G. Police Services

The El Segundo Police Department provides police protection services to the City. The Specific Plan area is approximately 1 mile from the police station located at 348 Main Street.

H. Drainage

On-site drainage must comply with National Pollution Discharge Elimination System (NPDES) requirements.
4.0 LAND USE AND DEVELOPMENT STANDARDS

4.1 DISTRIBUTION AND LOCATION OF LAND USE

Senior Housing Community/Multi-Family Residential (R-3) Option (Option 1)

Under this option, the southern .33 acre "tail" of the property which fronts on Walnut Avenue will be developed in accordance with the provisions of the R-3 (multi-family) zone and will be physically separated from the remainder of the Project Site.

There are two types of housing that will be developed under the Senior Housing Community: Assisted Living and Senior Residential which may be placed on the remaining 5.32 acres in substantial conformance with the approved concept site plan provided that the overall development does not exceed the total square footage and FAR set forth below and meets all of the other Development Standards set forth in Section 4.2.

The following graphical depiction provides a concept for the Senior Housing Community with Senior Housing that provides for 150 assisted and/or independent living units on the northern portion of the Project Site and 150 Senior Dwellings on the southern portion of the Project Site. The .33 acre R-3 (multi-family) "tail" piece is also shown (Exhibit 2). This concept may be modified in accordance with the procedures for minor and major modifications set forth in Section 4.3 below.
Exhibit 2 - Senior Housing Community/Multi-Family (R-3) Option 1
**MIXED RESIDENTIAL DEVELOPMENT OPTION (OPTION 2)**

Under this development option, multi-family lots would be created fronting East Imperial Avenue. The remainder of the property to the south would be developed with single-family lots that would be accessed from Walnut Avenue.

The following provides a concept of the Mixed Residential Unit Development. This concept may be modified in accordance with the procedures for minor and major modifications set forth in Section 4.3 below.
4.2 DEVELOPMENT STANDARDS

Except as otherwise provided, this Specific Plan must be administered pursuant to the ESMC. The development standards set forth herein for both development options are intended to provide flexibility in the development while providing consistency with adjacent uses.

Where this Specific Plan does not specifically regulate, development must comply with the ESMC.

AFFORDABILITY

The City of El Segundo 2009 Housing Element identified a need for affordable housing to provide for a growing senior population. As envisioned in the element, based on that need Option 1 would set aside fifteen (15) percent of the total units as affordable units for extremely low, very low and low income senior households and Option 2 would set aside ten (10) percent of the total units as affordable units. The set aside is characteristic of the 55 and older senior population in the City of El Segundo which (based on the 2000 Census) represents 15.7 percent (2,519) of the total 16,033 population. Based on the Regional Housing Needs Assessment (RHNA), El Segundo is required to provide 168 additional housing units during the current housing cycle (2006-2014). The allocation of the 168 units is broken down into five categories as follows: 22 extremely low income households, 22 very low income households, 27 low income households, 28 moderate income households, and 69 above moderate income households. The City has a total of 43 units that can be credited toward the above moderate income requirements for the current 2006-2014 planning period.

The units in this project will be used to meet a portion of the need in the extremely low, very low, and low income household category which represent a proportional total of 31 percent, 31 percent, and 38 percent respectively, of the total RHNA allocation for the lower income categories. These same percentages were applied to the unit totals for this project. Accordingly, if 304 units are built under Option 1, a total of 46 units would be required as follows: 14 units (31% of the total 15%) for the extremely low income senior household category; 14 units (31% of the total 15%) for the very low income senior household category; and 18 units (38% of the total 15%) for the low income senior household category to be split equally between the assisted living and townhome/apartment units. If all 58 units are built under Option 2, a total of 6 units comprised of 2 units in each income category would be required (extremely low — 31% of the total 10%; very low — 31% of the total 10%; and low — 38% of the total 10%). Developer must still provide 15% set aside for the total number of units constructed for Option 1 and 10% set aside for the total number of units constructed for Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low, and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project.

The developer must submit an income and verification monitoring plan to the Director of Planning and Building Safety before building permits are issued.
SENIOR HOUSING COMMUNITY/MULTI-FAMILY RESIDENTIAL (R-3) OPTION (OPTION 1)

The southern .33 acre "tail" of the Project Site will be developed in accordance with the existing provisions of the Multi-Family Residential (R-3) Zone. The remaining 5.32 acres will be developed in accordance with the following:

A. Permitted Uses

1. Senior Dwellings consisting of apartments or condominiums.
2. Senior Housing consisting of assisted and/or independent living units.
3. Other similar uses approved by the Director of Planning and Building Safety, as provided by ESMC Chapter 15-22.

B. Permitted Accessory Uses

1. Wireless communication facilities subject to ESMC Chapter 15-19.
2. Any use customarily incidental to a permitted use.
3. Other similar uses approved by the Director of Planning and Building Safety, as provided by ESMC Chapter 15-22.

C. Site Development Standards

1. Lot Coverage/Density

   The Senior Housing Community development on the 5.32 acre parcel cannot exceed a total of 175,000 square feet combined, with a 0.75 total FAR. The exact mix of housing options is determined through the Site Plan Review application procedure submitted in accordance with the Specific Plan but the development totals cannot exceed the maximum density analyzed in the EIR.

2. Lot Area

   The minimum lot area is 15,000 gross square feet.

3. Height

   No building or structure can exceed thirty-five (35) feet in height, with the exceptions of parapets and other auxiliary structures that cannot exceed forty-five (45) feet in height.

4. Setbacks

   a. **Front Yard along East Imperial Avenue**: 20-foot minimum.

   b. **Side Yard**: 40-foot minimum.

   c. **Rear Yard**: 40-foot minimum between the southern side of the Specific Plan area and the R-3 uses to the south.
d. **Between Uses**: The minimum setback between the Assisted Living on the north and the Senior Residential on the south side of the Specific Plan area is 10 feet to each property line.

5. **Lot Frontage**

Each Lot must have a minimum frontage on a street of 75 feet.

6. **Building Area/Floor Area Ratio (FAR)**

The total net floor area of all buildings cannot exceed the total square footage of the property multiplied by 0.75.

7. **Off-Street Parking and Loading Spaces**

Off-street parking and loading spaces, including parking for employees and visitors must be provided as follows:

- **Senior Dwellings (Market Rate):**
  - 1 space per studio/1 bedroom units
  - 2 spaces per 2 bedroom units

- **Senior Dwellings (Affordable):**
  - 0.5 space per studio/1 bedroom units
  - 1 spaces per 2 bedroom units

- **Senior Housing Assisted Living Units (Market Rate):**
  - 1 space per 2 units/2 beds

- **Senior Housing Assisted Living Units (Affordable):**
  - 1 space per 3 units/3 beds

D. **Design Features**

Assisted Living facilities will contain the following design features:

- Kitchen
- Dining Room
- Library
- Restrooms
- Exercise Area
- Recreational Facilities consisting of:
  - Game Playing Area
  - Pool
  - Open Space consisting of: landscaped courtyards and other passive recreational areas
  - Within each individual dwelling unit a kitchenette consisting of a minimum of refrigerator, sink and microwave
Senior Residential facilities will contain the following design features:

- Pool
- Community Room
- Lobby
- Mail Room

**Mixed Residential Development Option (Option 2)**

A. Permitted Uses

1. Single-Family units and/or multi-family housing units consisting of apartments, townhomes, or condominiums.

2. Other similar uses approved by the Director of Planning and Building Safety, as provided by ESMC Chapter 15-22.

B. Permitted Accessory Uses

1. Any use customarily incidental to a permitted use.

2. Detached accessory buildings and structures, including private garages.

3. Other similar uses approved by the Director of Planning and Building Safety, as provided by ESMC Chapter 15-22.

C. Site Development Standards

1. **Density**

   The Mixed Unit Development cannot exceed a maximum of twenty-four (24) single-family units and thirty-four (34) multi-family units. The exact mix and layout of housing is determined through the Site Plan Review application procedure submitted in accordance with the Specific Plan.

2. **Lot Area**

   The minimum lot area for single family residential is 5,000 gross square feet.

   The minimum lot area for multi-family residential is 7,000 gross square feet.

3. **Height**

   Single-family residential dwelling units must comply with the existing height standards set forth in ESMC Chapter 15-4A.

   Multi-family residential dwelling units cannot exceed thirty-five (35) feet in height.
4. **Setbacks**

Setbacks for single-family residential dwelling units, in accordance with ESMC Chapter 15-4A for multi-family residential dwelling units, in accordance with ESMC Chapter 15-4B.

5. **Lot Frontage**

Each lot developed with multi-family residential dwellings must have a minimum frontage on a street of 50 feet.

Each lot developed with single-family residential dwellings must have a minimum frontage on a street of 50 feet.

6. **Building Area/Floor Area Ratio (FAR)**

The maximum net floor area permitted for single-family residential buildings and multi-family residential building must comply with ESMC Chapters 15-4A and 15-4C, respectively.

7. **Off-Street Parking and Loading Spaces**

Off-street parking and loading spaces must be provided in accordance with ESMC Chapter 15-15.

**D. Timing**

Building permits cannot be issued for Option 2 until September 1, 2013.

**GENERAL DEVELOPMENT STANDARDS FOR EITHER DEVELOPMENT OPTION**

**A. Landscaping**

Landscaping must be provided as required by the existing provisions of ESMC Chapters 10-2 and 15-2.

**B. Walls and Fences**

All walls and fences must comply with ESMC § 15-2-4, Decorative masonry, open work wrought iron and similar materials are permitted. The use of chain link and razor wire is prohibited.

**C. Access**

All development projects must provide adequate access for emergency vehicles. In addition, all development projects must provide pedestrian access between buildings and transit facilities located on site and/or off site, if within adjoining public rights-of-way.
D. Signs

Signs located in the Specific Plan area must comply with the requirements of ESMC Chapter 15-18.

E. Energy Standards

The development must be built to a minimum of LEED Certified standard or such other equivalent standard determined by the Director of Planning and Building Safety. LEED stands for the Leadership in Energy and Environmental Design (LEED) Green Building Rating System developed by the United States Green Building Council (USGBC) and provides a suite of standards for environmentally sustainable construction.

F. Design Standards

The following minimum design standards must be incorporated in all projects within the Plan area:

1. All colors, textures, and materials on exterior elevation(s) must be coordinated to achieve a continuity of design throughout the 5.32 acre portion of the Project Site, regardless of whether the units are developed at the same time.

2. The buildings must have contrasting accent features that use at least two primary exterior building materials (including, without limitation, stucco, stone, rock, and brick) and/or two exterior colors.

3. Building materials must be of non-reflective coatings and glazings and windows must use low-reflectivity glass.

4. Plans must be reviewed and approved by the Director of Planning and Building Safety for compliance with these Design Standards. If the Director finds that such plans are non-compliant, an applicant may appeal that decision in accordance with the ESMC.

G. Phasing

The housing on the entire 5.65 acre Project Site may be developed in one or more phases.

H. Transportation Demand Management (TDM)

Option 1, the Senior Housing Community/Multi-Family Residential (R-3) project, must provide two bulletin boards, display cases or kiosks displaying transportation information located where it is visible to the greatest number of residents and employees (one within the assisted living development and one within the senior residential development). Information in the area must include, without limitation, the following:

1. Current maps, routes and schedules for public transit routes serving the site;
2. Telephone numbers for referrals on transportation information including numbers for the regional ridesharing agency and local transit operators;

3. Ridesharing promotional material supplied by commuter-oriented organizations;

4. Bicycle route and facility information including regional/local bicycle maps and bicycle safety information; and

5. A list of facilities available for carpoolers, vanpoolers, bicyclists, transit riders, residents and pedestrians at the site.

4.3 MODIFICATIONS

The following requirements apply to Option 1 and to Option 2:

A. Minor Modifications/Administrative Approvals

The Developer may make minor changes to the Project and Project Approvals ("Minor Modifications") without amending this Specific Plan upon the administrative approval of the Director of Planning and Building Safety or designee, provided that such modifications are consistent with the Development Standards, Applicable Rules and Project Approvals.

B. Major Modifications

Unless such modification is approved in accordance with subsection A above or is a use approved subject to an Administrative Use Permit, any proposed modification to the Project which results in any of the following do not constitute a Minor Modification but constitute a Major Modification and require an amendment to this Specific Plan:

1. Any decrease in the required building setbacks;

2. Any increase in the total developable square footage or FAR of the entire Property for either project option;

3. Any increase in height of buildings or structures on the Property above thirty-five (35) feet with the exception of parapets and other auxiliary structures that cannot exceed forty-five (45) feet in height;

4. Any decrease in the minimum required lot area;

5. Any decrease in the minimum required lot frontage;

6. Any change in use to a use which is not permitted herein;

7. Any deviation from the uses and development standards or limitations set forth in Section 4.1 and Section 4.2 of this Specific Plan, except to the extent these Sections specifically provide for the Council or the Director to approve of such changes;
8. Any material modification to Developer's obligation to provide LEED certification, or such other equivalent standard as determined by the Director of Planning and Building Safety for the Project; or

9. Any material modification that requires modifications to the EIR other than an Addendum.

10. Other than the Major Modifications listed above, all other modifications to the Project are considered "Minor Modifications."
5.0 IMPLEMENTATION AND ADMINISTRATION

5.1 OVERVIEW

In order to develop a project that is in conformance with the uses, density and FAR approved in this Specific Plan, a Site Plan Review ("SPR") application must be filed with the Department of Planning and Building Safety. The plans must be in substantial conformance with the approved conceptual plans.

5.2 APPLICATION FOR SITE PLAN REVIEW - CONTENTS

The Site Plan Review Application must be submitted in conformance with applicable City application requirements and must include all information deemed necessary by the Director of Planning and Building Safety to address site plan review criteria. The plans must be in substantial conformance with the approved conceptual plans.

5.3 SITE PLAN REVIEW – PROCEDURE

A. The Director of Planning and Building Safety must review an application to ensure there is consistency with the Specific Plan within 30 days after it is submitted.

B. CEQA Review, if required, must be conducted within the time frames set forth in the Public Resources Code and the California Code of Regulations.

C. The Site Plan Review must be timely scheduled for public hearing before the Planning Commission, which date cannot exceed 30 days after the completion of the public review period of the environmental documentation, if any, or within 30 days from the date the application is deemed complete if no further environmental review is required. The Planning Commission must render its decision in writing, either approving, approving with conditions, or denying the Site Plan Review application, stating the reasons for such action. The decision of the Planning Commission is final unless appealed to the City Council.

D. Any aggrieved person may appeal the Planning Commission’s decision to the City Council. Such appeal must be filed in writing with the Department of Planning and Building Safety within ten days after the date of the written decision by the Planning Commission. Upon receiving such an appeal and the payment of the appropriate filing fee, the matter must be scheduled for consideration by the City Council not more than 45 days after the date of receipt of the appeal.

E. The Site Plan is valid for two years from the date of approval. If construction has not commenced within such time, but the applicant has diligently pursued the project plan review process, the Director of Planning and Building Safety may extend the precise plan of design for up to one additional year.

F. Subsequent to the approval of the Site Plan, the Director of Planning and Building Safety may approve minor changes in the Site Plan or the conditions thereof if he finds that there are practical reasons for such changes, that such changes do not substantially vary from the previously approved site plan and applicable City codes and that such changes do not involve deviations from the design's intent.
5.4 SITE PLAN REVIEW CRITERIA

The purpose of the Site Plan Review procedure is to ensure that the development provides a cohesive visual identity and coordinated design character for the Specific Plan area of high quality. The overall coordinated design character must be expressed in the site planning, architecture, landscaping, lighting, and signage. The architectural design is to be compatible in character, massing and materials consistent with the conceptual plan depicted in this Plan. The architectural design must provide a residential character that complements the surrounding uses and integrates the residential uses with the neighborhood to ensure that the project does not have the appearance of a suburban subdivision with a single uniform architectural building design. A minimum of two distinct architectural styles and building designs must be used for the single-family uses in Option 2 and two distinct architectural style and building designs must be used for the multi-family uses in Option 2. The site design should maximize setback distances of buildings and parking spaces from the existing surrounding residential development to the east, west and south to the extent feasible, minimize the reduction of on-street parking in relationship to driveway placement, and distribute the placement of required landscaping throughout parking areas.

In approving the Site Plan Review the Planning Commission, or City Council on appeal, must consider the following factors:

A. The dimensions, shape and orientation of the parcel;

B. The placement of buildings and structures on the parcel;

C. The height, setbacks, and bulk of buildings;

D. The building materials and design;

E. The distance between buildings or structures;

F. The location, number and layout of off-street parking and loading spaces;

G. The internal traffic patterns and pedestrian safety features;

H. The location, distribution, amount and type of landscaping materials and the sustainability of the landscaping material with the El Segundo climate in compliance with the applicable climate zone;

I. The placement, height and direction of illumination of light standards;

J. The location, number, size and height of signs;

K. The location, height and materials of walls, fences or hedges; and

L. The location and method of screening refuse and storage areas, roof equipment, pipes, vents, utility equipment and all equipment not contained in the main buildings of the development.
5.5 **APPROVAL CRITERIA**

The Planning Commission, or City Council on appeal, will approve the Site Plan if it finds that the site plan, architecture and landscape design, with conditions if necessary are consistent with the Project Description and development standards set forth herein.

5.6 **GENERAL ADMINISTRATION**

Unless regulated by this Specific Plan, development will be administered and enforced by the City in accordance with the ESMC. This Specific Plan supersedes any conflicts with ESMC zoning regulations.

A. The Director of Planning and Building Safety may grant administrative use permits in accordance with ESMC Chapter 15-22.

B. The Director of Planning and Building Safety may make other administrative determinations using the same procedures set forth in ESMC Chapter 15-22.

C. The Director of Planning and Building Safety may grant adjustments and administrative adjustments in accordance with ESMC Chapter 15-24.

5.7 **AMENDMENT**

In accordance with the Government Code §§ 65450-65457, Specific Plans must be prepared, adopted and amended in the same manner as General Plans except that Specific Plans may be adopted by resolution or by ordinance.

This plan may be amended as necessary by ordinance. Said amendment or amendments do not require a concurrent General Plan amendment unless the Director of Planning and Building Safety determines that the proposed amendment would substantially affect General Plan goals, policies, objectives or programs.
CITY COUNCIL ORDINANCE EXHIBIT C

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:
CITY CLERK
CITY OF EL SEGUNDO
350 Main Street
El Segundo, California 90245

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

DEVELOPMENT AGREEMENT
BY AND BETWEEN
THE CITY OF EL SEGUNDO
AND EL SEGUNDO UNIFIED SCHOOL DISTRICT

(540 E. IMPERIAL AVENUE SITE)

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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DEVELOPMENT AGREEMENT

This Development Agreement is made and entered into by and between the CITY OF EL SEGUNDO ("City"), a municipal corporation and the EL SEGUNDO UNIFIED SCHOOL DISTRICT ("District" or "Developer"), as of this ___ day of __________, 2012. 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 Agreement, City and Developer agree as follows:

1. Definitions. For the purposes of this Development Agreement, the following definitions shall apply:

“Agreement” means this Development Agreement between the City and the Developer.

“Applicable Rules” means:

- The General Plan, as it existed on the Effective Date, as modified by the Project Approvals;
- The El Segundo Municipal Code, as it existed on the Effective Date, as modified by the Project Approvals;
- The 540 East Imperial Avenue Specific Plan as approved;
- Such other laws, ordinances, rules, regulations, and official policies governing permitted uses of the Property, density, design, improvement, development fees, and construction standards and specifications applicable to the development of the Property in force at the time of the Effective Date, which are not in conflict with this Agreement.

“Approved Plans” means a plan for any aspect of the Project, including, without limitation, the Site Plan, signage plans, and landscaping and irrigation plans, which have been approved by City in accordance with the Development Standards, Applicable Rules and Project Approvals.

“Assisted Living Development” means assisted and/or independent living units restricted to individuals fifty-five (55) years of age or older and which will provide common facilities, such as a common kitchen and dining room, game playing area, library, exercise room, pool and restrooms, as well as a minimum of individual kitchenettes in each dwelling unit as defined by ESMC § 15-1-6, consisting of a sink, microwave and refrigerator.


“City” means the City of El Segundo and every successor in interest thereto.

“City Council” means the City Council of the City of El Segundo.
“Developer” means the El Segundo Unified School District and every successor in interest thereto.

“Development Standards” means the design and development standards that are applicable to the Project.

“Director” means the Director of Planning and Building Safety of the City of El Segundo.

“Discretionary Actions; Discretionary Approvals” are actions which require the exercise of judgment or a decision, and which contemplate and authorize the imposition of revisions or conditions, by the City, including any board, commission, or department of the City and any officer or employee of the City, in the process of approving or disapproving a particular activity, as distinguished from an activity which merely requires the City, including any board, commission, or department of the City and any officer or employee of the City, to determine whether there has been compliance with applicable statutes, ordinances, regulations, or conditions of approval. The Project Approvals are included with these terms.

“District” means the El Segundo Unified School District.

“Effective Date” means the date on which the Enabling Ordinance becomes effective in accordance with Government Code § 36937.

“Enabling Ordinance” means Ordinance No. ____, approving this Development Agreement.

“Future Approvals” means such other discretionary and ministerial entitlements, including permits, which are required to develop the Project in addition to the Project Approvals, and which are applied for by Developer and approved by City.

“Minor Modification” means a minor change to the Project or Project Approvals that is consistent with the Development Standards, Applicable Rules and Project Approvals.

“Major Modification” means a major change to the Project or Project Approvals as defined in Section 4.6.3 of this Agreement.

“Project” means either the Senior Housing Community consisting of an Assisted Living Development and/or a Senior Residential Development, or the Mixed Residential Development whichever the Developer decides to construct.

“Project Approvals” means:

- Final Environmental Impact Report No. EA-890, as approved by Resolution No. ____;
- Mitigation Monitoring Program for Final Environmental Impact Report No. EA-890, as approved by Resolution No. ____;
- General Plan Amendment No. 10-03, as approved by Resolution No. ____;
- 540 East Imperial Avenue Specific Plan (SP No. 10-03, as approved by Ordinance No. ____);
• Zone Change No. (10-01), as approved by Ordinance No. ____;
• Zone Text Amendment No. (10-06), as approved by Ordinance No. ____;
• Vesting Tentative Map No.71410 for 7 new parcels or Vesting Tentative Map No 71582 for 31 new parcels (SUB No. 10-01), as approved by Resolution No. ____; and
• Development Agreement No. (10-02), as approved by Ordinance No. ____.

“Person” means a natural person or any entity.

“Property” means that 5.65 acre property located at 540 East Imperial Avenue in El Segundo, California more particularly described in attached Exhibit “A,” which is incorporated by reference.

“Senior Residential Development” means apartments and/or condominium restricted to individuals fifty-five (55) years of age or older.

“Subsequent Rules” means any changes to the Applicable Rules, including, without limitation, any change by means of an ordinance, initiative, resolution, policy, order or moratorium, initiated or instituted for any reason whatsoever and adopted by the City Council, the Planning Commission or any other board, agency, commission or department of the City, or any officer or employee thereof, or by the electorate, which would, absent this Agreement, otherwise be applicable to the Property.

“Transferee” means a Person which assumes the rights and obligations under this Agreement with respect to all or a portion of the Property.

2. Recitals. This Agreement 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:

2.1 Pursuant to Government Code §§ 65865, _et seq._, City is authorized to enter into a binding contractual agreement with any person having a legal or equitable interest in real property for the development of such property.

2.2 Developer is the owner of the Property.

2.3 Developer desires to develop the Property in accordance with the 540 East Imperial Avenue Specific Plan.

2.4 By this Agreement, City desires to obtain the binding agreement of Developer to develop the Property in accordance with the Project Approvals and Applicable Rules. In consideration thereof, City agrees to limit the future exercise of certain of its governmental and proprietary powers to the extent specified in this Agreement.

2.5 By this Agreement, Developer desires to obtain the binding agreement of City to permit the development of the Property in accordance with the Project Approvals and Applicable Rules. In consideration thereof, Developer agrees to waive its rights to challenge legally the restrictions and obligations set forth in this Agreement.
2.6 City and Developer acknowledge and agree that the consideration that is to be exchanged pursuant to this Agreement is fair, just and reasonable.

2.7 This Agreement is intended to provide flexible entitlements, within the parameters set forth herein and subject to the terms and conditions hereof, to meet the changing market demands that are likely to occur throughout the life of this Agreement.

2.8 The Project uses are consistent with the City’s General Plan, as amended through General Plan Amendment No. 10-03.

2.9 Development of the Project will further the comprehensive planning objectives contained within the General Plan, and will result in public benefits, including, among others, the provision of needed affordable housing and senior housing within the corporate limits of the City at a location that is designated in the City’s Housing Element for residential development as specified in Section 5.3 below.

2.10 All of the Property is subject to this Agreement.

3. **Binding Effect.** The burdens of this Agreement are binding upon, and the benefits of the Agreement inure to, each Party and each successive successor in interest thereto and constitute covenants that run with the Property.

3.1 **Constructive Notice and Acceptance.** Every Person who acquires any right, title or interest in or to any portion of the Property in which Developer has a legal interest is conclusively deemed to have consented and agreed to be bound by this Agreement, whether or not any reference to this Agreement is contained in the instrument by which such person acquired such right, title or interest.

3.2 **Rights to Transfer.** Developer may assign or transfer its rights and obligations under this Agreement with respect to the Property, or any portion thereof, to any Transferee at any time during the term of this Agreement without approval of City, including through provision of a long-term ground lease. For purposes of this Agreement, the Transferee is considered the “owner” of that portion of the Property which is covered by such transfer.

3.3 **Liabilities Upon Transfer.** Upon the delegation of the duties and obligations under this Agreement and the sale, transfer or assignment of all or any portion of the Property, Developer will be released from its obligations under this Agreement with respect to the Property, or portion thereof, so transferred arising subsequent to the effective date of such transfer, if: (i) Developer has provided to City prior or subsequent written notice of such transfer; and (ii) Transferee has agreed in writing to be subject to all of the provisions hereof applicable to the portion of the Property so transferred by executing an Assignment and Assumption Agreement in the form of attached Exhibit “B.” Upon any transfer of any portion of the Property and the express assumption of Developer’s obligations under this Agreement by such Transferee, City agrees to look solely to Transferee for compliance by such Transferee with the provisions of this Agreement as such provisions relate to the portion of the Property acquired by such Transferee. Any such Transferee is entitled to the benefits of this Agreement as “Developer” and is subject to the obligations of this Agreement applicable to the parcel(s) transferred. A default by any Transferee only affects that portion of the Property owned by such
Transferee and does not cancel or diminish in any way Developer’s rights with respect to any portion of the Property not owned by such Transferee. Transferees are responsible for satisfying the good faith compliance requirements set forth in Section 8 below relating to the portion of the Property owned by a Transferee, and any amendment to this Agreement between the City and a Transferee only affects the portion of the Property owned by such Transferee.

3.4 **Reassumption of Rights.** If Transferee defaults with respect to any provision of this Agreement, Developer may reassume Transferee’s obligations upon written notification to City.

4. **Development of the Property.** The following provisions govern the development and use of the Property.

4.1 **Entitlement to Develop.** Developer is granted the vested right to develop the Project on the Property subject to the Applicable Rules, the Project Approvals and any Future Approvals.

4.2 **Permitted Uses, Density, Height and Dedication of Land for Public Purposes.** The permitted and conditionally permitted uses of the Property as well as the density or intensity of use, the maximum height and size of buildings and provisions for reservation or dedication of land for public purposes are set forth in the Project Approvals and Applicable Rules.

4.3 **Development Standards.** The Development Standards applicable to the Property are set forth in the Project Approvals and Applicable Rules.

4.4 **Building Regulations.** Nothing in this Agreement precludes City from applying changes occurring from time to time in the Building Regulations, provided that such changes (a) are found by City to be necessary to the health or safety of the citizens of the City, (b) are generally applicable to all similar types of property in the City, and (c) do not prevent or unreasonably delay development of the Project in accordance with this Agreement.

4.5 **Subsequent Rules.** Subsequent Rules cannot be applied by City to any part of the Property unless Developer gives City written notice of its election to have such Subsequent Rule applied to the Property, in which case such subsequent change is deemed to be an Applicable Rule.

4.6 **Future Approvals.**

4.6.1 **Minor Modifications to Project.** Developer may make minor changes to the Project and Project Approvals (“Minor Modifications”) without amending this Agreement upon the administrative approval of the Director or designee, provided that such modifications are consistent with the Development Standards, Applicable Rules and Project Approvals. The City cannot unreasonably withhold or delay approval of any Minor Modification. The City has the right to impose reasonable conditions in connection with Minor Modifications, provided, however, such conditions cannot: (i) be inconsistent with the Applicable Rules, the Project Approvals or with the development of the Project as contemplated by this Agreement; (ii) directly or indirectly, unreasonably hinder, delay, impede, obstruct, interfere with, or place unreasonably burdensome or restrictive measures or requirements upon development of the
Project or the Property or any portion thereof; or (iii) impose additional dedications, infrastructure or public improvement obligations, fees, costs or exactions exceeding those identified in the Applicable Rules, the Project Approvals, or this Agreement.

4.6.2 Modification of Project Approvals. The Parties contemplate that Developer may, from time to time, pursuant to Section 4.6.1 seek Minor Modifications to the Project or one or more of the Project Approvals. Any such Minor Modifications are contemplated by the Parties as being within the scope of this Agreement as long as they are authorized pursuant to this Section 4.6.2 and must, upon approval by City, continue to constitute the Project Approvals as referenced herein. The Parties agree that any such amendments do not constitute an amendment to this Agreement nor require an amendment to this Agreement.

4.6.3 Modifications Requiring Amendment to this Agreement. Any proposed modification to the Project which is not authorized by Section 4.6.2 and results in any of the following does not constitute a Minor Modification but constitutes a Major Modification and requires an amendment to this Agreement pursuant to Section 14 below:

(a) Any decrease in the required building setbacks as set forth in the 540 East Imperial Avenue Specific Plan;

(b) Any increase in the total developable square footage or FAR of the entire Property for either project option;

(c) Any increase in height of buildings or structures on the Property above thirty-five (35) feet with the exception of parapets and other auxiliary structures that cannot exceed forty-five (45) feet in height;

(d) Any decrease in the minimum required lot area as set forth in the 540 East Imperial Avenue Specific Plan;

(e) Any decrease in the minimum required lot frontage as set forth in the 540 East Imperial Avenue Specific Plan;

(f) Any change in use to a use which is not permitted under this Agreement;

(g) Any deviation from the uses and development standards or limitations set forth in Sections 4.1 through Section 4.3 of this Agreement, except to the extent these Sections specifically provide for the Council or the Director to approve of such changes;

(h) Any material modification to Developer’s obligation to provide LEED certification for the Project or such equivalent standard as approved by the Director; or

(i) Any material modification that requires modification to the EIR, other than an Addendum.

(j) Other than the Major Modifications listed above, all other modifications to the Project are considered “Minor Modifications.”
4.6.4 Site Plan Review Approval. The Site Plan Review which must be submitted pursuant to the Specific Plan is not considered a Minor Modification to the Project or modification to the Project Approvals, provided it substantially conforms to the approved conceptual plans, and shall be processed in accordance with the provisions set forth in the Specific Plan.

4.7 Plan Review. The Director will review plans for each building on the Property for which a Site Plan is approved, as well as plans for signage, trash enclosures and screening and landscaping. After such review, the Director may issue a building permit, provided, however, that, notwithstanding anything to the contrary contained in the Applicable Rules, the sole purpose of such review is to verify consistency with the Development Standards, Applicable Rules and Project Approvals. The Director must approve all features which are consistent with the Development Standards, Applicable Rules, Project Approvals, and Future Approvals and does not have authority to disapprove or conditionally approve any features or matters which are consistent with or otherwise which have been specifically approved by this Agreement.

4.8 Fees, Exactions, Mitigation Measures, Conditions, Reservations and Dedications. All fees, exactions, mitigation measures, conditions, reservations and dedications of land for public purposes that are applicable to the Project or the Property are set forth in the Project Approvals, the Applicable Rules and this Agreement. Except as otherwise provided in this Agreement, and specifically excluding fees set by entities not controlled by City that are collected by City, City can only charge and impose those fees and exactions, including, without limitation, dedications and any other fee or tax (including excise, construction or any other tax) relating to development or the privilege of developing, which are in effect on a City-wide basis as of the Effective Date. This Section cannot be construed to limit the authority of City to charge normal and customary application, processing, and permit fees for land use approvals, building permits and other similar permits, for Future Approvals, which fees are designed to reimburse City’s actual expenses attributable to such application, processing and permitting and are in force and effect on a City-wide basis at such time as applications for such approvals are filed with City. Developer shall not be required to pay any City development impact fees for any of the affordable units.

4.9 Use of Easements. Notwithstanding the provisions of the Applicable Rules, easements dedicated for vehicular and pedestrian use are permitted to include easements for underground drainage, water, sewer, gas, electricity, telephone, cable, environmental remediation and other utilities and facilities so long as they do not unreasonably interfere with pedestrian and/or vehicular use.

4.10 Timing of Development. In Pardee Construction Co. v. City of Camarillo (Pardee), 37 Cal.3d 465 (1984), the California Supreme Court held that the failure of the parties therein to provide for the timing or rate of development resulted in a later-adopted initiative restricting the rate of development to prevail against the parties’ agreement. City and Developer intend to avoid the result in Pardee by acknowledging and providing that Developer has the right, without obligation, to develop the Property in such order and at such rate and times as Developer deems appropriate within the exercise of its subjective business judgment subject to the term of this Agreement. However, should Developer choose to develop under Option 2 of the Specific Plan, building permits may not be obtained until September 1, 2013.
In furtherance of the Parties’ intent, as set forth in this Section, no future amendment of any existing City ordinance or resolution, or future adoption of any ordinance, resolution or other action, that purports to limit the rate or timing of development over time or alter the sequencing of development phases, whether adopted or imposed by the City Council or through the initiative or referendum process, applies to the Property. However, nothing in this Section may be construed to limit City’s right to enforce Developer’s obligation pursuant to this Agreement to provide all infrastructure required by the Project Approvals and this Agreement.

4.11 Moratorium. No City-imposed moratorium or other limitation (whether relating to the rate, timing or sequencing of the development or construction of all or any part of the Property, whether imposed by ordinance, initiative, resolution, policy, order or otherwise, and whether enacted by the City Council, an agency of City, the electorate, or otherwise) affecting parcel or subdivision maps (whether tentative, vesting tentative or final), building permits, occupancy certificates or other entitlements to use or service (including, without limitation, water and sewer) approved, issued or granted within City, or portions of City, applies to the Property to the extent such moratorium or other limitation is in conflict with this Agreement. However, the provisions of this Section do not affect City’s compliance with moratoria or other limitations mandated by other governmental agencies or court-imposed moratoria or other limitations.

4.12 Infrastructure.

4.12.1 Infrastructure Capacity. Subject to Developer’s installation of infrastructure in accordance with the requirements of the Project Approvals and any Future Approvals, City acknowledges that it will have sufficient capacity in its infrastructure, services and utility systems, including, without limitation, traffic circulation, storm drainage, flood control, electric service, sewer collection, sewer treatment, sanitation service and, except for reasons beyond City’s control, water supply, treatment, distribution and service, to accommodate the Project. To the extent that City renders such services or provides such utilities, City agrees that it will serve the Project and that there is no restriction on hookups or service for the Project except for reasons beyond City’s control.

4.12.2 Infrastructure Phasing Flexibility. Notwithstanding the provisions of any phasing requirements in the Project Approvals or any Future Approvals, Developer and City recognize that economic and market conditions may necessitate changing the order in which the infrastructure is constructed. Therefore, City and Developer agree that should it become necessary or desirable to develop any portion of the Project’s infrastructure in an order that differs from the order set forth in this Agreement, Developer and City will collaborate and City will permit any modification requested by Developer so long as the modification continues to ensure adequate infrastructure is available to serve that portion of the Project being developed and is in compliance with Section 4.14 of this Agreement.

4.12.3 Infrastructure Completion. No building permit, final inspection or Certificate of Occupancy will be unreasonably withheld, conditioned, or delayed by City if all infrastructure required to serve the portion of the Property covered by the building permit, final inspection or Certificate of Occupancy is in place or is suitably guaranteed to be completed (by covenant, bond, letter of credit or otherwise) to the reasonable satisfaction of the City before
completion of construction and all of the other relevant provisions of the Project Approvals and any Future Approvals are satisfied.

4.12.4 **Prevailing Wages.** In the event any infrastructure improvements are paid for in whole or in part out of public funds, as contemplated by Labor Code § 1720, Developer agrees to pay prevailing wages for the construction of such improvements to the extent required by Applicable Law.

4.13 **Term.** The term of this Agreement is ten (10) years from the Effective Date. However, Developer or City is entitled to, by written notice to the other Party before the Agreement’s expiration, one (1) five (5)-year extension, provided that the requesting Party is not in material default of this Agreement at such time. Before the expiration of such five (5)-year extension, the Parties may mutually agree to further extensions. In the event of litigation challenging this Agreement, the Term is automatically suspended for the duration of such litigation and resumes upon final disposition of such challenge and any appeal thereof upholding the validity of this Agreement. In the event that a referendum petition concerning this Agreement is duly filed in such a manner that the ordinance approving this Agreement is suspended, then the Term is deemed to commence upon City Council certification of the results of the referendum election approving this Agreement.

4.14 **Satisfaction of Mitigation Measures and Conditions.** In the event that any of the mitigation measures or conditions required of Developer are implemented by others, Developer is conclusively deemed to have satisfied such mitigation measures or conditions, consistent with CEQA. If any such mitigation measures or conditions are rejected by a governmental agency with jurisdiction, Developer may implement reasonably equivalent substitute mitigation, consistent with CEQA, to the City’s satisfaction, in lieu of the rejected mitigation measures or conditions. Such substitution is deemed to be a Minor Modification pursuant to Section 4.6 above.

4.15 **In Lieu Credits.** Developer shall be granted in lieu credits for any off-site improvements relating to street improvements or traffic measures which Developer may be required to construct as part of this Project.

4.16 **Performance of Director Duties.** If City determines at any time during the term of this Agreement that the duties to be performed by the Director under this Agreement will be performed by one or more staff members other than the Director, City will endeavor to notify Developer of such change. The City must ensure that a person or persons are designated at all times to carry out the duties of the Planning and Building Safety Director set forth in this Agreement.

5. **Developer Agreements**

5.1 **General.** Developer must comply with: (i) this Agreement; (ii) the Project Approvals including, without limitation, all mitigation measures required by the determination made pursuant to CEQA; and (iii) all Future Approvals for which it is the applicant or a successor in interest to the applicant.
5.2 Development Fees. Subject to the provisions of Section 4.8 above, Developer must pay the development fee amounts identified in attached Exhibit “C,” which is incorporated by reference.

5.3 Affordable Housing. Developer must provide for a 15% set aside for low (38% of the total 15%), very low (31% of the total 15%) and extremely low (31% of the total 15%) income qualified, senior households for Option 1, and a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified households for Option 2 as represented in Exhibit D. Nothing herein requires Developer to build the exact amount of housing, including affordable housing, set forth in Exhibit D. Developer must provide 15% set aside for the total number of units constructed for Option 1 and 10% set aside for the total number of units constructed Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage.

5.3.1 If Developer builds a combination of Options 1 and 2, Developer shall provide the 15% set aside for the Option 1 components and a 10% set aside for the Option 2 components.

5.3.2 Affordable housing units that are required based on the single-family dwelling component of Option 2 may be satisfied by developing the requisite number of units in other components of the Project.

5.4 Processing Fees. Subject to the provisions of Section 4.8 above, on the Effective Date of this Agreement, Developer must pay all reasonable and outstanding City processing, legal and environmental processing costs related to the Project and the preparation of this Agreement, if any.

5.5 Maintenance Obligations. Developer must maintain all portions of the Property in its possession or control, and any improvements thereon, in a clean, neat and orderly manner. Developer’s maintenance obligations survive any termination or expiration of this Agreement.

5.6 Term of Map(s) and Other Project Approvals. Pursuant to Government Code §§ 66452.6(a) and 65863.9, the term of any subdivision or parcel map that has been or in the future may be processed on all or any portion of the Property and the term of each of the Project Approvals will be extended for a period of time through the scheduled termination date of this Agreement as set forth in Section 4.13 above.

5.7 Sales and Use Tax.

5.7.1 In the event the contract price for any work on the Project is valued at five million dollars ($5,000,000) or more, Developer agrees to report, on a State Board of Equalization Tax Return, any purchases of tangible personal property made in connection with the finishing of and/or installation of materials, or fixtures for the Project, when such purchases
were made without sales or use tax due. Developer must indicate the City as a registered job site location on the State Board of Equalization Tax Return. In such event, Developer must also obtain a permit or a sub-permit from the State Board of Equalization indicating the City as the registered job site location, in accordance with State Board of Equalization Operations Memorandum No. 1023.

5.7.2 Developer further agrees that if Developer retains contractors or subcontractors to perform a portion of work in the Project, and said contracts or subcontracts are valued at five million dollars ($5,000,000) or more, said contracts or subcontracts must contain the provisions set forth in Section 5.7.1 above.

5.7.3 The Director of Finance of the City is authorized to relieve Developer, and Developer’s contractors and subcontractors, from the requirements set forth in this Section 5.7 upon proof to the reasonable satisfaction of the Director of Finance that Developer and/or its contractors or subcontractors have made good faith efforts to obtain said permit or sub-permits, but were denied the same by the State Board of Equalization.

5.8 **LEED Certification.** Developer’s Project must be, at a minimum, LEED Certified in compliance with the U.S. Green Building Council standards in effect as of the Effective Date, or such equivalent standard as determined by the Director.

6. **City Agreements**

6.1 **Expedited Processing** The City must process in an expedited manner all plan checking, excavation, grading, building, encroachment and street improvement permits, Certificates of Occupancy, utility connection authorizations, and other ministerial permits or approvals necessary, convenient or appropriate for the grading, excavation, construction, development, improvement, use and occupancy of the Project in accordance with City’s accelerated plan check process under the Applicable Rules. Without limiting the foregoing, if requested by Developer, City agrees to utilize private planners and plan checkers (upon Developer’s request and at Developer’s cost) and any other available means to expedite the processing of Project applications, including concurrent processing of such applications by various City departments.

6.2 **Processing Cooperation and Assistance.** To the extent permitted by law, City must reasonably cooperate with Developer in securing any and all entitlements, authorizations, permits or approvals which may be required by any other governmental or quasi-governmental entity in connection with the development of the Project or the Property. Without limiting the foregoing, City must reasonably cooperate with the Developer in any dealings with federal, state and other local governmental and quasi-governmental entities concerning issues affecting the Property. City must keep Developer fully informed with respect to its communications with such agencies which could impact the development of the Property.

6.3 **Processing During Third Party Litigation.** The filing of any third party lawsuit(s) against City or Developer relating to this Agreement, the Project Approvals, any Future Approvals or to other development issues affecting any portion of the Property or the Project will not hinder, delay or stop the development, processing or construction of the Project, approval of
applications for any Future Approvals, or issuance of ministerial permits or approvals, unless the third party obtains a court order preventing the activity. City shall not stipulate to or cooperate in the issuance of any such order.

7. **Modification/Suspension.** Pursuant to Government Code § 65869.5, in the event that any state or federal law or regulation, enacted after the Effective Date, precludes compliance with any provision of this Agreement, such provision will be deemed modified or suspended to the extent practicable to comply with such state or federal law or regulation, as reasonably determined necessary by City. Upon repeal of said law or regulation or the occurrence of any other event removing the effect thereof upon the Agreement, the provisions hereof will be restored to their full original effect.

8. **Demonstration of Good Faith Compliance.**

8.1 **Review of Compliance.** In accordance with Government Code § 65865.1, this Section 8 and the Applicable Rules, once each year, on or before each anniversary of the Effective Date ("Periodic Review"), the Director will review the extent of Developer’s good faith substantial compliance with the terms and provisions of this Agreement as well as the performance by the City of its obligations under this Agreement.

8.2 **Good Faith Compliance.** During each Periodic Review, Developer must demonstrate that, during the preceding twelve (12) month period, that it has been in good faith compliance with this Agreement. For purposes of this Agreement, the phrase "good faith compliance" means that Developer has demonstrated that it acted in a commercially reasonable manner (taking into account the circumstances which then exist) and in good faith in and has substantially complied with Developer’s material obligations under this Agreement.

8.3 **Information to be Provided to Developer.** At least fourteen (14) days before the annual Effective Date the City must deliver to Developer a copy of all staff reports prepared in connection with a Periodic Review, any prior staff reports generated during the review period, written comments from the public and, to the extent practical, all related exhibits concerning such Periodic Review.

8.4 **Developer’s Report.** No later than the annual Effective Date, Developer shall submit a written status report to the Director addressing the good faith compliance issue and any issues raised by the Information provided to Developer.

8.5 **Notice Of Non-Compliance; Cure Rights.** If, after reviewing the Developer’s Report, the Director reasonably concludes on the basis of substantia evidence that as to any parcel or parcels comprising the Property Developer has not demonstrated that it is in good faith compliance with this Agreement, the Director may issue and deliver to Developer a written Notice of Violation as set forth in Section 10 below.

8.6 **Public Notice of Finding.** Any appeal of the Director’s determination (including any appeal by Developer) must be filed within twenty (20) days following such decision. Filing such an appeal tolls the cure period specified in the Notice of Violation. Notwithstanding section 13.1, an appeal regarding the Notice of Violation shall be heard directly by the City Council at a duly-noticed public hearing and the City Council must issue a final decision. Not in limitation of
the forgoing, Developer retains the right to challenge City’s issuance of any final decision pursuant to Code of Civil Procedure § 1094.5 without complying with the procedures set forth in Section 10.4 below.

8.7 Failure of Periodic Review. The City’s failure to review, at least annually, compliance by Developer with the terms and conditions of this Agreement does not constitute nor can it be asserted by any Party as a breach by any other Party of this Agreement. If the City fails to provide a Review Letter within sixty (60) days of the annual Effective Date, Developer will be deemed to be in good faith compliance with this Agreement.

9. Excusable Delays. Performance by any Party of its obligations in this Agreement is excused during any period of “Excusable Delay,” as defined, provided that the Party claiming the delay gives notice of the delay to the other Party as soon as reasonably possible after the same has been ascertained. For purposes hereof, Excusable Delay means delay that directly affects, and is beyond the reasonable control of, the Party claiming the delay, including without limitation: (a) civil commotion; (b) riot; (c) strike, picketing or other labor dispute; (d) shortage of materials or supplies; (e) damage to work in progress or delays by reason of fire, flood, including flood due to rains, earthquake, windstorm, or other casualty; (f) reasonably unforeseeable delay caused by a reasonably unforeseeable restriction imposed or mandated by a governmental entity other than City; (g) litigation brought by a third party attacking the validity of a Project Approval, a Future Approval or any other action necessary for development of the Property; (h) delays caused by any default by the other Party; or (i) delays due to the presence or remediation of hazardous materials. The Term of this Agreement, including any extensions, will automatically be extended by any period of Excusable Delay.


10.1 Default. Either Party to this Agreement will have breached this Agreement if it materially breaches any of the provisions of this Agreement and the same is not cured within the time set forth in a written notice of violation (the “Notice of Violation”) from the non-breaching Party to the breaching Party, which period of time is not less than ten (10) days for monetary defaults, and not less than sixty (60) days for non-monetary defaults from the date that the notice is deemed received, provided if the breaching Party cannot reasonably cure a non-monetary default within the time set forth in the notice, then the breaching Party will not be in default if it commences to cure the default within such time limit and diligently effects such cure thereafter. If City determines that a default may have occurred, City may choose to terminate this Agreement in which case it must give written notice to Developer of its intention to terminate and comply with the notice and public hearing requirements of Government Code §§ 65867 and 65868. At the time and place set for the hearing on termination, Developer will be given an opportunity to be heard. If the City Council finds based upon the evidence that Developer is in breach of this Agreement, the City Council may modify or terminate this Agreement; provided, however, if Developer initiates a resolution of dispute in accordance with the provisions of Section 10.4 below within sixty (60) days following the City Council’s determination that Developer is in breach of this Agreement, the City Council’s decision to modify or terminate this Agreement is stayed until the issue has been resolved through informal procedures, mediation, or court proceedings.
10.2 **Content of Notice of Violation.** Every Notice of Violation must state with specificity that it is given pursuant to this Section of the Agreement, the nature of the alleged breach, (including references to the pertinent provisions of this Agreement), the portion of the Property involved, and the manner in which the breach may be satisfactorily cured. Notice shall be given in accordance with Section 18 hereof.

10.3 **Remedies for Breach.** The Parties agree that the remedies for breach of this Agreement are limited to the remedies expressly set forth in this subsection. The remedies for breach of this Agreement by Developer are limited to injunctive relief and/or specific performance; the remedies by City are limited to injunctive relief and/or specific performance, or termination of this Agreement in accordance with Section 10.1 above.

10.4 **Resolution of Disputes.**

City and Developer agree to attempt to settle any claim, dispute or controversy arising from this Agreement through consultation and negotiation in good faith and in a spirit of mutual cooperation. If those attempts fail, the dispute may be mediated by a mediator chosen jointly by City and Developer within thirty (30) days after notice by one of the parties demanding non-binding mediation. Neither party may unreasonably withhold consent to the selection of a mediator, and City and Developer will share the cost of the mediation equally. The parties may agree to engage in some other form of non-binding alternate dispute resolution ("ADR") procedure in lieu of mediation. Any dispute that cannot be resolved between the parties through negotiation or mediation within two months after the date of the initial demand for non-binding mediation may then be submitted to a court of competent jurisdiction in the County of Los Angeles, California.

10.5 **Attorneys Fees and Costs.**

Each party to this Agreement agrees to waive any entitlement of attorneys’ fees and costs incurred with respect to any dispute arising from this Agreement. The parties will each bear their own attorneys’ fees and costs in the event of any dispute.

11. **Mortgagee Protection.** This Agreement does not prevent or limit the Developer, in any manner, at Developer’s sole discretion, from encumbering the Property or any portion thereof or any improvements thereon by any mortgage, deed of trust or other security device. City acknowledges that the lender(s) providing such financing ("Mortgagee") may require certain Agreement interpretations and agrees, upon request, from time to time, to meet with Developer and representatives of such lender(s) to provide within a reasonable time period City’s response to such requested interpretations. City will not unreasonably withhold its consent to any such requested interpretation, provided that such interpretation is consistent with the intent and purposes of this Agreement. Any Mortgagee of a mortgage or a beneficiary of a deed of trust or any successor or assign thereof including, without limitation, the purchaser at a judicial or non-judicial foreclosure sale or a person or entity who obtains title by deed-in-lieu of foreclosure on the Property shall be entitled to the following rights and privileges:

11.1 **Mortgage Not Rendered Invalid.** Neither entering into this Agreement nor a breach of this Agreement will defeat, render invalid, diminish, or impair the priority of the lien
of any mortgage or deed of trust on the Property made in good faith and for value. No Mortgagee has an obligation or duty under this Agreement to perform Developer's obligations, or to guarantee such performance, before taking title to all or a portion of the Property.

11.2 Request for Notice to Mortgagee. The Mortgagee of any mortgage or deed of trust encumbering the Property, or any part thereof, who has submitted a request in writing to the City in the manner specified herein for giving notices, is entitled to receive a copy of any Notice of Violation delivered to the Developer.

11.3 Mortgagee's Time to Cure. City must provide a copy of any Notice of Violation to the Mortgagee within ten (10) days of sending the Notice of Violation to Developer. The Mortgagee has the right, but not the obligation, to cure the default for a period of thirty (30) days after receipt of such Notice of Violation or such longer period of time as may be specified in the Notice. Notwithstanding the foregoing, if such default is a default which can only be remedied by such Mortgagee obtaining possession of a Property, or any portion thereof, and such Mortgagee seeks to obtain possession, such Mortgagee has until thirty (30) days after the date of obtaining such possession to cure or, if such default cannot reasonably be cured within such period, to commence to cure such default, provided that such default is cured no later than one (1) year after Mortgagee obtains such possession.

11.4 Cure Rights. Any Mortgagee who takes title to all of the Property, or any part thereof, pursuant to foreclosure of the mortgage or deed of trust, or a deed in lieu of foreclosure, will succeed to the rights and obligations of Developer under this Agreement as to the Property or portion thereof so acquired; provided, however, in no event is such Mortgagee liable for any defaults or monetary obligations of Developer arising before acquisition of title to the Property by such Mortgagee, except that any such Mortgagee is not entitled to a building permit or occupancy certificate until all delinquent and current fees and other monetary or non-monetary obligations due under this Agreement for the Property, or portion thereof acquired by such Mortgagee, have been satisfied.

11.5 Bankruptcy. If any Mortgagee is prohibited from commencing or prosecuting foreclosure or other appropriate proceedings in the nature of foreclosure by any process or injunction issued by any court or by reason of any action by any court having jurisdiction of any bankruptcy or insolvency proceedings involving Developer, the times specified in Section 11.3 above will be extended for the period of the prohibition, except that any such extension cannot extend the term of this Agreement.

11.6 Disaffirmation. If this Agreement is terminated as to any portion of the Property by reason of (i) any default or (ii) as a result of a bankruptcy proceeding, this Agreement is disaffirmed by a receiver, liquidator, or trustee for Developer or its property, City, if requested by any Mortgagee, will negotiate in good faith with such Mortgagee for a new development agreement for the Project as to such portion of the Property with the most senior Mortgagee requesting such new agreement. This agreement does not require any Mortgagee or the City to enter into a new development agreement pursuant to this Section.

12. Estoppel Certificate. At any time and from time to time, Developer may deliver written notice to City and City may deliver written notice to Developer requesting that such Party certify
in writing that, to the knowledge of the certifying Party: (i) this Agreement is in full force and effect and a binding obligation of the Parties; (ii) this Agreement has not been amended, or if amended, the identity of each amendment; and (iii) the requesting Party is not in breach of this Agreement, or if in breach, a description of each such breach. The Party receiving such a request must execute and return the certificate within twenty-one (21) days following receipt of the notice. The failure of City to deliver such a written notice within such time constitutes a conclusive presumption against City that, except as may be represented by Developer, this Agreement is in full force and effect without modification, and that there are no uncured defaults in the performance of the Developer. The Director is authorized to execute, on behalf of City, any Estoppel Certificate requested by Developer. City acknowledges that a certificate may be relied upon by successors in interest to Developer who requested the certificate and by holders of record of deeds of trust on the portion of the Property in which that Developer has a legal interest.

13. Administration of Agreement.

13.1 Appeal of Determinations. Any decision by City staff concerning the interpretation or administration of this Agreement or development of the Property in accordance herewith may be appealed by Developer to the Planning Commission, and thereafter, if necessary, to the City Council pursuant to the El Segundo Municipal Code. Developer cannot seek judicial review of any staff decision without first having exhausted its remedies pursuant to this Agreement. Final determinations by the City Council are subject to judicial review subject to the restrictions and limitations of California law.

13.2 Operating Memoranda. The provisions of this Agreement require a close degree of cooperation between City and Developer. During the Term of this Agreement, clarifications to this Agreement and the Applicable Rules may be appropriate with respect to the details of performance of City and Developer. If and when, from time to time, during the terms of this Agreement, City and Developer agree that such clarifications are necessary or appropriate, they will effectuate such clarification through Operating Memoranda approved in writing by City and Developer, which, after execution, will be attached hereto and become part of this Agreement and the same may be further clarified from time to time as necessary with future written approval by City and Developer. Operating Memoranda are not intended to and do not constitute an amendment to this Agreement but are mere ministerial clarifications, therefore public notices and hearings are not required. The City Attorney is authorized, upon consultation with, and approval of, the Developer, to determine whether a requested clarification may be effectuated pursuant to this Section or whether the requested clarification is of such character to constitute an amendment hereof which requires compliance with the provisions of Section 14 below. The authority to enter into such Operating Memoranda is hereby delegated to the Director, and the Director is hereby authorized to execute any Operating Memoranda hereunder without further City Council action.

13.3 Certificate of Performance. Upon the completion of the Project, or the completion of development of any parcel within the Project, or upon completion of performance of this Agreement or its earlier revocation and termination, City must provide Developer, upon Developer’s request, with a statement ("Certificate of Performance") evidencing said completion or revocation and the release of Developer from further obligations hereunder, except for any
ongoing obligations hereunder. The Certificate of Performance must be signed by the appropriate agents of Developer and City and be recorded in the official records of Los Angeles County, California. Such Certificate of Performance is not a notice of completion as referred to in Civil Code § 3093.

14. **Amendment or Termination by Mutual Consent.** Except as otherwise set forth herein, this Agreement may only be amended or terminated, in whole or in part, by mutual consent of City and Developer, and upon compliance with the provisions of Government Code §§ 65867 and 65867.5.

15. **Indemnification/Defense.**

15.1 **Indemnification.** Developer agrees to indemnify and hold the City harmless from and against any claim, action, damages, costs (including, without limitation, attorney’s fees), injuries, or liability, arising from the City’s approval of Project, this Agreement, Developer’s performance of this Agreement, and all procedures with approving this Agreement (collectively, “Discretionary Approvals”), except to the extent such is a result of the City’s sole negligence or intentional misconduct. Should the City be named in any suit, or should any claim be brought against it by suit or otherwise, whether the same be groundless or not, arising out of the Discretionary Approvals, Developer agrees to defend the City (at the City’s request and with counsel satisfactory to the City) and will indemnify the City for any judgment rendered against it or any sums paid out in settlement or otherwise. For purposes of this Section “the City” includes the City of El Segundo’s elected officials, appointed officials, officers, and employees.

15.2 **Defense of Agreement.** If City accepts Developer’s indemnification and defense as provided in Section 15.1 above, City agrees to and must timely take all actions which are necessary or required to uphold the validity and enforceability of this Agreement, the Discretionary Approvals, Project Approvals, Development Standards and the Applicable Rules. This Section 15 will survive the termination of this Agreement.

16. **Time of Essence.** Time is of the essence for each provision of this Agreement of which time is an element.

17. **Effective Date.** This Agreement becomes operative on the Effective Date.

18. **Notices.** Any notice that a party is required or may desire to give the other must be in writing and may be sent by: i) personal delivery; or ii) by deposit in the United States mail, postage paid, registered or certified mail, return receipt requested; or iii) by overnight delivery using a nationally recognized overnight courier, providing proof of delivery; or iv) by facsimile, evidenced by confirmed receipt, addressed as follows (subject to the right of a party to designate a different address for itself by notice similarly given):

If to City:

City of El Segundo
350 Main Street
El Segundo, California 90245
Attention: City Manager

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Any notice given by mail is deemed to have been given as of the date of delivery (whether accepted or refused) established by United States Post Office, return receipt, or the overnight carrier’s proof of delivery, as the case may be. Notices given in any other manner are effective only if and when received by the party to be notified between the hours of 8:00 a.m. and 5:00 p.m., local time of the recipient, of any business day with delivery made after such hours deemed received the following business day. A party’s address may be changed by written notice to the other party effective upon actual receipt of such notice. After a transfer of all or a portion of the Property pursuant to Sections 3.2 and 3.3, District shall be copied on all correspondence whether by City or Transferee relating to such transferred property.

19. **Entire Agreement.** This Agreement contains the entire agreement between the Parties regarding the subject matter hereof, and supersedes in its entirety all prior agreements or understandings, oral or written. This Agreement cannot be amended, except as expressly provided herein.

20. **Waiver.** No waiver of any provision of this Agreement constitutes a waiver of any other provision, whether or not similar; nor shall any such waiver constitute a continuing or subsequent waiver of the same provision. No waiver is binding, unless it is executed in writing by a duly authorized representative of the Party against whom enforcement of the waiver is sought.

21. **Severability.** If any provision of this Agreement is determined by a court of competent jurisdiction to be invalid or unenforceable, the remainder of this Agreement is effective to the extent the remaining provisions are not rendered impractical to perform, taking into consideration the purposes of this Agreement.

22. **Relationship of the Parties.** Each Party acknowledges that, in entering into and performing under this Agreement, it is acting as an independent entity and not as an agent of any other Party in any respect. Nothing contained herein or in any document executed in connection herewith shall be construed as creating the relationship of partners, joint ventures or any other association of any kind or nature between City and Developer, jointly or severally.
23. **No Third Party Beneficiaries.** This Agreement is made and entered into for the sole benefit of the Parties and their successors in interest. No other person or party shall have any right of action based upon any provision of this Agreement.

24. **Recordation of Agreement and Amendments.** This Agreement and any amendment thereof shall be recorded with the County Recorder of the County of Los Angeles by the City Clerk of City.

25. **Cooperation Between City and Developer.** City and Developer will execute and deliver to the other all such other and further instruments and documents as may be reasonably necessary to carry out the purposes of this Agreement. Upon satisfactory performance by Developer, and subject to the continuing cooperation of the Developer, City will commence and in a timely manner proceed to complete all steps necessary for the implementation of this Agreement and development of the Project or Property in accordance with the terms of this Agreement.

26. **Rules of Construction.** The captions and headings of the various sections and subsections of this Agreement are for convenience of reference only, and they do not constitute a part of this Agreement for any other purpose or affect interpretation of the Agreement. Should any provision of this Agreement be found to be in conflict with any provision of the Applicable Rules or the Project Approvals or any Future Approvals, the provisions of this Agreement control.

27. **Joint Preparation.** This Agreement is deemed to have been prepared jointly and equally by the Parties, and it cannot be construed against any Party on the ground that the Party prepared the Agreement or caused it to be prepared.

28. **Governing Law and Venue.** This Agreement is made, entered into, and executed in the County of Los Angeles, California, and the laws of the State of California govern its interpretation and enforcement. Any action, suit or proceeding related to, or arising from, this Agreement must be filed in the appropriate court having jurisdiction in the County of Los Angeles.

29. **Counterparts.** This Agreement may be executed in multiple counterparts, each of which shall be deemed an original, but all of which constitute one and the same instrument.

30. **Weekend/Holiday Dates.** Whenever any determination is to be made or action to be taken on a date specified in this Agreement, if such date falls upon a Saturday, Sunday or other holiday specified in Government Code § 6700, the date for such determination or action shall be extended to the first business day immediately thereafter.

31. **Not a Public Dedication.** Except as otherwise expressly provided herein, nothing herein contained is a gift or dedication of the Property, or of the Project, or any portion thereof, to the general public, for the general public, or for any public use or purpose whatsoever, it being the intention and understanding of the Parties that this Agreement be strictly limited to and for the purposes herein expressed for the development of the Project as private property. Developer has the right to prevent or prohibit the use of the Property, or the Project, or any portion thereof, including common areas and buildings and improvements located thereon, by any person for any purpose which is not consistent with the development of the Project. Any portion of the Property conveyed to the City by the Developer as provided herein can be held and used by the City only
for the purposes contemplated herein or otherwise provided in such conveyance, and the City
will not take or permit to be taken (if within the power or authority of the City) any action or
activity with respect to such portion of the Property that would deprive the Developer of the
material benefits of this Agreement, or would in any manner interfere with the development of
the Project as contemplated by this Agreement.

32. Releases. City agrees that upon written request of Developer and payment of all fees and
performance of the requirements and conditions required by Developer by this Agreement, the
City must execute and deliver to Developer appropriate release(s) of further obligations imposed
by this Agreement in form and substance acceptable to the Los Angeles County Recorder’s
Office or as otherwise may be necessary to effect the release.

33. Consent. Where the consent or approval of City or Developer is required or necessary
under this Agreement, the consent or approval will not be unreasonably withheld, delayed or
conditioned.

34. Exhibits. All exhibits attached hereto are incorporated by this reference.

IN WITNESS WHEREOF, Developer and City of El Segundo have executed this Development
Agreement on the date first above written.

CITY:

CITY OF EL SEGUNDO, a municipal corporation

By: _______________________________

__________________, Mayor

ATTEST:

______________________________
Cindy Mortesen
City Clerk

APPROVED AS TO FORM:

By: ______________________________

Mark D. Hensley, City Attorney
DEVELOPER:
EL SEGUNDO UNIFIED SCHOOL DISTRICT

By: __________________________

Its: _________________________
EXHIBIT A

PROPERTY DESCRIPTION
EXHIBIT B

Recording Requested By and
When Recorded Mail To:
El Segundo Unified School District
641 Sheldon Street
El Segundo, California 90245
Attention: Superintendent

ASSIGNMENT AND ASSUMPTION AGREEMENT

This ASSIGNMENT AND ASSUMPTION AGREEMENT ("Agreement") is made and
entered into by and between the El Segundo School District, ("Assignor"), and
__________________________, a ____________________ ("Assignee").

RECITALS

A. The City of El Segundo ("City") and Assignor entered into that certain
Development Agreement dated ______________, 2012 (the "Development Agreement"), with
respect to the real property located in the City of El Segundo, State of California more
particularly described in Exhibit "A" attached hereto (the "Project Site"), and

B. Assignor has obtained from the City certain development approvals and permits
with respect to the development of the Project Site, including without limitation, approval of
__________________________ for the Project Site (collectively, the "Project Approvals").

C. Assignor intends to sell, and Assignee intends to purchase that portion, of the
Project Site more particularly described in Exhibit "B" attached hereto (the "Transferred
Property").

D. In connection with such purchase and sale, Assignor desires to transfer all of the
Assignor’s right, title, and interest in and to the Development Agreement and the Project
Approvals with respect to the Transferred Property. Assignee desires to accept such assignment
from Assignor and assume the obligations of Assignor under the Development Agreement and
the Project Approvals with respect to the Transferred Property.

THEREFORE, the parties agree as follows:

1. **Assignment.** Assignor hereby assigns and transfers to Assignee all of Assignor’s
right, title, and interest in and to the Development Agreement and the Project Approvals with
respect to the Transferred Property. Assignee hereby accepts such assignment from Assignor.

2. **Assumption.** Assignee expressly assumes and agrees to keep, perform, and fulfill
all the terms, conditions, covenants, and obligations required to be kept, performed, and fulfilled
by Assignor under the Development Agreement and the Project Approvals with respect to the
Transferred Property, including without limitation those obligations specifically allocated to the
Transferred Parcel as set forth on Exhibit "C" attached hereto.
3. **Effective Date.** The execution by City of the attached receipt for this Agreement shall be considered as conclusive proof of delivery of this Agreement and of the assignment and assumption contained herein. This Agreement shall be effective upon its recordation in the Official Records of Los Angeles County, California, provided that Assignee has closed the purchase and sale transaction and acquired legal title to the Transferred Property.

4. **Remainder of Project.** Any and all rights or obligations pertaining to such portion of the Project Site other than the Transferred Property are expressly excluded from the assignment and assumption provided in Sections 1 and 2 above.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the dates set forth next to their signatures below.

"ASSIGNOR"
EL SEGUNDO UNIFIED SCHOOL DISTRICT

Date: ________________

By: ______________________

Its: ______________________

By: ______________________

Its: ______________________

"ASSIGNEE"

Date: ________________

By: ______________________

Its: ______________________
RECEIPT BY CITY

The attached ASSIGNMENT AND ASSUMPTION AGREEMENT is received by the City of El Segundo on this ___ day of ________________, ________.

CITY OF EL SEGUNDO

By: _______________________
   Director of Planning and Building Safety

STATE OF CALIFORNIA  )
   ) SS:
COUNTY OF ____________)

   On ________________, 20__, before me, _____________________, a Notary Public, personally appeared ________________________, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

   I certify under penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

   WITNESS my hand and official seal.

Signature _______________________
   (Seal)

STATE OF CALIFORNIA  )
   ) SS:
COUNTY OF ____________)

   On ________________, 20__, before me, _____________________, a Notary Public, personally appeared ________________________, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.
I certify under penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature ____________________________

(Seal)
EXHIBIT C

DEVELOPMENT FEE SCHEDULE

City of El Segundo Fees:

1. Police Service Mitigation Fee
   October 5, 2010.
   Per City Council Resolution No. 4687 adopted on

2. Fire Service Mitigation Fee
   October 5, 2010.
   Per City Council Resolution No. 4687 adopted on

3. Library Service Mitigation Fee
   October 5, 2010.
   Per City Council Resolution No. 4687 adopted on

4. Parks Mitigation Fee
   October 5, 2010.
   Per City Council Resolution No. 4687 adopted on

5. Traffic Mitigation Fee
   November 15, 2005.
   Per City Council Resolution No. 4443 adopted on

6. Water Meter Installation Fees
   Per Title 11 of ESMC.
EXHIBIT D

540 EAST IMPERIAL AVENUE SPECIFIC PLAN
HOUSING SET ASIDE

<table>
<thead>
<tr>
<th>OPTION 1 (304 Total Units)</th>
<th>OPTION 2 (58 Total Units)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Assisted Living</td>
<td>Mixed Residential</td>
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<tr>
<td>Units Required</td>
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<td>7</td>
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<tr>
<td>3. Low</td>
<td>3. Low</td>
</tr>
<tr>
<td>9</td>
<td>2</td>
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</tbody>
</table>

Total 15% Set Aside 23 Units

Total 10% Set Aside 6 Units

<table>
<thead>
<tr>
<th>Senior Condominiums/ Apartments</th>
<th>Units Required</th>
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</thead>
<tbody>
<tr>
<td>1. Extremely Low</td>
<td>7</td>
</tr>
<tr>
<td>2. Very Low</td>
<td>7</td>
</tr>
<tr>
<td>3. Low</td>
<td>9</td>
</tr>
</tbody>
</table>

Total 15% Set Aside 23 Units

The unit totals shown by income category in this table represent the proportional percentage of the City's total Regional Housing Needs Assessment (RHNA) allocation for the lower income categories shown. In this case, the RHNA allocation for the combined lower income categories is 71 total units. The Extremely Low income category represents 31 percent of the total allocation; the Very Low income category represents 31 percent of the total allocation and the Low Income category represents 38 percent of the total RHNA allocation. These same percentages were applied to the unit totals for this project.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo's approval of Environmental Impact Report for General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 304 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit "B" to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
5. Before the City issues a building permit, the applicant must submit final landscaping and irrigation plans to the Planning and Building Safety Department and the Parks and Recreation Department for review and approval to demonstrate compliance with the City's Water Conservation regulations and Guidelines for Water Conservation in Landscaping (ESMC §§ 10-2-1, et seq.). The plant materials used in landscaping must be compatible with the El Segundo climate pursuant to Sunset Western Garden Book's Zone 24 published by Sunset Books, Inc., Revised and Updated 2001 edition, which is available for review at the Planning and Building Safety Department. Additionally, the landscaping and irrigation must be completely installed before the City issues a final Certificate of Occupancy. Additionally, the final landscaping and irrigation plans must comply with the following:

- Reclaimed water must be used as the water source to irrigate landscaped areas, if feasible. To that end, dual water connections must be installed to allow for landscaping to be irrigated by reclaimed water, if feasible.

- 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).

- 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 landscaping irrigation.

6. Selection of drought-tolerant, low-water consuming plant varieties must be used to reduce irrigation water consumption, in compliance with ESMC §§ 10-2-1, et seq.

7. The applicant must provide a sufficient number of bicycle racks to accommodate storing at least 8 bicycles.

8. Employees must be provided current maps, routes and schedules for public transit routes serving the site; telephone numbers for referrals on transportation information including numbers for the regional ridesharing agency and local transit operators; ridesharing promotional materials; and bicycle route and facility information. Two kiosks with such information must be provided for Option 1.
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 15% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 15% for the extremely low income senior household category; 31% of the 15% for the very low income senior
household category; and 38% of the 15% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
20. Before grading permits are issued, the applicant must submit a soils report to the Planning and Building Safety Department for review and approval.

21. Before grading permits are issued, the applicant must submit a grading plan to the Planning and Building Safety Department for review and approval. Before building permits are issued, plans must show conformance with the 2010 California Building Code, 2010 California Mechanical Code, 2010 California Plumbing Code, 2010 California Electrical Code, and 2010 California Energy Code, all as adopted by the ESMC.

22. Before building permits are issued, plans must show compliance with accessibility requirements per the 2010 California Building Code, as adopted by the ESMC.

23. The applicant must provide a complete pool enclosure that encompasses the pool per the 2010 California Building Code, as adopted by the ESMC.

24. The applicant must provide a disabled access lift to access the pool per the 2010 California Building Code, as adopted by the ESMC.

25. At least one stairway must access the roof per the 2010 California Building Code, as adopted by the ESMC.

26. The Applicant must execute a restrictive covenant, in a form approved by the City Attorney, subjecting development of the real property affected by the Project to the air easements imposed by the final judgment in *Los Angeles Unified School District v. City of Los Angeles, et al.*, LASC Case No. 965,067 filed January 7, 1980 and recorded as Document No. 80-55139 with the Los Angeles County Recorder's Office.

**Fire Department Conditions**

27. The project must comply with all applicable requirements in the 2010 California Building and Fire Codes, and the 2009 International Fire Code as adopted by the ESMC and El Segundo Fire Department regulations.

28. Construction of any cafeteria or kitchen facilities in the assisted living facility must include installation of a grease interceptor capable of removing fats, oils, and grease from the kitchen waste stream. If the Los Angeles County Health Department determines
that the food preparation area does not require the installation of
grease interceptors, then this condition will not be required.

29. Construction activities must include a storm water pollution
prevention plan addressing non-storm water run-off, debris
removal, track-out and protection of storm water system.

30. Any diesel-powered generators must be approved by the Fire
Department, Environmental Safety Division, and provide for
secondary containment, placarding, spill detection and prevention.
Underground tanks require additional environmental monitoring
requirements.

31. The applicant must provide the Environmental Safety Division of
the El Segundo Fire Department an inventory of any and all
chemicals used for laundry, pool or house cleaning, emergency
generators or other devices.

32. The applicant, or designee, must contact Underground Service
Alert before digging or excavating.

33. Any demolition must be screened for asbestos and lead, with
proper notifications to South Coast Air Quality Management District
(SCAQMD).

Public Works Department Conditions

34. All onsite utilities including, without limitation, water, electricity, gas,
sewer and storm drains, must be installed underground. Contact
Southern California Edison for required service and underground
requirements (Mr. John Deng at (310) 783-9305).

35. Before the City issues a Certificate of Occupancy, the applicant
must ensure that all curb, gutters, asphalt and concrete pavement
and driveway aprons fronting 540 East Imperial Avenue and the
property frontage along Walnut Avenue will be replaced as required
by the Public Works Department.

36. Before the City issues a Certificate of Occupancy, all damaged or
off-grade curb, sidewalk and pavement must be removed and
replaced as required by the Public Works Department.

37. The applicant must secure any required encroachment permits
from the Public Works Department before commencing any work in
the public right-of-way.
38. The project must comply with the latest National Pollution Discharge Elimination System (NPDES) requirements and provide Best Management Practices (BMPs) for sediment control, construction material control and erosion control.

39. Before the City issues a building permit, the location and sizes of all proposed water meters must be approved by the City’s Water Division.

40. Before the City issues a building permit, the applicant must clean and inspect (via remote TV camera) the project sewer lateral. If found impaired, the applicant is responsible for the replacement of the lateral.

41. A registered civil engineer must provide storm (hydrologic and hydraulic) calculations for appropriate storm drain facilities to control on-site drainage and mitigate off-site impacts, as follows, subject to review and approval from the Public Works Department:

- The design must follow the criteria contained in both the Los Angeles County Department of Public Works Hydrology Manual 2006 and Standard Urban Storm Water Mitigation Plan or most recent editions. Flows must remain in their historical drainage pattern so as not to impact neighboring properties.

- New development must not increase the rate of flow (cubic feet per second) or velocity (feet per second) of site run-off water to any off-site drainage areas beyond the measured or calculated pre-project rate and velocity.

42. Construction related parking must be provided on-site.

43. All record drawings (as-built drawings) and supporting documentation must be submitted to the Public Works Department before scheduling the project’s final inspection.

Police Department Conditions

44. Before the City issues a building permit, the applicant must submit a photometric light study to the Police Department for review and approval. A site plan must be provided showing buildings, parking areas, walkways, and the point-by-point photometric calculation of the required light levels. Foot candles must be measured on a horizontal plane and conform to a uniformity ratio of 4:1 average/minimum. The photometric study must be point-by-point and include the light loss factor (.7). Lighting levels must be
adjusted to meet the minimum foot candle requirements within each area of the site. All interior or exterior corridors, passageways and pedestrian walkways and open parking lot shall be illuminated at all times with a minimum maintained one foot-candle of light on the walking surface.

45. A schematic plan of the security camera system must be submitted and approved by the El Segundo Police Department before the City issues a building permit, and must be included as a page in the stamped approved set of plans.

46. Lighting devices must be enclosed and protected by weather and vandal resistant covers.

47. Stairways must be illuminated with a minimum maintained one foot-candle of light on all landings and stair treads at all times.

48. Recessed areas of building or fences, which have a minimum depth of two feet, a minimum height of five feet, and do not exceed six feet in width and are capable of human concealment, must be illuminated with a minimum maintained 0.25 foot-candles of light at ground level during the hours of darkness. This requirement applies to defined recessed areas which are within six feet of the edge of a designated walking surface with an unobstructed pathway to it, not hindered by walls or hedge row landscaping a minimum of two feet in height.

49. All types of exterior doors must be illuminated during the hours of darkness, with a minimum maintained one foot-candle of light measured within a five-foot radius on each side of the door at ground level. The light source must be controlled by a photocell device or a time-clock with an astronomic clock feature and capable of operating during a power outage.

50. The addressing, open parking lot and trash dumpster must be illuminated with a maintained minimum of one foot-candle of light on the ground surface during hours of darkness.

51. Street addressing must be a minimum of 6 inches high and must be visible from the street or driving surface, of contrasting color to the background and illuminated during hours of darkness. Addressing must also be shown on plan elevations.

52. All landscaping must be low profile around perimeter fencing, windows, doors and entryways so as not to limit visibility or provide
climbing access. Dense bushes cannot be clumped together in a manner that provides easy concealment.

53. Stairwell doors exiting onto the street must have a minimum 100-square inch vision panel, with a minimum five inch width, to provide visibility into the area being entered. Vision panels must meet the requirements of the California Building Code, as adopted by the ESMC. Vision panels must preclude manipulation of the interior locking device from the exterior.

54. Interior stairwell doors must have glazing panels a minimum of five inches wide and 20 inches in height and meet the requirements of the California Building Code, as adopted by the ESMC. Guest rooms must have a deadbolt lock, a secondary security latch and a wide angle (190-200 degree) door viewer, not to be mounted more than 58 inches from the bottom of the door.

55. Exterior mounted ladders are prohibited except: (1) ladders with a minimum 1/8 inch thick steel plate, securely attached to the ladders edge on each side, and extending to within two inches of the wall for a height of ten feet above ground level. A door and cover must be securely attached to the front of the ladder, and be constructed of minimum 1/8-inch steel, extending from ground level to at least ten feet high. The ladder must have non-removable hinge pins and be locked securely against the side wall by a locking mechanism with a minimum five pin tumbler operation; or (2) the bottom of the ladder must begin ten feet above the ground surface.

56. All pool entrances must be posted with “No Trespassing” signs.

57. Any pool restroom and shower doors must have access control as reviewed and approved by the El Segundo Police Department.

58. Exterior gates leading to the pool must be secured by electronic access control.

59. When a specific project option is selected, the ESPD may require the applicant to comply with more specific requirements as they pertain to: doors/hardware, windows, mailboxes, lighting, landscaping, addressing, stairwells, trash dumpsters, parking, other possible requirements they may pertain to a specific assisted living facility layout (access controls).
Construction Conditions

60. Before any construction occurs the perimeter of the property must be fenced with a minimum 6-foot high fence. The fence must be covered with a material approved by the Planning and Building Safety Department to prevent dust from leaving the site.

61. Public sidewalks must remain open at all times.

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

63. NOx emissions during construction must be reduced by limiting the operation of heavy-duty construction equipment to no more than 5 pieces of equipment at any one time.

64. Staging of construction vehicles and vehicle entry and egress to the site must be approved by the Public Works Department. Temporary construction driveways must be approved by the Public Works Department. Temporary construction driveways must be removed before the City issues a certificate of occupancy.

65. Construction vehicles cannot use any route except the City's designated Truck Routes.

66. The applicant must develop and implement a construction management plan, as approved by the Public Works Department, which includes the following measures recommended by the SCAQMD:

- Configure construction parking to minimize traffic interference.
- Provide temporary traffic controls during all phases of construction activities to maintain traffic flow (e.g., flag person).
- Re-route construction trucks away from congested streets.
- Maintain equipment and vehicles engines in good condition and in proper tune as per manufacturer's specifications and per SCAQMD rules, to minimize dust emissions.
- Suspend use of all construction equipment during second stage smog alerts. Contact SCAQMD at (800) 242-4022 for daily forecasts.
- Use electricity from temporary power poles rather than temporary diesel or gasoline-powered generators.
• Diesel-powered equipment such as booster pumps or generators should be replaced by electric equipment, if feasible.
• Catalytic converters must be installed, if feasible.
• Equipment must be equipped with two-to-four-degree engine time retard or pre-combustion chamber engines.
• Use methanol or natural gas powered mobile equipment and pile drivers instead of diesel if readily available at competitive prices.
• Use propane or butane powered on-site mobile equipment instead of gasoline if readily available at competitive prices.

67. During construction and operations, all waste must be disposed in accordance with all applicable laws and regulations. Toxic wastes must be discarded at a licensed, regulated disposal site by a licensed waste hauler.

68. All leaks, drips and spills occurring during construction must be cleaned up promptly and in compliance with all applicable laws and regulations to prevent contaminated soil on paved surfaces that can be washed away into the storm drains.

69. If materials spills occur, they must be cleaned up in a way that will not affect the storm drain system.

70. The project must comply with ESMC Chapter 5-4, which establishes storm water and urban pollution controls.

71. Before anticipated rainfall, construction dumpsters must be covered with tarps or plastic sheeting.

72. Inspections of the project site before and after storm events must be conducted to determine whether Best Management Practices have been implemented to reduce pollutant loadings identified in the Storm Water Prevention Plan.

73. The owner or contractor must conduct daily street sweeping and truck wheel cleaning to prevent dirt in the storm drain system.

74. Storm drain system must be safeguarded at all times during construction.

75. All diesel equipment must be operated with closed engine doors and must be equipped with factory-recommended mufflers.
76. Electrical power must be used to run air compressors and similar power tools.

77. The applicant must provide a telephone number for local residents to call to submit complaints associated with the construction noise. The number must be posted on the project site and must be easily viewed from adjacent public areas.

78. During construction, the contractor must store and maintain equipment as far as possible from adjacent residential property locations northwest of the site.

79. As stated in ESMC Chapter 7-2, construction related noise is restricted to the hours of 7:00 a.m. to 6:00 p.m. Monday through Saturday, and prohibited at anytime on Sunday or a Federal holiday.

Impact Fee Conditions

80. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time library services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

81. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time fire services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

82. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time police services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.

83. Pursuant to ESMC §§ 15-27A-1, et seq., and before building permits are issued, the applicant must pay a one-time park services mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4687. The fee amount must be based upon the adopted fee at the time the building permit is issued.
84. Before building permits are issued, the applicant must pay the required sewer connection fees (as specified in ESMC Title 12-3).

85. Pursuant to ESMC §§ 15-27A-1, et seq., and before the City issues a certificate of occupancy, the applicant must pay a one time traffic mitigation fee in accordance with Section 5.4 of the Development Agreement and Resolution No. 4443.

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

Miscellaneous

87. The vesting tentative maps (VTM No. 71410 and VTM No. 71582) will expire pursuant to Government Code § 66452.6 and ESMC § 14-1-12. Only one VTM may be recorded.

88. The El Segundo Unified School District, agrees to indemnify and hold the City harmless from and against any claim, action, damages, costs (including, without limitation, attorney’s fees), injuries, or liability, arising from the City’s approval of Environmental Assessment No. 890, General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01. Should the City be named in any suit, or should any claim be brought against it by suit or otherwise, whether the same be groundless or not, arising out of the City approval of Environmental Assessment No. 890, the El Segundo Unified School District, agrees to defend the City (at the City’s request and with counsel satisfactory to the City) and will indemnify the City for any judgment rendered against it or any sums paid out in settlement or otherwise. For purposes of this section “the City” includes the City of El Segundo’s elected officials, appointed officials, officers, and employees.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District
EXHIBIT 3

RESOLUTION NO. ____

A RESOLUTION CERTIFYING AN ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 890; ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPTING GENERAL PLAN AMENDMENT NO. 10-03 FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District for an Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map No. 71410 for seven lots, or No. 71582 for 31 lots to re-designate and rezone an approximate 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of a either a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development (Option 2) (collectively, the “Project”);

B. The applications were reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

C. 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);

D. 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 Environmental Impact Report (“DEIR”) was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with
I. On March 6, 2012, the City Council held a duly advertised public hearing in the Council Chamber of the El Segundo City Hall, 350 Main Street to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the City Council by City Staff and public testimony and continued the public hearing to March 20, 2012;

J. On March 20, 2012, the City Council held a continued public hearing; and

K. The City Council considered the information provided by, without limitation, City Staff and public testimony. This Resolution, and its findings, are made based upon the evidence presented at the Planning Commission at its January 26, 2012 hearing; and at the City Council hearings on March 6, 2012 and March 20, 2012 including, without limitation, the staff reports submitted by the Planning and Building Safety Department.

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

A. The subject property is located at 540 East Imperial Avenue in the northwest portion of the City of El Segundo;

B. The property is comprised of six lots and the total site area is on the block bounded by East Imperial Avenue to the north; Walnut Avenue to the south, Sheldon Street to the west, and McCarthy Court to the east;

C. The surrounding land uses are primarily single-family and multi-family residential uses in the Single-Family Residential (R-1) and Multi-Family Residential (R-3) Zones to the east, west and south, with a mortuary located on one parcel in the Neighborhood Commercial (C-2) Zone located at the northeast corner of East Imperial Avenue and Sheldon Street, west of the site. Land uses north of the site include a community dog park within the corporate boundary of the City of El Segundo and LAX across Imperial Avenue in the City of Los Angeles;

D. The proposed project for the property at 540 East Imperial Avenue consists of two possible development options. Option 1 is a 304-unit senior housing community with a multi-family component. Option 2 consists of a 58-unit mixed residential development;

E. The subject site is irregular in shape with 455 feet of street frontage on East Imperial Avenue and a total lot area of 5.65 acres;
SECTION 11: This Resolution becomes effective immediately upon adoption and constitutes the City Council's final decision. Note that persons dissatisfied with this decision may appeal it to a court of competent jurisdiction pursuant to Code of Civil Procedure §1094.6.

PASSED, APPROVED AND ADOPTED this 20th day of March, 2012.

______________________________
Eric Busch, 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, approved and adopted by said City Council at a regular meeting held on the 20th day of March, 2012, approved and signed by the Mayor, and attested to by the City Clerk, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

______________________________
Cindy Mortesen, City Clerk

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

______________________________
Kari H. Berger, Assistant City Attorney
El Segundo General Plan Land Use Element Excerpt - Page 3-6

Residential Designations

Strike the following text on page 3-6:

**Planned Residential Development**
Permits a mixture of residential uses on the former Imperial School Site with a maximum of 29 single-family detached dwelling units and 36 multi-family dwelling units. This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City.

And add the following text in a separate paragraph immediately below Multi-Family Residential on page 3-6:

"**540 East Imperial Avenue Specific Plan:** Permits a mix of residential uses with two possible development options. Option 1 would allow up to a maximum of 304 units in a Senior Housing Community with a Multi-Family Residential (R-3) component, or Option 2 would allow up to a maximum of 58 units in a Mixed Residential Development (single-family and multi-family units). This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City."
Excerpt from Page 3-9 of the El Segundo General Plan Land Use Element

Proposed Land Use Plan

The following text on page 3-9 should be revised as shown below

“Northwest Quadrant
The northwest quadrant of the City has the most varied mix of uses within the City. All of the City’s residential units, the Downtown area, the Civic Center, and the older industrial area of Smoky Hollow, are located in this quadrant. The 1992 Plan retains the three residential designations found on the old Plan: single-family, two-family, and multi-family, plus a new designation of Planned Residential Development 540 East Imperial Avenue Specific Plan.1 The Plan shows 357.2 acres of single-family, 57.4 acres of two-family, 119.3 acres of multi-family and 5.7 5.65 acres of planned residential development 540 East Imperial Avenue Specific Plan. This includes the re-designation of Imperial Avenue School, which is no longer used for educational purposes, from Public Facility to Planned Residential Development Planned Residential Development to 540 East Imperial Avenue Specific Plan. The total number of dwelling units projected by the Plan is 7674 8,089.2 One of the major goals of the 1992 Plan is to preserve the residential neighborhoods.”

All other text in this section will remain unchanged.

---

1 The 540 East Imperial Avenue Specific Plan designation was added via General Plan Amendment 10-03.
2 The new total of 8,089 represents the maximum number of units developed under Option 1 of the 540 East Imperial Avenue Specific Plan. This number will be lower (7,843 units) if Option 2 is developed with a maximum of 58 units.
### 1992 General Plan
**Summary of Existing Trends Buildout**

<table>
<thead>
<tr>
<th>Land Use Category</th>
<th>Acres</th>
<th>Dwelling Units</th>
<th>Square Footage</th>
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<tbody>
<tr>
<td>Single-Family Residential</td>
<td>357.2</td>
<td>2,858</td>
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<tr>
<td>Two-Family Residential</td>
<td>57.4</td>
<td>934</td>
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<tr>
<td><strong>Planned Residential</strong></td>
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</tr>
<tr>
<td><strong>540 East Imperial Avenue Specific Plan</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>540 East Imperial Avenue Specific Plan</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Multi-Family Residential</td>
<td>119.7</td>
<td>3,389</td>
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<tr>
<td>Neighborhood Commercial</td>
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<td>85¹</td>
<td>89,110</td>
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<tr>
<td>Downtown Commercial</td>
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<td>18¹</td>
<td>383,328</td>
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<td>General Commercial</td>
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<tr>
<td>Corporate Office</td>
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<tr>
<td>Commercial Center</td>
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<td>850,000</td>
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<tr>
<td>Smoky Hollow</td>
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<td>Urban Mixed-Use North</td>
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<td>Urban Mixed-Use South</td>
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<td>124th Street Specific Plan</td>
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<td>Aviation Specific Plan</td>
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<td>Downtown Specific Plan</td>
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<td>Corporate Campus Specific Plan</td>
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<td>Population Projection</td>
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</table>

¹ Existing construction and recently constructed, renovated commercial centers and legal non-conforming residential uses at densities that are currently higher than allowed by the land use designations in this plan will not realistically be converted to mixed commercial/residential uses and these buildings are expected to remain for the life of the Plan.

² The heavy industrial shown on this plan includes the Chevron Refinery and former Southern California Edison Generation Station. These facilities have processing equipment and tanks rather than buildings and are expected to remain for the life of the Plan. Therefore, no estimated building square footage is shown.

³ This number represents the maximum number of dwelling units that can be developed in Option 1 of the 540 East Imperial Avenue Specific Plan. If Option 1 is not built, the maximum number of units that can be developed in Option 2 of the 540 East Imperial Avenue Specific Plan is 58 residential dwelling units.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo’s approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 304 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit “B” to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 10% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior
household category; and 38% of the 10% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District., certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District

P:\Planning & Building Safety\Planning - Old\PROJECTS (Planning)\876-900\EA-890\City Council Mar2012\EA-890.CC.conditions of approval.03.20.12 TenPercentSetAsideOption1 (304 units).doc
EXHIBIT 4

ORDINANCE NO. ___

AN ORDINANCE APPROVING ZONE CHANGE NO. 10-01; ZONE TEXT AMENDMENT NO. 10-06; SPECIFIC PLAN NO. 10-03; AND DEVELOPMENT AGREEMENT NO. 10-02; ADDING ESMC § 15-3-2(A)(7) AND AMENDING ESMC §§ 15-3-1 AND 15-3-2(A); APPROVING SUBDIVISION NO. 10-01 (VESTING TENTATIVE MAP NOS. 71410 AND NO. 71582) FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT AT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District, for an Environmental Assessment (EA No. 890); General Plan Amendment No. 10-03; Zone Change No. 10-01; Zone Text Amendment No. 10-06; Specific Plan No. 10-03; Development Agreement No. 10-02; and Subdivision No. 10-01 for Vesting Tentative Map (VTM) Nos. 71410 (7 lots) and 71582 (31 lots) to re-designate and rezone a 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (FRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of one of two possible options (a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development of single-family and multiple-family uses (Option 2) (collectively, the "Project");

B. The Project application was reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code ("ESMC");

C. 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);

D. 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 Environmental Impact Report ("DEIR") was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines § 15087;

E. An Environmental Impact Report (EIR) was prepared pursuant to CEQA Guidelines § 15161;

F. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 26, 2012. Following the January 26th public hearing, the Planning Commission adopted Resolution No. 2714 recommending that the City Council approve the Project including, without limitation, adopting this Ordinance;

The 540 East Imperial Avenue Specific Plan was considered by the Airport Land Use Commission ("ALUC") at its hearing on February 22, 2012. ALUC adopted a Resolution finding the 540 East Imperial Avenue Specific Plan consistent with the Airport Land Use Plan. ALUC expressed its preference that the applicant utilize Option 1 for developing the Project site and also requested that the City provide notice to successor landowners regarding the Project site's proximity to the airport; the air easement affecting the property; and that these factors may affect any successor's property interests.

G. On March 6, 2012 the City Council held a public hearing and considered the information provided by City staff, public testimony and representatives of Mar Ventures, Inc. and the El Segundo Unified School District and continued the public hearing to March 20, 2012;

H. On March 20, 2012 the City Council held a continued public hearing;

I. On March 20, 2012 City Council introduced Ordinance No. ____ approving Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) for the 540 East Imperial Avenue Specific Plan;

J. This Ordinance and its findings are made based upon testimony and evidence presented to the Council at its March 6, 2012 and March 20, 2012 hearings including, without limitation, the staff report submitted by the Department of Planning and Building Safety.
SECTION 2: Environmental Assessment. Resolution No. ____ adopted a Final Environmental Impact Report (FEIR) and a Statement of Overriding Considerations (SOC) for this Project which, among other things, properly assesses the environmental impact of this Ordinance, and the Project, in accordance with CEQA. This Ordinance incorporates by reference the environmental findings and analysis set forth in Resolution No. ____.

SECTION 3: Factual Findings and Conclusions. The City Council finds and declares that the factual findings and conclusions set forth in Resolution No. ____, adopted on March 20, 2012, are incorporated as if fully set forth.

SECTION 4: Zone Change Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Change is necessary to carry out the proposed project because the proposed General Plan Amendment would change the land use classification of the project site from Planned Residential Development (PRD) to 540 East Imperial Avenue Specific Plan (EIASP). The proposed Zone Change is necessary to maintain consistency with the proposed General Plan land use designation of 540 East Imperial Avenue Specific Plan.

B. ESMC Title 15 is intended to be the primary tool for implementing the goals, objectives and policies of the El Segundo General Plan. The zone change will maintain consistency with the proposed change in General Plan land use designation to 540 East Imperial Avenue Specific Plan and is also consistent with the General Plan goals, objectives and policies set forth in Section 4 of Resolution No. ____. Those findings of consistency are incorporated by reference as if fully set forth below.

SECTION 5: Zone Text Amendment Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Text Amendment is necessary to implement the Project and establish the proposed 540 East Imperial Avenue Specific Plan (EIASP) Zone. An amendment to ESMC § 15-3-1 to delete the Planned Residential (PRD) Zone and to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification within the City is necessary for consistency with the General Plan. An amendment to ESMC § 15-3-2(A)(7) to create the 540 East
Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to delete ESMC § 15-4D-1 to delete the Planned Residential Development (PRD) Zone development standards in its entirety is necessary for consistency with the General Plan.

SECTION 6: Specific Plan Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed creation of the 540 East Imperial Avenue Specific Plan (EIASP), which would allow an assisted living/senior housing development on the project site, is necessary to carry out the proposed project. Without amending the ESMC, the current zoning would not permit a senior housing use with a 0.75 Floor Area Ratio (FAR). An amendment to ESMC § 15-3-2(A) to create the 540 East Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to ESMC § 15-3-1 to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification with the City is necessary for consistency with the General Plan. The General Plan Land Use Designation of the project site is 540 East Imperial Avenue Specific Plan (EIASP). This designation is intended for senior housing consisting of apartments or condominiums, senior housing consisting of assisted and/or independent living units, single-family and/or multi-family housing units consisting of market rate apartments or condominiums. As conditioned, the proposed project Option 1 or Option 2 would be compatible with the General Plan.

SECTION 7: Development Agreement Findings. 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 (ten-year entitlement with a five year option):

1. Development of a property that is currently vacant and underutilized.

2. Increase in employment opportunities for the City’s residents.

3. Increasing housing, in particular much needed senior housing for area residents.
4. Providing an option for an assisted living facility to meet community need.

5. Development of a project that is consistent with the Elements of the General Plan.


7. Developing a property that includes affordable housing for the community with a 10 percent housing set aside for low, very low, and extremely low income qualified senior households for Option 1 and a 10 percent set aside for Option 2.

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. The proposed project includes a new land use designation and zoning classification, which establishes the permitted uses and development standards that would apply to the project. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project will not adversely affect the orderly development of property or the preservation of property values. This project is surrounded by previously developed neighborhoods and will help improve the value of the neighboring properties. The proposed 540 East Imperial Avenue Specific Plan 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.

SECTION 8: Subdivision Findings.

A. The proposed map is consistent with applicable general and specific plans as specified in Government Code § 65451. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, the Project meets the goals and objectives of the General Plan and it is consistent with the 540 East Imperial Avenue Specific Plan. Vesting Tentative Map (VTM) No.71410 for project Option 1 proposes seven new lots and VTM No. 71582 for project Option 2 proposes 31 new lots. The proposed lots vary in size and meet the minimum lot sizes stated in the 540 East Imperial Avenue Specific Plan.

B. The design of the proposed subdivision is consistent with applicable general and specific plans. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, this project
meets the goals and objectives of the General Plan.

C. The site is physically suitable for the proposed type of development in that, after the proposed grading, the areas outside the required setbacks on each individual lot will be relatively flat. The proposed lots meet the size and dimension requirements to allow the subdivision of the existing parcel. The previous land use and zoning designation for the property was Planned Residential Development. The new 540 East Imperial Avenue Specific Plan continues the residential use at a mix that is more in line with the surrounding single-family and multi-family residential uses.

D. The site is physically suitable for the proposed density of development. The proposed project involves a subdivision of a 5.65 acre parcel into either a 7 lot subdivision (Option 1), or a 31 lot subdivision (Option 2). The proposed maximum density (53 DU/acre) is consistent with the 540 East Imperial Avenue Specific Plan. Each new lot will meet or exceed the minimum size and dimension requirements.

E. The design of the subdivision or the proposed improvements is unlikely to cause substantial damage or substantially and avoidably injure fish or wildlife or their habitat. The proposed project site is a former elementary school located in an urbanized area surrounded by existing single-family and multi-family residences. There are no fish or wildlife habitats on the site that could be damaged by the proposed subdivision or new development.

F. The design of the subdivision will not conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision. The proposed subdivision is not anticipated to conflict with any known easements located at, or near the property. No easements have been identified on the subject site.

SECTION 9: ESMC § 15-3-2(A) is amended to add subsection 7 to read as follows:

"7. 540 East Imperial Avenue Specific Plan

There is one zone intended to be used within the boundaries of the 540 East Imperial Avenue Specific Plan. The zone is:

EIASP -East Imperial Avenue Specific Plan"

SECTION 10: ESMC § 15-3-1 is amended to delete "PRD planned residential development zone."
SECTION 11: ESMC Chapter 15-4D is deleted in its entirety.

SECTION 12: The current Zoning Map is amended by changing the Project site from Planned Residential Development to “540 East Imperial Avenue Specific Plan.” The corresponding changes to the Zoning Map are set forth in attached Exhibit “A,” which is incorporated into this Ordinance by reference.

SECTION 13: The “540 East Imperial Avenue Specific Plan” is adopted as set forth in attached Exhibit ‘B,” which is incorporated into this Ordinance by reference.

SECTION 14: The Development Agreement by and between the City of El Segundo and the El Segundo Unified School District, as set forth in attached Exhibit “C,” and incorporated into this Ordinance by reference, is approved. The Mayor is authorized to execute the Development Agreement in a form approved by the City Attorney.

SECTION 15: Additional Approvals. To the extent they are not otherwise adopted or approved by this Ordinance, and subject to the conditions listed on attached Exhibit “D,” which are incorporated into this Ordinance by reference, the City Council approves Zone Change No. 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, Development Agreement No. 10-02, and Subdivision No. 10-01.

SECTION 16: Reliance on Record. Each and every one of the findings and determinations in this Ordinance are based on the competent and substantial evidence, both oral and written, contained in the entire record relating to the project. The findings and determinations constitute the independent findings and determinations of the City Council in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 17: Limitations. The City Council’s analysis and evaluation of the Project is based on the best information currently available. It is inevitable that in evaluating a project that absolute and perfect knowledge of all possible aspects of the project will not exist. One of the major limitations on analysis of the project is the City Council’s knowledge of future events. In all instances, best efforts have been made to form accurate assumptions. Somewhat related to this are the limitations on the City’s ability to solve what are in effect regional, state, and national problems and issues. The City must work within the political framework within which it exists and with the limitations inherent in that framework.

SECTION 18: 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 19: Effectiveness of ESMC. Repeal or amendment of any provision of the ESMC will not affect any penalty, forfeiture, or liability incurred before or preclude prosecution and imposition of penalties for any violation occurring before this Ordinance's effective date. Any such repealed part will remain in full force and effect for sustaining action or prosecuting violations occurring before the effective date of this Ordinance.

SECTION 20: Memorization: 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 21: Severability. If any part of this Ordinance or its application is deemed invalid by a court of competent jurisdiction, the city council intends that such invalidity will not affect the effectiveness of the remaining provisions or applications and, to this end, the provisions of this Ordinance are severable.
SECTION 22: Effective Date. This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this _____ day of April 2012.

__________________________________________
Eric Bush, 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 ___ day of March 2012, and was duly passed and adopted by said City Council, approved and signed by the Mayor, and attested to by the City Clerk, all at a regular meeting of said Council held on the ____ day of April 2012, 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

By: ________________________________
Karl H. Berger, Assistant City Attorney
540 EAST IMPERIAL AVENUE SPECIFIC PLAN

SPECIFIC PLAN NO. 10-03
EL SEGUNDO, CALIFORNIA

APPLICANT
EL SEGUNDO UNIFIED SCHOOL DISTRICT

PREPARED BY

LISA KRANITZ, ESQ, WALLIN, KRESS, REISMAN & KRANITZ, LLP
KIMBERLY CHRISTENSEN, AICP, PLANNING MANAGER, CITY OF EL SEGUNDO
TRACY NELSON, SENIOR CONTRACT PLANNER, CITY OF EL SEGUNDO

MARCH 2012
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540 EAST IMPERIAL AVENUE SPECIFIC PLAN

1.0 SUMMARY

This Specific Plan was prepared to provide guidance and to allow flexibility when developing a 5.65 acre parcel located on a former El Segundo School District Site at 540 East Imperial Avenue (the “Project Site”) consistent with the adjoining uses.

Under this Specific Plan, the Project Site can be developed with one of the following conceptual project options a Senior Housing Community with a Multi-Family Residential (R-3) component, or a Mixed Residential Development, as further defined in Section 1.7 “PROJECT DESCRIPTION.”

Detailed text and exhibits which more fully describe the conceptual options and improvements envisioned for construction are included in this Specific Plan. The Specific Plan will guide the build-out of the Project Site in a manner that is consistent with City and State policies and standards and ensures that the Project is developed in a coordinated manner.

1.1 PURPOSE AND AUTHORITY OF SPECIFIC PLAN

The purpose of this Specific Plan is to provide a foundation for the proposed land uses on the subject property through the application of regulations, standards and design guidelines. The 540 East Imperial Avenue Specific Plan provides text and exhibits which describe the proposed land uses and associated guidelines.

This Specific Plan has been adopted in accordance with the provisions of Government Code §§ 65450 through 65457 which grant local governments authority to prepare Specific Plans of development for any area regulated by a General Plan. These sections also identify the required contents of a Specific Plan and mandate consistency with the General Plan.

According to Government Code § 65450, a Specific Plan must include text and a diagram or diagrams which specify all of the following in detail:

- The distribution, location, and extent of the uses of land, including open space within the area covered by the plan.

- The proposed distribution, location, extent, and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy and other essential facilities proposed to be located within the land area covered by the plan and needed to support the land uses described in the plan.

- Standards and criteria by which development will proceed, and standards for the conservation, development, and utilization of natural resources, where applicable.

- A program of implementation measures including regulations, programs, public works projects and financing measures necessary to carry out the above items.

- A discussion of the relationship of the Specific Plan to the General Plan.
4.2 **Development Standards**

Except as otherwise provided, this Specific Plan must be administered pursuant to the ESMC. The development standards set forth herein for both development options are intended to provide flexibility in the development while providing consistency with adjacent uses.

Where this Specific Plan does not specifically regulate, development must comply with the ESMC.

**Affordability**

The City of El Segundo 2009 Housing Element identified a need for affordable housing to provide for a growing senior population. As envisioned in the element, based on that need Option 1 would set aside ten (10) percent of the total units as affordable units for extremely low, very low and low income senior households. The set aside is characteristic of the 55 and older senior population in the City of El Segundo which (based on the 2000 Census) represents 15.7 percent (2,519) of the total 16,033 population. Based on the Regional Housing Needs Assessment (RHNA), El Segundo is required to provide 168 additional housing units during the current housing cycle (2006-2014). The allocation of the 168 units is broken down into five categories as follows: 22 extremely low income households, 22 very low income households, 27 low income households, 28 moderate income households, and 69 above moderate income households. The City has a total of 43 units that can be credited toward the above moderate income requirements for the current 2006-2014 planning period. Option 2 would also set aside ten (10) percent of the total units as affordable units, but without any age restrictions.

The units in this project will be used to meet a portion of the need in the extremely low, very low, and low income household category which represent a proportional total of 31 percent, 31 percent, and 38 percent respectively, of the total RHNA allocation for the lower income categories. These same percentages were applied to the unit totals for this project. Accordingly, if 304 units are built under Option 1, a total of 31 units would be required as follows: 9 units (31% of the total 10%) for the extremely low income senior household category; 10 units (31% of the total 10%) for the very low income senior household category; and 12 units (38% of the total 10%) for the low income senior household category. The units must be split equally between the assisted living and townhome/apartment units in the case of even numbers; in the case of odd numbers the extra units, the extra unit must be placed on the senior condominium/apartment portion of the development. If all 58 units are built under Option 2, a total of 6 units comprised of 2 units in each income category would be required (extremely low – 31% of the total 10%; very low – 31% of the total 10%; and low – 38% of the total 10%). Developer must still provide 10% set aside for the total number of units constructed for either Option 1 or Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low, and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project.

The developer must submit an income and verification monitoring plan to the Director of Planning and Building Safety before building permits are issued.
4. **Setbacks**

Setbacks for single-family residential dwelling units, in accordance with ESMC Chapter 15-4A for multi-family residential dwelling units, in accordance with ESMC Chapter 15-4B.

5. **Lot Frontage**

Each lot developed with multi-family residential dwellings must have a minimum frontage on a street of 50 feet.

Each lot developed with single-family residential dwellings must have a minimum frontage on a street of 50 feet.

6. **Building Area/Floor Area Ratio (FAR)**

The maximum net floor area permitted for single-family residential buildings and multi-family residential building must comply with ESMC Chapters 15-4A and 15-4C, respectively.

7. **Off-Street Parking and Loading Spaces**

Off-street parking and loading spaces must be provided in accordance with ESMC Chapter 15-15.

**D. Timing**

Building permits cannot be issued for Option 2 until September 1, 2013.

**GENERAL DEVELOPMENT STANDARDS FOR EITHER DEVELOPMENT OPTION**

**A. Landscaping**

Landscaping must be provided as required by the existing provisions of ESMC Chapters 10-2 and 15-2.

**B. Walls and Fences**

All walls and fences must comply with ESMC § 15-2-4, Decorative masonry, open work wrought iron and similar materials are permitted. The use of chain link and razor wire is prohibited.

**C. Access**

All development projects must provide adequate access for emergency vehicles. In addition, all development projects must provide pedestrian access between buildings and transit facilities located on site and/or off site, if within adjoining public rights-of-way.
CITY COUNCIL ORDINANCE EXHIBIT C

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:
CITY CLERK
CITY OF EL SEGUNDO
350 Main Street
El Segundo, California 90245

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

DEVELOPMENT AGREEMENT
BY AND BETWEEN
THE CITY OF EL SEGUNDO
AND EL SEGUNDO UNIFIED SCHOOL DISTRICT

(540 E. IMPERIAL AVENUE SITE)

THIS AGREEMENT SHALL BE RECORDED WITHIN TEN DAYS OF EXECUTION BY
ALL PARTIES HERETO PURSUANT TO THE REQUIREMENTS OF GOVERNMENT
CODE §65868.5
4.6.4 Site Plan Review Approval. The Site Plan Review which must be submitted pursuant to the Specific Plan is not considered a Minor Modification to the Project or modification to the Project Approvals, provided it substantially conforms to the approved conceptual plans, and shall be processed in accordance with the provisions set forth in the Specific Plan.

4.7 Plan Review. The Director will review plans for each building on the Property for which a Site Plan is approved, as well as plans for signage, trash enclosures and screening and landscaping. After such review, the Director may issue a building permit, provided, however, that, notwithstanding anything to the contrary contained in the Applicable Rules, the sole purpose of such review is to verify consistency with the Development Standards, Applicable Rules and Project Approvals. The Director must approve all features which are consistent with the Development Standards, Applicable Rules, Project Approvals, and Future Approvals and does not have authority to disapprove or conditionally approve any features or matters which are consistent with or otherwise which have been specifically approved by this Agreement.

4.8 Fees, Exactions, Mitigation Measures, Conditions, Reservations and Dedications. All fees, exactions, mitigation measures, conditions, reservations and dedications of land for public purposes that are applicable to the Project or the Property are set forth in the Project Approvals, the Applicable Rules and this Agreement. Except as otherwise provided in this Agreement, and specifically excluding fees set by entities not controlled by City that are collected by City, City can only charge and impose those fees and exactions, including, without limitation, dedications and any other fee or tax (including excise, construction or any other tax) relating to development or the privilege of developing, which are in effect on a City-wide basis as of the Effective Date. This Section cannot be construed to limit the authority of City to charge normal and customary application, processing, and permit fees for land use approvals, building permits and other similar permits, for Future Approvals, which fees are designed to reimburse City's actual expenses attributable to such application, processing and permitting and are in force and effect on a City-wide basis at such time as applications for such approvals are filed with City. Developer shall not be required to pay any City development impact fees for any of the affordable units.

4.9 Use of Easements. Notwithstanding the provisions of the Applicable Rules, easements dedicated for vehicular and pedestrian use are permitted to include easements for underground drainage, water, sewer, gas, electricity, telephone, cable, environmental remediation and other utilities and facilities so long as they do not unreasonably interfere with pedestrian and/or vehicular use.

4.10 Timing of Development. In Pardee Construction Co. v. City of Camarillo (Pardee), 37 Cal.3d 465 (1984), the California Supreme Court held that the failure of the parties therein to provide for the timing or rate of development resulted in a later-adopted initiative restricting the rate of development to prevail against the parties' agreement. City and Developer intend to avoid the result in Pardee by acknowledging and providing that Developer has the right, without obligation, to develop the Property in such order and at such rate and times as Developer deems appropriate within the exercise of its subjective business judgment subject to the term of this Agreement. However, should Developer choose to develop under Option 2 of the Specific Plan, building permits may not be obtained until September 1, 2013.
5.2 **Development Fees.** Subject to the provisions of Section 4.8 above, Developer must pay the development fee amounts identified in attached Exhibit “C,” which is incorporated by reference.

5.3 **Affordable Housing.** Developer must provide for a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified, senior households for Option 1, and a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified households for Option 2 as represented in Exhibit D. Nothing herein requires Developer to build the exact amount of housing, including affordable housing, set forth in Exhibit D. Developer must provide 15% set aside for the total number of units constructed for Option 1 and 10% set aside for the total number of units constructed Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage.

5.3.1 Affordable housing units that are required based on the single-family dwelling component of Option 2 may be satisfied by developing the requisite number of units in other components of the Project.

5.4 **Processing Fees.** Subject to the provisions of Section 4.8 above, on the Effective Date of this Agreement, Developer must pay all reasonable and outstanding City processing, legal and environmental processing costs related to the Project and the preparation of this Agreement, if any.

5.5 **Maintenance Obligations.** Developer must maintain all portions of the Property in its possession or control, and any improvements thereon, in a clean, neat and orderly manner. Developer’s maintenance obligations survive any termination or expiration of this Agreement.

5.6 **Term of Map(s) and Other Project Approvals.** Pursuant to Government Code §§ 66452.6(a) and 65863.9, the term of any subdivision or parcel map that has been or in the future may be processed on all or any portion of the Property and the term of each of the Project Approvals will be extended for a period of time through the scheduled termination date of this Agreement as set forth in Section 4.13 above.

5.7 **Sales and Use Tax.**

5.7.1 In the event the contract price for any work on the Project is valued at five million dollars ($5,000,000) or more, Developer agrees to report, on a State Board of Equalization Tax Return, any purchases of tangible personal property made in connection with the finishing of and/or installation of materials, or fixtures for the Project, when such purchases were made without sales or use tax due. Developer must indicate the City as a registered job site location on the State Board of Equalization Tax Return. In such event, Developer must also obtain a permit or a sub-permit from the State Board of Equalization indicating the City as the
EXHIBIT D

540 EAST IMPERIAL AVENUE SPECIFIC PLAN

HOUSING SET ASIDE – 10%

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<th>OPTION 2 (58 Total Units) 6 units total</th>
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<td>Mixed Residential Units Required</td>
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<tr>
<td>1. Extremely Low 4</td>
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<td>2. Very Low 5</td>
<td>2. Very Low 2</td>
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<tr>
<td>3. Low 6</td>
<td>3. Low 2</td>
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<tr>
<td>Total 15% Set Aside 15 Units</td>
<td>Total 10% Set Aside 6 Units</td>
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<th>Senior Condominiums/ Apartments Units Required</th>
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<td>1. Extremely Low 5</td>
</tr>
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<td>2. Very Low 5</td>
</tr>
<tr>
<td>3. Low 6</td>
</tr>
<tr>
<td>Total 15% Set Aside 16 Units</td>
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The unit totals shown by income category in this table represent the proportional percentage of the City's total Regional Housing Needs Assessment (RHNA) allocation for the lower income categories shown. In this case, the RHNA allocation for the combined lower income categories is 71 total units. The Extremely Low income category represents 31 percent of the total allocation; the Very Low income category represents 31 percent of the total allocation and the Low Income category represents 38 percent of the total RHNA allocation. These same percentages were applied to the unit totals for this project.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo's approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 304 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit "B" to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 10% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior
household category; and 38% of the 10% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District., certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District
EXHIBIT 5

RESOLUTION NO. _____

A RESOLUTION CERTIFYING AN ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 890; ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPTING GENERAL PLAN AMENDMENT NO. 10-03 FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District for an Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map No. 71410 for seven lots, or No. 71582 for 31 lots to re-designate and rezone an approximate 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of a either a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development (Option 2) (collectively, the “Project”);

B. The applications were reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

C. 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);

D. 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 Environmental Impact Report (“DEIR”) was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with
I. On March 6, 2012, the City Council held a duly advertised public hearing in the Council Chamber of the El Segundo City Hall, 350 Main Street to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the City Council by City Staff and public testimony and continued the public hearing to March 20, 2012;

J. On March 20, 2012, the City Council held a continued public hearing; and

K. The City Council considered the information provided by, without limitation, City Staff and public testimony. This Resolution, and its findings, are made based upon the evidence presented at the Planning Commission at its January 26, 2012 hearing; and at the City Council hearings on March 6, 2012 and March 20, 2012 including, without limitation, the staff reports submitted by the Planning and Building Safety Department.

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

A. The subject property is located at 540 East Imperial Avenue in the northwest portion of the City of El Segundo;

B. The property is comprised of six lots and the total site area is on the block bounded by East Imperial Avenue to the north; Walnut Avenue to the south, Sheldon Street to the west, and McCarthy Court to the east;

C. The surrounding land uses are primarily single-family and multi-family residential uses in the Single-Family Residential (R-1) and Multi-Family Residential (R-3) Zones to the east, west and south, with a mortuary located on one parcel in the Neighborhood Commercial (C-2) Zone located at the northeast corner of East Imperial Avenue and Sheldon Street, west of the site. Land uses north of the site include a community dog park within the corporate boundary of the City of El Segundo and LAX across Imperial Avenue in the City of Los Angeles;

D. The proposed project for the property at 540 East Imperial Avenue consists of two possible development options. Option 1 is a 304-unit senior housing community with a multi-family component. Option 2 consists of a 58-unit mixed residential development. The City Council directed that the 540 East Imperial Avenue Specific Plan Option 1 be reduced to a maximum density of 289 units and the applicant did not object;
E. The subject site is irregular in shape with 455 feet of street frontage on East Imperial Avenue and a total lot area of 5.65 acres;

F. The subject site is developed with eight single-story brick buildings (22,488 square-feet total) that once served as administrative offices and classrooms for the former Imperial Avenue Elementary School;

G. Vehicular access to the proposed facility would be provided from two driveway entrances; primary access would be from East Imperial Avenue for the senior housing community (Option 1) and the multi-family portion of the mixed residential project (Option 2). Primary access for the multi-family portion of Option 1 and the single-family portion of Option 2 would be from Walnut Avenue;

H. The proposed General Plan re-designation and rezoning of the Project Site would change the General Plan land use designation from Planned Residential Development to the 540 East Imperial Avenue Specific Plan (EIASP) designation and rezone the area from the Planned Residential Development (PRD) Zone to the 540 East Imperial Avenue Specific Plan (EIASP) Zone; and

I. The re-zoning and General Plan re-designation would increase the residential density allowed on the site from 11.5 dwelling units per acre, to a maximum of 51.15 dwelling units per acre in Option 1 or a maximum of 10.27 dwelling units per acre in Option 2. The total maximum development that would be permitted with the proposed General Plan re-designation and re-zoning is 175,000 square feet (0.75 FAR).

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

A. The City completed a Draft Environmental Impact Report (DEIR) for this project. A noticed Public Scoping meeting was held on Thursday July 14, 2011 pursuant to CEQA Guidelines §15083. A Notice of Preparation of the DEIR was circulated for public review from July 7 to August 6, 2011 pursuant to CEQA Guidelines §15082. A Notice of Completion for the DEIR was filed with the State Office of Planning and Research on November 3, 2011 pursuant to CEQA Guidelines §15085. The public comment and review period for the DEIR was open between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines §15087;

B. The City received one (1) comment letter on the DEIR from a public
SECTION 11: This Resolution becomes effective immediately upon adoption and constitutes the City Council's final decision. Note that persons dissatisfied with this decision may appeal it to a court of competent jurisdiction pursuant to Code of Civil Procedure §1094.6.

PASSED, APPROVED AND ADOPTED this 20th day of March, 2012.

__________________________
Eric Busch, 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, approved and adopted by said City Council at a regular meeting held on the 20th day of March, 2012, approved and signed by the Mayor, and attested to by the City Clerk, by the following vote:

AYES:
NOES:
ABSENT:
ABSTAIN:

__________________________
Cindy Mortesen, City Clerk

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

__________________________
Karl H. Berger, Assistant City Attorney
City Council Resolution No. ____
Exhibit C

El Segundo General Plan Land Use Element Excerpt - Page 3-6

Residential Designations

Strike the following text on page 3-6:

**Planned Residential Development**
Permits a mixture of residential uses on the former Imperial School Site with a maximum of 29 single-family detached dwelling units and 36 multi-family dwelling units. This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City.

And add the following text in a separate paragraph immediately below Multi-Family Residential on page 3-6:

"**540 East Imperial Avenue Specific Plan:** Permits a mix of residential uses with two possible development options. Option 1 would allow up to a maximum of 289 units in a Senior Housing Community with a Multi-Family Residential (R-3) component, or Option 2 would allow up to a maximum of 58 units in a Mixed Residential Development (single-family and multi-family units). This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City."
Excerpt from Page 3-9 of the El Segundo General Plan Land Use Element

Proposed Land Use Plan

The following text on page 3-9 should be revised as shown below

"Northwest Quadrant
The northwest quadrant of the City has the most varied mix of uses within the City. All of the City’s residential units, the Downtown area, the Civic Center, and the older industrial area of Smoky Hollow, are located in this quadrant. The 1992 Plan retains the three residential designations found on the old Plan: single-family, two-family, and multi-family, plus a new designation of Planned Residential Development 540 East Imperial Avenue Specific Plan.¹ The Plan shows 357.2 acres of single-family, 57.4 acres of two-family, 119.3 acres of multi-family and 5.7 acres of Planned Residential Development 540 East Imperial Avenue Specific Plan. This includes the re-designation of Imperial Avenue School, which is no longer used for educational purposes, from Public Facility to Planned Residential Development Planned Residential Development to 540 East Imperial Avenue Specific Plan. The total number of dwelling units projected by the Plan is 7674 8,074.² One of the major goals of the 1992 Plan is to preserve the residential neighborhoods."

All other text in this section will remain unchanged.

¹ The 540 East Imperial Avenue Specific Plan designation was added via General Plan Amendment 10-03.
² The new total of 8,074 represents the maximum number of units developed under Option 1 of the 540 East Imperial Avenue Specific Plan. This number will be lower (7,843 units) if Option 2 is developed with a maximum of 58 units.
### 1992 General Plan

**Summary of Existing Trends Buildout**

<table>
<thead>
<tr>
<th>Land Use Category</th>
<th>Acres</th>
<th>Dwelling Units</th>
<th>Square Footage</th>
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<tr>
<td>Single-Family Residential</td>
<td>357.2</td>
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<tr>
<td>Two-Family Residential</td>
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<tr>
<td><strong>Planned Residential</strong></td>
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<td><strong>540 East Imperial Avenue Specific Plan</strong></td>
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<td></td>
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<tr>
<td>Multi-Family Residential</td>
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<td>89,110</td>
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<tr>
<td>Downtown Commercial</td>
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¹ Existing construction and recently constructed, renovated commercial centers and legal non-conforming residential uses at densities that are currently higher than allowed by the land use designations in this plan will not realistically be converted to mixed commercial/residential uses and these buildings are expected to remain for the life of the Plan.

² The heavy industrial shown on this plan includes the Chevron Refinery and former Southern California Edison Generation Station. These facilities have processing equipment and tanks rather than buildings and are expected to remain for the life of the Plan. Therefore, no estimated building square footage is shown.

³ This number represents the maximum number of dwelling units that can be developed in Option 1 of the 540 East Imperial Avenue Specific Plan. If Option 1 is not built, the maximum number of units that can be developed in Option 2 of the 540 East Imperial Avenue Specific Plan is 58 residential dwelling units.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo’s approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 289 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit “B” to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 10% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior
household category; and 38% of the 10% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

**Building Division Conditions**

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District
EXHIBIT 6

ORDINANCE NO. ___

AN ORDINANCE APPROVING ZONE CHANGE NO. 10-01; ZONE TEXT AMENDMENT NO. 10-06; SPECIFIC PLAN NO. 10-03; AND DEVELOPMENT AGREEMENT NO. 10-02; ADDING ESMC § 15-3-2(A)(7) AND AMENDING ESMC §§ 15-3-1 AND 15-3-2(A); APPROVING SUBDIVISION NO. 10-01 (VESTING TENTATIVE MAP NOS. 71410 AND NO. 71582) FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT AT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District, for an Environmental Assessment (EA No. 890); General Plan Amendment No. 10-03; Zone Change No. 10-01; Zone Text Amendment No. 10-06; Specific Plan No. 10-03; Development Agreement No. 10-02; and Subdivision No. 10-01 for Vesting Tentative Map (VTM) Nos. 71410 (7 lots) and 71582 (31 lots) to redesignate and rezone a 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of one of two possible options (a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development of single-family and multiple-family uses (Option 2) (collectively, the "Project");

B. The Project application was reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code ("ESMC");

C. 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);

D. 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 Environmental Impact Report (“DEIR”) was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines § 15087;

E. An Environmental Impact Report (EIR) was prepared pursuant to CEQA Guidelines § 15161;

F. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 26, 2012. Following the January 26th public hearing, the Planning Commission adopted Resolution No. 2714 recommending that the City Council approve the Project including, without limitation, adopting this Ordinance;

The 540 East Imperial Avenue Specific Plan was considered by the Airport Land Use Commission (“ALUC”) at its hearing on February 22, 2012. ALUC adopted a Resolution finding the 540 East Imperial Avenue Specific Plan consistent with the Airport Land Use Plan. ALUC expressed its preference that the applicant utilize Option 1 for developing the Project site and also requested that the City provide notice to successor landowners regarding the Project site’s proximity to the airport; the air easement affecting the property; and that these factors may affect any successor’s property interests.

G. On March 6, 2012 the City Council held a public hearing and considered the information provided by City staff, public testimony and representatives of Mar Ventures, Inc. and the El Segundo Unified School District and continued the public hearing to March 20, 2012;

H. On March 20, 2012 the City Council held a continued public hearing;

I. On March 20, 2012 City Council introduced Ordinance No. _____ approving Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) for the 540 East Imperial Avenue Specific Plan;

J. This Ordinance and its findings are made based upon testimony and evidence presented to the Council at its March 6, 2012 and March 20, 2012 hearings including, without limitation, the staff report submitted by the Department of Planning and Building Safety.
SECTION 2: Environmental Assessment. Resolution No. ____ adopted a Final Environmental Impact Report (FEIR) and a Statement of Overriding Considerations (SOC) for this Project which, among other things, properly assesses the environmental impact of this Ordinance, and the Project, in accordance with CEQA. This Ordinance incorporates by reference the environmental findings and analysis set forth in Resolution No. ____.

SECTION 3: Factual Findings and Conclusions. The City Council finds and declares that the factual findings and conclusions set forth in Resolution No. ____, adopted on March 20, 2012, are incorporated as if fully set forth.

SECTION 4: Zone Change Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Change is necessary to carry out the proposed project because the proposed General Plan Amendment would change the land use classification of the project site from Planned Residential Development (PRD) to 540 East Imperial Avenue Specific Plan (EIASP). The proposed Zone Change is necessary to maintain consistency with the proposed General Plan land use designation of 540 East Imperial Avenue Specific Plan.

B. ESMC Title 15 is intended to be the primary tool for implementing the goals, objectives and policies of the El Segundo General Plan. The zone change will maintain consistency with the proposed change in General Plan land use designation to 540 East Imperial Avenue Specific Plan and is also consistent with the General Plan goals, objectives and policies set forth in Section 4 of Resolution No. ____. Those findings of consistency are incorporated by reference as if fully set forth below.

SECTION 5: Zone Text Amendment Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Text Amendment is necessary to implement the Project and establish the proposed 540 East Imperial Avenue Specific Plan (EIASP) Zone. An amendment to ESMC § 15-3-1 to delete the Planned Residential (PRD) Zone and to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification within the City is necessary for consistency with the General Plan. An amendment to ESMC § 15-3-2(A)(7) to create the 540 East
Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to delete ESMC § 15-4D-1 to delete the Planned Residential Development (PRD) Zone development standards in its entirety is necessary for consistency with the General Plan.

SECTION 6: Specific Plan Findings.

A. Based on the factual findings in Resolution No. ___, as incorporated into this Ordinance, the proposed creation of the 540 East Imperial Avenue Specific Plan (EIASP), which would allow an assisted living/senior housing development on the project site, is necessary to carry out the proposed project. Without amending the ESMC, the current zoning would not permit a senior housing use with a 0.75 Floor Area Ratio (FAR). An amendment to ESMC § 15-3-2(A) to create the 540 East Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to ESMC § 15-3-1 to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification with the City is necessary for consistency with the General Plan. The General Plan Land Use Designation of the project site is 540 East Imperial Avenue Specific Plan (EIASP). This designation is intended for senior housing consisting of apartments or condominiums, senior housing consisting of assisted and/or independent living units, single-family and/or multi-family housing units consisting of market rate apartments or condominiums. As conditioned, the proposed project Option 1 or Option 2 would be compatible with the General Plan.

SECTION 7: Development Agreement Findings. 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 (ten-year entitlement with a five year option):

1. Development of a property that is currently vacant and underutilized.

2. Increase in employment opportunities for the City’s residents.

3. Increasing housing, in particular much needed senior housing for area residents.
4. Providing an option for an assisted living facility to meet community need.

5. Development of a project that is consistent with the Elements of the General Plan.


7. Developing a property that includes affordable housing for the community with a 10 percent housing set aside for low, very low, and extremely low income qualified senior households for Option 1 and a 10 percent set aside for Option 2.

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. The proposed project includes a new land use designation and zoning classification, which establishes the permitted uses and development standards that would apply to the project. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project will not adversely affect the orderly development of property or the preservation of property values. This project is surrounded by previously developed neighborhoods and will help improve the value of the neighboring properties. The proposed 540 East Imperial Avenue Specific Plan 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.

SECTION 8: Subdivision Findings.

A. The proposed map is consistent with applicable general and specific plans as specified in Government Code § 65451. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, the Project meets the goals and objectives of the General Plan and it is consistent with the 540 East Imperial Avenue Specific Plan. Vesting Tentative Map (VTM) No. 71410 for project Option 1 proposes seven new lots and VTM No. 71582 for project Option 2 proposes 31 new lots. The proposed lots vary in size and meet the minimum lot sizes stated in the 540 East Imperial Avenue Specific Plan.

B. The design of the proposed subdivision is consistent with applicable general and specific plans. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, this project
meets the goals and objectives of the General Plan.

C. The site is physically suitable for the proposed type of development in that, after the proposed grading, the areas outside the required setbacks on each individual lot will be relatively flat. The proposed lots meet the size and dimension requirements to allow the subdivision of the existing parcel. The previous land use and zoning designation for the property was Planned Residential Development. The new 540 East Imperial Avenue Specific Plan continues the residential use at a mix that is more in line with the surrounding single-family and multi-family residential uses.

D. The site is physically suitable for the proposed density of development. The proposed project involves a subdivision of a 5.65 acre parcel into either a 7 lot subdivision (Option 1), or a 31 lot subdivision (Option 2). The proposed maximum density (53 DU/acre) is consistent with the 540 East Imperial Avenue Specific Plan. Each new lot will meet or exceed the minimum size and dimension requirements.

E. The design of the subdivision or the proposed improvements is unlikely to cause substantial damage or substantially and avoidably injure fish or wildlife or their habitat. The proposed project site is a former elementary school located in an urbanized area surrounded by existing single-family and multi-family residences. There are no fish or wildlife habitats on the site that could be damaged by the proposed subdivision or new development.

F. The design of the subdivision will not conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision. The proposed subdivision is not anticipated to conflict with any known easements located at, or near the property. No easements have been identified on the subject site.

SECTION 9: ESMC § 15-3-2(A) is amended to add subsection 7 to read as follows:

"7. 540 East Imperial Avenue Specific Plan

There is one zone intended to be used within the boundaries of the 540 East Imperial Avenue Specific Plan. The zone is:

EIASP -East Imperial Avenue Specific Plan"

SECTION 10: ESMC § 15-3-1 is amended to delete "PRD planned residential development zone."
SECTION 11: ESMC Chapter 15-4D is deleted in its entirety.

SECTION 12: The current Zoning Map is amended by changing the Project site from Planned Residential Development to “540 East Imperial Avenue Specific Plan.” The corresponding changes to the Zoning Map are set forth in attached Exhibit “A,” which is incorporated into this Ordinance by reference.

SECTION 13: The “540 East Imperial Avenue Specific Plan” is adopted as set forth in attached Exhibit “B,” which is incorporated into this Ordinance by reference.

SECTION 14: The Development Agreement by and between the City of El Segundo and the El Segundo Unified School District, as set forth in attached Exhibit “C,” and incorporated into this Ordinance by reference, is approved. The Mayor is authorized to execute the Development Agreement in a form approved by the City Attorney.

SECTION 15: Additional Approvals. To the extent they are not otherwise adopted or approved by this Ordinance, and subject to the conditions listed on attached Exhibit “D,” which are incorporated into this Ordinance by reference, the City Council approves Zone Change No. 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, Development Agreement No. 10-02, and Subdivision No. 10-01.

SECTION 16: Reliance on Record. Each and every one of the findings and determinations in this Ordinance are based on the competent and substantial evidence, both oral and written, contained in the entire record relating to the project. The findings and determinations constitute the independent findings and determinations of the City Council in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 17: Limitations. The City Council’s analysis and evaluation of the Project is based on the best information currently available. It is inevitable that in evaluating a project that absolute and perfect knowledge of all possible aspects of the project will not exist. One of the major limitations on analysis of the project is the City Council’s knowledge of future events. In all instances, best efforts have been made to form accurate assumptions. Somewhat related to this are the limitations on the City’s ability to solve what are in effect regional, state, and national problems and issues. The City must work within the political framework within which it exists and with the limitations inherent in that framework.

SECTION 18: 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 19:  Effectiveness of ESMC. Repeal or amendment of any provision of the ESMC will not affect any penalty, forfeiture, or liability incurred before or preclude prosecution and imposition of penalties for any violation occurring before this Ordinance's effective date. Any such repealed part will remain in full force and effect for sustaining action or prosecuting violations occurring before the effective date of this Ordinance.

SECTION 20: Memorization: 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 21: Severability. If any part of this Ordinance or its application is deemed invalid by a court of competent jurisdiction, the city council intends that such invalidity will not affect the effectiveness of the remaining provisions or applications and, to this end, the provisions of this Ordinance are severable.
SECTION 22: Effective Date. This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this _____ day of April 2012.

_______________________________
Eric Bush, 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 ___ day of March 2012, and was duly passed and adopted by said City Council, approved and signed by the Mayor, and attested to by the City Clerk, all at a regular meeting of said Council held on the _____ day of April 2012, 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

By: ________________________________
Karl H. Berger, Assistant City Attorney
Proposed Change to:
540 E Imperial Ave Specific Plan

540 East Imperial Avenue
Proposed Zone Change
Zoning Map

City of El Segundo
EXHIBIT B

540 East Imperial Avenue
Specific Plan

March 2012
540 East Imperial Avenue Specific Plan

Specific Plan No. 10-03
El Segundo, California

Applicant
El Segundo Unified School District

Figure 3-2
Project Site and Surrounding Land Uses

Prepared By

Lisa Kranitz, ESQ, Wallin, Kress, Reisman & Kranitz, LLP
Kimberly Christensen, AICP, Planning Manager, City of El Segundo
Trayci Nelson, Senior Contract Planner, City of El Segundo

March 2012
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540 EAST IMPERIAL AVENUE SPECIFIC PLAN

1.0 SUMMARY

This Specific Plan was prepared to provide guidance and to allow flexibility when developing a 5.65 acre parcel located on a former El Segundo School District Site at 540 East Imperial Avenue (the "Project Site") consistent with the adjoining uses.

Under this Specific Plan, the Project Site can be developed with one of the following conceptual project options a Senior Housing Community with a Multi-Family Residential (R-3) component, or a Mixed Residential Development, as further defined in Section 1.7 "PROJECT DESCRIPTION."

Detailed text and exhibits which more fully describe the conceptual options and improvements envisioned for construction are included in this Specific Plan. The Specific Plan will guide the build-out of the Project Site in a manner that is consistent with City and State policies and standards and ensures that the Project is developed in a coordinated manner.

1.1 PURPOSE AND AUTHORITY OF SPECIFIC PLAN

The purpose of this Specific Plan is to provide a foundation for the proposed land uses on the subject property through the application of regulations, standards and design guidelines. The 540 East Imperial Avenue Specific Plan provides text and exhibits which describe the proposed land uses and associated guidelines.

This Specific Plan has been adopted in accordance with the provisions of Government Code §§ 65450 through 65457 which grant local governments authority to prepare Specific Plans of development for any area regulated by a General Plan. These sections also identify the required contents of a Specific Plan and mandate consistency with the General Plan.

According to Government Code § 65450, a Specific Plan must include text and a diagram or diagrams which specify all of the following in detail:

- The distribution, location, and extent of the uses of land, including open space within the area covered by the plan.

- The proposed distribution, location, extent, and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy and other essential facilities proposed to be located within the land area covered by the plan and needed to support the land uses described in the plan.

- Standards and criteria by which development will proceed, and standards for the conservation, development, and utilization of natural resources, where applicable.

- A program of implementation measures including regulations, programs, public works projects and financing measures necessary to carry out the above items.

- A discussion of the relationship of the Specific Plan to the General Plan.
apartments/townhomes with four townhomes built on the southern portion of the property; and a mixed residential development consisting of 24 single-family homes and 34 multi-family homes. The Senior Housing Community approved in this Specific Plan is limited to 289 units, less than that examined in the EIR.

In accordance with Government Code § 65457, any residential development that is developed consistent with this Specific Plan is exempt from further CEQA analysis unless an event specified in Public Resources Code § 21166 occurs as to the Specific Plan.

1.7 PROJECT DESCRIPTION

The 540 East Imperial Avenue site will be developed in substantial conformance with one of the Options described below.

Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1)

The Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1) would consist of the following types of development, with the assisted living and senior residential both restricted to individuals fifty-five (55) years or older:

- On 5.32 acres: an assisted living development consisting of dwelling units made up of: assisted and/or independent living units which will provide common facilities such as a common kitchen and dining room, game playing area, library, exercise room, pool and restrooms, as well as individual kitchenettes which at a minimum will include a refrigerator, sink and microwave; and a senior residential development consisting of apartments and/or condominiums. The development would include a maximum of 143 assisted/independent living units and 142 senior apartments/townhomes.

- The southern .33 acres of the Project Site which fronts on Walnut Avenue would be developed under Multi-Family Residential (R-3) standards. Four (4) townhomes would be built on the remaining 0.33-acre parcel, located at the southern end of the project site. While the four townhomes are part of the 540 East Imperial Avenue Specific Plan development, they would be re-zoned and developed separately from the larger assisted/independent living complex and senior apartments/townhomes, pursuant to the Multi-Family Residential (R-3) development standards.

Mixed Residential Development Option (Specific Plan Option 2)

Under the Mixed Residential Development Option (Specific Plan Option 2) the property could be developed with a maximum of twenty-four (24) single-family and thirty-four (34) multi-family units on private streets. The multiple-family units would front East Imperial Avenue on the northern portion of the project site. The single-family residences would be located on the southern portion of the project site.

1.8 ENTITLEMENTS

The following entitlements were granted in conjunction with this Specific Plan.
4.0 **LAND USE AND DEVELOPMENT STANDARDS**

4.1 **DISTRIBUTION AND LOCATION OF LAND USE**

**SENIOR HOUSING COMMUNITY/MULTI-FAMILY RESIDENTIAL (R-3) OPTION (OPTION 1)**

Under this option, the southern .33 acre "tail" of the property which fronts on Walnut Avenue will be developed in accordance with the provisions of the R-3 (multi-family) zone and will be physically separated from the remainder of the Project Site.

There are two types of housing that will be developed under the Senior Housing Community: Assisted Living and Senior Residential which may be placed on the remaining 5.32 acres in substantial conformance with the approved concept site plan provided that the overall development does not exceed the total square footage and FAR set forth below and meets all of the other Development Standards set forth in Section 4.2.

The following graphical depiction provides a concept for the Senior Housing Community with Senior Housing that provides for 143 assisted and/or independent living units on the northern portion of the Project Site and 142 Senior Dwellings on the southern portion of the Project Site. The .33 acre R-3 (multi-family) "tail" piece is also shown (Exhibit 2). This concept may be modified in accordance with the procedures for minor and major modifications set forth in Section 4.3 below.
4.2 Development Standards

Except as otherwise provided, this Specific Plan must be administered pursuant to the ESMC. The development standards set forth herein for both development options are intended to provide flexibility in the development while providing consistency with adjacent uses.

Where this Specific Plan does not specifically regulate, development must comply with the ESMC.

Affordability

The City of El Segundo 2009 Housing Element identified a need for affordable housing to provide for a growing senior population. As envisioned in the element, based on that need Option 1 would set aside ten (10) percent of the total units as affordable units for extremely low, very low and low income senior households. The set aside is characteristic of the 55 and older senior population in the City of El Segundo which (based on the 2000 Census) represents 15.7 percent (2,519) of the total 16,033 population. Based on the Regional Housing Needs Assessment (RHNA), El Segundo is required to provide 168 additional housing units during the current housing cycle (2006-2014). The allocation of the 168 units is broken down into five categories as follows: 22 extremely low income households, 22 very low income households, 27 low income households, 28 moderate income households, and 69 above moderate income households. The City has a total of 43 units that can be credited toward the above moderate income requirements for the current 2006-2014 planning period. Option 2 would also set aside ten (10) percent of the total units as affordable units, but without any age restrictions.

The units in this project will be used to meet a portion of the need in the extremely low, very low, and low income household category which represent a proportional total of 31 percent, 31 percent, and 38 percent respectively, of the total RHNA allocation for the lower income categories. These same percentages were applied to the unit totals for this project. Accordingly, if 239 units are built under Option 1, a total of 29 units would be required as follows: 9 units (31% of the total 10%) for the extremely low income senior household category; 9 units (31% of the total 10%) for the very low income senior household category; and 10 units (38% of the total 10%) for the low income senior household category. The units must be split equally between the assisted living and townhome/apartment units in the case of even numbers; in the case of odd numbers the extra units, the extra unit must be placed on the senior condominium/apartment portion of the development. If all 58 units are built under Option 2, a total of 6 units comprised of 2 units in each income category would be required (extremely low – 31% of the total 10%; very low – 31% of the total 10%; and low – 38% of the total 10%). Developer must still provide 10% set aside for the total number of units constructed for either Option 1 or Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low, and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project.

The developer must submit an income and verification monitoring plan to the Director of Planning and Building Safety before building permits are issued.
4. **Setbacks**

Setbacks for single-family residential dwelling units, in accordance with ESMC Chapter 15-4A for multi-family residential dwelling units, in accordance with ESMC Chapter 15-4B.

5. **Lot Frontage**

Each lot developed with multi-family residential dwellings must have a minimum frontage on a street of 50 feet.

Each lot developed with single-family residential dwellings must have a minimum frontage on a street of 50 feet.

6. **Building Area/Floor Area Ratio (FAR)**

The maximum net floor area permitted for single-family residential buildings and multi-family residential building must comply with ESMC Chapters 15-4A and 15-4C, respectively.

7. **Off-Street Parking and Loading Spaces**

Off-street parking and loading spaces must be provided in accordance with ESMC Chapter 15-15.

**D. Timing**

Building permits cannot be issued for Option 2 until September 1, 2013.

**GENERAL DEVELOPMENT STANDARDS FOR EITHER DEVELOPMENT OPTION**

A. **Landscaping**

Landscaping must be provided as required by the existing provisions of ESMC Chapters 10-2 and 15-2.

B. **Walls and Fences**

All walls and fences must comply with ESMC § 15-2-4, Decorative masonry, open work wrought iron and similar materials are permitted. The use of chain link and razor wire is prohibited.

C. **Access**

All development projects must provide adequate access for emergency vehicles. In addition, all development projects must provide pedestrian access between buildings and transit facilities located on site and/or off site, if within adjoining public rights-of-way.

D. **Signs**
CITY COUNCIL ORDINANCE EXHIBIT C

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:
CITY CLERK
CITY OF EL SEGUNDO
350 Main Street
El Segundo, California 90245

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

DEVELOPMENT AGREEMENT
BY AND BETWEEN
THE CITY OF EL SEGUNDO
AND EL SEGUNDO UNIFIED SCHOOL DISTRICT

(540 E. IMPERIAL AVENUE SITE)

THIS AGREEMENT SHALL BE RECORDED WITHIN TEN DAYS OF EXECUTION BY
ALL PARTIES HERETO PURSUANT TO THE REQUIREMENTS OF GOVERNMENT
CODE §65868.5
4.6.4 **Site Plan Review Approval.** The Site Plan Review which must be submitted pursuant to the Specific Plan is not considered a Minor Modification to the Project or modification to the Project Approvals, provided it substantially conforms to the approved conceptual plans, and shall be processed in accordance with the provisions set forth in the Specific Plan.

4.7 **Plan Review.** The Director will review plans for each building on the Property for which a Site Plan is approved, as well as plans for signage, trash enclosures and screening and landscaping. After such review, the Director may issue a building permit, provided, however, that, notwithstanding anything to the contrary contained in the Applicable Rules, the sole purpose of such review is to verify consistency with the Development Standards, Applicable Rules and Project Approvals. The Director must approve all features which are consistent with the Development Standards, Applicable Rules, Project Approvals, and Future Approvals and does not have authority to disapprove or conditionally approve any features or matters which are consistent with or otherwise which have been specifically approved by this Agreement.

4.8 **Fees, Exactions, Mitigation Measures, Conditions, Reservations and Dedications.** All fees, exactions, mitigation measures, conditions, reservations and dedications of land for public purposes that are applicable to the Project or the Property are set forth in the Project Approvals, the Applicable Rules and this Agreement. Except as otherwise provided in this Agreement, and specifically excluding fees set by entities not controlled by City that are collected by City, City can only charge and impose those fees and exactions, including, without limitation, dedications and any other fee or tax (including excise, construction or any other tax) relating to development or the privilege of developing, which are in effect on a City-wide basis as of the Effective Date. This Section cannot be construed to limit the authority of City to charge normal and customary application, processing, and permit fees for land use approvals, building permits and other similar permits, for Future Approvals, which fees are designed to reimburse City’s actual expenses attributable to such application, processing and permitting and are in force and effect on a City-wide basis at such time as applications for such approvals are filed with City. Developer shall not be required to pay any City development impact fees for any of the affordable units.

4.9 **Use of Easements.** Notwithstanding the provisions of the Applicable Rules, easements dedicated for vehicular and pedestrian use are permitted to include easements for underground drainage, water, sewer, gas, electricity, telephone, cable, environmental remediation and other utilities and facilities so long as they do not unreasonably interfere with pedestrian and/or vehicular use.

4.10 **Timing of Development.** In *Pardee Construction Co. v. City of Camarillo (Pardee)*, 37 Cal.3d 465 (1984), the California Supreme Court held that the failure of the parties therein to provide for the timing or rate of development resulted in a later-adopted initiative restricting the rate of development to prevail against the parties’ agreement. City and Developer intend to avoid the result in *Pardee* by acknowledging and providing that Developer has the right, without obligation, to develop the Property in such order and at such rate and times as Developer deems appropriate within the exercise of its subjective business judgment subject to the term of this Agreement. However, should Developer choose to develop under Option 2 of the Specific Plan, building permits may not be obtained until September 1, 2013.
5.2 Development Fees. Subject to the provisions of Section 4.8 above, Developer must pay the development fee amounts identified in attached Exhibit “C,” which is incorporated by reference.

5.3 Affordable Housing. Developer must provide for a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified, senior households for Option 1, and a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified households for Option 2 as represented in Exhibit D. Nothing herein requires Developer to build the exact amount of housing, including affordable housing, set forth in Exhibit D. Developer must provide 15% set aside for the total number of units constructed for Option 1 and 10% set aside for the total number of units constructed Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage.

5.3.1 Affordable housing units that are required based on the single-family dwelling component of Option 2 may be satisfied by developing the requisite number of units in other components of the Project.

5.4 Processing Fees. Subject to the provisions of Section 4.8 above, on the Effective Date of this Agreement, Developer must pay all reasonable and outstanding City processing, legal and environmental processing costs related to the Project and the preparation of this Agreement, if any.

5.5 Maintenance Obligations. Developer must maintain all portions of the Property in its possession or control, and any improvements thereon, in a clean, neat and orderly manner. Developer’s maintenance obligations survive any termination or expiration of this Agreement.

5.6 Term of Map(s) and Other Project Approvals. Pursuant to Government Code §§ 66452.6(a) and 65863.9, the term of any subdivision or parcel map that has been or in the future may be processed on all or any portion of the Property and the term of each of the Project Approvals will be extended for a period of time through the scheduled termination date of this Agreement as set forth in Section 4.13 above.

5.7 Sales and Use Tax.

5.7.1 In the event the contract price for any work on the Project is valued at five million dollars ($5,000,000) or more, Developer agrees to report, on a State Board of Equalization Tax Return, any purchases of tangible personal property made in connection with the finishing of and/or installation of materials, or fixtures for the Project, when such purchases were made without sales or use tax due. Developer must indicate the City as a registered job site location on the State Board of Equalization Tax Return. In such event, Developer must also obtain a permit or a sub-permit from the State Board of Equalization indicating the City as the
EXHIBIT D

540 EAST IMPERIAL AVENUE SPECIFIC PLAN

HOUSING SET ASIDE – 10%

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<th>OPTION 1 (289 Total Units) 29 total</th>
<th>OPTION 2 (58 Total Units) 6 units total</th>
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<tr>
<td>Assisted Living</td>
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<tr>
<td>1. Extremely Low</td>
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<tr>
<td>2. Very Low</td>
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<tr>
<td>3. Low</td>
<td>5</td>
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<tr>
<td>Total 15% Set Aside</td>
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Senior Condominiums/ Apartments

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<td>2. Very Low</td>
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<tr>
<td>3. Low</td>
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<tr>
<td>Total 15% Set Aside</td>
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The unit totals shown by income category in this table represent the proportional percentage of the City's total Regional Housing Needs Assessment (RHNA) allocation for the lower income categories shown. In this case, the RHNA allocation for the combined lower income categories is 71 total units. The Extremely Low income category represents 31 percent of the total allocation; the Very Low income category represents 31 percent of the total allocation and the Low income category represents 38 percent of the total RHNA allocation. These same percentages were applied to the unit totals for this project.
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo's approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 269 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit "B" to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 10% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior
household category; and 38% of the 10% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District
EXHIBIT 7

RESOLUTION NO. ___

A RESOLUTION CERTIFYING AN ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 890; ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPTING GENERAL PLAN AMENDMENT NO. 10-03 FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District for an Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map No. 71410 for seven lots, or No. 71582 for 31 lots to re-designate and rezone an approximate 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of a either a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development (Option 2) (collectively, the “Project”);

B. The applications were reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code (“ESMC”);

C. 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);

D. 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 Environmental Impact Report (“DEIR”) was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with
I. On March 6, 2012, the City Council held a duly advertised public hearing in the Council Chamber of the El Segundo City Hall, 350 Main Street to receive public testimony and other evidence regarding the applications including, without limitation, information provided to the City Council by City Staff and public testimony and continued the public hearing to March 20, 2012;

J. On March 20, 2012, the City Council held a continued public hearing; and

K. The City Council considered the information provided by, without limitation, City Staff and public testimony. This Resolution, and its findings, are made based upon the evidence presented at the Planning Commission at its January 26, 2012 hearing; and at the City Council hearings on March 6, 2012 and March 20, 2012 including, without limitation, the staff reports submitted by the Planning and Building Safety Department.

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

A. The subject property is located at 540 East Imperial Avenue in the northwest portion of the City of El Segundo;

B. The property is comprised of six lots and the total site area is on the block bounded by East Imperial Avenue to the north; Walnut Avenue to the south, Sheldon Street to the west, and McCarthy Court to the east;

C. The surrounding land uses are primarily single-family and multi-family residential uses in the Single-Family Residential (R-1) and Multi-Family Residential (R-3) Zones to the east, west and south, with a mortuary located on one parcel in the Neighborhood Commercial (C-2) Zone located at the northeast corner of East Imperial Avenue and Sheldon Street, west of the site. Land uses north of the site include a community dog park within the corporate boundary of the City of El Segundo and LAX across Imperial Avenue in the City of Los Angeles;

D. The proposed project for the property at 540 East Imperial Avenue consists of two possible development options. Option 1 is a 304-unit senior housing community with a multi-family component. Option 2 consists of a 58-unit mixed residential development. The City Council directed that the 540 East Imperial Avenue Specific Plan Option 1 be reduced to a maximum density of 289 units and the applicant did not object;
SECTION 11: This Resolution becomes effective immediately upon adoption and constitutes the City Council's final decision. Note that persons dissatisfied with this decision may appeal it to a court of competent jurisdiction pursuant to Code of Civil Procedure §1094.6.

PASSED, APPROVED AND ADOPTED this 20th day of March, 2012.

____________________________________
Eric Busch, 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, approved and adopted by said City Council at a regular meeting held on the 20th day of March, 2012, approved and signed by the Mayor, and attested to by the City Clerk, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

____________________________________
Cindy Mortesen, City Clerk

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

____________________________________
Karl H. Berger, Assistant City Attorney
City Council Resolution No. ____
Exhibit C

El Segundo General Plan Land Use Element Excerpt - Page 3-6

Residential Designations

Strike the following text on page 3-6:

Planned Residential Development
Permits a mixture of residential uses on the former Imperial School Site with a maximum of 29 single-family detached dwelling units and 36 multi-family dwelling units. This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City.

And add the following text in a separate paragraph immediately below Multi-Family Residential on page 3-6:

"540 East Imperial Avenue Specific Plan: Permits a mix of residential uses with two possible development options. Option 1 would allow up to a maximum of 289 units in a Senior Housing Community with a Multi-Family Residential (R-3) component, or Option 2 would allow up to a maximum of 58 units in a Mixed Residential Development (single-family and multi-family units). This designation is intended to encourage design flexibility and provide transitional densities and uses that are compatible with surrounding land uses. This designation is not intended to be used elsewhere within the City."
Excerpt from Page 3-9 of the El Segundo General Plan Land Use Element

Proposed Land Use Plan

The following text on page 3-9 should be revised as shown below

"Northwest Quadrant
The northwest quadrant of the City has the most varied mix of uses within the City. All of the City's residential units, the Downtown area, the Civic Center, and the older industrial area of Smoky Hollow, are located in this quadrant. The 1992 Plan retains the three residential designations found on the old Plan: single-family, two-family, and multi-family, plus a new designation of Planned Residential Development. The Plan shows 357.2 acres of single-family, 57.4 acres of two-family, 119.3 acres of multi-family and 5.7 acres of planned residential development.

540 East Imperial Avenue Specific Plan. This includes the re-designation of Imperial Avenue School, which is no longer used for educational purposes, from Public Facility to Planned Residential Development. The total number of dwelling units projected by the Plan is 7674. One of the major goals of the 1992 Plan is to preserve the residential neighborhoods."

All other text in this section will remain unchanged.

---

1 The 540 East Imperial Avenue Specific Plan designation was added via General Plan Amendment 10-03.
2 The new total of 8,074 represents the maximum number of units developed under Option 1 of the 540 East Imperial Avenue Specific Plan. This number will be lower (7,843 units) if Option 2 is developed with a maximum of 58 units.
### 1992 General Plan
#### Summary of Existing Trends Buildout

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<tr>
<th>Land Use Category</th>
<th>Acres</th>
<th>Dwelling Units</th>
<th>Square Footage</th>
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<td>Two-Family Residential</td>
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<td>Planned Residential</td>
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<td><strong>540 East Imperial Avenue Specific Plan</strong></td>
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<tr>
<td>Multi-Family Residential</td>
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<tr>
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<td>Commercial Center</td>
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CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo's approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 289 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit "B" to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.
with one kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 5% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 5% for the extremely low income senior household category; 31% of the 5% for the very low income senior household
category; and 38% of the 5% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

**Building Division Conditions**

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District

P:\Planning & Building Safety\Planning - Old\PROJECTS (Planning)\876-900\EA-890\City Council Mar2012\EA-890.CC.conditions of approval.03.20.12 FivePercentSetAsideOption1 (289 units).doc
EXHIBIT 8

ORDINANCE NO. ___

AN ORDINANCE APPROVING ZONE CHANGE NO. 10-01; ZONE TEXT AMENDMENT NO. 10-06; SPECIFIC PLAN NO. 10-03; AND DEVELOPMENT AGREEMENT NO. 10-02; ADDING ESMC § 15-3-2(A)(7) AND AMENDING ESMC §§ 15-3-1 AND 15-3-2(A); APPROVING SUBDIVISION NO. 10-01 (VESTING TENTATIVE MAP NOS. 71410 AND NO. 71582) FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT AT 540 EAST IMPERIAL AVENUE.

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

SECTION 1: The City Council finds and declares that:

A. On September 9, 2010, Mar Ventures, Inc., filed an application on behalf of the El Segundo Unified School District, for an Environmental Assessment (EA No. 890); General Plan Amendment No. 10-03; Zone Change No. 10-01; Zone Text Amendment No. 10-06; Specific Plan No. 10-03; Development Agreement No. 10-02; and Subdivision No. 10-01 for Vesting Tentative Map (VTM) Nos. 71410 (7 lots) and 71582 (31 lots) to re-designate and rezone a 5.65 acre property at 540 East Imperial Avenue from Planned Residential Development (PRD) Zone to 540 East Imperial Avenue Specific Plan (EIASP) to allow construction of one of two possible options (a 304-unit senior housing community development with a multi-family component (Option 1) or a 58-unit mixed residential development of single-family and multiple-family uses (Option 2) (collectively, the "Project");

B. The Project application was reviewed by the City of El Segundo Planning and Building Safety Department for, in part, consistency with the General Plan and conformity with the El Segundo Municipal Code ("ESMC");

C. 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);

D. 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 Environmental Impact Report ("DEIR") was prepared and circulated for public review and comment between November 3, 2011 and December 19, 2011 in compliance with CEQA Guidelines § 15087;

E. An Environmental Impact Report (EIR) was prepared pursuant to CEQA Guidelines § 15161;

F. The Planning and Building Safety Department completed its review and scheduled a public hearing regarding the application before the Planning Commission for January 26, 2012. Following the January 26th public hearing, the Planning Commission adopted Resolution No. 2714 recommending that the City Council approve the Project including, without limitation, adopting this Ordinance;

The 540 East Imperial Avenue Specific Plan was considered by the Airport Land Use Commission ("ALUC") at its hearing on February 22, 2012. ALUC adopted a Resolution finding the 540 East Imperial Avenue Specific Plan consistent with the Airport Land Use Plan. ALUC expressed its preference that the applicant utilize Option 1 for developing the Project site and also requested that the City provide notice to successor landowners regarding the Project site's proximity to the airport; the air easement affecting the property; and that these factors may affect any successor's property interests.

G. On March 6, 2012 the City Council held a public hearing and considered the information provided by City staff, public testimony and representatives of Mar Ventures, Inc. and the El Segundo Unified School District and continued the public hearing to March 20, 2012;

H. On March 20, 2012 the City Council held a continued public hearing;

I. On March 20, 2012 City Council introduced Ordinance No. _____ approving Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) for the 540 East Imperial Avenue Specific Plan;

J. This Ordinance and its findings are made based upon testimony and evidence presented to the Council at its March 6, 2012 and March 20, 2012 hearings including, without limitation, the staff report submitted by the Department of Planning and Building Safety.
SECTION 2: Environmental Assessment. Resolution No. ____ adopted a Final Environmental Impact Report (FEIR) and a Statement of Overriding Considerations (SOC) for this Project which, among other things, properly assesses the environmental impact of this Ordinance, and the Project, in accordance with CEQA. This Ordinance incorporates by reference the environmental findings and analysis set forth in Resolution No. ____.

SECTION 3: Factual Findings and Conclusions. The City Council finds and declares that the factual findings and conclusions set forth in Resolution No. ____, adopted on March 20, 2012, are incorporated as if fully set forth.

SECTION 4: Zone Change Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Change is necessary to carry out the proposed project because the proposed General Plan Amendment would change the land use classification of the project site from Planned Residential Development (PRD) to 540 East Imperial Avenue Specific Plan (EIASP). The proposed Zone Change is necessary to maintain consistency with the proposed General Plan land use designation of 540 East Imperial Avenue Specific Plan.

B. ESMC Title 15 is intended to be the primary tool for implementing the goals, objectives and policies of the El Segundo General Plan. The zone change will maintain consistency with the proposed change in General Plan land use designation to 540 East Imperial Avenue Specific Plan and is also consistent with the General Plan goals, objectives and policies set forth in Section 4 of Resolution No. ____. Those findings of consistency are incorporated by reference as if fully set forth below.

SECTION 5: Zone Text Amendment Findings.

A. Based on the factual findings in Resolution No. ____, as incorporated into this Ordinance, the proposed Zone Text Amendment is necessary to implement the Project and establish the proposed 540 East Imperial Avenue Specific Plan (EIASP) Zone. An amendment to ESMC § 15-3-1 to delete the Planned Residential (PRD) Zone and to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification within the City is necessary for consistency with the General Plan. An amendment to ESMC § 15-3-2(A)(7) to create the 540 East
Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to delete ESMC § 15-4D-1 to delete the Planned Residential Development (PRD) Zone development standards in its entirety is necessary for consistency with the General Plan.

SECTION 6: Specific Plan Findings.

A. Based on the factual findings in Resolution No. ___, as incorporated into this Ordinance, the proposed creation of the 540 East Imperial Avenue Specific Plan (EIASP), which would allow an assisted living/senior housing development on the project site, is necessary to carry out the proposed project. Without amending the ESMC, the current zoning would not permit a senior housing use with a 0.75 Floor Area Ratio (FAR). An amendment to ESMC § 15-3-2(A) to create the 540 East Imperial Avenue Specific Plan (EIASP) is necessary for consistency with the General Plan. Additionally, an amendment to ESMC § 15-3-1 to list the 540 East Imperial Avenue Specific Plan (EIASP) Zone as a zoning classification with the City is necessary for consistency with the General Plan. The General Plan Land Use Designation of the project site is 540 East Imperial Avenue Specific Plan (EIASP). This designation is intended for senior housing consisting of apartments or condominiums, senior housing consisting of assisted and/or independent living units, single-family and/or multi-family housing units consisting of market rate apartments or condominiums. As conditioned, the proposed project Option 1 or Option 2 would be compatible with the General Plan.

SECTION 7: Development Agreement Findings. 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 (ten-year entitlement with a five year option):

1. Development of a property that is currently vacant and underutilized.

2. Increase in employment opportunities for the City's residents.

3. Increasing housing, in particular much needed senior housing for area residents.
4. Providing an option for an assisted living facility to meet community need.

5. Development of a project that is consistent with the Elements of the General Plan.


7. Developing a property that includes affordable housing for the community with a 5 percent housing set aside for low, very low, and extremely low income qualified senior households for Option 1 and a 5 percent set aside for Option 2.

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. The proposed project includes a new land use designation and zoning classification, which establishes the permitted uses and development standards that would apply to the project. These uses and development standards are similar and compatible with the other commercially zoned districts in the City.

C. The project will not adversely affect the orderly development of property or the preservation of property values. This project is surrounded by previously developed neighborhoods and will help improve the value of the neighboring properties. The proposed 540 East Imperial Avenue Specific Plan 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.

SECTION 8: Subdivision Findings.

A. The proposed map is consistent with applicable general and specific plans as specified in Government Code § 65451. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, the Project meets the goals and objectives of the General Plan and it is consistent with the 540 East Imperial Avenue Specific Plan. Vesting Tentative Map (VTM) No. 71410 for project Option 1 proposes seven new lots and VTM No. 71582 for project Option 2 proposes 31 new lots. The proposed lots vary in size and meet the minimum lot sizes stated in the 540 East Imperial Avenue Specific Plan.

B. The design of the proposed subdivision is consistent with applicable general and specific plans. As set forth in Section 4 of Resolution No. _____, as incorporated by this Ordinance, this project
meets the goals and objectives of the General Plan.

C. The site is physically suitable for the proposed type of development in that, after the proposed grading, the areas outside the required setbacks on each individual lot will be relatively flat. The proposed lots meet the size and dimension requirements to allow the subdivision of the existing parcel. The previous land use and zoning designation for the property was Planned Residential Development. The new 540 East Imperial Avenue Specific Plan continues the residential use at a mix that is more in line with the surrounding single-family and multi-family residential uses.

D. The site is physically suitable for the proposed density of development. The proposed project involves a subdivision of a 5.65 acre parcel into either a 7 lot subdivision (Option 1), or a 31 lot subdivision (Option 2). The proposed maximum density (53 DU/acre) is consistent with the 540 East Imperial Avenue Specific Plan. Each new lot will meet or exceed the minimum size and dimension requirements.

E. The design of the subdivision or the proposed improvements is unlikely to cause substantial damage or substantially and avoidably injure fish or wildlife or their habitat. The proposed project site is a former elementary school located in an urbanized area surrounded by existing single-family and multi-family residences. There are no fish or wildlife habitats on the site that could be damaged by the proposed subdivision or new development.

F. The design of the subdivision will not conflict with easements, acquired by the public at large, for access through or use of property within the proposed subdivision. The proposed subdivision is not anticipated to conflict with any known easements located at, or near the property. No easements have been identified on the subject site.

SECTION 9: ESMC § 15-3-2(A) is amended to add subsection 7 to read as follows:

“7. **540 East Imperial Avenue Specific Plan**

There is one zone intended to be used within the boundaries of the 540 East Imperial Avenue Specific Plan. The zone is:

EIASP -East Imperial Avenue Specific Plan”

SECTION 10: ESMC § 15-3-1 is amended to delete “PRD planned residential development zone.”
SECTION 11: ESMC Chapter 15-4D is deleted in its entirety.

SECTION 12: The current Zoning Map is amended by changing the Project site from Planned Residential Development to “540 East Imperial Avenue Specific Plan.” The corresponding changes to the Zoning Map are set forth in attached Exhibit “A,” which is incorporated into this Ordinance by reference.

SECTION 13: The “540 East Imperial Avenue Specific Plan” is adopted as set forth in attached Exhibit “B,” which is incorporated into this Ordinance by reference.

SECTION 14: The Development Agreement by and between the City of El Segundo and the El Segundo Unified School District, as set forth in attached Exhibit “C,” and incorporated into this Ordinance by reference, is approved. The Mayor is authorized to execute the Development Agreement in a form approved by the City Attorney.

SECTION 15: Additional Approvals. To the extent they are not otherwise adopted or approved by this Ordinance, and subject to the conditions listed on attached Exhibit “D,” which are incorporated into this Ordinance by reference, the City Council approves Zone Change No. 10-01, Zone Text Amendment No. 10-06, Specific Plan No. 10-03, Development Agreement No. 10-02, and Subdivision No. 10-01.

SECTION 16: Reliance on Record. Each and every one of the findings and determinations in this Ordinance are based on the competent and substantial evidence, both oral and written, contained in the entire record relating to the project. The findings and determinations constitute the independent findings and determinations of the City Council in all respects and are fully and completely supported by substantial evidence in the record as a whole.

SECTION 17: Limitations. The City Council’s analysis and evaluation of the Project is based on the best information currently available. It is inevitable that in evaluating a project that absolute and perfect knowledge of all possible aspects of the project will not exist. One of the major limitations on analysis of the project is the City Council’s knowledge of future events. In all instances, best efforts have been made to form accurate assumptions. Somewhat related to this are the limitations on the City’s ability to solve what are in effect regional, state, and national problems and issues. The City must work within the political framework within which it exists and with the limitations inherent in that framework.

SECTION 18: 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 19: Effectiveness of ESMC. Repeal or amendment of any provision of the ESMC will not affect any penalty, forfeiture, or liability incurred before or preclude prosecution and imposition of penalties for any violation occurring before this Ordinance’s effective date. Any such repealed part will remain in full force and effect for sustaining action or prosecuting violations occurring before the effective date of this Ordinance.

SECTION 20: Memorailization: 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 21: Severability. If any part of this Ordinance or its application is deemed invalid by a court of competent jurisdiction, the city council intends that such invalidity will not affect the effectiveness of the remaining provisions or applications and, to this end, the provisions of this Ordinance are severable.
SECTION 22: Effective Date. This Ordinance will become effective on the thirty-first (31st) day following its passage and adoption.

PASSED, APPROVED AND ADOPTED this _____ day of April 2012.

__________________________________________
Eric Bush, Mayor

ATTEST:

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

I, Cincy 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 ____ day of March 2012, and was duly passed and adopted by said City Council, approved and signed by the Mayor, and attested to by the City Clerk, all at a regular meeting of said Council held on the ____ day of April 2012, 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

By: ______________________________
Karl H. Berger, Assistant City Attorney
540 East Imperial Avenue
Proposed Zone Change
Zoning Map
City of El Segundo
540 EAST IMPERIAL AVENUE SPECIFIC PLAN

SPECIFIC PLAN NO. 10-03
EL SEGUNDO, CALIFORNIA

APPLICANT
EL SEGUNDO UNIFIED SCHOOL DISTRICT

PREPARED BY

LISA KRANITZ, ESQ, WALLIN, KRESS, REISMAN & KRANITZ, LLP
KIMBERLY CHRISTENSEN, AICP, PLANNING MANAGER, CITY OF EL SEGUNDO
TRAYCI NELSON, SENIOR CONTRACT PLANNER, CITY OF EL SEGUNDO

MARCH 2012
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540 EAST IMPERIAL AVENUE SPECIFIC PLAN

1.0 SUMMARY

This Specific Plan was prepared to provide guidance and to allow flexibility when developing a 5.65 acre parcel located on a former El Segundo School District Site at 540 East Imperial Avenue (the "Project Site") consistent with the adjoining uses.

Under this Specific Plan, the Project Site can be developed with one of the following conceptual project options a Senior Housing Community with a Multi-Family Residential (R-3) component, or a Mixed Residential Development, as further defined in Section 1.7 "PROJECT DESCRIPTION."

Detailed text and exhibits which more fully describe the conceptual options and improvements envisioned for construction are included in this Specific Plan. The Specific Plan will guide the build-out of the Project Site in a manner that is consistent with City and State policies and standards and ensures that the Project is developed in a coordinated manner.

1.1 PURPOSE AND AUTHORITY OF SPECIFIC PLAN

The purpose of this Specific Plan is to provide a foundation for the proposed land uses on the subject property through the application of regulations, standards and design guidelines. The 540 East Imperial Avenue Specific Plan provides text and exhibits which describe the proposed land uses and associated guidelines.

This Specific Plan has been adopted in accordance with the provisions of Government Code §§ 65450 through 65457 which grant local governments authority to prepare Specific Plans of development for any area regulated by a General Plan. These sections also identify the required contents of a Specific Plan and mandate consistency with the General Plan.

According to Government Code § 65450, a Specific Plan must include text and a diagram or diagrams which specify all of the following in detail:

• The distribution, location, and extent of the uses of land, including open space within the area covered by the plan.

• The proposed distribution, location, extent, and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy and other essential facilities proposed to be located within the land area covered by the plan and needed to support the land uses described in the plan.

• Standards and criteria by which development will proceed, and standards for the conservation, development, and utilization of natural resources, where applicable.

• A program of implementation measures including regulations, programs, public works projects and financing measures necessary to carry out the above items.

• A discussion of the relationship of the Specific Plan to the General Plan.
apartments/townhomes with four townhomes built on the southern portion of the property; and a mixed residential development consisting of 24 single-family homes and 34 multi-family homes. The Senior Housing Community approved in this Specific Plan is limited to 289 units, less than that examined in the EIR.

In accordance with Government Code § 65457, any residential development that is developed consistent with this Specific Plan is exempt from further CEQA analysis unless an event specified in Public Resources Code § 21166 occurs as to the Specific Plan.

1.7 PROJECT DESCRIPTION

The 540 East Imperial Avenue site will be developed in substantial conformance with one of the Options described below.

Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1)

The Senior Housing Community/Multi-Family Residential (R-3) Option (Specific Plan Option 1) would consist of the following types of development, with the assisted living and senior residential both restricted to individuals fifty-five (55) years or older:

- On 5.32 acres: an assisted living development consisting of dwelling units made up of: assisted and/or independent living units which will provide common facilities such as a common kitchen and dining room, game playing area, library, exercise room, pool and restrooms, as well as individual kitchenettes which at a minimum will include a refrigerator, sink and microwave; and a senior residential development consisting of apartments and/or condominiums. The development would include a maximum of 143 assisted/independent living units and 142 senior apartments/townhomes.

- The southern .33 acres of the Project Site which fronts on Walnut Avenue would be developed under Multi-Family Residential (R-3) standards. Four (4) townhomes would be built on the remaining 0.33-acre parcel, located at the southern end of the project site. While the four townhomes are part of the 540 East Imperial Avenue Specific Plan development, they would be re-zoned and developed separately from the larger assisted/independent living complex and senior apartments/townhomes, pursuant to the Multi-Family Residential (R-3) development standards.

Mixed Residential Development Option (Specific Plan Option 2)

Under the Mixed Residential Development Option (Specific Plan Option 2) the property could be developed with a maximum of twenty-four (24) single-family and thirty-four (34) multi-family units on private streets. The multiple-family units would front East Imperial Avenue on the northern portion of the project site. The single-family residences would be located on the southern portion of the project site.

1.8 ENTITLEMENTS

The following entitlements were granted in conjunction with this Specific Plan.
4.0 LAND USE AND DEVELOPMENT STANDARDS

4.1 DISTRIBUTION AND LOCATION OF LAND USE

SENIOR HOUSING COMMUNITY/MULTI-FAMILY RESIDENTIAL (R-3) OPTION (OPTION 1)

Under this option, the southern .33 acre "tail" of the property which fronts on Walnut Avenue will be developed in accordance with the provisions of the R-3 (multi-family) zone and will be physically separated from the remainder of the Project Site.

There are two types of housing that will be developed under the Senior Housing Community: Assisted Living and Senior Residential which may be placed on the remaining 5.32 acres in substantial conformance with the approved concept site plan provided that the overall development does not exceed the total square footage and FAR set forth below and meets all of the other Development Standards set forth in Section 4.2.

The following graphical depiction provides a concept for the Senior Housing Community with Senior Housing that provides for 143 assisted and/or independent living units on the northern portion of the Project Site and 142 Senior Dwellings on the southern portion of the Project Site. The .33 acre R-3 (multi-family) "tail" piece is also shown (Exhibit 2). This concept may be modified in accordance with the procedures for minor and major modifications set forth in Section 4.3 below.
4.2 DEVELOPMENT STANDARDS

Except as otherwise provided, this Specific Plan must be administered pursuant to the ESMC. The development standards set forth herein for both development options are intended to provide flexibility in the development while providing consistency with adjacent uses.

Where this Specific Plan does not specifically regulate, development must comply with the ESMC.

AFFORDABILITY

The City of El Segundo 2009 Housing Element identified a need for affordable housing to provide for a growing senior population. As envisioned in the element, based on that need Option 1 would set aside five (5) percent of the total units as affordable units for extremely low, very low and low income senior households. The set aside is characteristic of the 55 and older senior population in the City of El Segundo which (based on the 2000 Census) represents 15.7 percent (2,519) of the total 16,033 population. Based on the Regional Housing Needs Assessment (RHNA), El Segundo is required to provide 168 additional housing units during the current housing cycle (2006-2014). The allocation of the 168 units is broken down into five categories as follows: 22 extremely low income households, 22 very low income households, 27 low income households, 28 moderate income households, and 69 above moderate income households. The City has a total of 43 units that can be credited toward the above moderate income requirements for the current 2006-2014 planning period. Option 2 would also set aside five (5) percent of the total units as affordable units, but without any age restrictions.

The units in this project will be used to meet a portion of the need in the extremely low, very low, and low income household category which represent a proportional total of 31 percent, 31 percent, and 38 percent respectively, of the total RHNA allocation for the lower income categories. These same percentages were applied to the unit totals for this project. Accordingly, if 289 units are built under Option 1, a total of 15 units would be required as follows: 4 units (31% of the total 5%) for the extremely low income senior household category; 5 units (31% of the total 5%) for the very low income senior household category; and 6 units (38% of the total 5%) for the low income senior household category. The units must be split equally between the assisted living and townhome/apartment units in the case of even numbers; in the case of odd numbers the extra units, the extra unit must be placed on the senior condominium/apartment portion of the development. If all 58 units are built under Option 2, a total of 6 units comprised of 2 units in each income category would be required (extremely low – 31% of the total 10%; very low – 31% of the total 10%; and low – 38% of the total 10%). Developer must still provide 5% set aside for the total number of units constructed for Option 1 and 10% for Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low, and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project.

The developer must submit an income and verification monitoring plan to the Director of Planning and Building Safety before building permits are issued.
4. **Setbacks**

Setbacks for single-family residential dwelling units, in accordance with ESMC Chapter 15-4A for multi-family residential dwelling units, in accordance with ESMC Chapter 15-4B.

5. **Lot Frontage**

Each lot developed with multi-family residential dwellings must have a minimum frontage on a street of 50 feet.

Each lot developed with single-family residential dwellings must have a minimum frontage on a street of 50 feet.

6. **Building Area/Floor Area Ratio (FAR)**

The maximum net floor area permitted for single-family residential buildings and multi-family residential building must comply with ESMC Chapters 15-4A and 15-4C, respectively.

7. **Off-Street Parking and Loading Spaces**

Off-street parking and loading spaces must be provided in accordance with ESMC Chapter 15-15.

**D. Timing**

Building permits cannot be issued for Option 2 until September 1, 2013.

**GENERAL DEVELOPMENT STANDARDS FOR EITHER DEVELOPMENT OPTION**

A. **Landscaping**

Landscaping must be provided as required by the existing provisions of ESMC Chapters 10-2 and 15-2.

B. **Walls and Fences**

All walls and fences must comply with ESMC § 15-2-4, Decorative masonry, open work wrought iron and similar materials are permitted. The use of chain link and razor wire is prohibited.

C. **Access**

All development projects must provide adequate access for emergency vehicles. In addition, all development projects must provide pedestrian access between buildings and transit facilities located on site and/or off site, if within adjoining public rights-of-way.
CITY COUNCIL ORDINANCE EXHIBIT C

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:
CITY CLERK
CITY OF EL SEGUNDO
350 Main Street
El Segundo, California 90245

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

DEVELOPMENT AGREEMENT
BY AND BETWEEN
THE CITY OF EL SEGUNDO
AND EL SEGUNDO UNIFIED SCHOOL DISTRICT

(540 E. IMPERIAL AVENUE SITE)

THIS AGREEMENT SHALL BE RECORDED WITHIN TEN DAYS OF EXECUTION BY
ALL PARTIES HERETO PURSUANT TO THE REQUIREMENTS OF GOVERNMENT
CODE §65868.5
4.6.4 **Site Plan Review Approval.** The Site Plan Review which must be submitted pursuant to the Specific Plan is not considered a Minor Modification to the Project or modification to the Project Approvals, provided it substantially conforms to the approved conceptual plans, and shall be processed in accordance with the provisions set forth in the Specific Plan.

4.7 **Plan Review.** The Director will review plans for each building on the Property for which a Site Plan is approved, as well as plans for signage, trash enclosures and screening and landscaping. After such review, the Director may issue a building permit, provided, however, that, notwithstanding anything to the contrary contained in the Applicable Rules, the sole purpose of such review is to verify consistency with the Development Standards, Applicable Rules and Project Approvals. The Director must approve all features which are consistent with the Development Standards, Applicable Rules, Project Approvals, and Future Approvals and does not have authority to disapprove or conditionally approve any features or matters which are consistent with or otherwise which have been specifically approved by this Agreement.

4.8 **Fees, Exactions, Mitigation Measures, Conditions, Reservations and Dedications.** All fees, exactions, mitigation measures, conditions, reservations and dedications of land for public purposes that are applicable to the Project or the Property are set forth in the Project Approvals, the Applicable Rules and this Agreement. Except as otherwise provided in this Agreement, and specifically excluding fees set by entities not controlled by City that are collected by City, City can only charge and impose those fees and exactions, including, without limitation, dedications and any other fee or tax (including excise, construction or any other tax) relating to development or the privilege of developing, which are in effect on a City-wide basis as of the Effective Date. This Section cannot be construed to limit the authority of City to charge normal and customary application, processing, and permit fees for land use approvals, building permits and other similar permits, for Future Approvals, which fees are designed to reimburse City’s actual expenses attributable to such application, processing and permitting and are in force and effect on a City-wide basis at such time as applications for such approvals are filed with City. Developer shall not be required to pay any City development impact fees for any of the affordable units.

4.9 **Use of Easements.** Notwithstanding the provisions of the Applicable Rules, easements dedicated for vehicular and pedestrian use are permitted to include easements for underground drainage, water, sewer, gas, electricity, telephone, cable, environmental remediation and other utilities and facilities so long as they do not unreasonably interfere with pedestrian and/or vehicular use.

4.10 **Timing of Development.** In *Pardee Construction Co. v. City of Camarillo (Pardee)*, 37 Cal.3d 465 (1984), the California Supreme Court held that the failure of the parties therein to provide for the timing or rate of development resulted in a later-adopted initiative restricting the rate of development to prevail against the parties’ agreement. City and Developer intend to avoid the result in *Pardee* by acknowledging and providing that Developer has the right, without obligation, to develop the Property in such order and at such rate and times as Developer deems appropriate within the exercise of its subjective business judgment subject to the term of this Agreement. However, should Developer choose to develop under Option 2 of the Specific Plan, building permits may not be obtained until September 1, 2013.
5.2 Development Fees. Subject to the provisions of Section 4.8 above, Developer must pay the development fee amounts identified in attached Exhibit “C,” which is incorporated by reference.

5.3 Affordable Housing. Developer must provide for a 5% set aside for low (38% of the total 5%), very low (31% of the total 5%) and extremely low (31% of the total 5%) income qualified, senior households for Option 1, and a 10% set aside for low (38% of the total 10%), very low (31% of the total 10%) and extremely low (31% of the total 10%) income qualified households for Option 2 as represented in Exhibit D. Nothing herein requires Developer to build the exact amount of housing, including affordable housing, set forth in Exhibit D. Developer must provide 5% set aside for the total number of units constructed for Option 1 and 10% set aside for the total number of units constructed Option 2 should fewer units than the maximum allowed be constructed. The units must be distributed in the same percentage ratios as specified above in the low, very low and extremely low income categories. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage.

5.3.1 Affordable housing units that are required based on the single-family dwelling component of Option 2 may be satisfied by developing the requisite number of units in other components of the Project.

5.4 Processing Fees. Subject to the provisions of Section 4.8 above, on the Effective Date of this Agreement, Developer must pay all reasonable and outstanding City processing, legal and environmental processing costs related to the Project and the preparation of this Agreement, if any.

5.5 Maintenance Obligations. Developer must maintain all portions of the Property in its possession or control, and any improvements thereon, in a clean, neat and orderly manner. Developer’s maintenance obligations survive any termination or expiration of this Agreement.

5.6 Term of Map(s) and Other Project Approvals. Pursuant to Government Code §§ 66452.6(a) and 65863.9, the term of any subdivision or parcel map that has been or in the future may be processed on all or any portion of the Property and the term of each of the Project Approvals will be extended for a period of time through the scheduled termination date of this Agreement as set forth in Section 4.13 above.

5.7 Sales and Use Tax.

5.7.1 In the event the contract price for any work on the Project is valued at five million dollars ($5,000,000) or more, Developer agrees to report, on a State Board of Equalization Tax Return, any purchases of tangible personal property made in connection with the finishing of and/or installation of materials, or fixtures for the Project, when such purchases were made without sales or use tax due. Developer must indicate the City as a registered job site location on the State Board of Equalization Tax Return. In such event, Developer must also obtain a permit or a sub-permit from the State Board of Equalization indicating the City as the
### 540 EAST IMPERIAL AVENUE SPECIFIC PLAN

**HOUSING SET ASIDE – 5% Option 1/10% Option 2**

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<th></th>
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<tr>
<td>Total 15% Set Aside</td>
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*The unit totals shown by income category in this table represent the proportional percentage of the City's total Regional Housing Needs Assessment (RHNA) allocation for the lower income categories shown. In this case, the RHNA allocation for the combined lower income categories is 71 total units. The Extremely Low income category represents 31 percent of the total allocation; the Very Low income category represents 31 percent of the total allocation and the Low Income category represents 38 percent of the total RHNA allocation. These same percentages were applied to the unit totals for this project.*
CONDITIONS OF APPROVAL

In addition to all applicable provisions of the El Segundo Municipal Code ("ESMC"), the El Segundo Unified School District, agrees to comply with the following provisions as conditions for the City of El Segundo’s approval of Environmental Impact Report for Environmental Assessment (EA No. 890), General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, and Subdivision 10-01 for Vesting Tentative Map Nos. 71410 and 71582 ("Project Conditions").

Planning and Building Safety Department

1. Before building permits are issued, the applicant must submit plans demonstrating substantial compliance with the plans and conditions of approval on file with the Planning and Building Safety Department. A maximum of 289 units are permitted in Option 1 and a maximum of 58 units in Option 2. Any subsequent modification to the project as approved, including the site plan, floor plan, elevations, landscaping and materials, must be referred to the Director of Planning and Building Safety to determine whether the Planning Commission should review the proposed modification.

2. Before building permits are issued, the applicant must obtain all the necessary approvals, licenses and permits and pay all the appropriate fees as required by the City.

3. The applicant must comply with all mitigation measures identified in the Final Environmental Impact Report prepared for the Project. A Mitigation Monitoring and Reporting Program (MMRP) was prepared as part of the environmental review for the project and is attached as Exhibit “B” to this Resolution. The mitigation measures of the MMRP are incorporated into these conditions of approval by reference. All mitigation measures and conditions of approval must be listed on the plans submitted for plan check and the plans for which a building permit is issued.

4. Any changes to the colors and materials of the exterior façade of the building must be in compliance with the 540 East Imperial Avenue Specific Plan Section 4.2(F) Development Standards and approved to the satisfaction of the Director of Planning and Building Safety.

-1-
with one Kiosk located in the senior portion of the project and the second kiosk located in the assisted living facility to the satisfaction of the Director of Planning and Building Safety. One kiosk must be provided in Option 2 in the senior housing/multi-family portion of the project site to the satisfaction of the Director of Planning and Building Safety.

9. Trash and recycling enclosures must be provided and shown on the site plan that are sufficiently large enough to store the necessary bins required for the regular collection of commercial solid waste and recyclable materials. The site plan with the location and dimensions of the trash and recycling enclosure and an elevation view of the enclosure must be provided to the Planning and Building Safety Department for review and approval before the City issues building permits. Separate trash and recycling facilities must be provided for each of the three components of Option 1 (senior housing, assisted living and multi-family). Separate trash and recycling enclosures must be provided for the multi-family portion of Option 2.

10. Ground level mechanical equipment, refuse collectors, storage tanks, generators, and other similar facilities must be screened from view with dense landscaping and walls of materials and finishes compatible with the overall design of the project and any ancillary buildings.

11. Exterior lighting must be designed to minimize off-site glare.

12. The building must be designed to comply with all ESMC standards for the attenuation of interior noise.

13. Before the City issues a Certificate of Occupancy the applicant must provide the Planning and Building Safety Department a status report on the Leadership in Energy and Environmental Design (LEED) certification process that includes the GBCI scorecard. The Director of Planning and Building Safety will determine if the items identified on the scorecard and report, show a good faith effort to obtain LEED certification and warrant release of this condition. Within one month of receiving LEED certification, the applicant must furnish proof of certification to the Planning and Building Safety Department.

14. The applicant agrees to set aside 5% of the total number of units constructed for Option 1. The units must be distributed as follows: 31% of the total 5% for the extremely low income senior household category; 31% of the 5% for the very low income senior household
category; and 38% of the 5% for the low income senior household category to be split equally between the assisted living and condominium/apartment units. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

15. The applicant agrees to set aside 10% of the total number of units constructed for Option 2. The units must be distributed as follows: 31% of the total 10% for the extremely low income senior household category; 31% of the 10% for the very low income senior household category; and 38% of the 10% for the low income senior household category to be split equally between the multi-family condominium/apartment units. Any affordable housing units that are required based on the single-family component of Option 2 may be satisfied by developing the requisite number of units in other components of the project. Percentages for the total number of units and for each income category must be calculated by rounding to the nearest whole number not to exceed the maximum required percentage. The Developer must submit an income verification monitoring plan to the Director of Planning and Building Safety before issuance of Certificate of Occupancy.

16. The applicant must provide a marketing implementation plan that includes, without limitation, notification to residents of El Segundo regarding the availability of affordable housing in the project, eligibility requirements, application requirements, and access to application materials to the satisfaction of the Director of Planning and Building Safety.

17. A minimum of two building materials must be provided in each component of each project option (Option 1 and Option 2) to the satisfaction of the Director of Planning and Building Safety.

18. The project must meet all design criteria of the Specific Plan to the satisfaction of the Director of Planning and Building Safety.

Building Division Conditions

19. Before building permits are issued, the applicant must submit a geotechnical/soils report, along with an associated grading plan that addresses the current code to the Planning and Building Safety Department for review and approval.
By signing this document, Geoff Yantz on behalf of the El Segundo Unified School District, certifies that he read, understands, and agrees to the Project Conditions listed in this document.

Geoff Yantz, Superintendent
El Segundo Unified School District
ESUSD
540 E. Imperial Avenue
Conceptual Disposition Schedule

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IF NO Viable Offers - PURSUE OPTION 2

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<td>Earliest Permit Date</td>
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</table>
Christensen, Kimberly

From: Geoff Yantz
Sent: Tuesday, March 13, 2012 9:28 AM
To: Christensen, Kimberly
Subject: FW: Imperial Field School

Geoff Yantz, Ed.D.
Superintendent
El Segundo Unified School District
641 Sheldon Street
El Segundo, CA
90245
(wk) 310-615-2650 ext: 225

Visit our website: www.elsegundousd.net

This email message is for the sole use of the intended recipient(s) and may contain privileged and confidential information. Any unauthorized review, use, disclosure or distribution is prohibited. If you are not the intended recipient, please contact the sender by reply email and destroy all copies of the original message. Thank you.

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From: Jim Boulgarides [mailto:jboulgarides@msn.com]
Sent: Monday, March 12, 2012 5:33 PM
To: Geoff Yantz
Subject: Imperial Field School

Geoff,

I am encouraged by our discussions regarding our attempts to find an alternative to the Imperial field in the case it is developed. The possibility of locating a new field for Challengers at an El Segundo school seems very promising, and I look forward to pursuing it.

I am certain that if we lose Imperial we will be able to find another place to accommodate not only our Challengers but the many other ESLL players that currently use the great field over at Imperial. I appreciate that you are aware of the importance of our Challengers program, and what a valuable asset the field is to not just our Challengers, but many other ESLL players.

I think the Imperial project will be a real move forward for El Segundo Schools and the city at large.

I look forward to working with you as the Imperial project moves forward.

Best regards,
Jim Boulgarides
President,
El Segundo Little League
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**TOTAL WARRANTS**  
$665,593.72

---

**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.*

I certify 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.

**CODES:**

- **R** = Computer generated checks for all non-emergency/urgent payments for materials, supplies and services in support of City Operations

- **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 returns, contract employee services contract 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** [Signature]  
**DATE:** 3/1/2012

**CITY MANAGER** [Signature]  
**DATE:** 3/5/12

**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
#### 2/17/12 THROUGH 3/01/12

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**DATE OF RATIFICATION: 03/20/12**

**TOTAL PAYMENTS BY WIRE:**

618,100.90

Certified as to the accuracy of the wire transfers by:

**Deputy City Treasurer**

Deborah Cullen

Date: 3/1/12

**Director of Finance**

Date: 3/1/12

**City Manager**

Date: 3/5/12

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
TUESDAY, MARCH 6, 2012 – 5:00 P.M.

5:00 P.M. SESSION

CALL TO ORDER – Mayor Busch at 5:00 p.m.

ROLL CALL

Mayor Busch - Present
Mayor Pro Tem Fisher - Present
Council Member Fuentes - Present
Council Member Jacobson - Present
Council Member Brann - Present

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.

SPECIAL ORDER OF BUSINESS:

1. Consideration and possible action to appoint the City Attorney as labor negotiator with regard to the City Manager position.

MOTION by Council Member Jacobson, SECONDED by Mayor Pro Tem Fisher to appoint Mark Hensley, City Attorney as labor negotiator with regard to the City Manager position. MOTION PASSED BY UNANIMOUS VOICE VOTE. 5/0

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) -1- matter

City of El Segundo vs. City of Los Angeles, et. al. LASC Case No. BS094279

CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant exposure to litigation pursuant to Government Code §54956.9(b): -2- matter.

Claim 10-35 - Wyle
Claim 12-12 - Willmore

Initiation of litigation pursuant to Government Code §54956.9(c): -1- matter.

DISCUSSION OF PERSONNEL MATTERS (Gov't Code §54957): - 0- matter

APPOINTMENT OF PUBLIC EMPLOYEE (Gov't. Code § 54957) -1- matter

Position:  City Manager

CONFERENCE WITH CITY'S LABOR NEGOTIATOR (Gov't Code §54957.6): -1- matters

Unrepresented Employee:  City Manager
City's Negotiator:  City Attorney

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Gov't Code §54956.8): -0- matters

Council recessed at 6:50 p.m.
7:00 P.M. SESSION

CALL TO ORDER – Mayor Busch at 7:00 p.m.

INVOCATION – Father Alexei Smith, St. Andrew Russian Greek Catholic Church

PLEDGE OF ALLEGIANCE – Council Member Carl Jacobson

PRESENTATIONS

(a) Mayor Busch presented a Proclamation to the Tree Musketeers proclaiming March 10, 2012 as California Arbor Day.

(b) Chevron Presentation to the Tree Musketeers as sponsor for Arbor Day.

ROLL CALL

Mayor Busch - Present
Mayor Pro Tem Fisher - Present
Council Member Fuentes - Present
Council Member Jacobson - Present
Council Member Brann - 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.

Linda Cohen, El Segundo Concert Band, spoke regarding their upcoming Concert at the El Segundo Performing Arts Center.

Marc Rener, resident, spoke about the former City Manager’s lawsuit against the City.

Mike Robbins, resident, spoke regarding his time on the City Council from 1992 to 1996 and the former City Manager’s lawsuit against the City.

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

MOTION by Council Member Brann, SECONDED by Council Member Jacobson to read all ordinances and resolutions on the Agenda by title only. MOTION PASSED BY UNANIMOUS VOICE VOTE. 5/0

B. SPECIAL ORDERS OF BUSINESS (PUBLIC HEARING)

1. Consideration and possible action to open a public hearing and receive testimony to: 1) approve Environmental Assessment No. 890 certifying the Environmental Impact Report (EIR) for the 540 East Imperial Avenue Specific Plan Project including the Mitigation Monitoring and Reporting Program (MMRP); 2) adopt a Statement of Overriding Considerations; and 3) approve General Plan Amendment No. 10-03, Specific Plan No. 10-03, Zone Change No. 10-01, Zone Text Amendment No. 10-06, Development Agreement No. 10-02, Subdivision No. 10-01 for Vesting Tentative Map (VTM) No. 71410 (7 lots) and VTM No. 71582 (31 lots) with conditions. Applicant: El Segundo Unified School District (ESUSD) (Fiscal Impact: N/A)

Clerk Domann stated that proper noticing of the hearing was done and no written communications had been received in the City Clerk's Office.

Kim Christenson, Planning Manager gave a report and noted the following changes to the Ordinance:

SECTION 10: ESMC § 15-3-1 is amended to delete "PRD planned residential development zone."

SECTION 11: ESMC Chapter 15-4D is deleted in its entirety.

Jeff Yantz, El Segundo Unified School District Superintendent, spoke regarding the project.

Mr. Massori, Consultant, gave a presentation and addressed Council questions.

Tim Truax, resident, spoke in favor of the project.

Ron Swanson, resident, spoke in favor of the project.

Council consensus to close the public hearing.

Mark Hensley, City Attorney, read by title only:

RESOLUTION

A RESOLUTION CERTIFYING AN ENVIRONMENTAL IMPACT REPORT FOR ENVIRONMENTAL ASSESSMENT NO. 890; ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPTING GENERAL PLAN AMENDMENT
NO. 10-03 FOR THE 540 EAST IMPERIAL AVENUE SPECIFIC PLAN PROJECT 540 EAST IMPERIAL AVENUE.

MOTION by Mayor Busch, SECONDED by Mayor Pro Tem Fisher to adopt the Resolution. MOTION FAILED BY THE FOLLOWING VOTE: AYES: MAYOR BUSCH AND MAYOR PRO TEM FISHER; NOES: COUNCIL MEMBERS BRANN, FUENTES, AND JACOBSON. 2/3

Council directed staff to return with this item at the March 20, 2012 meeting with an analysis of the impact of a 5% and 10% reduction in affordable units, a plan to delay implementation of Option 2 in order to create a preference for Option 1, and address the Challenger Field issue.

C. UNFINISHED BUSINESS

2. Consideration and possible action to discuss and receive testimony regarding establishment of priority projects for implementation of the South Bay Bicycle Master Plan. Applicant: City Initiated (Fiscal Impact: Varies based upon direction)

Sam Lee, Interim Planning and Building Safety Director and Paul Samaras, Planner, gave a report.

MOTION by Mayor Busch, SECONDED by Council Member Brann to approve the bikeway implementation priority categories and ranking, pursue grant funding opportunities, and discuss funding options at the next Strategic Planning Session. MOTION PASSED BY UNANIMOUS VOICE VOTE. 5/0

D. REPORTS OF COMMITTEES, COMMISSIONS AND BOARDS

3. Consideration and possible action to receive and file a status report from the Disaster Council. (Fiscal Impact: N/A)

Mitch Tavera, Police Chief and Kevin Smith, Fire Chief gave a status report.

Council received and filed the status report.

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. Approved Warrant Numbers 2586321 to 2586511 on Register No. 10 in the total amount of $402,120.89 and Wire Transfers from 2/3/12 through 2/16/12 in the total amount of $2,313,856.43. 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.

6. PULLED FROM THE AGENDA BY STAFF

7. Authorized the Interim City Manager to execute Agreement No. 4230 - C1100164 with the State of California Franchise Tax Board for the sharing of business tax information. (Fiscal Impact: N/A)

8. Accepted the work as complete on the project for the installation of surveillance equipment at the City Police Station. Project No.: PW 11-03. (Fiscal Impact: $56,520.87) Authorized the City Clerk to file a Notice of Completion in the County Recorder’s Office.

9. Reject the bid received on February 21, 2012 for Installation of Fiber Optic Cable (Phase 2 for future I-Net) for non-City Hall City Facilities and approved rebidding the project following Scope of Work modifications. Project No. PW 11-13, Approved Capital Improvement Project. (Fiscal Impact: $130,000.00) Authorized staff to re-advertise the project for receipt of Construction Bids.

10. Approved the continuation of the steps necessary to complete the emergency repair and replacement of the netting and poles at "The Lakes" Golf Course Driving Range. Fiscal Impact: $420,000.00)

MOTION by Council Member Brann, SECONDED by Mayor Pro Tem Fisher to approve Consent Agenda items 4, 5, 7 8, 9, and 10. MOTION PASSED BY UNANIMOUS VOICE VOTE. 5/0

CALL ITEMS FROM CONSENT AGENDA

F. NEW BUSINESS

G. REPORTS – CITY MANAGER - Congratulated Fire Chief Smith on his Chamber Award as Public Servant of the Year. Noted that he would like to hold study sessions on future large development projects.

H. REPORTS – CITY ATTORNEY - NONE

I. REPORTS – CITY CLERK - Announced Vote-By-Mail ballots for the April 10th General Municipal Election will be mailed starting on March 12th, the last day to request a Vote-By-Mail ballot was April 3rd, and the last day to register to vote was March 26th.

Also noted incorrect information was circulating in the community regarding how to request a Vote-By-Mail ballot for this election. Applications must be the El Segundo version and must be mailed or delivered to the City Clerk’s Office at City Hall. Application is available in the City Clerk’s Office and will be posted to the website by the end of the week.

J. REPORTS – CITY TREASURER - NONE
K. REPORTS – CITY COUNCIL MEMBERS

Council Member Fuentes – Reported on her recent South Bay Council of Government’s Conference.

Council Member Brann – Announced Day Light Savings starts this Sunday.

Council Member Jacobson – Reported on Supervisor Kanabe’s recent Reception for elected officials. MAX bus system committed reserve money to budget operation through June 30, 2013.

Mayor Pro Tem Fisher – NONE

Mayor Busch – Requested staff bring forward an item at the next meeting regarding a budget for the Sister City Program and appointing a former elected official for travel to Guaymas if no current elected official was available.

Reported on the recent Chamber Mixer, the Cruise Car Show on Main Street, and Little League Opening Day.

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.

Tim Truax, resident, spoke regarding the Council’s decision on the Imperial Street School Site Project.

Mike Robbins, resident, spoke in favor Council’s decision to address the Imperial Street School Site at the next Council meeting.

Mark Rener, resident, spoke regarding top employers in El Segundo, the former City Manager, and the Bicycle Path Master Plan and potential conflict of interest.

Dave Atkinson, resident, spoke regarding the Imperial Street School Site discussion.

MEMORIALS – NONE

CLOSED SESSION – NONE

ADJOURNMENT at 9:46 p.m.
Cathy Domann, Deputy City Clerk
AGENDA DESCRIPTION:

Consideration and possible action to waive the formal bidding process and purchase two portable Automated License Plate Recognition (ALPR) systems for the EL Segundo Police Department, using funds from the 2009 Buffer Zone Protection Program Grant (BZPP). (Fiscal Impact: $99,810)

RECOMMENDED COUNCIL ACTION:

1. Pursuant to EL Segundo Municipal Code Section 1-7-10, waive the formal bidding process and purchase portable ALPR systems from PIPS Technology.

2. Approve the purchase of two portable ALPR trailers using funds from the 2009 BZPP grant.

3. Alternatively, discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:

Quote from PIPS Technology.

FISCAL IMPACT:

Amount Budgeted: $99,810
Additional Appropriation: N/A
Account Number(s): 124-400-3101-8104 (BZPP Grant Fund)

ORIGINATED BY: Brian Evanski, Captain
REVIEWED BY: Mitch Tavera, Police Chief
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:

In June of 2010, the EL Segundo Police Department was awarded $194,000 in reimbursable BZPP grant funds from the State of California, Office of Homeland Security (OHS). These grant funds must be utilized to purchase specific items outlined in the Authorized Equipment List (AEL), published by the FEMA Grant Programs Directorate, Department of Homeland Security. Portable Automated License Plate Recognition (ALPR) trailers are authorized for purchase under the BZPP grant guidelines.

ALPR systems capture vehicle license plates, then analyze and search a data base to provide law enforcement officers information related to the specific vehicles. The ALPR is a critical tool to aid in the detection of suspects before they commit crimes, assist with the investigation after a crime has been committed, and provide a protection and prevention element for key locations and critical infrastructures.
The El Segundo Police Department currently has two patrol cars equipped with ALPR systems from PIPS Technology. PIPS Technology utilizes proprietary software to capture license plate information, then link and share data with other local municipal police departments and the Los Angeles County Sheriff's Department. The ability to share data amongst the various law enforcement agencies is key to the success of ALPR systems.

The Police Department would like to supplement its existing PIPS ALPR equipped patrol units with two portable PIPS equipped ALPR trailers. This will allow the Department to deploy ALPR equipment in critical areas of the city for extended periods of time. These trailers are powered by solar panels, thus eliminating the need to refuel. Further, the PIPS ALPR systems will relay vital information in real time through cellular technology to both desktop and smart phones for rapid response by law enforcement personnel.

Staff is requesting approval to purchase this technology from PIPS Technology to ensure uniformity in data sharing within the City and with our law enforcement partners.
<table>
<thead>
<tr>
<th>QTY</th>
<th>DESCRIPTION</th>
<th>PRICE</th>
<th>EXTENDED</th>
</tr>
</thead>
<tbody>
<tr>
<td>2</td>
<td>Custom ALPR Speed Trailer SLATE-950-LE-SST - Furnish trailer and install TWO SLATE dual lens cameras with IR and color overview; all custom camera cabling; PIPS ALPR processor-cellular router, GPS module, monitor and keyboard PAGIS and ALPR software installed on the processor; Message sign solar panels and six battery backup. 3 to 4 days of use before charge depending on amount of sunlight available.</td>
<td>$44,694</td>
<td>$89,388</td>
</tr>
<tr>
<td>2</td>
<td>PIPS SRVC-FE MOBILE – ON SITE configuration, training and commissioning</td>
<td>$700</td>
<td>$1,400</td>
</tr>
<tr>
<td>2</td>
<td>Additional year of extended warranty for two full years of coverage. Covers PIPS components only. Trailer warranty is through Decatur Electronics.</td>
<td>INCLUDED</td>
<td></td>
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<tr>
<td></td>
<td>Freight</td>
<td>$1,200</td>
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<td>$89,388@8.75%</td>
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<td></td>
<td><strong>TOTAL:</strong></td>
<td><strong>$99,209.45</strong></td>
<td></td>
</tr>
</tbody>
</table>

 Scope of Work:

Our quote **includes** configuration and optimization for the speed trailers and mobile LPR systems. During that time, you or the appropriate personnel will receive training on both PAGIS and your existing BOSS by our representatives.

All PIPS equipment hardware and software is covered by a one-year parts and labor warranty. Maintenance agreements are available for both our hardware and software products. These agreements supply you with upgrades and improvements to our OCR engine for enhanced plate detection capabilities and software upgrades for BOSS and PAGIS in addition to all hardware sold by PIPS Technology, Inc. (cameras, processor, cables, connectors and/or touch screen monitor).
AGENDA DESCRIPTION:

Consideration and possible action regarding acceptance of a project for the emergency repair and replacement of the netting and poles at "The Lakes" Golf Course Driving Range; Contract No. 4215. (Fiscal Impact: $420,000.00)

RECOMMENDED COUNCIL ACTION:

1. Accept the work as complete.
2. Authorize the City Clerk to file a Notice of Completion with the County Recorder's Office.
3. Authorize the transfer of $139,000 from the General Fund's undesignated reserve to the Facilities Maintenance Fund (405 Account) for the balance of the emergency repair.
4. Alternatively, discuss and take other possible action related to this item.

ATTACHED SUPPORTING DOCUMENTS:

FISCAL IMPACT: Budget Adjustment Required

Amount Budgeted: $0
Additional Appropriation: Yes $139,000

Account Number(s):
503-400-5301-8104 ($137,161) - Golf Course Enterprise: Capital/Equipment
601-400-5301-8104 ($45,000) - Equipment Replacement: Capital/Equipment
405-400-0000-6215 ($139,000) - Facilities Maintenance: Repair/Maintenance

ORIGINATED BY: Stephanie Katsouleas, Public Works Director
REVIEWED BY: Bob Cummings, Parks and Recreation Director
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:

On December 6, 2011, City Council adopted Resolution No. 4765 and authorized staff to proceed with the repair and replacement of "The Lakes" Golf Course Driving Range netting and poles that were damaged in the November 30th wind storm. Judge Netting completed installation of the poles and netting on February 24th and the chain link fence on March 7th in accordance with the plans and specifications. The work has received all inspection approvals and is now complete. The final construction cost is $418,161, which is funded through the following sources:

$ 97,000 Insurance
$182,161 Golf Course Fund (various accounts)
$139,000 General fund undesignated reserve
$418,161 Total

Staff recommends that City Council accept the work as complete and authorize the City Clerk to file a Notice of Completion with the County Recorder's Office.
NOTICE OF COMPLETION OF CONSTRUCTION PROJECT

Project Name: Repair/Replacement of Netting and Poles at “The Lakes” Golf Course Driving Range
Project No.: Contract No. 4215

Notice is hereby given pursuant to State of California Civil Code Section 3093 et seq that:

1. The undersigned is an officer of the owner of the interest stated below in the property hereinafter described.

2. The full name of the owner is: City of El Segundo

3. The full address of the owner is: City Hall, 350 Main Street, El Segundo, CA, 90245

4. The nature of the interest of the owner is: Public Facilities

5. A work of improvement on the property hereinafter described was field reviewed by the City Engineer on March 7, 2012. The work done was: Replacement of the poles and netting at The Lakes golf course driving range.

6. On March 20, 2012, City Council of the City of El Segundo accepted the work of this contract as being complete and directed the recording of this Notice of Completion in the Office of the County Recorder.

7. The name of the Contractor for such work of improvement was: Judge Netting, Inc.

8. The property on which said work of improvement was completed is in the City of El Segundo. County of Los Angeles, State of California, and is described as follows: El Segundo Golf Course and Driving Range.

9. The street address of said property is: 400 S. Sepulveda Blvd.

Dated: ____________________________
Stephanie Katsouleas
Public Works Director

VERIFICATION

I, the undersigned, say: I am the Director of Public Works/City Engineer of the City El Segundo, the declarant of the foregoing Notice of Completion; I have read said Notice of Completion and know the contents thereof; the same is true of my own knowledge.

I declare under penalty of perjury the foregoing is true and correct.

Executed on _________________, 2012 at El Segundo, California.

____________________________
Stephanie Katsouleas
Public Works Director
AGENDA DESCRIPTION:

Consideration and possible action to (1) reject the bid from Solis Lighting Electrical Solutions as non-responsive due to a mathematical mistake, (2) award a standard Public Works Contract to the lowest responsible bidder, J. Kim Electric, Inc., for the City of El Segundo Energy Efficiency Lighting Retrofit Project and (3) amend Resolution No. 4644 to amend Attachment A attached thereto, the list of energy efficiency projects, to be consistent with the California Energy Commission (CEC) Grant Agreement Number CBG-9-155 A.1. Project No.: PW 12-01. (Fiscal Impact: $87,999.60)

RECOMMENDED COUNCIL ACTION:

1. Reject the bid from Solis Lighting Electrical Solutions for being non-responsive.
2. Authorize the City Manager to execute a standard Public Works Contract in a form as approved by the City Attorney with J. Kim Electric, Inc., in the amount of $87,999.60.
3. Amend resolution No. 4644 adopting the draft resolution.
4. Alternatively, discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:

Resolution

FISCAL IMPACT: Included in Adopted Budget

Amount Requested: $98,107.00
Additional Appropriation: No
Account Number(s): 124-400-3727-6206: Federal Grants Fund

ORIGINATED BY: Maryam M. Jonas, Principal Engineer
REVIEWED BY: Stephanie Katsouleas, Public Works Director
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:

The City Council approved plans and authorized staff to advertise a project for the Energy Efficiency Lighting Retrofit Project, funded by the American Recovery and Reinvestment Act (ARRA). On March 6, 2012, the City Clerk received and opened nine (9) bids as follows:

1. Solis Lighting Electrical Solutions $84,693.06
2. J. Kim Electric, Inc. $87,996.60
3. E. Avico, Inc. $93,952.50
4. California Retrofit, Inc. $95,889.27
5. Gamma builders, Inc. $104,184.00
6. Power Technology Electric Co., Inc. $114,277.05
7. Premier Developing Services, Inc. $123,747.10
8. J.F.L. Electric, Inc. $133,842.30
9. Beta Group Inc. $172,410.00

Review of the Solis Lighting Electrical Solutions bid package indicated a mathematical error by the bidder that increased the bid amount by 3,917.30 and thus Solis Lighting Electrical Solutions is not the lowest responsible bidder. The actual lowest bid proposal was received by J. Kim Electric, Inc., and that bid was determined to be conforming. Staff has verified J. Kim Electric, Inc.'s references and received favorable responses. We recommend awarding the contract to the lowest responsible bidder in the amount of $87,999.60. The total amount ($98,107.00) requested includes the contract amount and an additional $10,107.40 for construction related contingencies.

The cost of the project is covered by the American Recovery and Reinvestment Act (ARRA) and implemented by CEC as part of the Energy Efficiency and Conservation Block Grant Program (EECBG) in the amount of $90,691 with a cost share rebate from SCE for up to $18,032. The project will install occupancy sensors at City Hall, Police and Fire as well as upgrade interior and exterior lighting at the Fire Department, Library, Police Station, Recreation Park, Maintenance Yard and Water Plant. These upgrades will continue to help the City reduce electricity usage and thus our carbon footprint.

The original work plan approved under Resolution No. 4644 for this grant was submitted to CEC in 2010. After initiating the design process, it was determined that some of the energy retrofit items specified in the original work plan were not available and the actual cost of implementing the project was three times more than the estimated cost submitted to CEC. Subsequently, staff submitted a new revised work plan for which the project is being awarded. The new resolution would amend attachment A to reflect the revised work plan and to authorize the City Manager to make amendments to this work plan as necessary to implement the purpose of this grant.
RESOLUTION NO.____

A RESOLUTION AMENDING RESOLUTION NO. 4644 APPROVING A REVISED LIST OF ENERGY EFFICIENCY PROJECTS AND AUTHORIZING THE CITY MANAGER TO APPROVE AMENDMENTS THERETO, AS NECESSARY, TO EFFECTUATE THE PURPOSES OF THE GRANT FUNDS OBTAINED FROM THE CALIFORNIA ENERGY COMMISSION

SECTION 1: The City Council of the City of El Segundo does hereby find and declare as follows:

A. The City Council of the City of El Segundo adopted Resolution No 4644 on February 16, 2010 authorizing the City Manager or designee to apply for, receive and appropriate grant funds through the California Energy Commission to implement energy efficiency improvements at El Segundo City Hall;

B. Resolution No. 4644 also authorized the City Manager to apply for and take all necessary steps to obtain a grant to be used for the purpose of funding the improvements in Attachment “A” attached thereto;

C. The improvements identified in Attachment “A” to Resolution No. 4644 required revision due to funding constraints and other circumstances, so a revised list of energy efficiency improvements was developed and is attached to this Resolution as Attachment “A”; and

D. The City Council finds that the revised list of energy efficiency improvements set forth in the revised Attachment “A” is exempt from review under the California Environmental Quality Act.

SECTION 2: Attachment “A” to Resolution No. 4644 is hereby amended and replaced in its entirety with the Attachment “A” attached to this Resolution listing proposed energy efficiency improvements at the City of El Segundo.

SECTION 3: The City Manager is authorized to approve amendments to the list of energy efficiency improvements identified in the revised Attachment “A,” as necessary, to effectuate the purposes of the grant funds from the California Energy Commission.

SECTION 4: This resolution will take effect immediately upon adoption and will remain effective unless superseded or repealed.

PASSED AND ADOPTED this 20th day of March, 2012.

Eric Busch, Mayor
APPROVED AS TO FORM:

________________________________________
Elizabeth M. Calciano,
Deputy City Attorney

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 of said City, and attested to by the City Clerk of said City, all at a regular meeting of said Council held on the 20th day of March, 2012, and the same was so passed and adopted by the following vote:

AYES:
NOES:
ABSENT:
ABSTAIN:

________________________________________
City Clerk
<p>| Facilities                          | Measure Description               | Qty | Operating Hours | Savings kWh | Incentive | Unit cost | Measure Cost | Assumed Utility Rate | Simple Payback |
|------------------------------------|-----------------------------------|-----|-----------------|-------------|-----------|-----------|--------------|---------------------|----------------|-----------------|
| Police Department (Interior)       | Add Occ. Sensors                  | 50  | 8,760           | 5.60        | 49,056.0  | $3,012.80 | $88.46       | $4,423.08           | $0.13           | 0.22            |
| Police Department, Library,        | 65W Incan to 18W CFL              | 57  | 4,380           | 0.00        | 9,736.7   | $0.00     | $7.07        | $402.80             | $0.13           | 0.32            |
| Firehouse Remodel, Sheldon         | (Screw-In)                        |     |                 |             |           |           |              |                     |                 |                 |
| Clubhouse (Interior)               |                                   |     |                 |             |           |           |              |                     |                 |                 |
| Fire Station (Interior)            | Add Occ. Sensors                  | 20  | 8,760           | 1.40        | 12,264.0  | $753.20   | $88.46       | $1,769.23           | $0.13           | 0.64            |
| Police Department Garage           | 175W MH to EXT5 2FT T5 Fix        | 6   | 8,760           | 0.97        | 8,462.2   | $519.71   | $224.62      | $1,347.69           | $0.13           | 0.75            |
| (Interior)                         |                                   |     |                 |             |           |           |              |                     |                 |                 |
| Sheldon Clubhouse (Exterior)       | 1000W MH Fix to 4ft T5 Fix        | 1   | 4,380           | 0.00        | 3,648.5   | $182.43   | $693.85      | $693.85             | $0.13           | 1.08            |
|                                   | (EXTS 4ft-4L)                     |     |                 |             |           |           |              |                     |                 |                 |
| Police Department Holding Cells    | 70W MH &amp; 40W Inc. Night Light to  | 34  | 8,760           | 2.11        | 14,594.2  | $940.51   | $127.73      | $4,342.93           | $0.13           | 1.79            |
| (Interior)                         | 26W CFL w/ Screw-in 13W CFL       |     |                 |             |           |           |              |                     |                 |                 |
| Water District Old Pump House      | 150W Incan to 32W CFL             | 12  | 1,095           | 1.39        | 1,524.2   | $0.00     | $30.00       | $360.00             | $0.13           | 1.82            |
| (Interior)                         | (screw-in)                        |     |                 |             |           |           |              |                     |                 |                 |
| Water District Building, Sheldon   | 175W MH to EXT5 2FT T5 Fix        | 18  | 4,380           | 2.90        | 12,693.2  | $924.46   | $224.62      | $4,043.08           | $0.13           | 1.89            |
| Baseball (Exterior)                |                                   |     |                 |             |           |           |              |                     |                 |                 |
| Sheldon Park (Exterior)            | 1000W MH Fix to 4ft T5 Fix        | 48  | 4,380           | 0.00        | 153,265.0 | $7,663.25 | $963.08      | $46,227.69          | $0.13           | 1.94            |
|                                   | (EXTS 4ft-4L)                     |     |                 |             |           |           |              |                     |                 |                 |
| Sheldon Baseball Concession Stand  | 60W Incan to 18W CFL              | 5   | 4,380           | 0.00        | 744.6     | $37.23    | $34.00       | $1,700.00           | $1.13           | 1.98            |
| (Exterior)                         | (pinned)                          |     |                 |             |           |           |              |                     |                 |                 |
| City Hall (Interior)               | Add Occ. Sensors                  | 22  | 2,000           | 2.52        | 5,040.0   | $504.00   | $88.46       | $1,946.15           | $0.13           | 2.20            |
| Water District Building, Sheldon   | 100W HPS to 26W CFL (pinned)       | 3   | 4,380           | 0.00        | 459.9     | $23.00    | $267.14      | $801.43             | $0.13           | 13.02           |
| Recreation Center (Exterior)       |                                   |     |                 |             |           |           |              |                     |                 |                 |
| Police Department, Water           | 100W MH to 26W CFL (pinned)       | 14  | 4,380           | 0.00        | 5,825.4   | $291.27   | $267.14      | $3,740.00           | $0.13           | 4.55            |
| District Building, Sheldon         |                                   |     |                 |             |           |           |              |                     |                 |                 |
| Clubhouse (Exterior)               |                                   |     |                 |             |           |           |              |                     |                 |                 |</p>
<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
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<th>Cost Factor</th>
<th>Energy Cost</th>
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<th>Interest Cost</th>
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<tr>
<td>Fire Station, Sheldon Park (Exterior)</td>
<td>250W MH Fix to 4ft T5 Fix (EX 2ft-4L)</td>
<td>18</td>
<td>4,380</td>
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<td>Fire Station, Maintenance Yard, Water District Building, Sheldon Recreational Center (Exterior)</td>
<td>250W MH Fix to 4ft T5 Fix (EX 2ft) w/o Light Pole</td>
<td>27</td>
<td>4,380</td>
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<td>4,380</td>
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<td>Maintenance Yard (Exterior)</td>
<td>400W MH Fix to 4ft T5 Fix (EX 4ft-4L)</td>
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<td>4,380</td>
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<td>924.2</td>
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<td>Library (Interior)</td>
<td>100W MH to 26W CFL (pinned)</td>
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Revised 2/5/12
AGENDA DESCRIPTION:

Consideration and possible action authorizing the City Manager to execute a Professional Services Agreement with APA Engineering, Inc. for the design of Maple Ave. storm drain and street improvements. (Fiscal Impact: $0; Reimbursement Grant of $2.5 Million to fund project)

RECOMMENDED COUNCIL ACTION:

1. Authorize the City Manager to execute a Professional Services Agreement with APA Engineering, Inc. in a form approved by the City Attorney in the amount of $154,370.00.

2. Alternatively, discuss and take other possible action related to this item.

ATTACHED SUPPORTING DOCUMENTS:

APA Engineering, Inc. Scope of Work

FISCAL IMPACT: None

Amount Budgeted: $0 [Reimbursement grant for $2.5 Million]
Additional Appropriation: No
Account Number(s): 

ORIGINATED BY: Stephanie Katsouleas, Public Works Director

REVIEWED BY: 

APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:

On October 4, 2011, City Council approved entering into a Funding Agreement with the Los Angeles County Metropolitan Transportation Authority (Metro), setting the term for receipt of $2.5 million of Measure R grant funds for the design and construction of Maple Ave. arterial improvements between Sepulveda Blvd. and Nash St. To improve traffic flow in this corridor, the project will include constructing a storm drain system that can convey a 50-year storm flow, rehabilitating pavement and installing center median, aesthetic enhancements.

Staff released a Request for Proposals (RFP) for the design portion of the Maple Project and subsequently received 12 proposals on January 19, 2012. Following staff review of the submittals, the top four proposers were invited for oral interviews. After careful consideration, staff has selected APA Engineering, Inc. as the most qualified to carry out design services. Staff recommends that City Council award a Professional Services Agreement to APA Engineering, Inc. for $153,370 and allow $16,630 for design contingencies.
APA Engineering will respect and observe all the terms, conditions, and requirements of Scope of Services as stated in the City's RFP (RFP No. 11-05) dated December 5, 2011 for this project.

TYPICAL SCOPE OF WORK
A typical full blown street improvement project (widening, improvements and rehabilitation) includes retaining walls, tree removals, grading, curb and gutter, cross gutters, sidewalks, driveways, median, bus bays, mailboxes, fences, AC pavement, street lights, drainage facilities, landscaping and irrigation, signing and striping, coordinated relocation of existing electrical and water utilities and the following steps are required to successfully complete the design project:

PHASE 1- PRELIMINARY ENGINEERING (CONCEPTUAL DESIGN 30%)

1.  Kick-off meeting with the City Project and Project Development Team (PDT);
2.  Research, data analysis and collection, and field walk;
3.  Perform design survey and prepare base maps;
4.  Initiate soil investigation and pavement analysis;
5.  Collect traffic data and preliminary traffic signal design;
6.  Evaluate all existing access ramps within project limits for ADA compliance;
7.  Identify and evaluate existing drainage patterns and facilities and identify needed drainage facilities, catch basins, culverts, etc. with supporting hydrology and hydraulic calculations;
8.  Prepare conceptual layouts or develop design alternatives;
9.  Investigate utilities with identification of utility conflict and coordination with utility owners to obtain adjustment and/or relocation. (Prepare and mail 1st Utility Notices);
10. Prepare a conceptual/alternatives cost estimate for the agency;
11. Hold meetings with the City PDT i.e. City staff, planning commission, and public workshops;
12. Select the preferred alternative;
13. Initiate environmental document preparation and prepare, process, and file CEQA documentation, as necessary, and obtain environmental clearance (If required);
14. Initiate contact with owners of the properties impacted per directions by the City staff;
15. Complete environmental documents; we believe this project is and EXEMPT Project (Cat-Ex)
16. Obtain LAMTA approval, if needed;
17. Complete Project Report for acceptance by the City;
18. Prepare 30% Plans (base sheets) based on the approved Project Report, with construction cost estimates.

WE will proceed to PHASE 2, upon approval of the Conceptual Design Phase.

PHASE 2-CONSTRUCTION DOCUMENTS PROCESSING (60%, 90%, & FINAL) PS&E

19. Prepare construction plans for street improvements, street drainage facilities and storm drains, traffic signal modifications, striping and signing, and traffic control plans, with submission for review at 60%, 90%, and final levels.
20. Prepare Specifications with submission for review at 60%, 90%, and Final (Mylar) stages;
21. Prepare estimates with submission for review at 60%, 90%, 100%, and Final stages;
22. Prepare and submit Storm Water Pollution Prevention Plan (SWPPP) and Standard Urban Storm Water Plan (SUSUMP) for approval in accordance with City requirements;
23. Prepare 2nd, 3rd and final utility notices and coordinate with utility companies for relocation of interfering utilities;

PHASE 3- ADVERTISING, BIDDING AND CONSTRUCTION SUPPORT SERVICES

24. Assist the City to establish the pre-qualified requirements for the bidders;
25. Provide Bidding support and provide responses to bidders' questions (RFIs) and prepare and issue addendums if required;
26. Attend pre-bid meeting, if required;
27. Review bids and perform contractors reference check;
28. Assist in preparing Staff Report for award of construction contract by the City Council and attend the Council meeting for award and answer the questions, if required;
29. Attend pre-construction meeting;
30. Provide construction support, attend meetings (2), respond to RFIs and prepare Contract Change Orders (CCO);
31. Perform periodical site visits (one per week) to ensure quality and construction compliance with plans and specifications.

For a typical public works design project, we will utilize services of an Environmental Specialist, Geotechnical and Pavement Design Expert, Landscape Architect, Traffic Engineer. Furthermore, if need be, we will utilize an Aerial Mapping Company to prepare an Aerial Photograph and generate a Topographical Base Map for each project.

The execution time associated with each task may vary depending on complexity of the project. In addition, there are always opportunities for executing several tasks concurrently to compress the total delivery time.

WORK PLAN & METHODOLOGY FOR CRITICAL TASKS

Project Management and Agency Coordination
In addition to our “Management Approach” as stated in this proposal, APA Engineering designated Project Manager, under the general direction of the City Project Manager, shall be responsible for overseeing the following aspects of project development and coordination:

a. Prepare and maintain a project schedule identifying the critical path for expeditious project completion;
b. Conduct and attend design kick-off meeting with all stakeholders;
c. Schedule and conduct Project Development Team (PDT) meetings and other necessary meetings; prepare agendas and minutes; and distribute to all applicable entities (not just attendees) within three (3) working days;
d. Schedule, facilitate, and attend public meetings as necessary;
e. Provide progress reports at a minimum By-Weekly basis;
f. Compose all correspondences to keep the project on schedule;
g. Attend and be prepared to present the project to City Council as required;
h. Oversee and arrange for timely plan check review of the Project Report, Geotechnical Report, Traffic Study, Environmental Documents, submittal of PS&E packages at various stages of project development.

APA Engineering will meet periodically with the City staff during the progress of the design for general coordination, to discuss design issues, and to obtain direction from the City on policy and design issues. APA’s Project Manager will provide overall project control, City coordination, and project monitoring through completion of the contract documents and into the construction phase of the project. He will maintain adherence to APA’s ongoing quality control program. This will include the review and tracking of the project progress, advising the City of schedule status, and coordination with the City and other affected agencies. APA project manager will coordinate all meetings with the City and provide written meeting minutes documenting the important issues discussed during the meeting.

Project Report
The Project Report will include vicinity map, location map, introduction, background, discussion of existing facilities, objectives, goals and policies, requirements, constraints, design alternatives, analysis of traffic data, design deficiencies and exceptions with justification, geotechnical, Right-of-Way needs, project costs and funding, scheduling, engineering considerations, future conflicts, project reviews, environmental clearance, project management, pre-design meeting, conclusion, and recommendation. A draft Project Report will be submitted prior to Plans for the City review and providing direction. The final Project Report shall be signed by a Civil
Engineer, registered in the State of California. This Project Report shall be submitted and approved by the City prior to finishing 30% Plans.

Research and Record Information
APA Engineering will perform all research of utility company, the City, and other agency records as necessary to secure all the information, clearances, and/or plan review services required to identify, locate, and accurately layout all underground improvements and easements, centerline, Right-of-Way, property lines, curb and gutter, intersecting streets, cross gutters, and other ancillary items that may affect the project. It is or understanding that the City will provide copies of available City Records, such as survey ties, benchmarks, and street plans if available.

Design Survey and Base Map Preparation
APA Engineering owns survey crews will provide a design survey that will consist of identifying the topographic features within the public Right-of-Way that will impact the design. The design survey will include cross-sectioning the streets. The cross sections will be taken at a maximum of 25-foot intervals as well as at centerline intersections, transitions, grade breaks and driveways.

Cross sections will be extended 10 feet beyond the Right-of-Way and 50 feet on cross streets from beginning and end of curb returns. The design survey will provide flow line elevations along the gutter every 25 feet. Survey will also include all pertinent surface culture including but not limited to catch basins, valves, manhole covers and fire hydrants.

Environmental Documents
The environmental sub-consultant will interface and pro-actively participate in the development of the design improvements such that by the 30% level design and the following items are assured on the plans:

   a. Design alternatives are environmentally acceptable;
   b. Environmental determination is made;
   c. Material impacts of all necessary permits and clearances for the project construction are known and incorporated in the 30% level design.

At a minimum, the environmental sub-consultant will prepare a draft Initial Study that satisfies CEQA, and identifies any additional environmental studies and/or reports that may be needed to complete the environmental determination. Upon completion of any required environmental studies and/or report, the Environmental sub-consultant will prepare a final draft of the Initial Study and recommend an environmental determination for the City's consideration.

Utility Investigation and Coordination
APA Engineering will contact all utility agencies providing service within the City and obtain utility maps and records for the project area. Field reviews to locate all surface utilities that are impacted by the project will also be performed. A summary of the research findings, anticipated conflicts, relocations or adjustments will be included in the Project Report. Continuing coordination will be performed up to the Notice to Relocate prior to construction. APA Engineering will send notices to utility agencies and will inform the utility of their need to relocate their facilities prior to construction or to adjust their facilities to grade after completion of the street paving. We will coordinate with the utility companies for the relocation of any of their facilities that conflict with the proposed improvements and continue coordination until the utility conflict is resolved.

The utility notices are as follows: 1st Utility Notice for City Improvements, Preliminary Project Notice; 2nd Utility Notice for City Improvements, Prepare to Relocate; 3rd Utility Notice for City Improvements, Notice to Relocate; and 4th Utility Notice for City Improvements, Notice to Relocate Immediately. We will prepare and maintain a detailed utility coordination log that shall be updated on regular basis and be presented and discussed at Project Development Team (PDT) meetings of Civil Procedure. Upon acceptance by the City the appraisal will become property of the City.
Hydrology, Hydraulics, and Water Quality
APA will perform a complete hydrologic evaluation of all contributing drainage areas to determine flow rates and flow volume information needed for hydraulic design. The hydraulic analysis evaluation will include a determination of street and system capacity, catch basin location and size with recommendations on structures and pipe sizes for interim and ultimate conditions.

Prepare 60%, 90%, and Final Construction Plans
APA Engineering will prepare the improvement plans for approval by the City. All improvement plans will be prepared in compliance with the City standards in AutoCAD 2009 format using standard City title block. The plan and profile drawings on the 24"x36" sheets will show the street in plan, and profile if necessary, at an appropriate scale. The profile will show existing centerline as well as proposed centerline and proposed street edge of pavements profile. The plan view will show topographic features and elevations necessary for the construction of the proposed improvements and any areas needing repair. The centerline profile will verify drainage cross fall. These preliminary and final improvement plans will consist of the following:

**Title Sheet** - Indicating name of project, a vicinity map showing the specific location involved in the improvement plans, general notes, utility agencies’ contacts and phone numbers, a sheet index and a list of the construction notes.

**Typical Section** - Will show several typical sections within the limits of widening indicating all horizontal dimensions and the proposed and existing pavement structure section.

**Plan and Profile Sheets** - Will show grinding limits, overlay or removal and replacement of paving, curb and gutter, utility adjustments, records utilities, design survey information, driveways, and construction notes. These improvement plans will show all repairs, reconstruction, and alterations to the existing improvements including but not limited to curb and gutter, sidewalks, cross-gutters, catch basins, parkway planting and irrigation system, ADA access ramp, and driveways.

**Traffic Signal Plans** - Will show existing intersection and signal layout details as existing condition and on a separate sheet proposed relocation and modifications will be shown including details for signal pole, mast arm, signal head, wiring schedule, phasing diagram, etc.

**Striping Plans** - Will show all proposed striping and lane markings reflecting the proposed lane configurations as approved by the City Traffic Engineer.

**Landscaping and Irrigation Plans** - Will show demolition of those landscaped areas impacted by the widening and on a separate sheet will show proposed landscaping and irrigation accommodating new design at the intersection.

**Retaining Wall Plans (if any)** - Will show plan, profile, and type of the proposed wall including horizontal alignment and elevations at the toe of the wall, at top of the wall, and top of footing. It will also show all structural backfill, tie back, and drainage requirements behind the wall.

**Detail Sheets** - Will show typical sections, details at the intersections, specific drainage feature and improvements that require additional details.

**Cross-Sections** - Will be prepared, if necessary, for the project for use in the design and construction by APA Engineering and the City. The cross sections will be prepared to the criteria stated above.

APA Engineering will prepare engineering designs, calculations, plans, specifications, cost estimate and contract bidding documents. It is our understanding that the City will provide the sample specifications and general provisions boiler plates and the templates for engineering cost estimates and bid forms; APA Engineering will modify the documents by adding the necessary special provisions and project bid schedule.
The City will review the plans and construction documents at the following stages: preliminary engineering (30%), sixty percent (60%); ninety five percent (90%), 100% and final stages. All project calculations, supporting/reference information, correspondence, photos, Microsoft Office files, etc. will be provided to City with the final submittal or upon request.

TYPICAL BIDDING AND CONSTRUCTION SUPPORT SERVICES

As a minimum, APA will make its engineers available to assist the City staff and contractor prior and during construction to respond to RFI’s and RFC’s, and other requests as follow:

- Attend the pre-bid conference
- Clarify and interpret information for bidders
- Prepare written responses to requests for clarification
- Correct any errors in the bid documents
- Issuance of all addenda
- Evaluate all requests for product substitutions and alternative bids
- Review all contractor’s submittals in a timely manner which supports the contractor’s schedule

APA Engineering is proposing a fee based on time and materials to review shop drawings, submittals related to the design of this project and monitor construction progress once it is underway. APA Engineering will provide guidance and direction to the City with respect to the contractor’s general conformance to plans and specifications. APA Engineering will not be responsible for construction inspection, but will instead provide some monitoring and, where appropriate, make field recommendations.

APA Engineering staff has extensive experience in street rehabilitation projects having successfully completed numerous similar projects for various cities in the Los Angeles County. We are very experienced in working with City staff in development of an effective yet economical “Best Fit” street improvement design strategy.

Working on Public Works Projects is our Forte!
EL SEGUNDO CITY COUNCIL
AGENDA STATEMENT

AGENDA DESCRIPTION:
Consideration and possible action regarding awarding a contract to Big West Construction Corporation for construction related to Group 42 (34 homes) of the City's Residential Sound Insulation Program (Project Nos. RSI 12-01).
(Estimated construction costs and retention: $1,449,785.70)

RECOMMENDED COUNCIL ACTION:
1. Award a contract to Big West Construction Corporation for project RSI 12-01 (Group 42);
2. Authorize the City Manager to execute the contracts in a form approved by the City Attorney; and/or
3. Alternatively discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:
1. Bid Log
2. Bidder’s Proposal and Statement submitted by Big West Construction Corporation
3. Letter from Big West with bid reduction and new price.

FISCAL IMPACT: Included in Adopted Budget
Amount Budgeted: $12,000,000
Additional Appropriation: N/A
Account Number: 116-400-0000-8960 Account Name: Construction Contract

ORIGINATED BY: James S. O'Neill, Program Manager
REVIEWED BY: Sarri Lee, Interim Director of Planning & Building Safety
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:
On February 21, 2012 the City Clerk’s office opened sealed bids for Group 42 (RSI 12-01) of the City’s Residential Sound Insulation (RSI) Program. The sole bid submitted, by Big West Construction Corporation was $1,332,875.00.

The Bid submitted appears responsive.

As City Council is aware, when only one (1) bid is received for projects related to the Residential Sound Insulation (RSI) Program, the City is required to obtain concurrence from the Federal Aviation Administration (FAA) prior to awarding a contractor. City staff requested such concurrence from the FAA on February 29th, and has attempted to contact the FAA numerous times since then to obtain such concurrence, but has not received a response as of the writing of this staff report. (March 13th) Staff is making the recommendation contingent upon receiving concurrence from the FAA prior to the City Council meeting on March 20, and if concurrence is not received, will recommend postponing City Council action until a formal response is received from FAA.
As is permitted by state and local law, the City met with representatives from Big West Construction Corporation and negotiated a reduction of $14,888.00 in its Bid price from the project. The resulting bid price is $1,317,987.00.

The amount requested for the contract is $1,449,785.70 which represents the revised Bid amount and an additional 10% for potential change orders related to unforeseen conditions.

Construction scheduled to start in the summer of 2012.

City Council is reminded that eighty percent (80%) of costs associated with the Residential Sound Insulation Program are covered by federal grant funding from the Federal Aviation Administration (FAA). This remains a funding source until those funds identified in the Grant Implementation Plan to the City of Los Angeles are exhausted. Remaining expenses, except for elective “Owner Upgrades” selected by property owners, are paid for by funding received as part of the settlement agreement with LAWA.
<table>
<thead>
<tr>
<th>COMPANY NAME/ADDRESS</th>
<th>BID Amount</th>
</tr>
</thead>
</table>
| 1 Big West Construction Corp.  
15331 Normandie  
Irvine, CA. 92604 | $1,332,875.00 |

Staff Present: [Signature] City Clerk's Office

[Signature] City Clerk's Office

[Signature] RSI, Representative
City of El Segundo
Residential Sound Insulation Program

To the Mayor and City Council
City of El Segundo
350 Main St.
El Segundo, CA 90245

I declare, under penalty of perjury, that I have carefully examined, become familiar with, and understand all of the requirements of the Contract Documents and conditions under which the Work must be performed, including the City of El Segundo’s current Municipal Code, and am fully informed as to all conditions and matters which can in any way affect the Work or its cost, and agree to the following:

To perform all Work in strict conformity with the requirements of the Contract Documents for

Project Number RSI 12-01
“Residential Sound Insulation Program - Group 42”

at the following lump sum price:

<table>
<thead>
<tr>
<th>Total Bid (Contract Sum)</th>
</tr>
</thead>
<tbody>
<tr>
<td>ONE MILLION THREE HUNDRED THIRTY-TWO THOUSAND EIGHT HUNDRED SEVENTY-FIVE DOLLARS</td>
</tr>
<tr>
<td>$1,332,875.00</td>
</tr>
</tbody>
</table>

In case of discrepancy between the words and figures, the words must prevail.

Contractor Representative: 

TOM CARR

Signature 2-21-2012

Title: Vice President

Name of Firm: Big West Construction Corporation

Address: 15331 Normandie Ave

IRVINE, CA 92604

Contractor’s State License Number: 812085

License Expiration Date: 8-31-2012

Telephone Number: 949-795-7219

Type of Entity: ☑ Corporation

* If Corporation, evidence of authority to sign must be attached

Bidding Form Bidder’s Proposal and Statement

Appendix B-01 2/21/2012

Last Modified: January 19, 2012
February 27, 2012

Tom Gray  
City of El Segundo  
Residential Sound Insulation Program  
350 Main Street  
El Segundo, Ca 90245

Subject; RSI Project Group 42- Price Adjustment

Pursuant to the request of FAA and the City of El Segundo, Big West Construction Corporation can make the following adjustment to our bid.

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Original Bid</td>
<td>$1,332,875.00</td>
</tr>
<tr>
<td>Price Reduction</td>
<td>$14,888.00</td>
</tr>
<tr>
<td><strong>Total Revised Price</strong></td>
<td><strong>$1,317,987.00</strong></td>
</tr>
</tbody>
</table>

Upon your approval of this revised proposal, I will make a change to the Schedule of Values.

If you have any questions about this reduction, please contact me.

Sincerely,

Tom Carr  
Vice President  
Big West Construction Corporation

CC : John Risti
AGENDA DESCRIPTION:
Consideration and possible action regarding awarding a contract to Big West Construction Corporation for construction related to Group 43 (40 homes) of the City's Residential Sound Insulation Program (Project Nos. RSI 12-02).
(Estimated construction costs and retention: $1,705,828.30)

RECOMMENDED COUNCIL ACTION:
1. Award a contract to Big West Construction Corporation for project RSI 12-02 (Group 43);
2. Authorize the City Manager to execute the contracts in a form approved by the City Attorney; and/or
3. Alternatively discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:
1. Bid Log
2. Bidder’s Proposal and Statement submitted by Big West Construction Corporation

FISCAL IMPACT: Included in Adopted Budget

<table>
<thead>
<tr>
<th>Amount Budgeted:</th>
<th>$12,000,000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Additional Appropriation:</td>
<td>N/A</td>
</tr>
<tr>
<td>Account Number:</td>
<td>116-400-0000-8960</td>
</tr>
<tr>
<td>Account Name:</td>
<td>Construction Contract</td>
</tr>
</tbody>
</table>

ORIGINATED BY: James S. O'Neill, Program Manager

REVIEWED BY: Sam Lee, Interim Director of Planning & Building Safety

APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:
On February 28, 2012 the City Clerk’s office opened sealed bids for Group 43 (RSI 12-02) of the City’s Residential Sound Insulation (RSI) Program. The sole bid submitted, by Big West Construction Corporation was $1,550,753.00.

The Bid submitted appears responsive.

As City Council is aware, when only one (1) bid is received for projects related to the Residential Sound Insulation (RSI) Program, the City is required to obtain concurrence from the Federal Aviation Administration (FAA) prior to awarding a contractor. City staff requested such concurrence from the FAA on February 29th, and has attempted to contact the FAA numerous times since then to obtain such concurrence, but has not received a response as of the writing of this staff report. (March 13th) Staff is making the recommendation contingent upon receiving concurrence from the FAA prior to the City Council meeting on March 20, and if concurrence is not received, will recommend postponing City Council action until a formal response is received from FAA.
The amount requested for the contract is $1,705,828.30 which represents the Bid amount and an additional 10% for potential change orders related to unforeseen conditions.

Construction scheduled to start in the summer of 2012.

City Council is reminded that eighty percent (80%) of costs associated with the Residential Sound Insulation Program are covered by federal grant funding from the Federal Aviation Administration (FAA). This remains a funding source until those funds identified in the Grant Implementation Plan to the City of Los Angeles are exhausted. Remaining expenses, except for elective “Owner Upgrades” selected by property owners, are paid for by funding received as part of the settlement agreement with LAWA.
CITY OF EL SEGUNDO  
BID LOG  
BID NO. #RSI 12-02  
City of El Segundo  
Residential Sound Insulation Program Group 43

Date of BID Opening: Tuesday February 28, 2012  
Time of BID Opening: 11:00 A.M.  
Place of BID Opening: City Clerk's Office

<table>
<thead>
<tr>
<th>COMPANY NAME/ADDRESS</th>
<th>BID Amount</th>
</tr>
</thead>
</table>
| 1 Big West Construction Corp.  
15331 Normandie  
Irvine, CA 92604 | $1,550,753.00 |
| 2                     |            |
| 3                     |            |
| 4                     |            |
| 5                     |            |
| 6                     |            |
| 7                     |            |
| 8                     |            |
| 9                     |            |
| 10                    |            |

Staff Present: [Signature]  
City Clerk's Office  
City Clerk's Office  
RSI, Representative

FORMS\BIDOPENLOG1
City of El Segundo
Residential Sound Insulation Program

To the Mayor and City Council
City of El Segundo
350 Main St.
El Segundo, CA 90245

I declare, under penalty of perjury, that I have carefully examined, become familiar with, and understand all of the requirements of the Contract Documents and conditions under which the Work must be performed, including the City of El Segundo’s current Municipal Code, and am fully informed as to all conditions and matters which can in any way affect the Work or its cost, and agree to the following:

To perform all Work in strict conformity with the requirements of the Contract Documents for

Project Number RSI 12-02
“Residential Sound Insulation Program – Group 43”

Total Bid (Contract Sum)

ONE MILLION FIVE HUNDRED FIFTY THOUSAND SEVEN HUNDRED FIFTY THREE

dollars

$1,550,753.00

In case of discrepancy between the words and figures, the words must prevail.

Contractor Representative: ________________________________

Signature: ____________________ Date: 2-27-2012

TOM CARR

Title: Vice President

Contractor’s State License Number: B12085

Name of Firm: Big West Construction Corporation

Address: 15331 Normandie Ave.,

Irving, CA 92614

License Expiration Date: 8-31-2012

Telephone Number: 949-795-2219

Type of Entity: ☑ Corporation

* If Corporation, evidence of authority to sign must be attached

Bidding Form
Bidder’s Proposal and Statement

Appendix B-01

Last Modified: January 30, 2012

338
AGENDA DESCRIPTION:
Consideration and possible action to authorize the City Manager to execute a three (3) year License Agreement with The La Mirada Armada to operate The El Segundo Armada Swim Team in a form approved by the City Attorney. (Fiscal Impact: Estimated increase of $6,000 in Recreation Revenues per year)

RECOMMENDED COUNCIL ACTION:
1. Authorize the City Manager to execute an agreement with The La Mirada Armada in a form approved by the City Attorney.
2. Alternatively, discuss and take other action related to this item.

ATTACHED SUPPORTING DOCUMENTS:
License Agreement

FISCAL IMPACT: Estimated increase of $6,000 in Recreation Revenues per year

Amount Budgeted: N/A
Additional Appropriation: N/A
Account Number(s): 001-300-0000-3879 Reservation Fees

ORIGINATED BY: Bob Cummings, Director of Recreation and Parks
REVIEWED BY: Bob Cummings, Director of Recreation and Parks
APPROVED BY: Greg Carpenter, Interim City Manager

BACKGROUND AND DISCUSSION:
The Department of Recreation and Parks has seen some recent turnover with Head Coaches for the Sea Turtles Youth Swim Team Program held at The Plunge. Following the departure of the most recent coach in January, staff collected nearly 50 surveys from the parents of the participants to solicit feedback, suggestions, and determine the future need in a youth swim team program. The responses showed a wide variety of interest level ranging from the need for a highly competitive swim team program with an emphasis on swim technique, time, and competition, to the more recreational swimmer's need of staying physically active and trying something new.

In early February, the very successful competitive swim program, The La Mirada Armada submitted a proposal to create a satellite team in El Segundo that will be named The El Segundo Armada Swim Team and will offer a variety of swim groups for varying ages and skill levels. There will be two new programs offered in lieu of the Sea Turtles program. In exchange for the use of the facility, The La Mirada Armada agrees to pay the City $1,250 per month. The La Mirada Armada programs will bring in $15,000 of reservation revenues per year for a net increase of about $6,000 over Sea Turtles registration revenues.

The programs will be operated by Executive Director Richard Shipherd and El Segundo High School Swim Coach, Jim Makuda will be the assigned head coach for the El Segundo
Team. City staff will facilitate Lap Swims on Mondays and Wednesdays from 5:00 – 6:00 p.m for kids who may not be interested in competition but would like to continue their swimming workouts.

In an effort to respond to residents requests, staff recommends approving the License Agreement for 3 years. The La Mirada Armada understands that the programs will be monitored in the next 6 months to determine if the programs are what residents are looking for.
LICENSE AGREEMENT BETWEEN THE
CITY OF EL SEGUNDO AND
LA MIRADA ARMADA

THIS LICENSE is made and executed this 15th day of February, 2012, between the
CITY OF EL SEGUNDO, a municipal corporation ("CITY"), and The La Mirada Armada, a
California nonprofit corporation ("LICENSEE").

1. LICENSE; DESCRIPTION OF PROPERTY. CITY licenses LICENSEE to use, on the
terms and conditions in this License, real property located at The Urho Saari Swim Stadium, 219
W. Mariposa Ave., El Segundo, CA ("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 operated a
competitive youth swim team program.

B. 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,
2012 and end on December 31, 2014. 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 written or verbal notification. Termination will be effective upon
notification, unless CITY specifies otherwise.

B. LICENSEE may terminate this License at any time in writing at least five (5) 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 termination, LICENSEE will remove all personal property and
improvements from Property within two (2) days. 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 $1250 dollars per month ($25/hour x 50hours) for the term of this License.
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.

12. **INDEMNIFICATION.**

   A. LICENSEE will hold CITY harmless and free from any and all liability arising out of this License, or its performance, except for such loss or damage arising from CITY’s sole negligence or willful misconduct. 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>$2,000,000</td>
</tr>
<tr>
<td>Business automobile liability:</td>
<td>$1,000,000</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 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:

La Mirada Armada  
c/o Splash Aquatic Center  
13806 La Mirada Blvd.  
La Mirada, CA 90638

or to CITY at:

Department of Recreation & Parks  
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

Greg Carpenter,  
Interim City Manager

Richard Shipherd,  
Executive Director, La Mirada Armada

ATTEST:

Cindy Mortesen,  
City Clerk

Taxpayer ID No. 95-4758094

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

By:  
Karl H. Berger, Assistant City Attorney
Exhibit A
Scope of Services

LICENSEE agrees to provide the following services at CITY’s Urho Saari Plunge:

1. Certified and Trained Coaching for all levels and abilities of swimmer;
2. During the first year, LICENSEE will include at least two coaches;
3. Maintain a coach to swimmer ratio of not more than 30:1 in the following seasons.

CITY agrees that LICENSEE may utilize the following workout schedule:

Spring 2012 Only (March - May)
- Monday/Wednesday 6:30-8:30 pm
- Tuesday/Thursday/Friday 6:00-7:00 pm (April 16-May 25)
- Tuesday/Thursday/Friday 5:00-7:00 pm
- Saturday 6:00-8:00 am

Year-Round (beginning May 29, 2012)
- Monday - Thursday 6-8 pm
- Friday 5-7pm
- Saturday 6:00-8:00 am
A sister city, county or state relationship is a broad-based, officially approved, long-term partnership between two communities, counties or states in two countries. Sister city partnerships have the potential to carry out the widest possible diversity of activities of any international program, including every type of municipal, business, professional, educational and cultural exchange or project. Sister city programs are also unique in that they inherently involve the three main sectors in a community: local government, businesses, and a wide variety of citizen volunteers.
For years, the City of El Segundo has maintained a Sister-City relationship with the City of Guaymas, Mexico. Former City of El Segundo Mayors have made countless visits to Guaymas to participate in cultural exchange and information sharing.

In FY 2011-2012 Adopted Budget, $1,000.00 was appropriated for the Sister City Program down $4,000.00 from previous years. In order to maintain a strong relationship with Guaymas, I would request that the FY 2012-2013 budget include funding in the amount of $5,000.00 for this purpose. Further, I would ask that this funding be expanded for possible use to reimburse a former City of EL Segundo Council Member should no current member be available to participate. The recommended action would direct the City Manager to prepare an Administrative Policy to specify the approved and reimbursement provisions for a former City Council member.