

RESOLUTION NO. CC-1901-004

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF REDONDO BEACH, CALIFORNIA, DENYING THE REMAINING APPEAL AND UPHOLDING THE PLANNING COMMISSION DECISION CERTIFYING A FINAL ENVIRONMENTAL IMPACT REPORT, AND APPROVING A WATER SUPPLY ASSESSMENT, ENVIRONMENTAL FINDINGS, STATEMENT OF OVERRIDING CONSIDERATIONS, AND MITIGATION MONITORING AND REPORTING PROGRAM AND GRANTING THE REQUESTS FOR A CONDITIONAL USE PERMIT, PLANNING COMMISSION DESIGN REVIEW, A VARIANCE AND CONCESSION/INCENTIVES/WAIVERS OF DEVELOPMENT STANDARDS UNDER GOVERNMENT CODE SECTION 65915, AND APPROVING VESTING TENTATIVE TRACT MAP NO. 74481 TO ALLOW THE CONSTRUCTION OF THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT TOTALING 1,593,144 SQUARE FEET OF DEVELOPMENT ON PROPERTY LOCATED WITHIN THE REGIONAL COMMERCIAL ZONE (CR) LOCATED AT 1815 HAWTHORNE BOULEVARD.

WHEREAS, applications were filed by South Bay Center SPE, LLC requesting an Environmental Assessment, approval of a Conditional Use Permit, Planning Commission Design Review, Variance, and Vesting Tentative Tract Map No. 74481 to allow the construction of retail stores, dining, entertainment, a hotel, residential units, and creative office space at the South Bay Galleria located at 1815 Hawthorne Boulevard, Redondo Beach, CA; and

WHEREAS, to determine the appropriate scope of analysis for the Environmental Impact Report (EIR), the City of Redondo Beach prepared and circulated a Notice of Preparation (NOP) and Initial Study (IS) from October 1, 2015, through November 2, 2015. The NOP was circulated to solicit input from interested public agencies (e.g., responsible and trustee agencies) and interested individuals on the scope and content of the EIR. The City held a scoping meeting during the 30-day scoping period on October 10, 2015, to solicit written responses and inform the public about the project and EIR;

WHEREAS, the City considered the NOP/IS responses and prepared a Draft Environmental Impact Report (DEIR) and published a Notice of Availability (NOA)/Notice of Completion (NOC), which was published in the Easy Reader on July 27, 2017. Notice was also sent to individuals in proximity to the project site, individuals who commented on the NOP/IS or otherwise requested notice, sent to public agencies and the State Clearinghouse and the notice was published on the City's website. Upon completion, the DEIR was made available for a public review period starting on July 28, 2017 and ending on September 11, 2017 at 5:30 pm. A copy of the DEIR was made available on the City's website, at the City of Redondo Beach, Planning Division and City Clerk's Office, at the Redondo Beach Main Library, and the Redondo Beach North Branch Library.

WHEREAS, The Vesting Tentative Tract Map No. 74481 was filed and deemed complete on August 30, 2017;

WHEREAS, the City prepared a Final Environmental Impact Report (FEIR), which was released on February 1, 2018; copies of the Final EIR, including response to comments were also sent to public agencies who had submitted comments.

WHEREAS, simultaneous with the release of the FEIR, the City published a Notice of Public Hearing on the South Bay Galleria Improvement Project in the Easy Reader on February 1, 2018, which was also posted on the City's website, mailed to properties within a 1,000-foot radius and to individuals, organizations, and agencies who commented on the DEIR or otherwise had requested notice, and posted throughout the project site;

WHEREAS, the February 1, 2018 notice stated that a public hearing on the project would be held on "February 15, 2018 at 7:00 p.m. or as soon thereafter as possible."

WHEREAS, at the applicant's request, the City moved the public hearing on the project to March 15, 2018 to provide the applicant additional opportunities to reach out to individual commenters/organizations; the City published a revised notice on February 15, 2018 in the Easy Reader for this revised public hearing date, which was also posted on the City's website, mailed to properties within a 1,000-foot radius and to individuals, organizations, and agencies who commented on the DEIR or otherwise had requested notice, and posted throughout the project site;

WHEREAS, at the applicant's request, the City moved the public hearing on the project again to April 19, 2018 to provide the applicant additional opportunities to reach out to individual commenters/organizations; the City published a revised notice on March 15, 2018 in the Easy Reader for this revised public hearing date, which was also posted on the City's website, mailed to properties within a 1,000-foot radius and to individuals, organizations, and agencies who commented on the DEIR or otherwise had requested notice, and posted throughout the project site;

WHEREAS, the City of Redondo Beach Planning Commission held a public hearing on April 19, 2018 which provided a detailed report on the project and included presentations by both Staff and the applicant and an additional opportunity for public input; and

WHEREAS, the Planning Commission reviewed and considered the Final Environmental Impact Report including Responses to Comments, the Mitigation Monitoring and Reporting Program, the Fact of Findings and Statement of Overriding Considerations, the applicant's design submittal, the Vesting Tentative Tract Map, the Staff Report, presentations from Staff and the applicant at the public hearing, and testimony received before the close of the public hearing; and

WHEREAS, the Planning Commission adopted Resolution No. 2018-04-PCR-003 certifying the Final Environmental Impact Report, and approving a Water Supply Assessment, Environmental Findings, Statement of Overriding Considerations, and Mitigation Monitoring and Reporting Program and Granting the requests for a Conditional Use Permit, Planning Commission Design Review, a Variance, and approving Vesting Tentative Tract Map No. 74481; and

WHEREAS, appeals of the Planning Commission decision to the City Council were filed in the timeframe stated within the Redondo Beach Municipal Code. The City received four (4) appeals of the Planning Commission's approval. The appeals were filed by the following groups/individuals: 1) The City of Lawndale, 2) Golden State Environmental Justice Alliance, 3) Unite Here Local 11, and 4) Doug Boswell; and

WHEREAS, the appeal from the Golden State Environmental Justice Alliance has been rejected as violating the City's appeal procedures. The appeal was a verbatim copy of their August 12, 2017 Draft EIR comment letter. The City prepared 32 pages of detailed Response to Comments. Appellant made no attempt to rebut or address the detailed response to comments prepared by the City. Furthermore, Appellant could not credibly be asserting that none of their comments were adequately addressed. Under the City's appeal rules, appellant had an obligation to identify their specific outstanding issues and to explain why they believed the City's responses were lacking. Appellant failed to fulfill their obligations. Golden State Environmental Justice Alliance was informed of the City's rejection of their appeal on August 9, 2018; and.

WHEREAS, the City provided formal notice of the October 2, 2018 Appeal hearing date to Appellants by mail, email, or telephone, including written notification on or about August 21, 2018 and September 18, 2018; and

WHEREAS, the Administrative Appeals from the City of Lawndale and UNITE HERE Local 11 were both withdrawn on October 1, 2018; and

WHEREAS, the City Council held the Appeal hearing on October 2, 2018, which included presentations by Appellant and the Applicant, as well as public testimony; and

WHEREAS, the October 2, 2018 appeal hearing on the Galleria Improvement Project was continued to October 23, 2018. At the request of the Applicant, the continued public hearing was rescheduled in order to allow more time for the Applicant to address issues raised at the October 2, 2018 hearing. Therefore, the continued public hearing of October 23, 2018 was cancelled and rescheduled to be held on Tuesday, January 15, 2019 at 6:00 p.m.; and

WHEREAS, the City provided formal notice of the January 15, 2019 Appeal hearing to Appellant by certified mail on December 20, 2018. The City also provided formal notice of the January 15, 2019 Appeal hearing date to Applicant by mail on December 20, 2018 as well as by phone. On January 9, 2019, the City also called Appellant to confirm receipt of notice of the January 15, 2019 Appeal hearing; and

WHEREAS, public notice of the January 15, 2019 Appeal hearing was posted on the City's website and mailed to proximity property owners to the project site and individuals who requested notice on December 20, 2018; and

WHEREAS, public notice of the January 15, 2019 Appeal hearing was published in the Easy Reader and posted every 200 feet along the perimeter of the subject property on December 27, 2018; and

WHEREAS, the City Council held the Appeal hearing on January 15, 2019, which included presentations by City Staff, the Appellant, and the Applicant, as well as public testimony.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF REDONDO BEACH DOES HEREBY RESOLVE AS FOLLOWS:

SECTION 1. The City finds that that the above recitals are true and correct, and are incorporated herein by reference.

SECTION 2. The City Council of the City of Redondo Beach hereby adopts the Boswell Appeal Findings/Responses included in Attachment J to the City Council's October 2, 2018 Administrative Report for this Agenda Item and denies the Appeal from Mr. Boswell in its entirety. The City Council confirms the Planning Commission's certification and adoption of the Final EIR, CEQA Findings, Statement of Overriding Considerations, and Mitigation Monitoring and Reporting Program, and certifies that:

- A. That the Final EIR contained as an attachment to the Administrative Report (which includes an Introduction, Comments and Responses, Modifications to the Draft EIR, the Draft EIR, Appendices, and the Final EIR Errata) has been completed in compliance with CEQA.
- B. The Final EIR was presented to the City Council of the City of Redondo Beach, and that the City Council has reviewed and considered the information contained in the Final EIR prior to approving the project.
- C. The Final EIR reflects the City of Redondo Beach's independent judgement and analysis.

SECTION 3. MITIGATION MONITORING AND REPORTING PROGRAM (MMRP) AND WATER SUPPLY ASSESSMENT. The City of Redondo Beach hereby adopts the Mitigation Monitoring and Reporting Program (MMRP) included as an attachment to the October 2, 2018 Administrative Report and the Water Supply Assessment included in Draft EIR Appendix J.

SECTION 4. ENVIRONMENTAL IMPACTS AND FINDINGS.

- A. Pursuant to Public Resources Code § 21081 and CEQA Guidelines §15091, no public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant effects on the environment that would occur if the project is approved or carried out unless the public agency makes one or more of the following findings with respect to each significant impact:
- a. Changes or alterations have been required in, or incorporated into, the project which mitigate or avoid the significant effects on the environment.
 - b. Those changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.
 - c. Specific economic, legal, social, technological, or other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report.
- B. The City of Redondo Beach has made one or more of these specific written findings regarding each significant impact associated with the South Bay Galleria Improvement Project as approved. Those findings are hereby adopted as contained in the CEQA Findings and Statement of Overriding Considerations included as an exhibit to this Resolution.
- C. Concurrent with the adoption of these findings, the City of Redondo Beach adopts the Mitigation Monitoring and Reporting Program included as an exhibit to this Resolution.
- D. The EIR evaluation included a detailed analysis of impacts in 14 environmental disciplines, analyzing the Project and alternatives, including a No Project Alternative. The EIR discloses the environmental impacts expected to result from the construction and operation of the Project. Where feasible, mitigation measures were identified to avoid or minimize significant environmental effects. The mitigation measures identified in the EIR are measures proposed by the lead agencies, responsible or trustee agencies that could reasonably be expected to reduce adverse impacts if required as conditions of approving the Project. The City further finds that the "Baseline Emissions" GHG methodology (Draft EIR pp. 3.5-13) and conclusions ("Baseline Comparison," Draft EIR page 3.5-17 through 3.5-18 and pp 4-158 through 4-159, 4-193 through 4-194) independently support the City's findings that the GHG impacts for the project as approved are less than significant.

In November 2018 and on December 28, 2018, the Natural Resources Agency and the Office of Administrative Law, respectively, approved amendments to the CEQA Guidelines, pursuant to SB 743 [2013]. SB 743 codified Pub. Res. Code § 21099(b)(2) which states that "Upon certification of the guidelines by the Secretary of the Natural Resources Agency pursuant to this section, automobile delay, as described solely by level of service or similar measures of vehicular capacity or

traffic congestion shall not be considered a significant impact on the environment pursuant to this division." (See also CEQA Guidelines § 15064.3(c).) Pursuant to these CEQA amendments, "a project's effect on automobile delay does not constitute a significant environmental impact." (CEQA Guidelines § 15064.3(a).) Pursuant to these CEQA amendments "projects within one-half mile of either an existing major transit stop or a stop along an existing high quality transit corridor should be presumed to cause a less than significant transportation impact. Projects that decrease vehicle miles traveled in the project area compared to existing conditions should be presumed to have a less than significant transportation impact." (CEQA Guidelines § 15064.3(b)(1).) As discussed in Draft EIR Section 3.0.3, the project site is within a Transit Priority Area, and is less than 0.5 miles from a major transit stop. As further discussed on Draft EIR pages 3.13-45 through 46, the VMT of the project is expected to be lower than a regionally comparable use. While Alternative 4/4-1 would not provide the same level of VMT benefits as the proposed project (because fewer residents would live at the project site and would therefore continue to drive at the greater regional VMT average), the adopted Alternative would still provide regional VMT benefits.

The Final EIR concluded that vehicular level of service intersection impacts would be significant and unavoidable, however given the latest amendments to CEQA, the City finds that the project sites proximity to a major transit stop and reduction of regional VMT each independently support the conclusion that transportation impacts would be less than significant.

SECTION 5. FINDING THAT RECIRCULATION IS NOT REQUIRED UNDER CEQA. The Final EIR includes comments received on the Draft EIR and responses to those comments as well as modifications to the Draft EIR, Appendices, and the Final EIR Errata. The focus of the Final EIR is on the disposition of environmental issues as raised in the comments, as specified by CEQA Guidelines § 15088(b). The City of Redondo Beach finds that information contained in the Final EIR, the Final EIR Errata, and information received before the close of the public hearing, merely clarify and amplify the analysis presented in the document and do not trigger the need to re-circulate per CEQA Guidelines § 15088.5(b). As discussed in greater detail in the January 15, 2019 Administrative Report, additional modifications have been made to Alternative 4/4-1. The City finds that these modifications do not result in a considerably different alternative, do not result in a substantial increase in the severity of an environmental impact, do not result in a new environmental impact, and do not otherwise trigger recirculation, as outlined in greater detail in the environmental analysis included as Attachment E to the January 15, 2019 Administrative Report. Additional findings on recirculation are provided in the Appeal Findings (Response to Boswell Allegation 6).

SECTION 6: The City Council further finds that the Appeal filed by Golden State Environmental Justice Alliance (GSEJA) was in violation of the City's Appeal procedures as outlined in the City's August 9, 2018 letter to GSEJA. In the Alternative, the City finds that there is no merit to GSEJA's allegations, as explained in Final EIR Response to Comments OR002-1 through OR002-25.

SECTION 7. STATEMENT OF OVERRIDING CONSIDERATION DECISION. As outlined above in Section 4, the project site's proximity to a major transit stop and reduction of regional VMT each independently support the conclusion that transportation impacts would be less than significant. Consequently, a Statement of Overriding Considerations is not required. Nevertheless, in the alternative, the City finds that specific economic, social, technical or other considerations outweigh the significant and unavoidable localized vehicular intersection traffic impacts, as outlined and adopted in the Statement of Overriding Considerations included with this Resolution.

SECTION 8. CUSTODIAN OF RECORDS. The documents and other materials that constitute the record of proceedings on which the South Bay Galleria Improvement Project Findings are located at the City of Redondo Beach Planning Division, 415 Diamond Street, Redondo Beach, California 90277. The custodian for these documents is the Planning Division. However, this section should not be interpreted to mean that the City has prepared and organized the Record of Proceedings, as contemplated under Pub. Res. Code § 21167.6.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF REDONDO BEACH DOES HEREBY FIND:

1. In accordance with Municipal Code Sections 10-2.2506(b), of the Redondo Beach Municipal Code, a Conditional Use Permit is in accord with the criteria set forth therein for the reasons described below. The City's past interpretation of these provisions and the Design Review provisions allows a balancing of these factors, consistent with *Santa Clarita Organization for Planning the Environment v. City of Santa Clarita* (2011) 197 Cal.App.4th 1042, 1059-1064. The Findings provided in this Resolution are also supported by information and analysis in the Draft EIR, the Final EIR, the Draft and Final EIR Reference materials, the MMRP, the CEQA Findings, the Statement of Overriding Considerations, and the Administrative Report and its attachments. Upon considering all of this information, on balance, the City finds that the project meets the finding requirements contained under Redondo Beach Municipal Code (RBMC) 10-2.2506(b). The City further finds that:
 - a) The proposed uses for the South Bay Galleria Improvement Project are conditionally permitted in the Regional Commercial (CR) Zone in which the site is located, and the site is adequate in size and shape to accommodate the uses including all setbacks, spaces, walks and fences, parking, loading, landscaping and other features, and the revised project is consistent with the requirements of Chapter 2, Title 10 of the Redondo Beach Municipal Code.
 - b) As substantiated in the Final Environmental Impact Report (SCH# 2015101009 / FILE NO. 2015-09-EIR-001) and the Traffic Impact Study prepared by Fehr & Peers (including but not limited to Draft EIR Appendix L, Section 6.2), the site has adequate access to public streets of adequate

width to carry the kind and quantity of traffic generated by the South Bay Galleria Improvement Project, subject to increased localized vehicular delay. However, the project as approved would result in increased regional vehicular transportation benefits from reduced Vehicle Miles Traveled (VMT), increased usage of alternative modes of transportation, including increased pedestrian amenities attributable in part to the mixed use nature of the project site, and increased utilization of transit, due in part to the site's designation as a Transit Priority Area. Municipalities throughout Southern California and the South Bay are approving mixed-use projects¹ consistent with Senate Bill 375 [2008] and the Regional Transportation Plan. The region as a whole will benefit from mixed use developments due to reduced vehicular traffic (reduced frequency and shorter duration trips), reduced greenhouse gas emissions, and reduced air quality emissions (and a reduction in other secondary effect associated with urban sprawl).

- c) The proposed South Bay Galleria Improvement Project will have no adverse effect on abutting property or the permitted use thereof, subject to the adopted Conditions of Approval/MMRP.
- d) The proposed South Bay Galleria Improvement Project, including the January 15, 2019 revisions, is consistent with and in conformance with the General Plan including the "CR" Regional Commercial designation, as outlined in greater detail in Draft EIR Sections 4.6.4 (LU-1), and 4.6.5 (LU-1), as well as Section 3.8.
- e) The Mitigation Monitoring and Reporting Program and Conditions of Approval adopted in this resolution are deemed necessary to protect the public health, safety, and general welfare.
- f) The South Bay Galleria Improvement Project is in compliance with the intent of the applicable development standards by zone, including allowable uses, height requirements, Floor to Area Ratio (FAR) maximums, and other standards, subject to the approved Variance contained herein, as outlined in the Administrative Report presented at the April 19, 2018 Planning Commission meeting as well as subject to the approved Density Bonus Concessions/Waivers as outlined in the Administrative Report presented at

¹ LA County is seeing a large number of mixed use projects being proposed and approved. This includes but is not limited to (1) numerous mixed use projects in Santa Monica, including approval of (a) a 57 unit mixed use development, (b) a 49 unit mixed use development with 45,039 square feet of commercial space, (c) a 56 unit mixed use development with 28,869 feet of commercial space. (2) a mixed use project in Westlake with 600 units and 26,000 square feet of neighborhood-serving commercial. (3) Korean American seven-story mixed-use building with 103 market-rate apartments above the museum, (4) Ivy Station in Culver City with 500,000 square feet of offices, apartments, a hotel, stores and restaurants, (5) Pasadena Parsons Project "mixed use urban village" featuring 620,000 square feet of office use, 30,000 square feet of which could be used as retail space, plus 10,000 square feet of restaurant space and 475 residential units, including work/live units, (6) Los Angeles Playa Vista Development, the last phase of which includes 2,600 residential units, 200 independent/assisted-living homes, more office space, a second resident club and new parks and open space, and 200,000-square-foot shopping center.

the October 2, 2018 City Council meeting and Draft EIR Sections 4.6.4 (LU-1), and 4.6.5 (LU-1), as well as Section 3.8.

- g) Given the fact that it is not possible at this time to know the exact leasing plan for specific uses, it is expedient and desirable to grant an overall Master Conditional Use Permit to more uniformly establish overall operating conditions and allowances for uses within the scope of a Master Conditional Use Permit at this time.
2. In accordance with Municipal Code Sections 10-2.2502(b) and 10-2.1802 of the Redondo Beach Municipal Code, the applicant's request for Planning Commission Design Review (including the January 15, 2019 revisions) is consistent with the criteria set forth therein for the following reasons:
- a) The design of the proposed South Bay Galleria Improvement Project considers the impact and needs of the user in respect to circulation, parking, traffic, utilities, public services, noise and odor, privacy, private and common open spaces, trash collection, security and crime deterrence, energy consumption, physical barriers, and other design concerns.
 - b) The natural terrain was removed from the project site more than 60 years ago when the first development took place. Therefore, there is no natural terrain or natural landscape features that can be integrated into the project. Furthermore, the new landscaping would be draught tolerant and would conform to the City of Redondo Beach's landscaping regulations for new development. While the project site contains approximately 93,761 square feet of dispersed ornamental landscaping under existing conditions, including ornamental trees, it is not feasible to preserve this existing landscaping. The project involves the excavation of an underground parking structure, renovation of existing structures, and replacement of the existing surface parking facilities and associated ornamental landscaping to implement the South Bay Galleria Improvement Project. The existing landscaping and these new facilities are not physically compatible. Furthermore, upon implementation, the project as approved will provide an increase in landscaping (including trees) and open space.
 - c) The final design of the proposed South Bay Galleria Improvement Project (including the January 15, 2019 revisions) is harmonious and consistent within the proposed architectural style regarding roofing, materials, windows, doors, openings, textures, colors, and exterior treatment subject to the conditions of approval.
 - d) The overall design of the South Bay Galleria Improvement Project (including the January 15, 2019 revisions), as approved by the City Council, is integrated and compatible with the neighborhood and strives to be in harmony with the scale and bulk of the surrounding properties. The project

design would be complimentary to the well-received design of the adjacent South Bay Marketplace as well as surrounding commercial properties. The existing adjacent structures have building heights up to 94.9 feet, with several additional existing structures ranging from 42.2 feet to 60.1 feet. The adjacent residential and commercial structures to the north, south, east, and west have setbacks which provide transitions to these adjacent land uses which ensure the project is in harmony with the scale and bulk of the surrounding properties. The existing residences east of the project site are located approximately 180 feet from the eastern border of Hawthorne Boulevard. Such residences are also separated by the project site by landscaped medians which further harmonize the project site with the adjacent land uses to the east. The existing residences to the west of the project site are located approximately 50 feet from the western border of Kingsdale Avenue. The South Bay Galleria Improvement Project includes a 31-foot landscaped setback along Kingsdale Avenue which will further harmonize the project with the existing neighborhood. The commercial properties to the north are approximately 100 feet to the northern border of the project site. The proposed two-story buildings along the northern edge of the project site would harmonize with the scale of those existing commercial structures.

- e) The design of the proposed South Bay Galleria Improvement Project provides innovation, variety, and creativity and serves to minimize the appearance of flat facades and box-like construction subject to the conditions of approval. The project includes stream-lined projecting canopies, cantilevered spaces, and building alcoves, all of which provide vertical and horizontal offsets to add architectural interest to the front facades as well as the exteriors of each of the buildings. Roof planes and building shapes are varied throughout the site, providing visible and significant roof lines that soften the vertical mass. Harmonious variations in treatment and use of wall materials are integrated into the architectural design. Some buildings also incorporate artistic design elements furthering their unique appearance and creating a sense of place.
- f) The conceptual signage proposed on the exterior elevations (including the January 15, 2019 revisions) would be consistent with sign regulation criteria in RBMC Sections 10-2.1802 and 10-2.1810.
- g) The South Bay Galleria Improvement Project is in the CR Regional Commercial Zone, and is therefore not subject to the Residential Design Guidelines, which are only applicable in the R-1, R-2, R-3, R-3A, RH-1, RH-2, and RH-3 residential zones.
- h) The Mitigation Monitoring Program, Conditions of Approval, and design considerations integrated into the project and adopted in this resolution are deemed necessary to protect the public health, safety, and general welfare.

3. The applicant has requested a height variance from RBMC § 10-2.919(d) to allow new development up to 67 ft. (top of roof), which would allow for the addition to the existing parking garage located in the northwest corner of the project site. The applicant has also requested a story variance from RBMC § 10-2.919(e) to allow new development up to six stories, which would allow a residential building with six stories and a height of 60 feet, a hotel building with six stories and a height of 60 feet, and the Retail # 3 building with six stories and a height of 60 feet. In response to Boswell Appeal Allegation 10, the Applicant has proposed inclusion of affordable housing into the project and an associated density bonus with related concessions/waivers/incentives for height and stories. The City of Redondo Beach finds that approval of the density bonus, and the associated concessions/incentives/waivers fully supports approval of the project at the applicant's requested stories and heights. Nevertheless, in the alternative to the density bonus concessions/incentives/waivers, the City finds that the issuance of a variance is appropriate and supported by substantial evidence.

In accordance with RBMC § 10-2.2510, the applicant's request for a Variance (including the January 15, 2019 revisions) to exceed the maximum four stories and height is consistent with the criteria set forth below for the reasons stated therein. The City finds that any one of these factors for each individual finding constitutes an independent basis for making these findings. The City of Redondo Beach hereby finds that:

- a) The project site is unique in size, shape, regional location, and zoning, such that the strict application of the zoning provisions deprives the property of the privilege enjoyed by other property in the vicinity and under identical zone designations.
 - i. The project site includes more than half of all of the land in the City designated as CR Regional Commercial (29.85 acres out of 55 acres). The City's General Plan recognizes that this zone "represents the largest single concentration of commercial land in Redondo Beach, and is also unique in its regional orientation." (General Plan Land Use Element, p. 2-75.) Additionally, as noted in the City's recently adopted Housing Element, the Galleria site has "the greatest potential for future residential development." (Housing Element, p. 91.)
 - ii. General Plan Land Use Element Policy 1.41.7 provides for the Galleria site to be designed to promote pedestrian activity. Successful pedestrian oriented environments typically require a mix of uses, and increased Floor to Area ratios (FAR), because a low FAR may not result in a pedestrian-active character due to the lack of accessible uses within walking distance. (April 8, 2008 Admin Report, Item J1, p. 35.) The size, shape, and regional location on the project site uniquely

allow for a large mix of uses, including residential, hotel, professional office, retail, and entertainment, capable of creating a pedestrian oriented environment.

- iii. The project site is also unique in that it is one of the few locations in the City that meets the definition of a Transit Priority Area, as described in Draft EIR Section 3.0.3. This is due in part to the on-site Transit Center, which serves Metro Rapid Route 710 and 640, Metro Local Routes 40, 130, 210, 211/215, and 344, and Torrance Transit Routes 2, 8, and Rapid 3. Additionally, the site is in close proximity to a potential extension of the Green line light rail, as noted in Metro's comment letter in the Final EIR (Comment AR003-8). The site's access to numerous transit options is also unique in Redondo Beach, and is one of the few large mixed use development sites capable of providing reduced Vehicle Miles Traveled (VMT), consistent with the state's goals of providing infill development in transit accessible areas, as outlined in Senate Bill 375 [2008], Senate Bill 743 [2013], and SCAG's Regional Transportation Plan/Sustainable Communities Strategy, thereby providing reduced greenhouse gas emissions and reduced air quality emissions on a regional basis. In fact, Senate Bill 743 statutorily recognizes the unique nature of Transit Priority Areas, by providing specific exemptions for such locations. (Pub. Res. Code § 21099(d).)
- iv. As also noted in Draft EIR Section 3.8 and 3.10, the legislature has concluded that "the lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California." (Government Code 65589.5(a).) In 2017 the Legislature further amended this statute to add twelve new findings which explain, in part, that "California has a housing supply and affordability crisis of historic proportions." (AB 1515 [2017].) If the project does not move forward at the densities, height, and stories proposed, then development would be forced to relocate to other locations in the City and region, which would not have the same level of transit access as the project site and the environmental benefits associated therewith, as explained in the Draft EIR Section 4, under the No Project Alternative.
- v. Additionally, State law, recently adopted in 2017, would potentially require the City to increase residential densities at other locations in the City, which would also not have the same VMT/Transit/Air Quality/GHG benefits as the project site. (Gov. Code § 65863(c).) The South Bay Galleria Improvement Project site is also one of the City of Redondo Beach's largest sales tax generators. The uniqueness of the site is also recognized through the City's previous issuance of development approvals for heights up to 94.9 ft and up to six stories of development for the existing structures in the CR zone, previously issued by the City

in City Council Resolution 7826. Strict application of existing height and story zoning provisions would deprive the property of the privilege enjoyed by other property in the vicinity and under identical zone designations. Additionally, General Plan policy 1.41.5 allows heights up to 100 feet on the South Bay Galleria Improvement Project site for additions to existing buildings.

- vi. Pursuant to Resolution 7826 and the General Plan amendment adopted concurrently therewith in 1996, the existing multiplex cinema building was constructed in the late 1990's to a height of 94.9 feet and six stories. The granting of this variance will allow the project to enjoy the privilege of the additional height and additional stories as enjoyed by other property in the vicinity under an identical zoning designation.
- vii. The Variances are necessary to effectuate the purpose of the City's General Plan. Although portions of the proposed development are proposed at less than 60' and therefore theoretically could be built up to 60' with additional housing stories on top of parking and retail development, there are specific reasons why the heights were limited in those locations. Policy 1.41.7(a) calls for the applicant to "Reduce the impacts of height and mass by setting back and lessening the volume of the upper elevations of structures within 50 feet of the property line fronting Kingsdale Avenue." In response to requests from the public (e.g. DEIR Comment AL002-11), the applicant has requested construction of slightly modified version of Alternative 4/4-1 which reduces the density along southern portions of the project site along Kingsdale Ave. to further ensure compliance with this policy.² Limiting the currently proposed residential building at the SE corner of the site to four stories would require elimination of necessary housing, or increasing the height of structures elsewhere on the site to accommodate the lost units. As another example, adding residential development on top of the major retail anchors was not feasible due to the commercial leasing requirements of such anchor tenants. The applicant's in-house and consulting architects have explained that anchor tenants will not allow residential units directly above their stores, as evidenced by the fact that there are virtually no examples anywhere in the U.S. of residential development directly over major anchor retail, even in newer mixed-use developments in urban areas.

² While the variance allows the addition to the existing parking structure along the north portion of the site on Kingsdale Avenue north of Grant Avenue, this structure is located further away from the residences to the west, in comparison to the project site located south of Grant Avenue. The structure on the northern portion of the site above Grant have a greater setback from the project, due to the westward curvature of the street, which provides space for the existing transit center (an approximately 65-foot buffer). This transit center would be moved just south of the project site and replaced with linear green/open space.

Additionally, the City's municipal code imposes additional open space requirements under RBMC § 10-2.919(h). Neighbors and Appellants have requested an increase in open space on the project site (e.g. DEIR comments AL002-13, OR007-1, Boswell Appeal Allegation 1 [requesting "additional open areas."]) In response to Appellants requests, a slightly revised site plan was proposed by the applicant and included in the January 15, 2019 Admin Report which increases open space, but requires redistribution of the eliminated building square footage. To implement these requests, in combination with the reduction in density along Kingsdale, increases in density on other portions of the project site are necessary, which are addressed through the issuance of the height and story variances.

- b) The granting of this Variance does not constitute a grant of special privileges inconsistent with the limitations upon other properties in the vicinity and zone in which such property is situated. As explained in the previous finding under subsection (a), the CR Zone contains heights up to 94.9 feet and six stories, and is subject to General Plan Policy 1.41.5 which allows heights up to 100 feet subject to Planning Commission approval. Additionally, the granting of a variance to the number of stories allows for an increase in usable development space, and does not have any physical effect on the apparent mass, scale and bulk of the proposed buildings. The City further finds:
 - i. The project site includes more than half of all of the property within the City of Redondo Beach upon which the Regional Commercial (CR) zoning classification has been placed by the General Plan and Zoning Map.
 - ii. As part of the only Regional Commercial (CR) designated property within the City, the project site represents a unique entity. This uniqueness is enhanced by its existing development as the City's sole regional shopping center.
 - iii. One parcel on the site is already developed with the theater building which significantly exceeds, and will continue to significantly exceed, the height of development on any other portion of the site or of adjacent properties within the CR zone.
 - iv. Conditions of the project approval including the limitation to 1,593,144 SF of development will ensure that despite the Variance and Density Bonus Concessions/Waivers, the project will remain consistent with the FAR limits of the CR zone and meet all applicable open space requirements.

- c) The granting of the Variance is not contrary to the objectives of the Comprehensive General Plan and furthers the goal to make this site a successful mixed-use regional center. As outlined in greater detail in Draft EIR Sections 4.6.4 and 4.6.5 (Impact LU-1), which are incorporated herein by reference, Alternatives 4 and 4-1 were determined to be consistent with the Comprehensive General Plan. The City further finds the revised site plan included with the January 15, 2019 Admin Report consistent with the General Plan. The General Plan CR designation does not contain policies limiting the number of stories. Furthermore, General Plan Land Use Policy 1.41.5 allows for heights up to 100 feet on the project site, subject to Planning Commission approval. Because of this General Plan Policy which was adopted after the current zoning was enacted, it is not clear that a variance for the 60 foot zoning height limit under RBMC 10-2.919(d) is necessary. Nevertheless, in order to remove any uncertainty, City Council hereby adopts these findings. Additionally, a shade and shadow analysis was included as Appendix C to the DEIR which concluded there would be less than significant impacts with regard to shade and shadow on the surrounding sensitive receptors because they would not be in shade/shadow for a majority of the day. The shade and shadow analysis for the project as approved, is shown in Appendix C under "Scheme D" i.e. Alternative 4 and 4-1). As shown in Figures 17, 18, 19, and 20, the project will not impose significant shade and shadow impacts on adjacent land uses. A few of the R-3 and C-4 parcels located directly across from the parking structure (on Kingsdale Avenue north of Grant Avenue) will experience slightly increased duration of morning shadows slightly past the 9:00 a.m. hour during certain times of year, as compared to existing conditions because of the two additional levels added onto the parking structure. However, these shadows will quickly recede as the morning sun continues to rise in the sky. Impacts would be less than significant because they would not be in shade/shadow for a majority of the day. This conclusion is consistent with the City's previous interpretation of this policy in Resolution 7826, which concluded that development of the existing structures up to a height of 98 feet would not have a significant impact on the adjacent land uses. The City finds that these conclusions are equally as applicable to the revised January 15, 2019 site plan, which have heights reduced in comparison to the proposed project. Additionally, the granting of a variance to the number of stories allows for an increase in usable development space without any increase in building height for the residential and hotel structures, and does not have any physical effect on the apparent mass, scale and bulk of the proposed buildings.
4. The revised Vesting Tentative Tract Map No. 74481 included with the January 15, 2019 Admin report meets the requirements of Chapter 1, Subdivisions, Article 5 of the City's Municipal Code, and the California State Subdivision Map Act subject to consistency with the January 15, 2019 site plan included as Figure 1 in the Administrative Report and shall have no more than 19 parcels (including both ground and air space parcels) in the Final Map. The City further finds that the revised January 15, 2019 site plan, based upon Draft EIR Alternative 4 and 4-1, is

consistent with the City's General Plan as outlined in the Draft EIR (including but not limited to Sections 4.6.4 and 4.6.5), the Final EIR, and the City's Administrative Report for the South Bay Galleria Improvement Project, which are incorporated herein by reference. As outlined in the Initial Study, the Draft EIR, and the Final EIR, the City has also considered housing needs. The revised Vesting Tentative Tract Map No. 74481 is consistent with the criteria set forth therein for the following reasons:

- a. The Vesting Tentative Tract Map No. 74481 filed and deemed complete on August 30, 2017 and the revised map filed and deemed complete on January 9, 2019 is in conformance with § 10-1.102 (Purpose and intent) of the Redondo Beach Municipal Code which establishes the rules, regulations, and specifications to control and regulate the division of an land, building, or air space for any purpose whatsoever within the City.
- b. In accordance with § 10-1.103 (General responsibilities: Subdividers) of the Redondo Beach Municipal Code, the Subdivider has prepared a revised map consistent with the design standards and has assured the accomplishment of improvements consistent with the subdivision section of the Redondo Beach Municipal Code.
- c. In approving the revised Vesting Tentative Tract Map the City Council has investigated and concludes that the design and improvement of the proposed subdivision is in conformance with the General Plan, the applicable zoning subject to the approved Variance, the requirements of the Subdivision section of the Redondo Beach Municipal Code, and the Subdivision Map Act, and hereby reports its actions to the subdivider pursuant to § 10-1.106 of the Redondo Beach Municipal Code.
- d. Pursuant to §10-1.514 and §10-1.5508 of the Redondo Beach Municipal Code the approval of the Vesting Tentative Tract Map shall expire thirty-six (36) months after the date the map was approved or conditionally approved by the City Council. The person filing the tentative map may request an extension of the tentative map or vesting tentative map approval or conditional approval by a written application to the Planning Commission, such application to be filed at least thirty (30) days before the approval or conditional approval is due to expire. The application shall state the reasons for requesting the extension.
- e. The approval of the revised Vesting Tentative Tract Map granted herein shall confer a vested right to proceed with development in substantial compliance with the ordinances, policies, and standards described in § 66474.2 of the Government Code of the State. However, if said § 66474.2 is repealed, the approval or conditional approval of a vesting tentative map shall confer a vested right to proceed with development in substantial

compliance with the ordinances, policies, and standards in effect at the time the vesting tentative map is approved or conditionally approved.

- g. The street and lot layout is appropriate to the land use for which the subdivision is proposed and conforms to the proposed land use and standards established in the General Plan and Zoning Ordinance. The subdivider has demonstrated to the satisfaction of the City Council that the street, parcel, and block pattern proposed is specifically adapted to the uses anticipated and takes into account other uses in the vicinity. The Redondo Beach City Council finds that the following principles and standards are met by this subdivision:

- (a) The proposed parcels or lots are suitable in area and dimensions to the types of development anticipated.
- (b) The street rights-of-ways and pavement are adequate to accommodate the type of volume of traffic anticipated to be generated thereon, as described in greater detail under Finding 1(b) above.
- (c) Special requirements may be imposed by the City with respect to street, curb, gutter, and sidewalk design and construction.
- (d) Special requirements may be imposed by the City with respect to the installation of public utilities, including water, sewer, and storm water drainage.
- (e) Every effort has been made to protect adjacent residential areas from the potential nuisance of proposed uses including the provision of extra depth and building setback lines in parcels backing up on existing or potential residential developments and provisions for a permanently landscaped buffer strip when necessary.
- (f) The subdivision for proposed development takes into account all areas proposed for vehicular circulation and parking, for pedestrian circulation, and for buffer strips and other landscaping.

5. The Applicant submitted a request for a density bonus, with no increase in density, per Government Code Section 65915. Section 65915 allows for certain incentives/concessions/waivers of development standards (collectively referenced as incentives). The City finds that inclusion of affordable housing pursuant to 65915 allows the following concessions: (1) voluntary incentives (Gov. Code Section 65915(d)(2)(A) and (k)), (2) incentives for development standards that will have the effect of physically precluding the construction of a development meeting the criteria for voluntary concessions at the densities or with the concessions or incentives permitted by this section (Gov. Code Section 65915(e)(1)), and (3) parking incentives (Gov. Code Section 65915(p).) The applicant has also requested waiver of the story limits contained in RBMC Section 10-2.919(e), pursuant to incentives allowed under Gov. Code Section 65915(d)(2)(A) and (k). The City finds that issuance of incentives for height and stories are also

appropriate pursuant to Section 65915(d)(2)(A), (e)(1), and (k). Although portions of the proposed development are proposed at less than 60' and therefore theoretically could be built up to 60' with additional housing stories on top of parking and retail development, there are specific reasons why the heights were limited in those locations. General Plan Land Use Element Policy 1.41.7(a) calls for the applicant to "Reduce the impacts of height and mass by setting back and lessening the volume of the upper elevations of structures within 50 feet of the property line fronting Kingsdale Avenue." In response to requests from the public (e.g. DEIR Comment AL002-11), the applicant has requested construction of a slightly modified version of Alternative 4/4-1 which reduces the density along southern portions of the project site along Kingsdale Ave. to further ensure compliance with this policy. Limiting the currently proposed residential building at the SE corner of the site to four stories would require elimination of necessary housing, or increasing the height of structures elsewhere on the site to accommodate the lost units. As another example, adding residential development on top of the major retail anchors was not feasible due to the commercial leasing requirements of such anchor tenants. The applicant's in-house and consulting architects have explained that anchor tenants will not allow residential units directly above their stores, as evidenced by the fact that there are virtually no examples anywhere in the U.S. of residential development directly over major anchor retail, even in newer mixed-use developments in urban areas. Additionally, the City's municipal code imposes additional open space requirements under RBMC § 10-2.919(h). Neighbors and Appellants have requested an increase in open space on the project site (e.g. DEIR comments AL002-13, OR007-1, Boswell Appeal Allegation 1 [requesting "additional open areas."]) In response to Appellants requests, a slightly revised site plan was proposed by the applicant and included in the January 15, 2019 Admin Report which increases open space, but requires redistribution of the eliminated building square footage. To implement these requests, in combination with the reduction in density along Kingsdale, increases in density on other portions of the project site are necessary, which are addressed through the issuance of the height and story incentives. Applicant's request provides "an alternative legal basis for the City to approve the limited height and stories increases previously approved by Planning Commission by way of variance." The City further finds that the parking incentives under 65915(p) support the shared parking proposed for the project.

6. The plans, specifications and drawings submitted with the applications associated with the project described in the Final EIR have been reviewed by the Planning Commission and City Council. Project materials were made available for review at City Hall, on the City website, and were included as attachments to the Administrative Reports presented to the Planning Commission and City Council. The slightly revised site plan associated with the January 15, 2019 Appeal hearing was also made available and included with the Administrative Report.
7. FINDINGS PURSUANT TO GOVERNMENT CODE SECTION 65863: As shown in the table below (which is a modified version of the City Housing Element Table

H-45), even if the project did not provide any affordable housing units, there would be adequate housing sites to fulfill the City's Regional Housing Needs Allocation (RHNA), if the Galleria site were developed with as few as 298 residential units. The City further finds that the remaining sites identified in the City's Housing Element are adequate to meet the requirements of Gov. Code 65583.2 and to accommodate the jurisdiction's share of the regional housing need pursuant to Section 65584. Modified Table H-45a below, modified from the City's Housing Element, identifies the City's share of the regional housing need at each income level. The table below shows that if the project offered as few as 298 units in the above moderate income level (and not extremely low/very low/low income categories), 640 residential units would be allocated within the "Extremely Low/Very Low/Low" income level, providing a surplus of 45 units above RHNA requirements. Modified Table H-45a below, along with Table H-44 of the City's Housing Element, demonstrates the remaining sites have the appropriate density designations and acreage to accommodate the remaining residential units in all the income levels noted within the Housing Element.

Modified Table H-45a: Comparison of Sites Inventory and RHNA (2013-2021) Without the Project Offering Affordable Housing						
Income Category	Units Constructed/ Approved	Underutilized Site Capacity	R-2 Sites	Accessory Dwelling Units	RHNA	Surplus/ (Deficit)
Extremely Low/ Very Low	---	640*	---	---	372	45
Low	---		---	---	223	
Moderate	2	372	348	100	238	584
Above Moderate	212	298	---	---	564	-54
Total Units	214	1310	348	100	1,397	575
*Refer to Table H-44 of the City's Housing Element for the list of underutilized sites in Redondo Beach. The 640 units in the extremely low/very low/low income categories include Site 1 (106 units), Site 2 (69 units), Site 4 (173 units), and MU Scattered Sites (292 units).						

The South Bay Galleria Improvement project has been conditioned to provide 10 percent of units as deed restricted for low income (Modified Table H-45b below) or 5 percent as deed restricted for very low income (Modified Table H-45c below). In both scenarios, there would be a surplus of 75 units or 60 units above RHNA requirements for extremely low/very low/low income categories, respectively.

Modified Table H-45b: Comparison of Sites Inventory and RHNA (2013-2021) with the Project Offering 20 Percent of Units as Low Income						
Income Category	Units Constructed/ Approved	Underutilized Site Capacity	R-2 Sites	Accessory Dwelling Units	RHNA	Surplus/ (Deficit)
Extremely Low/ Very Low	---	700*	---	---	372	105
Low	---		---	---	223	
Moderate	2	372	348	100	238	584
Above Moderate	212	238	---	---	564	-114
Total Units	214	1310	348	100	1,397	575
*Refer to Table H-44 of the City's Housing Element for the list of underutilized sites in Redondo Beach. The 670 units in the extremely low/very low/low income categories include Site 1 (106 units), Site 2 (69 units), Site 4 (173 units), MU Scattered Sites (292 units), and the project (30 units).						

Modified Table H-45c: Comparison of Sites Inventory and RHNA (2013-2021) with the Project Offering 10 Percent of Units as Very Low Income						
Income Category	Units Constructed/ Approved	Underutilized Site Capacity	R-2 Sites	Accessory Dwelling Units	RHNA	Surplus/ (Deficit)
Extremely Low/ Very Low	---	670*	---	---	372	75
Low	---		---	---	223	
Moderate	2	372	348	100	238	584
Above Moderate	212	268	---	---	564	-84
Total Units	214	1310	348	100	1,397	575
*Refer to Table H-44 of the City's Housing Element for the list of underutilized sites in Redondo Beach. The 655 units in the extremely low/very low/low income categories include Site 1 (106 units), Site 2 (69 units), Site 4 (173 units), MU Scattered Sites (292 units), and the project (15 units).						

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF REDONDO BEACH DOES HEREBY FURTHER RESOLVE AS FOLLOWS:

SECTION 9. The City Council does hereby find that the above recitals and findings are true and correct and are incorporated herein by reference as if set forth in full.

SECTION 10. Based on the above findings, the City Council does hereby grant and approve Project Alternative 4-1 pursuant to the revised plans and applications considered by the City Council at its January 15, 2019 hearing including the Master Conditional Use Permit, the Planning Commission Design Review, the Variance, the Density Bonus application and the requested incentives/concessions/waivers, and the revised January 15, 2019 Vesting Tentative Tract Map subject to consistency with the January 15, 2019 site plan included as Figure 1 in the Administrative Report and shall have no more than 19 parcels (including both ground and air space parcels) in the Final Map.

SECTION 11. The approved Master Conditional Use Permit, Planning Commission Design Review, Density Bonus and associated incentives/concessions/waivers, Variance, and Vesting Tentative Tract Map (as modified above) shall become null and void if not vested within 36 months from the effective date of this resolution, unless an extension is granted pursuant to law.

SECTION 12. These permits shall be void in the event that the applicant does not comply with the adopted Mitigation Monitoring Program adopted concurrently in the associated CEQA resolution, or the following conditions:

In addition to the Mitigation Monitoring and Reporting Program, the following Conditions of Approval have been proposed and incorporated into this Resolution.

1. The approval granted herein is for the South Bay Galleria Improvement Project, as described in the EIR as Alternative 4/4-1 and modified by the revised site plan included in the January 15, 2019 Admin Report, which proposes a maximum of 1,593,144 square feet generally consisting of a maximum of 1,188,144 square feet of retail square footage (an increase of 217,043 square feet in comparison to the existing site), including retail stores, dining, and entertainment, as well as a new 150-room hotel totaling up to 105,000 square feet, and 300 residential apartments totaling 300,000 square feet, and 8,000 sq. ft. designed for a skate park (which can be utilized for other open space activities). This resolution requires inclusion of at least 75,000 square feet office space in-lieu of commercial retail square footage, but allows up to 175,000 square feet of commercial office uses in place of 175,000 square feet of commercial retail uses to be constructed and operated.
2. The City Council hereby approves the conceptual architectural design of the South Bay Galleria Improvement Project, subject to the revised site plan included with the January 15, 2019 Admin Report. The precise architectural treatment of building exteriors, roofs, walks, walls, landscape, hardscape, lighting and other features including color and material samples shall be reviewed and approved by the Community Development Department prior to the issuance of building permits.

3. Applicant will offer not less than five percent of the market-rate residential units constructed at the project first to active duty military personnel from Los Angeles Air Force Base, and/or employees of Redondo Beach Unified School District. Details of the program shall be submitted by the Applicant for review and reasonable approval by the Community Development Department prior to issuance of building permits for the residential units. Included in such a program would be an agreement that these tenants will not be required to pay an application fee or credit check fee and be allowed to pay a reduced security deposit. In addition, the Applicant will allow month-to-month leasing of the units and waive any move-out costs. In the event that a military member receives permanent change of station orders (PCS), Separation/Retirement orders, or temporary duty (TAD/TDY) orders for a period in excess of three (3) months, any liability for rent under the lease may not exceed thirty (30) days rent after written notice. The residential units offered to active duty personnel and/or employees of the Redondo Beach Unified School District shall be in addition to the affordable housing units.
4. No guest stays at the 150-room hotel shall exceed 29 days in length. A detailed and dimensioned Master Sign Program be prepared including the materials, colors, dimensions, sizes, locations, and sign setback distances, to ensure that future signs are in harmony with the buildings and site, that they provide a safe sight clearance for pedestrians and vehicles, and that they promote a high quality visual environment. The final sign program shall be reviewed and approved by Planning Division Staff prior to issuance of the building permit. An on-site directional traffic signage program shall be implemented in conjunction with detailed construction plans for the project to clearly designate the pick-up/drop-off areas, clearly label the secured residential entry/exit driveways, and to clearly identify the one-way entry driveway leading to the hotel adjacent to Artesia Boulevard.
5. The use of valet parking within the project is hereby authorized. While the City's shared parking regulations contained in RBMC § 10-2.1706(d)(2)(a) address "typical utilization of parking areas" (i.e. not holiday weekends), to promote the peace, comfort, convenience and general welfare of the surrounding community, the applicant shall prepare and implement a valet parking program for weekends in December to ensure adequate parking is available to meet holiday weekend demand in December. This holiday valet parking plan shall be reviewed and approved by the Community Development or Public Works Department prior to implementation of operations. Additionally, any business requesting to utilize valet parking shall submit a valet parking plan to the City and said plan shall be reviewed and approved by the Community Development or Public Works Departments prior to implementation of valet parking operations. The Applicant shall submit complete

landscaping plans including planting details and irrigation plans pursuant to the requirements of the Assembly Bill (AB) 1881, the Water Conservation in Landscaping Act of 2006 (Laird). Further, the landscape plan shall include landscaped berm and swale areas where possible for visual, terrain, and topographical variety and shall be designed to comply with any water runoff requirements, and to avoid potential hazards. The landscape plan shall utilize real turf to the maximum extent possible to still comply with AB 1881. Said plan shall be approved by the Community Development or Public Works Departments prior to issuance of building permits and shall be installed prior to final inspection.

6. Pursuant to the City's Public Art Ordinance, the applicant shall provide a zoning requirement contribution equivalent to one percent (1%) of the building valuation above \$250,000, subject to the provisions outlined in Title 10, Chapter 6. This contribution can take the form of: 1) installation of public art on the subject property, commissioned by the developer, but subject to the approval of the City's Public Art Commission; 2) a request that the installation of public art on the subject property be commissioned and approved by the Public Art Commission; 3) an installation of public art on the subject property valued at less than the required 1% contribution and an election to provide the balance of the 1% for the public art zoning requirement contribution to the John Parsons Public Art Fund; or 4) payment of the zoning requirement fee to The John Parsons Public Art Fund to be used for future public art in public places as determined by the Public Art Commission based on the City's Public Art Master Program. Notwithstanding the above, \$1,000,000 of the public art contribution shall be paid into the John Parson's Public Art Fund to be used for art related improvements on Artesia Boulevard. If a decision regarding the public art contribution is not finalized prior to the issuance of building permits, the applicant will be required to deposit the 1% zoning requirement fee in a set aside account. The monetary deposit will be held by the City until such time as the public art contribution is satisfied. The art contribution must be completed prior to the issuance of a Certificate of Occupancy. At least one piece of Public Art installed as part of the project shall incorporate a theme which notifies the public of its entry into the City of Redondo Beach.
7. In order to ensure compliance with all water quality regulations, the construction drawings for the project shall be prepared in accordance with all standards, requirements and design features of the approved Low Impact Development (LID) prepared for the subject site. The initial installation requirements and ongoing operational maintenance requirements of said plan shall be implemented in accordance with the LID, as reviewed and approved by the Public Works Department.
8. Revised Vesting Tract Map No. 74481 included with the January 15, 2019 Admin Report subject to consistency with the January 15, 2019 site plan included as Figure 1 in the Administrative Report and shall have no more than 19 parcels

(including both ground and air space parcels) in the Final Map. shall be recorded within 36-months of the effective date of this resolution, unless an extension is granted pursuant to law. If said map is not recorded within said 36-month period, or any extension thereof, the map shall be null, void, and of no force and effect.

9. The South Bay Galleria Improvement Project shall be pre-wired to incorporate electric vehicle charging stations, shall incorporate short and long term bicycle parking, the use of low-emitting materials, the diversion of construction waste from landfills, and the use of Best Management Practices to prevent storm water pollution.
10. Roof mounted mechanical equipment and appurtenances to be used in the operation or maintenance of a building shall be installed so as not to be visible from any point at or below the parapet level of the subject building. The features so regulated shall in all cases be either enclosed by outer building walls or parapets, or grouped and screened in a manner architecturally compatible with the building. Roof-mounted solar shall also be installed to minimize visibility.
11. All dumpsters for commercial use shall be covered/screened from public view. Trash facilities shall generally be co-located with loading and service areas. This condition shall not limit individual climate-controlled interior trash collection facilities.
12. The applicant shall be required to adhere to the adopted Mitigation, Monitoring, and Reporting Program for this project including the implementation of the required mitigation measures per the associated procedures listed therein.
13. The applicant shall fund and implement a Fire, Life-Safety, Crime Prevention, and Security Plan, which may include fair-share funding for supplemental staffing to achieve an enhanced level of service established by the parties based on data from comparable regional shopping centers. The plan will provide for the supplemental staffing levels to be reviewed and adjusted annually within a pre-negotiated range based on calls for service and incident data from the previous year. The plan shall be reviewed and approved by the Redondo Beach Police and Fire Departments prior to the issuance of Building Permits, and a final plan shall be approved and implemented prior to the issuance of Certificate of Occupancy. Inspections by the appropriate Staff members shall be made to ensure compliance with the approved plan prior to the issuance of a Certificate of Occupancy and the plan shall be implemented throughout operation of the project. The final plan may be phased as required and shall incorporate the following:
 - (a) Provide Security Plans and design specifications that show the location of visual camera systems for key areas to which access is granted to the public.

- (b) Provide specifications and/or security plans that provide the police with visual access to the interior of all commercial tenant spaces.
- (c) Provide details on emergency access to the property by police and fire responders in the event of an emergency including a numerical address system and an "on-site" map.
- (d) Provide a garage lighting plan along with design specifications that include lighting of the garage stair wells, ramps and all access roads. The plan shall ensure that the lighting does not encroach on the adjacent residential properties to the east and within the project site, consistent with the regulations contained in RBMC § 10-2.1706(c)(10)(c.) and § 10-2.912(a)(3).
- (e) Provide a painting scheme for the garage areas that employs the use of light and highly reflective color to enhance visibility and improve lighting effectiveness.
- (f) Provide plans for the installation of a "repeater" system, if necessary, allowing the use of personal cell phones on all levels of the parking garage.
- (g) The applicant/property owner shall ensure that the visual security equipment be monitored as necessary during business hours and that regular daily patrols of the subject property be made by security personnel. License plate readers shall be installed if feasible.

14. The applicant shall comply with the following Conditions of Approval (COA) and the associated procedures listed in the MMRP:

COA CUL-1: A City-approved qualified archeologist, defined as an archaeologist who meets the Secretary of the Interior's Professional Qualifications Standards for archaeology (36 CFR Part 61), or an archaeologist working under the direction of a qualified archaeologist, shall conduct pre-construction cultural resources sensitivity training to inform construction personnel on the types of cultural resources that may be encountered, and to bring awareness to personnel of actions to be taken in the event of a cultural resources discovery. The applicant shall complete training for all construction personnel and retain documentation showing when training of personnel was completed.

COA CUL-2: The qualified archaeologist, or an archaeological monitor working under the direction of a qualified archaeologist (or a cross-trained archaeological/paleontological monitor), shall conduct full-time archaeological monitoring for all ground-disturbance (including but not limited to brush clearance, vegetation removal, grubbing, grading, and excavation) from existing ground surface to depths up to 8 feet (deepest depth of known artificial fill overlying the project site). Archaeological monitoring shall be conducted by an archaeologist familiar with the types of archaeological resources that could be encountered within the project site. The monitor shall be empowered to halt or redirect ground-disturbing activities away from the vicinity of a discovery until the qualified archaeologist has evaluated the discovery and determined appropriate treatment (as prescribed below in Mitigation

Measure CUL-3). The archaeological monitor shall keep daily logs detailing the types of activities and soils observed, and any discoveries. After monitoring has been completed, the qualified archaeologist shall prepare a monitoring report that details the results of monitoring. The report shall be submitted to the City and any Native American groups who request a copy. A copy of the final report shall be filed at the South Central Coastal Information Center.

COA CUL-3: In the event of the discovery of archaeological materials, the applicant shall immediately cease all work activities in the area (within approximately 50 feet) of the discovery until it can be evaluated by the qualified archaeologist. Prehistoric archaeological materials might include obsidian and chert flaked-stone tools (e.g., projectile points, knives, scrapers) or tool-making debris; culturally darkened soil ("midden") containing heat-affected rocks, artifacts, or shellfish remains; and stone milling equipment (e.g., mortars, pestles, handstones, or milling slabs); and battered stone tools, such as hammerstones and pitted stones. Historic-period materials might include stone or concrete footings and walls; filled wells or privies; and deposits of metal, glass, and/or ceramic refuse. Construction in the area shall not resume until the qualified archaeologist has made a determination regarding the significance of the resource. The archaeologist shall evaluate the resource and determine whether it is (1) eligible for the CRHR (and thus a historical resource for purposes of CEQA), or (2) a unique archaeological resource as defined by CEQA. If the resource is determined to be neither a unique archaeological nor a historical resource, work may re-commence in the area. If the resource meets the criteria for either a historical or unique archaeological resource, or both, work shall remain halted within the area of the find. Avoidance and preservation in place is the preferred manner of mitigation. Preservation in place maintains the important relationship between artifacts and their archaeological context and also serves to avoid conflict with traditional and religious values of groups who may ascribe meaning to the resource. Preservation in place may be accomplished by, but is not limited to, avoidance, incorporating the resource into open space, capping, or deeding the site into a permanent conservation easement. Other methods of mitigation, described below, shall only be used if the archaeologist, in consultation with the City and the applicant, determines the method would provide superior mitigation of the impacts to the resource or preservation in place is determined to be infeasible. The alternative methods of mitigation may include data recovery. In the event data recovery is the selected method of mitigation, a treatment plan shall be prepared and implemented by a qualified archaeologist in consultation with the City and the applicant that provides for the adequate recovery of the scientifically consequential information contained in the archaeological resource. The methods and results of evaluation or data recovery work at an archaeological find shall be documented in a professional-level technical report to be filed with the California Historical Resources Information System (CHRIS). The City shall consult with appropriate Native American representatives in determining treatment for prehistoric or Native American resources to ensure cultural values ascribed to the resource, beyond that which is scientifically important, are considered. Work in the area may re-commence upon completion of treatment, as approved by the City.

COA OR002-21: Consistent with RBMC § 4-22.11 and §9-1.25 the Applicant shall send notice to adjacent property owners regarding an enforcement contact for noncompliance/noise complaints or posting signs with such contact information in areas at the project site which are easily accessible to the public.

COA TRA-1: Construction Management Plan (CMP):

- a. A flagman shall be placed at the truck entry and exit from the project site at the times trucks are present.
- b. To the extent feasible, deliveries and pick-ups of construction materials shall be scheduled during non-peak vehicular travel periods to the degree possible and coordinated to reduce the potential of trucks waiting to load or unload for protracted periods of time.
- c. Access shall remain unobstructed for land uses in proximity to the project site during project construction.
- d. Minimize lane and sidewalk closures to the extent feasible. In the event of a temporary lane or sidewalk closure, a worksite traffic control plan, approved by the City of Redondo Beach, shall be implemented to route traffic, pedestrians, or bicyclists around any such lane or sidewalk closures.
- e. Minimize interruptions to transit services and facilities. In the event that a temporary removal or relocation of a bus stop is necessary, coordination with Metro and other affected transit operators shall occur to ensure that any such action is consistent with the transit operator's needs.
- f. The applicant shall coordinate with Metro and other turnaround loop transit operators at least 30 days in advance of right-of-way construction work to ensure that any such construction activities are consistent with maintaining the transit services' operations.
- g. This CMP shall be developed by the contractor prior to the issuance of building permits, reviewed for consistency with this measure, and approved by the Community Development and Public Works Departments of the City of Redondo Beach. In addition to the measures identified above, the CMP shall include the following:
 - i. Schedule vehicle movements to ensure that there are no vehicles waiting off site and impeding public traffic flow on the surrounding streets.
 - ii. Establish requirements for the loading, unloading, and storage of materials on the project site.
- h. Coordinate with the City and emergency service providers to ensure adequate access is maintained to the project site and neighboring businesses.

COA UTL-1: Prior to the issuance of the Building Permit, the City's Public Works Department will confirm the proposed project applicant's on-site water system has been developed to accommodate the land uses proposed at the project site. If the Department determines the system upgrades referenced in the FEIR will be required to serve the project improvements to be permitted, such upgrades shall be installed and operational prior to the issuance of the Certificate of Occupancy.

COA UTL-2: Prior to the issuance of the Building Permit, the City's Public Works Department, in concurrence with the LACSD, will confirm the proposed project applicant's on-site and off-site wastewater conveyance system has been developed to accommodate the land uses proposed at the project site. If the Department determines the system upgrades referenced in the FEIR will be required to serve the project improvements to be permitted, such upgrades shall be installed and operational prior to the issuance of the Certificate of Occupancy.

COA UTL-3: Prior to the issuance of the Building Permit, the City's Public Works Department will confirm the proposed project applicant's on-site stormwater conveyance system has been designed to accommodate the land uses proposed at the project site and development of the proposed project would not increase existing flows from the project site into the stormwater system. If the Department determines the system upgrades referenced in the FEIR will be required to serve the project improvements to be permitted, such upgrades shall be installed and operational prior to the issuance of the Certificate of Occupancy.

COA UTL-4: Prior to the issuance of the Building Permit, the City's Public Works Department will confirm the proposed project applicant's water conveyance system has been designed to accommodate the land uses proposed at the project site. If the Department determines the system upgrades referenced in the FEIR will be required to serve the project improvements to be permitted, such upgrades shall be installed and operational prior to the issuance of the Certificate of Occupancy.

15. Prior to commencement of demolition activities, the existing on-site structures shall be surveyed for the presence of asbestos and lead-based paint containing materials (ACM) by a contractor registered with Asbestos Contractor's Registration Unit, as required by the state law. Should ACM be detected, appropriate abatement measure pursuant to South Coast Air Quality Management District Rule 1403 shall commence by a registered contractor at the expense of the project proponent. Documentation certifying that ACM have been removed to satisfactory levels as required by state law shall be delivered to the city Building Division prior to demolition of existing structures on site. The applicant shall bear the cost of implementing this condition.
16. A Project Information Officer shall be assigned to the site during construction. The officer shall provide community weekly updates through a project website page as well as periodic email blasts to interested parties. A construction hotline phone number shall be dedicated for the project with a live person 24 hours, seven days

per week. A construction sign shall be posted with construction days and hours listed along with a 24-hour contact name and phone number clearly listed on the sign. The signage will also include the names, phone numbers, project websites and email addresses of the assigned City of Redondo Beach Community Development Department staff. Signage will also include Redondo Beach Police Department contact information in the event the reportable action occurs during non-business hours. The content, number, and location of construction information signage shall be reviewed and approved by the Community Development Department prior to the issuance of grading and/or building permits. If noise, traffic, vibration, air quality/odor, and air or other construction related complaints are reported, the Building Division/Code Enforcement Department will investigate and follow standard due process procedures for mediation that may include, but is not limited to, the immediate issuance of a stop work notice until corrective measures, as determined by the Community Development Department, are completed. In the event that complaints are registered with the Redondo Beach Police Department during non-business hours, they will be referred to the Building Division/Code Enforcement Department at the start of the next business day for investigation.

17. **COA OR002-11:** Construction shall include the required use of Tier 4 off-road Construction Equipment and a haul truck fleet that meets or exceeds the emissions standards of a 2012 truck engine.
18. All uses proposing live entertainment shall be subject to the City's Entertainment Permit requirements.
19. This Master Conditional Use Permit shall permit retail land uses, including stores, dining, and entertainment as well as hotel use, office space, and residential units. The final location of each use shall be determined by the Community Development Department. The Master Conditional Use Permit also allows for the following use classifications per RBMC § 10-2.910 for Regional Commercial Zoning:

Use Classifications	Additional Regulations See Section:
Residential Uses	
Multi-family residential	10-2.911(b)
Condominiums	10-2.911(b)
Family day care home, small	
Family day care home, large	
Residential care, limited	
Commercial Uses	
Animal sales and services:	
Animal feed and supplies	
Animal grooming	10-2.911(a)
Animal hospitals	10-2.911(a)
Animal sales	10-2.911(a)

Use Classifications	Additional Regulations See Section:
Artist's studios	
Banks and savings and loans with drive-up service	10-2.911(a)
Bars and cocktail lounges	10-2.1600
Business and trade schools	
Commercial printing, limited	
Commercial recreation	10-2.1600
Communications facilities	
Drive-up services	10-2.911(a)
Food and beverage sales: 30,000 sq. ft. or less floor area more than 30,000 sq. ft. floor area	10-2.911(c)
Hotels	
Liquor stores	10-2.1600
Maintenance and repair services	
Massage businesses	10-2.1628, 6-2.03, 6-2.08
Offices	10-2.911(d)
Personal convenience services	
Personal improvement services: 1,000 sq. ft. or less floor area with no drive-up service	Except music studios 2,000 sq. ft. or less floor area require an AUP 10-2.2507
1,001 - 2,000 sq. ft. floor area 2,001 sq. ft. or greater floor area	
Plant nurseries	
Recycling collection facilities: Reverse vending machines Small collection facilities	10-2.1616 10-2.911(a) 10-2.911(a)
Restaurants: 2,000 sq. ft. or less floor area with no drive-up service more than 2,000 sq. ft. floor area or with drive-up service	
Retail sales: 30,000 sq. ft. or less floor area more than 30,000 sq. ft. floor area	10-2.911(c)
Snack shops	
Thrift shops	10-2.1600
Other Uses	
Adult day care centers	

Use Classifications	Additional Regulations See Section:
Antennae for public communications	
Child day care centers	
Churches	
Clubs and lodges	
Cultural institutions	
Government offices	10-2.911(d)
Parking lots	
Public safety facilities	
Public utility facilities	10-2.1614
Recreation facilities	
Schools, public or private	

Additionally, alcohol beverage sales and service shall be permitted as part of a wine shop with wine tasting, hotel bars and lounges, and/or restaurants. Massage services shall be permitted only within a day spa type business offering additional beauty services and treatments. Vintage thrift stores shall be allowed which sell only high-quality used clothing and goods.

20. All businesses serving alcoholic beverages shall comply with all of the regulations of the Alcoholic Beverage Control Act and the regulations promulgated by the Alcoholic Beverage Control Board including, without limitation, the regulations set forth in 4Cal. Code of Regs. §§ 55, *et seq.*
21. All employees serving alcoholic beverages to patrons must complete a certified training program by the State Department of Alcoholic Beverage Control (ABC) for the responsible sales of alcohol. The training must be offered to new employees on not less than a quarterly basis.
22. The Applicant shall encourage employees and patrons to use existing bus service, pedestrian and bicycle connectivity to and through the site, which would decrease the number of vehicle trips. In addition, a TDM plan in compliance with RBMC § 10-2.2400 shall be prepared with TDM measures that could further reduce trips. The TDM plan shall include transit pass subsidies for project employees. Other measures under the TDM plan may include: shuttles to/from the Metro Green Line Station, shuttles to/from LAX for hotel guests, vanpool services, and/or other incentives to employees to reduce vehicle trips. The TDM plan may provide for phasing of TDM measures to correspond to project phasing. The TDM plan shall be reviewed and approved by the Community Development Department prior to the Certificate of Occupancy.
23. The Applicant shall provide on-site erosion protection for the storm drainage system during construction, to the satisfaction of the Engineering Department.

24. The Applicant shall maintain the subject property in a clean, safe and attractive state during construction. This includes the daily collection of all on-site litter. Failure to maintain the subject area may result in reconsideration of this approval by the Planning Commission.
25. Construction work may occur only between the hours of 7 a.m. and 6 p.m. on Monday through Friday, between 9 a.m. and 5 p.m. on Saturday, with no work occurring on Sundays and holidays (designated as Memorial Day, the Fourth of July, Labor Day, Thanksgiving Day, Christmas Day, and New Year's Day are observed). After hours permits may be approved by the Building Officer on a case-by-case basis subject to the procedures under RBMC §§ 4-24.503(b) or (c).
26. The project developer and/or general contractor shall be responsible for counseling and supervising all subcontractors and workers to ensure that neighbors are not subjected to excessive noise, disorderly behavior, or abusive language.
27. Barriers shall be erected to protect the public where streets and/or sidewalks are damaged or removed.
28. Streets and sidewalks adjacent to the job sites shall be clean and free of debris.
29. Shared overlap parking is approved for a total of 5,662 spaces (existing and new spaces) at project buildout. Any further shared parking reduction shall be approved by the Community Development Department pursuant to RBMC 10-2.1706 prior to the issuance of building permits.
30. The following list of operational hours shall be the maximum allowed by all businesses authorized by this Master Conditional Use Permit. Any operations outside those specified herein shall require an amendment to this specific condition of the Master Conditional Use Permit:

Land Use Classifications	Permitted Hours of Operation
Residential / Housing	24 hours
Commercial recreation, i.e. theatre	8 a.m. – 2 a.m.
Retail Sales	5 a.m. – 12 a.m.
Food and beverage sales	5 a.m. – 2 a.m.
Hotel	24 hours
Offices	24 hours
Restaurants / Snack Shops	5 a.m. – 2 a.m.
Bars and lounges	10 a.m. – 2 a.m.
Personal convenience services, i.e. spas	5 a.m. – 12 a.m.
Personal improvement services, i.e. yoga instruction	5 a.m. – 12 a.m.
Artist's Studios	24 hours
Banks	8 a.m. – 12 a.m.
Business/Trade Schools	8 a.m. – 12 a.m.
Cultural institutions	8 a.m. – 12 a.m.

Land Use Classifications	Permitted Hours of Operation
Government offices	24 hours
Open Space	24 hours
Parking lots	24 hours
Public safety facilities	24 hours
Public utility facilities	24 hours
Recreation facilities	5 a.m. – 12 a.m.

31. The Community Development Department shall be authorized to approve reconfiguration and/or reallocation of uses within the scope of the Master Conditional Use Permit, provided that said reconfiguration/reallocation does not result in any new significant impacts. Said reconfiguration and/or reallocation shall not include an increase in the number of residential dwelling units.
32. In exchange for the City's issuance and/or adoption of the Planning Commission Design Review, Conditional Use Permit, Variance, Vesting Tentative Tract Map and other permits and approvals for the project ("Project Approvals"), the Applicant agrees to save, keep, indemnify, hold harmless and defend the City of Redondo Beach (with counsel of City's choice), and its appointed and elected officials, officers, employees, and agents (collectively "City"), from every claim or demand brought seeking to overturn the Project Approvals, whether under the California Environmental Quality Act ("CEQA"), the Government Code, Redondo Beach Municipal Code or City Charter, the California Public Records Act related to document requests associated with the South Bay Galleria Improvement Project, or other state or local law, including attorney's fees and costs, and any attorneys' fees or costs which may be awarded to any person or party challenging the Project Approvals on any grounds. In order to limit the cost of its defense and indemnification under this condition, in the event of any such claim or demand, if and when requested to do so in writing by the Applicant, City agrees to rescind the challenged Project Approvals. Applicant shall still be responsible for indemnification, consistent with this section, for any such fees and costs incurred before such a rescission, including any subsequent awards ordered by a court of competent jurisdiction for actions that occurred before such a rescission.
33. In the event of a disagreement in the interpretation and/or application of these conditions, the issues shall be referred back to the Planning Commission for a decision prior to the issuance of a building permit. The decision of the Planning Commission shall be final.
34. The Applicant's design submittal package for Alternative 4/4-1 including renderings, floor plans, and conceptual elevations indicate a high level of design quality and finishes. Variations from the architectural treatments depicted in the design submittal package dated September 22, 2017 and presented to the Planning Commission as well as supplemental materials reviewed at the January 15, 2019 City Council meeting may be approved by the Community Development

Department without further Planning Commission review, provided that the quality of the design is equal to or superior to what is depicted in the submittal package.

35. The use of specific design elements, such as decorative parapets or towers are permitted to exceed the maximum building height restriction because they do not contain habitable floor area and are deemed as being design elements that are integral to the overall architectural style of the project and that other structures such parapets, towers, signage, flagpoles, columns, solar, and mechanical equipment are also permitted to exceed the building height restriction because they are necessary to the overall functioning of the project and will, in some cases, contribute to make the project more environmentally sustainable. (RBMC Section 10-2.1522(b))
36. The applicant shall agree to, and the City shall ensure, the continued affordability of all very low and low-income rental units that qualified the applicant for the award of the density bonus (no less than ten percent (i.e. 30 of 300) deed restricted units affordable to very-low income households, or, at the applicant's option, not less than twenty percent (i.e. 60 of 300) deed restricted units affordable to lower income households) for 55 years. Rents for the lower income density bonus units shall be set at an affordable rent as defined in Section 50053 of the Health and Safety Code. The affordable residential dwelling units shall be generally dispersed throughout the residential portion of the development project to the extent feasible, and shall not differ in appearance, size, and amenities from other units in the development. Any claim of infeasibility of dispersing the units shall be demonstrated by the applicant to the satisfaction of the Community Development Director prior to the issuance of the building permits for a residential building.
37. The final design of the buildings at Artesia and Hawthorne as well as Artesia and Kingsdale shall include significant corner plaza features commensurate with the importance of these gateway entry points subject to Community Development Director review and approval prior to issuance of building permits.
38. The revised Site Plan shown in Figure 1 of the January 15, 2019 Admin Report includes pedestrian pathways along the perimeter of the project site on Kingsdale and 177th Street. To the extent feasible, these pathways shall be continued on the project site along Artesia Blvd. and Hawthorne Blvd (This will not include the frontage along the former Nordstrom box (Major Retail #1) due to the significant grade separation), and incorporate water fountains, benches and other publicly accessible amenities. The sidewalks along Artesia and Hawthorne Blvd. shall be widened as necessary to achieve a minimum 12 foot width with a minimum 4 foot landscape planting buffer from the curb to the sidewalk and an additional 4 foot landscape planting buffer between the sidewalk and the buildings. A Final Pedestrian Access Plan which maximizes pedestrian access throughout the site shall be submitted to the Community Development and Public Works Departments prior to issuance of building permits and approved and installed by the applicant prior to Certificate of Occupancy.

39. The footprint and second story of Retail #11 totaling approximately 61,284 sq. ft. as previously proposed has been eliminated as shown on the revised site plan reviewed by the Mayor and City Council on January 15, 2019. The building's square footage has been redistributed within the project. The two buildings now proposed within the central outdoor space shall not exceed 10,270 sq. ft. for one and 10,000 sq. ft. for the other, while still maintaining 4-sided access to retail, restaurant, or snack shop uses.
40. Due to the fact that it is not possible at this time to have certainty in the precise leasing and occupancy of the project, the Design Review granted herein is for conceptual plan approval only. The final building shell design and architectural plans shall be reviewed and approved by the Community Development Director prior to issuance of Building Permits. Minor alterations such as individual signs, storefronts and other typical alterations such as building adjustments will be subject to Community Development Department review and approval.
41. The height of the Major Retail #3 building that has been moved to Hawthorne Blvd. frontage may have a maximum of six stories and not to exceed 60 feet in height.
42. The residential units shall maintain a separate refuse storage container from that used by the commercial uses. It shall be clearly marked for residential use only and use by commercial uses is prohibited.
43. The tenant mix of the project shall include a minimum allocation of at least 75,000 square feet of professional office use with a maximum allocation of 175,000 square feet of professional office use.
44. The project site (comprising approximately 30 acres) shall be planned, constructed and operated as an integrated development under a comprehensive common area plan, including first class quality standards for perimeter and common area maintenance, maintenance standards for tenants and pad owners, a significant amount of joint use parking, and reciprocal easement rights. As is customary for shopping centers and mixed-use developments, separate components within the development such as department stores, hotels, banks, restaurant pads, office space, residential buildings and parking areas may be separately parcelized, financed, sold or ground leased to separate lenders, investors, users, and/or development partners in furtherance of the common area plan. A variety of architectural styles and building types may be utilized, but the project shall be developed with unifying features including (i) project-wide branding and place-naming (as one possible example, if the overall project is branded as "The Gateway", then the hotel could be identified as "_____ Hotel at The Gateway", the apartment homes as "Residences at The Gateway", etc.), (ii) a consistent graphics package implemented through street-facing gateway elements

and wayfinding signage; (iii) common area landscaping and amenities, including pedestrian plazas, internal and perimeter pathways, bike access, and customer amenities (e.g. kid play areas, water features, bike valet); (iv) a significant amount of joint use parking; and (v) reciprocal easements (REA) and/or CC&Rs to provide for common area maintenance, access rights, and maintenance standards. Prior to issuance of building permits for substantial new development on the project site (i.e. more than 100,000 sq. ft. of building area) pursuant to this approval, applicant shall demonstrate compliance with this condition, to the satisfaction of the Community Development Director, by submitting a project-wide common area plan with proposed common area signage and monumentation, along with proposed REA and/or CC&R clauses to implement the requirements of this condition."


45. The Vesting Tentative Tract Map shall be conditioned to require mandatory participation of all ownerships in common area maintenance and operations. Said participation shall be required as a covenant recorded on title or a lease condition as the case may be. The form of this covenant or lease condition shall be reviewed and approved by the City prior to leasing or sale of any lot or lots.
46. Pursuant to provisions of Section 10-1.1400 of the Redondo Beach Municipal Code pertaining to subdivisions of over 50 lots, the Applicant has the right to pay all of their Quimby fees through payment of in-lieu fees to the City or through acquisition of open space/parkland and conveyance of title to the City, or a combination of the two. The Applicant has elected and hereby is required to pay the \$25,000 per unit in-lieu fee to the City for a total of 7.5 million dollars.. The fee is in addition to the public open space required of the project to meet the zoning requirement that 10 percent of the constructed square footage be provided as protected public open space. Said fees shall be paid prior to the issuance of building permits for the residential structures (the payment of such fees may be split if the two residential structures are not permitted and built simultaneously).
47. The project shall include on-site piping for the delivery of recycled water for the use in landscape irrigation, toilets, floor sinks, and other applicable recycled water uses to extent feasible under the applicable Building Code. If the City subsequently approves installation of off-site recycled water infrastructure, which makes recycled water available at the project site, the applicant shall (A) pay a fair share contribution to the City of Redondo Beach for that off-site recycled water infrastructure, and (B) utilize recycled water on the project site once available.
48. The applicant shall fund a study to determine the feasibility of an extension of the existing Class I bicycle path, which currently ends within Southern California Edison's right of way at Felton Lane (just south of Rockefeller Lane). This feasibility study shall consider 1) extension of said path further east, with options for crossing at Inglewood Avenue and an unimpeded crossing over Grant Avenue and the Metro rail line; 2) extension of said path along Kingsdale to 182nd Street and along 182nd Street to Felton Avenue; and 3) options for connections to the

Project Site. The Applicant shall reimburse the City within six months of award of contract.

49. The applicant shall fund and install traffic controls and pedestrian access improvements as determined necessary by the City's Traffic Engineer to improve onsite traffic flow and safety at the first intersection west of the existing mid-block traffic signal on Hawthorne Blvd. Said improvements shall be installed and operational prior to Certificate of Occupancy.
50. The parking garage along Kingsdale Avenue shall incorporate sound attenuation measures, including acoustical panels, screening, landscaping, speed reduction measures, and enhanced garage security features in order to address noise concerns.
51. Hotel shall be of a non-discount, boutique style that will reflect a widely recognized chain flag hotel and offer a national reservation system. If such hotel provides for meeting rooms, it shall be available for community group use upon advance notice and based on availability.
52. The Redondo Beach Galleria Improvement Project includes approximately 29.85 acres of land. In calculating the Floor Area Ratio and residential density, the total 29.85 acres has been treated as a singular cohesive lot. Consequently, all subsequent parcels contained within these 29.85 acres from the Vesting Tentative Tract Map, shall be treated as a cohesive development when calculating Floor to Area ratios and residential density in future applications. This Condition shall be recorded, and provided to any and all subsequent purchasers of parcels within the Vesting Tentative Tract Map.
53. Applicant shall contribute \$1,000,000 to street enhancements and/or traffic improvements on Artesia Boulevard.

SECTION 13. SEVERANCE. If any section, subsection, sentence, clause, or phrase of this resolution is for any reason held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of the resolution. The Redondo Beach City Council hereby declares that it would have passed this resolution and each section, subsection, sentence, clause, and phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses, or phrases be declared invalid or unconstitutional.

PASSED, APPROVED AND ADOPTED this 15th day of January, 2019.


William C. Brand, Mayor

APPROVED AS TO FORM:


Michael Webb, City Attorney

ATTEST:


Eleanor Manzano, CMC, City Clerk

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) SS
CITY OF REDONDO BEACH)

I, Eleanor Manzano, City Clerk of the City of Redondo Beach, California, do hereby certify that the foregoing Resolution No. CC-1901-004 was duly passed and adopted by the City Council of the City of Redondo Beach, California, at a regular meeting of said City Council held on the 15th day of January, 2019, and there after signed and approved by the Mayor and attested by the City Clerk, and that said resolution was adopted by the following vote:

AYES: NEHRENHEIM, LOEWENSTEIN, HORVATH, GRAN, EMDEE

NOES: NONE

ABSENT: NONE

ABSTAIN: NONE



Eleanor Manzano, CMS
City Clerk