

RESOLUTION NO. 17-0067

A RESOLUTION OF THE MANHATTAN BEACH CITY COUNCIL ADOPTING A MITIGATED NEGATIVE DECLARATION AND A MITIGATION MONITORING AND REPORTING PROGRAM FOR THE DEVELOPMENT OF A MARKET AND BANK AT 707 NORTH SEPULVEDA BOULEVARD AND OFF-SITE PARKING AT 801 NORTH SEPULVEDA BOULEVARD (PARAGON COMMERCIAL GROUP - GELSON'S MARKET)

THE MANHATTAN BEACH CITY COUNCIL DOES HEREBY RESOLVE, FIND, AND DETERMINE AS FOLLOWS:

SECTION 1. Beginning in 2014, the City and Paragon Commercial Group ("Applicant") explored development opportunities for 707 North Sepulveda Boulevard to replace the auto care facility operating at the site. City staff informed Applicant that a traffic study is required as part of any application to redevelop the site. As the lead agency under the California Environmental Quality Act ("CEQA") (Pub. Res. Code § 21000, *et seq.*), the City undertook environmental review of existing conditions and, in March and December 2014, studies were initiated of existing traffic conditions and traffic counts in the area.

SECTION 2. On March 5, 2015, the Applicant filed an application seeking a Master Use Permit to develop a market and a bank located at 707 North Sepulveda Boulevard, reduced parking, and a sign program. The development would include the following components: (a) a 27,900-square-foot specialty grocery store with on-sale and off-sale alcohol sales and instructional tastings, incidental hot and cold prepared food offerings, and incidental seating areas (206-square-foot indoor incidental seating area and 503 square-foot incidental outdoor patio seating area); (b) a 6,684-square-foot bank building; (c) associated business identification signage; (d) a surface parking lot at 707 North Sepulveda Boulevard; and (e) a surface employee parking lot at 801 North Sepulveda Boulevard (collectively, the "Project"), as further described in the Initial Study/Mitigated Negative Declaration ("IS/MND") attached to this Resolution as **Exhibit A**. The proposed tenants are Gelson's Market and First Republic Bank.

SECTION 3. An Initial Study was conducted to assess the Project's potential environmental impacts, which concluded that the Project may have potential significant effects on Biological Resources, Cultural Resources, Geology and Soils, Hazards and Hazardous Materials, Hydrology and Water Quality, and Noise, but that each of these potential impacts would be mitigated to less than significant with mitigation measures imposed. In all other impact categories, including Transportation and Traffic, the Project would have no potential significant impacts. Based on the Initial Study, an IS/MND and Mitigation Monitoring and Reporting Program ("MMRP") was prepared for the Project. The MMRP is attached to this Resolution as **Exhibit B**.

SECTION 4. In accordance with CEQA and the CEQA Guidelines (14 Cal. Code Regs. § 15000, *et seq.*), the City issued a Notice of Intent to Adopt a Mitigated Negative Declaration ("NOI") on July 14, 2016. The IS/MND was circulated for public review and comment from July 21, 2016, through August 22, 2016. The City posted the NOI and made the IS/MND available for public review on the City's website and at City Hall, the City Police/Fire Facility, the local County

of Los Angeles Public Library, the Joslyn Community Center, and the Manhattan Heights Park and Community Center. The NOI was also noticed in *The Beach Reporter*. The IS/MND was also circulated through the Office of Planning and Research's State Clearinghouse (SCH No. 2016071058).

SECTION 5. The City received and considered all timely submitted comment letters, which included comments both in support of and opposed to the Project. Although not legally required to do so, the City prepared Responses to Comments received on the IS/MND and, prior to public hearings on the Project, made all responses available for public review at the same locations as the NOI and IS/MND. The Responses to Comments are attached to this Resolution as **Exhibit C**. The IS/MND and the Responses to Comments together constitute the Final IS/MND.

SECTION 6. On February 8, 2017, and March 22, 2017, the Planning Commission conducted a duly noticed public hearing to consider the Project. In its independent judgment and after considering all of the evidence in the record, and all comments and testimony presented at the hearing, the Planning Commission determined that there is no substantial evidence supporting a fair argument that the Project may have a significant environmental effect with incorporation of the mitigation measures identified in the IS/MND. By Resolution No. PC 17-01, the Planning Commission adopted the Final IS/MND and approved the Master Use Permit for the Project.

SECTION 7. Manhattan Beach Residents for Responsible Development ("MBRRD") and Donald McPherson filed appeals of the Planning Commission's decision to adopt Resolution No. PC 17-01.

SECTION 8. On May 2, 2017, the City Council conducted a duly noticed public hearing *de novo* and received testimony and comments from members of the public. Following the public hearing, the City Council unanimously directed staff to return with necessary draft resolutions to approve the Project.

SECTION 9. City staff and its independent environmental consultants determined that there is no substantial evidence supporting a fair argument of a significant environmental impact. Nevertheless, some commenters have attempted to present a "fair argument" of significant environmental impacts, including by reference to public controversy and comments on the traffic analysis for the Project. Comments on the IS/MND, including a letter from Allyn Rifkin, a traffic consultant, contend that an Environmental Impact Report ("EIR") must be prepared. Comments based on speculation, unsubstantiated opinion, or clearly erroneous facts do not constitute substantial evidence supporting a fair argument and do not require preparation of an EIR. (CEQA § 21082.2; CEQA Guidelines §§ 15064(f)(5), 15384.) For the following reasons, none of the information presented in response to the IS/MND, or orally or in writing at the public hearings on the Project, rises to the level of substantial evidence supporting a fair argument.

A. Baseline Traffic Counts, Weekend and Summer Traffic Conditions.

See IS/MND Response to Comment C-29 and MR-3.1.

- i. As detailed in Response C-29, claims that peak-hour traffic counts are significantly lower than those published by Caltrans, which were likely taken on a weekend, are erroneous. These claims are based on differences in the

computation and presentation of the two sets of traffic counts. For example, the referenced traffic counts from Caltrans were bi-directional whereas the traffic counts from the IS/MND were uni-directional. Once these differences are harmonized, the IS/MND's traffic counts are approximately 1.1% higher than the Caltrans counts. Therefore, it is erroneous to claim that the IS/MND's baseline traffic counts are lower than those from Caltrans. Further, peak weekend traffic is lower than peak weekday traffic, which means that the IS/MND's baseline traffic counts result in a more conservative analysis than would result from Caltrans' traffic counts or peak weekend traffic counts. Similarly, summer peak-hour traffic tends to be lower due to the absence of peak-hour school traffic and beach-oriented traffic generally increasing in the midday rather than during the AM/PM peak traffic periods. Because the contentions presented by commenters are based on an erroneous claim, they do not constitute substantial evidence of a potential significant impact.

B. Left-Turn Signal and Pocket at the 8th Street/Sepulveda Boulevard Intersection.

See IS/MND Response to Comment C-28, C-31, MR-3.2, and MR-3.3.

- i. Claims that the left-turn signal at the 8th Street/Sepulveda Boulevard intersection depends on external funding and is uncertain to be installed are clearly erroneous. As explained in the Traffic and Parking Study (page 8), the IS/MND (page 4.16-4), and Response to Comments C-31 and MR-3.2, the City is in the process of installing the left-turn protected signal phasing at the 8th Street/Sepulveda Boulevard intersection. This improvement does not depend on external funding; rather, 100% of the required funding is committed and reserved. It has been approved by the City Council, is included in the City's 2016 Capital Improvement Plan, and 80% of the design work is complete. It is expected to be completed by the end of 2017. Therefore, this unsubstantiated claim is erroneous and does not constitute substantial evidence of a potential impact to the intersection.
- ii. Claims that a 100-foot left-turn pocket is insufficient for the northbound Sepulveda Boulevard/8th Street intersection are unsubstantiated and speculative. The Traffic and Parking Study (page 32, Figure 14) determined that the highest peak-hour traffic volume would be 68 vehicles per hour. It was conservatively estimated that half of the existing left-turn movements at the 6th Street intersection would re-route to the 8th Street intersection once the current left-turn prohibition at 8th Street is removed. This conservative estimate results in a traffic volume of 87 vehicles and accounts for truck trips. Using the design standard in the Highway Design Manual's engineering design standard, a 95.5-foot left-turn pocket is suggested. Thus, the 100-foot left-turn pocket is sufficient to accommodate expected traffic volumes. No evidence has been presented to even question the use of the Highway Design Manual standard. Therefore, assertions that the 100-foot pocket is inadequate constitute speculation without facts and do not constitute substantial evidence of a potentially significant impact at the 8th Street/Sepulveda Boulevard

intersection. Further, these speculative claims of a potential impact depend on an erroneous and unsupported claim that the left-turn signal will not be installed. Even more, although not required by the environmental analysis for this Project, the Applicant has volunteered to (a) extend the left-turn pocket as far south as feasible in accordance with Caltrans requirements without impacting existing northbound through lanes on Sepulveda Boulevard and (b) stagger semi-truck delivery times at least 15 minutes apart.

C. Analysis of Traffic on Residential Streets and Cut-Through Traffic.

See IS/MND Response to Comment MR-3.0, MR-3.9, and C-32.

- i. Claims that the IS/MND does not specifically address residential traffic impacts are clearly erroneous. The IS/MND specifically analyzes traffic impacts in the nearby residential neighborhoods, including the intersections at Larsson Street/8th Street, Dianthus Street/8th Street, and Larsson Street/6th Street. These intersections are the most likely to experience increased traffic due to their proximity to the Project and each intersection would maintain an "A" level of service. Therefore, this assertion is clearly erroneous and does not constitute substantial evidence of a potentially significant impact that was not analyzed.
- ii. Claims that the IS/MND underestimates traffic impacts to residential streets are based on a clearly erroneous fact and unsubstantiated speculation: (a) that the Project would cause left-turn delays at the 8th Street/Sepulveda Boulevard intersection due to the lack of a certain left-turn signal and (b) this delay will induce drivers to instead turn left on 6th Street from Sepulveda Boulevard and use residential streets to cut back to the Project site. As discussed above, it is a clearly erroneous assertion that completion of the left-turn signal depends on external funding and is therefore uncertain. Thus, there is no basis to contend that there will be induced cut-through traffic via 6th Street. As determined in the IS/MND, all residential intersections would maintain their "A" levels of service.
- iii. The opinion that the IS/MND should not have utilized the pass-by trip methodology is unsubstantiated and erroneous. The IS/MND applied the industry standard pass-by trip reductions from the *Trip Generation Manual* published by ITE. These reductions account for trips that are not newly generated by the Project because they are existing trips with a stop to the grocery store or the bank. Contentions that a portion of the estimated "pass-by" trips would detour through residential streets via 6th Street is entirely based on the erroneous claim, as explained above, that traffic will divert to 6th Street because the left-turn signal at 8th Street depends on external funding and will not be installed. No evidence has been provided to raise doubts about the IS/MND's application of this standard methodology. Therefore, this disagreement is an unsubstantiated disagreement over methodology and does not constitute substantial evidence of a potentially significant traffic impact.

D. The 78-foot "Turn-out Lane" on Southbound Sepulveda Boulevard.

See IS/MND Response to Comment C-34 and MR-3.6.

- i. Commenters assert without explanation or support that a 78-foot "turn-out" widened shoulder for vehicle access on southbound Sepulveda Boulevard into the parking lot is insufficient. This assertion is an opinion without any supporting facts or analysis. A widened shoulder lane is neither required to reduce traffic impacts nor imposed as mitigation, and as analyzed in the traffic analysis, it was not necessary because vehicle queuing was not anticipated for the inbound turning movement. Further, this not a "deceleration lane," as neither Caltrans nor the City is requiring one. Most of the widened rights-of-way for site access along Sepulveda Boulevard are widened shoulders—not deceleration lanes—and, as such, do not meet Caltrans design standards for deceleration lanes. Caltrans' correspondence identifies these design requirements for a deceleration lane, but does not require one. As analyzed in the IS/MND, the current road configuration will allow vehicles to safely and efficiently turn right into the Project site without causing any potentially significant impacts to traffic. Although a widened shoulder is unnecessary, the Applicant has agreed to dedicate the land to enhance ease of access. The width of the proposed widened shoulder is sufficient for motorists to slow down out of the traffic flow, and it meets the City's standard width for a right turn pocket as well as Caltrans criteria for a widened shoulder. No fact or analysis has been presented to suggest that a widened shoulder of any length is required and, as commenters have acknowledged, there are no industry standards for commercial driveway turn-out lanes. Therefore, this unsubstantiated assertion is an opinion without facts and does not constitute substantial evidence of any potential traffic impact. Even more, although not required by the environmental analysis for this Project, the Applicant has volunteered to lengthen the widened shoulder to 110 feet to further enhance ease of access, and such a condition has been added to draft Resolution No. 17-0068.

E. Truck Ingress and Egress.

See IS/MND Response to Comment MR-3.4 and C-33.

- i. Claims that trucks will encroach into oncoming lanes or a curb when making two turning movements are clearly erroneous. The commenters analyze the following two turning movements, neither of which would occur: (1) for ingress, a right turn on 8th Street from southbound Sepulveda Boulevard or (2) for egress, a right turn on 8th Street from the Project driveway. The Project's truck-access route proposes neither of these two truck movements. Rather, truck access is proposed as follows: (1) for ingress, a left turn on 8th Street from northbound Sepulveda Boulevard and (2) for egress, a right turn on Sepulveda Boulevard from the Project driveway. Pursuant to the conditions of approval, the Applicant is required to comply with the proposed truck-access route. The Project would require 2-3 of these truck deliveries a day. Therefore, the

commenters raise a clearly erroneous claim about site access for the Project and their claims do not constitute substantial evidence of a potential traffic impact.

F. Parking.

See IS/MND Response to Comment MR-2 and C-30.

i. Comments on the IS/MND assert that the number of off-street parking spaces is inadequate under the Municipal Code and will result in increased parking demands on residential streets. This is not an environmental concern under CEQA, but is nonetheless erroneous. Manhattan Beach Municipal Code Section 10.64.050 authorizes the Planning Commission to grant a parking reduction if it finds that (a) "the parking demand will be less than the requirement in Schedule A or B" and (b) "the probable long-term occupancy of the building or structure, based on its design, will not generate additional parking demand." A parking demand study was prepared for the Project and it concluded that peak parking demand will be 135 spaces. The Applicant is proposing to supply 135 parking spaces and, pursuant to Section 10.64.050, the Planning Commission made the requisite findings that this supply of parking will satisfy the parking demand of the Project and the probable long-term occupancy of the buildings. Therefore, the proposed number of parking spaces complies with the Municipal Code. Commenters speculate without facts or evidence that parking demand will be greater and this speculation does not constitute substantial evidence of a potential significant environmental impact.

G. Noise.

i. Late comments on the IS/MND submitted before the City Council public hearing assert that noise from rooftop equipment (i.e., mechanical and HVAC equipment) will exceed City standards because no sound screens will be installed to block line of sight. This claim is erroneous. As explained in Section 4.12 of the IS/MND, mechanical and HVAC equipment, even without screening, would not exceed existing ambient conditions and has no potential to substantially increase noise levels at the nearest sensitive receptor. In addition, the Project must comply with Municipal Code Section 10.60.090, which requires all exterior mechanical equipment to be screened from view on all sides. Depending on the materials used, this screening would further reduce mechanical equipment noise by up to 18 dba. Therefore, the Project's mechanical equipment has no potential to exceed the City's standards or result in noise disturbances under Municipal Code Section 5.48.160 or 5.48.140.

ii. Late comments on the IS/MND assert that a study of single-event noise events associated with Project operations is required. Any such analysis would be speculative. This noise metric is typically employed to analyze singular, high-level noise events that consistently occur as a result of project operations, such as airplane fly-overs for an airport project, helicopter flyovers for a hospital project, or rock blasting for a mining project. This type of consistent, singular

noise event would not occur as a result of this specialty grocery store and bank Project. Further, commenters provide no evidence that such noise events would occur as a result of the Project. Examples such as the noise from a car honking or backfiring are not singular noise events that would consistently occur as a result of the Project, but rather momentary noise that would inconsistently occur as part of the common urban environment. Therefore, any single-event noise study for this Project would be speculative and without a factual basis.

H. Cumulative Impacts.

Late comments on the IS/MND submitted before the City Council public hearing assert that the IS/MND did not consider "cumulative impacts" from other projects in the larger geographic area containing Manhattan Beach that may be developed in the future, including development in the Redondo Beach Harbor area, which is approximately three miles away and too distant from the Project site to produce related or cumulative impacts. As a threshold matter, CEQA requires a cumulative analysis based on *either* "a list of past, present, and probable future projects producing related or cumulative impacts" or "a summary of projections contained in an adopted local, regional, or statewide plan[.]" (CEQA Guidelines Section 15130(b)(1)). As described in IS/MND Section 2.2.2, the IS/MND's analysis of cumulative impacts is based on growth projections *and* a list of cumulative projects in the area, including the Skechers' office plans and the Rite Aid store planned for 1100 Manhattan Beach Boulevard. It concluded that all cumulative impacts would be less than significant without mitigation. Moreover, CEQA does not require the City to analyze speculative projects or projects that have not crystallized to the point that it would be reasonable or practical to evaluate their cumulative impacts.

SECTION 10. The City Council, as the lead agency for the Project, has considered the Final IS/MND, along with all comments timely received, the Responses to the Comments, and all oral and written testimony presented at the Planning Commission and City Council public hearings, including testimony from the City's environmental consultant and City staff.

SECTION 11. The City Council finds, in its independent judgment after considering all relevant evidence in the record of proceedings for the Project, including without limitation the information set forth in the IS/MND, public comments, Responses to Comments, testimony from the City's independent consultants, and other evidence presented at the City Council public hearing, including all the evidence presented at the Planning Commission hearing, that there is no substantial evidence supporting a fair argument that the Project may actually produce any significant environmental impacts that are not mitigated to a less than significant level through implementation of those mitigation measures identified in the IS/MND, included in the MMRP, and hereby imposed on the Project. Therefore, the City Council finds that the Project will not have a significant, unmitigated environmental effect.

SECTION 12. The City Council finds that the Final IS/MND reflects the Council's independent judgment and analysis. No comments on the IS/MND or additional information or testimony provided to the City have produced any substantial evidence in support of a fair

argument that the Project may result in a significant, unmitigated impact to the environment. Pursuant to CEQA Guidelines Sections 15063(b)(1), 15064(f)(2), and 15070, preparation of an EIR would be inappropriate for the Project.

SECTION 13. The City Council hereby adopts the Final IS/MND (**Exhibits A and C**) and the MMRP (**Exhibit B**).

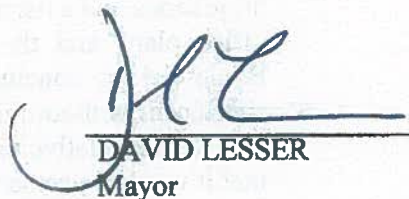
SECTION 14. The City Council hereby directs staff to prepare a Notice of Determination and file that Notice with the County Clerk in accordance with Section 15075(d) of the CEQA Guidelines.

SECTION 15. The City Clerk shall certify to the passage and adoption of this Resolution and enter it into the book of original Resolutions.

SECTION 16. This Resolution shall be effective upon adoption.

ADOPTED on June 6, 2017.

AYES: Montgomery, Hersman, Napolitano, Howorth and Mayor Lesser.
NOES: None.
ABSENT: None.
ABSTAIN: None.



DAVID LESSER
Mayor

ATTEST:



LIZA TAMURA
City Clerk

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Exhibit A
Initial Study/Mitigated Negative Declaration ("IS/MND")

Due to the volume of this exhibit, a copy of the "Initial Study/Mitigated Negative Declaration" is on file in the City Clerk's office in the June 6, 2017 City Council Meeting archival packet.

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Exhibit B
Mitigation Monitoring and Reporting Program

This is the volume of this exhibit. A copy of the "Final Study" report, "Mitigation Monitoring and Reporting Program" is on file in the City Clerk's office in the form of a CD-ROM. Contact the City Clerk's office for more information.

Exhibit B

Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
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| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
|-----------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------|--------------------------------|
| <p>Biological Resources</p> <p>BIO-1: The project site does contain trees, which could provide habitat for migratory birds.</p> | <p>Mitigation Measure BIO-1: Inhibition of Nesting</p> <p>All potential nesting substrate (e.g., bushes, trees, grasses, and other vegetation, as well as buildings) that are scheduled to be removed by the project should be removed prior to the start of the nesting season (e.g., prior to February 1). The purpose would be to preclude the initiation of nests on these substrates, and minimize the potential for delay of the project due to the presence of active nests.</p> | <p>Prior to February 1st Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |
| | <p>Mitigation Measure BIO-2: Nesting Bird Pre-Construction Surveys</p> <p>If any construction activities are to occur during the nesting bird season (February 1-August 31), then pre-construction surveys for nesting birds shall be conducted by a qualified biologist to ensure that no nests shall be disturbed by project</p> | <p>February 1st-August 31th Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

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| | <p>construction activities. These surveys shall be conducted no more than seven days prior to the initiation of construction activities in any given area; because construction may be phased, surveys shall be conducted prior to the commencement of each phase of construction. During each survey, the biologist shall inspect all potential nesting habitats (e.g., trees, shrubs, grasslands, and buildings) within the work area and within 250 feet of the work area for raptor nests and within 100 feet of the work area for nests of non-raptors.</p> <p>If an active nest (i.e., a nest with eggs or young, or any completed raptor nest attended by adults) is found close to work areas to be disturbed by these activities, the qualified biologist shall determine the extent of a disturbance-free buffer zone to be established around the nest (typically 250 feet for raptors and 50 to 100 feet for non-raptors), to ensure that no active</p> | | | |

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| | <p>nests of species protected by the MBTA and California Fish and Game Code shall be disturbed during construction. In some circumstances, a qualified biologist, in consultation with the CDFW, can recommend that these buffers be modified based on topography, existing levels of disturbance, screening vegetation, and other factors.</p> | | | |
| Cultural Resources | | | | |
| <p>CR-1: Project excavation and construction could unearth unanticipated cultural resources.</p> | <p>CR-1: Unanticipated Archeological Resources Pursuant to CEQA Guidelines 15064.5 (f), "provisions for historical or unique archaeological resources accidentally discovered during construction" shall be instituted. Therefore, in the event that any prehistoric or historic subsurface cultural resources are discovered during ground disturbing activities, all work within 50 feet of the resources shall be halted and the City of Manhattan Beach shall</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

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| <p>CR-2: Project excavation and construction could unearth unanticipated paleontological resources.</p> | <p>consult with a qualified archaeologist to assess the significance of the find. If any find is determined to be significant, representatives of the City and the qualified archaeologist would meet to determine the appropriate course of action. All significant cultural materials recovered shall be subject to scientific analysis, professional museum curation, and a report prepared by the qualified archaeologist according to current professional standards.</p> | | | |
| <p>Mitigation Measure CR-2: Unanticipated Paleontological Resources The project proponent and the City shall notify a qualified paleontologist of unanticipated discoveries, made by construction personnel and subsequently document the discovery as needed. In the event of an unanticipated discovery of a possible fossil during construction, excavations within 50</p> | | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

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| <p>CR-3: Project excavation and construction could unearth undiscovered human remains.</p> | <p>feet of the find shall be temporarily halted or diverted until the discovery is examined by a qualified paleontologist. The paleontologist shall notify the appropriate agencies to determine procedures that would be followed before construction is allowed to resume at the location of the find.</p> <p>Mitigation Measure CR-3: Discovery of Human Remains In the unlikely event of the discovery of human remains, CEQA Guidelines 15064.5 (e)(1) shall be followed, which is as follows: 1) There shall be no further excavation or disturbance of the site or any nearby area reasonably suspected to overlie adjacent human remains until: (A) The Coroner of the county in which the remains are discovered is contacted to determine that no investigation of the cause of death is required, and</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

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| | <p>(B) If the coroner determines the remains to be Native American:</p> <ol style="list-style-type: none"> The coroner shall contact the Native American Heritage Commission (NAHC) within 24 hours. The NAHC shall identify the person or persons it believes to be the most likely descended from the deceased Native American. <p>The most likely descendant may make recommendations to the landowner or the person responsible for the excavation work, for means of treating or disposing of, with appropriate dignity, the human remains and any associated grave goods as provided in Public Resources Code Section 5097.98.</p> | | | |
| Geology and Soils | | | | |
| BMP-GEO | During construction, the construction contractor shall follow all site preparation recommendations included in the latest geotechnical report for the | During excavation, grading, and construction activities. | Applicant/Construction Contractor | City of Manhattan Beach |

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| | <p>project including related to vegetation removal, removal of existing and subsurface improvements and structures, excavations, slope grades, compaction, and site fills.</p> | <p>Applicant/Construction Contractor</p> | | |
| <p>GEO-1: The project site is located in an area that could be subject to minor seismic related ground failure.</p> | <p>GEO-1: Geotechnical Plan Review Prior to the issuance of grading and building permits, the City Engineer shall review all geotechnical reports, grading plans, and building plans for site preparation and grading, site drainage improvements, and design parameters for foundations, retaining walls, landscaped rooftop area, and pavement areas, to ensure that the recommendations in the Geotechnical Report have been properly incorporated into the project design. The City Engineer shall provide recommendations regarding the geotechnical design/feasibility that are to be incorporated as conditions of approval for the project, satisfied as part of the building</p> | <p>Prior to approval of grading and building permits/City of Manhattan Beach</p> | <p>City of Manhattan Beach</p> | <p>City of Manhattan Beach</p> |

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| | <p>permit/construction/grading permits for the project.</p> | | | |
| | <p>GEO-2: Geotechnical Plan Review During construction, the City shall inspect, test (as needed), and approve all geotechnical aspects of project construction, including site preparation and grading, site surface and subsurface drainage improvements, and excavations for foundations and retaining walls prior to the placement of steel and concrete. A final inspection of site drainage improvements and excavations shall also be completed by the City to verify conformance with geotechnical recommendations.</p> | <p>Prior to approval of grading and building permits/City of Manhattan Beach</p> | <p>City of Manhattan Beach</p> | <p>City of Manhattan Beach</p> |
| Hazards and Hazardous Materials | | | | |
| <p>HH-1: Project excavation, grading, and construction activities could uncover previously unknown and undocumented contamination.</p> | <p>Mitigation Measure HH-1: Unknown and Undocumented Contamination If previously unknown and undocumented hazardous materials are encountered during construction</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

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| | <p>or accidentally released as a result of construction activities the following procedures shall be implemented:</p> <ul style="list-style-type: none"> • A hazardous materials expert be on call in the event any unknown or undocumented hazardous materials are encountered during construction. • If hazardous materials are encountered work shall stop immediately and the hazardous materials expert shall be brought in to assess risk and determine appropriate remediation. The hazardous materials expert shall identify the scope and immediacy of the problem. • Coordination with the responsible agencies shall take place (Department of Toxic Substances Control, the Regional Water Quality Control Board, or the U.S. Environmental Protection Agency). | | | |

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|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------|--------------------------------|
| | <ul style="list-style-type: none"> The necessary investigation and remediation activities shall be conducted to resolve the situation before continuing construction work. | | | |
| | <p>Mitigation Measure HH-2: Asbestos Containing Materials Asbestos was detected in flooring materials. In order to prevent impacts to construction workers and the public the following procedures shall be implemented:</p> <ul style="list-style-type: none"> Developer shall notify employees and occupants regarding the presence and location of asbestos materials as required under California Health and Safety Code. An abatement contractor shall remove asbestos materials prior to demolition, (refer to regulations regulated under California Title 8 1529, 29 CFR 1926.1101, South Coast Air Quality Management District (SCAQMD) Rule 1403 and other. Removal of | <p>During demolition construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

Exhibit B

Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
February 2017

Res. 17-0067

| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
|------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------|--------------------------------|
| | <p>lead shall be performed by lead-certified workers following 5-day California Dept. of Public Health (CDPH) notification, under Cal. Title 8 S1532.1. Contractor shall drum and profile all waste prior to transport and disposal. When profiling, Contractors shall not mix potential lead-containing waste with any other materials (e.g. paper suits).</p> | | | |
| Hydrology | | | | |
| BMP-HYDRO | <p>During construction, the construction contractor shall implement erosion and sedimentation controls, dewatering (nuisance-water removal), runoff controls, and construction equipment maintenance in compliance with the 2012 MS4 Discharge Permit that requires the City to condition development approvals with incorporation of specified stormwater controls. During project operation, the project owner shall be responsible for</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

Exhibit B

**Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
February 2017**

Res. 17-0067

| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
|----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------|-------------------------|
| | maintaining and repairing landscaping, building, and parking areas to maintain proper drainage, operation of water quality treatment features, and efficient conveyance of project site run-off to site drainage features. | | | |
| Noise | | | | |
| NOI-1: Project construction could result in exposure of persons to noise. | Mitigation Measure NOI-1: A temporary, continuous sound barrier shall be erected along the perimeter of the project site. The barrier shall be at least 8 feet in height and constructed of materials achieving a Transmission Loss (TL) value of at least 20 dBA, such as ½ inch plywood. | During excavation, grading, and construction activities. Applicant/Construction Contractor | Applicant/Construction Contractor | City of Manhattan Beach |
| | Mitigation Measure NOI-2: Exterior noise-generating construction activities shall be limited to Monday through Friday from 7:30 A.M. to 6:00 P.M., and from 9:00 A.M. to 6 P.M. on Saturdays. No noise-generating exterior construction activities shall | During excavation, grading, and construction activities. Applicant/Construction Contractor | Applicant/Construction Contractor | City of Manhattan Beach |

Exhibit B

Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
February 2017

Res. 17-0067

| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
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| | occur on Sundays or City-observed holidays. | | | |
| | Mitigation Measure NOI-3: Construction activities shall be scheduled so as to avoid operating several pieces of heavy equipment simultaneously when close to nearby sensitive uses, which causes high noise levels. | During excavation, grading, and construction activities. Applicant/Construction Contractor | Applicant/Construction Contractor | City of Manhattan Beach |
| | Mitigation Measure NOI-4: Noise-generating construction equipment shall be equipped with effective noise control devices; i.e., mufflers, lagging, and/or motor enclosures. All equipment shall be properly maintained to assure that no additional noise due to worn or improperly maintained parts would be generated. | During excavation, grading, and construction activities. Applicant/Construction Contractor | Applicant/Construction Contractor | City of Manhattan Beach |
| | Mitigation Measure NOI-5: Engine idling from construction equipment such as bulldozers and haul trucks shall be limited. Idling of haul trucks shall be limited to five (5) minutes at any given location as | During excavation, grading, and construction activities. Applicant/Construction Contractor | Applicant/Construction Contractor | City of Manhattan Beach |

Exhibit B

Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
February 2017

Res. 17-0067

| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
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| | <p>established by the South Coast Air Quality Management District.</p> <p>Mitigation Measure NOI-6: Noise and groundborne vibration construction activities whose specific location on the site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling, staging) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses, and natural and/or manmade barriers (e.g., intervening construction trailers) shall be used to screen propagation of noise from such activities towards these land uses to the maximum extent possible.</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |
| | <p>Mitigation Measure NOI-7: Barriers such as, but not limited to, plywood structures or flexible sound control curtains shall be erected around on-site stationary equipment (e.g., compressors and generators) to minimize the amount of noise</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

Exhibit B

Manhattan Beach Gelson's Market Project Mitigation Monitoring and Reporting Program
February 2017

| Impact | Mitigation Measure | Implementation, Responsibility & Timing | Monitoring Responsibility | Verified Implementation |
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| | <p>during construction on the nearby noise-sensitive uses.</p> <p>Mitigation Measure NOI-8: The construction contractor or project applicant shall provide a construction site notice that includes the following information: job site address, permit number, name and phone number of the contractor and owner or owner's agent, hours of construction allowed by code or any discretionary approval for the site, and City telephone numbers where violations can be reported. The notice shall be posted and maintained at the construction site prior to the start of construction and displayed in a location that is readily visible to the public.</p> | <p>During excavation, grading, and construction activities. Applicant/Construction Contractor</p> | <p>Applicant/Construction Contractor</p> | <p>City of Manhattan Beach</p> |

Res. 17-0067

Exhibit C
Responses to Comments

Due to the volume of this exhibit, a copy of the "Responses to Comments" is on file in the City Clerk's Office in the June 6, 2017 City Council Meeting archival packet.

| Item | Comments | Responses | Comments | Responses | Comments | Responses | Comments | Responses |
|------|----------|-----------|----------|-----------|----------|-----------|----------|-----------|
| | | | | | | | | |

RESOLUTION NO. 17-0068

RESOLUTION OF THE MANHATTAN BEACH CITY COUNCIL APPROVING A MASTER USE PERMIT FOR ESTABLISHMENT OF A BANK AND GROCERY STORE WITH ON-SITE DINING, ALCOHOL SALES AND TASTING, REDUCED PARKING, AND A SIGN PROGRAM AT 707 NORTH SEPULVEDA BOULEVARD AND OFF-SITE PARKING AT 801 NORTH SEPULVEDA BOULEVARD (Paragon Commercial Group)

THE MANHATTAN BEACH CITY COUNCIL HEREBY RESOLVES, FINDS AND DETERMINES AS FOLLOWS:

SECTION 1. Paragon Commercial Group ("Applicant") has submitted an application for a Master Use Permit for the property located at 707 and 801 North Sepulveda Boulevard. The legal description of the site is Portions of Lots 1-28, Block 119, and Lot 22, Block 14, of Tract No. 142, of Maps in the office of the Los Angeles County Recorder. The Applicant seeks all the necessary entitlements for: (i) a 27,900 square foot specialty grocery store, including on-sale and off-sale alcohol sales and instructional tastings, with incidental hot and cold prepared food offerings and incidental seating areas (145 square-foot indoor incidental seating area and 503 square-foot incidental outdoor patio seating area), (ii) a 6,684 square foot bank building; (iii) associated business identification signage; (iv) a surface parking lot on the primary project site; and (v) a surface parking lot for employee use on the auxiliary employee parking site (collectively, the "Project"). The proposed tenants are Gelson's Market and First Republic Bank.

SECTION 2. The Project site is located in the General Commercial (CG) District and the proposed uses—grocery store and bank—are permitted uses in the CG zone. Manhattan Beach Municipal Code (MBMC) Section 10.84.105 requires a Master Use Permit for the establishment of any new multiple-tenant commercial use in the CG zone with floor area exceeding 5,000 square feet, or a site area exceeding 10,000 square feet. The proposal exceeds both thresholds. MBMC Section 10.16.020 requires a Use Permit for on-site eating and drinking and alcohol sales/service. MBMC Section 10.64.050(B) requires a Use Permit for reduced parking. Pursuant to MBMC Section 10.84.105, a separate use permit is not required for such uses identified within the scope of this Master Use Permit. In addition, MBMC Section 10.72.060 requires an approved sign program for any multiple tenant site.

SECTION 3. The Project is proposed for two parcels in the General Commercial Zone (CG) with a General Plan designation of "General Commercial." The primary site occupies almost an entire block and contains a vacant auto dealership/repair shop comprised of two primary buildings totaling 38,107 square feet of floor area (707 North Sepulveda Boulevard). A single-lot parcel with a vacant 2,242 square-foot automotive building (801 North Sepulveda Boulevard) to the north of the primary site is proposed for employee parking. The Applicant proposes to: (1) retain and modify the main building for grocery store use on the primary site; (2) demolish the smaller building near the corner of Sepulveda Boulevard and 8th Street; and (3) construct a 6,684 square foot bank building near the corner of Sepulveda and 6th Street. A total of 34,584 square feet of floor area is proposed. In addition, the Applicant has applied for: off-site alcohol sales and on-site alcohol sales and service, including tastings, and reduced parking based upon a parking analysis for the Project.

SECTION 4. The Project has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Sections 21000, et seq. ("CEQA")), and the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000, et seq. and an Initial Study/Mitigated Negative Declaration ("IS/MND") was prepared.

SECTION 5. On February 8, 2017, the Planning Commission conducted a duly noticed public hearing to consider the Project. The hearing was continued until March 22, 2017, and the Planning Commission adopted a mitigated negative declaration and approved the Project on March 22, 2017. On April 4, 2017, Councilmember Napolitano submitted a request for the City Council to review the decision. On April 10, 2017, Donald McPherson, and Manhattan Beach Residents for Responsible Development each filed appeals of the Planning Commission decision.

SECTION 6. On May 2, 2017, the City Council conducted a duly noticed public hearing to consider the Project *de novo*. Evidence, both written and oral, was presented to the Council. All persons wishing to address the Council regarding the Project were given an opportunity to do so at the public

hearing. Representatives of Paragon and other persons spoke in favor of the Project. Donald McPherson, representatives of Manhattan Beach Residents for Responsible Development, and other persons spoke in opposition to the Project.

SECTION 7. Manhattan Beach Municipal Code (MBMC) Section 10.84.105 requires a Master Use Permit for the establishment of any new multiple-tenant commercial use in the CG zone with floor area exceeding 5,000 square feet, or a site area exceeding 10,000 square feet. The Project exceeds both of these thresholds. To approve the Master Use Permit, the City Council must make the use permit findings listed in MBMC Section 10.84.060. The Project's Master Use Permit includes the following conditionally permitted uses: (i) on-site eating and drinking and alcohol sales/service under MBMC Section 10.16.020, and (ii) reduced parking under MBMC Section 10.64.050(B). In addition, MBMC Section 10.72.060 requires an approved sign program for any multiple tenant site.

A. MBMC Section 10.84.060 provides that to approve a use permit, the City Council must find as follows:

1. The proposed location of the use is in accord with the objectives of the Zoning Code and the purposes of the district in which the site is located.
2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed Project site in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the city.
3. The proposed use will comply with the provisions of the Zoning Code, including any specific condition required for the proposed use in the district in which it would be located.
4. The proposed use will not adversely impact or be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated.

B. MBMC Section 10.64.050(B) provides that to approve a use permit that reduces the number of spaces to less than the number specified in the schedules in Section 10.64.030, the City Council must additionally find as follows:

1. The parking demand will be less than the requirement in Schedule A or B; and
2. The probable long-term occupancy of the building or structure, based on its design, will not generate additional parking demand.

SECTION 8. Based upon the facts contained in the record, including those stated in Sections 1-6 of this Resolution and pursuant to MBMC Chapter 10.84 and state law, the City Council hereby finds:

A. With respect to the Master Use Permit:

1. The property is located within Area District I and is zoned CG (Commercial General). The proposed commercial uses are permitted by the zoning code and are appropriate as conditioned for the general commercial area. The surrounding Manhattan Beach properties consist of CG (General Commercial) to the east, south, and north and RS (Residential Single-Family) to the west. The proposed location of the Project (Sepulveda Boulevard) is in accord with the objectives of the Zoning Code and the purposes of the district in which the site is located because Sepulveda is a main commercial thoroughfare and is within a

commercial district where a grocery store and bank will complement a full range of retail and service businesses suitable for Manhattan Beach.

2. The General Plan designation for the property is GC (General Commercial). The General Plan encourages commercial development that serves City residents and the regional market. The Project is thus consistent with the General Plan designation for the property.

Further, the Project supports and achieves the following specific Goals and Policies in the General Plan: (i) Goal LU-1 and Policy LU-1.2 in that its scale and architectural features reduces bulk and maintains the City's small-town atmosphere; (ii) Goal LU-3 and Policy LU-3.1 in that its design and architectural features achieve a strong, positive community aesthetic; (iii) Policy LU-5.1 in that landscaping and setbacks provide a buffer and separation from nearby residences; (iv) Policy LU-6.2 in that it further diversifies the City's tax base; (v) Goal LU-6 and Policy LU-6.3 in that it is a commercial project in a commercial area and helps maintain the viability of the Sepulveda commercial corridor, and (vi) Policy LU-8-2 in that the Project would upgrade and remodel existing buildings to meet business needs.

The proposed location of the use and the proposed conditions under which it would be operated and maintained will not be detrimental to the public health, safety or welfare of persons residing or working on the Project site or in the surrounding area because Municipal Code requirements and conditions of approval below address lighting, security, safety, aesthetics, landscaping, hours of operation and parking. The Project will not be detrimental to properties or improvements in the vicinity or to the general welfare of the city, in that the site and area already support commercial use, and parking supplies are adequate.

3. The proposed uses will comply with the provisions of the Zoning Code, including any specific condition required for the proposed use in the district in which it would be located, since it will conform to Municipal Code requirements and Use Permit conditions.
4. The proposed uses are compatible with surrounding uses and will not adversely impact, or be adversely impacted by, nearby properties. The proposed commercial uses are compatible with the area because Sepulveda Boulevard is, and is intended to be, a commercial thoroughfare. The building has substantial setbacks/landscaping, and buffer walls for compatibility with the surrounding commercial and residential uses.

As shown in the environmental documentation, Sepulveda Boulevard and other nearby streets can accommodate the anticipated traffic generated by the uses. Parking supplies are adequate for the proposed uses. The proposed uses will not generate vibration or odors, and will not adversely impact the security and personal safety of residents or aesthetics. The Project will not create demands exceeding the capacity of public services and facilities.

B. In addition to the Master Use Permit findings above, the City Council hereby makes additional findings with respect to the proposed alcohol sales and service. Three types of alcohol uses are proposed for the market: (i) traditional grocery store alcohol sales (off-sale beer, wine and liquor), (ii) alcohol beverage tasting in a limited designated area (promoting off-sale purchases), and (iii) on-site consumption (on-sale of beer and wine in the indoor and outdoor restaurant area only). The sale and service of alcohol is a conditionally permitted use that may be subject to conditions of approval to mitigate any potential adverse effects.

1. Traditional off-sale grocery store alcohol has typically not raised concerns in the City. The Police Department has not identified concerns resulting from its experience with stores in the City providing alcohol tasting. However,

unregulated alcohol tasting could create adverse impacts. Accordingly, this Resolution contains specific conditions to regulate alcohol tasting.

2. On-site consumption in dining/bar areas typically generates the most concern for alcohol-licensed establishments in the City. The Project includes 12 dining seats inside, including an interior sushi/wine service counter, and 16 dining seats outside, all located near the northeast corner of the market building. This location is oriented toward the entry and parking area, and is also adjacent to 8th Street, with a landscape buffer separation. While the proposed outdoor dining area has some exposure to residential neighbors, grocery store eating and drinking areas such as this typically do not generate alcohol related problems. Nevertheless, unregulated alcohol tasting could create adverse impacts. Accordingly, this Resolution contains specific conditions to regulate alcohol tasting.

C. Under MBMC Section 10.64.050(B), the City Council may approve a reduction in the number of parking spaces to less than the number specified in the schedules in MBMC Section 10.64.30. The City Council hereby makes the following findings with respect to the proposed parking reduction for the Project:

1. Reducing parking requirements to a minimum of 135 spaces is appropriate because the calculated parking demand generated by the Project as analyzed in the Traffic Impact and Parking Demand Study is expected to be less than the requirement in Schedule A of MBMC Section 10.64.030 based on professionally recognized parking generation rates and shared parking practices. Therefore, the Project's parking demand will not exceed the proposed parking supply.
2. The probable long-term occupancy of the buildings, based on their design, will not generate additional parking demand beyond quantities anticipated by the parking study because the use permit will limit the uses on the site to those proposed and analyzed in the study. Any proposed intensification or expansion of the approved uses would require an amendment to the MUP. Any proposed change in the size or type of land use would require a new MUP.

D. Under MBMC Chapter 10.72.060, a sign program must be consistent with the regulations of Chapter 10.72 and meet the Code's purpose of establishing uniform sign design guidelines and sign area allocations for all uses on the site. The City Council hereby makes the following findings with respect to the Project's proposed sign program:

1. As conditioned, the Applicant's sign program is consistent with the regulations of MBMC Chapter 10.72 and meets the Code's purpose of establishing uniform sign design guidelines and sign area allocations for all uses on the site. Project signs primarily include tenant identification wall signs, and one pole sign. The pole sign would somewhat replicate the existing auto dealership pole sign, located slightly to the south within the landscape area abutting Sepulveda Boulevard. The below conditions of approval prohibit excessive lighting for sign purposes.

SECTION 9. On May 2, 2017, the City Council conducted a duly noticed, de novo public hearing and received testimony and comments from members of the public. Following the public hearing, the City Council unanimously directed staff to return with draft resolutions to adopt the IS/MND and to approve the Master Use Permit for the Project. Although not required by the IS/MND or the environmental review for the Project, the City Council hereinafter imposes additional conditions of approval to further enhance the Project's construction timeline, design features, and operations.

SECTION 10. The Project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Fish and Game Code Section 711.2.

SECTION 11. This Resolution, upon its effectiveness, constitutes the Master Use Permit and the Sign Program for the development.

SECTION 12. Based upon the foregoing, and after considering all of the evidence in the record, the City Council hereby **APPROVES** (a) a Master Use Permit for a 27,900 square foot specialty grocery store, including on-sale and off-sale alcohol sales and instructional tastings, with incidental hot and cold prepared food offerings and incidental seating areas (145 square-foot indoor incidental seating area and 503 square-foot incidental outdoor patio seating area), a 6,684 square foot bank building, a surface parking lot on the primary Project site; a surface parking lot for employee use on the auxiliary employee parking site and reduced parking; and (b) a Sign Program, subject to the following conditions:

1. **Substantial conformance-** The Project shall be in substantial conformance with the plans and Project description submitted to, and reviewed by, the City Council on May 2, 2017. The Director of Community Development ("Director" hereinafter) shall determine whether any deviation from the approved project is substantial which requires an amendment to the Master Use Permit or any other discretionary entitlements. Completion of the bank building prior to completion and occupancy to the grocery store building shall be considered a substantial deviation from the Project description. Any substantial deviation from the approved plans or Project description shall require approval from the Planning Commission.
2. **CEQA Compliance-** The developer and operator(s) of the Project shall comply with the Mitigation Monitoring and Reporting Program attached to Resolution No. 17-0067 as Exhibit B, and each mitigation measure set forth therein.
3. **Compliance Funding-** The Applicant shall pay all costs and fees incurred by the City in connection with the Project: (a) in ensuring that the conditions of approval are complied with, as well as monitoring of the mitigation measures in the adopted Mitigation Monitoring and Reporting Program attached to Resolution No. 17-0067 as Exhibit B; (b) in the processing of Project-related permits and applications, including time spent by City staff and legal staff to process and review all necessary permits, applications, and land use entitlements, and the preparation of any Agreements and any Consultant Services Agreements; (c) the costs of staff review of Owner submittals and the costs of Consultants retained by City in connection with the Project.

Site Preparation/Construction

4. **Underground Utilities-** All electrical, telephone, cable television system, and similar service wires and cables shall be installed underground to the appropriate utility connections in compliance with all applicable Building and Electrical Codes, safety regulations, and orders, rules of the Public Utilities Commission, the serving utility company, and specifications of the Public Works Department. Final utility equipment locations and visual screening shall be subject to Community Development review and approval.
5. **Agency Compliance-** Modifications and improvements to the site shall be in compliance with applicable requirements of the Building Division, Fire Department, Health Department, and State Department of Alcohol Beverage Control.
6. **Site Watering-** During demolition and construction on the site, the soil shall be watered in order to minimize the impacts of dust on the surrounding area.
7. **Landscape and Irrigation Plan-** A site landscaping and irrigation plan utilizing drought tolerant plants, including large-box-sized trees, shall be submitted for review and approval by the Community Development and Public Works Departments concurrent with the building permit application. The plan shall include removal of the oleander and replanting of the abutting westerly right-of-way with specific design purposes of screening the project from Larsson Street neighbors. All plants shall be identified on the plan by the Latin and common names. Substantial tree buffers shall be provided along the property lines

abutting/facing the neighboring residences. A low pressure or drip irrigation system shall be installed in the landscaped areas, which shall not cause any surface run-off. Landscaping and irrigation shall be installed per the approved plan prior to building final.

8. **Lot Merger-** An appropriate merger document eliminating antiquated property lines within the site shall be recorded, subject to the review and approval of the Community Development and Public Works (Engineering) Departments and City Attorney, prior to issuance of building permits. The bank building may be on a separate legal parcel, subject to compliance with City, State and other applicable criteria.
9. **Backflow Preventor-** Backflow prevention valves shall be installed as required by the Department of Public Works, and the locations of any such valves or similar devices shall be subject to approval by the Community Development Department prior to issuance of building permits.
10. **Public Infrastructure-** All defective, damaged, inadequate or substandard curb, gutter, street paving, sidewalk improvements, catch basins or similar public infrastructure shall be removed and replaced with standard improvements, subject to the review and approval of the Public Works Department, and Caltrans as applicable. Adjacent sidewalks shall be installed or replaced with landscaping enhancements and disabled access improvements as determined by the City's Traffic Engineer and Public Works Department, prior to building final.
11. **Waste water discharge-** No waste water shall be permitted to be discharged from the premises. Waste water shall be discharged into the sanitary sewer system.
12. **Water Quality Items-** Property line clean outs, mop sinks, erosion control, and other sewer and storm water items shall be installed and maintained as required by the Department of Public Works or Building Official. Oil clarifiers and other post-construction water quality items may be required.

Commercial Operational Restrictions

13. **Uses-** The facility shall include bank, food and beverage sales, and eating and drinking establishment uses. Eating and drinking use shall only be permitted as a secondary component of a primary food and beverage sales use (grocery store) as shown on the approved plans and the project description.
14. **Hours-** Food and beverage sales and on-site eating and drinking shall be limited to operating hours of 7:00 a.m. to 10:00 p.m. daily.
15. **Alcohol-** The food and beverage sales tenant may conduct off-sale alcohol sales, on-sale beer and wine sales, and alcohol tasting subject to the following criteria:
 - a. No more than 15 percent of the area is devoted to alcohol display/drinking/tasting,
 - b. The tenant operates as a grocery store as determined by the Community Development Director,
 - c. Alcohol licenses, other than Type 21, Type 41, and Type 86, shall be prohibited.

- d. Alcohol consumption shall not be separated from the food and beverage operations beyond the extent required by the State Department of Alcoholic Beverage Control (ABC).
 - e. All activities associated with the alcohol tasting shall take place within the tasting area.
 - f. Alcohol tastings shall be limited to the amounts specified in the ABC regulations for Type 86 license, and shall be subject to all other ABC regulations concerning Type 86 tastings.
 - g. The design, location, and layout of the tasting area shall be subject to approval of the Community Development Director, shall be limited to 100 square feet, shall have no seating, furniture or fixtures, and shall be separated by a physical barrier from other store areas. The drink counter shall be the only level surface for placing glasses and other alcohol tasting items.
 - h. Sampling shall be limited to patrons at least 21 years in age.
 - i. Tastings shall be poured by store employees or the authorized licensee, or designated agents in accordance with ABC regulations.
 - j. Only one tasting shall be provided to any person on any day.
 - k. No special events, alcohol tastings parties or similar functions will be allowed in connection with the Type 86 license.
 - l. No exterior signage for advertising alcohol tasting shall be permitted.
 - m. Alcohol tasting shall be limited to 11 am to 9 pm daily.
16. **Entertainment-** Entertainment and dancing on the site shall be prohibited.
 17. **Litter-** The management of the facility shall police the property and all areas immediately adjacent to the businesses on the site and the off-site employee parking lot during the hours of operation to keep the areas free of litter.
 18. **Security-** The operators of the facility shall provide adequate management and supervisory techniques to prevent loitering and other security concerns outside the subject businesses and the off-site employee parking lot. Security items or procedures shall be implemented and maintained on-site as determined to be appropriate by the Police Department.
 19. **Cart stop-** The operator shall provide and maintain an "invisible barrier" system that prevents shopping carts from being removed from the site by customers. Plans for the system shall be submitted for review and approval to the Community Development Department with submittal of building plans to plan check. The system shall include electronic sensors that disable carts prior to leaving the site, and the system shall be installed per the approved plans prior to issuance of the building permit final.
 20. **EV Chargers-** The operator shall provide and maintain a minimum of two electric vehicle chargers within the primary project parking lot that are available to customers. Plans for the chargers shall be submitted for review and approval to the Community Development Department with submittal of building plans to plan check. The design and signage of said chargers shall not obstruct or prevent use of required parking spaces for general parking purposes, and

the improvements shall be installed per the approved plans prior to issuance of the building permit final.

21. **Trash-** A covered trash and recycling enclosure(s), with adequate capacity shall be provided on the site subject to the specifications and approval of the Public Works Department, Community Development Department, and City's waste contractor. The trash compactor motor shall be located within the semi-enclosed portion of the loading dock and provided with additional noise barriers as determined to be appropriate by the Community Development Director. A trash and recycling plan shall be provided as required by the Public Works Department and shall be implemented prior to building permit final and occupancy of the site.
22. **Rooftop Equipment-** All rooftop equipment shall be screened with noise dampening material to minimize noise in accordance with City requirements. Plans for the noise barriers shall be submitted with the rooftop equipment plans to the Community Development Department for review and approval and the equipment and noise barriers shall be installed per the approved plans prior to issuance of the building permit final.
23. **Noise-** Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any outside sound or amplification system or equipment is prohibited.
24. **Signs-** All signs shall be in compliance with the City's Sign Code and submitted Sign Program for the Project. A final sign program shall be submitted to the Community Development Department for review and approval prior to sign permit issuance. Internally illuminated awnings or other architectural elements shall be prohibited. Signs shall be installed per the approved Program prior to building permit final and occupancy.
25. **Lighting-** A lighting plan, including a photometric study, shall be submitted for the surface parking lots and entire project site for approval by the Community Development and Police Departments. The Plan shall include energy efficient security lighting for the site. All outside site lighting shall be directed away from the public right-of-way and shall minimize spill-over onto the sidewalks and street. Shields and directional lighting shall be used where necessary to prevent spillover onto adjacent properties. Lighting shall be installed per the approved plan prior to building permit final and occupancy. (MBMC 10.64.170)

Traffic and Parking

26. **Parking-** The applicant shall maintain sufficient dedicated parking supply to provide a minimum of 135 parking spaces at all times, as shown on the approved plans and project description. The Director of Community Development shall determine whether any deviation from the Approved Plans and project description requires an amendment to the Master Use Permit or any other discretionary entitlements, and a written determination shall be made by the Community Development Director.
27. **Construction Plan (CMPP)-** A Construction Management and Parking Plan (CMPP) shall be submitted by the applicant with the submittal of plans to plan check. The CMPP shall be reviewed and approved by the City, including but not limited to, the City Traffic Engineer, Planning, Fire, Police and Public Works, prior to permit issuance. The Plan shall include, but not be limited to, provisions for the management of all construction related traffic, parking, staging, materials delivery, materials storage, and buffering of noise and other disruptions. The Plan shall minimize construction related impacts to the surrounding neighborhood, and shall be implemented in accordance with the requirements of the Plan.

28. **Employee Parking-** Prior to occupancy, an Employee Parking Management Plan shall be submitted to the Traffic Engineering and Planning Divisions for City review and approval to minimize the potential for overflow parking into the surrounding neighborhood. The Plan shall include the recommendations included in the Traffic Impact and Parking Demand Study, within the Initial Study. Penalties and corrective measures for non-compliance shall be identified in the Plan. The Plan shall be approved prior to building final and occupancy, and shall be implemented immediately.
29. **Deliveries-** Deliveries and loading shall be subject to the following conditions:
- a. Delivery hours shall be limited to the hours between 7:00 a.m. and 1:30 p.m. Monday-Saturday only with the exception of 2-axle delivery trucks or vans, which may deliver from 7:00 AM to 6:00 PM Monday-Sunday.
 - b. The loading dock doors shall remain closed during off delivery hours.
 - c. Delivery vehicles shall not be allowed to remain in the loading dock or on the property outside of business hours.
 - d. Delivery trucks shall not idle on the property.
 - e. Deliveries to the site by semi truck-trailers shall be limited to the northbound left turn from Sepulveda Boulevard onto 8th Street to enter the 8th Street project driveway, and exit via the Sepulveda Boulevard project driveway only.
 - f. Semi truck-trailer deliveries shall not arrive less than 15 minutes apart.
 - g. Delivery trucks shall be prohibited on residential streets except that portion of 8th Street between Sepulveda Boulevard and the project driveway.
30. **On and Off-site Improvements-** All on-site and off-site improvement plans, shall be submitted to plan check, at the same times as the building plans. The plans shall be reviewed and approved by the City Traffic Engineer, Planning, Public Works, Police, Fire and Caltrans, where applicable, prior to the issuance of permits. The Project shall be fully constructed per the approved plans prior to issuance of a permit final and occupancy. The plans shall include, but not be limited to the following features:
- a. All two-way driveways and approaches shall be as wide as the aisle they serve, not including approach wings or radii. The Sepulveda Boulevard driveway and widened shoulder shall be constructed per Caltrans standards.
 - b. All raised landscaping planters along the property frontages shall begin or end perpendicular to the lower portion of the driveway wings.
 - c. The driveway on Sepulveda Boulevard shall be restricted to Right Turn In/Right Turn Out and posted with signs and striping as directed by the City Traffic Engineer and Caltrans.
 - d. Outbound traffic at the driveway on 8th Street shall be restricted to Right Turn Out only and posted with signs and other design criteria as directed by the City Traffic Engineer.
 - e. All parking spaces in the main parking lot shall remain unrestricted for all users during business hours.

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- f. **Parking stall cross-slope shall not exceed 5%.**
- g. **Doors, gates, staircases, and similar improvements, shall not swing into a vehicle aisle or walkway.**
- h. **Provide unobstructed triangle of sight visibility (5' x 15') adjacent to each driveway and behind the ultimate property line, after dedications, when exiting the parking areas without walls, columns, landscaping, or similar obstructions over 36 inches high. (MBMC 10.64.150)**
- i. **All parking spaces adjacent to a vertical obstruction, except columns and obstructions adjacent to the front five feet (5') of a parking space, must be at least one foot wider than a standard space. (MBMC 10.64.100B)**
- j. **Wheel stops shall be provided for all parking spaces except parallel spaces or those spaces abutting a masonry wall or protected by a 6-inch high curb. (MBMC 10.64.100.D)**
- k. **At least two feet of additional aisle is required beyond the end of a dead end aisle to provide sufficient back-up space for vehicles in the last space of the aisle.**
- l. **Disabled parking must comply with current standards including but not limited to ADA and the CBC, and one or more van size spaces may be required.**
- m. **Construct new sidewalk and furniture zone parkway (an area between curb and sidewalk for aboveground utilities, structures and landscaping) along property frontages on the south side of 8th Street and north side of 6th Street to the extent feasible as deemed appropriate by the City Traffic Engineer and Public Works Department. Above ground structures shall be relocated to the furniture zone parkway.**
- n. **Construct new 4-foot minimum wide sidewalk and new landscaping within the public right-of-way along the rear property frontage on the east side of Larsson Street.**
- o. **Replace existing sidewalks with new sidewalks and a furniture zone parkway on the west side of Sepulveda Boulevard along the property frontage to the extent feasible as deemed appropriate by the City Traffic Engineer and Public Works Department to enhance pedestrian access. Above ground structures in the public right-of-way shall be relocated to the furniture zone parkway.**
- p. **Design and construct an extended northbound left turn pocket on Sepulveda Boulevard at 8th Street by removing the existing landscape island in accordance with Caltrans requirements and permits in conjunction with design and construction of the widened shoulder and project driveway on Sepulveda Boulevard. In the event the left turn pocket is not extended by the time the project is completed, the City may choose to construct the extended left turn pocket instead, and require the applicant to provide sufficient financial surety to reimburse the City for all administrative, design and construction costs.**
- q. **All unused driveways and undeveloped property frontages shall be reconstructed with curb, gutter and sidewalk. Remove and replace existing driveway approaches to be reused in conformance with City and State standards.**

- r. All compact spaces shall be labeled with signs and stencil markings at the back of each space.
- s. Bicycle parking shall be provided at a rate of 5% of all parking spaces. The bike parking shall be located as close as feasible to 8th Street with a clear path of travel. (MBMC 10.64.80)
- t. The folding architectural screen walls adjacent to the loading dock shall remain closed at all times except when delivery trucks are entering or exiting the loading area.
- u. All parking lots shall be signed and marked to the satisfaction of the City Traffic Engineer.

31. **Dedications-** The applicant shall provide dedications as detailed below for ADA access, other improvements and to upgrade the area to current standards for pedestrian and vehicular circulation. The applicant shall submit plans for the improvements to the Public Works, Fire, Police and Community Development Departments, the City Traffic Engineer, and Caltrans, as applicable, for review and approval, with the submittal of the building plan check. All dedications shall be recorded and required improvements completed per the approved plans prior to the issuance of a building final and occupancy of the site.

- a. A street dedication shall be granted to Caltrans that includes the entire width of existing and proposed sidewalks and widened shoulder along the Sepulveda Boulevard frontage.
- b. A triangular 25-foot corner cut-off dedication shall be provided to the City at the southwest corner of Sepulveda Boulevard and 8th Street as formed by the future property lines. The applicant shall construct a public sidewalk and pedestrian ramp on this corner to City and Caltrans, if applicable, standards or reimburse the City for the project if it is constructed by the City prior to project Construction. The applicant shall show the proposed right of way dedication on all plans.
- c. A triangular cut-off dedication shall be provided to the City at the northwest corner of Sepulveda Boulevard and 6th Street, as determined by the City Traffic Engineer. The applicant shall construct a public sidewalk and pedestrian ramp on this corner to City and Caltrans, if applicable, standards. The applicant shall show the proposed right of way dedication on all plans.
- d. A triangular 10-foot corner cut-off dedication shall be provided to the City at the southeast corner of 8th and Larsson Street as formed by the future property lines. The applicant shall construct a public sidewalk and pedestrian ramp on this corner to City standards. The applicant shall show the proposed right of way dedication on all plans.

32. **Cost Estimate-** The applicant shall submit to the City a cost estimate for completion of all of the required off-site improvements, including but not limited to the traffic and public improvements, with the submittal of plans to plan check. If the City accepts the final cost estimate, the applicant shall provide a bond or other financial security, equal to 1.25 times the estimated cost of the improvements, acceptable to the satisfaction of the Finance Director, Director of Public Works and the City Attorney, prior to the issuance of building permits.

33. **Reciprocal Access-** The off-site parking lot portion of the Project shall allow reciprocal vehicle access through the parking lot and driveway with adjacent properties for any future approved project upon which a similar reciprocal access

condition is imposed. Parking lot configuration shown on the approved plans shall be modified (at the expense of the Applicant) at the time of implementation of the reciprocal access, with no reduction in parking. Reciprocal access agreements shall be provided to the Community Development Department for review, and approval at the time of any such future project, and shall be recorded upon approval by the Community Development Director.

34. **Land Uses-** There shall be no change to the land use or square footage of land uses on the site as described in the Parking Analysis unless the change receives prior written approval by the Community Development Director, who may require a supplemental parking study to determine whether there is an increase in parking demand and whether sufficient parking will be provided.

35. **Valet-** Free valet service for employees shall be operated primarily to maximize employee parking in the 8th Street parking lot by an additional 10 or more spaces for a period of not less than one year after the project opening, which would equate to an overall 15% parking reduction for the Project, subject to conditions approved by the City Traffic Engineer. After the first year, the applicant shall fund a City-conducted parking study to evaluate on-street and off-street parking utilization to determine whether the valet operation is necessary to meet actual project parking demand on typical weekdays and weekends. The valet service shall remain in operation until such time as the parking study or a future parking study funded and conducted in the same manner finds that sufficient off-street parking is available without using a valet service.

36. **Traffic Calming-** On or before the submittal of plans for building plan check, the applicant shall pay \$75,000 for the preparation of a Traffic Calming and Pedestrian Access study by the City to recommend potential measures that would enhance the livability of the neighborhood streets in the vicinity of the project site. The study will evaluate a number of potential measures, including:

- a. Potential pedestrian access enhancements in the neighborhoods east and west of the project site, including consideration of crosswalks on residential streets;
- b. Potential bikeway enhancements in the neighborhood adjacent to the project site;
- c. Potential traffic enhancements to discourage speeding and commercial-oriented traffic as identified in the City's Neighborhood Traffic Management Program toolbox; and
- d. Potential peak hour turn restrictions on Sepulveda Boulevard.

Any amount remaining in excess of the study costs shall be used for the implementation of those measures as deemed appropriate by the City Council. In no event shall the City require measures that will worsen traffic conditions at neighborhood intersections.

37. **Crosswalks-** The applicant shall construct or reimburse the City for the construction of high-visibility ladder-style crosswalks on all approaches at the intersections of Sepulveda Boulevard and 8th Street.

Procedural

38. **Terms and Conditions are Perpetual; Recordation of Covenant.** The provisions, terms and conditions set forth herein are perpetual, and are binding

on the Applicant, its successors-in-interest, and, where applicable, all tenants and lessees of the site. Further, the Applicant shall record a covenant indicating its consent to the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The covenant is subject to review and approval by the City Attorney. APPLICANT shall deliver the executed covenant, and all required recording fees, to the Department of Community Development within 30 days of the adoption of this Resolution. If APPLICANT fails to deliver the executed covenant within 30 days, this Resolution shall be null and void and of no further effect. Notwithstanding the foregoing, the Director may, upon a request by APPLICANT, grant an extension to the 30-day time limit.

39. ***Indemnity, Duty to Defend and Obligation to Pay Judgments, Awards of Attorney Fees and Defense Costs, Including Attorneys' Fees, Incurred by the City.*** Applicant shall defend, indemnify, and hold harmless the City, its elected officials, officers, employees, volunteers, agents, and those City agents serving as independent contractors in the role of City officials (collectively "Indemnitees") from and against any claims, damages, actions, causes of actions, lawsuits, suits, proceedings, losses, judgments, costs, and expenses (including, without limitation, attorneys' fees or court costs) in any manner arising out of or incident to this approval, related entitlements, or the City's environmental review thereof. Applicant shall pay and satisfy any judgment, award or decree that may be rendered against City or the other Indemnitees in any such suit, action, or other legal proceeding, including any award of attorney's fees. The City shall promptly notify Applicant of any claim, action, or proceeding and the City shall reasonably cooperate in the defense, however, cooperation does not include the City having to take any action or make any decision that the City does not believe, in the exercise of its good faith judgment, is in its own best interest, and cooperation shall not be construed in a manner that requires the City to exercise its discretion in a particular manner. If the City fails to promptly notify Applicant of any claim, action, or proceeding, or if the City fails to reasonably cooperate in the defense, Applicant shall not thereafter be responsible to defend, indemnify, or hold harmless the City or the Indemnitees. The City shall have the right to select counsel of its choice. Applicant shall reimburse the City, and the other Indemnitees, for any and all legal expenses, fees, and costs incurred by each of them in connection therewith or in enforcing the indemnity herein provided. Nothing in this Condition shall be construed to require Applicant to indemnify Indemnitees for any Claim arising from the sole negligence or willful misconduct of the Indemnitees. In the event such a legal action is filed challenging the City's determinations herein or the issuance of the approval, the City shall estimate its expenses for the litigation. Applicant shall deposit that amount with the City for the payment of such expenses as they become due. Applicant shall replenish the deposit as necessary based upon notice by the City.

SECTION 13. The entitlements conferred by this Resolution shall lapse two years after the date of this resolution, unless the subject improvements are installed or the Applicant seeks an extension pursuant to Municipal Code Section 10.84.090.

SECTION 14. Pursuant to Public Resources Code Section 21089(b) and Fish and Game Code Section 711.4(c), the Project is not operative, vested or final until the required filing fees are paid.

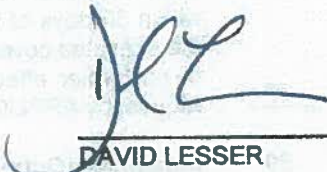
SECTION 15. The City Council's decision is based upon each of the totally independent and separate grounds stated herein, each of which stands alone as a sufficient basis for its decision.

SECTION 16. The time within which judicial review, if available, of this decision must be sought is governed by California Code of Civil Procedure Section 1094.6, unless a shorter time is provided by other applicable law. The City Clerk shall mail by first class mail, postage prepaid, a certified copy of this Resolution and a copy of the affidavit or certificate of mailing to Applicant, Donald McPherson, Manhattan Beach Residents for Responsible Development and any other persons or entities requesting notice of the decision.

SECTION 17. The City Clerk shall certify to the adoption of this Resolution.

ADOPTED on June 6, 2017.

AYES: Montgomery, Hersman, Napolitano, Howorth and Mayor Lesser.
NOES: None.
ABSENT: None.
ABSTAIN: None.



DAVID LESSER
Mayor

ATTEST:



LIZA TAMURA
City Clerk