



MEMORANDUM

TO: Laurie Jester, City of Manhattan Beach

FROM: Sarah M. Drobis, P.E.

DATE: August 10, 2017

RE: Supplemental Review of Requested MUP Condition Refinements for
Manhattan Village Shopping Center
Manhattan Beach, California

Ref: J1106c

Gibson Transportation Consulting, Inc. (GTC) understands that the owners of the Hacienda Building have appealed the Manhattan Beach Planning Commission's decision to approve refinements to conditions of approval imposed in 2014 by the City Council on the Manhattan Village Mall renovation project.

In our memorandum dated June 8, 2017, GTC analyzed the refinements and modifications to the conditions (and non-substantive annotations to the Site Plan) and concluded that such modifications and refinements do not change the findings of the traffic, access and parking impact analyses in the Final Environmental Impact Report (EIR) certified in 2014 or the 2016 First Addendum. The Approved Site Plan will improve both vehicular and pedestrian connections between the lower level parking (culvert) and the greater shopping center site. A new two-way roadway connection/ramp will be provided that will accommodate vehicular, bicycle and pedestrian access directly between the culvert and shopping center adjacent to the Hacienda Building.

The new and improved connections will make the lower level parking spaces and Northeast Deck more useable for both the shopping center and Hacienda Building patrons and employees. (See page 3 of December Traffic Memo in the Addendum.) Building the Northeast Deck first, as well as the Cedar Way Extension, provides a greater number of parking spaces in closer proximity to the Hacienda Building earlier than originally proposed. This improves both access and circulation to and from Rosecrans Avenue and the parking areas. This will relieve parking demands in the culvert, as well as in the parking fields north of California Pizza Kitchen (and North Deck).

The benefits and parking and circulation improvements related to the Approved Site Plan including the Northeast Deck, Cedar Way Extension and other circulation connections were reviewed as part of our traffic reviews provided in the EIR Addenda. (See discussions in the December 2016 traffic memo and the corresponding Addendum.)

GTC has been informed that there have been two minor refinements since our June 8, 2017 memorandum:

1. Additional language has been added to “Condition No. 39: Fry’s driveway-Sepulveda Boulevard.” Initially, the Applicant requested a modification to Condition No. 39 required by the California Department of Transportation (Caltrans) concerning the Fry’s driveway on Sepulveda Boulevard because the timing of work to reconfigure the “Fry’s Sepulveda driveway” is tied to the Cedar Way extension to Rosecrans Avenue and off-site street improvements on Sepulveda Boulevard. In 2014 when the condition was imposed, Caltrans anticipated that it would need the change to the driveway prior to the end of 2016. However, it is now 2017 and the work on the Sepulveda Bridge has not commenced. At the request of Fry’s, the Planning Commission further revised Condition No. 39 to accommodate Fry’s desire to use the driveway for both ingress and egress until Caltrans required it to be for ingress only. The revised Condition No. 39 is provided in Attachment A.
2. The Approved Site Plan has been further refined regarding parking spaces in the Northeast parking Deck and surface parking. The Illustrative Site Plan dated August 8, 2017, provided in Attachment B, shows 499 spaces in the Northeast Deck (instead of 514 spaces) plus 85 spaces in the culvert for a total of 584 spaces. The First and Second Addenda identified a minimum of 580 spaces in the Northeast Deck and lower level culvert. These latest refinements in the parking numbers still meet the minimum numbers that were identified in the Addenda.

Neither of these minor refinements changes our conclusions in the EIR, First Addendum or Second Addendum and they do not adversely impact traffic or access.

Attachment A
Revised Condition No. 39

Condition No. 39: Fry's driveway-Sepulveda Boulevard

Proposed Refinement: The retention, modification, relocation and/or removal of the existing Fry's driveway off Sepulveda Boulevard that accesses the Northwest Corner may be phased as follows: (a) ~~Through the end of the 2016, or when~~ Until Fry's vacates the site or the completion of the Sepulveda Bridge widening project, whichever comes first, the existing driveway condition (entry and exit, right in and out) may remain (and thereafter, if elimination of the right-turn out is not required by Caltrans); (b) ~~At the end of 2016, Upon completion of the Sepulveda Bridge widening project,~~ or when Fry's vacates the site, whichever comes first, the driveway must be reconfigured/relocated to be entry, right-in only, unless the elimination of the right-turn out is not required by Caltrans; (c) ~~At the end of 2016, if Fry's continues to occupy the site or if at any time another tenant occupies the existing site, the Sepulveda driveway must be reconfigured/relocated to be entry, right-in only;~~ (d) ~~(c)~~ if at any time the site is vacant the driveway shall be barricaded from use or removed; (e) ~~(d)~~ if at any time the site is vacant for 12 months the driveway shall be removed. If the driveway is removed then the curb, gutter, sidewalk and any other required improvements shall be installed by RREEF as soon as possible, as determined by the City, unless building plans for Phase III have been approved in which case the improvements will be installed with the Phase III construction; and (f) ~~(e)~~ if the driveway is removed any future driveway for Phase III – Northwest Corner development shall be entry right-in only. ~~Prior to December 31, 2016, p~~ Plans for the driveway modifications or removal/relocation and related improvements shall be submitted to the City and Caltrans and shall include a schedule for completion of the improvement in coordination with and tied to the completion of the Sepulveda Bridge expansion. The City will cooperate with RREEF to secure approvals affecting this Fry's Sepulveda driveway. The driveway modifications or removal/relocation and related improvements shall be completed by RREEF per the approved Plan and schedule. RREEF shall coordinate driveway modifications or removal/relocation with the Sepulveda Bridge widening project.

Attachment B

Illustrative Site Plan
(August 8, 2017)

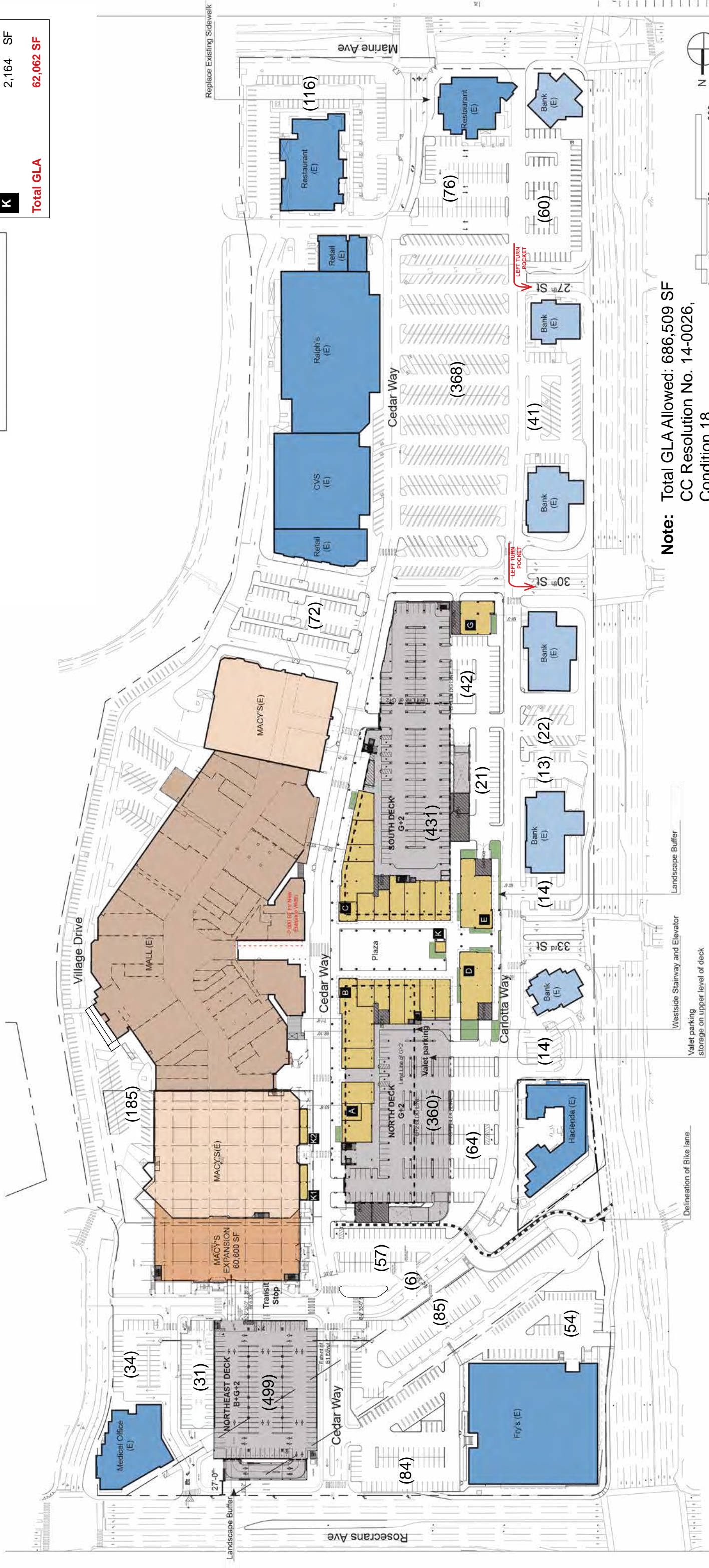
MVSC_ILLUSTRATIVE SITE PLAN

MVSC TOTAL Existing GLA	572,837 SF
Total Building Demo	(-41,342 SF)
Macy's Men's	(-7,656 SF)
De-commissioned Area	62,062 SF
Total Village GLA+K1+K2	60,000 SF
Macy's Expansion	645,901 SF
MVSC Total GLA	645,901 SF

MVSC Required Parking @ 4.10	2,653
MVSC Actual Parking/ Plan	2,726
MVSC Parking Ratio	4.22

Total Village GLA	62,062 SF
Demo CPK Bldg (J1,J2,H1,H2)	(-13,955) SF
Net New GLA	48,107 SF
Allowable Net New GLA	50,000 SF

Village Components GLA	
A	5,394 SF
B	18,298 SF
C	19,841 SF
D	5,938 SF
E	7,114 SF
G	3,313 SF
K	2,164 SF
Total GLA	62,062 SF



Note: Total GLA Allowed: 686,509 SF
 CC Resolution No. 14-0026,
 Condition 18

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LATHAM & WATKINS LLP

August 11, 2017

VIA ELECTRONIC DELIVERY

Mayor David Lesser
Mayor Pro Tem Amy Thomas Howorth
Honorable Members of the City Council
Attn: City Clerk
Manhattan Beach City Hall
1400 Highland Ave,
Manhattan Beach, CA 90266

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Re: August 15, 2017 City Council Agenda Item No. 10

Dear Mayor Lesser, Mayor Pro Tem Howorth, and Honorable Members of the Manhattan Beach City Council:

We are writing on behalf of our client, RREEF America REIT II Corp BBB ("RREEF"), in support of RREEF's application (the "Application") to amend the Master Use Permit ("MUP") for the Manhattan Village Mall expansion project ("Project") to refine certain conditions of approval. The amendments requested in the Application will help facilitate implementation of the "Northeast Parking Deck" and the "Macy's Consolidation" in the first phase of Project construction and support a number of traffic and parking enhancements for the overall Manhattan Village shopping center ("Shopping Center").¹

I. REQUEST FOR APPROVAL

We support the City staff's recommendation put forth in the August 9, 2017 staff report (the "Staff Report") and respectfully request that the City Council direct the Staff to prepare a resolution approving the Application. RREEF has spent the last decade working to bring this first class Shopping Center to the City of Manhattan Beach, and the Project has received broad support in the community. In fact, Sensible Citizens of Manhattan Beach, which formerly opposed the Project, has now submitted a letter in support of the Application. Approval of the Application will support number of Project's enhancements including:

¹ We also write to respond appeal filed by 3500 Sepulveda, LLC ("3500 Sepulveda") of the Planning Commission's approval of the Application (the "Appeal"). As detailed in Section III of this letter, 3500 Sepulveda's Appeal is internally inconsistent, contains material misrepresentations of the facts, and is, as whole, without merit.

- Expedited development of increased parking in the Northeast Parking Deck and associated improvements related to the Cedar Way/Rosecrans Ave connection. The increased Parking in the Northeast Parking Deck will also relieve parking pressure in the North Parking Deck and “culvert” area adjacent to what is commonly referred to as the “Hacienda Building”;
- The redistribution and increase in the total number of parking spaces at the Shopping Center from 2,712 spaces to 2,726 spaces, while decreasing total square footage (by 6,800 square feet) to increase the Shopping Center’s parking ratio and maximize parking efficiencies;
- An enhanced and more efficient layout of the Project’s central plaza area and surrounding “Village Shops” designed to improve the Shopping Center’s outdoor space and pedestrian experience; and
- Improved vehicular access and pedestrian circulation to and from the South Parking Deck by extending and connect the 30th Street access road east from Carlotta Way to Cedar Way.

II. APPLICATION SUMMARY AND CONSISTENCY WITH FINDINGS

A. Brief Background

The City Council approved the Project on December 2, 2014 by adopting Resolution No. 14-0025 (certifying Environmental Impact Report (“EIR”)) and Resolution No. 14-0026 (approving the MUP). In December 2016, the Director of Community Development (“Director”) approved a refined site plan (“2016 Plan”) for the Project pursuant to her authority granted by the City Council in Section 18, Condition No. 1 of Resolution 14-0026 and following environmental review in the form of an Addendum to the EIR (the “First Addendum”). On December 20, 2016, the City Council endorsed the 2016 Plan.

In the Application now before City Council, RREEF requests modifications to nine MUP conditions (the current MUP conditions adopted by the City Council in December 2014 are referred to herein as the “Adopted Conditions”) to facilitate the resequencing of construction and development of certain Project refinements and enhancements. The Staff Report contains the proposed text of each requested modification.

B. Consistency with Required Findings

As detailed below, the Application to modify certain MUP conditions (the “Revised Conditions”) meets the findings required by the Manhattan Beach Municipal Code for approval.² The findings made in Section 14 of City Council Resolution No. 14-0026 remain applicable and are incorporated herein by reference.

² Manhattan Beach Municipal Code § 10.84.060.

1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located.

The Project site ("Project Site") is located within Area District II and, with the exception of the northwest portion of the Project Site, is zoned Community Commercial (CC).³ When it approved the MUP, the City Council concluded that the Project was consistent with the purposes of the CC zone.⁴ The Revised Conditions do not change that conclusion. Instead, the Revised Conditions will help facilitate the expediting of the consolidation of Macy's to enhance the overall health of the Shopping Center and support the other wide ranging commercial uses, consistent the purposes of the Commercial Districts.⁵ Facilitating the consolidation of Macy's in the Project's first phase will also strengthen the City's economic base and help protect small businesses that serve City residents.

One of the purposes of the Commercial Districts is to ensure that the appearance and effects of commercial buildings and uses are harmonious with the character of the area in which they are located. Consistent with the City Council's findings when it was approved, the Revised Conditions will not affect the prior finding that the Project will mesh seamlessly with existing structures while also refining the Shopping Center aesthetic by providing contemporary architecture. The Project buildings are consistent in height with the existing buildings, and the refined parking structures are architecturally designed to reflect the rhythm and design features of commercial buildings rather than a stark concrete parking structure.

Another one of the purposes of the Commercial Districts is to ensure the provision of adequate off-street parking and loading facilities. The Project accomplishes this purpose by providing a total of approximately 2,726 spaces within the parking garages and surface parking lots, resulting in an anticipated parking ratio of 4.22 spaces per 1,000 square feet of gross leasable area ("GLA"). The Revised Conditions facilitate the development this parking in a timely and efficient manner.

Finally, the Revised Conditions enhance the Project's consistency with the 11 development criteria outlined in the Sepulveda Boulevard Development Guide. The Project will still provide reciprocal access, right-turn pockets, driveway throats, sidewalk dedication, and appropriate building orientation, while ensuring positive visual aesthetics and pedestrian access, appropriate landscaping and signage, utility management and minimizing residential nuisances. The Revised Conditions supports the timely and efficient implementation of these improvements.

³ The northwest corner of the Shopping Center (3.6 acres where the Fry's Electronics store is located) is zoned General Commercial (CG).

⁴ Its purpose includes the provision of planned commercial centers containing commercial uses, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a city-wide market area. CC zoning permits retail support facilities such as entertainment and eating and drinking establishments.

⁵ The Revised Conditions do not restrict the wide variety of uses already provided at the Shopping Center, nor do they change the allowed restaurant or medical or dental office square footage limits, and they do not amend any Condition related to allowed uses or allowed square footage.

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 or 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.

- a. *The Project Is Consistent with the General Plan*

The Shopping Center is designated “Manhattan Village and General Commercial” in the Land Use Element of the City of Manhattan Beach General Plan. This designation reflects the unique nature of the subject property as the largest retail development in the City. When it approved the Project, the City Council concluded that the Project was consistent with the Goals and Policies outlined in the City’s General Plan. The Revised Conditions are complementary with this prior consistency determination and will facilitate the enhancement of the Project’s consistency with the General Plan’s five categories of Goals and Policies.

- (1) Land Use

The Revised Conditions help facilitate the consolidation of Macy’s in the Project’s first construction phase, helping to ensure that the Shopping Center will maintain its viability as a regional serving shopping district pursuant to General Plan Land Use Goal 8. Further, given the efforts to promote the expedited expansion of the anchor tenants, the Project will enhance the features of a planned commercial center, thereby preserving the unique features of this commercial neighborhood and not intruding on the unique features of other commercial neighborhoods. In addition, the City Council previously determined that the design and operational Project components regarding noise, lighting, signage, odors, parking, architectural articulation, and circulation are consistent with the Sepulveda Development Guide and are either a part of the Project or the subject of conditions to limit any potential impacts. The Revised Conditions will not change any of the Project design features, Adopted Conditions, or EIR Mitigation Measures that limit these potential impacts.

- (2) Infrastructure

When approving the Project, the City Council recognized that the Project includes significant upgrades to either maintain or improve the supporting infrastructure and utility systems and provides solutions that facilitate circulation for pedestrians, bicyclists, mass transit riders and cars, treat storm water run-off on-site to the degree feasible, and manage the frequency and location of cars and service trucks during both construction and operation of the Shopping Center. The Project will continue to unify the Fry’s and other Shopping Center parcels and improve traffic circulation for cars, bikes and pedestrians. The Project will further continue to utilize bio-filtration, landscaping, and Best Management Practices during construction to reduce soil loss, sedimentation and dust/particulate matter air pollution. The Revised Conditions will ensure that each of these improvements and enhancements occurs at the appropriate time during Project construction.

(3) Community Resources

When approving the Project, the City Council found that (1) building the Project to a U.S. Green Building Council Leadership in Energy and Environmental Design (“LEED”) Silver (even though not required) or equivalent standard, (2) protecting and enhancing of existing landscape and mature trees, and (3) enhancing and promoting of alternative transportation to and from the Shopping Center, all supported the Project’s consistency with the applicable Community Resources Policies. The City Council further determined that the Project’s additional sustainable and energy-efficient Project components, including (1) potable water use reduction of at least 20%, (2) Electrical Vehicle charging stations, (3) reduction in the use of utilities, and (4) minimized generation of non-recyclable waste, further supported such consistency. The Revised Conditions will ensure that each of these community resource-enhancing features are implemented at the appropriate time.

(4) Community Safety

The Project will continue to be consistent with the Community Safety policies. The Revised Conditions will not change any of the Project design features, Adopted Conditions, or EIR Mitigation Measures designed to ensure and enhance community safety.

(5) Noise Element

The Project will continue to be consistent with the General Plan’s noise element. The Revised Conditions will not change any of the Project design features, Adopted Conditions, or EIR Mitigation Measures implemented or adopted to ensure that there would be no unmitigated construction or operational impacts on surrounding commercial and residential receptors.

3. There will be no detriment to public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use, or to properties or improvements in the vicinity or to the general welfare of the City.

In approving the Project, the City Council concluded that the Project, as conditioned (including the construction and the ongoing physical and operational upgrades associated with tenant improvements and redevelopment across the entire Project site), was designed to minimize impacts to neighboring uses and would not be detrimental to properties or improvements in the vicinity or to the general welfare of the City.

Project features continue to include appropriate scale, layout, massing, articulation, height, architectural design and details of the buildings, parking structures, lighting design, signage design, LEED sustainability or equivalent features, as well as pedestrian, bike, and transit linkages, all of which are intended to ensure compatibility with surrounding uses. The Revised Conditions ensure that these features will be implemented at the appropriate times and places to coincide with the various construction phases. The Revised Conditions will not diminish protections in the Project’s design, Adopted Conditions, or EIR Mitigation Measures implemented to ensure no detrimental impacts as a result of the following: lighting modifications, removal of obsolete pole signs, reduction of visual impact of parking structures, Project phasing, architectural detail review, land use compatibility, alcohol service and square

footage limits, fire emergency response upgrades, improved security features, improved on- and off-site pedestrian, bike and transit linkages, parking management programs, traffic, parking and circulation improvements, trash enclosures improvements, and utility upgrades.

Further, the Revised Conditions will not diminish protections of the Adopted Conditions that ensure that there are no detrimental impacts through off-site improvements to the surrounding roadway network and the still-contemplated roadway dedication, improvements, and fair-share contributions will improve the regional roadway networks surrounding and servicing the Project site. As previously concluded by the City Council, these improvements will enhance safety, better accommodate emergency vehicles, improve flow of traffic, and improve the regional transportation network on surrounding arterials. The Revised Conditions ensure that these improvements occur at the appropriate time during the Project's construction.

In addition, the Project continues to be sensitive to nearby properties with respect to aesthetic design, site planning, building layout, and parking structures. The Revised Conditions, together with the Adopted Conditions, Mitigation Measures, and Project design features collectively ensure that the Project will not be detrimental to public health, safety or welfare of persons residing or working on the Project Site or in or adjacent to the neighborhood of that Site or to properties or improvements in the vicinity or to the general welfare of the City.

4. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located.

The Revised Conditions will not impact the Project's compliance with Title 10 of the Municipal Code. As explained above, existing and proposed improvements authorized by the MUP will be constructed in accordance with the purpose and standards of the CC zone. The Project continues to propose a variety of retail, restaurant, office, and specialty uses and continues to contemplate parking and landscaping at a rate above that required by the Municipal Code. The Revised Conditions facilitate the Project phasing adjustments to develop the Macy's Consolidation in the first phase, which further ensures consistency with Municipal Code Section 10.16.010, which provides that the CC zone shall be for planned commercial centers and that entertainment and eating and drinking facilities shall be for support, not primary uses. For additional support for the Project's consistency with this Finding, *see* the discussions above.

5. The proposed use will not adversely impact nor 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.

The Project will not result in adverse impacts to nearby properties and will be sensitive to nearby properties with respect to aesthetic design, site planning, building layout, and parking structures. The Project EIR fully analyzed the potential environmental impacts of the Project (including those related to traffic, parking, noise, vibration, odors, security, and aesthetics) and determined that the Project would not have significant, unmitigable impacts.

III. RESPONSE TO 3500 SEPULVEDA APPEAL

The Application before the City Council comes on an Appeal of the Planning Commission's June 14, 2017 approval of the Application. 3500 Sepulveda, one of multiple owners of the Hacienda Building, filed the Appeal. While in its Appeal 3500 Sepulveda spends a number of pages explaining why the Planning Commission "improperly approved RREEF's amendment application", the City Council considers the Application *de novo*, and, as such, the actions of the Planning Commission are not before the City Council for review, although it may consider evidence presented to the Planning Commission. The City Council will make its own independent determination based on its evaluation of the evidence. Nevertheless, the Planning Commission properly approved the Application when it took action to approve the Application.

In its Appeal, 3500 Sepulveda also states that it opposes the Application with respect to the refinement of certain specific conditions⁶, alleging it will be adversely impacted, and that CEQA⁷ has not been complied with. As detailed below, both of these contentions are without merit.⁸

A. **Modified Conditions 13(f), 50(q), 50(r), and 50(s) are Consistent with the Conditions of Approval and Achieve or Enhance the Prior City Council's Objectives**

In its Appeal, 3500 Sepulveda states the following: "... our client has been very clear in its specific ask that Condition Nos. 13(f), 50(q), 50(r), and 50(s) *not* be modified."⁹ (Emphasis in original.) The Appeal further states that the "conditions that were arduously developed and adopted in 2014 by the City Council were designed to protect our client's interests in, among other things, generating pedestrian traffic, securing sufficient parking, and providing easy access to the Hacienda Building." 3500 Sepulveda goes on to claim, without any factual basis or evidence, that the modifications to the conditions adversely impact the Hacienda Building in a number of ways. However, contrary to 3500 Sepulveda's claims, as summarized below, the Revised Conditions in fact improve customer access to the parking lots nearest to the Hacienda Building, ensure a view and direct access to the Hacienda Building from the North Parking Deck, provide greater protections from visual impacts, and reduce parking pressure on the lots nearest the Hacienda Building.

⁶ 3500 Sepulveda opposes refinement of Conditions 13(f), 50(q), 50(r) and 50(s). See Appeal, pgs. 6-7.

⁷ California Environmental Quality Act, Public Resources Code, §§ 21000, *et seq.*

⁸ 3500 Sepulveda also curiously claims that the Planning Commission's approval of the Application was legally invalid because 3500 Sepulveda was not a signatory to the application. Appeal, pg. 4. The Manhattan Beach Municipal Code requires an MUP application (or in this case, an MUP amendment) to be signed by the "property owner." The conditions proposed for refinement in the Application do not restrict the uses permitted under the MUP on 3500 Sepulveda's or Macy's property. As such, neither was required to sign the Application. This is consistent with the Municipal Code and past City practice. For example, 3500 Sepulveda itself signed an MUP amendment application as the owner of their property as part of a request in May 2010 to allow for offsite liquor sales from the Vintage Wine Shoppe in the Hacienda Building. See Attachment 1 (Staff Report for Consideration of Planning Commission Decision to Approve a Master Use Permit Amendment), pg. 56 of 66. Neither RREEF nor Macy's signed that application.

⁹ Appeal, pg. 11.

1. Condition No. 13(f): Land Use

As detailed in the Staff Report, “[t]he original site plan provided a long ‘culvert’ parking lot extending from Rosecrans Avenue on the east to the Veterans Parkway on the west. This long parking lot was conditioned to provide adequate turn-around opportunities for vehicles, particularly emergency vehicles.”¹⁰ Under existing physical conditions, the culvert parking has no pedestrian or vehicle access to Carlotta Way or the Hacienda Building. Under the plan approved in December 2014, the culvert parking accessed off Rosecrans Ave. east of the proposed Cedar Way extension was going include a narrow tunnel under the Northeast Parking Deck with two double-loaded drive aisles of parking for the entire length of the culvert. During final design, it became apparent that efficiencies and costs militated against the tunnel-like culvert design. Additionally, site constraints restricted the ability to construct two double-loaded drive aisles of parking in the culvert and the access ramp to the culvert from Carlota Way required more space than previously anticipated due in part to emergency access requirements.

To address this, the 2016 Plan contains design refinements in substantial conformance with Condition Nos. 13(f) together with 50(s) (see discussion below) to more efficiently lay out parking in the culvert and the lower level of the Northeast Parking Deck by eliminating the tunnel-like design, while still ensuring there will be a connection to the culvert for vehicles entering from Rosecrans Ave. The design refinements, which are facilitated by the Revised Conditions, retain the ability to enter a lower level off Rosecrans Ave. with a direct connection under Cedar Way to the 85 spaces in the culvert adjacent to the Hacienda Building. In fact, parking access is enhanced, as the lower level parking now includes both the lower level of the Northeast Parking Deck as well as the 85 spaces adjacent to the Hacienda Building in the culvert with pedestrian access to the Hacienda Building.

2. Condition No. 50(q): Traffic, Circulation, and Parking Plan

This Condition currently contemplates that the North Parking Deck will include a stairway and elevator on the “west side of the parking deck.” The Revised Condition makes it clear that the stairway and elevator must still serve all levels of the North Parking Deck. To accomplish this, the 2016 Plan contemplates stairway and elevator on the western side of the North Parking Deck capable of serving all levels (the far western edge of the North Parking Deck does not contain a second level – see discussion for Condition 50(r), below).

Contrary to allegations to the contrary in the Appeal, as demonstrated in the attached graphics, the elevator exit in the North Parking Deck funnels patron west to enter the Village Shops creating visibility for the Hacienda Building to those exiting the elevator and the parking garage. See Attachment 2. Patrons who exit the North Parking Deck to the west will have clearly visible access to the Hacienda Building. To further address Hacienda Building visibility, RREEF has already agreed to install wayfinding signs visible to patrons exiting the elevator and North Parking Deck directing patrons to the location of the Hacienda Building.

¹⁰ Staff Report, pg. 6.

3. Condition No. 50(r): Traffic, Circulation, and Parking Plan

As summarized in the Staff Report, the “intent of the Condition, as imposed in 2014, is to limit potential visual impacts associated with the mass, scale and size of the G+2 level of the North Parking [Deck] on the Hacienda Building and residences west of the Shopping Center.”¹¹ The North Parking Deck construction level drawings move the western edge of the G+2 level of the North Parking Deck approximately 20 feet west.¹² Condition 50(r) as approved created a relationship between the westernmost face of the first level with the westernmost face of the second level to limit potential visual impacts related to the mass and size of the parking structure, particularly with respect to the Hacienda Building and residences west of the shopping center.¹³ Under the original Condition 50(r), the North Parking Deck can be moved closer to the Hacienda Building as long as the prescribed distance (60 feet) between the western edge and the G+2 level is maintained. The refined condition eliminates this potential unfettered encroachment of the North Parking Deck toward the Hacienda Building. The proposed modification to Condition 50(r) comports with the objective of the original condition and the 2016 Plan by using a fixed point (the Hacienda Building property line) to define the limits of the structure to contain its size and mass and also ensures the structure does not get moved closer to the Hacienda Building.

4. Condition No. 50(s): Traffic, Circulation, and Parking Plan

The proposed revisions to Condition 50(s) ensure that the Hacienda Building has accessible parking, while facilitating the development of additional and more efficiently placed parking spaces throughout this area of the Shopping Center. The changes also address the impossibilities associated with constructing two rows of parking in the lower level culvert parking lot immediately adjacent to the Hacienda Building. The original Condition 50(s) facilitated accessible parking to the Hacienda Building. The proposed refined Condition 50(s) still ensures that there will be parking in the western end of the culvert accessible to the Hacienda Building and also ensures that there will be more parking spaces in the Northeast Parking Deck and culvert combined than under the plan before the City Council in December 2014 (the “2014 Plan”). Under the proposed Condition 50(s), the overall number of parking spaces in the Northeast Parking Deck and lower level culvert combined will increase from 507 spaces to a minimum of 580 spaces.

The City’s independent analysis of the parking and circulation plan concluded that it would “better improve the existing vehicular and pedestrian circulation system at the shopping center.”¹⁴ Better circulation results in better parking distribution, which in turn benefits all visitors to the Mall, including the guests of the Hacienda Building.

¹¹ Staff Report, pg. 10.

¹² The First Addendum concluded that the shift west would not result in a significant visual impact to Hacienda Building and residences west of the Shopping Center. *See Addendum to the Environmental Impact Report for the Manhattan Village Shopping Center Enhancement Project*, December 2016.

¹³ Staff Report, pg. 8.

¹⁴ First Addendum, pg. 34.

B. The City Has Appropriately Reviewed the Application Under CEQA

3500 Sepulveda alleges that the 2016 Plan and the site plan submitted with the Application present “substantial changes to the approved project that were never studied in a subsequent or supplemental EIR.”¹⁵ However, as summarized in the Staff Report, “[b]ased on the analysis and evidence set forth in the [2016] Addendum, the City, exercising its independent judgment, concluded that all impacts from the [2016] Plan were the same as, or less than, the impacts of the Project ...”¹⁶ An additional CEQA review has been prepared by the City for the Application in the form of a Second Addendum to the EIR.¹⁷ The Second Addendum examines the Application and its accompanying site plan¹⁸ and concludes that the condition refinements and accompanying site plan “would not result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects and do not require major revisions to the Certified EIR.”¹⁹ Consequently, there is no need for a subsequent or supplemental EIR under Section 21166 of the Public Resources Code or Section 15162 of the CEQA Guidelines.²⁰ Additional rebuttal to 3500 Sepulveda’s mistaken CEQA-based arguments follows.

1. 3500 Sepulveda Mistakenly Assumes That Fry’s Traffic Was Not Considered

3500 Sepulveda mistakenly alleges that traffic from Fry’s was not considered by the City in its assessment of the 2016 Plan and in assessing the Application. While 3500 Sepulveda is correct that Phase III would include the demolition of Fry’s, the EIR,²¹ First Addendum²² and Second Addendum all included traffic from Fry’s in their trip generation analysis. The EIR’s assessment of Phase I and Phase II trip generation included Fry’s traffic as indicated in Tables 6-8 of the EIR traffic study.²³

Table 2 of the Gibson Transportation Consulting Memorandum dated December 14, 2016 (“Gibson Memorandum”) attached as Appendix A to the First Addendum contains a comparison

¹⁵ Appeal, pg. 12.

¹⁶ Staff Report, pg. 12.

¹⁷ Second Addendum to Environmental Impact Report for the Manhattan Village Shopping Center Enhancement Project dated June 8, 2017 by Eyestone Environmental on Behalf of Community Development Department City of Manhattan Beach (the “Second Addendum”).

¹⁸ As noted in the Staff Report, during plan check, the Northeast Parking Deck has been further refined to accommodate a slight change in the position of the pedestrian bridge to Macy’s, resulting in a decrease of parking in the deck from 514 spaces shown in the 2016 Plan to 499 spaces and an increase in surface parking spaces directly to the north. See Staff Report, pg. 3. An “Illustrative Site Plan” dated August 8, 2017, showing the new Northeast Deck 499 space number is attached to the Staff Report and attached hereto as Attachment 3.

¹⁹ Second Addendum, pg. 15.

²⁰ This is the same conclusion reached in the First Addendum. See *ibid*, pg. 3.

²¹ The EIR was found to be legally sufficient by the Superior Court in the case *Sensible Citizens of Manhattan Beach v. City of Manhattan Beach, et al.*, Los Angeles County Superior Court Case No. BS152854, including specifically with respect to traffic analysis.

²² No legal action was filed challenging the First Addendum. Its conclusions are therefore legally valid and not subject to judicial review.

²³ See Attachment 4, Tables 6-8, Traffic Study for Manhattan Village Shopping Center, May 2012.

of project trip generation between the 2016 Plan and the 2014 Plan. Table 2 clearly shows that trips associated with Fry's 46,000 square feet of space are included in the trip generation calculations for the 2016 Plan.²⁴ Because the 2016 Plan contains less square footage than the 2014 Plan, trip generation is reduced. The Application does not change the amount of development depicted in the 2016 Plan, so the Second Addendum appropriately concludes there would be no new vehicle trips associated with the revised conditions and "no significant traffic impacts would occur."²⁵ The proposed Revised Conditions "would not change the findings of the traffic, access and parking impact analyses in the EIR or the First Addendum."²⁶

In light of the evidence contained in the EIR, First Addendum and Second Addendum, 3500 Sepulveda statement that "[t]he failure to demolish Fry's would result in an additional and unanticipated 46,000 square feet of commercial development...that the EIR traffic analysis failed to consider" is meritless.²⁷ Similarly 3500 Sepulveda's suggestion there was a "failure of the addendum to account even for the possibility of Fry's remaining" misses the mark.

2. There Have Not Been Changed Circumstances Which Would Require Preparation of a Supplemental or Subsequent EIR.

3500 Sepulveda claims there are changed circumstances and a need to revisit the EIR's traffic analysis due to ambient traffic growth. Here again, the First Addendum assessed whether there were changed circumstances which would require preparation of a supplemental or subsequent EIR and concluded there were not.²⁸ The First Addendum's conclusions are final and not subject to judicial review. In any event, ambient traffic growth through the year 2022 was included in the traffic analysis in the EIR's traffic study. The First Addendum concluded that the 2016 Plan "would not change the findings of the traffic, access and parking impact analyses in the EIR."²⁹ Here again, 3500 Sepulveda clearly misses the mark with allegations contrary to the substantial evidence in the record.

3. The Project Aesthetics Are Not Before the Council

3500 Sepulveda complains about the design and aesthetics of the Project including building architectural style and materials claiming the 2016 Plan and plan submitted with the Application "dramatically alter the design and aesthetics of the Project ..."³⁰ However, the Application before the Council is a proposal to modify specific MUP conditions, and none of the proposed modifications relate to the building architectural style and materials. In any event, the First Addendum already examined the aesthetic impacts of the 2016 Plan and concluded the 2016 Plan would not create any new or more severe impacts associated with aesthetics, views, shading or light and glare beyond those already assessed in the certified EIR.³¹ These

²⁴ See Attachment 5, Table 2, Gibson Memorandum.

²⁵ Second Addendum, pg. 14.

²⁶ *Id.*, pg. 15.

²⁷ Appeal, pg. 13.

²⁸ First Addendum, pg. 3.

²⁹ First Addendum, Appendix A Traffic Memorandum, pg. 5.

³⁰ Appeal, pg. 14.

³¹ First Addendum, pgs. 9-10, 16.

conclusions are final and not at issue now. Importantly, the parking structures are designed with architectural features that create visual interest rather than resembling stark concrete parking structures.

4. All Mitigation Measures Remain Applicable to the Project

All mitigation measures contained in the Project's Mitigation Monitoring and Reporting Program ("MMRP") are imposed as Project conditions pursuant to Section 24 of Resolution No. 14-0025, approved by the City Council on December 2, 2014. As pointed out in the Second Addendum, "[n]o changes to the mitigation measures set forth in the adopted [MMRP] are proposed."³² The proposed Revised Conditions which 3500 Sepulveda complains about are not part of the MMRP and not adopted to reduce environmental impacts to less than significant under CEQA.

While 3500 Sepulveda appears to argue that proposed changes to Conditions 13(f), 50(q), 50(r) and 50(s) result in the elimination of mitigation measures, none of these conditions were adopted as mitigation and in any event, the purpose of their adoption remains satisfied by the proposed changes. Condition 13(f) still provides a direct connection from Rosecrans Ave. to lower level parking, including the culvert and Condition 50(q) still provides a stairway and elevator with direct visible access to the Hacienda Building. Condition 50(r) still provides an adequate setback of the North Parking Deck for the Hacienda Building and by creating a relationship between the parking structure and the Hacienda Building property line, ensures that the structure's footprint will not be able to be moved any closer to the Hacienda Building than it was in the 2014 Plan. Condition 50(s) still ensures that there will be parking in the western end of the culvert accessible to the Hacienda Building and ensures that there will be more parking spaces in the Northeast Parking Deck and culvert combined than under the 2014 Plan.

While 3500 Sepulveda also appears to allege that certain landscaping regiments of Condition No. 10 are being eliminated,³³ no such changes are being requested. Condition No. 10 requires RREEF to submit a Landscape/Hardscape/Lighting Plan ("Landscape Plan") for approval by the City. Subsections (a) and (b) of Condition No. 10 describe the features required in the Landscape Plan. The Application and its accompanying site plan are not the Landscape Plan nor are they intended to be. Whatever plantings, lighting and other improvements are required by Condition No. 10 still apply.

5. Building G is Clearly Located Within the Development Envelope

One of 3500 Sepulveda's most egregious misrepresentations is the assertion that Building G, located in the southwest corner of the development area, is "outside the Building Development Area" and therefore not encompassed within the Project's previous environmental review.³⁴ One need only review the evidence proffered by 3500 Sepulveda (excerpts from the EIR Project Description) and the 2016 Plan to dismiss their specious argument. Attached as Attachment 6 are copies of Figure II-4, Development Area from the EIR's Project Description

³² Second Addendum, pg. 3.

³³ Appeal, pgs. 16-17.

³⁴ *Id.*, pgs. 17-18.

section and the Illustrative Site Plan each with a straight line drawn east to west depicting how the southern boundary of the Development Area lines up with the drive aisle in the parking area between CVS and Macy's Men's on the east and 30th Street on the west. This comparison clearly shows that Building G is within the Development Area. Additionally, the First Addendum examined the 2016 Plan, including the location of Building G, and concluded, "the proposed modifications would not involve construction activities in previously unforeseen areas of the Project Site..."³⁵

6. The Change to the Carlotta Way and 30th Street Intersection has been Adequately Analyzed

There is no MUP condition of approval requiring the intersection of Carlotta Way and 30th Street to be constructed as a T-Intersection. The Application does not change any conditions of approval related to that intersection. The First Addendum assessed potential traffic circulation impacts from the 2016 Plan, including the change to the intersection of Carlotta Way and 30th Street. The City's independent analysis concluded the 2016 Plan would "better improve the existing vehicular and pedestrian circulation system at the shopping center."³⁶ Cars entering at 30th Street will now have three options instead of the two provided under the 2014 Plan. Cars can turn right or left at Carlotta Way or can proceed straight east to access the South Parking Deck. Contrary to assertions made by the 3500 Sepulveda, cars entering at 30th Street will be able to turn left in the direction of the Hacienda Building.

7. Vehicular Access from Rosecrans to Lower Level Parking Remains Unchanged

As explained above, the vehicular access from Rosecrans Ave. to the lower level parking required by Condition 13(f) is unchanged. The point of ingress and egress from Rosecrans is at the same location in the 2016 Plan as it was in the December 2014. Additionally, the deceleration lane on Rosecrans Ave. for vehicles traveling eastbound wishing to enter the lower level parking has not changed from the 2014 Plan. Condition No. 40 addresses this roadway improvements on Rosecrans Ave. to help facilitate safe access to the entrance to lower level parking off Rosecrans Ave.

The First Addendum assessed the Shopping Center's traffic circulation, including the entrance to the lower level parking off Rosecrans Ave. Again, the City's independent analysis of the parking and circulation plan as depicted in the 2016 Plan concluded that it would "better improve the existing vehicular and pedestrian circulation system at the shopping center."³⁷

8. 3500 Sepulveda Did Not Have Parking Stripped Away

3500 Sepulveda alleges that "guaranteed parking" has been taking away for 3500 Sepulveda. That is simply not true. Condition 50(d) requires that parking at the shopping center be provided at a minimum ratio of 4.1 spaces per 1000 square feet of gross leasable area. The

³⁵ First Addendum, pg. 9.

³⁶ First Addendum, pg. 34.

³⁷ *Id.*

Revised Conditions will not change this requirement, and, in fact, the Project as currently contemplated will actually result in a better than 4.1 ratio. Condition 50(e) prohibits parking from being reserved for any particular user. This means that parking spaces are not “guaranteed” to 3500 Sepulveda.

3500 Sepulveda correctly points out that in the area they refer to as the North Parking Lot, there is a net loss of 9 parking spaces. What they do not point out is that there is an increase in the number of spaces outside of the structure directly across from the Hacienda Building from 53 to 64 and that the overall number of parking spaces in the Northeast Parking Deck and lower level culvert combined increased from 507 spaces in the 2014 Plan to a minimum of 580 spaces as required by Condition 50(s) as proposed for revision in the Application. This increase is important because the Shopping Center parking and circulation functions in a unified manner for the overall benefit of the Shopping Center as a whole. The increase in the size of the Northeast Parking Deck will alleviate parking pressure from the North Parking Deck and culvert. Additionally, 3500 Sepulveda suggests that the lower level parking now consists only of the 85 spaces in the culvert which is simply not true. The lower level now includes the entire lower level of the Northeast Parking Deck.

Again, contrary to assertions by 3500 Sepulveda, the overall parking and circulation depicted in the 2016 Plan was evaluated in the First Addendum with the conclusion that it would “better improve the existing vehicular and pedestrian circulation system at the shopping center.”³⁸ Better circulation results in better parking distribution, which in turn benefits all visitors to the Shopping Center, including the patrons of the Hacienda Building.

9. The Modified Conditions Are Consistent With Project Objectives

Finally, 3500 Sepulveda complains that the proposed condition modifications “substantially deviate” from certain goals described in the EIR’s Statement of Project Objectives. One need only read the cited goals to conclude 3500 Sepulveda is once again mistaken.

3500 Sepulveda asserts the proposed Revised Conditions “substantially deviate” from the following goals:

- Integrate the various uses and structures on-site with an emphasis on improving vehicular access within and adjacent to the site while promoting a pedestrian friendly design;
- Enhance spatial relationships that promote pedestrian access with the Shopping Center site;
- Improve pedestrian access, mobility and ADA facilities on the project perimeter;
- Improve site access by providing new or realigned access driveways to reduce vehicular queuing and interference with traffic flows on adjacent streets; and

³⁸ First Addendum, pg. 34.

- Enhance existing parking areas and provide additional parking with direct access to development.

However, by facilitating the 2016 Plan, the modified conditions actually help achieve each of these goals. The slight realignment of Cedar Way and the removal of the T-Intersection at Carlotta Way and 30th Street are examples of circulation improvements. The declaration lane on Rosecrans Ave. for vehicles entering the lower level parking and culvert allows vehicles to safely exit travel lanes to enter the Shopping Center is an example of addressing traffic flow on adjacent streets. Again, the City's independent analysis in the First Addendum concluded the 2016 Plan would "better improve the existing vehicular and pedestrian circulation system at the shopping center."³⁹ As an example of use integration, enhancing spatial relationships and promoting pedestrian access, the 2016 Plan better integrates the Village Shops with the enclosed Mall building by centering the pedestrian plaza on the Mall's main entrance. The elevator exit in the North Parking Deck funnels patron west to enter the Village Shops creating visibility for the Hacienda Building to those exiting the North parking Deck. *See Attachment 2.* This is another example of site integration and enhancing overall shopping center pedestrian access to buildings on the project perimeter like the Hacienda Building. The overall number of parking spaces in the Shopping Center has increased to 2,726 (4.22 per 1,000 square feet) with the larger Northeast Parking Deck alleviating parking pressure from the North Parking Deck and culvert which improves vehicular and pedestrian access. The culvert parking and its direct vehicular access from Carlotta Way and stairway to access the Hacienda Building are examples of enhancing existing parking areas to provide additional parking with direct access to development.

IV. CONCLUSION

RREEF remains committed to creating a first class experience for Manhattan Beach residents at the Manhattan Village Mall, and we respectfully request that you approve the Application so RREEF can fulfill this commitment.

Very truly yours,


Peter J. Gutierrez
of LATHAM & WATKINS LLP

cc: Anne McIntosh, Director of Community Development
Laurie Jester, Planning Manager
Quinn Barrow, City Attorney
Joseph Saunders, RREEF

³⁹ First Addendum, pg. 34.

Attachment 1



Staff Report

City of Manhattan Beach

TO: Honorable Mayor Ward and Members of the City Council

THROUGH: Richard Thompson, Interim City Manager

FROM: Laurie Jester, Acting Director of Community Development
Angelica Ochoa, Assistant Planner

DATE: July 20, 2010

SUBJECT: Consideration of the Planning Commission Decision to Approve a Master Use Permit Amendment to Allow a New Retail Wine and Beer Shop With On-Site Beer and Wine Sampling at 3500 Sepulveda Boulevard, Hacienda/Haagen Building (The Vintage Wine Shoppe) and Determine that the Public Convenience or Necessity Would be Served by the Issuance of a Liquor License.

RECOMMENDATION:

Staff recommends that the City Council **RECEIVE AND FILE** the decision of the Planning Commission to approve a Master Use Permit Amendment and determine that the public convenience or necessity would be served by the issuance of a liquor license

FISCAL IMPLICATION:

There are no fiscal implications associated with the recommended action.

BACKGROUND:

The Planning Commission, at its regular meeting of June 23, 2010, conducted a public hearing and adopted Resolution PC 10-03 (4-0), approving an amendment to a Use Permit to allow a new retail wine and beer shop with on-site tasting. The amendment is for the Vintage Shoppe, located at 3500 Sepulveda Boulevard in the Manhattan Village Shopping Center. The current Master Use Permit (PC 01-27) for the Manhattan Village Shopping Center allows restaurants and other commercial uses. However, the proposal to allow the retail sales and sampling of wine and beer requires amending the Master Use Permit. The determination of public necessity or convenience is required by ABC when issuing alcohol licenses to insure that a condition of "undue concentration" does not exist. This determination is typically made by the City Council.

DISCUSSION:

The proposed project specifically involved the approval of allowing a new retail wine and beer shop with sampling at 3500 Sepulveda in an existing vacant office space with proposed hours of operation from 9am to 10pm Monday to Saturday and 11am to 8pm on Sunday. The proposed hours of sampling will be 11am to 9pm Monday to Saturday and 11am to 8pm on Sunday.

The Planning Commission heard testimony from members of the audience and the applicant based on the proposed project. The discussion involved the permitting of special events and functions, adequate parking, proposed use as retail sales and not a restaurant, and the possible re-design of the wine tasting area. The applicant explained that he would like to give the opportunity to winemakers to come to the business and sample different wines to customers. The applicant explained that having winemakers visit the store would be included as part of the wine tasting use and would not involve the entire store being rented out exclusively for this function.

The Commission discussed that the subject business operate as a retail use and not a restaurant, that the location of the wine tasting area comply with the Police Department concerns of the use not becoming a typical bar, that adequate parking be provided for the proposed use and that winemakers be allowed to visit the store for purposes of sampling wines to customers.

After receiving public testimony, the Planning Commission stated that the addition of the retail wine and beer shop with tasting at this site will be a good mix with the other existing commercial businesses in the Manhattan Village Shopping Center and that there is no other similar use in the surrounding area. The Commission felt that by enforcing hours, restricting special events with the exception of winemaker visits, keeping them consistent with other approved wine services, limiting the location and the number of samples of wine tasting which are stated in the Resolution (PC 10-03), the proposed request could be granted. Although there are other retailers that sell alcohol on and off-site consumption, staff does not believe that the proposed use would create a condition of "undue concentration". Therefore, staff supports the proposed use in that it will provide a convenient community service and that the applicant demonstrated a public necessity.

The Planning Commission approved (4-0) the subject application and **ADOPTED** Resolution No. PC 10-03 at its regular meeting on June 23, 2010.

Staff reports and draft minutes excerpts from the Planning Commission's proceedings are attached to this report for reference.

ALTERNATIVES:

The alternatives to the staff recommendation include:

1. **REMOVE** this item from the Consent Calendar, **APPEAL** the decision of the Planning Commission, and direct that a public hearing be scheduled.

Attachments:

- A. Resolution No. PC 10-03
- B. Planning Commission 'Draft' Minutes excerpt, dated 06/23/10
- C. Planning Commission Staff Report and attachments, dated 06/23/10
- D. Plans (separate- not available electronically)

cc: Ben Rogers, Applicant
Mark Newman, Property Owner

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RESOLUTION NO. PC 10-03

**RESOLUTION OF THE PLANNING COMMISSION OF THE CITY
OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT
AMENDMENT TO ALLOW A NEW WINE AND BEER SHOP WITH
ON-SITE BEER AND WINE TASTING RETAIL IN AN EXISTING
OFFICE BUILDING AND INCORPORATING ALL PREVIOUS SITE
APPROVALS (HACIENDA OR HAAGEN BUILDING) AT 3500
SEPULVEDA BOULEVARD AVENUE (THE VINTAGE SHOPPE)**

**THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH DOES
HEREBY RESOLVE AS FOLLOWS:**

SECTION 1. The Planning Commission of the City of Manhattan Beach hereby makes the following findings:

- A. The Planning Commission of the City of Manhattan Beach conducted a public hearing on June 23, 2010 to consider an application for a Master Use Permit Amendment to allow a new retail wine and beer shop with on-site consumption of beer and wine for tastings only at subject property. Said hearing was advertised pursuant to applicable law, testimony was invited and received.
- B. The subject property is legally described as Lot 12, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 3500 Sepulveda Boulevard in the City of Manhattan Beach. The property owners are 3500 Sepulveda LLC, 13th & Crest Associates LLC, and 6220 Spring Associates, LLC.
- C. The subject site is 29,621 square feet in area, with a 2-story building approximately 42 feet in height and 19,840 square feet in area. The building has a central courtyard, mature landscaping and no access or parking on the site. All access, parking and loading and other shared uses are on the adjacent Manhattan Village Mall property. According to the June 4, 2009 site inventory, (attached as Exhibit A), there is 566,215 square feet of gross leasable area which requires 2,321 parking spaces. There are 2,393 parking spaces on-site, while 2,321 spaces are required leaving a surplus of 72 spaces.
- D. The subject project consists of the following: 1) Allow sale of beer and wine for off-site consumption (Type 20) on-site beer and wine consumption for tastings only (Type 42) for a proposed new retail wine shop, Vintage Wine Shoppe, which requires an Amendment to the Shopping Center Master Use Permit and all previous site approvals.
- E. The Master Use Permit Amendment is also required pursuant to Section 10.16.020(L) of the Manhattan Beach Municipal Code, which requires a use permit amendment for any new alcohol license.
- F. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
 - 1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of

retail establishments providing goods and services customarily found in malls associated with department stores.

2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).
3. Subsequent use permits were approved for individual uses within the shopping center.
4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the Shopping Center and subject property.
5. On April 5, 1994 the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the Shopping Center and subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
7. On December 12, 2001 the Planning Commission adopted Resolution No. PC 01-27 which superseded and replaced all the previous approvals on the Manhattan Village Shopping Center site. Although the project description, plans and tenant/building square footages list submitted by the Shopping Center owner at the time (Madison Marquette) included the subject site (Hacienda or Haagen building) the property owner at the time did not sign the application and it is not clear if they were notified or aware of the pending application. The property owner at the time did not participate in the public hearing process. The current owners of the subject property (3500 Sepulveda, LLC, 13th & Crest Associates, LLC and 6220 Spring Associates, LLC) purchased the property in 2005.
8. On February 27, 2002 the Planning Commission adopted Resolution No. PC 02-07 approving a Master Sign Program and Sign Exception for the Manhattan Village Shopping Center. The Resolution includes conditions for removal of the theater sign that is located on the subject site as well as standards and conditions for signage throughout the Shopping Center and subject site.
9. A Master Use Permit application was submitted on April 4 2008, to request the approvals for: 1) clarification that the property is included as part of the existing Master Use Permit (Resolution PC 01-27) and all other related entitlements for the Manhattan Village Shopping Center (Shopping Center Master Use Permit), and 2) allow on-site alcohol consumption for a proposed new restaurant, Tin Roof Bistro, which required an Amendment to the Shopping Center Master Use Permit.
10. The Master Use Permit Amendment was required in April 2008 since Conditions 10-17 of Resolution PC 01-27 allow the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 Use Permit approval that already have beer and wine service may convert to full alcohol

1 service without an Amendment. The Master Use Permit Amendment was also required
2 pursuant to Section 10.16.020(L) of the Manhattan Beach Municipal Code, which
3 requires a use permit amendment for any new alcohol license.

4 11. The subject property owners entered into a Settlement Agreement with RREEF
5 American REIT II Corp. BBB, current owner of the Manhattan Village Shopping
6 Center, in October 2008 regarding the existing Master Use Permit entitlements on the
7 properties, as well as other private issues. The property owners and RREEF notified the
8 City that the Settlement Agreement indicates that pursuant to the Shopping Center
9 Master Use Permit (PC Resolution 01-27), some or all of the 11,902 square feet on the
10 ground floor of the building on the property may be used for office, medical, and/or
11 retail use under Master Use Permit (PC Resolution 01-27) Condition No. 7, and that
12 such space may be converted to restaurant use under Shopping Center Master Use
13 Permit (PC Resolution 01-27) Condition No. 10, and that pursuant thereto, 5,890 square
14 feet of the ground floor of the building may be immediately converted to restaurant use.
15 Therefore, a separate Master Use Permit to allow conversion of a portion of the existing
16 office to restaurants or other commercial uses was not required. Confirmation,
17 acknowledgement and clarification that the Master Use Permit (PC Resolution 01-27)
18 applies to the site was required, as well as an Amendment to allow on-site consumption
19 of alcohol at the restaurant (Tin Roof Bistro) in accordance with the existing Master
20 Use Permit for the Shopping Center (PC Resolution 01-27). Additionally, the City
21 determined that with the clarification of PC Resolution 08-15, the Master Use Permit
22 (PC Resolution 01-27) applies to the 3500 Sepulveda Property and accordingly, the
23 property owner application for a separate Master Use Permit was administratively
24 withdrawn.

25 12. On November 12, 2008, the Planning Commission adopted PC Resolution 08-15 which
26 confirmed, clarified, and acknowledged that the Master Use Permit (PC Resolution 01-
27 27) and other entitlements for the Shopping Center apply to the property, and b)
28 amended the Shopping Center Master Use Permit (PC Resolution 01-27) to allow on-
29 site consumption of alcohol at the proposed new restaurant, Tin Roof Bistro. The facts
30 and findings for those actions are included in PC Resolution 08-15, and are still valid.

31 13. The Shopping Center is also in the process of preparing an EIR for a three phase
32 renovation and expansion and it is anticipated that 3500 Sepulveda will be included in
this entitlement.

G. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased
project, of which Manhattan Village Shopping Center and the subject property was a
part. Mitigation measures were identified and adopted in several issue areas.

H. In accordance with the provisions of the California Environmental Quality Act (CEQA)
as amended by the City of Manhattan Beach CEQA Guidelines, the Community
Development Department found that the subject project is exempt from CEQA as a
Class 32 In-fill Development project.

I. The project will not individually nor cumulatively have an adverse effect on wildlife
resources, as defined in Section 711.2 of the Fish and Game Code.

- J. This Resolution, upon its effectiveness allows retail sale of beer and wine for off-site consumption and on-site consumption of beer and wine for tastings only at the proposed new retail wine shop, Vintage Shoppe Corporation and these conditions supersede all previous site approvals (PC Resolution 08-15). The findings for Tin Roof Bistro, as provided in PC Resolution 08-15, still stand.
- K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit Amendment application.
1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. Support facilities such as retail, entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. The proposed use is allowed within the existing Master Use Permit and is permitted by the underlying Community Commercial zoning district. With conditions the application is consistent with the purpose of the district and zone. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located, as conditioned.
 2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as a portion of the largest retail development in the City. The modifications, as conditioned, are consistent with the following General Plan Goals and Policies:

Goal LU-2: Encourage the provision and retention of private landscaped open space.

Goal LU-4: Support and encourage the viability of the commercial areas of Manhattan Beach.

Goal LU-5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.

Policy LU-2.4: Support appropriate storm water pollution mitigation measures.

Policy LU-3.2: Promote the use of adopted design guidelines for new construction in Downtown, along Sepulveda Boulevard, and other areas to which guidelines apply.

Policy LU- 3.5: Ensure that the sign ordinance provides for commercial signage that is attractive, non-intrusive, safe, and consistent with overall City aesthetic goals.

Policy LU-6.2: Encourage a diverse mix of businesses that support the local tax base, are beneficial to residents, and support the economic needs of the community.

Policy LU-6.3: Recognize the need for a variety of commercial development types and designate areas appropriate for each. Encourage development proposals that meet the intent of these designations.

1 Goal LU-8: Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial
2 areas of Manhattan Village as regional-serving commercial districts.

3 Policy LU- 8.2: Support the remodeling and upgrading needs of businesses as
4 appropriate within these regional-serving commercial districts.

5 Policy I-1.8 Require property owners, at the time new construction is proposed, to
6 either improve abutting public right-of-way to its full required width or to pay in-lieu
7 fees for improvements, as appropriate.

8 Policy I-1.9 Require property owners, at the time of new construction or substantial
9 remodeling, dedicate land for roadway or other public improvements, as appropriate
10 and warranted by the project.

11 Policy I-3.5 Encourage joint-use and off-site parking where appropriate.

12 The new use will be within the existing floor area and is consistent with the existing uses on
13 the site and other nearby commercial properties. The proposed project is an upgrade of an
14 existing commercial building. Shared parking with the Manhattan Village mall site is
15 compatible due to the remote location of the subject site. It does not conflict with the main
16 Mall parking demand. The project, as conditioned will meet the findings.

17 3. The conversion to retail is permitted by the underlying zoning district and Master Use
18 Permit (PC Resolution 01-27); and a Use Permit Amendment for sale and on-site tasting
19 of beer and wine is required. The proposed renovation will comply with applicable
20 performance and development standards. Therefore the proposed use will comply with
21 the provisions of Title 10 of the Municipal Code (Zoning Ordinance), including any
22 specific condition required for the proposed use in the CC zoning district in which it is
23 located. Standards including but not limited to containment of glare and noise in that the
24 conversion will be within an existing building shielded from residential to the west
25 across Sepulveda, State Highway 1. The subject site is at an elevation significantly
26 lower (approximately 20-30 feet) than Sepulveda and the single family residential
27 properties to the west, and these residential uses are over 450 feet to the west of the site.

28 4. The proposed use, as conditioned, will not adversely impact nor be adversely impacted
29 by nearby properties, which are a mix of commercial and residential uses. The
30 additional proposed area with retail and tasting on-site of beer and wine will be located
31 within the existing building footprint, and out of line-of-sight of the nearest residential
32 use and therefore, as conditioned, is not expected to cause any noise, glare, vibration,
security and safety, odors or aesthetic visual impacts. Since the building is located on
the perimeter away from the main Mall and any other restaurant or retail uses, the
project will provide adequate parking off-site, subject to City verification, to serve the
new use. The use will have increased demands for trash and loading that the office
tenant did not have, and conditions will be required to ensure these facilities are
adequate.

L. A determination of public convenience and necessity is made for the proposed Type 20 and
Type 42 alcohol licenses (as conditioned below), which shall be forwarded to the California
Department of Alcohol Beverage Control upon City Council acceptance of this project
approval.

- M. A de minimis impact finding is hereby made that the project will not individually or cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- N. This Resolution, upon its effectiveness, together with existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002 constitutes the entitlements for the subject site, and the State required Determination of Public Convenience and Necessity for the currently proposed Type 42 and Type 20 alcohol licenses.

SECTION 2. The Planning Commission of the City of Manhattan Beach hereby **CONFIRMS** and **CLARIFIES** that the subject parcel is included as part of the Manhattan Village Shopping Center Master Use Permit and related entitlements and **APPROVES** the subject Master Use Permit Amendment, subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The project shall be in substantial compliance with the plans and project description submitted to and approved by the Planning Commission. All development must occur in compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and project description, except as provided in this approval, shall require review by the Director of Community Development and a determination if Planning Commission review and an amendment to the Master Use Permit are required.
2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *Terms and Conditions are Perpetual.* These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *Legal Fees.* The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. The Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.
6. The project shall comply with all conditions, standards and other requirements of the existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the

1 Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27,
2 2002.

3 7. Upon submittal of any request for business license, or application for building permit,
4 which involves the alteration or enlargement of any tenant space, or the introduction of any
5 new business within an existing tenant space, including but not limited to the proposed
6 subject application, The Vintage Shoppe, the applicant shall provide an up to date site-wide
7 tenant space study which includes the subject site as well as all of the tenants and properties
8 within the Manhattan Village Shopping Center. The space study shall include detailed area
9 breakdowns subject to the review and approval of the Director of Community
10 Development. The required space study shall be consistent in format, and information
11 provided with Exhibit A (Manhattan Village Shopping Center Area Analysis as of June 04,
12 2009 attached hereto. The space study shall also include any outdoor dining areas. The
13 information shall include tenant street addresses, existing and proposed tenants, and
14 evidence that the proposed alteration / tenant will provide adequate parking and loading as
15 required by applicable parking standard.

16 8. The property owners request for a new Master Use Permit is administratively withdrawn as
17 it is no longer necessary with the approval of this clarification that the subject site is include
18 with the Manhattan Village Mall entitlements. The property owner shall also be required to
19 be an applicant in the EIR for the three-phase expansion plan that is currently being
20 processed, as well as work cooperatively with the Mall owner in future applications that
21 affect both parties and sign any Master Use Permit Amendment or other entitlement
22 applications that affect both parties as required by the Municipal Code (PC Resolution 08-
23 15).

24 Fire Department and Public Works

25 9. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse
26 storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities
27 must be screened from public view and be either constructed within the building structure
28 or in a screened enclosure. Trash areas shall subject to review and approval of the
29 Departments of Public Works, Community Development and Fire, and shall include, but
30 not be limited to, a roof enclosure, drainage to the sanitary sewer, adequate room for
31 recyclables, and adequate vehicular access which does not impact adjacent property access
32 or Fire lanes.

10 Erosion and sediment control devices BMP's (Best Management Practices) must be
11 implemented as required by the Department of Public Works. Control measures shall be
12 taken to prevent erosion from the site and street surface water from entering the site.

13 Parking and Circulation

14 11. The minimum amount of parking and loading required for the project shall be located on
15 the subject site and/or the Shopping Center site. A parking and loading covenant or other
16 agreement to maintain required parking on any off-premise lot, including but not limited the
17 Shopping Center site, shall be required subject to review and approval of the Director of
18 Community Development. Any proposed valet parking shall require review and approval

by the City Traffic Engineer, as well as written approval from any other property owners where the parking is located.

Signage

12. The City shall bear none of the cost of the removal of the existing Theater sign. Any new site signage shall be consistent with the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002, or an Amendment shall be required.

Special Conditions – Tin Roof (PC Resolution 08-15)

13. Any off-site improvements (including but not limited to those on the Shopping Center site) shall require written approval of the property owner whose property the improvement is located upon prior to the issue of a permit or approval for the improvement.
14. Prior to the issuance of a Certificate of Occupancy or a building final the applicant shall obtain approval from the State Department of Alcoholic Beverage Control (ABC) for the sale and on-site consumption of alcohol at the restaurant. The applicant shall comply with all conditions of the approval.
15. The hours of operation for the Tin Roof Bistro restaurant shall be limited to 11:00 AM to 12:00 AM (midnight) seven days a week.
16. The property owner shall submit an irrevocable offer to dedicate right-of-way at no cost to the City for future street and bridge widening, and associated construction, as required by and subject to approval of the Director of Public Works, for future road widening along Sepulveda Boulevard. Said dedication shall provide a minimum 3 foot distance from the west wall of the existing building. The irrevocable offer to dedicate shall be submitted prior to the issuance of a building permit on the site. The approved irrevocable offer to dedicate shall be recorded prior to issuance of a Certificate of Occupancy, or building final (recorded 3/12/2009). The property owner shall cooperate fully with the City in the future roadway widening.
17. A mop sink will be required to be installed in accordance with Public Works standards.

Special Conditions – Vintage Shoppe

18. The project shall be in substantial conformance with the plans and project description submitted to, and approved by the Planning Commission on June 23, 2010, except as modified by these conditions.
19. In the event that the business known as Vintage Shoppe should vacate the premises, the tenant space Suite 140 at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as the wine shop, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant, if exercising a Type-42 ABC license for on-site consumption of beer and wine and Type-20 ABC license for sale of beer and wine for off-site consumption, would be a use similar to the Vintage Shoppe.

- 1 20. The on-site wine tasting shall be conducted only in the designated area (maximum area of 100
- 2 square feet) from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday and shall
- 3 have no seating furniture, tables or fixtures. No exterior tables or seating will be allowed. The
- 4 wine counter shall be the only level surface for placing wine glasses, and other wine tasting
- 5 items. The "wine sampling designated area" shall include customers, employees, serving,
- 6 sampling and associated support use. Wine tasting shall be limited to a maximum of five (5)
- 7 one ounce sips per person. Sips shall be poured only by store employees. No direct exterior
- 8 access from the wine sampling area shall be allowed. No special events, wine tasting parties
- 9 or similar functions will be allowed, with the exception of winemaker events, visits and
- 10 presentations.
- 11 21. The wine tasting and area will be restricted only to patrons at least 21 years in age and not
- 12 become a "wine bar" use. Persons under 21 years of age are not allowed within the wine
- 13 cellar.
- 14 22. The applicant shall obtain approval from the State Department of Alcoholic Beverage Control
- 15 and shall comply with all related conditions of approval.
- 16 23. Noise emanating from the site shall be in compliance with the Municipal Noise
- 17 Ordinance. Any outside sound or amplification system or equipment is prohibited.
- 18 24. The project will comply with all other conditions and remain effective as stated in the
- 19 Master Use Permit Amendment (PC 10-03) approved June 23, 2010.
- 20 25. A mop sink will be required to be installed in accordance with Public Works standards.
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SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine the reasonableness, legality or validity of any condition attached to this decision shall not be maintained by any person unless the action or proceeding is commenced within 90 days of the date of this resolution and the City Council is served within 120 days of the date of this resolution. The City Clerk shall send a certified copy of this resolution to the applicant, and if any, the appellant at the address of said person set forth in the record of the proceedings and such mailing shall constitute the notice required by Code of Civil Procedure Section 1094.6.

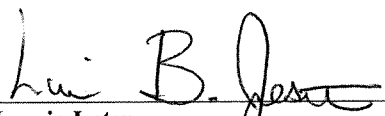
I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of **June 23, 2010** and that said Resolution was adopted by the following vote:

**AYES: Chairman Fasola, Paralusz,
Seville-Jones and Lesser**

NOES: None

ABSTAIN: None

ABSENT: Andreani


Laurie Jester
Secretary to the Planning Commission

Sarah Boeschen
Recording Secretary

**CITY OF MANHATTAN BEACH
[DRAFT] PLANNING COMMISSION
MINUTES OF REGULAR MEETING
JUNE 23, 2010**

The Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 23rd day of June, 2010, at the hour of 6:35 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

A. ROLL CALL

Present: Lesser, Paralusz, Seville-Jones, Chairman Fasola
Absent: Andreani
Staff Present: Laurie Jester, Acting Director of Community Development
Angelica Ochoa, Assistant Planner
Recording Secretary, Sarah Boeschen

B. APPROVAL OF MINUTES – May 12, 2010

A motion was MADE and SECONDED (Seville-Jones/Paralusz) to **APPROVE** the minutes of May 12, 2010.

AYES: Lesser, Paralusz, Seville-Jones, Chairman Fasola
NOES: None
ABSENT: Andreani
ABSTAIN: None

C. AUDIENCE PARTICIPATION

None.

D. PUBLIC HEARINGS

06/23/10-2 Consideration of a Master Use Permit Amendment to Allow a New Retail Wine and Beer Shop (The Vintage Wine Shoppe) With On-Site Beer and Wine Sampling at 3500 Sepulveda Boulevard, Hacienda/Haagen Building (Ben Rogers and Mark Neumann)

Assistant Planner Ochoa summarized the staff report. She stated that two handouts have been provided to the Commissioners after the staff report was prepared that include proposed changes to the draft Resolution from the property owner and the revisions that have been accepted by staff. She indicated that the proposal is to request an amendment to Resolution 01-27 for the Manhattan Village Shopping Center to allow a new shop with beer and wine sales and tasting. She stated that there is a proposed condition in the draft Resolution that the wine tasting area be a maximum size of 100 square feet. She indicated that there is also a condition to allow only snack foods to be served and no meals. She commented that the subject proposal is to amend the existing Master Use Permit for the Manhattan Village Shopping Center to incorporate the conditions of the previous site approvals for Tin Roof Bistro for a new retail wine and beer shop with tasting. She indicated that the proposal requires a Use Permit Amendment to allow Type 20 and 42 alcohol licenses. She pointed out that a retail use is permitted for the site under the current Master Use Permit.

Assistant Planner Ochoa commented that the proposed hours of operation are Monday through Saturday 9:00 a.m. to 10:00 p.m. and Sunday 11:00 a.m. to 8:00 p.m. She indicated that the permitted hours for beer and wine sampling are requested to be Monday through Saturday 11:00 a.m. to 9:00 p.m. and Sunday 11:00 a.m. to 8:00 p.m. She indicated that there would be no food service seating or tables permitted, and there is also a condition that customers not have access to the outdoor patio. She commented that tasting would be limited to five 1-ounce samples per person. She stated that notice of the hearing was provided to property owners within a 500 foot radius. She pointed out that there is no proposed change or increase in the amount of existing building floor area.

In response to a question from Commissioner Lesser, Acting Director Jester stated that the operators of the mall are in support of the project provided that the establishment include retail sales and tasting only and not operate as a restaurant.

In response to a question from Commissioner Lesser, Assistant Planner Ochoa said that the tasting would occur indoors only within a designated area limited to 100 square feet.

In response to a question from Commissioner Paralusz, Assistant Planner Ochoa indicated that the Type 20 license allows for the selling of beer and wine for offsite consumption, and the Type 42 license allows for service of wine and beer for tasting on site. She indicated that the tasting would include both wine and beer.

Commissioner Seville-Jones commented that there are a number of doors in the subject building that lead to the outside, and she asked if there is a concern with having the tasting area next to an exterior door.

Assistant Planner Ochoa indicated that the applicant has agreed that the exterior doors that are adjacent to the wine tasting area would remain closed. She pointed out that the design of the interior space may be altered from the design shown in the renderings. She said that the applicant could also be directed to relocate the wine tasting area away from any exterior doors. She commented that the intent of the condition is to prevent people from socializing with wine and beer in the courtyard area.

Acting Director Jester pointed out that the Police Department expressed concerns with having access to the courtyard directly adjacent to the wine tasting area.

Commissioner Seville-Jones commented that special events would not be permitted for the store under the language of the draft Resolution, and she asked if the restriction would include winemakers coming to the shop to show their wines.

Acting Director Jester indicated that staff's understanding is that the applicant does not plan to have special functions. She indicated that the condition can be modified if the applicant does not want to be restricted and the Commission feels it is appropriate.

In response to a question from Chairman Fasola, Assistant Planner Ochoa indicated that staff feels adequate parking for the proposed use would be provided.

In response to a question from Chairman Fasola, Assistant Planner Ochoa indicated that the applicant provided staff with their proposed changes to the draft Resolution on June 22. She pointed out that most of the changes proposed by the applicant are for minor clarification and are not substantive.

In response to a question from Commissioner Lesser, Acting Director Jester stated that staff is not aware of any complaints being received by the Police Department regarding the wine tasting that was approved for the Ralphs market in the Manhattan Village.

Chairman Fasola opened the public hearing.

Ben Rogers, the applicant, said that they are requesting the wine tasting to allow their customers to have the opportunity to sample a variety of different wines that they may not otherwise have the opportunity to taste. He stated that they would hope to have the ability for winemakers to visit their store. He indicated that they do plan to have tastings from different winemakers, but the samples could be poured by their employees. He said that their understanding from the wording of the condition is that they would be prohibited from having the entire store leased out for an event or private party. He indicated, however, that they would not want to be limited from having tastings for their customers with winemakers.

In response to a question from Commissioner Paralusz, **Mr. Rogers** commented that they could branch off into more beers in the future to meet the response of their customers; however, their main focus is on wines.

In response to a question from Commissioner Lesser, **Mr. Rogers** commented that this shop will be his first opportunity to provide wine tasting to his customers on site.

Chairman Fasola commented that it would not seem that a winemaker visiting the establishment to show wines would constitute a special event.

Acting Director Jester commented that staff's understanding previously was that the applicant did not intend to have events with winemakers at the store. She said that staff is comfortable if the intent is for a winemaker to give a presentation within the wine tasting area, and the intent of the condition prohibiting special events was to prevent the entire store from being rented for a private party or event. She suggested adding language to the last sentence of Condition 20 on page 9 of the draft Resolution to state: "No special events, wine tasting parties or similar functions will be allowed with the exception of wine maker visits and presentations."

Mike Zislis suggested adding "brewmaster" to the proposed additional language to Condition 20.

Viet Ngo, a Manhattan Beach resident and United States citizen, stated that the applicant has the vested right with the Master Use Permit for the Manhattan Village Mall to provide service of alcohol, which is important for approving the proposal. He also stated that the land use and zoning should work accordingly with the California Department of Alcohol Beverage Control in preventing any licenses from being fraudulently obtained. He commented that he does believe the applicant has the vested right to request a license to operate the proposed business. He commented that the subject proposal is for a legitimate business unlike the business run by Manhattan Inn Operation Company LLC and **Mr. Zislis** for the bar at the Shade hotel.

Mark Neumann, the owner of the subject property, requested that the heading of the draft Resolution be revised to reflect that the applicant is actually the Vintage Shoppe Corporation.

Staff commented that the change as suggested by **Mr. Neumann** will be reflected on the final Resolution.

Chairman Fasola closed the public hearing.

Commissioner Seville-Jones stated that the proposal is relatively straightforward. She indicated that she feels that the applicant has a good business plan, and she hopes that it will become successful. She said that she does not feel that the concentration of wine shops in the City is at the point where it is a concern, and she commented that there is not a similar use in the Manhattan Village. She commented that she is pleased the issue regarding winemakers visiting the site for presentations has been clarified to avoid any confusion in the future. She indicated that she supports the application.

Commissioner Lesser said that he concurs with the comments of Commissioner Seville-Jones and supports the project, particularly considering that it is consistent with the approval for wine tasting at the Ralphs market in the mall. He pointed out that there have been no complaints with the wine tasting at the Ralphs in Manhattan Village. He indicated that he feels the project would be a nice addition to the mall. He commented that he would have a concern if there was a huge growth in the number of wine shops within the City, which is not the case. He said that he supports the application.

Commissioner Paralusz indicated that she is also in agreement with the comments of the other Commissioners and is supportive of the application. She pointed out that the number of wine shops within the City is limited, and they are also fairly well disbursed. She commented that she looks forward to being a customer at the store.

A motion was MADE and SECONDED (Seville-Jones/Lesser) to **APPROVE** Master Use Permit Amendment to Allow a New Retail Wine and Beer Shop (The Vintage Wine Shoppe) With On-Site Beer and Wine Sampling at 3500 Sepulveda Boulevard with the change in the title of the draft Resolution to reflect that the applicant is the Vintage Wine Shoppe rather than Mark Neumann and Ben Rogers; and with the additional suggested language to allow for winemaker events in the last sentence of Condition 20.

AYES: Lesser, Paralusz, Seville-Jones, Chairman Fasola
NOES: None
ABSENT: Andreani
ABSTAIN: None

Acting Director Jester explained the appeal process and stated that the item will be placed on the City Council's Consent Calendar for their meeting of July 20, 2010.

04/28/10-3 Consideration of a Master Use Permit Amendment for Modifications to the Previously Approved Hours of Operation, Notification for Special Events, restaurant Operations, and a Height Variance for a six Foot High Noise Barrier at the Roofdeck at the Shade Hotel, Metlox Site, 1221 North Valley Drive

Chairman Fasola indicated that he has previously recused himself from consideration of the issue.

Acting Director Jester commented that staff feels all of the information that is necessary has been presented in order for the Commission to reach a decision. She indicated that the Commissioners have been provided with a memorandum from the City Attorney that addresses the Entertainment Permit for the hotel; a document from the neighbors regarding the conditions in the draft Resolution; and a document from the applicant's attorney regarding the conditions

in the draft Resolution. She pointed out that a revision has been made to Condition 23 on page 8 of the draft Resolution at the suggestion of the City Attorney.

Acting Director Jester said that the applicant and neighbors were not able to agree regarding the definition of special events and functions and non profit and charity events. She pointed out that the existing Use Permit does not provide a definition of special events. She indicated that the neighbors have expressed concern regarding functions being held in the courtyard of the hotel that generate noise, and they would like for limits to be placed on the use of the courtyard for functions. She commented that a concern was also expressed regarding hours of operation on holidays. She stated that the neighbors have concerns with allowing weekend operating hours for the Sundays before Memorial Day and Labor Day. She commented that the neighbors also expressed concerns with allowing events until 1:00 a.m. on New Years Eve, particularly on the skydeck. She indicated that the applicant would like for the hours permitted for alcohol service on the skydeck to be extended, and the neighbors do not want to have any changes to the existing hours. She stated that the neighbors would like for the Entertainment Permit to be incorporated with the Use Permit. She stated that the neighbors would like for staff to come before the Commission for approval of the Entertainment Permit if they are proposing to relax any of the requirements. She pointed out that the City Attorney has given his opinion that the Entertainment Permit is an administrative permit rather than a land use permit. She commented that there was also disagreement between the applicant and the neighbors regarding promotions and advertisement for the hotel, and staff is requesting that the Commissioners provide their opinions.

In response to a question from Commissioner Seville-Jones, Acting Director Jester said that she has only had contact with **Mr. Hubbard** as the representative of the neighbors and has not had discussions with the other neighbors. She stated that she has received e-mails from **Mr. McPherson**, who is not an adjacent neighbor to the hotel.

In response to a question from Commissioner Seville-Jones, Acting Director Jester said that the applicant is limited to background music on the skydeck, which does not provide much opportunity to have dancing. She said that the Entertainment Permit does allow live entertainment, amplified sound and events on the skydeck with a 14-day notice. She indicated that themed functions would be permitted under the current permit as special events. She stated that under the proposal, themed events would be classified differently than special events. She commented that it is typical for hotels to have events for occasions such as Halloween, Mother's Day, and Father's Day which are open to the general public. She indicated that staff would envision the hotel having themed events maybe two times a month. She indicated that the Commission has the ability to place limits on the hours and on the number of themed events as they feel appropriate.

In response to a question from Commissioner Lesser, Acting Director Jester said that the meeting was noticed to property owners within 500 feet of the subject site.

In response to a question from Commissioner Lesser, Acting Director Jester indicated that the Use Permit is a land use regulation that is vested with the property. She said that the Entertainment Permit is an administrative approval that is reviewed annually by the Community Development Director. She said that the Entertainment Permit is reviewed annually in March, and there have been revisions to some of the conditions.

Vice Chairman Paralusz opened the public hearing.

Mike Zislis, the applicant, commented that he has worked very hard on the current draft Resolution along with Acting Director Jester and **Mr. Hubbard**, and he would not want any substantial changes to the current proposal. He commented that the agreement has reduced the rights that he currently has in operating the hotel. He indicated that the only gain he has with the proposal is one additional half hour of operation on Friday and Sunday nights and an additional hour on the Sunday nights before Memorial Day and Labor Day. He said that the role of the Commission is to represent his interests and the interests of the residents to arrive at a solution that will resolve the issues. He commented that advertising for the hotel should not be an issue as long as it is not specifically advertising the Zinc lounge. He pointed out that themed events on New Years and Halloween do help to sell hotel rooms. He requested to be allowed to have alcohol service end 20 minutes rather than one hour before the closing time of the skydeck. He said that he would propose providing a 2 foot wall on the north side of the skydeck which would help to mitigate the noise from **Mr. Hubbard's** house. He indicated that it is a significant hardship to stop serving alcohol at 9:00 p.m. on the skydeck.

Commissioner Seville-Jones commented that she does not feel the rights of the applicant are being removed for use of the skydeck, and she does not feel that the skydeck was originally intended under Resolution PC 05-08 as a place for people to congregate, dance, and listen to music. She said that she feels the skydeck is one of the significant sources of noise that is impacting the neighbors.

Mr. Zislis requested that the reference to food service and the allowance of 125 people for special events without prior approval be removed from Condition 23. He said that he feels food service and the allowance for 125 people for special events without prior approval should be permitted once the Resolution is passed rather than after the sound mitigation measures are installed. He indicated that his understanding is that the intent was that the extension of hours not be permitted until the sound mitigation measures are installed and that the extension of food service and allowance of up to 125 people for special events without prior approval were not issues. He commented that there have been three calls to the Police Department in the last three months, and none of them were related to the hotel.

In response to a question from Commissioner Seville-Jones, **Mr. Zislis** indicated that they would advertise functions such as a Halloween party by sending e-mails to their e-mail list and advertising in the Beach Reporter. He pointed out that they have listed every function that they intend to have annually. He said that he would not object to a limit of one function per month. He pointed out that his intent is not to have large functions frequently that would generate a great deal of noise and disturb guests staying overnight at the hotel. He commented that the expectation for quiet hours on weekend nights for hotels generally is midnight.

Commissioner Lesser commented that his recollection is that the sound engineer indicated that the skydeck was a significant source of noise particularly as the evening hours progress and there is less ambient noise.


Mr. Zislis pointed out that he is not requesting to increase the hours for the skydeck but rather only to serve alcohol up to 20 minutes rather than an hour before closing. He said that the deck would need to be cleared by 10:00 p.m. with the regulations as proposed. He also commented that live music would also be required to end on the skydeck at 9:30 p.m. with the new requirements rather than at 10:00 p.m. as is the case currently.

Commissioner Seville-Jones pointed out that the March 10, 2010 report from the sound engineer indicates that barriers on the skydeck would make little difference to the noise levels experienced at the residential properties.

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Laurie Jester, Acting Director of Community Development

FROM: Angelica Ochoa, Assistant Planner 

DATE: June 23, 2010

SUBJECT: Consideration of a Master Use Permit Amendment to allow a new retail wine/beer shop (The Vintage Wine Shoppe) with on-site beer and wine sampling at 3500 Sepulveda Boulevard, Hacienda/Haagen building (Ben Rogers and Mark Neumann).

RECOMMENDATION

Staff recommends that the Planning Commission **CONDUCT THE PUBLIC HEARING AND ADOPT THE ATTACHED RESOLUTION (EXHIBIT A) APPROVING THE PROJECT WITH CONDITIONS.**

PROPERTY OWNER

Mark Neumann- 3500 Sepulveda, LLC
620 Manhattan Beach Boulevard
Manhattan Beach, CA 90266

APPLICANT

Mark Neumann- 3500 Sepulveda, LLC and
Ben Rogers, The Vintage Shoppe Corporation
318 B Culver Boulevard
Playa Del Rey, CA 90293

BACKGROUND

The subject property is a separate legal parcel, known as the Hacienda or Haagen Building, located within the Manhattan Village Shopping Center. The property is one of the outlying buildings along the perimeter of the Center adjacent to Sepulveda. This property and the Manhattan Village Shopping Center have two different property owners. In November 2008, a new restaurant, Tin Roof Bistro was approved by the Planning Commission (PC 08-15). This Resolution also clarified that the subject property is included within the Manhattan Village Shopping Center entitlements. The existing Master Use Permit (PC 01-27) for the Manhattan Village Shopping Center allows future restaurants or other commercial uses at 3500 Sepulveda Boulevard with no Master Use Permit Amendment, however, retail sales of alcohol and wine sampling requires a Master Use Permit Amendment. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and 3500 Sepulveda is required by Resolution PC 08-15 to be included in this entitlement.

A new wine/beer shop with a sampling area (The Vintage Shoppe Corporation) is proposing to convert an existing vacant office space to retail. A Use Permit Amendment is required, per Section 10.16.020 (L) of the Commercial Chapter, to allow new alcohol licenses for retail sales and sampling of beer and wine.

PROJECT OVERVIEW

LOCATION

<u>Location</u>	3500 N. Sepulveda Boulevard .
<u>Legal Description</u>	Parcel 12 of Parcel Map No. 12219
<u>Area District</u>	II

LAND USE

<u>General Plan</u>	Manhattan Village	
<u>Zoning</u>	CC, Community Commercial	
<u>Land Use</u>	<u>Existing</u> Office (vacant)	<u>Proposed</u> Retail wine and beer shop with sampling

Neighboring Land Uses/Zoning

North, South and East, Commercial Manhattan Village Shopping Center, West across Sepulveda Boulevard (State Highway 1) Commercial, and Veterans Parkway Open Space with Residential Senior Citizen and Single Family Residential beyond.

PROJECT DETAILS

<u>Parcel Size:</u>	29,621 sf		
<u>Building Height:</u>	<u>Existing</u> 42' 2-story (legal non-conforming)	<u>Proposed</u> No change	
<u>Building Area and Uses:</u>	<u>Existing</u> 913 sf office (vacant)	<u>Proposed</u> 913 sf retail wine/beer shop with 100 sf max of sampling	
Total interior	19,840 sf	19,840 sf	
<u>Parking and Loading:</u>	<u>Existing</u> None on site	<u>Proposed</u> No change	<u>Required</u> Per Use Permit

Note: Private Agreements on site- Common Area Agreement/Parking Easement (COREA) with Manhattan Village Shopping Center- approximately 2,393 parking stalls provided on Shopping Center site as well as loading at rear of Shopping Center. Access provided at front of 3500 Sepulveda building via private road on Shopping Center site. Settlement Agreement also addresses shared off-site parking and loading.

<u>Hours of Operation:</u>	<u>Existing</u> M-F 8:30am-5:30 pm (vacant office)	<u>Proposed</u> 9am to 10pm Monday to Saturday 11am to 8pm Sunday	<u>Required</u> Per Use Permit
<u>Wine Sampling:</u>	<u>Existing</u> None	<u>Proposed</u> 11am to 9pm Monday to Saturday 11am to 8pm Sunday	<u>Required</u> Per Use Permit
<u>Alcohol:</u>	<u>Existing</u> None	<u>Proposed</u> Type 20 – Off-Site Beer and Wine Sales Type 42 – On-Site Sampling Beer and Wine	

PROJECT DESCRIPTION

Project Site

The 3500 Sepulveda Boulevard building was confirmed to be included within the Master Use Permit for the Shopping Center on November 12, 2008. Additionally, a new 4,250 square foot restaurant, Tin Roof Bistro was approved by the Planning Commission (PC 08-15) and by the City Council on December 2, 2008 at the subject property.

The Vintage Shoppe Corporation

The applicant, Ben Rogers is proposing a retail wine/beer shop on the first floor on the north side of the existing two-story building at the subject property. The main entry is on the east side off of the Mall perimeter road with a second entry off the interior courtyard. All parking would be off-site to the east of the perimeter road. This parking is governed by the Construction, Operation, and Reciprocal Easement Agreement (COREA) which is a private recorded agreement between the property owner of the subject site, the Hacienda building, and the Shopping Center.

The project would convert 981 square feet of interior office vacant area to a retail wine and boutique beer shop. The proposed hours of operation for the retail wine shop will be Monday to Saturday from 9am to 10pm and 11pm to 8pm on Sundays. The applicant would like flexibility in their design and layout and therefore the attached floor plan is conceptual and subject to change. All business operations will be interior with no exterior use of space. A designated sampling area, totaling a maximum of 100 square feet, is being proposed to give customers an opportunity to sample beer and wines before making a purchase. The 100 square feet designated area includes customers, employees and service area. The sampling area will include a dishwasher, sink and a barrier separating the retail area. The plans will be required to be revised to reflect this condition and reduce the square footage to 100 square feet maximum. This area

shall have no seating with limited hours proposed from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday. The wine sampling will not exceed five (5) one ounce sips per person, and will be poured by employees only. Tastings will only be available to patrons who prove to be of legal age, and conducted only within the designated sampling area. The applicant is requesting a Type-20 Alcohol License to allow the sale of beer and wine on-site for off-site consumption and a Type-42 Alcohol License to allow on-site consumption in the form of wine and beer tasting.

No new signage is proposed on the plans, however, staff would condition that any new signage would be required to be consistent with the Shopping Center signs. The existing large Theater sign is an off-site sign and a schedule for future removal of this sign will be required. Minor site and landscaping revisions may be contemplated also which staff will review through the plan check process.

ENVIRONMENTAL DETERMINATION

In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.

DISCUSSION

Use Permit

Retail sales is allowed per Master Use Permit Condition # 7 (PC 01-27) under the approved land uses for the subject property. A Master Use Permit Amendment is required per Municipal Code Section 10.16.020 (L) since the applicant is requesting new alcohol licenses.

The Planning Commission must make the following findings in accordance with Section 10.84.060 for the Use Permit, if the project is approved:

1. *The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located;*

The proposed project is located within the (CC) Community Commercial district. The business is in accord with the objectives of this title, and the purpose of the district in which it is located since the project is a retail commercial use consistent with Section 10.16.010 of the Manhattan Beach Zoning Code which states that the district is intended to provide opportunities for commercial retail uses for a full range of retail and service businesses.

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 or in or adjacent to the neighborhood of such use; and will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in 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;*

The sale of beer and wine for off-site consumption and on-site tasting, as proposed, poses no detrimental effects to the public health, safety, or welfare of persons residing or working on the proposed project site, or to the adjacent neighborhood; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the city as the site will continue to operate with mixed commercial, retail and restaurant uses.

The proposed location of the use and the proposed conditions under which it will be operated or maintained will be consistent with the General Plan, since the project site is classified as Manhattan Village which allows for a diverse mix of complementary commercial and business uses. Specifically, the project is consistent with the following Goals of the General Plan:

Goal 4: Support and encourage the viability of the commercial areas of Manhattan Beach.

Goal 5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.

3. *The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located; and*

The proposed sale of beer and wine and tasting on an existing commercial retail site determined to be in compliance with applicable provisions of the (CC) Community Commercial zone, and the required notice, hearing and findings for the amendment to the Master Use Permit.

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.*

The proposed change in use from office to retail will not adversely impact nearby properties as other similar uses currently exist at the site. The proposed change in use poses no increase to the parking demand in the Community Commercial zone. It is not anticipated that the addition of beer and wine sales and tasting in the existing commercial site will exceed the capacity of public services and facilities, and conditions and limitations will mitigate any potential impacts.

The Planning Commission, as part of approving the use permit for the subject project, in accordance with Section 10.84.070 can impose reasonable conditions as necessary to:

- A. Achieve the general purposes of this ordinance or the specific purposes of the zoning district in which the site is located, or to make it consistent with the General Plan;
- B. Protect the public health, safety, and general welfare, or
- C. Ensure operation and maintenance of the use in a manner compatible with existing and potential uses on adjoining properties or in the surrounding area.

- D. Provide for periodic review of the use to determine compliance with conditions imposed, and Municipal Code requirements.

Staff believes that all of the findings to approve the Master Use Permit Amendment can be met with conditions. The proposed use is compatible with the surrounding area and the original Master Use Permit for the Shopping Center, is consistent with the Zoning and General Plan designations and there would be no anticipated impacts from the proposed uses as conditioned. The attached Draft Resolution (PC 10-04) details the required findings and conditions.

Public Input

A notice of the public hearing for this application was mailed to all property owners within 500 feet of the project site and was published on June 10, 2010 in the Beach Reporter. As of the writing of this report staff has not received any comments from the public.

Other Departments Input

The plans and applications were distributed to other departments for their review and comments and are attached as Exhibit D. The City Engineer commented that Sepulveda and the bridge will be widened in the future and that the applicant coordinate business operations with the project. The right-of-way for the widening was already dedicated with the Tin Roof Bistro application, so no further contribution is necessary. Fire and Building Safety indicated that plans would be reviewed through plan check and handicapped, disabled access, and fire requirements would need to be met. The Police Department Crime Prevention Unit stated that the wine tasting be limited to indoor only and not develop into a typical bar. The Department of Public Works had standard comments. All specific Department conditions are included in the attached draft resolution as appropriate and requirements will be addressed during the plan check process.

Comparison – Similar Uses

A list of approved alcohol licenses is attached for all businesses located in the City of Manhattan Beach (Exhibit B). The chart below lists examples of similar alcohol retail sales and sampling license approvals with similar conditions. These establishments have Type-42 License and Type-20 or Type-21 License for selling and/or tasting beer and wine. Conditions were imposed by the City that were appropriate to the site, use and surrounding properties.

Business	Alcohol Type	SF of Tasting	Hours of Tasting
Bacchus 1000 Manhattan Avenue	Type 20 and 42	100 sf max	Sun to Wed 11am to 8pm, Thurs to Sat 11am to 9pm
Sepulveda Wine Company 917 N. Sepulveda	Type 21 and 42	No set square ft. Cornered off by barrier	Sunday and/or Monday 5-8pm 16 customers max and 4 times per month max
Ralphs 2700 Sepulveda	Type 21 and 42	131 sf max	Mon to Sat 11am to 9pm Sunday 11am to 8pm
BevMo 1700 Rosecrans	Type 21 and 42	100 sf max	11am to 7pm daily
Vintage Shoppe (subject site)	Type 20 and 42	100 sf max	Mon to Sat 11am to 9pm Sunday 11am to 8pm

Proposed Conditions

Staff has included these conditions in the attached resolution:

- The project shall be in substantial conformance with the plans and project description submitted to, and approved by the Planning Commission on June 23, 2010, except as modified by these conditions.
- In the event that the business known as Vintage Shoppe should vacate the premises, the tenant space Suite 140 at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as the wine shop, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant, if exercising a Type-42 ABC license for on-site consumption of beer and wine and Type-20 ABC license for off-site sale of beer and wine, would be a use similar to the Vintage Shoppe.
- The on-site wine tasting shall be conducted only in the designated area (maximum area of 100 square feet) from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday and shall have no seating furniture, tables or fixtures. No exterior tables or seating will be allowed. The wine counter shall be the only leveled surface for placing wine glasses, and other wine tasting items. The "wine sampling designated area" shall include customers, employees, serving, sampling and associated support use. Wine tasting shall be limited to a maximum of five (5) samples per person, with a maximum of five (5) one ounce sips per person. Sips shall be poured only by store employees. No direct exterior access from the wine sampling area shall be allowed. No special events, wine tasting parties or similar functions will be allowed.
- The wine tasting area will be restricted only to patrons at least 21 years in age and not become a "wine bar" use. Persons under 21 years of age are not allowed within the wine tasting area.
- The property owner shall obtain approval from the State Department of Alcoholic Beverage Control and shall comply with all related conditions of approval.
- Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any outside sound or amplification system or equipment is prohibited.
- The project will comply with all other conditions and remain effective as stated in the Master Use Permit Amendment (PC 10-03) approved June 23, 2010.

ALTERNATIVES

Other than the stated recommendation, the Planning Commission may:

1. **DENY** the project subject to public testimony received, based upon appropriate findings, and **DIRECT** Staff to return with a draft Resolution.

CONCLUSION

Staff recommends that the Planning Commission conduct the public hearing and adopt the attached draft Resolution approving the project with conditions.

EXHIBITS:

- A. Draft Resolution PC 10-03
- B. List of alcohol licenses in the City of Manhattan Beach
- C. Resolution PC 01-27 and Manhattan Village Shopping Center Area Analysis 9-23-2003
- D. Project applications and floor plan
- E. Other Department Comments

'Draft' RESOLUTION NO. PC 10-03

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AMENDMENT TO ALLOW A NEW WINE AND BEER SHOP WITH ON-SITE BEER AND WINE TASTING RETAIL IN AN EXISTING OFFICE BUILDING AND INCORPORATING ALL PREVIOUS SITE APPROVALS (HACIENDA OR HAAGEN BUILDING) AT 3500 SEPULVEDA BOULEVARD AVENUE (MARK NEUMANN AND BEN ROGERS)

THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH DOES HEREBY RESOLVE AS FOLLOWS:

SECTION 1. The Planning Commission of the City of Manhattan Beach hereby makes the following findings:

- A. The Planning Commission of the City of Manhattan Beach conducted a public hearing on June 23, 2010 to consider an application for a Master Use Permit Amendment to allow a new retail wine and beer shop with on-site consumption of beer and wine for tastings only at subject property. Said hearing was advertised pursuant to applicable law, testimony was invited and received.
- B. The subject property is legally described as Lot 12, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 3500 Sepulveda Boulevard in the City of Manhattan Beach. The property owner is 3500 Sepulveda LLC, 13th & Crest Associates LLC, and 6220 Spring Associates, LLC.
- C. The subject site is 29,621 square feet in area, with a 2-story building approximately 42 feet in height and 19,840 square feet in area. The building has a central courtyard, mature landscaping and no access or parking on the site. All access, parking and loading and other shared uses are on the adjacent Manhattan Village Mall property.
- D. The subject project consists of the following: 1) Allow off-site sale of beer and wine (Type 20) and 2) on-site beer and wine consumption for tastings only (Type 42) for a proposed new retail wine shop, Vintage Wine Shoppe, which requires an Amendment to the Shopping Center Master Use Permit and all previous site approvals.
- E. The Master Use Permit Amendment is also required pursuant to Section 10.16.020(L) of the Manhattan Beach Municipal Code, which requires a use permit amendment for any new alcohol license.
- F. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
 - 1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.

EXHIBIT A
PC Mtg. 6/23/2010

2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).
3. Subsequent use permits were approved for individual uses within the shopping center.
4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the Shopping Center and subject property.
5. On April 5, 1994 the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the Shopping Center and subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
7. On December 12, 2001 the Planning Commission adopted Resolution No. PC 01-27 which superseded and replaced all the previous approvals on the Manhattan Village Shopping Center site. Although the project description, plans and tenant/building square footages list submitted by the Shopping Center owner at the time (Madison Marquette) included the subject site (Hacienda or Haagen building) the property owner at the time did not sign the application and it is not clear if they were notified or aware of the pending application. The property owner at the time did not participate in the public hearing process. The current owner of the subject property (3500 Sepulveda LLC) purchased the property in 2005.
8. On February 27, 2002 the Planning Commission adopted Resolution No. PC 02-07 approving a Master Sign Program and Sign Exception for the Manhattan Village Shopping Center. The Resolution includes conditions for removal of the theater sign that is located on the subject site as well as standards and conditions for signage throughout the Shopping Center and subject site.
9. A Master Use Permit application was submitted on April 4 2008, to request the approvals for: 1) clarification that the property is included as part of the existing Master Use Permit (Resolution PC 01-27) and all other related entitlements for the Manhattan Village Shopping Center (Shopping Center Master Use Permit), and 2) allow on-site alcohol consumption for a proposed new restaurant, Tin Roof Bistro, which required an Amendment to the Shopping Center Master Use Permit.
10. The Master Use Permit Amendment was required in April 2008 since Conditions 10-17 of Resolution PC 01-27 allow the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 Use Permit approval that already have beer and wine service may convert to full alcohol service without an Amendment. The Master Use Permit Amendment was also required pursuant to Section 10.16.020(L) of the Manhattan Beach Municipal Code, which requires a use permit amendment for any new alcohol license.

11. The subject property owner entered into a Settlement Agreement with RREEF American REIT II Corp. BBB, current owner of the Manhattan Village Shopping Center, in October 2008 regarding the existing Master Use Permit entitlements on the properties, as well as other private issues. The property owner and RREEF notified the City that the Settlement Agreement indicates that pursuant to the Shopping Center Master Use Permit, some or all of the 11,902 square feet on the ground floor of the building on the property may be used for office, medical, and/or retail use under PC Resolution 01-27 Master Use Permit Condition No. 7, and that such space may be converted to restaurant use under Shopping Center Master Use Permit Condition No. 10, and that pursuant thereto, 5,890 square feet of the ground floor of the building may be immediately converted to restaurant use. Therefore, a Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses was not required. Confirmation, acknowledgement and clarification that the Master Use Permit applies to the site is required as well as an Amendment to allow on-site consumption of alcohol at the restaurant (Tin Roof Bistro) was required in accordance with the existing Master Use Permit for the Shopping Center. Additionally, the City has determined that with this clarification (P.C. Resolution 08-15) the Master Use Permit applies to the 3500 Sepulveda Property and accordingly, the property owner application was administratively withdrawn.
12. On November 12, 2008, the Planning Commission adopted PC Resolution 08-15 which a) confirms, clarifies, and acknowledges that the Master Use Permit and other entitlements for the Shopping Center apply to the property, and b) amends the Shopping Center Master Use Permit to allow on-site consumption of alcohol at the proposed new restaurant, Tin Roof Bistro. The facts and findings for those actions are included in the Resolution, and are still valid.
13. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.
- G. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center and the subject property was a part. Mitigation measures were identified and adopted in several issue areas.
- H. In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.
- I. The project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- J. This Resolution, upon its effectiveness allows off-site retail sale of beer and wine and on-site consumption of beer and wine for tastings only at the proposed new retail wine shop, Vintage Shoppe Corporation and these conditions supersede all previous site approvals (PC Resolution 08-15). The findings for Tin Roof Bistro, as provided in PC Resolution 08-15, still stand.

K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit Amendment application.

1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. Support facilities such as retail, entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. The proposed use is allowed within the existing Master Use Permit and is permitted by the underlying Community Commercial zoning district. With conditions the application is consistent with the purpose of the district and zone. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located, as conditioned.
2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as a portion of the largest retail development in the City. The modifications, as conditioned, are consistent with the following General Plan Goals and Policies:

Goal Lu-2: Encourage the provision and retention of private landscaped open space.

Goal LU-4: Support and encourage the viability of the commercial areas of Manhattan Beach.

Goal LU-5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.

Policy LU-2.4: Support appropriate stormwater pollution mitigation measures.

Policy LU-3.2: Promote the use of adopted design guidelines for new construction in Downtown, along Sepulveda Boulevard, and other areas to which guidelines apply.

Policy LU- 3.5: Ensure that the sign ordinance provides for commercial signage that is attractive, non-intrusive, safe, and consistent with overall City aesthetic goals.

Policy LU-6.2: Encourage a diverse mix of businesses that support the local tax base, are beneficial to residents, and support the economic needs of the community.

Policy LU- Recognize the need for a variety of commercial development types and designate areas appropriate for each. Encourage development proposals that meet the intent of these designations.

Goal LU-8: Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial areas of Manhattan Village as regional-serving commercial districts.

Policy LU- 8.2: Support the remodeling and upgrading needs of businesses as appropriate within these regional-serving commercial districts.

Policy I-1.8 Require property owners, at the time new construction is proposed, to either improve abutting public right-of-way to its full required width or to pay in-lieu fees for improvements, as appropriate.

Policy I-1.9 Require property owners, at the time of new construction or substantial remodeling, dedicate land for roadway or other public improvements, as appropriate and warranted by the project.

Policy I-3.5 Encourage joint-use and off-site parking where appropriate.

The new use will be within the existing floor area and is consistent with the existing uses on the site and other nearby commercial properties. The proposed project is an upgrade of an existing commercial building. Shared parking with the Manhattan Village mall site is compatible due to the remote location of the subject site. It does not conflict with the main Mall parking demand. The project, as conditioned will meet the findings.

3. The conversion to retail with on-site sale and on-site tasting of beer and wine is permitted by the underlying zoning district and Master Use Permit; with a Use Permit Amendment for beer and wine. The proposed renovation will comply with applicable performance and development standards. Therefore the proposed use will comply with the provisions of Title 10 of the Municipal Code (Zoning Ordinance), including any specific condition required for the proposed use in the CC zoning district in which it is located. Standards including but not limited to containment of glare and noise in that the conversion will be within an existing building shielded from residential to the west across Sepulveda, State Highway 1. The subject site is at an elevation significantly lower (approximately 20-30 feet) than Sepulveda and the single family residential properties to the west, and these residential uses are over 450 feet to the west of the site.
 4. The proposed use, as conditioned, will not adversely impact nor be adversely impacted by nearby properties, which are a mix of commercial and residential uses. The additional proposed area with retail and tasting on-site of beer and wine will be located within the existing building footprint, and out of line-of-sight of the nearest residential use and therefore, as conditioned, is not expected to cause any noise, glare, vibration, security and safety, odors or aesthetic visual impacts. Since the building is located on the perimeter away from the main Mall and any other restaurant or retail uses, the project will provide adequate parking off-site, subject to City verification, to serve the new use. The use will have increased demands for trash and loading that the office tenant did not have, and conditions will be required to ensure these facilities are adequate.
- L. A determination of public convenience and necessity is made for the proposed Type 20 and Type 42 alcohol licenses (as conditioned below), which shall be forwarded to the California Department of Alcohol Beverage Control upon City Council acceptance of this project approval.
- M. A de minimis impact finding is hereby made that the project will not individually or cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.

- N. This Resolution, upon its effectiveness, together with existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, constitutes the entitlements for the subject site, and the State required Determination of Public Convenience and Necessity for the currently proposed Type 42 and Type 20 alcohol licenses.

SECTION 2. The Planning Commission of the City of Manhattan Beach hereby **CONFIRMS and CLARIFIES** that the subject parcel is included as part of the Manhattan Village Shopping Center Master Use Permit and related entitlements and **APPROVES** the subject Master Use Permit Amendment, subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The project shall be in substantial compliance with the plans and project description submitted to and approved by the Planning Commission. All development must occur in compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and project description, except as provided in this approval, shall require review by the Director of Community Development and a determination if Planning Commission review and an amendment to the Master Use Permit are required.
2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *Terms and Conditions are Perpetual.* These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *Legal Fees.* The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. The Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.
6. The project shall comply with all conditions, standards and other requirements of the existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002.
7. Upon submittal of any request for business license, or application for building permit, which involves the alteration or enlargement of any tenant space, or the introduction of any

new business within an existing tenant space, including but not limited to the proposed subject application, The Vintage Shoppe, the applicant shall provide an up to date site-wide tenant space study which includes the subject site as well as all of the tenants and properties within the Manhattan Village Shopping Center. The space study shall include detailed area breakdowns subject to the review and approval of the Director of Community Development. The required space study shall be consistent in format, and information provided with Exhibit A (Manhattan Village Shopping Center Area Analysis dated 9-23-03) attached hereto. The space study shall also include any outdoor dining areas. The information shall include tenant street addresses, existing and proposed tenants, and evidence that the proposed alteration / tenant will provide adequate parking and loading as required by applicable parking standard.

8. The property owners request for a new Master Use Permit is administratively withdrawn as it is no longer necessary with the approval of this clarification that the subject site is include with the Manhattan Village Mall entitlements. The property owner shall also be required to be an applicant in the EIR for the three-phase expansion plan that is currently being processed, as well as work cooperatively with the Mall owner in future applications that affect both parties and sign any Master Use Permit Amendment or other entitlement applications that affect both parties as required by the Municipal Code.

Fire Department and Public Works

9. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities must be screened from public view and be either constructed within the building structure or in a screened enclosure. Trash areas shall subject to review and approval of the Departments of Public Works, Community Development and Fire, and shall include, but not be limited to, a roof enclosure, drainage to the sanitary sewer, adequate room for recyclables, and adequate vehicular access which does not impact adjacent property access or Fire lanes.
10. Erosion and sediment control devices BMP's (Best Management Practices) must be implemented as required by the Department of Public Works. Control measures shall be taken to prevent erosion from the site and street surface water from entering the site.

Parking and Circulation

11. The minimum amount of parking and loading required for the project shall be located on the subject site and/or the Shopping Center site. A parking and loading covenant or other agreement to maintain required parking on any off-premise lot, including but not limited the Shopping Center site, shall be required subject to review and approval of the Director of Community Development. Any proposed valet parking shall require review and approval by the City Traffic Engineer, as well as written approval from any other property owners where the parking is located.

Signage

12. The City shall bear none of the cost of the removal of the existing Theater sign. Any new site signage shall be consistent with the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002, or an Amendment shall be required.

Special Conditions – Tin Roof

13. Any off-site improvements (including but not limited to those on the Shopping Center site) shall require written approval of the property owner whose property the improvement is located upon prior to the issue of a permit or approval for the improvement.
14. Prior to the issuance of a Certificate of Occupancy or a building final the applicant shall obtain approval from the State Department of Alcoholic Beverage Control (ABC) for the sale and on-site consumption of alcohol at the restaurant. The applicant shall comply with all conditions of the approval.
15. The hours of operation for the Tin Roof Bistro restaurant shall be limited to 11:00 AM to 12:00 AM (midnight) seven days a week.
16. The property owner shall submit an irrevocable offer to dedicate right-of-way at no cost to the City for future street and bridge widening, and associated construction, as required by and subject to approval of the Director of Public Works, for future road widening along Sepulveda Boulevard. Said dedication shall provide a minimum 3 foot distance from the west wall of the existing building. The irrevocable offer to dedicate shall be submitted prior to the issuance of a building permit on the site. The approved irrevocable offer to dedicate shall be recorded prior to issuance of a Certificate of Occupancy, or building final. The property owner shall cooperate fully with the City in the future roadway widening.
17. A mop sink will be required to be installed in accordance with Public Works standards.

Special Conditions – Vintage Shoppe

18. The project shall be in substantial conformance with the plans and project description submitted to, and approved by the Planning Commission on June 23, 2010, except as modified by these conditions.
19. In the event that the business known as Vintage Shoppe should vacate the premises, the tenant space Suite 140 at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as the wine shop, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant, if exercising a Type-42 ABC license for on-site consumption of beer and wine and Type-20 ABC license for off-site sale of beer and wine, would be a use similar to the Vintage Shoppe.
20. The on-site wine tasting shall be conducted only in the designated area (maximum area of 100 square feet) from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday and shall have no seating furniture, tables or fixtures. No exterior tables or seating will be allowed. The wine counter shall be the only level surface for placing wine glasses, and other wine tasting items. The “wine sampling designated area” shall include customers, employees, serving, sampling and associated support use. Wine tasting shall be limited to a maximum of five (5) one ounce sips per person. Sips shall be poured only by store employees. No direct exterior access from the wine sampling area shall be allowed. No special events, wine tasting parties or similar functions will be allowed.

21. The wine tasting and area will be restricted only to patrons at least 21 years in age and not become a "wine bar" use. Persons under 21 years of age are not allowed within the wine cellar.
22. The property owner shall obtain approval from the State Department of Alcoholic Beverage Control and shall comply with all related conditions of approval.
23. 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. The project will comply with all other conditions and remain effective as stated in the Master Use Permit Amendment (PC 10-03) approved June 23, 2010.
25. A mop sink will be required to be installed in accordance with Public Works standards.

SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine the reasonableness, legality or validity of any condition attached to this decision shall not be maintained by any person unless the action or proceeding is commenced within 90 days of the date of this resolution and the City Council is served within 120 days of the date of this resolution. The City Clerk shall send a certified copy of this resolution to the applicant, and if any, the appellant at the address of said person set forth in the record of the proceedings and such mailing shall constitute the notice required by Code of Civil Procedure Section 1094.6.

I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of **June 23, 2010** and that said Resolution was adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

Laurie Jester
Secretary to the Planning Commission

Sarah Boeschen
Recording Secretary

Manhattan Village Shopping Center

Leasable Area Tabulation

Tenant	Space Number	square feet
Macy's Buildings		
Macy's Main Store	M1	108,977
Macy's Men's & Home	M2	67,077
Sub Total Macy's		176,054
Mall Shops		
Janie & Jack	A1	1,895
Gymboree	A2	2,144
Aerosoles	A4	1,086
Secret to Beauty	A5	2,158
Express	A6	6,592
Williams Sonoma	A10	5,332
Pottery Barn	B1	10,452
Pottery Barn Kids	B2	7,271
Sephora	C2	4,420
Harry & David	C3	2,111
Lucy's	C4	2,200
Vacant	C5	2,158
Ann Taylor Loft	C8	5,428
Victoria's Secret	C10	6,000
The Walking Co.	C12	1,379
Hallmark	C14	2,917
Angl	C15	1,624
Gigi's	D3	955
J. Jill	D4	2,907
Apple	D6	3,985
Bath & Body	D8	2,818
Lady Footlocker	D9	1,709
Francesca's	D10	870
Origins	D12	900
Thee Cutlery	E1	294
Prestige Jewelers	E2	815
Godiva	E3	627
Stein Optical	E4	1,885
Claire's	E5	726
White House Black Market	E6	1,498
Vacant	E8	3,594
The Gap	E10	8,431
Vacant	E14	2,571
Talbot's/Talbot's Petites	E18	6,470
Engravable U	W1	200
Sunglass Hut	W3	150
Mall Shops		106,572
Tacone	B3	305
Islands	D1	5,000

Tenant	Space Number	square feet
Neighborhood Center		
<u> Anchors</u>		
Ralph's	2700	43,278
Sav-On	2900	25,500
<i>subtotal</i>		68,778
<u> Retail</u>		
Corner Cleaners	2660 (M2)	2,042
Jenny Craig	2970 (K1)	2,000
Super Sports	2930 (K2)	4,973
SuperCuts	2920 (K6)	1,220
<i>subtotal</i>		10,235
<u> Restaurants</u>		
Open Sesame (was Reeds)	2640 (M1)	L 2,217
Sub Total Neighborhood Center		81,230
Freestanding Commercial		
<u> Retail</u>		
Great Earth Vitamins	3010 (S1)	1,106
See's Candies	3004 (S2)	1,216
Diane's Swimwear	(H1)	1,500
<i>subtotal</i>		3,822
<u> Restaurants</u>		
Coffee Bean & Tea Leaf	3008 (S3)	R 1,216
California Pizza Kitchen	3280 (J1)	L 5,750
China Grill	3282 (H2)	L 2,000
Koo Koo Roo	3294 (J2)	R 2,369
East Coast Bagel	3012 (S4)	R 1,106
<i>subtotal</i>		12,441
Sub Total Freestanding Commercial		16,263
Out Parcels - Commercial		
<u> Anchors</u>		
Cinema	3560 (X2)	17,500
Fry's		46,200
<i>subtotal</i>		63,700
<u> Commercial</u>		
US Bank	3300 (V)	5,000
Wells Fargo	3110 (U)	8,000
Bank of America	3016 (T)	7,650
Union Bank	2910 (R)	6,250
Citibank	2710 (Q)	4,661
Chase	2600 (P)	4,590
<i>subtotal</i>		36,151

CITYWIDE SURVEY OF EATING AND DRINKING ESTABLISHMENTS WITH ALCOHOL SERVICE

	Establishment	Address	Hours of Operation	Alcohol License	Resolution Nos. and Dates	Entertainment
1	Houston's Restaurant	1550 Rosecrans Ave.	6am-12am, Daily	Full Liquor	90-19 07/25/90	None
2	12th+Highland	304 12th Street	10am-12am, Sun-Thu 10am-1am, Fri-Sat	Full Liquor	87-36 12/08/87	Live Entertainment & Dancing
3	Kettle	1138 Highland Ave.	24 Hours Daily	Beer & Wine	83-06 01/11/83	None
4	Mr. Cecils California Ribs	1209 Highland Ave.	7am-11pm, Sun-Thu 7am-12am, Fri-Sat	Beer & Wine	99-09 04/14/99	None
5	Miki Sushi Gallery	2201 Highland Ave.	6am-10:30pm, Daily	Beer & Wine	03-10 5/14/03	None
6	Beach Pizza	3301 Highland Ave.	11am-12am, Sun-Thu 11am-1am Fri-Sat	Beer & Wine	84-31 07/24/84	None
7	The Local Yolk	3414 Highland Ave.	6am-12am, Daily	Beer & Wine	81-50 08/22/81 72-21 03/28/72	None
8	Sloopy's Beach Café	3416 Highland Ave.	Unspecified opening time, Closes by 9 pm	Beer & Wine	83-14 03/22/83	None
9	Four Daughters	3505 Highland Ave.	Unspecified opening time, Closes by 2am	Beer & Wine	82-32 10/12/82	None
10	Upper Manhattan Lounge	3600 Highland Ave.	No Limits Specified	Full Liquor	83-19 08/26/83	No more than 5 musicians. Live entertainment must stop by 1am
11	OB's Bar & Grill	3610 Highland Ave.	8am-2am, Daily	Full Liquor & Caterers	92-22 10/20/92	Live entertainment 8pm-1am Thu-Sat; 3pm-9pm Sun/Holidays No dancing
12	Pancho's	3615 Highland Ave.	2am (Rest, Bar, Lounge) 9pm (Deck)	Full Liquor	76-10 02/10/76	2 Musicians
13	The Beach Hut	3713 Highland Ave.	7am-1am, Daily	Beer & Wine	86-34 10/28/86	Live entertainment no later than 12:30am daily
14	Summers	3770 Highland Ave.	Unspecified opening time, Closes by 2am	Full Liquor	82-25 08/24/82	None
15	Baja Sharkeez	3801 Highland Ave.	9am-2am, Daily	Full Liquor	89-50 12/19/89	None

EXHIBIT B
 PC WA 6/23/2010

16	Beaches	117 Manhattan Beach Blvd.	10am-1am, Mon-Fri 8am-1am, Sat-Sun	Full Liquor	CC Reso. 5087 05/17/94 PC 243 05/14/69	Live Entertainment & Dancing
17	Manhattan Pizzeria	133 Manhattan Beach Blvd.	6am-2pm, Daily	Beer & Wine	CC Reso. 5175 06/20/95 86-38 12/09/86	None
18	Sharks Cove	309 Manhattan Beach Blvd.	7am-2am, Daily	Full Liquor	03-24 12/10/03	3 nonamplified musicians, no later than 12am
19	Hennesseys	313 Manhattan Beach Blvd.	11am-2am, Daily	Full Liquor	83-18 04/26/83	Live entertainment til 1:30am, Mon-Sun
20	Café Pierre	317 Manhattan Beach Blvd.	9am-1am, Daily	Full Liquor & Caterer's	94-20 07/13/94	2 entertainers til 1am Fri, Sat & 12am Sun
21	Fusion Sushi	1150 Morningside Dr.	9am-11pm Sun-Wed 7am-12am Thu-Sat	Beer & Wine	03-05 03/23/05	None
22	Pasta Pomodoro	401 Manhattan Beach Blvd.	7am-11pm, Mon-Sun	Beer & Wine	03-05 03/23/05	None
23	Sun & Moon Café	1131 Manhattan Ave.	6am-11pm, Sun-Thu 6am-12am, Fri-Sat	Beer & Wine	CC Reso. 5175 06/20/95	None
24	Memphis	1142 Manhattan Ave.	11am-11pm, Mon-Wed 11am-12am, Thu-Fri 7am-12am, Sat 7am-11pm, Sun	Full Liquor	99-20 07/28/99	"Kids Night" Mon 5pm-7pm
25	Katsu	302 Rosecrans Ave.	5pm-11pm Sun-Thu 5pm-12am Sat-Sun	Beer & Wine	02-11 03/27/02	None
26	Verandas	401 Rosecrans Ave.	7am-12am, Daily	Full Liquor	99-15 05/26/99	Entertainment/Dancing subject to permit
27	Tapa Meze Bar & Grill	1019 Manhattan Beach Blvd.	11:30am-3pm, Mon-Fri 5pm-12am, Sun-Thu 5pm-1am, Fri-Sat	Full Liquor	83-43 08/09/83	None
28	Grunions	1501 Sepulveda Blvd.	No Resolution	Full Liquor	No Resolution	
29	The Castle	2401 Sepulveda Blvd.	Unspecified opening time, Closes by 2am	Full Liquor	80-12 06/22/80	None
30	Cocos	2620 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
31	The Schooner	1120 22nd St.	No Limits Specified	Full Liquor	81-07 02/10/81	None
32	Residence Inn	1700 Sepulveda Blvd.	4pm-9pm, Daily	Beer & Wine	90-24 09/19/90	None

33	Open Sesame	2640 Sepulveda Blvd.	6am-2am, Daily	Beer & Wine	01-27 12/12/01	None
34	CA Pizza Kitchen	3280 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
35	China Grill	3282 Sepulveda Blvd.	6am-2am, Daily	Beer & Wine	01-27 12/12/01	None
36	Joeys Smokin BBQ	3564 Sepulveda Blvd.	6am-2am, Daily	Beer	01-27 12/12/01	None
37	Chili's	2622 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
38	Tin Roof Bistro	3500 Sepulveda Blvd.	11am-12am, Daily	Full Liquor	08-15 11/12/08 01-27 12/12/01	None
39	Lido Di Manhattan Beach	1550 Rosecrans Ave.	6am-2am, Daily	Full Liquor	90-30 10/10/90	None
40	Bristol Farms	1570 Rosecrans Ave. Suite H	7am-10pm, Daily	Beer & Wine & Off Sale General	90-29 10/10/90	None
41	Red Sesami	1571 Rosecrans Ave. Suite K	9am-12am, Daily	Beer & Wine	91-04 03/13/91	None
42	Samari Sams Grill	1572 Rosecrans Ave. Suite P	6am-12am, Daily	Beer & Wine	04-12 06/14/04	None
43	Rubios Baja Grill	2000 Sepulveda Blvd.	No Limits Specified	Beer & Wine	71-40 07/21/71	4 Video Games
44	Olive Garden	2610 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
45	Islands	3200 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
46	LA Food Show	3212 Sepulveda Blvd.	6am-2am, Daily	Full Liquor	01-27 12/12/01	None
47	Belamar Hotel	3501 Sepulveda Blvd.	Garden Room & Outdoor Patios: 9am-10pm, Sun-Thu 9am-11pm, Fri-Sat No Other Limits Specified	Full Liquor	91-08 04/23/91	None
48	El Sombrero #2	1157 Artesia Blvd. Suite B	11am-10pm, Daily	Beer & Wine	84-30 06/26/84	None
49	American Farmhouse Roadside Grill	350 Sepulveda Blvd.	8am-4pm, Sun-Mon 8am-9pm, Tue-Sat	Beer & Wine	78-44 10/10/78	None

50	El Tarasco	350 Sepulveda Blvd. #2	10am-11pm, Daily	Beer & Wine	05-03 01/26/05	None
51	Mr. Pockets	516 Sepulveda Blvd.	11am-2am, Daily	Full Liquor	90-04 01/23/90	Pool Tournaments
52	Back Home in Lahaina	916 Sepulveda Blvd.	11am-9pm, Mon-Thu 11am-11pm, Fri 8am-11pm, Sat 8am-8pm. Sun	Beer & Wine	00-38 12/13/00	None
53	Szechwan	924 Sepulveda Blvd.	Unspecified opening time, Closed by 12am, Sun-Thu Closed by 1am, Fri-Sat	Full Liquor	84-43 09/25/84	None
54	The Hanger Inn	1001 S. Aviation Blvd.	No Resolution	Beer	No Resolution	
55	Brooklyn Brick Oven Pizza	500 S. Sepulveda Blvd	6am-10pm, Sun-Thu 6am-12am, Fri-Sat	Beer & Wine	95-20 07/12/95	None
56	El Torito	600 S. Sepulveda Blvd.	11am-12am, Daily	Full Liquor	94-33 11/09/94	None
57	Versailles	1000 Sepulveda Blvd.	7am-10pm, Daily	Full Liquor	86-25 09/09/86	None
58	Sions	235 Sepulveda Blvd.	7am-10pm, Mon-Sun	Beer & Wine	86-15 05/13/86	None
59	Osho	913 Sepulveda Blvd.	No Resolution	Beer & Wine	No Resolution	
60	Thai Dishes	1015 Sepulveda Blvd.	11am-10:30pm, Daily	Beer & Wine	89-03 01/24/89	None
61	El Gringo	921 Sepulveda Blvd.	No Resolution	Beer & Wine	No Resolution	
62	Katsuya	1133 Highland Ave.	11:30am-2:30pm & 5:30pm-11pm, Sun-Thu 5:30pm-12am, Fri-Sat	Beer & Wine	84-55 11/13/84	None
63	Shellback	116 Manhattan Beach Blvd.	No Resolution	Full Liquor	No Resolution	
64	Rock N Fish	120 Manhattan Beach Blvd.	7am-12am, Sun-Thu 7am-1am, Fri-Sat	Full Liquor	99-04 02/10/99	None
65	Manhattan Brewing Company	124 Manhattan Beach Blvd.	7am-12am, Sun-Thu 7am-1am, Fri-Sat	Full Liquor	97-43 09/10/97	None
66	Mangiamo	128 Manhattan Beach Blvd.	11am-12am, Mon-Sat 8am-12am, Sun	Full Liquor	83-28 06/14/83	Maximum 3 musicians, nonamplified
67	Penny Lane	820 Manhattan Ave.	7am-10:30pm, Sun-Thu 7am-11:30pm, Fri-Sat	Beer & Wine	89-23 06/27/89	Nonamplified live music

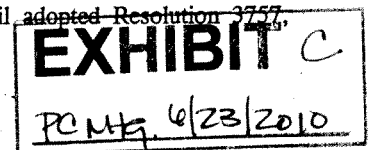
68	900 Manhattan Club/Sidedoor	900 Manhattan Ave.	11am-12 am, Mon-Thu 11am-1 am, Fri 9am-12am, Sat-Sun	Full Liquor	CC Reso. 5155 04/04/95	Live allowed on 2nd floor Dancing allowed on Fri/Sat nights
69	Mucho	903 Manhattan Ave.	No Limit	Full Liquor	CC Reso. 4108 01/03/84	11am-12am, Sun-Thu 11am-2am, Fri-Sat
70	Old Venice	1001 Manhattan Ave.	7am-11pm, Sun-Thu 7am-12am, Fri-Sat	Beer & Wine	07-09 06/25/07	None
71	El Sombrero	1005 Manhattan Ave.	7am-11pm, Sun-Thu 7am-12am, Fri-Sat	Beer & Wine	07-09 06/25/07	None
72	Fonzs	1017 Manhattan Ave.	9am-9pm, Sun 5:30am-10pm, Mon-Thu 5:30am-11pm, Fri-Sat	Full Liquor	01-04 02/14/01	None
73	Ercoles	1101 Manhattan Ave.	11am-2am, Daily	Full Liquor	85-32 11/12/85	None
74	Mama D's	1125 A Manhattan Ave.	6am-11pm, Sun-Thu 6am-1am, Fri-Sat	Beer & Wine	CC Reso. 5175 06/20/95	None
75	Wahoo's	1129 Manhattan Ave.	6am-11pm, Sun-Thu 6am-12am, Fri-Sat	Beer & Wine	CC Reso. 5312 02/18/97	None
76	Avenue	1141 Manhattan Ave.	11am-11pm, Sun-Thu 6am-12am, Fri-Sat	Full Liquor	02-28 08/28/02	None
77	Talia's	1148 Manhattan Ave.	7am-11pm, Sun-Wed 7am-12am, Thu-Sat	Full Liquor	01-24 11/28/01	None
78	Crème De La Crepe	1140 Highland Ave.	6am-10pm, Sun-Thu 6am-11pm, Fri-Sat	Beer & Wine	02-14 05/08/02	None
79	Simmzy's	229 Manhattan Beach Blvd.	6am - 11pm, Mon-Thu 6am-12am, Fri-Sat	Beer & Wine	03-20 01/22/03	None
80	Le Pain Quotidien	451 Manhattan Beach Blvd.	7am-7:30pm, Daily	Limited Beer & Wine	08-08 05/14/08	2 unamplified entertainiers
81	Shade Hotel	1221 Valley Drive	Lobby Bar- daily 5pm-11pm Courtyard Su-Th 6am-11pm F-Sat 6am-12am Roofdeck daily 6am-10pm	Full Liquor	02-18 07/10/02	2 unamplified entertainiers
82	Petro's	451 Manhattan Beach Blvd Suite B-110	6am-12 am, Sun-Thu 6am-1am, Fri-Sat	Full Liquor	06-20 12/13/06	2 unamplified entertainiers
83	Sashi	451 Manhattan Beach Blvd Suite D-126 1200 Morningside	6am-11pm, Sun-Thu 6am-12am, Fri-Sat	Full Liquor	02-18 07/10/02	2 unamplified entertainiers
84	El Forniao	1800 Rosecrans Ave. Unit F	6am-2am, Daily	Full Liquor	98-25 08/12/98	None
85	Vacant	200 Aviation Blvd Manhattan Triangle	6am-11pm, Daily	Beer & Wine	02-21 07/24/02	None

RESOLUTION PC 01-27

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AND HEIGHT VARIANCE FOR THE RENOVATION AND REMODELLING OF AN EXISTING ENCLOSED MALL AND PARKING LOT WITHIN THE MANHATTAN VILLAGE SHOPPING CENTER, LOCATED AT 3200 SEPULVEDA BOULEVARD AVENUE (MADISON MARQUETTE)

SECTION 1. The Planning Commission of the City of Manhattan Beach hereby makes the following findings:

- A. The Planning Commission of the City of Manhattan Beach conducted a public hearing on November 28, and December 12, 2001 to consider applications for a Master Use Permit and Variance on the property commonly known as the Manhattan Village Shopping Center. Said hearing was advertised pursuant to applicable law, testimony was invited and received.
- B. The subject shopping center property is legally described as Lots 1 - 23, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 2600 through 3562 Sepulveda Boulevard (3200 Sepulveda being the enclosed mall) and 1220 Rosecrans Avenue, in the City of Manhattan Beach. The project applicant and property owner is Madison Marquette.
- C. The project consists of the following: 1) conversion of approximately 16,000 square feet of food court area to retail area within the enclosed mall (square foot increase from 266,168 to 282,168 for enclosed mall and from 509,410 to 525,410 square feet for total center); 2) general remodel and refurbishment of enclosed mall, including roof and exterior architectural elements, these being maximum 34-foot high trellis features at north and south mall entrances, and a 38-foot high, 2,500 square foot clerestory skylight over fountain court; 3) re-striping of mall parking lots (including leased city-owned lot) to increase the number of large car versus compact parking spaces and bring all other compact spaces into conformity with stall dimensions; 4) provision of 4.1 per 1,000 gfa parking standard for entire shopping center; 5) construction and/or reconfiguring of traffic calming features along "Magnolia Way" private roadway located adjacent to the east property line, 6) construction/implementation of improvements or operational measures intended to address existing noise problems near the rear of the existing grocery/drug stores near the south end of the center and 7) future potential conversion of up to 13,005 square feet of existing retail or vacant space to restaurant.
- D. The Master Use Permit is required because the proposed actions would result in: 1) increase in leased square feet; 2) re-striping of parking lot and change in total number of parking spaces serving the site and 3) establishment of parking requirement of 4.1 parking spaces per 1,000 square feet gla. A Variance is required because proposed roof elements at two entries and above the fountain court exceed the applicable height limit of 22 feet.
- E. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
 1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.
 2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757,



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approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).

3. Subsequent use permits were approved for individual uses within the shopping center.
 4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the subject property.
 5. On (date) the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
 6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
- F. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center was a part. Mitigation measures were identified and adopted in several issue areas.
- G. An Initial Study has been prepared in compliance with the California Environmental Quality Act (CEQA) and City of Manhattan Beach CEQA Guidelines to determine whether the project would have adverse effects on the environment. The study concluded that the project would not have any significant adverse effects, and a Proposed Negative Declaration has been prepared that finds that the project will not have significant environmental effects. The Planning Commission has reviewed the Initial Study and approves the Negative Declaration together with comments received in the public hearing and finds that there is no substantial evidence that the project will have a significant effect on the environment. Any non-compliance with the City's Noise Ordinance will be addressed through proposed actions and implementation of appropriate conditions of approval.
- H. The project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- I. This Resolution, upon its effectiveness, constitutes the Master Use Permit for the project and replaces all previous site-wide (Ordinances 3685, 3757, City Council Resolution 5142 and Planning Commission PC 92-14) and individual land use approvals. This Resolution incorporates all relevant conditions of approval and operational requirements of all past approvals.
- J. Pursuant to Section 84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Use Permit application:
1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers, such as Manhattan Village, which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. The additional leased floor area will be devoted to retail uses, which are permitted by the existing Master Use Permit and underlying Community Commercial zoning district. The additional floor area will assist in attracting high-quality tenants, therefore helping to ensure the success of the renovation of the mall which is being undertaken concurrently with this project. Accordingly, the proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located.
 2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as the largest retail

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development in the City. The proposed addition of new retail area is consistent with Goal Number 4 of the Land Use Element, which is to support and encourage the viability of the commercial areas of Manhattan Beach and Goal Number 5, which is to encourage high quality, appropriate investment in commercial areas. The additional floor area will be within the enclosed mall in the Manhattan Village Shopping Center, is consistent with the existing uses of the site and other nearby commercial properties and is well within the maximum development capacity of the property. The proposed project is a significant upgrade of a major component of the city's retail environment, which will also by design, blend with the city's unique small beach town identity. The proposed modifications to the site's main parking lot will result in a more effective use of the parking supply. Therefore the project will not be detrimental to the public health, safety or welfare of persons residing or working 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. By attracting high quality tenants the project will ensure the success of the mall renovation, which is being undertaken concurrently with the floor area addition.

3. The additional floor area will be devoted to retail uses, which are permitted by the existing Master Use Permit for the center and underlying zoning district. The proposed renovation and remodel/floor area addition will comply with applicable performance and development standards with the exception of height (subject of an accompanying variance). Therefore the proposed use will comply with the provisions of Title 10 of the Municipal Code (Zoning Ordinance), I including any specific condition required for the proposed use in the CC zoning district in which it is located. standards including but not limited to containment of glare and noise in that the new area will
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties, which are a mix of commercial and residential uses. The additional proposed area will be located within the existing mall building footprint, and the proposed roof clerestory windows will be located sufficient distance (approximately 200 feet) and out of line-of-sight of the nearest residential use and therefore is not expected to cause any noise, glare or aesthetic visual impacts. The proposed conversion from food court and public seating areas to retail will not result in any significant traffic impacts, the project will provide adequate parking to serve the additional floor area and the parking lot re-striping to provide standard sized parking stalls will more effectively serve the center customers.

K. Pursuant to Section 84.060 B. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Variance application:

1. The project site is developed with a regional shopping center that is unique in that it is the largest retail building in the City. The project site, approximately 40 acres in size makes it one of the largest properties in the City. The site is appropriately zoned Community Commercial due to its size, variety of uses and market area. The increase in height for the specific roof and entry elements will define the character and aid access to the mall stores and will have no adverse impacts on adjoining properties. As such the absence of such architectural elements, due to an unusually constraining height limit would result in a peculiar hardship and difficulty for the property owner who seeks to renovate and improve the site.
2. The height of the existing anchor department stores at the north and south ends are approximately 40 feet tall and the central portion of the mall is approximately 27 feet tall. The current height limit for structures in the Community Commercial district is 22 feet, where the roof slope is less than 4: 12 (vertical rise to horizontal distance). The project proposes the construction of two new architectural elements at the existing flat-roofed north and south entrances to the mall, adjacent to the anchor department stores. These elements will be at a height of between 31.5 feet

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and 34 feet. In addition the project proposes to construct a new 2,500 square foot clerestory window/skylight feature on the mall roof approximately 38 feet above the ground, or 8 feet above the existing mall roofline. All of the new elements will be below the height of the existing anchor department store buildings. The new entrance elements will be adjacent to the taller department stores and will serve as a transition between them and the lower mall roofline.

The granting of the variance to allow the three roof elements will not be a substantial detriment to the public good, or impairment of affected natural resources, or be injurious to property or improvements in the vicinity of the site, or to the public health safety or general welfare in that the proposed roof/entry structures will not obstruct views or result in shadow impacts on surrounding properties, and there will be no new exterior lighting fixtures producing glare to nearby residential units.

3. The subject property is the largest single retail oriented development in the City. There are no other similar properties in the same zoning and area district. The additional height needed for these three minor structures is an integral part of the mall renovation. Therefore, approval of the application is consistent with the purposes of Title 10 of the City's Municipal Code and will not constitute a grant of special privilege inconsistent with limitations on other properties in the vicinity and in the same zoning area district.

Section 3. The Planning Commission of the City of Manhattan Beach hereby APPROVES the subject Master Use Permit and Variance subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The Master Use Permit is based upon the site area analysis and site plan dated November 28, 2001 as submitted by the applicant. (The site area analysis is attached hereto as Exhibit A). Said plans shall become part of the Master Use Permit and are incorporated herein by reference. All development must occur in strict compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and proposed site area analysis, except as provided in this approval shall require an amendment to the Master Use Permit.
2. *Lapse of Approval.* The Use Permit and Variance shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *Terms and Conditions are Perpetual.* These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit and Variance shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *Review.* At any time in the future, the Planning Commission or City Council may review the Use Permit for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
6. The applicant agrees, as a condition of approval of this project, to pay all reasonable

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legal and expert fees and expenses of the City of Manhattan Beach in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. The Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

Land Use

7. The land uses approved for the Manhattan Village Mall shall include:
 - a) Retail Sales;
 - b) Personal Services;
 - c) Personal Improvement Services;
 - d) Travel Services;
 - e) Food and Beverage Sales (including Grocery Stores);
 - f) Offices, Business and Professional;
 - g) Commercial Recreation and Entertainment (including Indoor Movie Theaters);
 - h) Banks, Savings and Loans; and,
 - i) Eating and Drinking Establishments (restaurants).
 - j) Uses identified as permitted (by right) in the underlying zoning district (CC) which are not included in this Master Use Permit shall be left to the discretion of the Planning Commission.
8. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CC) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted in this Resolution.
9. Upon submittal of any request for business license, or application for building permit, which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, the applicant shall provide a site-wide tenant space study, including detailed area breakdown subject to the review and approval of the Director of Community Development. The required space study shall be consistent in format, and information provided, with Exhibit A attached hereto. The information shall include tenant street addresses, existing and proposed tenants, and evidence that the proposed alteration / tenant will provide adequate on-site parking as required by applicable parking standard.
10. Under the provisions of this Master Use Permit the Shopping Center may convert up to 13,005 square feet of vacant, retail, or office space to restaurant use, for a total of 75,000 square feet gross leasable area of restaurant uses on the site. (75,000 square feet is the maximum restaurant square footage given an overall parking supply of 4.1 stalls per 1,000 square feet gla.) Conversion to restaurant uses in excess of 75,000 square feet will require amendment of the Master Use Permit.
11. Once there is a total of 68,000 square feet of restaurant usage on-site providing alcohol service (as specified in conditions 13 and 14), no additional restaurants may seek to provide full alcohol service without approval obtained in a duly noticed public hearing before the Planning Commission.

Eating and Drinking Establishments (Restaurants)

12. There shall be no drive-through service allowed in conjunction with any existing or proposed Eating and Drinking Establishment.
13. Any restaurant may provide service of beer and wine which is incidental to, and in conjunction with, the service of food provided that such use does not include full alcohol service or a retail bar, to a maximum area of 68,000 square feet site-wide as set forth in condition 11. This approval shall operate within all applicable State, County and City

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regulations governing the sale of alcohol. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject Master Use Permit.

14. Any existing restaurant currently providing beer and wine service may expand to provide full alcohol service without a public hearing if said restaurant maintains its current size. An existing restaurant currently providing beer and wine service shall not be able to expand to full alcohol service without a duly noticed public hearing if said restaurant:
 - (a) seeks to expand beyond its present square footage; and,
 - (b) if the 68,000 square foot limit described in condition No. 11 has been reached.
15. No outside cleaning of kitchen floor mats or shopping carts will be permitted on the site. All kitchen floor mats shall be cleaned in such a manner that the run-off wastewater drains only to a private sewer drain on the premises.
16. Restaurant uses, including the service of alcoholic beverages, shall be limited in their operation to the hours between 6:00 a.m. to 2:00 a.m., seven days a week.
17. Any entertainment proposed in conjunction with a restaurant use (with exception of background music, television and no more than 3 games or amusements) shall require approval obtained in a duly noticed public hearing before the Planning Commission; and, shall be required to obtain a Class I entertainment Permit consistent with the provision of Section 4.20.050 of the Manhattan Beach Municipal Code.

Site-wide Operational

18. Delivery activities to the businesses contiguous to residentially zoned and improved properties shall be limited to between 7:00 a.m. and 10:00 p.m. Monday through Friday and between 8:00 a.m. and 10:00 p.m. on Saturdays, Sundays and major holidays, including New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, and Christmas Day. Delivery operations shall be conducted in such a manner so as not to exceed applicable residential noise standards. The term "delivery activities" shall include, but not be limited to the presence of workers or delivery trucks at the business site even if not actual delivery work or unloading is being done. It shall also include vehicles or delivery equipment being started or idled, playing of radios, tape players or other devices, loud talking, and unloading of materials. Business delivery doors shall not be opened before hours of permitted deliveries as specified herein. Delivery vehicles shall park in designated commercial loading areas only and shall not obstruct designated fire lanes.
19. Landscaping and maintenance activities (including, but not limited to parking lot cleaning, grounds-keeping and outdoor equipment and shopping cart cleaning) shall occur in accordance with a Landscape Maintenance Plan ("The Maintenance Plan") approved by the Director of Community Development. The Maintenance Plan shall establish permitted hours of operation for specific maintenance activities and areas of the shopping center, based on compatibility with nearby land uses, both on and adjacent to the center.
20. All landscaping materials shall be maintained to the satisfaction of the Director of Community Development.
21. Routine trash collection on the entire site shall occur after 9:00 a.m. and before 10:00 p.m. Construction material trash collection activities (drop off and pick-up) shall be limited to hours of permitted construction as specified in the City's Noise Ordinance, or between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.

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limited to hours of permitted construction as specified in the City's Noise Ordinance, or between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.

22. All trash storage areas shall be screened, secured and maintained in a sanitary condition and all tenants/business owners shall take appropriate measures to prevent prohibited or undesirable activities as defined in the Municipal Code (Sec. 5.24.060) including but not limited to, scavenging, excessive accumulation of refuse, and allowing any portion of the property to become a breeding ground for flies, wild rodents or other pests. Trash storage areas shall be designated and bins shall be maintained within the designated areas.

Fire Department and Public Works

23. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities must be screened from public view and be either constructed within the building structure or in a screened enclosure subject to review and approval of the Public Works Department and Community Development Department.
24. There shall be no discharge of construction wastewater, building materials, debris or sediment from the site.
25. The applicant shall consider various SUSMP (Standard Urban Stormwater Mitigation Plan for Los Angeles County) measures and/or improvements as suggested by the Department of Public Works in its memorandum dated October 31, 2001 as determined to be relevant and reasonable based on the proposed construction.
26. The applicant shall replace displaced sidewalk adjacent to the site on Village Drive. All sidewalk, curb and gutter or driveway construction on public property shall be completed per Public Works Department specifications. (See Public Works Standard Plans ST1, ST-2, and ST-3.)
27. Backflow preventers for fire and domestic water services shall be installed per Public Works Department requirements.
28. Sandbags shall be placed around the construction site to prevent erosion from the site and street surface water from entering the site.
29. The applicant shall work cooperatively with the Fire Department to implement as feasible, several suggested improvements for public safety, including, but not necessarily limited to: 1) smoke evacuation (e.g. automated atrium window/clerestory opening system in fountain area); 2) addition of an additional standpipe for fire connection near the east passageway into the central mall area; 3) updating of existing mall fire alarm system; 4) activation of public address system currently in place for mall personnel and City Fire Department use; 5) upgrading fire/life safety components within individual mall tenant spaces as condition of occupancy as improvements occur (eventually bringing all tenant spaces into conformity), and 6) provision of pedestrian ramp or at-grade access at the rear of the mall to facilitate the safe removal of patients from that location.

Parking and Circulation

30. Minimum parking shall be provided at a ratio of 4.1 spaces per 1,000 square feet of gross leasable floor area (gla). A total of 2,154 parking spaces shall be provided for the development program shown on Exhibit A.
31. Prior to issuance of the mall remodeling permit, the applicant shall submit a detailed site-wide parking lot striping plan that shall comply with all applicable ADA (American

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Disabilities Act) requirements and that will result in a more effective parking supply. The parking layout shall be designed to 1) maximize available on-site space for parking; 2) convert compact to large-car stalls as shown on a plan dated October 25, 2001 prepared by Kaku Associates, Inc. and 3) increase the width of all other on-site compact spaces to 8.0 feet (located in the south sector of the center). The purpose of this condition is to provide a more efficient and effective on-site parking supply.

32. The minimum amount of parking required for the project shall be located on the subject site or may be located off-premise on a suitably located parcel. Project required parking shall not be located on the parcel of land owned by the City that is leased on a short-term basis to the applicant. The subject City parcel shall function as an "over flow" parking lot and not part of the required parking due to its location, several feet below the grade of and at the rear of the mall, away from the main public entrances. The applicant shall record a parking covenant to maintain required parking on an off-premise lot, subject to review and approval of the Director of Community Development.
33. Any deviation from the provisions of the approved parking plan, as established in the Master Use Permit (see condition 31), shall require review by the Planning Commission to determine if the proposed change necessitates an Amendment to the Master Use Permit.
34. Under the provisions of this Master Use Permit no action which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, which exceeds the total number of on-site parking spaces shall be approved without an amendment to the Master Use Permit.
35. Any action that alters the number of required parking spaces shall be reviewed by the Building Division of the Community Development Department for compliance with the requirements for disabled access parking. Such review shall include the number, size and location of disabled access parking spaces.
36. The applicant shall implement proposed traffic-calming measures as identified in the October 2001 Traffic and Parking Analysis prepared by the firm Kaku and Associates, Inc. prior to issuance of a Certificate of Occupancy for the new tenant space that replaces the food court. The applicant shall conduct a test of the proposed "neck-down" and a test of Alternative 2 (roadway with adjacent parking) to determine their effectiveness prior to their construction, subject to review and approval of the City of Manhattan Beach, Community Development Department and Fire Department.
37. All existing speed "bumps" shall be removed and no new speed bumps installed along "Magnolia Way", the private drive located at the rear of the mall. Stop signs may be implemented, subject to review and approval of the City Department of Community Development, Fire Department and Police Department. The applicant shall implement pedestrian safety improvements as determined by the Department of Community Development on the subject site at the intersection of "Magnolia Way" and "30th Way" where a pedestrian gate provides access to Manhattan Village homes (at the rear of 2970 Sepulveda Boulevard).

Signage

38. All permitted exterior signage existing as of the effective date of this permit shall be regarded as approved and consistent with the Master Use Permit. All new proposed signage shall conform to all applicable requirements of Title 10 of the Manhattan Beach Municipal Code. New signage shall be submitted as a Master Sign Program subject to the review and approval of the Planning Commission. Pursuant to the "Sepulveda Boulevard Development Guide" dated January 27, 1998, signs and sign copy should be compatible with their related buildings and not be crowded within their locations or backgrounds. Harsh plastic or illuminated backgrounds shall be avoided, and low

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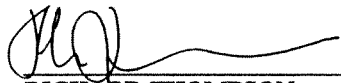
39. The applicant shall dedicate and convey to the city in fee simple title, a strip of land approximately 12.5 feet in width, running parallel to Marine Avenue, for a distance of approximately 178 feet from the property corner at Sepulveda Boulevard. This dedication, subject to review of the City Engineer, will facilitate a future widening of Marine Avenue to relieve traffic congestion on Marine Avenue adjacent to the project. The dedication will offset project-related debits that the City will incur in the County of Los Angeles Congestion Management Program. This condition shall be met prior to issuance of Certificate of Occupancy.
40. All outdoor mobile storage containers shall be permanently removed within six months of the date of this approval.
41. Noise emanating from the property shall be within the limitations prescribed by the City of Manhattan Beach Noise Ordinance and shall not create a nuisance to nearby property owners. This would include construction and activity hours (MBMC 5.48.060). See also condition #19 regarding Landscaping and Maintenance activity (MBMC 5.48.275). To reduce existing noise:
 - a) The applicant shall commission an acoustical engineering firm to study noise issues and recommend measures to bring the shopping center site into compliance with the City's Noise Ordinance, both in terms of applicable levels of noise, and nuisance noise as based on a "reasonable person" standard (the "Noise Study"). The Noise Study shall focus on the noise issues along the project site's easterly property line, adjacent to "RPD" zoned properties within the Manhattan Village residential community. Staff shall determine the parameters of the Noise Study, and the applicant shall bear the cost of the Noise Study and also fund a peer review performed by an acoustical engineer retained by the City of Manhattan Beach. The Noise Study and a noise reduction plan shall be completed and approved by the City prior to the issuance of a Certificate of Occupancy for the mall renovation. Noise reduction measures set forth in the Noise Study and noise reduction plan may include, but not necessarily be limited to, the installation of a sound wall as specified in Condition No. 41 (c). Construction and/or implementation of all noise reduction measures shall be completed no later than one year from the date of Master Use Permit approval.
 - b) To confirm that compliance with the City's Noise Ordinance is achieved, the applicant shall fund a noise monitoring program (the "Noise Monitoring Program"), whose implementation shall occur under the direction of an acoustical engineer retained by the City. The Noise Monitoring Program will consist of 24-hour noise measurements at the most affected locations identified in the Noise Study. The Noise Monitoring Program shall be implemented on a quarterly basis for minimally a one-year time period. The Noise Monitoring Program concludes once compliance with the City's Noise Ordinance is demonstrated for a period of four continuous quarters.
 - c) The applicant shall post a bond with the City in the amount of \$125,000 (one hundred twenty five thousand) for the cost to construct 640 lineal feet of a maximum 12-foot tall solid sound wall between the shopping center car gate and pedestrian gate located on the project site east property line to the rear of the grocery and drug stores. The construction shall include replacement of an existing open-wrought-iron fence on the east property line in the vicinity of the aforementioned pedestrian gate. The purpose of the bond is to ensure that minimally a sound wall or other recommended noise reduction measures will be constructed should such measures not be undertaken by the applicant in a timely fashion. The bond shall be subject to review by the City Attorney.


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42. A Traffic Management and Construction Plan shall be submitted in conjunction with the building plans, to be approved by the Police, Public Works and Community Development Departments prior to issuance of building permits. The plan shall provide for the management of all construction traffic during all phases of construction, including delivery of materials and parking of construction related vehicles. Driver-less vehicles blocking neighbors' driveways without written authorization, and overnight storage of materials in the roadway shall be prohibited. This plan may also regulate and limit the hours of construction deliveries on weekend mornings where such activities including driving, parking and loading/unloading in areas adjacent to residential uses.

I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of December 12, 2001 and that said Resolution was adopted by the following vote:

AYES: Kirkpatrick, Kuch, Milam, Ward,
Chairman Simon
NOES: None
ABSTAIN: None
ABSENT: None


RICHARD THOMPSON
Secretary to the Planning Commission


Sarah Boeschen
Recording Secretary

Manhattan Village Shopping Center Area Analysis

09/23/2003

<u>Tenant</u>	<u>Address/ Tenant Space</u>	<u>Permit No.</u>	<u>Area</u>	<u>Comments</u>
<i>Large Retail</i>				
Macy's Women's	3400		108,977	
Macy's Men/Home	3100		67,077	
Sub-Total			176,054	
<i>Mid Size Retail</i>				
Ralphs	2700		43,400	
Savon	2900		25,500	
Sub-Total			68,900	
<i>Small Retail</i>				
MV Florist	3292A		1,500	
South shell	3208	02-01929		owner work, 8,490 total
North shell	3212	02-01929		owner work, 8,500 total
Tommy Bahama	3208-A	02-00232	3,643	sign prmit 03-00992
Corner Bakery (see restar)	3208-B	02-04008		
Coach store	3208-C	03-01507	2,580	combined 2 spaces
LA Food Show (see restar)	3212-A			
vacant	3212-B		600	
MALL SHOPS				
T-Mobile	3200/A1	03-00721	1,910	gla from ti plan
Sam Goody Musicland	3200/A2		2,149	
Wolf Camera	3200/A4		1,074	
Secret to Beauty	3200/A5	03-01679	2,145	
Express/Ltd.	3200/A6		6,592	
Williams-Sonoma	3200/A9-A/10	01-06074	5,365	
Pottery Barn	3200/B1	02-00878	10,452	
Pottery Barn Kids	3200/B2	02-00879	7,291	
B. Dalton Bookseller	3200/C2		4,420	
Harry and David	3200/C3	02-02237	2,127	lease 2111
Lucy's	3200/C4	02-03085	2,200	lease 2,111
Baby Style	3200/C5	02-03187	2,158	lease plan 7/24/02
Ann Taylor Loft	3200/C8	01-05729	5,428	
Victoria's Secret	3200/C10		6,000	
Walking Store	3200/C12	03-00255	1,382	
Geri's Hallmark	3200/C14		3,021	
Matt & Allie	3200/C15	02-03656	1,637	lease plan/childrens store
Kiosk - Sunglass Hut	3200/C300	01-06172	216	gla: 18' x 12' lease lines
Gigi	3200/D3		955	
Lerner's	3200/D6		7,500	
Bath & Body	3200/D8		2,000	
Lady Foot Locker	3200/D9		1,709	
Francesca's Collection	3200/D10	03-00506	873	
Corner Cottage	3200/D11		582	
Origins	3200/D12		900	
Village Shoe Repair	3200/D13		309	not on 7/25/02 lease plan
Thee Cutlery	3200/E1		294	
Prestige Jewelers	3200/E2	03-02168	812	confirm gla
Dr. Stein Optometric	3200/E4		1,885	
Godiva Chocolatiers	3200/E3	02-02402	635	
Clair's Boutique	3200/E5		726	
White House/Black Market	3200/E6	02-01319	1,491	
Bombay Trading Company	3200/E8	02-01316	3,577	new location
Gap	3200/E10		8,431	
Chicos	3200/E14	02-02012	2,563	
Vacant	3200/E15			merged with E18 Talbots
Vacant	3200/E16			merged with E18 Talbots
Talbots	3200/E18	02-03266	6,401	gfa by permit
Great Earth Vitamins	3010		608	

Manhattan Village Shopping Center Area Analysis

09/23/2003

See's Candy	3004		1,216	
Jenny Craig	2970		2,000	
Super Sports	2930		4,973	
Supercuts	2920		1,220	
Fazio Cleaners	2660		2,042	
Sub-Total			127,592	
<i>Medical Office</i>				
Sub-Total			19,066	
<i>Financial/General Office</i>				
Haagen Building	3500		18,758	
Pacific Century Bank	3300		5,000	
Wells Fargo	3110		8,000	
Bank of America	3016		7,650	
Union Bank	2910		6,250	
Glendale Federal	2710		4,661	
Hawthorne Savings	2600		4,590	
Sub-Total			54,909	
<i>Theater</i>	3560			
Sub-Total			17,500	
<i>Restaurant</i>				
Surf City Squeeze	3564		1,210	no alcohol
Baja Fresh	3562		1,323	alcohol
Koo Koo Roo	3294		2,869	no alcohol
China Grill	3282		2,416	alcohol
California Pizza Kitchen	3280		7,250	alcohol
Islands	3200/D1		5,910	alcohol
Tacome restaurant	3200/B-3	02-01315	441	200 sf remote storage
L.A. Food Show	3212-A	02-04119	7,000	type 47 alcohol, outr dr din
East Coast Bagel	3012		1,406	no alcohol, outdoor dining
Coffee Bean & Tea Leaf	3008		608	no alcohol
Robeks	3000		1,106	no alcohol
Reed's Restaurant	2640	03-01717	2,217	alcohol
Chili's	2620-B	02-03363	6,520	type 47 alcohol
Coco's	2620		6,927	alcohol
Olive Garden	2610		8,500	alcohol
Corner Bakery	3208-B	02-04008	2,999	outdoor dining, no alcohol
Sub-Total			58,702	
TOTAL ACTUAL			522,723	
TOTAL PERMITTED BY MUP			525,410	
BALANCE REMAINING			2,687	

Parking for Total Actual:

522,723	@ 4.1/1000 =	2143
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Psomas Parking plan "As-built"
2,193 spaces, including 212 on

(1,981 on main lot)

Applicant: The Vintage Shoppe Corp.
Project: 3500 N. Sepulveda Blvd.
Contact: Ben Rogers, CFO (310) 822-1138

Revised
6/15/2010

Written Description:

The Vintage Shoppe will be a 913 square foot retail fine wine shop with a designated wine and beer sampling area. The Vintage Shoppe is currently located at 318 Culver Blvd, in Playa Del Rey where it has successfully operated since September of 2004. Despite the current location, Manhattan Beach residents have always been the core of The Vintage Shoppe's customer base. Therefore, The Vintage Shoppe expects moving to 3500 N. Sepulveda will provide a location for improved service to its current customers.

The Vintage Shoppe's focus is to be a center of education about the relationship of fine wine & beer and great food. While there are other businesses in Manhattan Beach that sell wine & beer, The Vintage Shoppe will be an improvement to the community by providing an upscale, welcoming, clean and ambient store where residents will come for wine, beer & food exploration and for its unparalleled selection of competitively priced wines, beers and gourmet pre-packaged food items. The hours of operation will be seven days a week, 9am to 10pm on Monday-Saturday, and 11pm to 8pm on Sundays.

The Vintage Shoppe will complement the retail uses in the area by providing a convenient and unique place for the local residents to acquire an extensive inventory of wine, beer, pre-packaged gourmet food and related items, such as glassware, and accessories, etc., which are not easily found elsewhere. The Vintage Shoppe offers over 300 labels of premium wines & beers, and a wide variety of gourmet food items like artisan cheeses, charcuterie, oils, vinegars, olives, nuts, baguettes and crackers. The store will provide the residents with a convenient new place to shop in a well-maintained facility. The store will have a positive influence on the local economy by providing jobs and retail tax revenue to the City of Manhattan Beach, as well as competitive pricing to the consumer.

The Vintage Shoppe does not sell cigarettes and products of abuse (such as 40 oz. of malt liquor, low-priced, screw-top fortified wines and pints or half-pints of spirits). The Vintage Shoppe's policies prohibit the use of video or pinball games, sales of pornographic videos and magazines, pay telephones, lottery tickets, newspaper stands and other items that would encourage loitering or minors patronizing the store (unlike some convenience stores). The Vintage Shoppe posts and maintains a professional quality sign stating "Stop you must be 21 to enter unless accompanied by an adult".

Wine Tasting

In order for the Vintage Shoppe to be a center of education about the relationship of fine wine, educational wine tasting will be offered in the store. The on-site wine tasting shall be conducted only in the designated area, as per the submitted floor plan and shall have no seating. The hours of wine tasting will be limited from 11 am to 9pm, Monday through Saturday, and 11am to 8pm, Sunday. Wine tasting shall be limited to a maximum of five (5) samples per person. Samples shall be poured only by store employees. Sampling shall be limited to patrons at least 21 years in age. These are the same operational restrictions for wine tasting at Ralph's in The Manhattan Village Shopping Center.

All of the aspects of The Vintage Shoppe are in conformance with the goals, policies, and objectives of the general and specific plans.

EXHIBIT D
PC MH, 6/23/2010



MASTER APPLICATION FORM

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Office Use Only
Date Submitted: 5/13/10
Received By: hik
F&G Check Submitted:

1500 North Sepulveda, Manhattan Beach, CA 90266
Project Address

Parcel 12 as shown on Parcel Map Number 12219 as per book 122 pages 33-35. APN 4138-020-014
Legal Description

Manhattan Village General Commercial / Community Commercial
General Plan Designation **Zoning Designation** **Area District**

For projects requiring a Coastal Development Permit, select one of the following determinations¹:

- | | |
|---|--|
| Project located in Appeal Jurisdiction | Project <u>not</u> located in Appeal Jurisdiction |
| <input type="checkbox"/> Major Development (Public Hearing required) | <input type="checkbox"/> Public Hearing Required (due to UP, Var., etc.) |
| <input type="checkbox"/> Minor Development (Public Hearing, if requested) | <input type="checkbox"/> No Public Hearing Required |

Submitted Application (check all that apply)

- | | |
|--|--|
| <input type="checkbox"/> Appeal to PC/PWC/BBA/CC _____ | <input type="checkbox"/> Use Permit (Residential) _____ |
| <input type="checkbox"/> Coastal Development Permit _____ | <input type="checkbox"/> Use Permit (Commercial) _____ |
| <input type="checkbox"/> Environmental Assessment _____ | <input checked="" type="checkbox"/> Use Permit Amendment _____ |
| <input type="checkbox"/> Minor Exception _____ | <input type="checkbox"/> Variance _____ |
| <input type="checkbox"/> Subdivision (Map Deposit)4300 _____ | <input type="checkbox"/> Public Notification Fee / \$65 _____ |
| <input type="checkbox"/> Subdivision (Tentative Map) _____ | <input type="checkbox"/> Park/Rec Quimby Fee 4425 _____ |
| <input type="checkbox"/> Subdivision (Final) _____ | <input type="checkbox"/> Lot Merger/Adjustment/\$15 rec. fee _____ |
| <input type="checkbox"/> Subdivision (Lot Line Adjustment) _____ | <input type="checkbox"/> Other _____ |

Fee Summary: Account No. 4225 (calculate fees on reverse)

Pre-Application Conference: Yes _____ No _____ Date: _____ Fee: _____
Amount Due: \$ 4,795 (less Pre-Application Fee if submitted within past 3 months)
Receipt Number: _____ Date Paid: _____ Cashier: _____

Applicant(s)/Appellant(s) Information

The Vintage Shoppe Corp.
Name

318 B Culver Blvd., Playa Del Rey, CA 90293
Mailing Address

Lessee
Applicant(s)/Appellant(s) Relationship to Property

Ben Rogers 310-822-1138 info@bigwino.com
Contact Person (include relation to applicant/appellant) **Phone number / e-mail**

318 B Culver Blvd., Playa Del Rey, CA 90293
Address

[Signature] 310-822-1138
Applicant(s)/Appellant(s) Signature **Phone number**

Complete Project Description- including any demolition (attach additional pages if necessary)

SEE ATTACHED DESCRIPTION

¹ An Application for a Coastal Development Permit shall be made prior to, or concurrent with, an application for any other permit or approvals required for the project by the City of Manhattan Beach Municipal Code. (Continued on reverse)

OWNER'S AFFIDAVIT

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

I/We 3500 Sepulveda, LLC, 13th & Crest Associates, LLC, 6220 Spring Associates, LLC being duly sworn, depose and say that I/we are the owner(s) of the property involved in this application and that the foregoing statements and answers herein contained and the information herewith submitted are in all respects true and correct to the best of my/our knowledge and belief(s).

[Signature]
Signature of Property Owner(s) – (Not Owner in Escrow or Lessee)

Mark Neumann - Authorized Agent

Print Name

880 Manhattan Beach Blvd., Suite 201, Manhattan Beach, CA 90266

Mailing Address

310-318-6190

Telephone

Subscribed and sworn to before me,
this _____ day of _____, 20____
in and for the County of _____
State of _____



Notary Public

Fee Schedule Summary

Below are the fees typically associated with the corresponding applications. Additional fees not shown on this sheet may apply – refer to current City Fee Resolution (contact the Planning Department for assistance.) Fees are subject to annual adjustment.

Submitted Application (circle applicable fees, apply total to Fee Summary on application)

Coastal Development Permit

Filing Fee (public hearing – no other discretionary approval required): \$ 4,275 
Filing Fee (public hearing – other discretionary approvals required): \$ 815 
Filing Fee (no public hearing required): \$ 560

Use Permit

Use Permit Filing Fee: \$ 5,200 
Master Use Permit Filing Fee: \$ 8,145 
Amendment Filing Fee: \$ 4,730 
Master Use Permit Conversion: \$ 4,080 



Variance

Filing Fee: \$ 4,925 

Minor Exception


Filing Fee (with notice): \$ 1,095 
Filing Fee (without notice): 547.50

Subdivision

Certificate of Compliance \$1,505
Final Parcel Map / Final Tract Map 585
Lot Line Adjustment or Merger of Parcels 1,010
Mapping Deposit (paid with Final Map application) 473
Quimby (Parks & Recreation) fee (per unit/lot) 1,817
Tentative Parcel Map (less than 4 lots / units) No Public Hearing 805
Tentative Parcel Map (less than 4 lots / units) Public Hearing 3,180** 
Tentative Tract Map (more than 4 lots / units) 3,770** 

Environmental Review (contact Planning Division for applicable fee)

Environmental Assessment: \$ 215
Environmental Assessment (if Initial Study is prepared): \$ 2,210
Fish and Game County Clerk Fee²: \$ 75

 Public Notification Fee applies to all projects with public hearings and covers the city's costs of envelopes, postage and handling the mailing of public notices. Add this to filing fees above, as applicable.

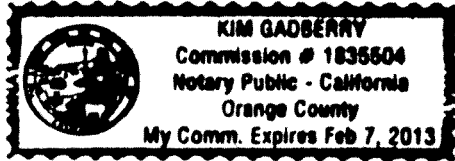
\$ 65

² Make \$75 check payable to LA County Clerk, (DO NOT PUT DATE ON CHECK)

State of California,
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 13
day of May, 2010, by Mark Neumann

proved to me on the basis of satisfactory evidence to be the
person(s) who appeared before me.



(Seal)

Signature Kim Gadberr



ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: May 12, 2010

APPLICANT INFORMATION

Name: THE VINTAGE SHOPPE CORP.

Contact Person: BEN ROGERS

Address: 3500 N. SEPULVEDA BLVD. STE A

Address: SAME

Phone number: 310-822-1138

Phone number: _____

Relationship to property: LESSEE

Association to applicant: CFO

PROJECT LOCATION AND LAND USE

Project Address: 3500 N. SEPULVEDA BLVD STE A

Assessor's Parcel Number: 4138-020-014

Legal Description: Parcel 12 as shown on Parcel Map Number 1214 AS PER BOOK 122 PAGES 33-35

Area District, Zoning, General Plan Designation: General Commercial / Community Commercial

Surrounding Land Uses:

North COMMERCIAL, INDUSTRIAL

West COMMERCIAL

South COMMERCIAL

East COMMERCIAL, RESIDENTIAL, PARKS

Existing Land Use: REGIONAL SHOPPING CENTER

PROJECT DESCRIPTION

Type of Project: Commercial Residential _____ Other _____

If Residential, indicate type of development (i.e.; single family, apartment, condominium, etc.) and number of units: _____

If Commercial, indicate orientation (neighborhood, citywide, or regional), type of use anticipated, hours of operation, number of employees, number of fixed seats, square footage of kitchen, seating, sales, and storage areas: _____

If use is other than above, provide detailed operational characteristics and anticipated intensity of the development: _____

Removed/

	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>	<u>Demolished</u>
Project Site Area:	<u>29,621</u>	<u>27,621</u>	<u>10,000 S.F. MIN</u>	_____
Building Floor Area:	<u>14,840</u>	<u>NO CHANGE</u>	_____	_____
Height of Structure(s)	<u>42 FEET</u>	<u>NO CHANGE</u>	_____	_____
Number of Floors/Stories:	<u>TWO</u>	<u>NO CHANGE</u>	_____	_____
Percent Lot Coverage:	<u>N/A</u>	<u>N/A</u>	_____	_____
Off-Street Parking:	<u>2,393</u>	<u>NO CHANGE</u>	_____	_____
Vehicle Loading Space:	<u>ONE</u>	<u>ONE</u>	_____	_____
Open Space/Landscaping:	<u>NO CHANGE</u>	<u>NO CHANGE</u>	_____	_____

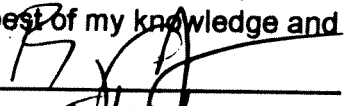
Proposed Grading:
 Cut _____ Fill _____ Balance _____ Imported _____ Exported _____

Will the proposed project result in the following (check all that apply):

- | <u>Yes</u> | <u>No</u> | |
|------------|-------------------------------------|--|
| _____ | <input checked="" type="checkbox"/> | Changes in existing features or any bays, tidelands, beaches, lakes, or hills, or substantial alteration of ground contours? |
| _____ | <input checked="" type="checkbox"/> | Changes to a scenic vista or scenic highway? |
| _____ | <input checked="" type="checkbox"/> | A change in pattern, scale or character of a general area? |
| _____ | <input checked="" type="checkbox"/> | A generation of significant amount of solid waste or litter? |
| _____ | <input checked="" type="checkbox"/> | A violation of air quality regulations/requirements, or the creation of objectionable odors? |
| _____ | <input checked="" type="checkbox"/> | Water quality impacts (surface or ground), or affect drainage patters? |
| _____ | <input checked="" type="checkbox"/> | An increase in existing noise levels? |
| _____ | <input checked="" type="checkbox"/> | A site on filled land, or on a slope of 10% or more? |
| _____ | <input checked="" type="checkbox"/> | The use of potentially hazardous chemicals? |
| _____ | <input checked="" type="checkbox"/> | An increased demand for municipal services? |
| _____ | <input checked="" type="checkbox"/> | An increase in fuel consumption? |
| _____ | <input checked="" type="checkbox"/> | A relationship to a larger project, or series of projects? |

Explain all "Yes" responses (attach additional sheets or attachments as necessary):

CERTIFICATION: I hereby certify that the statements furnished above and in attached exhibits present the data and information required for this initial evaluation to the best of my ability, and that the facts, statements, and information presented are true and correct to the best of my knowledge and belief.

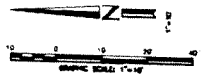
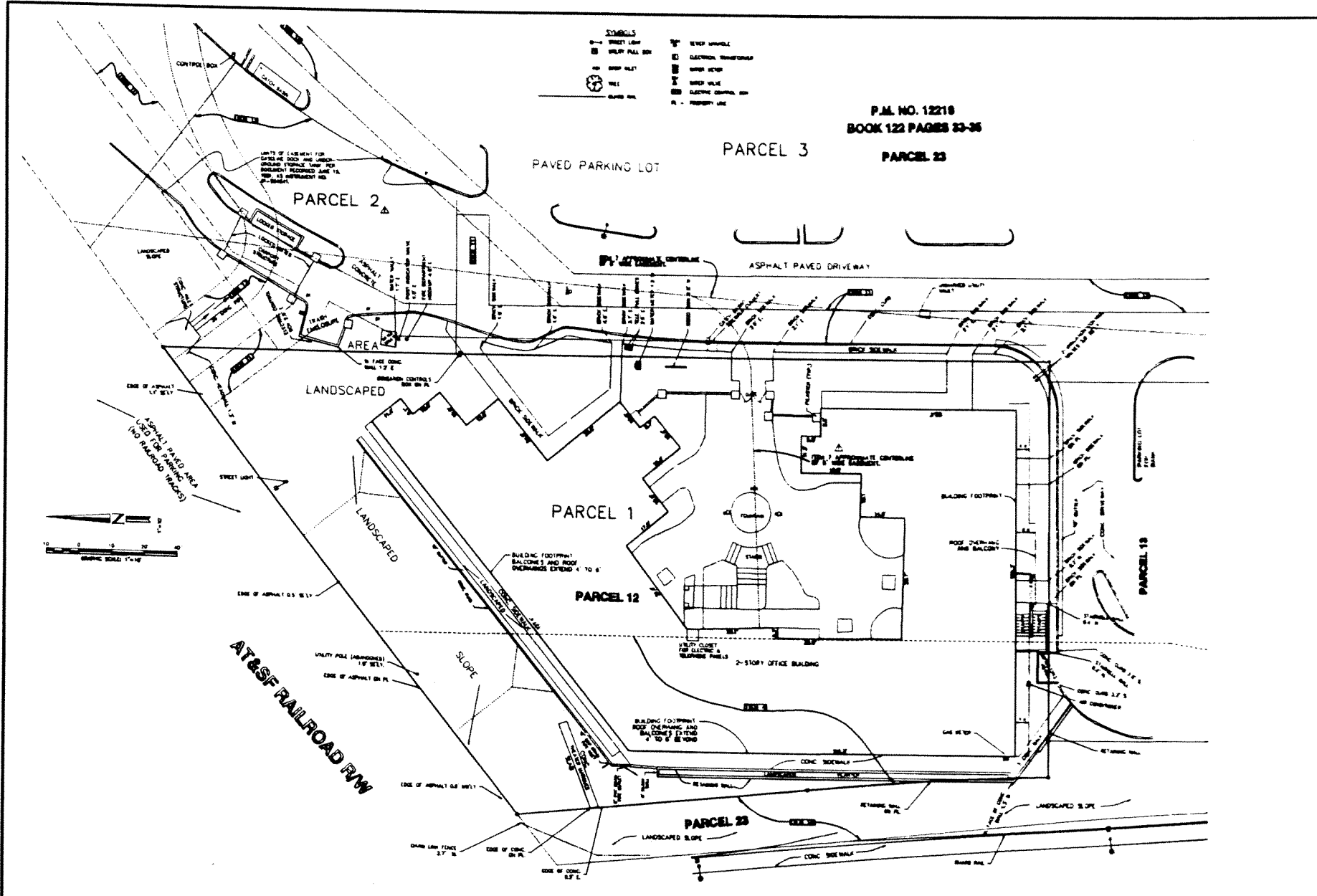
Signature:  Prepared For: _____

Date Prepared: 5/12/10

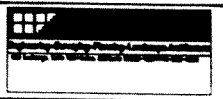
Revised 7/97

- SYMBOLS**
- STREET LIGHT
 - WIRE PULL BOX
 - △ WIRE PULL
 - WELL
 - WIRE MANHOLE
 - ELECTRICAL TRANSFORMER
 - WIRE STOP
 - WIRE VALVE
 - ELECTRICAL CONTROL BOX
 - PROPERTY LINE

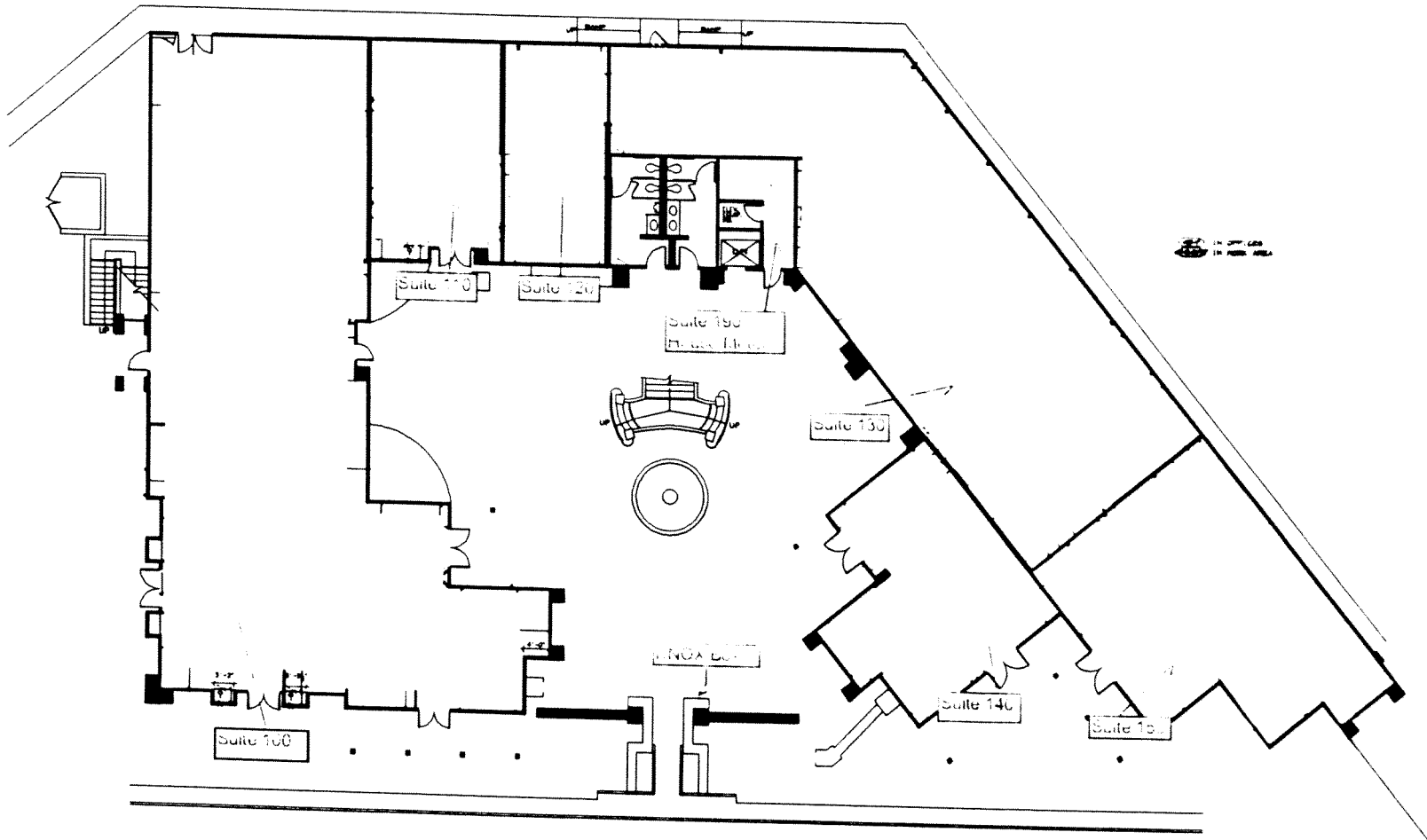
P.M. NO. 12218
 BOOK 122 PAGES 23-26
 PARCEL 23



NO.	DESCRIPTION	DATE



ALTA / ACSM LAND TITLE SURVEY		DATE OF SURVEY
FOR		NO. OF SHEETS
CENTER TRUST		2
MANHATTAN BEACH, CALIFORNIA		2



1 1ST FLOOR AS BUILT PLAN
SCALE 1/8"=1'-0"

SAA
 STRUCTURAL ARCHITECTS
 1000 BROADWAY
 10TH FLOOR
 NEW YORK, NY 10018
 TEL: 212 692 1000
 FAX: 212 692 1001
 WWW.SAA-NY.COM

PROJECT

3600 SEPULVEDA
 MANHATTAN BEACH, CA

ISSUE DATES

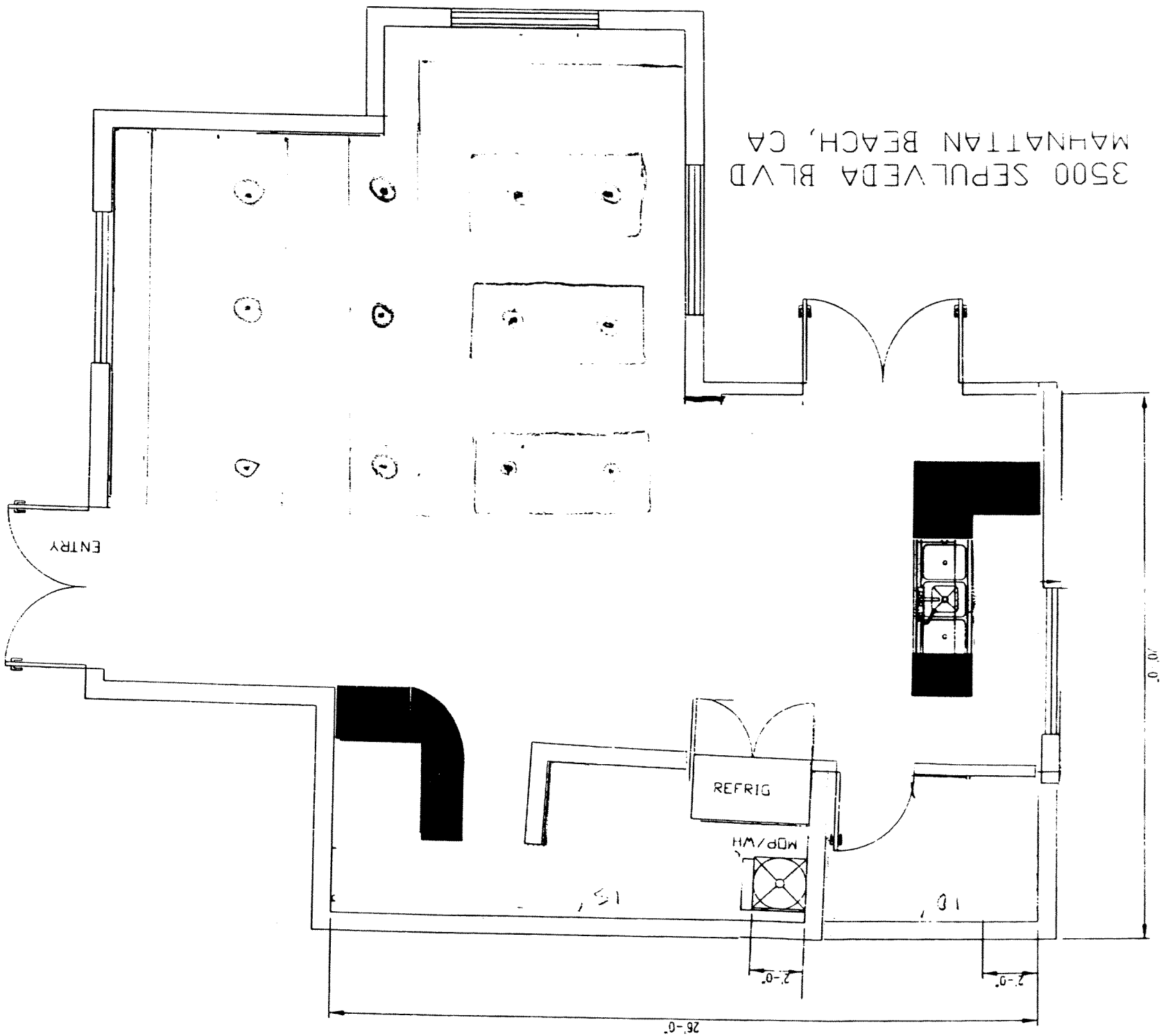
NO.	DATE	DESCRIPTION

DATE: 10/1/08
 DRAWN BY: J.T.
 PROJECT NO: 2008.1007
 SCALE: AS NOTED

SHEET TITLE
 1ST FLOOR
 AS BUILT PLAN

SHEET NO.
A

3500 SEPULVEDA BLVD
MANHATTAN BEACH, CA



MANHATTAN BEACH MUNICIPAL CODE EXCERPT REGARDING FINDINGS

APPLICANT: The Vintage Shoppe

PROJECT ADDRESS: 3500 N. SEPULVEDA BLVD.,
#140
MANHATTAN BEACH, CA 90266

1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located;

The proposed location and use is within a popular shopping center, containing a collection of retail operations. The offering of wine tasting within the proposed wine shop will be done in a responsible and professional manner, and in accord with all applicable regulations in the existing CUP and the Community Commercial Zone within District Area 2.

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 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;

The proposed use will not adversely affect the adjoining land uses or the growth and development of the area because the approval of the conditional use permit will simply allow area workers, visitors, nearby residents and tourists the opportunity to sample different wines prior to making a purchase. The proposed site is adequate to allow the full development of the proposed use in a manner not detrimental to the particular area or to health and safety as this use will be within a wine store, which has always operated in a conscientious and thoughtful manner.

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located; and The proposed use is within an existing and operating supermarket in the Manhattan Village complex and the operation is allowable within this Community Commercial Zone and under the General Plan.

4. The proposed use will not adversely impact nor 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.

Traffic generated by the proposed use will not impose an undue burden upon the streets and highways because the project is located within a large shopping center and will not interfere with the efficient use of the streets or highways. Modification of the Conditional Use Permit will not be detrimental to health and safety of the citizens of Manhattan Beach because the proposed wine tasting within the supermarket will be operated in a conscientious and thoughtful manner, always with sensitivity to any possible detrimental effect on the area. There will not be any substantial increase in the amount of noise, vibration or odors.

Applicant: The Vintage Shoppe Corp.
Project: 3500 N. Sepulveda Blvd.
Contact: Ben Rogers, CFO (310) 822-1138

Written Description:

The Vintage Shoppe will be a 913 square foot retail fine wine shop with a designated wine sampling area. The Vintage Shoppe is currently located at 318 Culver Blvd, in Playa Del Rey where it has successfully operated since September of 2004. Despite the current location, Manhattan Beach residents have always been the core of The Vintage Shoppe's customer base. Therefore, The Vintage Shoppe expects moving to 3500 N. Sepulveda will provide a location for improved service to its current customers.

The Vintage Shoppe's focus is to be a center of education about the relationship of fine wine and great food. While there are other businesses in Manhattan Beach that sell wine, The Vintage Shoppe will be an improvement to the community by providing an upscale, welcoming, clean and ambient store where residents will come for wine & food exploration and for its unparalleled selection of competitively priced wines and gourmet pre-packaged food items. The hours of operation will be seven days a week, 9am to 10pm on Monday-Saturday, and 11pm to 8pm on Sundays.

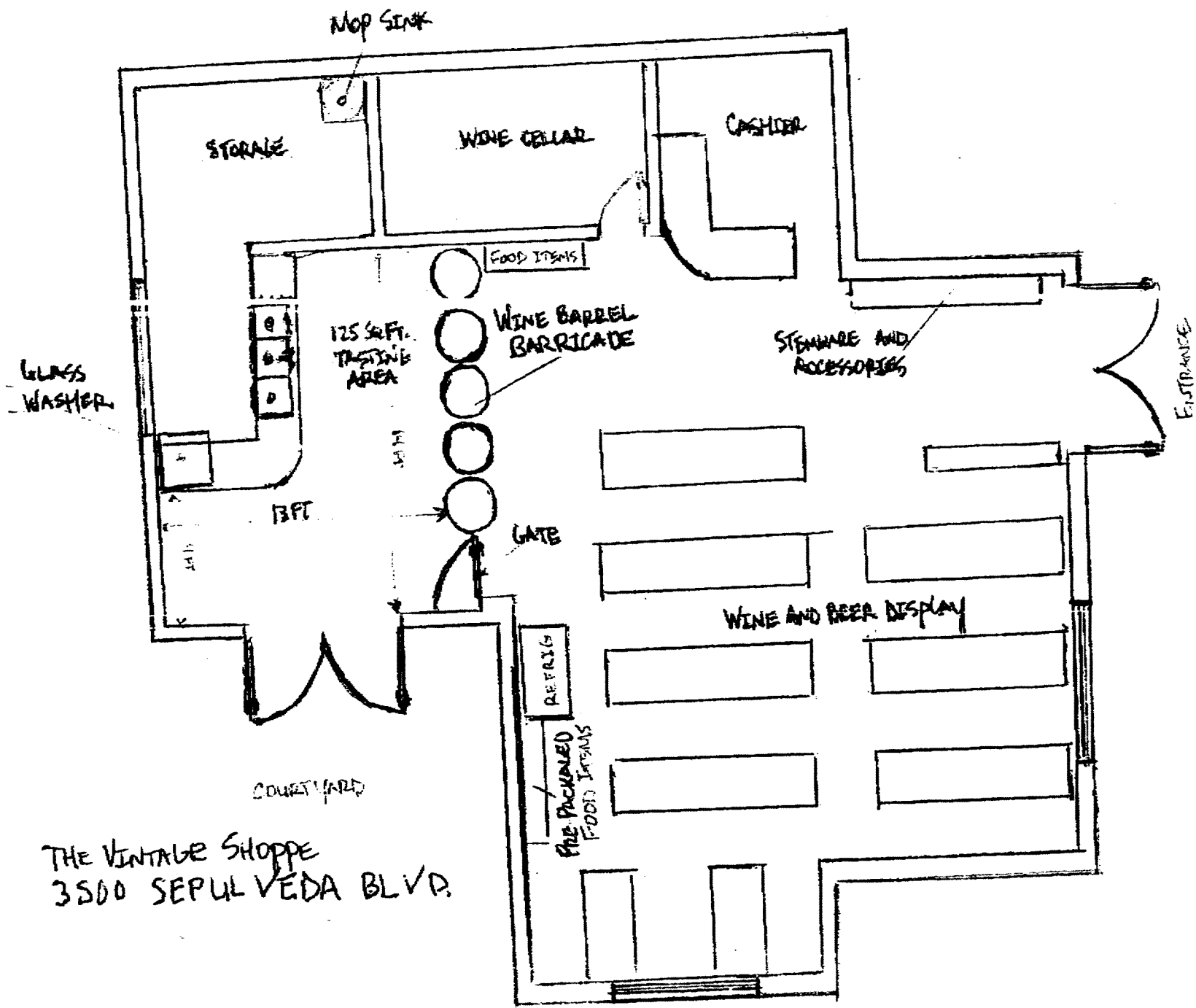
The Vintage Shoppe will complement the retail uses in the area by providing a convenient and unique place for the local residents to acquire an extensive inventory of wine, pre-packaged gourmet food and related items, such as glassware, and accessories, etc., which are not easily found elsewhere. The Vintage Shoppe offers over 300 labels of premium wines, and a wide variety of gourmet food items like artisan cheeses, charcuterie, oils, vinegars, olives, nuts, baguettes and crackers. The store will provide the residents with a convenient new place to shop in a well-maintained facility. The store will have a positive influence on the local economy by providing jobs and retail tax revenue to the City of Manhattan Beach, as well as competitive pricing to the consumer.

The Vintage Shoppe does not sell cigarettes and products of abuse (such as 40 oz. of malt liquor, low-priced, screw-top fortified wines and pints or half-pints of spirits). The Vintage Shoppe's policies prohibit the use of video or pinball games, sales of pornographic videos and magazines, pay telephones, lottery tickets, newspaper stands and other items that would encourage loitering or minors patronizing the store (unlike some convenience stores). The Vintage Shoppe posts and maintains a professional quality sign stating "Stop you must be 21 to enter unless accompanied by an adult".

Wine Tasting

In order for the Vintage Shoppe to be a center of education about the relationship of fine wine, educational wine tasting will be offered in the store. The on-site wine tasting shall be conducted only in the designated area, as per the submitted floor plan and shall have no seating. The hours of wine tasting will be limited from 11 am to 9pm, Monday through Saturday, and 11am to 8pm, Sunday. Wine tasting shall be limited to a maximum of five (5) samples per person. Samples shall be poured only by store employees. Sampling shall be limited to patrons at least 21 years in age. These are the same operational restrictions for wine tasting at Ralph's in The Manhattan Village Shopping Center.

All of the aspects of The Vintage Shoppe are in conformance with the goals, policies, and objectives of the general and specific plans.



THE VINTAGE SHOPPE
 3500 SEPULVEDA BLVD.

**CITY OF MANHATTAN BEACH
DEPARTMENT OF COMMUNITY DEVELOPMENT**

TO: See distribution below

FROM: Angela Soo, Executive Secretary
C/O Laurie Jester (Leon H.)

DATE: May 17, 2010

SUBJECT: Review Request for Proposed Project at:

**3500 N SEPULVEDA BLVD
Use Permit Amendment for The Vintage Shoppe**

The subject application has been submitted to the Planning Division. Please review the attached material(s) and provide specific comments and/or conditions you recommend to be incorporated into the draft Resolution for the project. Conditions should be primarily those which are not otherwise addressed by a City Ordinance.

If no response is received by **JUNE 2**, we will conclude there are no conditions from your department.

Comments/Conditions (attach additional sheets as necessary):

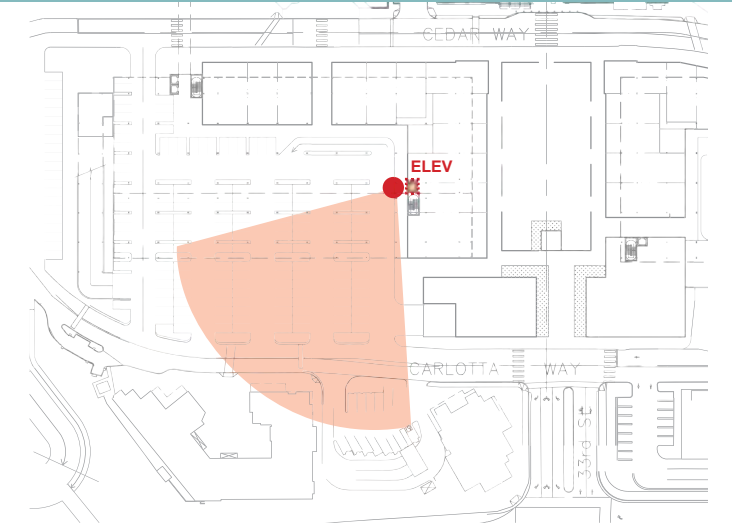
Applicant shall be aware that Sepulveda Blvd will be widened adjacent to the proposed business from 2012 through 2014. Applicant shall coordinate business operations with the street widening project. Jinton 5/19/10

<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Building Div.	<input type="checkbox"/> Yes / <input type="checkbox"/> No City Attorney
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Fire Dept	<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Police Dept.:
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Public Works (Roy)	<input type="checkbox"/> Traffic
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Engineering (Steve F)	<input checked="" type="checkbox"/> Detectives
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No Waste Mgmt (Anna)	<input checked="" type="checkbox"/> Crime Prevention
<input type="checkbox"/> Yes / <input type="checkbox"/> No Traffic Engr.(Erik)	

EXHIBIT E
PC Mtg. 4/23/2010

Attachment 2

HACIENDA VIEW

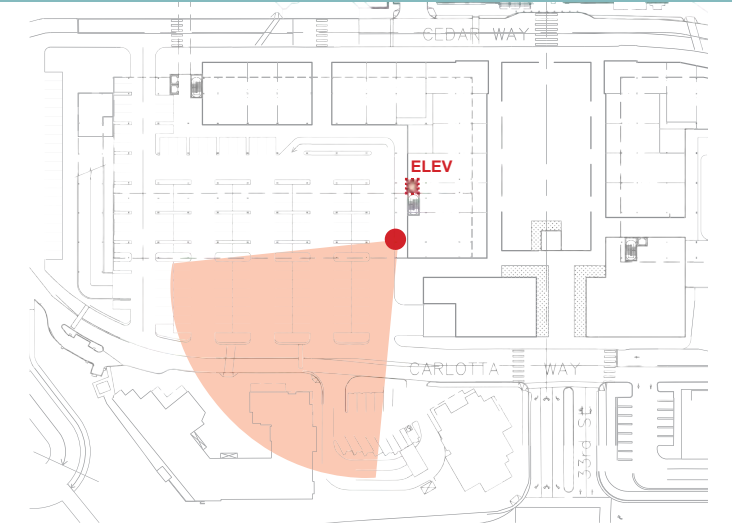


KEY PLAN



VIEW LOOKING WEST @ HACIENDA FROM ELEVATORS OF NORTH PARKING DECK

HACIENDA VIEW

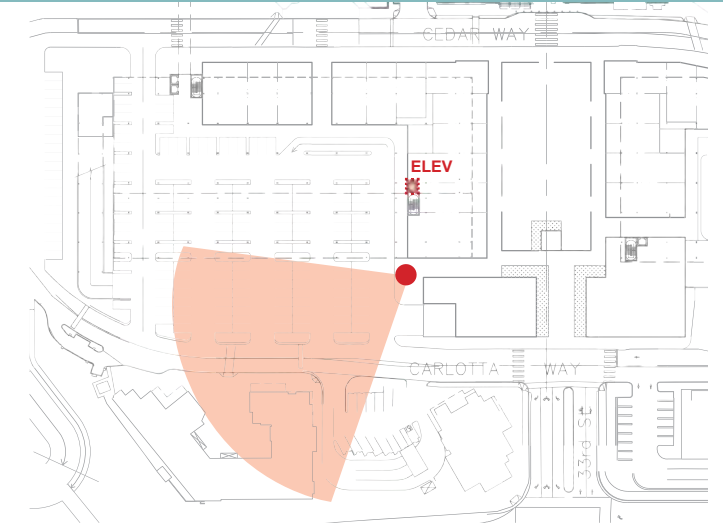


KEY PLAN



VIEW LOOKING WEST @ HACIENDA FROM INTERIOR ARCH OF NORTH PARKING DECK

HACIENDA VIEW



KEY PLAN



VIEW LOOKING WEST @ HACIENDA FROM CPK AND NORTH PARKING PASEO

Attachment 3

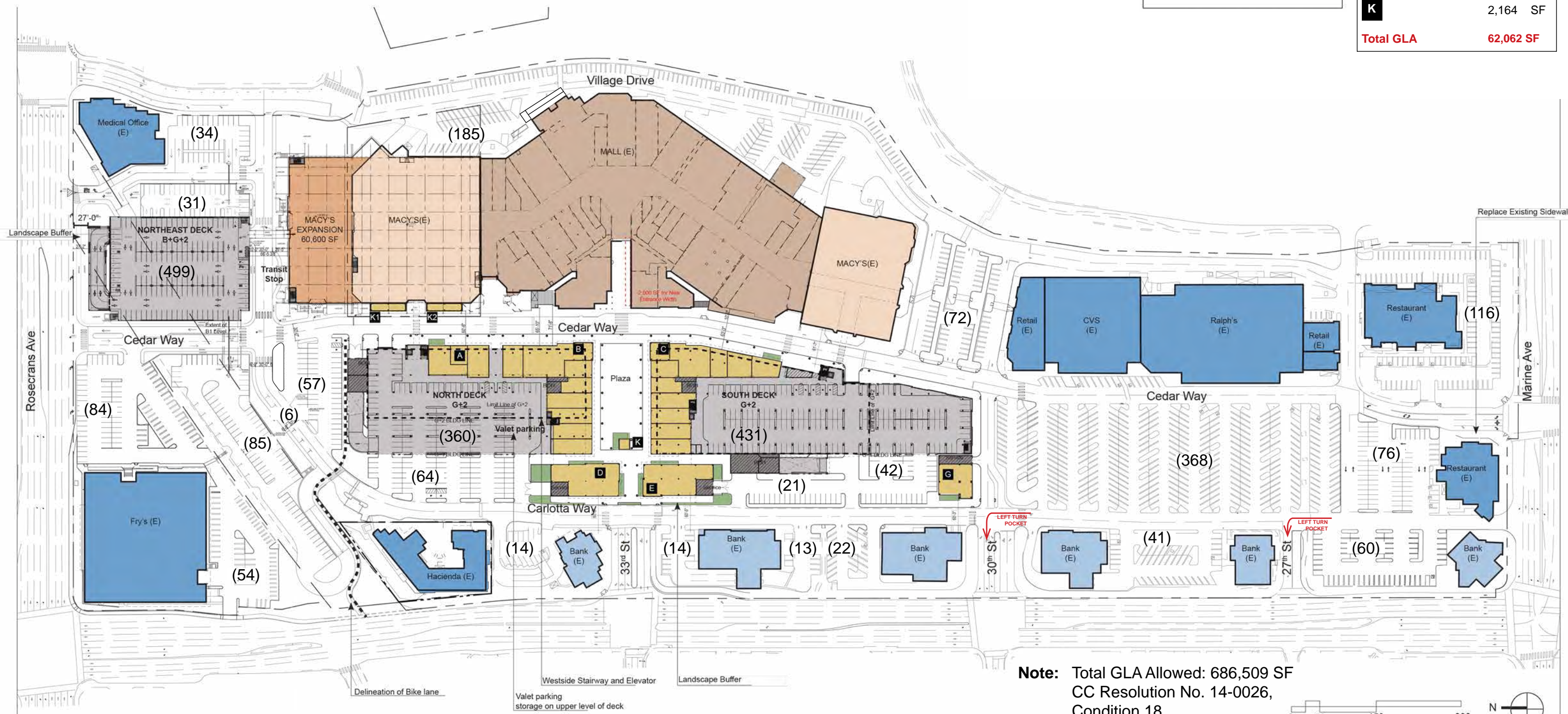
MVSC_ILLUSTRATIVE SITE PLAN

MVSC TOTAL Existing GLA	572,837 SF
Total Building Demo	(-41,342 SF)
Macy's Men's De-commissioned Area	(-7,656 SF)
Total Village GLA+K1+K2	62,062 SF
Macy's Expansion	60,000 SF
MVSC Total GLA	645,901 SF

MVSC Required Parking @ 4.10	2,653
MVSC Actual Parking/ Plan	2,726
MVSC Parking Ratio	4.22

Total Village GLA	62,062 SF
Demo CPK Bldg (J1,J2,H1,H2)	(-13,955) SF
Net New GLA	48,107 SF
Allowable Net New GLA	50,000 SF

Village Components GLA	
A	5,394 SF
B	18,298 SF
C	19,841 SF
D	5,938 SF
E	7,114 SF
G	3,313 SF
K	2,164 SF
Total GLA	62,062 SF



Note: Total GLA Allowed: 686,509 SF
 CC Resolution No. 14-0026,
 Condition 18



Attachment 4

**TRAFFIC STUDY
FOR
MANHATTAN VILLAGE SHOPPING CENTER
MANHATTAN BEACH, CALIFORNIA**

May 2012

Prepared for:

CITY OF MANHATTAN BEACH

Prepared by:

GIBSON TRANSPORTATION CONSULTING, INC.
523 W. 6th Street, Suite 1234
Los Angeles, California 90014
(213) 683-0088

in association with

FEHR & PEERS
201 Santa Monica Boulevard, Suite 500
Santa Monica, California 90401
(310) 458-9916

Ref: J1106

TABLE 6
 COMPONENT I STAGE 1 PROPOSED PROJECT TRIP GENERATION
 MANHATTAN VILLAGE SHOPPING CENTER, MANHATTAN BEACH

Component I Land Use Changes	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center (add 28,756 net new GLA) [a]	820	538 ksf	20,272	254	162	416	962	1,002	1,964	1,330	1,228	2,558
Less: Existing Shopping Center	820	509 ksf	(19,560)	(245)	(157)	(402)	(928)	(965)	(1,893)	(1,283)	(1,185)	(2,468)
New Trips			712	9	5	14	35	36	71	47	43	90
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			712	9	5	14	35	36	71	47	43	90

Added Remaining Land Uses	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [a]/[b]	863	46 ksf	2,081	49	29	78	161	214	375	223	210	433
Existing Cinema [a]	445	1042 seats	1,876	0	0	0	30	53	83	68	26	94

Component I Stage I Net New Trips	Daily	A.M. Peak Hour	P.M. Peak Hour	Saturday Midday
		In	Out	Total
	712	9	5	14
		35	36	71
		47	43	90

Cumulative Stage I Trips	Daily	A.M. Peak Hour	P.M. Peak Hour	Saturday Midday
		In	Out	Total
	712	9	5	14
		35	36	71
		47	43	90

Notes:
 [a] Source: Trip Generation, 8th Edition, Institute of Transportation Engineers, 2008
 [b] Source: Empirical data based on counts taken on April 14 and 16, 2011

TABLE 7
 COMPONENT I STAGES 1 AND 2 PROPOSED PROJECT TRIP GENERATION
 MANHATTAN VILLAGE SHOPPING CENTER, MANHATTAN BEACH

Component I Land Use Changes	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center (add 31,244 GLA) [a]	820	569 ksf	21,029	262	168	430	1,000	1,040	2,040	1,380	1,274	2,654
Less: Existing Shopping Center	820	538 ksf	(20,272)	(254)	(162)	(416)	(962)	(1,002)	(1,964)	(1,330)	(1,228)	(2,558)
New Trips			757	9	5	14	37	39	76	50	46	96
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			757	9	5	14	37	39	76	50	46	96

Added Remaining Land Uses	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [a]/[b]	863	46 ksf	2,081	49	29	78	161	214	375	223	210	433
Existing Cinema [c]/[a]	445	1042 seats	1,876	0	0	0	30	53	83	68	26	94
Component I Stage II Net New Trips			757	9	5	14	37	39	76	50	46	96

Cumulative Component I Trips	Daily	A.M. Peak Hour	P.M. Peak Hour	Saturday Midday
	1,469	17	11	28
		72	75	147
		97	89	186

Notes:
 [a] Source: Trip Generation, 8th Edition, Institute of Transportation Engineers, 2008
 [b] Source: Empirical data based on counts taken on April 14 and 16, 2011

TABLE 8
 COMPONENT II PROPOSED PROJECT TRIP GENERATION
 MANHATTAN VILLAGE SHOPPING CENTER, MANHATTAN BEACH

Component II Land Use Changes	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center (add 50,000 GLA) [a]	820	617 ksf	22,151	275	176	450	1,054	1,098	2,152	1,453	1,342	2,795
Less: Component I Existing Shopping Center	820	569 ksf	(21,029)	(262)	(168)	(430)	(1,000)	(1,040)	(2,040)	(1,380)	(1,274)	(2,654)
New Trips			1,122	12	8	20	55	57	112	73	68	141
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			1,122	12	8	20	55	57	112	73	68	141
Less: Existing Cinema [a]/[a]	445	1042 seats	(1,876)	0	0	0	(30)	(53)	(83)	(68)	(26)	(94)
Total remaining Trips:			(754)	12	8	20	25	4	29	6	41	47

Added Remaining Land Use	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [a]/[b]	863	46 ksf	2,081	66	39	105	233	268	501	361	316	677

Component II Net New Trips			(754)	12	8	20	25	4	29	6	41	47
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Component I + II Total New Trips			715	29	19	48	97	79	176	103	131	233
----------------------------------	--	--	-----	----	----	----	----	----	-----	-----	-----	-----

Notes:
 [a] Source: Trip Generation, 8th Edition, Institute of Transportation Engineers, 2008
 [b] Source: Empirical data based on counts taken on April 14 and 16, 2011

Attachment 5

**ADDENDUM TO THE
ENVIRONMENTAL IMPACT REPORT**

FOR

**MANHATTAN VILLAGE SHOPPING CENTER
ENHANCEMENT PROJECT**

Prepared for

City of Manhattan Beach

December 2016

Prepared by

**Community Development Department
City of Manhattan Beach**

Prepared and Considered:

Director of Community Development – Marisa Lundstedt – December 14, 2016

Appendix A

Traffic Memorandum



**TABLE 2
PROJECT TRIP GENERATION COMPARISON
MANHATTAN VILLAGE SHOPPING CENTER, MANHATTAN BEACH**

EIR LAND USE PLAN TRIP GENERATION

Components I and II Land Use	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center [a]	820	617 ksf	22,163	275	176	451	1,055	1,098	2,153	1,454	1,343	2,797
Less: Existing Shopping Center	820	509 ksf	(19,557)	(245)	(157)	(402)	(928)	(965)	(1,893)	(1,283)	(1,185)	(2,468)
New Trips			2,606	30	19	49	127	133	260	171	158	329
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			2,606	30	19	49	127	133	260	171	158	329

Other Remaining Land Uses	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [b]	863	46 ksf	2,081	66	39	105	233	268	501	361	316	677
Existing Cinema [a]	445	(1042) seats	(1,876)	0	0	0	(30)	(53)	(83)	(68)	(26)	(94)

EIR Net New Trips			730	30	19	49	97	79	177	104	132	235
--------------------------	--	--	------------	-----------	-----------	-----------	-----------	-----------	------------	------------	------------	------------

APPROVED PROJECT TRIP GENERATION

Land Use	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center [a]	820	607 ksf	21,917	272	174	446	1,043	1,085	2,128	1,438	1,328	2,766
Less: Existing Shopping Center	820	509 ksf	(19,557)	(245)	(157)	(402)	(928)	(965)	(1,893)	(1,283)	(1,185)	(2,468)
New Trips			2,360	27	17	44	115	120	235	155	143	298
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			2,360	27	17	44	115	120	235	155	143	298

Other Remaining Land Uses	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [b]	863	46 ksf	2,081	66	39	105	233	268	501	361	316	677
Existing Cinema [a]	445	(1042) seats	(1,876)	0	0	0	(30)	(53)	(83)	(68)	(26)	(94)

Approved Project Net New Trips			484	27	17	44	85	66	152	87	117	204
---------------------------------------	--	--	------------	-----------	-----------	-----------	-----------	-----------	------------	-----------	------------	------------

Difference (EIR-Approved Project)			(246)	(3)	(2)	(5)	(12)	(13)	(25)	(16)	(15)	(31)
--	--	--	--------------	------------	------------	------------	-------------	-------------	-------------	-------------	-------------	-------------

UPDATED PLAN TRIP GENERATION

Land Use	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Shopping Center [a]	820	600 ksf	21,757	270	173	443	1,035	1,077	2,112	1,427	1,318	2,745
Less: Existing Shopping Center	820	509 ksf	(19,557)	(245)	(157)	(402)	(928)	(965)	(1,893)	(1,283)	(1,185)	(2,468)
New Trips			2,200	25	16	41	107	112	219	144	133	277
Less: Pass-By credit		0%	0	0	0	0	0	0	0	0	0	0
Net Trips From Expanded Center			2,200	25	16	41	107	112	219	144	133	277

Other Remaining Land Uses	ITE#	Size	Daily	A.M. Peak Hour			P.M. Peak Hour			Saturday Midday		
				In	Out	Total	In	Out	Total	In	Out	Total
Existing Fry's Electronics [b]	863	46 ksf	2,081	66	39	105	233	268	501	361	316	677
Existing Cinema [a]	445	(1042) seats	(1,876)	0	0	0	(30)	(53)	(83)	(68)	(26)	(94)

Updated Plan Net New Trips			324	25	16	41	77	58	136	77	107	183
-----------------------------------	--	--	------------	-----------	-----------	-----------	-----------	-----------	------------	-----------	------------	------------

Difference (Approved Project-Updated Plan)			(160)	(2)	(1)	(3)	(8)	(8)	(16)	(11)	(10)	(21)
---	--	--	--------------	------------	------------	------------	------------	------------	-------------	-------------	-------------	-------------

Notes:
[a] Source: *Trip Generation, 8th Edition*, Institute of Transportation Engineers, 2008
[b] Source: Empirical data based on counts taken on April 14 and 16, 2011

Attachment 6

MANHATTAN VILLAGE DEVELOPMENT AREA COMPARISON

..... DEVELOPMENT AREA

ILLUSTRATIVE
SITE PLAN
AUGUST 8, 2017

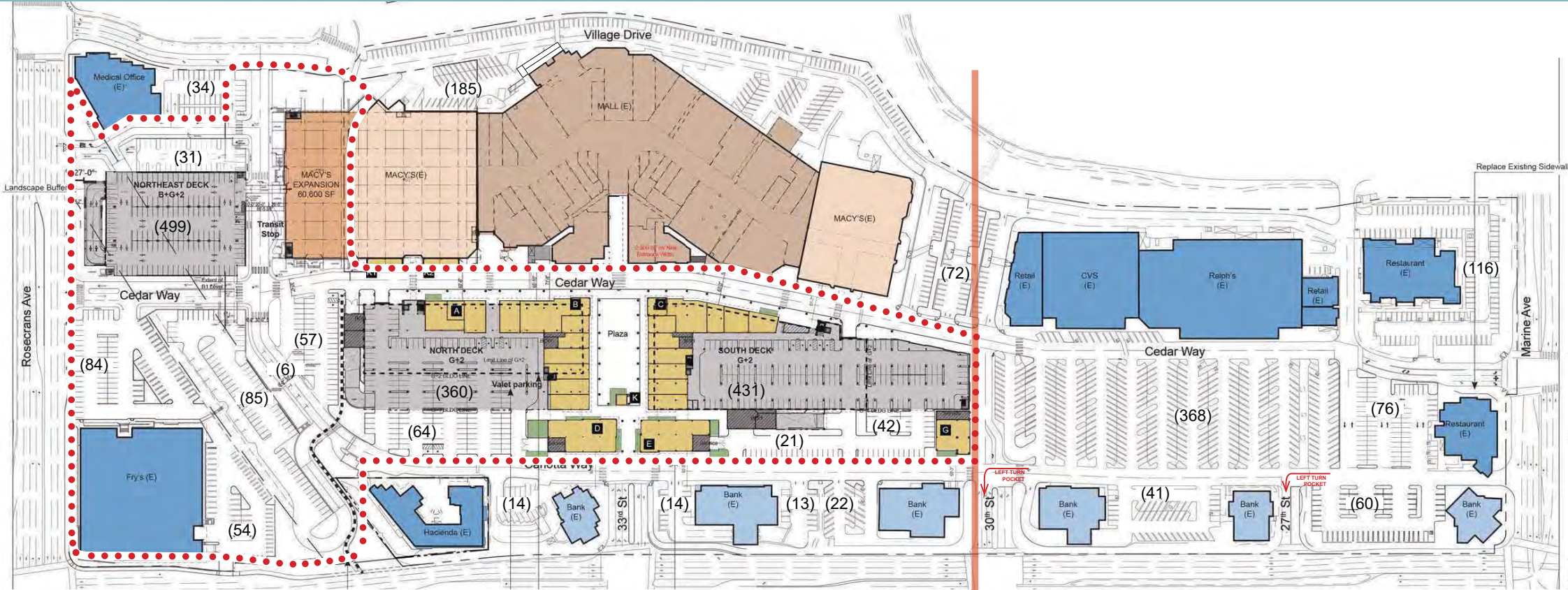
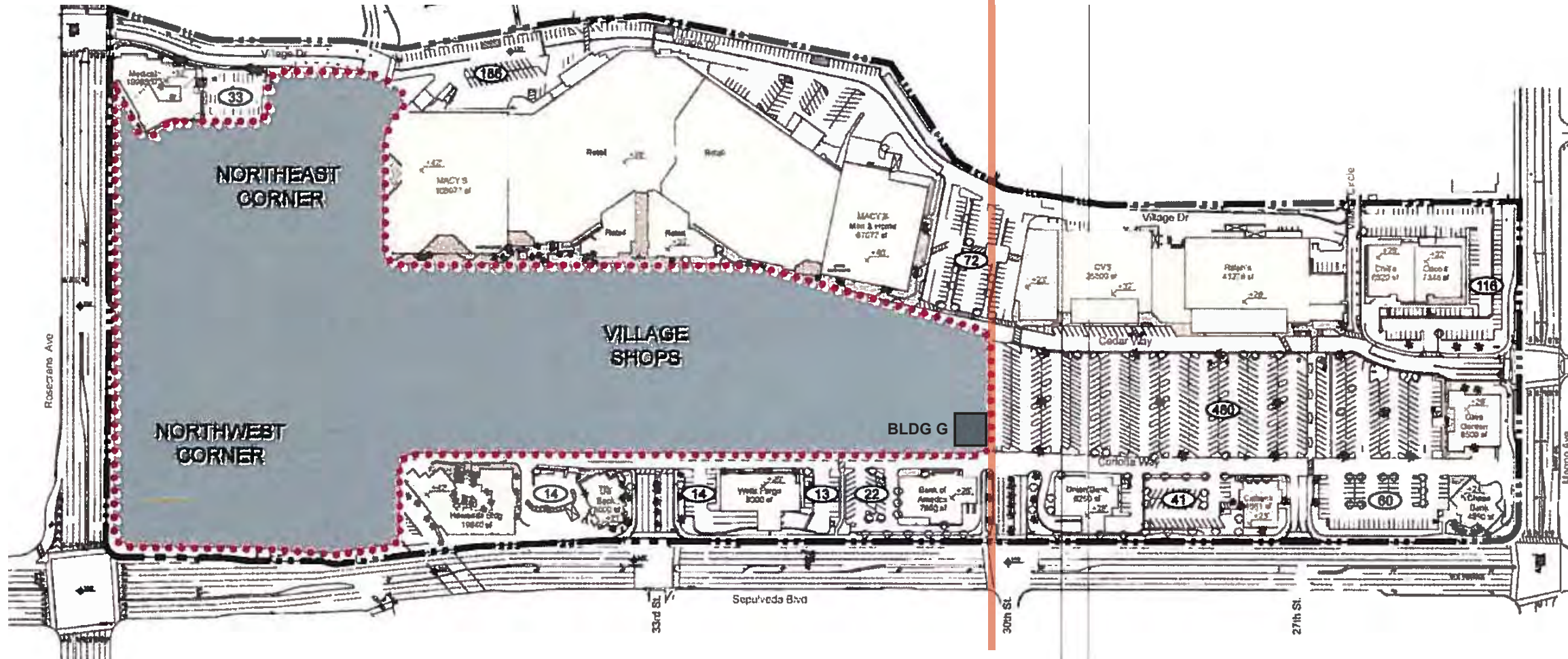


FIGURE II-4
DEVELOPMENT
AREA DRAFT EIR



City Council of Manhattan Beach

I am writing in opposition to the proposed council action to appease and benefit ATT by putting unsightly attachments and exterior 6' vaults to our lamppost on 5th and Manhattan Ave. Residents endured and paid for undergrounding and as a result Manhattan Ave from 1st to 8th is one of the most open and line free streets in the city. Why are we even considering this ATT giveaway (even if they are paying) when there are alternatives called Verizon. Let ATT come up with a technical answer and not add blight.

I also take objection to notice. Residents received notice on August 5 for the first time. Input to staff is due August 7. Review of staff output on or around August 10 and council on August 15. Give us a break. Is this an ATT/city planning/Council collusion to ram it through when many are on vacation. This proposed action of the city does not meet any concept of community input given the timetable. We will need time to seek council, organize a community input, and give meaningful alternative input to this ATT giveaway.

Hopefully the city council will understand our concern with this proposal. If you did a survey of affected Manhattan Beach Residents, not outside Strand walkers, we have resolved the problem by not using ATT. The city should not be in the business of causing blight along the Manhattan Beach coast to financially benefit ATT.

Thank you

John and Karen Russo

421 and 415 Manhattan Ave. Manhattan Beach

Unfair short timeline
- opens risk of future encroachment
- could lower aesthetics + property values
- EMT^{aesthetic}

PETITION

Please sign Now.
due Wed. 8th am

Petition to oppose adding ATT mast appendage to light pole at 5th and Manhattan Ave and 6' exterior vault container to surface below lightpole.

You can also further our effort by emailing City council and City Manager at CITYCOUNCIL@CITYMB.INFO cm@citymb.info We have a very short time to voice our opposition.

[Signature]

James Kissel 412 Man. Ave. M.B.

Paul West 408 Man. Ave. M.B.

Judy Spragg (420 Highland Ave.)

Chammi Shroky 229 5th St. Manhattan Beach

Verka Shant 217 4th Pl, MacLellan Blvd

ROB ROCCA
JOCELYN McBRIDE 506 MANHATTAN AVE, MB 90266

Stephen Niddas 405 Bayview Tr. M.B. 90266

[Signature] 124 5th St. MB 90266

Paul Russ 421 Manhattan Ave.

John Russ 421 Manhattan Ave.

2017 AUG 10 PM 1:02
CITY CLERK'S OFFICE
MANHATTAN BEACH, CA
RECEIVED

City Council of Manhattan Beach

I am writing in opposition to the proposed council action to appease and benefit ATT by putting unsightly attachments and exterior 6' vaults to our lamppost on 5th and Manhattan Ave. Residents endured and paid for undergrounding and as a result Manhattan Ave from 1st to 8th is one of the most open and line free streets in the city. Why are we even considering this ATT giveaway (even if they are paying) when there are alternatives called Verizon. Let ATT come up with a technical answer and not add blight.

I also take objection to notice. Residents received notice on August 5 for the first time. Input to staff is due August 7. Review of staff output on or around August 10 and council on August 15. Give us a break. Is this an ATT/city planning/Council collusion to ram it through when many are on vacation. This proposed action of the city does not meet any concept of community input given the timetable. We will need time to seek council, organize a community input, and give meaningful alternative input to this ATT giveaway.

Hopefully the city council will understand our concern with this proposal. If you did a survey of affected Manhattan Beach Residents, not outside Strand walkers, we have resolved the problem by not using ATT. The city should not be in the business of causing blight along the Manhattan Beach coast to financially benefit ATT.

Thank you

John and Karen Russo

421 and 415 Manhattan Ave. Manhattan Beach

Petition to oppose adding ATT mast appendage to light pole at 5th and Manhattan Ave and 6' exterior vault container to surface below lightpole.

You can also further our effort by emailing City council and City Manager at

CITYCOUNCIL@CITYMB.INFO, cm@citymb.info We have a very short time to voice our opposition.

Petition to oppose adding ATT mast appendage to light pole at 5th and Manhattan Ave and 6' exterior vault container to surface below lightpole. You can also further our effort by emailing City council and City Manager at CITYCOUNCIL@CITYMB.INFO, cm@citymb.info
We have a very short time to voice our opposition.

NAME
GAIL A. RUNK

ADDRESS
129 5th St.

Stor Muelker

220 5th St

RECEIVED

2017 AUG 19 PM 1:02

CITY CLERK'S OFFICE
MANHATTAN BEACH, CA

From: Greg Johnson gregjohnson@me.com
Subject:
Date: August 10, 2017 at 10:39 AM
To:

RECEIVED

2017 AUG 10 PM 11:02



CITY CLERK'S OFFICE
MANHATTAN BEACH, CA

8/10/17

City Council of Manhattan Beach

We the following residents of Manhattan Beach believe there should be a halt to the AT&T project located at 5th Place and Manhattan Avenue. The residents of the area and the city need time to investigate the most appropriate placement of the communication tower and we need time to create a city wide plan for all future tower request, not just AT&T.

Letters informing us of the project were received on Friday, Aug. 4th. (the weekend followed). We should be allowed more time to be thoughtful and smart about such an intrusion (over three stories high) into our city sky scrape.

Michael Madonna 117 7th St. MB 
Janice McCallister 116 5th St. M.B. 
Greg Johnson 116 5th St. MB
Fran Maguire 120 5th St MB
Charlotte A Lesser 404 Highland MB
Rosalee Eisenstadt 520 Manhattan ave M.B.
Don Kelly 228 5th St., Manhattan Beach, CA.

Petition to oppose adding ATT mast appendage to light pole at 5th and Manhattan Ave and 6' exterior vault container to surface below lightpole. You can also further our effort by emailing City council and City Manager at CITYCOUNCIL@CITYMB.INFO, cm@citymb.info We have a very short time to voice our opposition.

RECEIVED
2017 AUG 10 PM 1:03
CITY CLERK'S OFFICE
MANHATTAN BEACH, CA

Petition to oppose adding ATT mast appendage to light pole at 5th and Manhattan Ave and 6' exterior vault container to surface below lightpole. You can also further our effort by emailing City council and City Manager at CITYCOUNCIL@CITYMB.INFO, cm@citymb.info We have a very short time to voice our opposition.

RECEIVED

2017 AUG 10 PM 1:03

CITY CLERK'S OFFICE
MANHATTAN BEACH, CA

Martha Alvarez

From: Martha Alvarez
Sent: Monday, August 14, 2017 1:35 PM
To: Martha Alvarez
Subject: FW: Feedback for City of Manhattan Beach

Martha Alvarez
Senior Deputy City Clerk

P: (310) 802-5059
E: malvarez@citymb.info



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Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

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From: Webmaster
Sent: Monday, August 14, 2017 1:23 PM
To: Martha Alvarez <malvarez@citymb.info>; Kendra Davis <kdavis@citymb.info>
Subject: FW: Feedback for City of Manhattan Beach

From: City of Manhattan Beach [<mailto:CityOfManhattanBeach@enotify.visioninternet.com>]
Sent: Monday, August 7, 2017 12:29 AM
To: City of Manhattan Beach <CityofManhattanBeach@citymb.info>
Subject: Feedback for City of Manhattan Beach

You have received this feedback from Nadine Davidson <princepub@AOL.com> for the following page:

<http://www.citymb.info/city-officials/city-clerk/city-council-meetings-agendas-and-minutes>

We are strongly opposed to AT&T placing antennas or any other equipment on top of light poles on Manhattan Ave. We do not need their unsightly antennas blocking our view of the beautiful ocean and downgrade the value of our property. We expect the council will do the right thing and nix this attempt by AT & T to enhance their business at our expense. Nadine Davidson

Webmaster
Webmaster

P: (310) 802-5000

E: webmaster@citymb.info



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Mary Kirchwehm

From: Elizabeth Lynch <betsi.bell@gmail.com>
Sent: Wednesday, August 9, 2017 10:29 AM
To: List - City Council
Subject: Bike Lane Discussion

Hi. I live at 229 25th Place and I ALWAYS vote!

I am pro anything that's makes cycling safer. Bike lanes are great.

However - what's even more important is creating a happy coexistence of cyclists and motorists. We need to address and eliminate the "us vs them" mentality. We must learn to embrace our cyclists just as we embrace surfers walking to the beach or children walking to school. Having folks actively and safely enjoying the outdoors within our beautiful city is a blessing for everyone.

Thanks for listening!
Elizabeth Lynch

Sent from my iPad

Mary Kirchwehm

From: Christy Miller <christymil@aol.com>
Sent: Wednesday, August 9, 2017 11:30 AM
To: List - City Council
Subject: AT&T cellular towers on Manhattan ave

Dear City Council Members,

I object to the installation of cellular equipment and antennas on street lamps along the northern part of Manhattan Ave by AT&T. We paid a big chunk of money to have our utilities underground so we could enjoy our views. We don't need unsightly antennas installed or cabinets. AT&T provides a free Micro Cell box for homes that do not get cellular service. We are one of those homes. The Micro Cell works beautifully on all 3 levels of our home. Please do not allow this project to go thru. Years ago Verizon put something similar in at Bruce's beach for better cell phone coverage. corner of 27th and Bayview. We neighbors were furious at the ugliness of the equipment in addition to never being notified. Ultimately it was removed.

Thank you for your consideration.

Christy Miller
229 27th Street
Manhattan Beach
310-546-5288

Sent from my iPad

Mary Kirchwehm

From: Loren McClanathan <lmccclanathan@gmail.com>
Sent: Wednesday, August 9, 2017 1:00 PM
To: List - City Council
Subject: New Cell Towers in MB

I am totally in favor of adding cell towers or equipment that improves cell service in Manhattan Beach. In this day and age there is no excuse for the terrible cell service we experience in our city. Small antennas on top of existing light poles are hardly an eyesore.

Loren McClanathan
2700 Manhattan Ave

Mary Kirchwehm

From: Rochelle Pappas <spappas10@me.com>
Sent: Wednesday, August 9, 2017 2:07 PM
To: List - City Council
Subject: Att improvements.

I am very much against any large high equipment being put up in the sand section of our city. Isn't bad enough we have these mini mansions going up. Do you have to insult us further with unsightly equipment poles

Shelley Pappas

Mary Kirchwehm

From: ManBchStud@aol.com
Sent: Thursday, August 10, 2017 1:18 PM
To: City Manager; List - City Council; Jason Masters
Cc: meganstoddart@gmail.com; louisa.feve@gmail.com; katehirsh@gmail.com; markheins57@gmail.com; tpoydenis@sycr.com; benjamin.walsh@gmail.com
Subject: ATT Cell Towers

Hello City Fathers and Planners

I am in receipt of the information regarding the proposed cell towers. I am probably in a minority, however I **more than welcome** the cell tower where I live at 29th & Manhattan Ave. We have had no cell service in our area for decades, so this is a huge accomplishment. My question and problem is this: The cabinet that is proposed is shown to be in a location that is unacceptable. Can those cabinets be relocated to a less conspicuous location nearby? The one at 29th & Manhattan Ave would be a safety issue for myself and my tenants backing out of our garages located on Manhattan Ave. inhibiting a line of sight on the traffic that comes very close to the curb. I have a few suggestions on where it could be relocated that would be less hazardous and intrusive. I would like to discuss this with you. Please call me at 310 546 4280. I look forward to being a positive force to get the tower installed, as long as the cabinet can be relocated.

Regards,
Larry Levine

Martha Alvarez

From: Jason Masters
Sent: Thursday, August 10, 2017 5:28 PM
To: Martha Alvarez
Subject: FW: AT&T
Attachments: 4-CA 16-39 Application Materials- Manhattan Avenue and 5th Place.pdf

Jason Masters
Assistant Planner

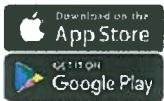
P: (310) 802-5515
E: jmasters@citymb.info



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From: Jocelyn McBride [mailto:jocelyn_mcbride@yahoo.com]
Sent: Thursday, August 10, 2017 10:47 AM
To: Jason Masters <jmasters@citymb.info>; Rob Rocco <robocco65@gmail.com>; Jocelyn McBride <jocelyn_mcbride@yahoo.com>
Subject: Fw: AT&T

Thanks Jason.
This signal would be directly across from our house. I am more than concerned.

This is MB and we live here for a reason. The compassion this town shows my little boy has been nothing short of amazing. We moved back to Philly in 2012 but only lasted 2 years and were back here 2014. We own several homes here and love this town. Our boy is medically stable right now after a long and difficult battle. This kind of 'noise' is a big problem. One of the things that attracted me to this neighborhood was the lack of signal. We own our house, bought it in 2015, renovated and plan to live here for the long, long term. I do not want to have to move again if his health becomes affected.

Anything you can do to help is greatly appreciated.

Can you give me the email address so I can send a letter directly to City Council.
Thank you.

----- Forwarded Message -----

From: Jason Masters <jmasters@citymb.info>
To: 'Jocelyn McBride' <jocelyn_mcbride@yahoo.com>
Cc: Rob Rocco <robocco65@gmail.com>
Sent: Wednesday, August 9, 2017 1:44 PM
Subject: RE: AT&T

Jocelyn,

I have attached the proposed plans and photo simulations for your convenience. The proposed vault and cabinet are actually closer to the southwest corner of Manhattan Ave. and 5th Place, so across the street from your house I believe. The FCC regulates all Telecom sites, requiring that they meet all Radio Emissions and other requirements. I am not familiar with EMF, although it may also be regulated by the FCC.

Please let me know if you have any questions,
Jason

Jason Masters
Assistant Planner

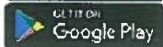
P: (310) 802-5515
E: jmasters@citymb.info



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Download the mobile app now



From: Jocelyn McBride [mailto:jocelyn_mcbride@yahoo.com]
Sent: Monday, August 07, 2017 1:58 PM
To: Jason Masters
Cc: Rob Rocco; Jocelyn McBride
Subject: AT&T

Dear Jason,

We live at 506 Manhattan Avenue near the corner of 5th where they plan to put in AT&T new equipment.

Our concern is we have a special needs child who has an issue with EMF and other toxic input. He is currently doing ok, I would hate for this to be installed and tank his progress.

Wondering which side of the 5th street intersection it will be? Any information is appreciated and any way it can **not** be near our house would be greatly appreciated.

Thank you,
Jocelyn and Robert

cc: Henry Donner, Esquire



EXISTING



PROPOSED

MBCH08

MANHATTAN AVE. AND 5TH PL.
MANHATTAN BEACH, CA 90266



3939 E. CORONADO ST.
ANAHEIM, CA 92807

FULSANG
ARCHITECTURE
3471 VIA LIDO, SUITE 202
NEWPORT BEACH, CA 92663
PHONE: (949) 838-4139



MBCH08
MANHATTAN AVE. AND 5TH PL.
MANHATTAN BEACH, CA 90266



12000 PARK PLAZA
 CERRITOS, CA 90703

FULSANG

ARCHITECTURE

3471 VIA LIDO, SUITE 202
 NEWPORT BEACH, CA 92660
 PHONE: (949) 839-1138

SEA

ISSUED FOR: ZONING REVIEW
 ISSUE DATE: 04/14/2017
 PROJECT No: FA1307084
 DRAWN BY: JM CHECKED BY: EF

SUBMITTALS

REV.	DATE	DESCRIPTION	BY
0	08/31/15	ZONING REVIEW	JM
1	09/14/15	CLIENT COMMENTS	EA
2	10/02/15	CLIENT COMMENTS	JM
3	04/05/17	CITY COMMENTS	EA

MBCH08
 MANHATTAN AVE. AND 5TH PL.
 MANHATTAN BEACH, CA 90266

SHEET TITLE

TITLE SHEET

SHEET NUMBER

T-1

SHEET	DESCRIPTION
T-1	TITLE SHEET
LS-1	TOPOGRAPHIC SURVEY
A-1	OVERALL SITE PLAN
A-2	ENLARGED SITE PLAN & ANTENNA PLAN
A-3	ELEVATIONS

ANTENNA SECTOR	AZIMUTH	ANTENNA MAKE/MODEL	COAX CABLE LENGTH
ALPHA	180°	TBD	55'
BETA	340°	TBD	55'

NOTE: CONSTRUCTION MANAGER TO FIELD VERIFY CABLE LENGTHS PRIOR TO ORDERING. TRANSMITTER ON REGULATION OF CABLES. CHECK IF BUILT SHEET.

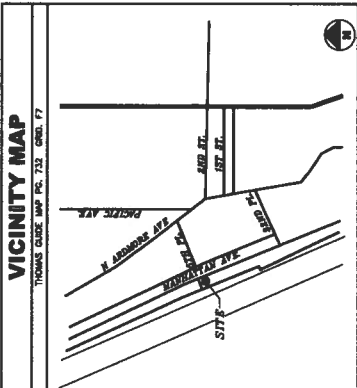
APPROVAL	
LANDLORD:	_____
PROJECT MANAGER:	_____
CONSTRUCTION MANAGER:	_____
RF ENGINEER:	_____
SITE ACQUISITION:	_____
ZONING MANAGER:	_____
UTILITY COORDINATOR:	_____
NETWORK OPERATIONS:	_____

PROJECT DESCRIPTION
 CONSTRUCTION OF AN UNMANNED WIRELESS CELL SITE FOR VERIZON.
 PROJECT CONSISTS OF:
 • (1) STREET LIGHT POLE
 • (2) PANEL ANTENNAS
 • (1) OUTDOOR EQUIPMENT CABINET
 • (1) (SPLICE) WALL
 • CONNECTIONS AS REQUIRED FOR POWER AND TELCO SERVICES.

PROJECT INFORMATION
APPLICANT/LESSEE
 AT&T
 3639 E. CORONADO ST.
 ANAHEIM, CA 92807
 CONTACT: PHIL BROWN
 OFFICE: (905) 317-2132
 MOBILE: (714) 264-9868
PROPERTY OWNER
 PROPERTY OWNER: CITY OF MANHATTAN BEACH
 CONTACT PERSON: TBD
 CONTACT NUMBER: TBD
 PROPERTY OWNER ADDRESS: TBD
PROPERTY INFORMATION
 A.P.N.: _____
 JURISDICTION: RIGHT-OF-WAY
 CITY OF MANHATTAN BEACH
 CURRENT ZONING: RIGHT-OF-WAY
 OCCUPANCY TYPE: B/U
 TYPE OF CONSTRUCTION: V-B
 ADA REQUIREMENTS: FACILITY IS UNMANNED AND NOT FOR HUMAN HABITATION. DISABLED ACCESS NOT REQUIRED. 2013 CBC SECTION 1105B EXCEPTION 1

CODE COMPLIANCE
 ALL WORK AND MATERIALS SHALL BE PERFORMED AND INSTALLED IN ACCORDANCE WITH THE CURRENT EDITIONS OF THE CALIFORNIA BUILDING CODE, CALIFORNIA ELECTRICAL CODE, CALIFORNIA MECHANICAL CODE, CALIFORNIA PLUMBING CODE, CALIFORNIA FIRE AND SAFETY CODE, CALIFORNIA WIRELESS COMMUNICATIONS CODE, AND ALL APPLICABLE LOCAL ORDINANCES AND REGULATIONS. NOTHING IN THESE PLANS IS TO BE CONSTRUED TO PERMIT WORK NOT CONFORMING TO THE LOCAL CODES.

PROJECT TEAM
ARCHITECT
 FULSANG ARCHITECTURE, INC.
 3471 VIA LIDO, SUITE 202
 NEWPORT BEACH, CA 92663
 CONTACT: ERIC FULSANG
 PHONE: (949) 839-4139
SURVEYOR
 BERT HAZE & ASSOCIATES
 10000 VAN ALLEN AVE #200
 COSTA MESA, CA 92626
 CONTACT: BERT HAZE
 PHONE: (714) 557-1567
PROJECT REPRESENTATIVE
 THE PLANNING CONSORTIUM
 14000 VAN ALLEN STREET #204
 COSTA MESA, CA 92626
 CONTACT: JOHN BITTERLY
 PHONE: (714) 349-5539



DRIVING DIRECTIONS
 STARTING FROM AT&T ANAHEIM OFFICE:
 1. HEAD EAST ON E CORONADO ST TOWARD N VAN BUREN ST
 2. TURN RIGHT ONTO VAN BUREN ST
 3. TURN RIGHT ONTO E LA PALMA AVE
 4. USE THE LEFT 2 LANES TO TURN LEFT ONTO N TURPIN AVE
 5. USE THE LEFT 2 LANES TO TURN LEFT ONTO N VALLEY DR
 6. CONTINUE ON CA-91 W TOWARD LAWNDALE. TAKE EXIT 42B
 7. MERGE ONTO ONTO CA-91 W/RIVERSIDE Fwy
 8. USE THE RIGHT 3 LANES TO TAKE EXIT 6 FOR I-110 S
 9. KEEP RIGHT AT THE FORK. FOLLOW SIGNS FOR I-405 N
 10. TAKE THE RIGHT RAMP ONTO I-405 N
 11. TAKE MANHATTAN BEACH BLVD TO 5TH ST IN MANHATTAN BEACH
 12. TURN LEFT ONTO INGLEWOOD AVE
 13. TURN RIGHT ONTO MANHATTAN BEACH BLVD
 14. TURN RIGHT ONTO PALM AVE
 15. TURN RIGHT ONTO 6TH ST
 16. TURN RIGHT ONTO N VALLEY DR
 17. TURN RIGHT ONTO 5TH PL
 18. TURN RIGHT ONTO 5TH PL
 19. TURN RIGHT ONTO 5TH ST

GENERAL CONTRACTOR NOTES
 CONTRACTOR SHALL VERIFY ALL PLANS WITH EXISTING CONDITIONS AND CONDITIONS. THE CONTRACTOR SHALL IMMEDIATELY NOTIFY THE ARCHITECT IN WRITING OF ANY DISCREPANCIES BEFORE PROCEEDING WITH THE WORK OR BE RESPONSIBLE FOR SAME.



13900 PARK PLAZA
CERRITOS, CA 90703

U L S A N G

ARCHITECTURE

3471 VA LEO, SUITE 202,
HERBERT BEACH, CA 90660
PHONE: (909) 829-1129

SEAL



PREPARED BY:

DEBB BARR
AND ASSOCIATES, INC.
LAND SURVEYING & MAPPING
10000 SHERBORN DRIVE, SUITE 100
COSTA MESA, CALIFORNIA 92626
714 952-1957 OFFICE
714 952-1588 FAX

SUBMITTALS

REV.	DATE	DESCRIPTION	BY
1	04/16/15	ISSUED FOR REVIEW	CWW

MBCH08
MANHATTAN AVE.
AND 5TH PL.
MANHATTAN BEACH, CA
90266

SHEET TITLE

TOPOGRAPHIC SURVEY

SHEET NUMBER

LS-1

DATE OF SURVEY:
APRIL 08, 2015

BENCH MARK REFERENCE:
U.S.G.S. BENCH MARK "BM 50"

UNITED STATES GEOLOGICAL SURVEY BENCH MARK "BM 50" AS SHOWN ON THE "YONCE" 7.5-MINUTE QUADRANGLE MAP. ELEVATION: 52.5 FEET A.M.S.L. (MVD08) (DATA VERIFIED IN FIELD TO BE WITHIN 1-4" ACCORDING STANDARDS)

TITLE REPORT IDENTIFICATION:
N/A

EASEMENT NOTES:
N/A

LEGAL DESCRIPTION:
N/A

COORDINATES:
LATITUDE 33°22'00.00" N
LONGITUDE 118°24'31.11" W

AND 1983 GEODETIC COORDINATES AND ELEVATIONS WERE OBTAINED FROM THE "YONCE" 7.5-MINUTE QUADRANGLE MAP AND ASSISTED SURVEY GRAVE PRECISION SOFTWARE FOR POST-PROCESSING.

BASES OF BEARINGS:
THE COUSINE OF MANHATTAN AVENUE BEING NORTH 21°20'00" WEST PER PARCEL MAP NO. 21672, P.A.B. 243/70-71, RECORDS OF LOS ANGELES COUNTY.

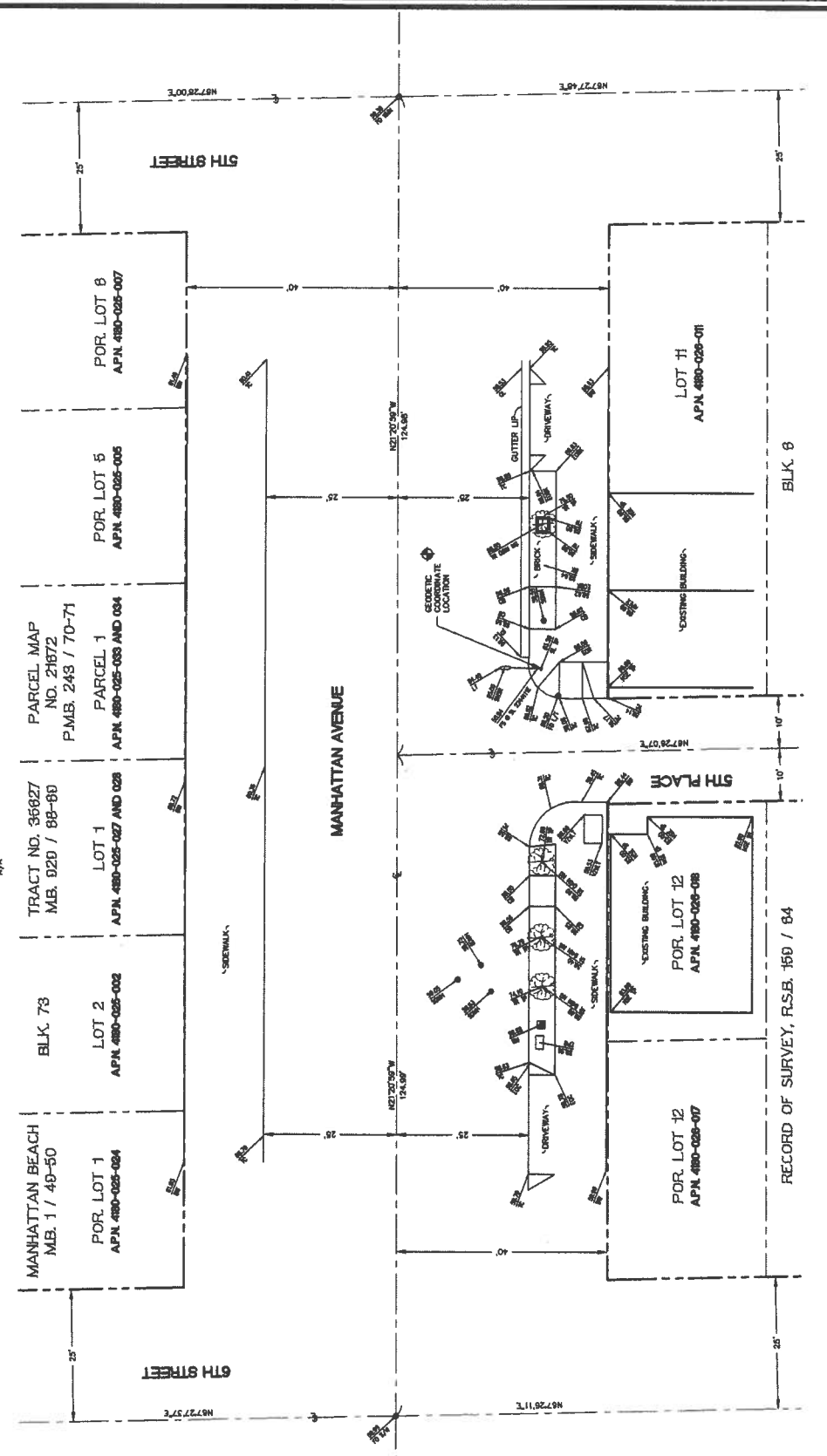
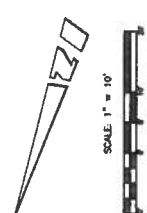
ASSESSOR'S IDENTIFICATION AREA:
N/A

SURVEYORS NOTE:
THE RIGHT OF WAY LINES AND THEIR DIMENSIONS SHOWN ON THIS MAP ARE BASED ON THE SURVEY RECORDS AND FIELD MEASUREMENTS WHICH ARE APPROXIMATE, PENDING RECEIPT OF TITLE REPORT(S) FOR THE ADJACENT REAL PROPERTY.

LIVING PLANTS STATEMENT:
THE HEIGHTS AND EXTENSIONS FOR THE TREES, BUSHES AND OTHER LIVING PLANTS SHOWN HEREON, SHOULD BE CONSIDERED APPROXIMATE (±) AND NOT BE USED FOR DESIGN PURPOSES. HEIGHTS AND EXTENSIONS ARE PROVIDED AS A GENERAL REFERENCE AND THEY SHOULD NOT BE USED FOR DESIGN PURPOSES.

LEGEND:

- BR BACK OF WALK
- CB CURB
- CD CATCH BASIN
- EDR EDGE OF DRIVE
- EDR EDGE OF DRIVE
- EPD ELECTRICAL PULL BOX
- FR FRESH SURFACE
- GR GRASS
- GU GUTTER LIP
- IN IN
- IR IR
- LEAD AND TACK
- LI LIGHT
- MA MARE AND TAG
- M/W MARE AND WALKER
- S/S S/S
- SMH STORM DRAIN MANHOLE
- STREET LIGHT
- TOP OF CURB
- TOP
- TOP OF WALL
- TOP OF VERTICAL
- WALL
- WELL MANHOLE
- CELESTIAL BLOCK WALL
- COVER
- FORM BOUNDARY
- STORM DRAIN MANHOLE
- WATER METER



RECORD OF SURVEY, R.S.B. 160 / 84



19000 PARK PLAZA
CERRITOS, CA 90703

FULSANG

ARCHITECTURE

3471 WA. LEO, SUITE 202
MANHATTAN BEACH, CA 90266
PHONE: (408) 838-1138

SEA

ISSUED FOR: ZONING REVIEW
ISSUE DATE: 04/14/2017
PROJECT No: FA1307084
DRAWN BY: JM CHECKED BY: EF

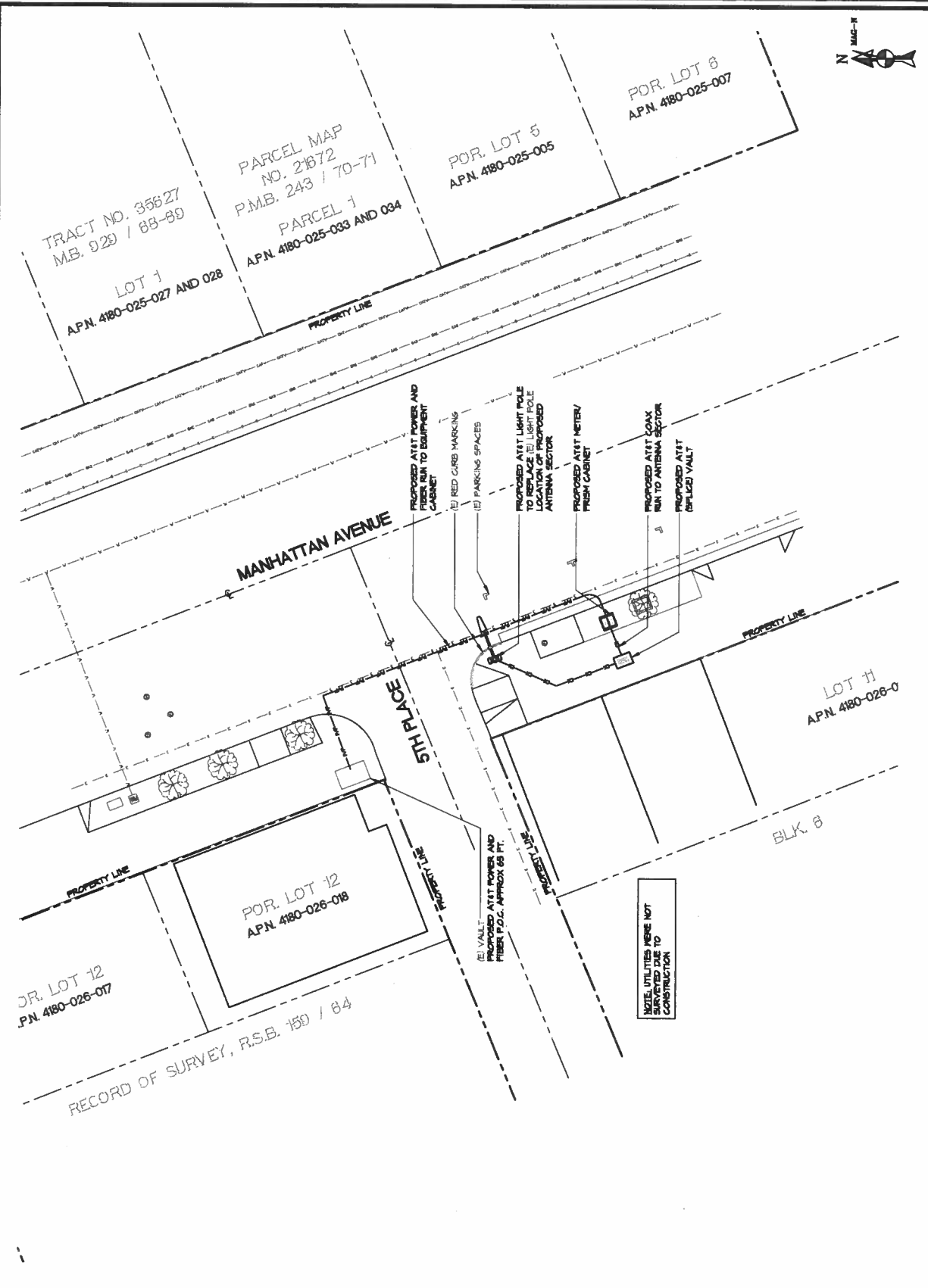
SUBMITTALS

REV.	DATE	DESCRIPTION	BY
0	08/31/15	ZONING REVIEW	JM
1	09/14/15	CLIENT COMMENTS	EA
2	10/02/15	CLIENT COMMENTS	JM
3	04/05/17	CITY COMMENTS	EA

MECH08
MANHATTAN AVE. AND 5TH PL.
MANHATTAN BEACH, CA 90266

SHEET TITLE
OVERALL SITE PLAN

SHEET NUMBER
A-1



HAZEL UTILITIES WERE NOT
IDENTIFIED TO
CONSTRUCTION

SCALE: 1/8" = 1'-0" (VERTICAL) 1/4" = 1'-0" (HORIZONTAL)

OVERALL SITE PLAN



12800 PARK BLVD.
CERRITOS, CA 90703

FULSANG

ARCHITECTURE

3471 VAN LINDA, SUITE 202
MANHATTAN BEACH, CA 90266
PHONE: (408) 528-1138

SEAL

ISSUED FOR: ZONING REVIEW

ISSUE DATE: 04/14/2017

PROJECT No. F113307084

DRAWN BY: JM CHECKED BY: EF

SUBMITTALS

REV.	DATE	DESCRIPTION	BY
0	08/31/15	ZONING REVIEW	JM
1	08/14/15	CLIENT COMMENTS	EA
2	10/02/15	CLIENT COMMENTS	JM
3	04/05/17	CITY COMMENTS	EA

MBCHOB
MANHATTAN AVE. AND 5TH PL.
MANHATTAN BEACH, CA 90266

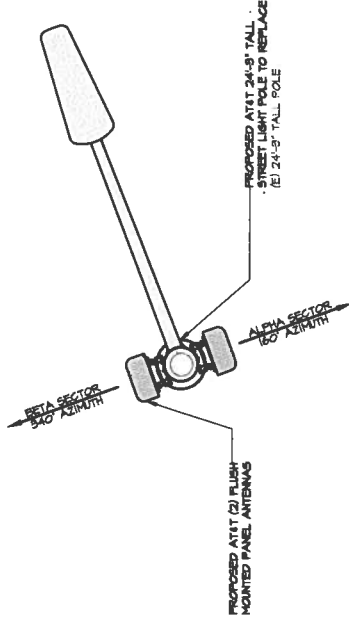
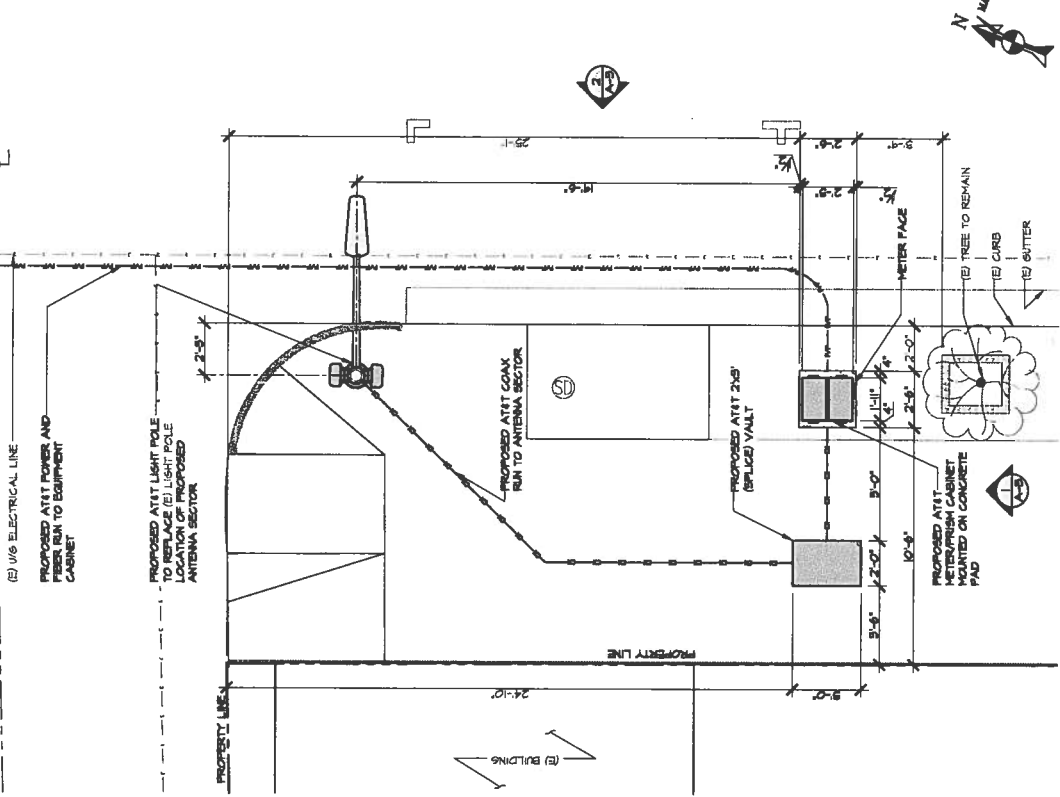
SHEET TITLE

ENLARGED SITE PLAN,
& ANTENNA PLAN

SHEET NUMBER

A-2

5TH PLACE



NOTE: NEW POLE WILL COMPLY WITH ALL CITY REGULATIONS

ANTENNA PLAN

ENLARGED SITE PLAN



12800 PARK PLAZA
CERRITOS, CA 90703

FULSANG
ARCHITECTURE

3471 VA. LIND. BLVD. SUITE 202
MANHATTAN BEACH, CA 90268
PHONE: (408) 538-1138

SEAL

ISSUED FOR: ZONING REVIEW
ISSUE DATE: 04/14/2017
PROJECT No. FA13307064
DRAWN BY: JM CHECKED BY: EF

SUBMITTALS

REV	DATE	DESCRIPTION	BY
0	08/31/15	ZONING REVIEW	JM
1	09/14/15	CLIENT COMMENTS	EA
2	10/02/15	CLIENT COMMENTS	JM
3	04/05/17	CITY COMMENTS	EA

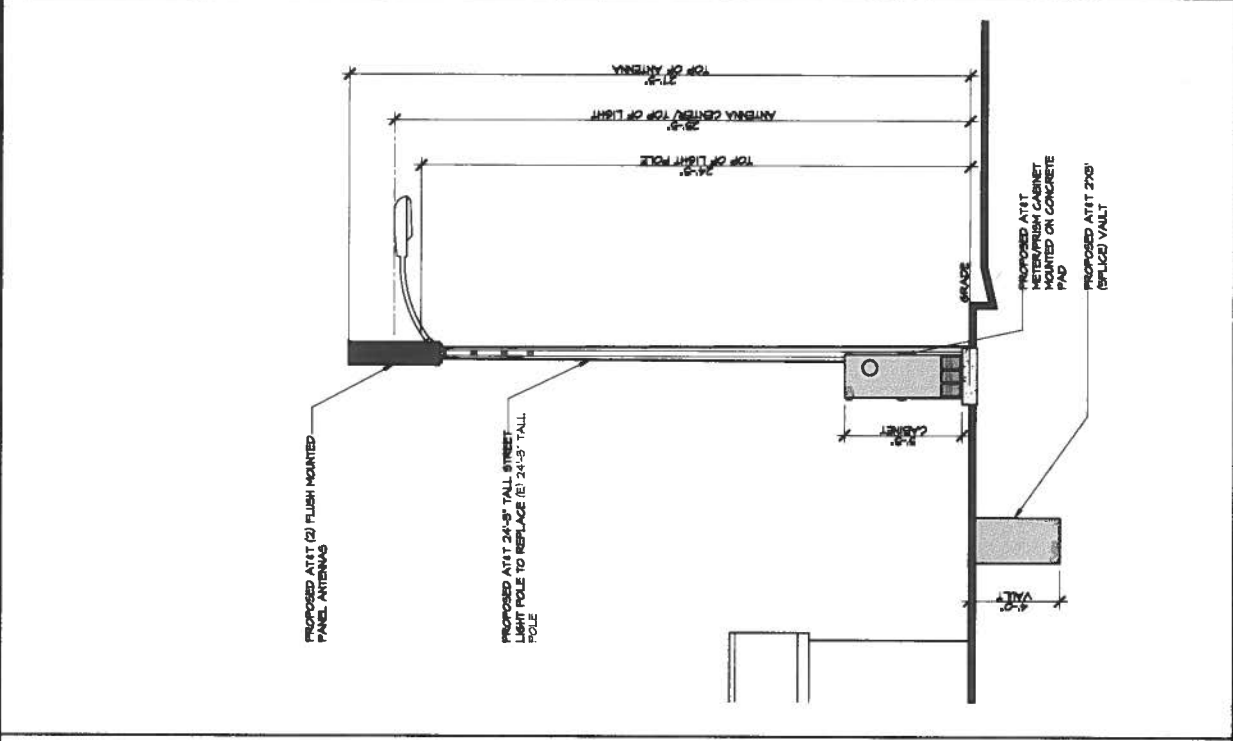
MBC08
MANHATTAN AVE. AND 9TH PL
MANHATTAN BEACH, CA 90268

SHEET TITLE

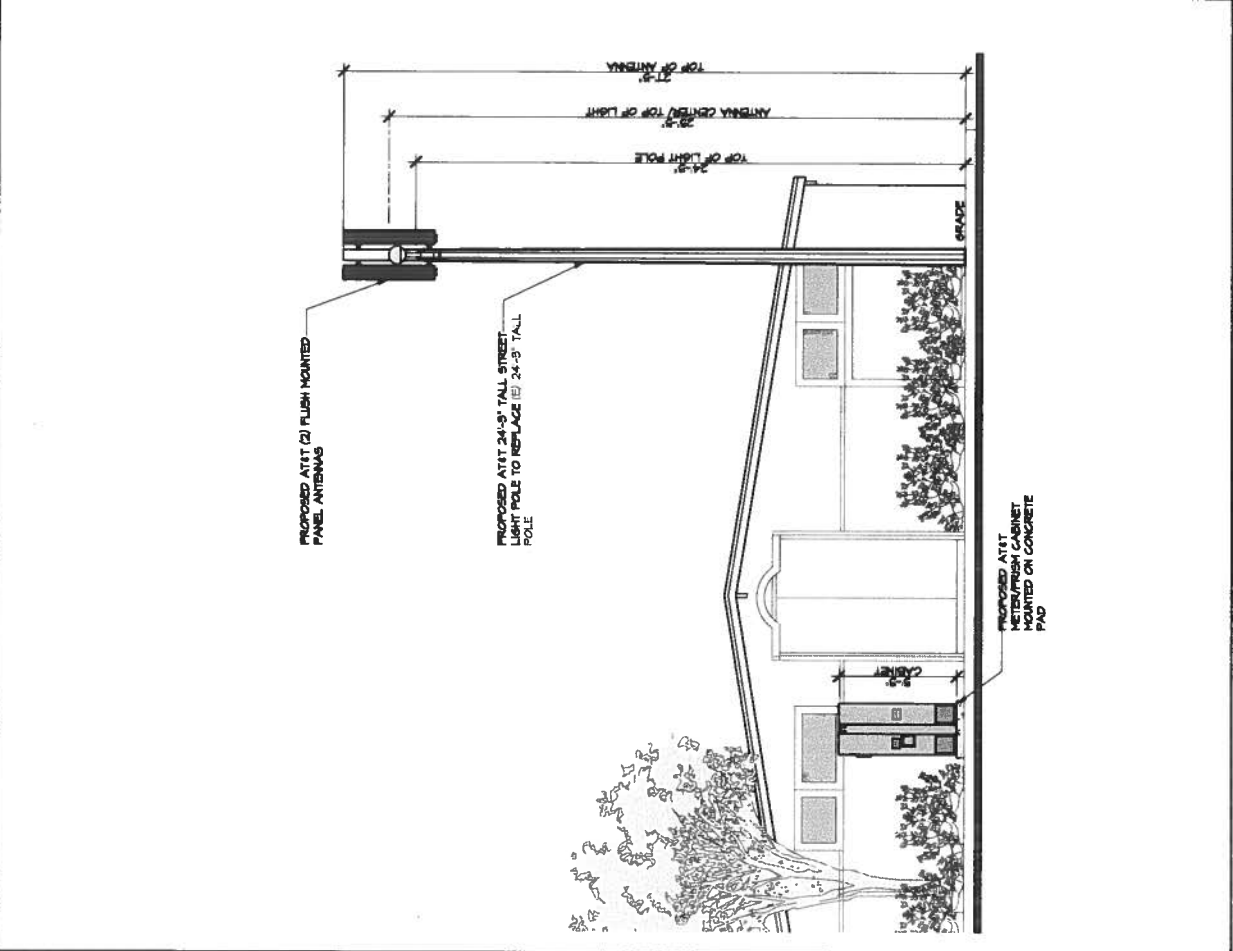
ELEVATIONS

SHEET NUMBER

A-3



1 SOUTH ELEVATION



2 EAST ELEVATION

Martha Alvarez

From: Martha Alvarez
Sent: Monday, August 14, 2017 1:42 PM
To: Martha Alvarez
Subject: FW: Erroneous Notice Mailed to Residents

Martha Alvarez Senior Deputy City Clerk

P: (310) 802-5059
E: malvarez@citymb.info



Please consider the environment before printing this email.

Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

Here for you 24/7, use our click and fix it app [Reach Manhattan Beach](#)
Download the mobile app now



From: Jason Masters
Sent: Thursday, August 10, 2017 5:28 PM
To: Martha Alvarez <malvarez@citymb.info>
Subject: FW: Erroneous Notice Mailed to Residents

Jason Masters Assistant Planner

P: (310) 802-5515
E: jmasters@citymb.info



Please consider the environment before printing this email.

Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

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Download the mobile app now



From: Wayne Powell [<mailto:waynepowellmb@yahoo.com>]
Sent: Thursday, August 10, 2017 12:25 PM
To: Jason Masters <jmasters@citymb.info>
Cc: Anne McIntosh <amcIntosh@citymb.info>; Quinn Barrow <qbarrow@citymb.info>; Mark Danaj <mdanaj@citymb.info>
Subject: Erroneous Notice Mailed to Residents

Jason,

The notice of public hearing (re: proposed cellular equipment) mailed to residents erroneously states that one of the proposed cellular sites is on 5th STREET, when in fact the staff report (agenda item #11) actually shows 5th PLACE. I believe this is not fair/legal notice to 5th Place residents who would conclude from the notice that it is not proposed for their street.

FYI, As a resident of 36th Street, I have no objection to the proposed location at 36th Street & Manhattan Avenue, as shown on the map/rendition.

Best regards,
Wayne

Wayne Powell

- City of Manhattan Beach Senior Advisory Committee Member
- Board Member: MB CERT, MB Historical Society, MB Coordinating Council, Leadership MB
- Beach Cities Health District Finance Committee Member
- Former Two-Term Manhattan Beach Mayor/Councilmember

Web: <https://sites.google.com/site/WaynePowell4MB>

Email: WaynePowellMB@yahoo.com

⇒ *Powell to the People* Radio Show: [Click here](#)

[Sent from my iPad]

**Wayne Powell (External)
Councilmember**

P: (310) 802-5053

E: waynepowellmb@yahoo.com



Please consider the environment before printing this email.

Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

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Download the mobile app now

Mary Kirchwehm

From: Janet Bradfield <janetlee586@gmail.com>
Sent: Thursday, August 10, 2017 2:50 PM
To: List - City Council
Subject: Cellular towers

Please do not allow any cellular antennas on top of any street light poles or above ground equipment cabinets in our city. What are you thinking when you even consider these things? Vote NO!

Janet Bradfield
586 29th Street
Manhattan Beach
3105457249

Mary Kirchwehm

From: Louisa Feve <louisa.feve@gmail.com>
Sent: Thursday, August 10, 2017 2:53 PM
To: List - City Council
Subject: August 15 agenda Item I.11

Hello MB City Council,

I am a resident at 2807 Manhattan Ave and was pleasantly surprised to receive an orange envelope with the promise of reliable AT&T mobile coverage at home. Unfortunately, I will be out of town for the upcoming meeting, so I wanted to express my one concern with the proposal below:

CA 16-40 Application Materials - Manhattan Avenue and 29th Street shows a proposed cabinet that would directly impact all the residents on my block as well as the block South of us which are limited to parking spaces perpendicular to Manhattan Ave. Every morning I back out of my garage to ultimately travel North, and I fear this cabinet will further obstruct an already challenging exit, as it is difficult enough to see the southbound cars coming through the trees, and there is limited space to react. Perhaps the proposed meter could be placed on the east side of the street where oncoming traffic and garages have additional space to navigate from street parking.

Martha Alvarez

From: Martha Alvarez
Sent: Monday, August 14, 2017 1:42 PM
To: Martha Alvarez
Subject: FW: ATT Cell Towers

Martha Alvarez
Senior Deputy City Clerk

P: (310) 802-5059
E: malvarez@citymb.info



 Please consider the environment before printing this email.

Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

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Download the mobile app now



From: Jason Masters
Sent: Thursday, August 10, 2017 5:18 PM
To: Martha Alvarez <malvarez@citymb.info>
Subject: FW: ATT Cell Towers

Jason Masters
Assistant Planner

P: (310) 802-5515
E: jmasters@citymb.info



 Please consider the environment before printing this email.

Office Hours: M - Th 7:30AM - 5:30 PM | Alternate Open Fridays 8:00AM - 5:00 PM | Closed Alternate Fridays | Not Applicable to Public Safety

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Download the mobile app now



From: ManBchStud@aol.com [<mailto:ManBchStud@aol.com>]

Sent: Thursday, August 10, 2017 1:18 PM

To: City Manager <cm@citymb.info>; List - City Council <CityCouncil@citymb.info>; Jason Masters <jmasters@citymb.info>

Cc: meganstoddart@gmail.com; louisa.feve@gmail.com; katehirsh@gmail.com; markheins57@gmail.com; tpoydenis@sycr.com; benjamin.walsh@gmail.com

Subject: ATT Cell Towers

Hello City Fathers and Planners

I am in receipt of the information regarding the proposed cell towers. I am probably in a minority, however I ***more than welcome*** the cell tower where I live at 29th & Manhattan Ave. We have had no cell service in our area for decades, so this is a huge accomplishment. My question and problem is this: The cabinet that is proposed is shown to be in a location that is unacceptable. Can those cabinets be relocated to a less conspicuous location nearby? The one at 29th & Manhattan Ave would be a safety issue for myself and my tenants backing out of our garages located on Manhattan Ave. inhibiting a line of sight on the traffic that comes very close to the curb. I have a few suggestions on where it could be relocated that would be less hazardous and intrusive. I would like to discuss this with you. Please call me at 310 546 4280. I look forward to being a positive force to get the tower installed, as long as the cabinet can be relocated.

Regards,

Larry Levine