8. A Public Hearing for consideration to certify and adopt a Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, a Mitigation Monitoring and Reporting Program (including potential modifications to the proposed mitigation measures), and to consider an application for Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 for the South Bay Galleria Improvement Project.

APPLICANT: South Bay Center SPE, LLC
PROPERTY OWNER: Same as applicant
LOCATION: 1815 Hawthorne Boulevard
CASE NO.: 2018-04-PC-003

RECOMMENDATION: Adopt a resolution approving/certifying the Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, Mitigation Monitoring and Reporting Program, and approving the Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 subject to the findings and conditions contained therein.

- Mixed-Use Development (MXD) Trip Generation and the MXD+ Model
Mixed-Use Development (MXD) Trip Generation and the MXD+ Model

- Mixed-Use Developments (MXDs) are developments in a community that integrate multiple types of land uses such as residential, restaurants, retail, and employment. Mixing various land uses makes it convenient for residents, patrons, and employees to visit multiple destinations without the need for vehicular trips between the land uses. Trips generated by an MXD are quantifiably associated with specific characteristics or the “Ds” of a development such as: design of the development, diversity of uses, density of development, distance to transit, demographics, destination accessibility, and development scale. These characteristics can greatly affect trip reductions associated with use of alternative modes of travel as opposed to single occupancy vehicles, internal trip capture, and reducing vehicle miles travelled. Therefore, trip generation of MXDs is typically lower than the summation of isolated components.

- Conventional methods (summing raw ITE trip generation estimates) fail to account for the benefits of mixed use and other forms of lower-impact development. These methods overlook the full potential for internalizing trips through interaction among on-site activities and the extent to which development with a variety of nearby complementary destinations and high-quality transit access will produce less traffic.

- The MXD+ model was developed by Fehr & Peers for the U.S. Environmental Protection Agency (EPA) in Year 2011 to investigate trip generation, mode choice, and trip length for trips produced and attracted by mixed use developments. As an outcome of this project, the MXD+ model was developed based on research and data collected at 239 MXDs across the U.S. and verified by comparing the model outputs to data collected at 27 other MXD’s across the U.S.

- The MXD trip generation method utilizes raw ITE trip generation estimates and then determines internalization, bike/walk, and transit trip credits based on the research and data collected at MXDs across the U.S.

- The MXD trip generation methodology and MXD+ model is accepted by multiple agencies, some of which include: County of Los Angeles, City of Los Angeles, SANDAG, Environmental Protection Agency, and Governor’s Office of Planning and Research.
8. A Public Hearing for consideration to certify and adopt a Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, a Mitigation Monitoring and Reporting Program (including potential modifications to the proposed mitigation measures), and to consider an application for Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 for the South Bay Galleria Improvement Project.

APPLICANT: South Bay Center SPE, LLC
PROPERTY OWNER: Same as applicant
LOCATION: 1815 Hawthorne Boulevard
CASE NO.: 2018-04-PC-003

RECOMMENDATION: Adopt a resolution approving/certifying the Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, Mitigation Monitoring and Reporting Program, and approving the Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 subject to the findings and conditions contained therein.

- Revised Attachment C Final EIR Errata
FINAL EIR ERRATA

The South Bay Galleria Improvement Project Final EIR noted that “The Final EIR becomes final upon certification by the City’s decision-making body, consequently, additional modifications to the Final EIR may be provided up until the time of certification.” (Final EIR, Section 1.1.) This Errata incorporates a Response to a Comment which was received after the close of the Draft EIR comment period into Chapter 2 of the Final EIR. This Errata also incorporates additional revisions to the Final EIR, Chapter 3, “Modifications to the Draft EIR,” Section 3.2.11. The City finds that the Final EIR Errata merely clarify and amplify the analysis presented in the document and do not trigger the need to recirculate per CEQA Guidelines §15088.5(b). Deletions are shown with strikethrough and additions are shown with underline. Where existing text has been omitted and is not shown in strikethrough, this omitted text shall be considered retained in its current state (such omitted text may be shown as “…”).

2.3.6 Public Comment – Late Submittal

*The comment below was received after the close of the South Bay Galleria DEIR comment period, which ended on September 11, 2017, and therefore no response is legally required.*

**Responses have been provided in regards to substantive portions of the comment letter that address an environmental issue with the project.**

| TABLE 2-1 |
|---|---|---|
| **INDEX OF PUBLIC COMMENTS RECEIVED ON THE DRAFT EIR** |

<table>
<thead>
<tr>
<th>ID Code</th>
<th>Date (date of issuance of receipt)</th>
<th>Individual/Organization</th>
<th>Responses in addition to FEIR Chapter 2</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Public comments received after close of the review period (5:30pm September 11, 2017)</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PC050</td>
<td>9/22/2017</td>
<td>Mary and Paul Miller</td>
<td>Late Submittal RTC Document</td>
</tr>
</tbody>
</table>

**Comment PC050-1**

Thank you for accepting input on the Galleria Mall project.

We reviewed the various plans and elevations for each of the proposed project site developments and alternative layouts and we have some general and specific comments regarding the development drawings and proposals.

---

1 As part of the Project’s entitlement process, additional revisions have been made to the Conditions of Approval (COA) discussed in the EIR, which have not been shown in this Errata. The COAs adopted by the City in the approving resolution shall control and take precedence over any COA language in the EIR.
We live on Little Hawthorne and 176th St. so we are located directly East of the mall. I have grown up in this same house and seen Hawthorne and the mall develop for the last 40 years.

General Comments:

In general, we are excited to see development happening to the mall. As malls are currently changing due to the changing habits of shoppers, we do not want to see the Galleria continue to lose retail stores to Del Amo and deteriorate to a second-rate mall (or close like the Hawthorne Mall).

We attended community outreach meetings hosted by the developer for immediate neighbors multiple times so we are very vested in the planning and success of this mall property.

We are strong proponents of mixed use developments so we are happy to see the residential, retail, and hotel components on this property. And we are excited to have the Green Line extend to this site in order to connect public transportation to this area. Hopefully the buses and Green Line trains will encourage people to live in this area and travel more with public transportation. The housing components provide much-needed housing in Southern California. And specific to this property, the residents and hotel guests are built-in clientele for the restaurants and stores a the mall, which will help to ensure healthy, thriving businesses.

Currently the property has far too much surface parking and too many fully enclosed, large box retail buildings that do not connect with the context of the city surrounding the buildings. From an urban design point of view, the current mall is a wasteland of asphalt with a center island of blank exterior walled buildings cut off from the city. There is almost no accessible crosswalks, curb cuts, or sidewalks that surround and connect the public sidewalks with the mall property. Sidewalks terminate with no curb cuts and no crosswalks so it is very difficult for people in wheel chairs, parents with strollers, or pedestrians to safely move through the property. There are also no bike paths and very little landscaping to shade the dark asphalt and soften the look and experience of the property.

So seeing the development drawings brings us hope that there will be improvements to the neighborhood. But as a general comment, the elevation drawings are very inconsistent in detail, content, and development. The residential buildings, hotel building, and some retail spaces seem to have some design development but other retail buildings (including existing structures) are devoid of glazing and detail so they appear to be larger warehouse bunkers. Hopefully areas like the existing parking garage and Kohls get some kind of face lift to make the buildings look like they are part of the project improvements. The landscaping in the elevations. is also sporadic, meager, and non-existent in areas of the elevations.

As Redondo Beach, Torrance, Hawthorne, and the mall have grown and developed, traffic has increased, buildings have become larger, and the area is no longer appropriate for single family residences along Kingsdale and Hawthorne. On the west side, single family residences are no longer appropriate to be directly across the street from an 8 story parking garage or an 8 story residential building. And on the east side, single family residences in a small pocket from 177th street to Sizzlers face 11 lanes of traffic and pollution from Hawthorne and an uninviting parking lot with black facade buildings. The prevailing winds blow east with pollution and garbage from the mall and Hawthorne with little to no landscaping, walls, or buffers to reduce noise, pollution, and vehicular or mall light pollution.
So hopefully Redondo Beach, Torrance, and Cal Trans can work together with the developer to look not just at the micro-level of the immediate property, but the macro-level of surrounding area. We hope everyone can review the zoning, landscaping, and other ways to transition this site more cohesively to the surrounding neighborhoods. There needs to be better ways to mitigate the noise, pollution, and traffic and help to make the adjacent properties more appropriate to this current scale of development and use. There definitely should be more trees, landscaping, and possibly low walls to higher walls to provide buffers to neighboring residences and reduce pollution (from vehicle lights, noise, and exhaust) in the area. The landscaping on the property, along the public right-of-ways, in the center medians, and along the opposite side public right-of-ways should be improved as part of, or in conjunction with this development. One potential solution for the west side of the property would be to rezone the Kingsdale single family properties from R1 to a more appropriate multifamily zoning designation that would encourage multifamily housing. Multifamily properties would have more appropriate building scale and the driveways could lead to subterranean parking that allows turnaround space on the property so residents can come out onto Kingsdale driving forward instead of reverse. Currently the single family residences have short driveways that force the residents to back out into oncoming traffic from the buses and mall traffic. Along Hawthorne, and specifically Little Hawthorne, a vine-covered wall with layers of additional trees and bushes on the medians and sidewalks, would be great to buffer the mall and street traffic from the east side single family residences.

**Response to Comment PC050-1**

Thank you for your comment. The commenter generally provides statements of opinion regarding the existing setting of the project and suggested design features for the project.

The commenter also asserts “the elevation drawings are very inconsistent in detail, content, and development. The residential buildings, hotel building, and some retail spaces seem to have some design development but other retail buildings (including existing structures) are devoid of glazing and detail so they appear to be larger warehouse bunkers…” The commenter’s opinions are noted, however the level of detail requested is not required by CEQA. As discussed under CEQA Guidelines Section 15124 “[t]the description of the project...should not supply extensive detail beyond that needed for evaluation and review of the environmental impact.” (See also *Dry Creek Citizens Coalition v. County of Tulare* (1999) 70 Cal.App.4th 20 (“Appellants have not established that the general description of the diversion structures in the EIR coupled with approval of final designs after the project is approved violated any CEQA mandate.”).) Furthermore, Draft EIR Figures 2-8 through 2-11 provided detailed elevations of the proposed project. Similarly, Draft EIR Figure 4-15 through 4-18 provided detailed elevations of Alternative 4/4-1.

The commenter further states “As Redondo Beach, Torrance, Hawthorne, and the mall have grown and developed, traffic has increased, buildings have become larger, and the area is no longer appropriate for single family residences along Kingsdale and Hawthorne. On the west side, single family residences are no longer appropriate to be directly across the street from an 8 story parking garage or an 8 story residential building... And on the east side, single family residences in a small pocket from 177th street to Sizzlers face 11 lanes of traffic and pollution from Hawthorne and an uninviting parking lot with black facade buildings.”
The commenter’s opinions are noted, however the EIR did not identify any significant intersection impacts or air quality impacts to homes on the west side of the project site. While the commenter equates increased vehicles to increased air pollution, this is an incorrect assumption. As discussed in Draft EIR page 3.1-11:

[A]ir quality within the Basin has generally improved since the inception of air pollutant monitoring in 1976. This improvement is mainly due to lower-polluting on-road motor vehicles, more stringent regulation of industrial sources, and the implementation of emission reduction strategies by the SCAQMD. This trend toward cleaner air has occurred in spite of continued population growth. As discussed in the 2012 Air Quality Management Plan (AQMP) for the SCAB as a whole:

Despite this growth, air quality has improved significantly over the years, primarily due to the impacts of the region’s air quality control program... PM10 levels have declined almost 50% since 1990, and PM2.5 levels have also declined 50% since measurements began in 1999... the only air monitoring station that is currently exceeding or projected to exceed the 24-hour PM2.5 standard from 2011 forward is the Mira Loma station in Western Riverside County. Similar improvements are observed with ozone, although the rate of ozone decline has slowed in recent years...[¶] Since the end of World War II, the Basin has experienced faster population growth than the rest of the nation. The annual average percent growth has slowed but the overall population of the region is expected to continue to increase through 2023 and beyond... Despite this population growth, air quality has improved significantly over the years, primarily due to the impacts of air quality control programs at the local, state and federal levels....PM2.5 levels in the Basin have improved significantly in recent years. By 2013 and again in 2014 and 2015, there were no stations measuring PM2.5 in the Basin violating the former 1997 annual PM2.5 NAAQS (15.0 µg/m3) for the 3-year design value period with the filter-based federal reference method (FRM).5 On July 25, 2016 U.S. EPA finalized a determination that the Basin attained the 1997 annual (15.0 µg/m3) and 24-hour PM2.5 (65 µg/m3) NAAQS, effective August 24, 2016.

Please also see Draft EIR Section 3.13, and Final EIR, Chapter 3 Modifications, for additional details regarding the project’s vehicular intersection analysis. Please also see Draft EIR Section 3.0.3 for discussion of aesthetics (i.e. “mall light pollution.”). Please see Draft EIR Section 3.9 for discussion of noise. The City further finds that the commenter’s suggestion to “rezone the Kingsdale single family properties from R1 to a more appropriate multifamily zoning designation” would not reduce or avoid a significant environmental impact. Nevertheless, the commenter’s suggestion will be forwarded to the decision makers.
Comment PC050-2

Main Proposal:

Pros

This site plan appears to have the least amount of surface parking, which is promising, and begins to surround the buildings with more landscaping. The underground parking reduces vehicular light pollution, noise pollution (from car alarms, cars honking, and general car noises) and the heat island effect. The Open Air Retail space is the central heart of the project and is the best part of the development. This central space has great potential if it develops into something similar to some of the perspective renderings. Also the developer said they will try to surround the open air retail center core with non-chain, higher quality restaurants similar to The Point in El Segundo. This would be a fantastic improvement. The residential building to the west is extremely tall, which will dwarf the single family residences across the street.

Response to Comment PC050-2

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 1 of the project and preferred design features for the project. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body.

With regards to building heights, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

Comment PC050-3

Main Proposal:

Cons

The elevations of the retail buildings facing Hawthorne to the east and Artesia to the north are still extremely blank and devoid of glazing and storefront windows. There is no sense of scale on the ground floor of almost any of the buildings and very little development to show any connection still to the surrounding city. There are just a few sporadic Palm trees and almost no trees shown in the elevations in some areas. The stark windowless buildings look similar to prisons. The west side residential building is a 8 story block. Although it has some central courtyards and setbacks in plan to give some relief to the continuous 8 story building, it still dwarfs the single story, single family residences across the street on Kingsdale. It's too bad the residential building couldn't have varying heights in the towers and spread units throughout more of the site including incorporating residential units and outdoor roof terraces over the existing Kohls to incorporate the existing structure into some of the residential components.
Also the plans still don’t show any bikeable paths coming from the Hawthorne Blvd side, especially not from 177th/Hawthorne Blvd corners into the mall. It seems there are slivers of paths, but not really a designated bike route from the public entry of 177th/Hawthorne Blvd.

Response to Comment PC050-3

Thank you for your comment. The commenter provides statements of opinion regarding the proposed project and both preferred and undesired design features, including landscaping for the project. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body.

With regards to building heights, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features. For information related to existing bicycle and pedestrian facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation, in 3.13.2 Environmental Setting. The commenter asserts that the “west side residential building is a 8 story block.” Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. As also discussed in detail on Draft EIR page 3.8-15, the proposed project is providing a 30-foot setback along Kingsdale Avenue. Additionally, the project is providing massing relief along Kingsdale Avenue through the articulation of the structure within 50 feet of Kingsdale Avenue. In lieu of a flat façade, the building will have a modulated west elevation providing both massing relief and architectural interest at all levels. As can be seen in Draft EIR, Chapter 2.0, Project Description, Figure 2-7, the only new structure located along Kingsdale would be the Residential Building located on the southwest corner of the project site. This new structure is shaped like a horseshoe with the open end facing Kingsdale providing height and massing consistent with Policy 1.41.7. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

Comment PC050-4

Alternative 2 - eliminates some retail areas and leaves more existing surface asphalt parking. This is disappointing to leave those areas open as surface parking (especially at the northwest corner) however it still has a lot of improvements compared to the current mall and the other Alternative proposals.

Response to Comment PC050-4

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 2 of the project and specific design features for parking. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body.

With regards to parking, please refer to Draft EIR Section 2.0, Project Description, Section 3.0.3, and Section 4.0, Alternatives, for additional information on project features related to parking. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.
**Comment PC050-5**

Alternative 3 - This might be the worst proposal especially in plan. This places the hotel in a sea of surface parking similar to a motel or cheap roadside hotel. It does not engage the hotel within the central retail courtyard nor does it incorporate the building into the landscaped park area like the first two proposals. The east side also erects an above ground parking structure along Hawthorne which further separates the retail areas from engaging with the surrounding city. This proposal seems like a bandaid, half-hearted, bare bones development of the existing building infrastructure with virtually no cohesion of the various components. This proposal surprisingly appears to have the most amount of glazing and landscaping trees compared to the stark elevations and lack of trees in the other proposals' elevations.

**Response to Comment PC050-5**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 3 of the project and specific design features for parking and a hotel. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City's decision-making body.

With regards to parking or hotel use, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features related to parking and hotel uses. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Nevertheless, the commenter's suggestions have been included in the Final EIR for consideration by the decision-makers.

**Comment PC050-6**

Alternative 4 - Strangely enough, this proposal seems the favorite of the developers and/or architects. It seems the most developed especially in elevations. There are more trees of various sizes, colors, and species, the buildings integrate retail on the bottom floors of lower residential buildings, the buildings seem more developed and do not look as much like place holders (except for the "Cement Plaster prison box on the east/north/ northeast corner). The northeast corner with the most prominent, visible location on the site, has the shortest building, the least amount of glass, and is all one continuous, dull building with no articulation, glazing, or sense of human scale. Also continuing the above ground parking garage structures on the west side along Kingsdale seems like it just turns it's rear end at this street and the residences across from the garages. It does seem to provide a multiple layer tree buffer though between the existing/new parking garages and the residents. Large linear planters should also be introduced along the west edge of the garages (existing and new) to cascade planting down the elevation of the parking garage to soften up the elevation in addition to the trees.

**Response to Comment PC050-6**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 4 of the project and specific design features for aesthetics, landscaping, building heights, and parking. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City's decision-making body.
With regards to design features such as landscaping and building heights, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features specific to this alternative. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Additionally, as shown in Draft EIR Figures 4-13 and 4-14, Alternative 4 does include a landscaped buffer space on the western side of the project site. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

3.2.9 Section 3.11 Public Services

Section 3.11.4, Impacts and Mitigation Measures, Impacts and Mitigation, Page 3.11-10

The following change was made to the Condition of Approval:

**Mitigation Measures**

No mitigation measures are required. While impacts are considered less than significant, the City is proposing Condition of Approval PS-1.

**Condition of Approval:** The applicant shall fund and implement a Fire, Life-Safety, Crime Prevention, and Security Plan, which may include fair-share staffing funding for supplemental staffing to achieve an enhanced level of service established by the parties based on data from comparable regional shopping centers. The plan will provide for the supplemental staffing levels to be reviewed and adjusted annually within a pre-negotiated range based on calls for service and incident data from the previous year. The Draft Plan shall be reviewed and approved by the Redondo Beach Police and Fire Departments RBPD Chief and RBFD Chief prior to the issuance of Building Permits, and a Final Plan shall be approved, funded, and implemented prior to the issuance of Building Permits, a final plan shall be approved and implemented prior to the issuance of Certificate of Occupancy. Inspections by the appropriate Staff members shall be made to ensure compliance with the approved plan prior to the issuance of a Certificate of Occupancy and the plan shall be implemented throughout operation of the project. The Final Plan may be phased as required and shall incorporate the following:

(a) Provide Security Plans and design specifications that show the location of visual camera systems for key areas to which access is granted to the public.

(b) Provide specifications and/or security plans that provide the police with visual access to the interior of all commercial tenant spaces.

(c) Provide details on emergency access to the property by police and fire responders in the event of an emergency including a numerical address system and an “on-site” map.

(d) Provide a garage lighting plan along with design specifications that include lighting of the garage stairwells, ramps and all access roads. The plan shall ensure that the lighting does not encroach on the adjacent residential properties to the east.

(e) Provide a painting scheme for the garage areas that employs the use of light and highly reflective color to enhance visibility and improve lighting effectiveness.

(f) Provide plans for the installation of a “repeater” system, if necessary, allowing the use of personal cell phones on all levels of the parking garage.
(g) The applicant/property owner shall ensure that the visual security equipment be monitored as necessary during business hours and that regular daily patrols of the subject property be made by security personnel. License plate readers shall be installed.

Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Air Quality, Violation of Air Quality Standards – Operational Page 4-146 and 4-147

Operational emissions associated with Alternative 4 were modeled using CalEEMod. Model defaults and adjusted to reflect data specific to Alternative 4, where available, including the size and type of the proposed land use and project specific trip rates. Detailed modeling assumptions are included in Appendix D. Modeled operations emissions are presented in Table 4-32, and include two conservatively assumed fire pits in the outdoor recreation area for residences which were assumed to run for 6 hours per day consistent with the proposed project. Similar to the proposed project, operational emissions are less than significant and no mitigation is required. Alternative 4 would result in a less than significant impact, similar to the proposed project, and would ultimately result in fewer local and regional daily operational emissions than the proposed project.

<table>
<thead>
<tr>
<th>Table 4-32</th>
<th>Alternative 4 Unmitigated Operational Emissions</th>
</tr>
</thead>
<tbody>
<tr>
<td>Emissions Source</td>
<td>ROG</td>
</tr>
<tr>
<td>Existing</td>
<td></td>
</tr>
<tr>
<td>Area Sources*</td>
<td>25.56</td>
</tr>
<tr>
<td>Energy Sources*</td>
<td>0.10</td>
</tr>
<tr>
<td>Mobile Sources</td>
<td>76.76</td>
</tr>
<tr>
<td><strong>Total Existing Emissions</strong></td>
<td>102.42</td>
</tr>
<tr>
<td>Alternative 4</td>
<td></td>
</tr>
<tr>
<td>Area Sources*</td>
<td>38.85</td>
</tr>
<tr>
<td>Energy Sources*</td>
<td>0.74</td>
</tr>
<tr>
<td>Mobile Sources</td>
<td>50.71</td>
</tr>
<tr>
<td>Fire Pits</td>
<td>0.01</td>
</tr>
<tr>
<td><strong>Total Project Emissions</strong></td>
<td>90.30</td>
</tr>
<tr>
<td><strong>Net Project Increase</strong></td>
<td>90.30</td>
</tr>
<tr>
<td>Regional Significance Threshold</td>
<td>55</td>
</tr>
<tr>
<td>Significant Impact?</td>
<td>No</td>
</tr>
</tbody>
</table>
### Estimated Emissions (lbs/day)

<table>
<thead>
<tr>
<th>Emissions Source</th>
<th>ROG</th>
<th>NOx</th>
<th>CO</th>
<th>SO2</th>
<th>PM10</th>
<th>PM2.5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Proposed Project</td>
<td>16.63</td>
<td>33.19</td>
<td>(75.21)</td>
<td>0.56</td>
<td>45.18</td>
<td>12.86</td>
</tr>
<tr>
<td>Alternative 4</td>
<td>(12.11)</td>
<td>49.00</td>
<td>(309.34)</td>
<td>0.25</td>
<td>37.69</td>
<td>37.70</td>
</tr>
</tbody>
</table>

NOTES: Area sources include emissions from consumer product use, architectural coating, and landscape equipment. Energy sources include natural gas use for heating/cooling as well as electrical consumption. Values presented within parenthesis represents a negative value.

SOURCE: ESA CalEEMod Modeling 2017 (based on Appendix D of this Draft EIR).

### Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Air Quality, Localized Operational Air Quality Impacts – Criteria Air Pollutants, Table 4-35, Page 4-150

#### Table 4-35

**ALTERNATIVE 4 LOCALIZED OPERATIONAL EMISSIONS**

<table>
<thead>
<tr>
<th>Development Phases</th>
<th>NOx</th>
<th>CO</th>
<th>PM10</th>
<th>PM2.5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing</td>
<td>3.92</td>
<td>11.07</td>
<td>1.46</td>
<td>0.47</td>
</tr>
<tr>
<td>Alternative 4</td>
<td>13.87</td>
<td>38.91</td>
<td>2.77</td>
<td>1.50</td>
</tr>
<tr>
<td>Fire Pits</td>
<td>0.01</td>
<td>0.03</td>
<td>0.01</td>
<td>0.01</td>
</tr>
<tr>
<td>Net Increase</td>
<td>9.96</td>
<td>27.94</td>
<td>27.87</td>
<td>1.34</td>
</tr>
</tbody>
</table>

**Localized Significance Threshold**

- **Source:** ESA CalEEMod Modeling, 2017 (based on Appendix D of this Draft EIR).

### Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Greenhouse Gas Emissions, Page 4-157 and 4-158

The total net operational emissions for 2023, including amortized construction, would result in net emissions increase of approximately 4,596 4,600 MTCO₂e per year (compared to 10,614 MTCO₂e for the proposed project). Alternative 4 would have a net increase of 996 employees and 465 new residents resulting in a service population of 1,461 (compared to 925 and 1,008 for the proposed project, respectively for new employees and residents, resulting in a service population of 1,933). Therefore, the per service population emissions for 2023 would equal 3.2 MTCO₂e annually (compared to the 5.5 MTCO₂e annual emissions of the proposed project). This would not exceed the project level efficiency.

---

2 All of the revisions in this subsection account for the minor addition of GHG emissions associated with the fire pits discussed in Final EIR, Chapter 3, Section 3.2.6.
threshold of 4.4 MT CO$_2$e per service population. Additionally, Alternative 4 does not exceed the interim 2023 efficiency threshold of 4.0 MT CO$_2$e per service population.

The total net operational emissions for 2035, including amortized construction, would result in net emissions increase of approximately 4,737 to 4,741 MT CO$_2$e per year (compared to 10,600 MT CO$_2$e for the proposed project). For 2035 the per service population emissions would equal 3.2 to 3.3 MT CO$_2$e annually (compared to the 5.5 MT CO$_2$e per service population for the proposed project), which exceeds the 2035 threshold of 2.5 MT CO$_2$e annually. Using the 2035 efficiency threshold, the net increase in GHG emissions resulting from implementation of Alternative 4 is considered to be significant without the implementation of mitigation.

Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Page 4-176

Traffic generated by the proposed project would result in a significant traffic impact at the following five locations during one or both of the analyzed peak hours for Existing plus Project and Cumulative plus Project conditions:

- #13 – Inglewood Avenue & Artesia Boulevard (both peak hours)
- #15 – Redondo Beach Boulevard & Artesia Boulevard (PM peak hour)
- #16 – Hawthorne Boulevard & Artesia Boulevard (both peak hours)
- #17 – Prairie Avenue & Artesia Boulevard (both peak hours)
- #18 – I-405 Southbound Ramps & Artesia Boulevard (PM peak hour)
- #19 – I-405 Northbound Ramps & Artesia Boulevard (PM peak hour)

Alternative 4 would result in one less significantly impacted intersection (#15 Redondo Beach Boulevard & Artesia Boulevard) as compared with the proposed project intersection before mitigation for Existing plus Project and Cumulative plus Project conditions. After implementation of Mitigation...

Section 4.6.5., Alternative 4-1: Reduced Density, Office Location, Transportation and Traffic, Page 4-198

Under Alternative 4-1, 50,000 sf of commercial retail uses located in the southwest corner under Alternative 4 would be developed and substituted with an office building. Office uses would generate similar generation rates as commercial uses. As with Alternative 4, this Alternative would result in a significant traffic impact at five locations during one or both of the analyzed peak hours for Existing plus Project and Cumulative plus Project conditions. Similar to the Alternative 4 analysis under TRA-1, there would be no significant impact at Intersection #15 (Redondo Beach Boulevard & Artesia Boulevard). Further, under Alternative 4-1, as fewer residents would live at the project site, and would continue to reside elsewhere in the SCAG region with greater VMT and associated regional vehicle trips.

---

3 While the Alternative 4 analysis stated on page 4-176 that there would be significant impacts at six locations, the subsequent analysis on page 4-176 correctly stated that “Alternative 4 would result in one less significantly impacted intersection (#15 Redondo beach Boulevard & Artesia Boulevard) as compared with the proposed project...” These revisions in this subsection modify the EIR text for the Alternative 4 and 4-1 analysis.
under existing and cumulative conditions. Impacts would be considered significant and unavoidable. Additional Level of Service of Service calculations are provided in Appendix L.

Section 4.6.5 Alternative 4-1: Reduced Density, Office Location, Air Quality, Page 4-191

From an operational standpoint the reduction in daily vehicle trips (1,979 less daily trips under Alternative 4-1 compared to Alternative 4) and the change in land use would reduce operational emissions with respect to Alternative 4 as well as the proposed project. With respect to Alternative 4, Alternative 4-1 reduces emissions of all criteria pollutants by approximately 1 percent, as seen in Table 4-41a). Note that the Alternative 4-1 emissions include emissions from two outside fire pits consistent with both the proposed project and Alternative 4.

<table>
<thead>
<tr>
<th>Table 4-41A</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Alternative 4-1 Unmitigated Operational Emissions</strong></td>
</tr>
<tr>
<td>Estimated Emissions (lbs/day)</td>
</tr>
<tr>
<td><strong>Emissions Source</strong></td>
</tr>
<tr>
<td>Total Existing Emissions</td>
</tr>
<tr>
<td>Total Alternative 4-1 Emissions</td>
</tr>
<tr>
<td>Total Net Emissions</td>
</tr>
<tr>
<td>Regional Significance Threshold</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Significant Impact?</th>
<th>No</th>
<th>No</th>
<th>No</th>
<th>No</th>
<th>No</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>Proposed Project</td>
<td>16.63</td>
<td>33.19</td>
<td>(75.21)</td>
<td>0.56</td>
<td>45.18</td>
<td>12.86</td>
</tr>
<tr>
<td>Alternative 4-1</td>
<td>(12.82)</td>
<td>(52.37)</td>
<td>(318.17)</td>
<td>0.22</td>
<td>35.12</td>
<td>8.93</td>
</tr>
<tr>
<td>Alternative 4</td>
<td>(12.12)</td>
<td>(49.10)</td>
<td>(309.34)</td>
<td>0.25</td>
<td>37.69</td>
<td>9.62</td>
</tr>
</tbody>
</table>

NOTES: Area sources include emissions from consumer product use, architectural coating, and landscape equipment. Energy source include natural gas use for heating/cooling as well as electrical consumption. Values presented with parentheses represents a negative value.

SOURCE: ESA CalEEMod Modeling 2017 (based on Appendix D of this Draft EIR).

Section 4.6.5 Alternative 4-1: Reduced Density, Office Location, Greenhouse Gas Emissions, Page 4-192

Under Alternative 4-1, 50,000 sf of commercial retail uses included in Alternative 4 would be replaced with office uses. It is assumed that the timing and length of the construction phases would be similar, if not identical, to Alternative 4 and therefore would result in the same overall annual construction emissions. Overall the emissions from construction activities would be similar to that of Alternative 4 and the proposed project.

The total net operational emissions for 2023, including amortized construction, would result in net emissions increase of approximately 4,453 MT CO2-e per year (compared to 10,614 MT CO2-e for the proposed project and 4,600 MT CO2-e per year for Alternative 4). Alternative 4-1 would have a net
increase of 1032 employees and 465 new residents resulting in a service population of 1,497 (compared to 925 and 1,008 for the proposed project, respectively for new employees and residents, resulting in a service population of 1,933; and of 996 employees and 465 new residents resulting in a service population of 1,461 for Alternative 4). Therefore, the per service population emissions for 2023 would equal 2.97 MTCO₂e annually (compared to the 5.5 MTCO₂e annual emissions of the proposed project and 3.2 for Alternative 4). This would not exceed the project level efficiency threshold of 4.4 MT CO₂e per service population. Additionally, Alternative 4-1 does not exceed the interim 2023 efficiency threshold of 4.0 MT CO₂e per service population.

The total net operational emissions for 2035, including amortized construction, would result in net emissions increase of approximately 4,474 MTCO₂e per year (compared to 10,600 MTCO₂e for the proposed project; and 4,741 MTCO₂e per year for Alternative 4). For 2035 the per service population emissions would equal 3.0 MTCO₂e annually (compared to the 5.5 MTCO₂e per service population for the proposed project; and 3.3 MTCO₂e for Alternative 4), which exceeds the 2035 threshold of 2.5 MTCO₂e annually. Using the 2035 efficiency threshold, the net increase in GHG emissions resulting from implementation of Alternative 4 is considered to be significant without the implementation of mitigation.

Implementation of mitigation measures GHG-1 would reduce the per service population emissions to 0.64 MT CO₂e per year for 2023 and 1.28 MT CO₂e per year for 2035, (compared to the mitigated proposed project emissions of 1.3 MTCO₂e and 2.4 MTCO₂e respectively for 2023 and 2035; and to 1.4 MT CO₂e per year for 2023 and 2035 for Alternative 4) therefore reducing GHG emissions to a less than significant level. Alternative 4-1 would reduce impacts with respect to those of the proposed project. Because Alternative 4-1 has lower per service population emissions, Alternative 4-1 is more efficient than the proposed project under the efficiency threshold.

3.2.10 Section 3.14 Utilities


The following change was made to the Condition of Approval:

Mitigation Measures

No mitigation measures are required. While impacts are considered less than significant, the City is proposing additional language to Condition of Approval UTL-1 through UTL-4.

Conditions of Approval

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

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

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

**UTL-4:** Prior to the issuance of the Building Permit, the City’s Public Works Department will confirm the proposed project applicant’s water conveyance system has been designed to accommodate the land uses proposed at the project site. If the Department determines the system upgrades referenced in the FEIR will be required to serve the project improvements to be permitted, such upgrades shall be installed and operational prior to the issuance of the Certificate of Occupancy.
BLUE FOLDER ITEM
Blue folder items are additional back up material to administrative reports and/or public comments received after the printing and distribution of the agenda packet for receive and file.

PLANNING COMMISSION MEETING
April 19, 2018

8. A Public Hearing for consideration to certify and adopt a Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, a Mitigation Monitoring and Reporting Program (including potential modifications to the proposed mitigation measures), and to consider an application for Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 for the South Bay Galleria Improvement Project.

APPLICANT: South Bay Center SPE, LLC
PROPERTY OWNER: Same as applicant
LOCATION: 1815 Hawthorne Boulevard
CASE NO.: 2018-04-PC-003

RECOMMENDATION: Adopt a resolution approving/certifying the Final Environmental Impact Report (FEIR), Findings, Statement of Overriding Considerations, Mitigation Monitoring and Reporting Program, and approving the Planning Commission Design Review, Conditional Use Permit, Variance, and Vesting Tentative Tract Map No. 74481 subject to the findings and conditions contained therein.

- Written correspondence received after distribution of the agenda packet
VIA EMAIL AND OVERNIGHT MAIL

Planning Commissioners Jennifer Glad, Chantal Toporow, Dan Elder, Rolf Strutzenberg, Wayne Ung, Marc Mitchell, and Doug Rodriguez
City of Redondo Beach
415 Diamond Street
Redondo Beach, California 90277

Eleanor Manzano, City Clerk
City of Redondo Beach
415 Diamond Street
Redondo Beach, California 90277
Email: Eleanor.Manzano@redondo.org

VIA EMAIL ONLY

Stacey Kinsella, Associate Planner
Email: Stacey.kinsella@redondo.org

Re: Comments on the Final Environmental Impact Report for the South Bay Galleria Improvement Project (2018-04-PC-003; SCH# 2015101009)

Dear Planning Commissioners, Ms. Manzano, and Ms. Kinsella:

We write on behalf of the Coalition for Responsible Equitable Economic Development ("CREED LA"), Andrew Akerlund, Charles Bree, Daniel Sattler, Jeffery Lanie, and John Bree to provide comments on the Final Environmental Impact Report ("FEIR") prepared by the City of Redondo Beach ("City") for the South Bay Galleria Improvement Project (SCH No. 2015101009) ("Project"), pursuant to the California Environmental Quality Act ("CEQA").¹

¹ Pub. Resources Code, §§ 21000 et seq. 3912-004aep
April 17, 2018
Page 2

CREED LA and its expert consultants from Soil / Water / Air Protection Enterprise ("SWAPE") reviewed the FEIR. Based on our legal and technical review, Residents has concluded that the City has adequately addressed the issues raised in our prior comments on the DEIR.

In response to our comments, the City:

• Prepared a revised health risk assessment ("HRA") in response to our comments concerning construction-related emissions.

• Provided additional information on the Project’s alternatives in response to our comments.

The revised air modeling shows that the project’s construction emissions would be less than significant. As for the alternatives, the City’s response demonstrates that it has complied with CEQA in preparing a range of reasonable alternatives to the Project.

We thank the City for taking seriously the legal and technical issues identified in our comments, and for its thorough and good faith responses and additional investigations. We have no further objections to the Project.

Sincerely,

Linda T. Sobczynski

LTS:acp
April 19, 2018

VIA EMAIL & HAND DELIVERY

Planning Commission
City of Redondo Beach
415 Diamond Street
Redondo Beach, California 90277
maria.herrera@redondo.org

Re: Item 8, Planning Commission Hearing 4/19/18; South Bay Galleria Project (1815 Hawthorne Boulevard); Case No: 2018-04-PC-003; Final EIR (SCH No. 2015101009); Unite HERE Local 11 and Yelena Zeltser Comments

Dear Honorable Planning Commission:

On behalf of UNITE HERE Local 11 ("Local 11") and Yelena Zeltser (collectively "Commentors"), this Office provides the City of Redondo Beach ("City") the following comments regarding the Staff Report and final environmental impact report ("FEIR")\(^1\) prepared for the referenced redevelopment project ("Project"), proposed by South Bay Center SPE, LLC ("Applicant"), located at 1815 Hawthorne Boulevard on an approximate 30-acre, squared-shaped parcel known as the South Bay Galleria ("SB Galleria" or "Site"). Specifically, Commentors have significant concerns with the Project’s compliance with the Redondo Beach Municipal Code ("RBMC" or "Code") and the California Environmental Quality Act, Pub. Res. Code § 21000 et seq., ("CEQA").

In short, the Project’s proposed meager 300 residential units is not enough for the City to satisfy its fair share housing requirements under State law, which creates a fundamental conflict with the City’s General Plan. By underutilizing the Project Site, the City loses its greatest asset to encourage transit-oriented development ("TOD") next to the anticipated Metro station. Instead, the proposed Project maximizes retail/commercial development beyond what is allowed under the Code, which serves to maximize the Applicant’s profits at the public’s expense—by improperly shrinking future TOD residential development that is necessary if the City is to reduce its greenhouse gas ("GHG") emissions by 2050. Commentors are also concerned with the Project’s unmitigated traffic impacts and inadequate CEQA analysis that mask significant GHG and land use impacts.

---

\(^1\) Inclusive of draft EIR ("DEIR"), Response to Comments ("RTC"), Planning Commission Staff Report dated April 19, 2018 ("Staff Report"), and any associated appendix ("APP") or attachment ("ATTM").
Here, the Applicant requests discretionary entitlements, which the City may reject. The City can demand more for its residents, such as the assurance that any unmitigated significant impact is offset by an adequate statement of overriding considerations ("SOC"). For the reasons discussed herein, Commentors respectfully request the City withhold all Project approvals until a corrected FEIR is recirculated and the City provides an adequate SOC that includes provisions that ensure **good-paying jobs for well-trained residents who can afford to work and live in the City.**

I. PROJECT BACKGROUND

The Project consists of modifications to the existing SB Galleria that is currently improved with 971,101 square feet ("SF") of development including department stores (i.e., Macys, Kohls, and a vacated Nordstrom) (563,474 SF); a retail mall (343,617 SF); and a 1,287-seat theater (64,010 SF). See DEIR, pp. ES-6-7, 2-3-4, 2-21; Staff Report, pp. 2-4, 11, ATT-M-A (CEQA Findings, pp. 1-2). Under the DEIR, the proposed Project expands SB Galleria to 1,950,565 SF of total development including additional retail uses (224,464 SF); 650 residential units (650,000 SF); and a 150-room hotel (105,000 SF) (collectively "Proposed Project"). Id., see also DEIR, p. 2-22. The DEIR also analyzed various Project alternatives, such as the alternative that is now recommended for final approval that includes 217,043 SF of additional retail; 50,000 SF of office space; 300 residential apartments in a six-story, 60-foot tall structure (300,000 SF); and the 150-room hotel within a six-story, 60-foot tall structure (105,000 SF)—totaling 1,593,144 SF of development (collectively "Alternative 4-1"). See Staff Report, pp. 2, 4. Alternative 4-1 requires various discretionary approvals including but not limited to a conditional use permit for numerous allowed uses (e.g., residential, bars, clubs, etc.) ("CUP"); design review ("Design Review"); a variance to allow the residential, hotel, and parking garage to exceed the City's four-story, 60-foot height limitations ("Variance"); and a Vesting Tentative Tract Map ("VTT Map") (collectively "Entitlements"). See Staff Report, ATT-M-E (Applications).

II. STANDING OF COMMENTOR

Local 11 represents more than 25,000 workers employed in hotels, restaurants, airports, sports arenas, and convention centers throughout Southern California and Phoenix, Arizona. Members of Local 11, including dozens who live or work in the City of Redondo Beach such as Ms. Zetlser, join together to fight for improved living standards and working conditions.

Local 11 is a stakeholder in this Project, and worker and labor organizations have a long history of engaging in the CEQA process to secure safe working conditions, reduce environmental impacts, and maximize community benefits. The courts have held that "unions have standing to litigate environmental claims." Bakersfield Citizens v. Bakersfield (2004) 124 Cal.App.4th 1184, 1198.
Furthermore, this comment letter is made to exhaust remedies under Pub. Res. Code § 21177 concerning the Project and incorporates by this reference all written and oral comments submitted on the Project by any commenting party/agency. It is well-established that any party, as Commentors here, who participate in the administrative process can assert all factual/legal issues raised by anyone. See Citizens for Open Government v. City of Lodi (2006) 144 Cal.App.4th 865, 875.

III. BACKGROUND ON ZONING LAW

GENERAL PLANS: The California Supreme Court has described general plans as a ‘constitution’ located at the top of the hierarchy of local government law regulating land use (DeVita v. County of Napa (1995) 9 Cal.4th 763, 773); as a ‘contract’ between neighbor to forgo certain property rights with the assurance that reciprocal enforcement will be mutually beneficial and enhance the total community welfare (Topanga Assn. for a Scenic Community v. County of Los Angeles (1974) 11 Cal.3d 506, 517-518); or as a ‘yardstick’ where one can take an individual parcel and check it against the plan to know which uses would be permissible (Orange Citizens for Parks & Recreation v. Superior Court (2016) 2 Cal.5th 216, 159). As such, State/local zoning laws do not permit planning agencies to pick and choose which regulations apply to certain parcels – general plans must apply everywhere in the jurisdiction.

QUASI-JUDICIAL APPROVALS: Before granting quasi-judicial approvals, like conditional use permits and variances, local governments must make necessary land use findings supported by substantial evidence and in a manner provided by law. See Topanga Assn., 11 Cal.3d at 514, 517. This inquiry may not be perfunctory or mechanically superficial, but requires the agency to “set forth findings to bridge the analytic gap between the raw evidence and ultimate decision or order.” Id. at 515 (emphasis added); see also West Chandler Boulevard Neighborhood Assn. v. City of Los Angeles (2011) 198 Cal.App.4th 1506, 1522 (city abused its discretion when acting on "evidence not in the record ... [where] conclusory findings did not show how the city council traveled from evidence to action.").

AGENCY DEFERENCE: While planning agencies enjoy some discretion interpreting their zoning laws, “deference has limits” and courts are not bound by unreasonable interpretations contrary to the plain language of regulations and statutes. Orange Citizens, 2 Cal.5th at 146, 156-157 (rejecting attempts to “downplay the facial inconsistency,” court held city abused its discretion finding residential project consistent with general plan designation where “no reasonable person could conclude that the Property could be developed without a general plan amendment”); see also Stolman v. City of Los Angeles (2003) 114 Cal.App.4th 916, 928-930 (vacating variance based on zoning administrator’s interpretation contradicted by the plain language of the municipal code).

/ / /
IV. THE PROJECT FAILS TO SATISFY ZONING REQUIREMENTS

A. SIGNIFICANT INCONSISTENCY WITH THE GENERAL PLAN

To be compatible with an applicable general plan, a proposed project must be “‘in agreement or harmony with the terms of the applicable plan ....” San Franciscans Upholding the Downtown Plan v. City & County of San Francisco (2002) 102 Cal.App.4th 656, 678 (internal citations omitted); see also Friends of Lagoon Valley v. City of Vacaville (2007) 154 Cal.App.4th 807, 817 (a “project is consistent with the general plan if, considering all its aspects, it will further the objectives and policies .... and not obstruct their attainment.”) (emphasis added). However, “a project’s consistency with a general plan’s broader policies cannot overcome a project’s inconsistency with a general plan’s more specific, mandatory and fundamental policies.” Spring Valley Lake Ass’n v. City of Victorville (2016) 248 Cal.App.4th 91, 101 (emphasis added); see also Families Unafraid to Uphold Rural El Dorado County v. County of El Dorado (1998) 62 Cal.App.4th 1332, 1341. Moreover, a city’s finding that a project is consistent with its general plan will be reversed when “no reasonable person could have reached the same conclusion.” Orange Citizens, 2 Cal.5th at 155 (emphasis added); see also ALARM v. City of Los Angeles (1993) 16 Cal.App.4th 630, 648.

RHNA OBLIGATION: Here, the Southern California Association of Government (“SCAG”) has determined the City’s Regional Housing Needs Allocation (“RHNA”) obligation for the 2013-2021 planning period is 1,397 housing units, of which, 1,235 remains unsatisfied. See General Plan, Housing Element, pp. 79, 107; Staff Report, pp. 22-24. Under the General Plan, the City will meet this obligation entirely on redeveloping underutilized existing residential and mixed-use lots, including five disparate sites and numerous scattered R-2, R-3, and Mixed-Use zoned sites. See General Plan, pp. 3, 65-66, 80-87. As demonstrated by the below chart, the above-mentioned sites consist of 788 underutilized lots with 730 existing units, but have a capacity of 3,262 units that would total a net gain of 2,532 units, which amounts to an average 3.2-unit capacity per lot.

<table>
<thead>
<tr>
<th>Sites</th>
<th>Lots</th>
<th>Existing Units</th>
<th>Unit Capacity</th>
<th>Underutilize (Net Gain)</th>
<th>Capacity per Lot</th>
</tr>
</thead>
<tbody>
<tr>
<td>Site 1: PCH</td>
<td>7</td>
<td>0%</td>
<td>106</td>
<td>106</td>
<td>15.1</td>
</tr>
<tr>
<td>Site 2: PCH/Torrance</td>
<td>16</td>
<td>0%</td>
<td>69</td>
<td>69</td>
<td>4.3</td>
</tr>
<tr>
<td>Site 3: 190th/Fisk</td>
<td>6</td>
<td>0%</td>
<td>22</td>
<td>22</td>
<td>3.7</td>
</tr>
<tr>
<td>Site 4: Artesia</td>
<td>25</td>
<td>0%</td>
<td>174</td>
<td>173</td>
<td>6.9</td>
</tr>
<tr>
<td>Site 5: Galleria</td>
<td>8</td>
<td>0%</td>
<td>1,172</td>
<td>1,172</td>
<td>146.5</td>
</tr>
<tr>
<td>Scattered R-2 Sites</td>
<td>388</td>
<td>49%</td>
<td>385</td>
<td>733</td>
<td>14%</td>
</tr>
<tr>
<td>Scattered R-3 Sites</td>
<td>308</td>
<td>39%</td>
<td>310</td>
<td>660</td>
<td>14%</td>
</tr>
<tr>
<td>Add. Mixed Use Sites</td>
<td>30</td>
<td>4%</td>
<td>326</td>
<td>292</td>
<td>12%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>788</strong></td>
<td><strong>100%</strong></td>
<td><strong>730 100%</strong></td>
<td><strong>3,262 100%</strong></td>
<td><strong>2,532 100%</strong></td>
</tr>
</tbody>
</table>


3 Data from “Detailed Residential Sites Inventory” contained in the General Plan. See General Plan, Appendix B (summarized totals).
The General Plan identifies the SB Galleria (i.e., Site 5) as the “the site with the greatest potential for future residential development.” *Id.* at 91; *see also* Staff Report, ATTM-A (CEQA Findings, p. 20), ATTM-E (Resolution, p. 8); DEIR, pp. ES-6, 3.8-8, 3.8-17. While consisting of only eight lots (one percent of underutilized lots) totaling 41.93 acres, the SB Galleria has a capacity of providing a total of 1,172 units (146.5 units per lot or 27.95 units per acre).\(^4\) If the City were to theoretically redevelop every underutilized lot to its full capacity, the SB Galleria would account for 46 percent of the net gained units that could satisfy the RHNA allocation. However, the Alternative 4-1’s 300 units amount to a meager 37.5 units per lot\(^5\) or 10.05 units per acre\(^6\)—roughly 25.6 percent of the anticipated net gain in units at this prime site. Assuming every remaining underutilized lot was redeveloped by 2021 at similar levels, the City would provide a total of 649 units\(^7\)—roughly one-half of the City’s remaining RHNA obligation (1,235 units). Alternatively, in the wake of approving this Project with only 300 units, the City could only meet its 935-unit deficit by rezoning massive numbers of lots at near full capacity. However, the City has not provided any concrete plans or actual projects that make this a plausible outcome.

In short, no reasonable person could conclude that the Project Site could be developed, consistent with the General Plan, with less than 568 units,\(^8\) which is a feasible quantity for the Site.\(^9\) Providing adequate housing at all income levels is a specific, mandatory and fundamental goal of the General Plan’s Housing Element,\(^10\) which the City may not ignore. *See e.g.*, RTC, pp. 2-39-41 (dismissing City of Lawndale’s comments), 2-152-157 (boilerplate dismissal of multiple comments advocating analysis of project alternative including more than 650 units). The issue of housing, particularly affordable housing, is critical to Commentors who want the City of Redondo Beach to be a place where its members can afford to work and to live. By approving only 300 units, the City commits itself to not attaining this goal. Hence, the City cannot conclude the Project is consistent with its General Plan.

**FAR Limitation:** The Project is inconsistent with the City’s General Plan floor-area-ratio (“**FAR**”) rules. The General Plan provides 1.5 FAR for “mixed-use structures integrating residential with commercial ... applicable only to those portions of the site devoted to mixed-use.” General Plan, Land Use Element, pp. 2-77 (Policy 1.41.4) (emphasis added).\(^11\) Here, Alternative 4-1 includes only one mixed-use structure sitting on an

---

\(^4\) While mentioning the Project’s potential for 298-650 units, the General Plan clearly identifies 28 units per acre as a “Realistic Density” amounting to 1,172 potential units. *See General Plan, pp. 88, 91-93, B-3.*

\(^5\) Calculated: 300 units / 8 lots = 37.8 units/lot.

\(^6\) Calculated: 300 units / 29.85 acres = 10.05 units/acre.

\(^7\) Calculated: 2,532 total net gains units anticipated \(\times\) 25.6 percent = 648.1 units rounded up to 649.

\(^8\) Calculated: 1,235 remaining RHNA units \(\times\) 46 percent anticipated net gain units at SB Galleria = 568.1 units rounded down to 568.

\(^9\) City concedes 812 units can be located on the Project Site. *See e.g.*, DEIR, p. 4-169; Staff Report, p. 16.

\(^10\) This conflict also amounts to a CEQA impact (discussed later). *See DEIR, p. 3.8-9* (threshold of significance includes conflict with any applicable land use plan including the General Plan).

approximate 133,419 SF floorplan,\textsuperscript{12} which includes ground-level retail uses (40,380 SF) and residential uses (300,000 SF), that amounts to 340,380 SF of development within the structure (2.55 FAR).\textsuperscript{13} See DEIR, pp. 4-23-24, 4-145. A Project consistent with the General Plan would instead include a maximum of 133,419 SF of commercial uses and maximum of 66,710 SF of residential uses.\textsuperscript{14}

Alternatively, assuming the 1.5 FAR applies to the entire Project Site (29.85 acres or 1,300,658 SF),\textsuperscript{15} maximum commercial FAR is set at 1.0 FAR or 1,300,658 SF. See General Plan, Policy 1.41.4; see also RBMC § 10-2.919(a)(2). Under Alternative 4-1,\textsuperscript{16} the commercial subtotal (1,293,144 SF) does not account for the ground-floor retail within the mixed-use structure (40,380 SF). See DEIR, p. 4-24; see also Renderings, p. 2. When accounted for, the Project’s total commercial uses equals 1,333,524 SF, or 32,866 SF above the 1.0 FAR limit. A Project compliant with the General Plan and Code would include a maximum of 1,300,658 SF of commercial uses, with the remainder of development dedicated to residential uses up to a maximum of 650,329 SF.\textsuperscript{17}

**Residential Densities Limits:** The Project is also inconsistent with the Code’s residential densities. The maximum number of dwelling units on a lot shall be one unit for each 1,245 SF of lot area. See RBMC § 10-2.919(b). Here, consistent with the General Plan’s FAR limits on mixed-use structures (discussed above), the mixed-use structure would be entitled to 108 units.\textsuperscript{18} Alternatively, if the entire Project Site is to be considered, than the units must be allocated where retail/commercial is currently slated under Alternative 4-1 (e.g., replace ground-level retail) and, thus, comply with the General Plan’s FAR limits and the Code’s height restrictions (discussed below).

**B. Special Variance Findings**

The standard of review for granting a variance is whether a local agency (a) made the necessary findings supported by substantial evidence and (b) proceed in the manner provided by law. *Topanga Ass’n for a Scenic Community*, 11 Cal.3d at 514. This inquiry may not be done perfunctory, mechanically superficial, or lack sufficient explanation that bridges the analytic gap between the raw evidence and the a lead agency’s ultimate decision. *Id.* at 515; see also *Stolman v. City of Los Angeles* (2003) 114 Cal.App.4\textsuperscript{th} 916, 923.

\textsuperscript{12} According to County of Los Angeles’s GIS system, available at [http://planning.lacounty.gov/gisnet3](http://planning.lacounty.gov/gisnet3). See screenshot (attached hereto as Exhibit A, p. 1).

\textsuperscript{13} Calculated: 340,380 SF of total development / 133,419 SF floorplan = 2.55 FAR.

\textsuperscript{14} Based on 1.5 FAR max for structure site, including 1.0 FAR max commercial and 0.5 FAR max residential.

\textsuperscript{15} While 29.85 acres equals 1,300,266 SF (43,560 SF per acre), the Applicant’s Project renderings (“Renderings”) state the Project Site is 1,300,658 SF. See DEIR, p. 2-3; see also Renderings, p. 2, available at [http://www.redondo.org/civicax/filebank/blobdload.aspx?BlobID=35832](http://www.redondo.org/civicax/filebank/blobdload.aspx?BlobID=35832).

\textsuperscript{16} Essentially Alternative 4-1 with the exception of 50,000 SF of commercial space replaced with offices. See DEIR, pp. 4-31, 4-191.

\textsuperscript{17} Based on 1.5 FAR max for Project Site, including 1.0 FAR max commercial and 0.5 FAR max residential.

\textsuperscript{18} Calculated: 133,419 SF floorplan / 1,245 SF lot requirement = 107.16 units rounded up to 108 units.
Here, Applicant seeks a Variance from height restrictions of the CR Regional Commercial zone (i.e., four stories and 60 feet tall). See RBMC 10-2.919 (d)-(e). The Variance can be granted only if the City finds (1) special circumstances that make strict application of zoning laws unduly burdensome, (2) shall not constitute a special privilege to the Applicant, and (3) the Project is consistent with the General Plan. See RBMC § 10-2.2510(b)(1)-(3). First, the Applicant claims the Project Site’s is unique because (a) it is designated as urban center with greatest potential for residential development, and (b) it is a large city-block site buffered by the Edison easement. See Staff Report, pp. 20-22, ATTM-E (Variance Application, pp. 4-6). However, the four parcels immediately south of the Project Site (south of 177th Street) are also part of the SB Galleria, large at 12.08 acres, identified as having the greatest potential for redevelopment (capable of 338 new units at maximum capacity), and abutting the Edison easement (referenced hereto as “SB Galleria Remainder”). See General Plan, Housing Element, pp. 83, B-3. Hence, the Project Site is not as unique as claimed. Moreover, the large size of the Project Site cuts against the claim the mixed-use structure must go up (exceeding story-limits) rather than out (increasing floorplan) or placing the additional residential units where retail is currently slated (e.g., ground-floor retail within mixed-use structure or any of the numerous retail structures). See DEIR, Figure 4-13. This would reduce the need for additional levels, eliminate the need for height relief, and reduce the mass and scale of the Project.

Next, Applicant states that strict application amounts to an unnecessary hardship because (a) the height restriction prevents urban villages and (b) the movie theater currently enjoys excessive heights that should be enjoyed by future residents and hotel patrons. See Staff Report, pp. 25, ATTM-E (Variance Application, p. 5). However, as discussed above, the Variance is only necessary because the Applicant seeks to cover almost the entire Project Site with retail and commercial uses. Additionally, the theater is a substantially different use that logically necessitates height relief (e.g., to accommodate screen sizes). Furthermore, given the Project Site is under common ownership and/or control, the Applicant effectively looks to itself when it cites the theater as justification for height relief. A truly similarly-situated property would be the SB Galleria Remainder, which does not appear to enjoy any excessive heights.

Third, as discussed above, the Project’s meager 300-units and excessive FAR is inconsistent with the General Plan. In reality, the Applicant’s request for the Variance is entirely self-imposed by seeking greater profits by maxing out commercial/retail uses on the Project Site. Courts have been clear that lost profits do not constitute an unnecessary hardship. See e.g., Stolman, 114 Cal.App.4th at 926 (desire to earn more money is not enough where applicant failed to demonstrate property could not be put to effective use without the issuance of variance); Walnut Acres Neighborhood Assn., 235 Cal.App.4th at 19

---

19 The SB Galleria is 41.93 total acres, including the Project Site north of 177th Street (totaling 29.85 acres) and the remainder south of 177th Street (four lots totaling 12.08 acres).
20 As discussed above, SB Galleria lots can be developed up to 27.95 units/acre.
21 See also Los Angeles County GIS-Net3 (Exhibit A, p. 2).
22 See General Plan, Housing Element, p. 91 (“[t]he Galleria is owned by three property owners but the properties are tied together as one project through a reciprocal agreement.”)
1315 (rejecting unsubstantiated claim of underutilized space and loss of economies of scale).

In short, nothing cited by the Applicant prevents a Code-compliant Project—certainly not its lost profits at the expense of the City meeting its affordable housing goals under its RHNA obligation.

C. THE CITY MAY DENY APPLICANT THE REQUESTED ENTITLEMENTS

This Project is discretionary, not by right. To grant the requested Entitlements, the City must make various legal findings under the Code including (1) the Project is in conformity with the City's General Plan; (2) the Project will not adversely affect abutting properties; and (3) the Project approvals are adequately conditions to protect the public health, safety, and general welfare. See e.g., RBMC §§ 10-1.5503 (governing VTT Maps), 10-2.2502(b)(8) (governing Design Review), 10-2.2506(b)(1)-(4) (governing CUPs), 10-2.2510(b)(3) (governing Variances). For the reason discussed herein, the City has clear legal authority to disapprove the Project and go in a different direction with the use of its land. Kavanau v. Santa Monica Rent Control (1997) 16 Cal.4th 761. Here, of particular concern is the Project's meager 300 housing units, which will prevent the City from meeting its RHNA obligations, conflict with the City's General Plan, and lead to significant CEQA impacts (discussed below).

V. BACKGROUND ON CEQA


CEQA'S PURPOSE: CEQA has two primary purposes. First, CEQA is designed to inform decision makers and the public about the potential, significant environmental effects of a project. See CEQA Guidelines § 15002(a)(1). To this end, public agencies must ensure that its analysis "stay in step with evolving scientific knowledge and state regulatory schemes." Cleveland National Forest Foundation v. San Diego Assn. of Governments ("Cleveland II") (2017) 3 Cal.5th 497, 504. Hence, an analysis which "understates the severity of a project's impacts impedes meaningful public discussion and skews the decisionmaker's perspective concerning the environmental consequences of the project, the necessity for mitigation measures, and the appropriateness of project approval." Id., on remand ("Cleveland III") 17 Cal.App.5th 413, 444; see also Citizens of Goleta
Second, CEQA requires public agencies to avoid or reduce environmental damage by requiring implementation of “environmentally superior” alternatives and all feasible mitigation measures. CEQA Guidelines § 15002(a)(2) & (3); see also Citizens of Goleta Valley, 52 Cal.3d at 564. If a project has a significant effect on the environment, the agency may approve the project only if it finds that it has “eliminated or substantially lessened all significant effects on the environment where feasible” and that any significant unavoidable effects on the environment are “acceptable due to overriding concerns.” Pub. Res. Code § 21081; see also Guidelines § 15092(b)(2)(A) & (B).

**STANDARD OF REVIEW FOR EIRs:** Although courts review an EIR using an ‘abuse of discretion’ standard, that standard does not permit a court to “uncritically rely on every study or analysis presented by a project proponent in support of its position ... [.] [a] clearly inadequate or unsupported study is entitled to no judicial deference.” Berkeley Keep Jets Over the Bay v. Bd. of Port Comm’rs. (2001) 91 Cal.App.4th 1344, 1355 (quoting Laurel Heights, 47 Cal.3d at 409 n. 12). A prejudicial abuse of discretion occurs “if the failure to include relevant information precludes informed decisionmaking and informed public participation, thereby thwarting the statutory goals of the EIR process.” San Joaquin Raptor/Wildlife Rescue Center v. County of Stanislaus (1994) 27 Cal.App.4th 713, 722; see also Galante Vineyards v. Monterey Peninsula Water Management Dist. (1997) 60 Cal.App.4th 1109, 1117; County of Amador v. El Dorado County Water Agency (1999) 76 Cal.App.4th 931, 946.

**SUBSTANTIAL EVIDENCE:** Under CEQA, substantial evidence includes facts, a reasonable assumption predicated upon fact, or expert opinion supported by fact; not argument, speculation, unsubstantiated opinion or narrative, clearly inaccurate or erroneous evidence, or evidence of social or economic impacts that do not contribute to, or are not caused by, physical impacts on the environment. See e.g., Pub. Res. Code §§ 21080(e), 21082.2(c); CEQA Guidelines §§ 15064(f)(5), 15384. As defined under CEQA Guidelines § 15384(a) (emphasis added), substantial evidence is "enough relevant information and reasonable inferences from this information that a fair argument can be made to support a conclusion, even though other conclusions might also be reached . . . ." As such, courts will not blindly trust bare conclusions, bald assertions, and conclusory comments without the “disclosure of the ‘analytic route the . . . agency traveled from evidence to action.’” Laurel Heights Improvement Assn. v. Regents of University of California (1988) 47 Cal.3d 376, 404 405 (quoting Topanga Assn. for a Scenic Community v. County of Los Angeles (1974) 11 Cal.3d 506, 515); see also Citizens of Goleta Valley v. Board of Supervisors (1990) 52 Cal.3d 553, 568-569; Cleveland III, 17 Cal.App.5th at 441 (agency "obliged to disclose what it reasonably can ... [or] substantial evidence showing it could not do so.").

/ / /
VI. THE PROJECT FAILS TO SATISFY CEQA REQUIREMENTS

A. INACCURATE ENVIRONMENTAL BASELINE

An EIR must include an accurate description of the physical environmental conditions. CEQA Guidelines § 15125(a). This description “will normally constitute the baseline physical conditions by which a lead agency determines whether an impact is significant.” Id. A skewed baseline is a basis to invalidate an EIR. See e.g., Cmtys. for a Better Env’t, 48 Cal.4th at 320-23. For instance, where an EIR uses the maximum allowable capacity of an existing facility as the baseline rather than data reflecting the actual existing level of use of that facility, the baseline generates “illusory comparisons” and “can only mislead the public as to the reality of the impacts and subvert full consideration of the actual environmental impacts.” Id. at 322.

Here, the SB Galleria is an outdated mall built between 1957 through the late-80’s, which no longer generates the patronage and vehicle traffic it once did—made evident by Nordstrom leaving its 148,778 SF building that remains vacant more than two years later. See DEIR, pp. 2-2-4, 4-145; Staff Report, pp. 4, 24-25, ATTM-A (CEQA Findings, p. 26). There is no evidence in the record that a similar operator would likely lease the building and generate the same patronage as Nordstrom during its heyday. Hence, the square-footage use associated with the former Nordstrom site should not have been considered in the environmental baseline. However, the Applicant incorporates this illusory baseline, which infects the FEIR analysis such as the impacts on air quality, GHG, and traffic. See e.g., DEIR, pp. 2-10, 3.1-13-14, 3.5-2-3, 3.13-6, 3.13-24, 4-158; RTC, pp. 2-33-34, 59. Absent a realistic baseline, the impact conclusions are unreliable and deprive the City and public from considering all feasible mitigation measures. This cannot be ignored when it serves only to mask the Project’s true impact under CEQA. See e.g., RTC, pp. 2-34 (Response to Comment Al002-5), 2-97 (Response to Comment OR002-13), 2-141-144 (Response to Comments OR005-20-23).

B. GHG & CLIMATE CHANGE IMPACTS

The California Supreme Court demands robust GHG analysis to assess a project’s impact on climate change. Lead agencies must provide “the contours of their logical argument,” leaving no “analytical gaps” in their analysis, and supporting determinations “through substantial evidence and reasoned explanation.” Center for Biological Diversity v. Cal. Dept. of Fish and Wildlife (“Newhall Ranch”) (2015) 62 Cal.4th 204, 227; see also Cleveland II, 3 Cal.5th at 519 (analysis must be “based to the extent possible on scientific and factual data ... stay[ing] in step with evolving scientific knowledge and state regulatory schemes.”) (quoting CEQA Guidelines § 15064(b)). Under CEQA Guidelines § 15064.4(b), acceptable methods include comparing the increased GHG emissions to (a) the pre-project baseline emissions, or (b) an adopted numeric threshold, or (c) determine the project complies with an officially adopted plan intended to reduce a project’s cumulative contribution to the effects of climate change (e.g., climate action plans, GHG reduction plans). Newhall Ranch, 62 Cal.4th at 229-231; see also Cleveland II, 3 Cal.5th at 519 (to meet the state’s long-term climate goals, “regulatory clarification, together with improved
methods of analysis, may well change the manner in which CEQA analysis of long-term [GHG] emission impacts is conducted.

Here, the FEIR uses the second method by comparing the Proposed Project and project alternatives against the City’s various efficiency threshold, including the 2035 threshold of 2.5 metric tons of CO2 equivalents (“MTCO2e”) per service population per year. See e.g., DEIR, p. 3.5-14, 4-192; Staff Report, ATTM-A (CEQA Findings, p. 12). Admittedly, Alternative 4-1 would exceed this 2030 threshold if unmitigated. Id. To mitigate this impact, Applicant originally proposed under the DEIR a GHG reduction plan achieving 56 percent reduction,23 but now under the FEIR proposes to only install 37 MWH of annual solar power or an equivalent reduction in energy use. See Staff Report, ATTM-A (MMRP, pp. 3-4 [Mitigation Measure MM GHG-1]). However, as discussed below, this is insufficient mitigation given the Project (a) exceeds baseline levels, (b) ignores 2050 statewide GHG goals, (c) fails to demonstrate consistency with the City’s 2015 Energy Efficiency Climate Action Plan (“EECAP”), and (d) in light of Newhall Ranch’s requirement for additionality.

GHG EMISSIONS EXCEEDS BASELINE LEVELS: Here, under the first method, the Alternative 4-1 will admittedly generate 4,600 MTCO2e per year. See Staff Report, ATTM-C (FEIR Errata [Section 4.6.4]). Hence, the Project will have a significant GHG impact as compared to baseline level, notwithstanding it being artificially inflated (discussed above at p. 10).

IGNORED 2050 THRONEHL: Neither the DEIR nor the FEIR analyze the Project’s ability to achieve 2050 statewide climate change goals. If the Project is built, the Site is unlikely to be redeveloped before 2050 and should thus be compared to these longer-term goals/strategies—including greater reliance on TOD development to reduce the regions’ vehicle miles traveled (“VMT”). Given the Project will include substantially fewer residential units than anticipated under the General Plan, the City must provide a meaningful discussion how the City will reach its 2050 GHG reduction goals. See Cleveland III, 17 Cal.App.5th at 433-434 (EIR’s failure to consider TOD and other smart growth strategies that would mitigate GHG emissions impacts held to be a prejudicial error because it precluded informed public participation and decisionmaking). Here, Alternative 4-1, as compared to the Proposed Project with 650 units, is less consistent with TOD strategies that encourages mixed-use development, which tend to reduce VMTs and their associated mobile emissions. Id.; see also DEIR, pp. 4-192-193. This needs to be modeled and mitigated out to 2050.

/ / /

23 Mitigation Measure GHG-1 originally included consideration of renewable energy source (e.g., solar panels), building efficiencies (e.g., known as “Title 24” or “Green Code”), and developing a transportation demand management (“TDM”) program. See DEIR, pp. ES-23-24, 4-192.
FAILURE TO DEMONSTRATE CONSISTENCY WITH THE CITY’S (OUTDATED) CAP REDUCTION STRATEGIES: The FEIR fails to mention, much less demonstrate Project’s consistency with, the reduction strategies set forth in the City’s EECAP adopted in 2015. Among these strategies include exceeding Title 24 efficiency standards, energy audits, education and training programs, commercial energy retrofiting, water conservation, and others. See EECAP, pp. 40-53, 75-80. This is a fatal, dispositive error that required EIR recirculation.

The recirculated EIR also needs to disclose that the EECAP’s strategies are primarily intended to meet GHG reduction goals of lowering statewide emissions to 1990 levels by 2020 and 2030 goals (40 percent below 1990 levels), but do not analyze the 2050 goals (80 percent below 1990 levels by 2050). Under its 2017 Scoping Plan Update, the California Air Resource Board (“CARB”) states that the statewide goals for 2050 cannot be achieved without “critical” land use actions made by local governments, such as reaching community-wide goal of no more than 2.0 MTCO2e per capita by 2050—a goal that “expands upon the reduction[s] ... previously recommended in the 2008 Scoping Plan.” See 2017 Scoping Plan, p. 133-34. Hence, the City may not ignore the State’s long-term climate change goals and must assess whether the Project is consistent with the EECAP and the new 2050 GHG targets.

NEWHALL RANCH REQUIRES ADDITIONALITY: Just because “a project is designed to meet high building efficiency and conservation standards ... does not establish that its [GHG] emissions from transportation activities lack significant impacts.” Newhall Ranch, 62 Cal.4th at 229 (citing Natural Resources Agency). This concept is known as “additionality” whereby GHG emission reductions otherwise required by law or regulation are appropriately considered part of the baseline and, pursuant to CEQA Guideline § 15064.4(b)(1), a new project’s emission should be compared against that existing

27 Set forth by Executive Order S-3-05.
28 Available at https://www.arb.ca.gov/cc/scopingplan/2030sp_pp_final.pdf.
29 CARB’s 2017 Scoping Plan notes that while programs such as renewable energy and energy efficiency are helping achieve the near-term 2020 target, “longer-term targets cannot be achieved without land use decisions that allows more efficient use and management of land and infrastructure.” (pp. 133-34). “[L]ocal actions are critical for implementation of California’s ambitious climate agenda ... especially [an] important role in achieving reductions of GHG emissions generated from transportation.” (pp. 27, 130, 132). Local strategies include promoting the deployment of renewable, zero emission, and low carbon technologies such as zero net energy buildings, renewable fuel production facilities, zero emission charging stations, adopting “beyond” Title 24 building efficiencies. See CARB (1/20/17) The 2017 Climate Change Scoping Plan Update: The Proposed Strategy for Achieving California’s 2030 Greenhouse Gas Target, pp. 27, 82.
baseline. Hence, a “project should not subsidize or take credit for emissions reductions which would have occurred regardless of the project.” In short, as observed by the Court, newer developments must be more GHG-efficient. See Newhall Ranch, 62 Cal.4th at 226.

Here, the Project fails to provide more aggressive mitigation measures required for newer developments to reach AB 32’s long-term goals—such as the net-zero approach utilized in the wake of the Supreme Court’s Newhall Ranch decision. See Newhall Ranch, 62 Cal.4th at 226 (“a greater degree of reduction may be needed from new land use projects ....”); see also Californians for Alternatives to Toxics v. Department of Food and Agriculture (2005) 136 Cal.App.4th 1, 17 (“[c]ompliance with the law is not enough to support a finding of no significant impact under the CEQA.”). More should be required for the Project, including those new, feasible mitigation measures found in CAPCOA’s Quantifying Greenhouse Gas Mitigation Measures, which attempt to reduce GHG levels.

For these reasons, the GHG analysis and conclusions in FEIR needs to be recirculated in light of Newhall Ranch and the State’s 2050 targets. A revised analysis must include an accurate emissions model, including a realistic baseline, and good faith attempt to quantify any claimed GHG reductions. Upon which, the City should consider all long-term thresholds and aggressive design features and mitigation measures to ensure the Project is in compliance with the State’s long-term climate goals.

C. LAND USE IMPACTS

An EIR must identify, fully analyze and mitigate any inconsistencies between a proposed project and the general, specific, regional, and other plans that apply to the project. CEQA Guidelines § 15125(d); Pfeiffer v. City of Sunnyvale City Council (2011) 200 Cal.App.4th 1552, 1566; Friends of the Eel River v. Sonoma County Water Agency (2003) 108 Cal.App.4th 859, 881. There does not need to be a direct conflict to trigger this requirement; even if a project is “incompatible” with the “goals and policies” of a land use plan, the EIR must assess the divergence between the project and the plan, and mitigate any adverse effects of the inconsistencies. Napa Citizens for Honest Government v. Napa County Bd. of Supervisors (2001) 91 Cal.App.4th 342, 378-79; see also Pocket Protectors v. City of Sacramento (2004) 124 Cal.App.4th 903 (holding under CEQA that a significant impact exists where project conflicts with local land use policies); Friends of “B” Street v. City of Hayward (1980) 106 Cal.App.3d 988, 998 (held county development and infrastructure improvements must be consistent with adopted general plans) (citing Gov. Code 65302).

31 See Final Statement of Reasons, p. 89; see also California Air Pollution Control Officers Association (“CAPCOA”) (Aug. 2010) Quantifying Greenhouse Gas Mitigation Measures, pp. 32, A3 available at http://www.capcoa.org/wp-content/uploads/2010/11/CAPCOA-Quantification-Report-9-14-Final.pdf (“in practice is that if there is a rule that requires, for example, increased energy efficiency in a new building, the project proponent cannot count that increased efficiency as a mitigation or credit unless the project goes beyond what the rule requires; and in that case, only the efficiency that is in excess of what is required can be counted.”).

32 Supra fn 30.
Here, as previously explained at pages 4 through 8, the City’s General Plan identifies the SB Galleria as a prime target for redevelopment to satisfy the City’s RHNA obligation requiring the addition of 1,235 more units by 2021. See General Plan, Housing Element, pp. 79, 107. Under the General Plan, the Project Site has a capacity of providing 1,172 units, of which, 812 units is admittedly feasible for the Project Site. See DEIR, pp. 4-5, 4-169; Staff Report, p. 16. This is General Plan inconsistent. Alternative 4-1 would almost certainly cripple the City’s effort to meet its existing RHNA obligations, which is a specific and fundamental provision of the General Plan’s Housing Element. Hence, the Project’s meager 300 residential units is a significant impact under the City’s thresholds. See DEIR, p. 3.8-9 (threshold of significance includes conflict with any applicable land use plan including the General Plan). To the extent this impact is left unmitigated, the City must adopt an adequate statement of overriding consideration (discussed below).

D. INADEQUATE STATEMENT OF OVER RIDING CONSIDERATION

The FEIR admits, at a minimum, that the Project will have significant, unmitigated traffic impacts. See Staff Report, Attachment A (CEQA Findings, p. 26). So too, Commentors are concerned about potentially significant land use, GHG, and other impacts.

When approving a project that will have significant environmental impacts not fully mitigated, a lead agency must adopt a “statement of overriding considerations” (“SOC”) finding that the project’s benefits outweigh its environmental harm. See CEQA Guidelines § 15043; see also Pub. Res. Code § 21081(b); Sierra Club v. Contra Costa County (1992) 10 Cal.App.4th 1212, 1222. A SOC expresses the “larger, more general reasons for approving the project, such as the need to create new jobs, provide housing, generate taxes and the like.” Concerned Citizens of S. Central LA v. Los Angeles Unif. Sch. Dist. (1994) 24 Cal.App.4th 826, 847. The SOC must fully inform and disclose the specific benefits expected to outweigh environmental impacts, supported by substantial evidence. See CEQA Guidelines §§ 15043(b), 15093(b); see also Sierra Club, 10 Cal.App.4th at 1223. Furthermore, an agency may adopt a SOC only after it has imposed all feasible mitigation measures to reduce a project’s impact to less than significant levels. See CEQA Guidelines §§ 15091, 15126.4. Hence, lead agencies may not approve a project with significant environmental impacts when feasible mitigation measures can substantially lessen or avoid such impacts. See Pub. Res. Code § 21002; see also CEQA Guidelines § 15092(b)(2).

Moreover, in addition to imposing all feasible mitigation, to the extent that overriding considerations are needed, key among the findings that the City must make is that “Specific economic, legal, social, technological, or other considerations, including the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report... [and that those] benefits of the project outweigh the significant effects on the environment.” See Pub. Res. Code § 21081(a)(3) and (b) (emphasis added).

/ / /
Here, the Staff Report's SOC cites the meagre addition to housing and potential to reduce VMTs. See Staff Report, ATTM A (CEQA Findings, pp. 26-27). There is no attempt to determine whether new jobs created by the Project, in either the construction phase or the operational phase, will be for "highly trained workers," and what the likely salary and wage ranges of these jobs will be. Without this information, the City lacks substantial evidence to make any SOC.

The City should require payment of prevailing wages for all construction phase workers and living wages for all operational phase workers. Such a requirement will ensure that the Project provides "employment opportunities for highly trained workers" in accordance with the mandates of CEQA. Without such requirements, the Project may actually depress wage rates and fail to provide high quality job opportunities.

In short, the City cannot find that the economic benefits of the Project outweigh the environmental costs if it does not know what the economic benefits will be. A revised EIR is required to provide this information. This issue of job quality is critically important to Local 11.

E. Recirculation is Required

CEQA requires a lead agency to re-circulate an EIR when significant new information is added to the EIR following public review but before certification. See Pub. Res. Code § 21092.1. New information is significant if "the EIR is changed in a way that deprives the public of a meaningful opportunity to comment upon a substantial adverse environmental effect of the project" including, for example, "a disclosure showing that ... [a] new significant environmental impact would result from the project." CEQA Guidelines § 15088.5. Here, the issues raised present significant CEQA issues that must be cured and re-vetted by the public via recirculation of a revised FEIR, including an adequate SOC supported by substantial evidence.

VII. Conclusion

To summarize, Commentors are concerned with the various CEQA and Code issues raised herein, including the Project’s admittedly significant, unmitigated traffic impacts—as well as impacts on GHGs and land use. Substantial evidence shows potential significant impacts warranting full consideration under a recirculated FEIR, which must include an adequate statement of overriding considerations for any unmitigated significant impact. To that end, the City should ensure provisions are included to guarantee quality employment opportunities for highly trained workers at the Project.

Again, this Project is discretionary, not by right. Applicant seeks discretionary approvals. The City has clear legal authority to disapprove the Project if these findings cannot be made.
Commentors reserve the right to supplement these comments at future hearings and proceedings for this Project. *See Cmty's for a Better Env't*, 184 Cal.App.4th at 86 (EIR invalidated based on comments submitted after Final EIR completed); *Galante Vineyards v. Monterey Peninsula Water Management Dist.* (1997) 60 Cal.App.4th 1109, 1120 (CEQA litigation not limited only to claims made during EIR comment period).

Finally, on behalf of Commentors, this Office requests, to the extent not already on the notice list, all notices of CEQA actions and any approvals, Project CEQA determinations, or public hearings to be held on the Project under state or local law requiring local agencies to mail such notices to any person who has filed a written request for them. *See* Pub. Res. Code §§ 21080.4, 21083.9, 21092, 21092.2, 21108, 21167(f) and Gov. Code § 65092. Please send notice by electronic and regular mail to: Gideon Kracov, Esq., 801 S. Grand Avenue, 11th Fl., Los Angeles, CA 90017, gk@gideonlaw.net (cc: jordan@gideonlaw.net).

Thank you for consideration of these comments. We ask that this letter and any attachments are placed in the administrative record for the Project.

Sincerely,

Gideon Kracov
Attorney for Local 11 and Commentors

ATTM Exhibit A: County of Los Angeles GIS-Net3 Screen Shots
MEMORANDUM

Date: April 12, 2018
To: ESA
From: Anjum Bawa and Spencer Reed, PE
Subject: South Bay Galleria EIR Additional Office—Transportation Impact Sensitivity Analysis

This memorandum documents a transportation impact sensitivity analysis conducted by Fehr & Peers for a slightly modified version of Alternative 4-1, which includes more office square footage than what was included in the Alternative 4-1. More specifically, Alternative 4-1 analyzed a scenario in the Draft EIR where “50,000 sf of commercial retail on the southwest corner proposed under Alternative 4, would be removed and replaced with office uses.” (Draft EIR Section 4.5.5 and 4.6.5.) For the purposes of this sensitivity analysis, 175,000 sf of commercial retail proposed under Alternative 4-1, would be removed and replaced with the same amount of office uses. This memorandum documents the description, trip generation estimate, and impact analysis findings of the sensitivity analysis; and compares the results to those presented in the Draft EIR for the proposed project and Alternative 4-1.

Description and Trip Generation

The impact sensitivity analysis studied of the following land-use mix: 300 dwelling units, 150 hotel rooms, 175,000 square feet of office, 889,134 square feet of retail, a 1,287 seat theater, 45,000 square feet of quality restaurant, and 15,000 square feet of high-turnover sit-down restaurant.

The trip generation estimate was prepared using the same MXD+ trip generation model and methodology that was utilized in the Draft EIR for the proposed project and all project alternatives. Table 1 presents the net external trip generation estimates for the sensitivity analysis. The land-use mix included in the sensitivity analysis is expected to generate 5,842 daily, 433 AM peak hour, and 356 PM peak hour net new trips (on top of the existing trip generation of the
project site). This sensitivity analysis represents an increase in the AM trip generation estimate as compared to the proposed project and all project alternatives studied in the Draft EIR. The land-use mix included in the sensitivity analysis would result in a 19% increase in the AM peak hour trip generation as compared to the proposed project and a 42% increase in the AM peak hour trip generation as compared to Alternative 4-1. However, as outlined in greater detail below, due to the trip distribution, this increase in AM trips would not result in an increase in severity of the significant and unavoidable intersection impacts, and would not result in any new significant and unavoidable impacts.

Additionally, the land-use mix included in the sensitivity analysis would generate 5,842 daily trips, which is less than the daily trip generation of the proposed Project (8,020 daily trips). (Draft EIR Table 3.13-7.) Consequently, this slight modification to Alternative 4-1 would not result in an increase in severity of the significant and unavoidable impacts and would not result in any new significant impacts, including but not limited to Air Quality, GHG, or Roadway Noise Impacts. Additional details on why a conversion of commercial retail to office space would not result in increased significant impacts are provided in Draft EIR Section 4.6.5. Consequently, this memorandum should be read in conjunction with the analysis of Alternative 4-1 in the Draft EIR.¹

**Transportation Impact Analysis Findings**

The transportation impact sensitivity level of service (LOS) analysis studied an Existing plus Project scenario and Cumulative plus Project scenario at the same study intersections identified in the Draft EIR. The analysis utilized the same land use distribution and assignment assumptions as Alternative 4-1 of the Draft EIR. Table 2 summarizes the results of the AM and PM peak hour intersection LOS analysis for Existing plus Project condition for the sensitivity analysis. Table 3 summarizes the results of the AM and PM peak hour intersection LOS analysis for Cumulative plus Project condition for the sensitivity analysis. To determine the sensitivity analysis’ transportation related impacts under cumulative conditions, the studied Cumulative plus Project condition was compared against the Cumulative condition without Project scenario from the Draft EIR. As shown in Table 3, after applying various significant impact criteria detailed in Section 3.13 of the Draft EIR, the land-use mix included in the sensitivity analysis is expected to result in significant transportation impacts to the following five study intersections under Cumulative plus Project condition (one less significantly impacted intersection in comparison to the proposed Project):

---

¹ This memorandum was also prepared with the assistance and expertise of Environmental Science Associates (ESA).
13) Inglewood Avenue & Artesia Boulevard (AM peak hour)
16) Hawthorne Boulevard & Artesia Boulevard (both peak hours)
17) Prairie Avenue & Artesia Boulevard (AM peak hour)
18) I-405 Southbound Ramps & Artesia Boulevard (PM peak hour)
19) I-405 Northbound Ramps & Artesia Boulevard (PM peak hour)

The feasible physical mitigation measures identified in the Draft EIR were applied to the associated significantly impacted intersections. Table 2 presents the intersection LOS results for the Mitigated Existing plus Project scenario. Table 3 presents the intersection LOS results for the Mitigated Cumulative plus Project scenario. As is the case with the proposed project, after applying the mitigation measures, the land-use mix included in the sensitivity analysis would result in significant and unavoidable impacts at Hawthorne Boulevard and Artesia Boulevard (Intersection 16), Prairie Avenue and Artesia Boulevard (Intersection 17), and I-405 Northbound Ramps & Artesia Boulevard (Intersection 19) under the Cumulative plus Project scenario.

The Draft EIR conducted an off-ramp queuing analysis and determined that freeway ramp queuing would not extend beyond the storage length under any existing or cumulative scenario with the Project. The sensitivity analysis' trip generation is 19% higher in the AM peak hour and a 21% lower in the PM peak hour as compared to the proposed project. The Draft EIR determined that the off-ramp queuing was longer during the PM peak hour than the AM peak hour. Additionally, the Draft EIR determined that the proposed project increased the total AM peak hour queue length between 0 and 7 feet, and the resulting AM queues were less than 30% the total length of the off-ramp under the cumulative scenario. Therefore, the off-ramp queues can accommodate the increase in the AM peak hour trips as the resulting off-ramp queues can be doubled and still not exceed the storage length.

**Congestion Management Program Impact Analysis**

The transportation impact sensitivity analysis included an evaluation of compliance with Los Angeles County CMP requirements. This analysis is similar to what was presented in the Draft EIR for the proposed project.

**CMP Arterial Intersections**

The CMP arterial intersection analysis was conducted per the requirements of the Los Angeles County CMP. Based on the screening criteria identified in the Draft EIR, the intersections of Inglewood Avenue & Artesia Boulevard and Hawthorne Boulevard & Artesia Boulevard were
analyzed and compared to the CMP thresholds. Table 4 details the LOS analysis and CMP impact analysis for these two intersections. Neither of the intersections would be impacted under Existing plus Project conditions or Cumulative plus Project conditions based on CMP impact criteria, since the intersections would operate at LOS E or better.

**CMP Freeway Analysis**

The CMP freeway analysis was conducted per the requirements of the Los Angeles County CMP. There are 92 AM peak hour trips and 69 PM peak hour Project trips that are forecast to travel through the CMP monitoring location at I-405 at Marine Avenue. The land-use mix included in the sensitivity analysis would not generate enough new traffic to exceed the freeway analysis criteria of 150 vehicle trips at the aforementioned location. Therefore, impacts would be less than significant under existing and cumulative conditions and no further CMP freeway analysis is required.

**Regional Transit Impacts Analysis**

The CMP transit analysis was conducted per the requirements of the Los Angeles County CMP. According to the MXD+ model, the land-use mix included in the sensitivity analysis is anticipated to result in a vehicle trip saving of 21 and 10 net peak hour vehicle trips assigned to transit in the AM and PM peak hours, respectively. Using the 1.4 AVR factor prescribed in the CMP, this totals 29 and 13 peak hour person transit trips in the AM and PM peak hours, respectively.

As identified in the Draft EIR, the total estimated capacity of the CMP study area transit service is approximately 12,900 persons in the AM peak hour and 11,960 persons in the PM peak hour. The addition of 29 AM and 13 PM peak hour transit trips would not exceed the capacity of transit service. Furthermore, transit service providers routinely adjust service up to two times a year to reflect future cumulative demand. Additional transit riders would also increase farebox recovery on transit lines, and therefore transit riders generated by the land-use mix included in the sensitivity analysis would help to fund the service. At this level of increase, impacts on the regional transit system would be less than significant.

**Design Features (TRA-3)**

As noted previously, the land-use mix included in the sensitivity analysis would generate 19% more AM peak hour trips as compared to the proposed project. While the land-use mix included in the sensitivity analysis would add vehicles to the existing roadway network, it does not propose
modifications to the roadway network off site. The sensitivity analysis would not result in interference with traffic flow on public streets at site access driveways, would not result in insufficient or inadequate accessibility for delivery or service vehicles that would interfere with traffic flow. The sensitivity analysis impacts would be less than significant and similar to the proposed project.

**Emergency Access (TRA-4)**

The sensitivity analysis assumes that vehicular access to the project site would be the same as with the proposed project. Vehicular access would be provided at eight locations along Artesia Boulevard, Hawthorne Boulevard, 177th Street, and Kingsdale Avenue. The access locations would consist of various access types such as full access, right-turn in/right-turn out, and right-turn in only. The existing truck driveways along Kingsdale Avenue would continue to provide truck access to the site; similar to the proposed project, alternative truck access from 177th Street will be removed. All access points would be accessible to large emergency vehicles such as fire engines. This would comply with California Fire Code requirements for provision of at least two access points. Therefore, no significant emergency access impacts would occur with the sensitivity analysis under existing and cumulative conditions. Impacts would be less than significant and similar to the proposed project.

**Bicycle and Pedestrian Conditions (TRA-5)**

No substantial changes to the pedestrian and bicycle system are expected as part of the sensitivity analysis. Therefore, it is not expected to result in a significant impact to the pedestrian and bicycle conditions.

While access to the project site will utilize existing vehicular driveways and introduce a new vehicular driveway location along Hawthorne Boulevard, these crossing locations would be designed to applicable standards and best practices. The sensitivity analysis would not disrupt existing or planned pedestrian or bicycle facilities, would provide for pedestrian, bicycle, and roadway facilities that are designed with applicable design standards, would not substantially increase hazards due to design features or incompatible uses. Therefore, the land-use mix included in the sensitivity analysis is not expected to significantly impact pedestrian and bicycle modes.
Comparison to Draft EIR Proposed Project

Table 5 summarizes the results of the AM and PM peak hour intersection LOS analysis presented in the Draft EIR for the proposed project. As compared to the proposed project, the land-use mix included in the sensitivity analysis would result in one less significantly impacted intersection and the same number of significant and unavoidable intersections after mitigation. Additionally, the significant and unavoidable intersection volume-to-capacity (V/C) ratios and delays would be reduced in comparison to the proposed Project. The decrease in the number of significantly impacted intersections is due to the decrease in the PM peak hour trip generation of the sensitivity analysis as compared to the PM peak hour trip generation of the proposed project. Table 6 compares the significant and unavoidable impacted intersections of the sensitivity analysis and proposed project, with the inclusion of mitigation measure MM TRA-3 from the Draft EIR.

Comparison to Draft EIR Alternative 4-1

Table 7 summarizes the results of the AM and PM peak hour intersection LOS analysis presented in the Draft EIR for Alternative 4-1. As compared to the Alternative 4-1, the sensitivity analysis would result in the same number of significantly impacted intersections and the same number of significant and unavoidable intersections after mitigation. Due to the trip generation, distribution, and assignment of project trips, the land-use mix included in the sensitivity analysis would result in an increase in the V/C ratio after mitigation at the intersections of Inglewood Avenue and Artesia Boulevard (Intersection 13), Hawthorne Boulevard and Artesia Boulevard (Intersection 16), and Prairie Avenue and Artesia Boulevard (Intersection 17), as compared to Alternative 4-1. While the sensitivity analysis would result in the same number of significantly impacted intersections and significant and unavoidable intersections, the AM peak hour trip generation increase would result in more vehicles at the study intersections during the AM peak hour as compared to Alternative 4-1.
## Table 1
SOUTH BAY GALLERIA MIXED-USE DEVELOPMENT ADDITIONAL OFFICE ALTERNATIVE
TRIP GENERATION ESTIMATE

<table>
<thead>
<tr>
<th>Land Use</th>
<th>TR Land Use Code</th>
<th>Site</th>
<th>Trip Generation Rates [a]</th>
<th>Estimated Trip Generation</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>Daily</td>
<td>AM Peak Hour Rate</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Rate</td>
<td>% In</td>
</tr>
<tr>
<td>PROPOSED PROJECT</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Residential</td>
<td>220</td>
<td>300 du</td>
<td>6.65</td>
<td>0.51</td>
</tr>
<tr>
<td>Hotel</td>
<td>310</td>
<td>150 u</td>
<td>8.17</td>
<td>0.53</td>
</tr>
<tr>
<td>Office</td>
<td>710</td>
<td>175,000 ksf</td>
<td>11.03</td>
<td>1.56</td>
</tr>
<tr>
<td>Retail</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Shopping Center</td>
<td>620</td>
<td>889.134 ksf</td>
<td>[a]</td>
<td>[b]</td>
</tr>
<tr>
<td>Theater</td>
<td>445</td>
<td>1,287 seats</td>
<td>4643</td>
<td>[b]</td>
</tr>
<tr>
<td>Quality Restaurant</td>
<td>931</td>
<td>45,000 ksf</td>
<td>49.95</td>
<td>0.81</td>
</tr>
<tr>
<td>High-Turnover (Sit-Down) Restaurant</td>
<td>932</td>
<td>15,000 ksf</td>
<td>127.15</td>
<td>10.81</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL TRIPS (base ITE rates)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MXXD+ Model calibration of base ITE rates reflecting project and site specific characteristics</td>
<td>-6,582</td>
<td>-215</td>
<td>-54</td>
<td>-269</td>
</tr>
<tr>
<td>Pass-by trips developed for commercial uses</td>
<td>-2,000</td>
<td>550</td>
<td>95</td>
<td>260</td>
</tr>
<tr>
<td>Project Vehicle Trips</td>
<td>36,437</td>
<td>333</td>
<td>402</td>
<td>315</td>
</tr>
</tbody>
</table>

| EXISTING USE CREDIT              |                  |      |      |      |       |      |      |       |    |     |        |    |     |        |
| Shopping Center                  | 820              | 893,095 ksf | [a] | [a] | 62%  | 38%  | [a] | 48%  | 52%  | 28,185 | 368 | 225 | 393    | 1,247 | 1,351 | 2,598 |
| High-Turnover (Sit-Down) Restaurant | 930          | 13,996 ksf | 127.15 | 10.81 | 55%  | 45%  | 9.85 | 60%  | 40%  | 1,790 | 83  | 68  | 151    | 83  | 55 | 138  |
| Theater                          | 445              | 2,803 seats | 4643 | [b] | 62%  | 38%  | [b] | 48%  | 52%  | 2,893 | 0   | 0   | 0      | 81  | 144 | 225  |
|                                  |                  |      |      |      |       |      |      |       |    |     |        |    |     |        |
| TOTAL TRIPS (base ITE rates)     |                  |      |      |      |       |      |      |       |    |     |        |    |     |        |
| MXXD+ Model calibration of base ITE rates reflecting project and site specific characteristics | -4,998 | -545 | -11  | -156 | -516  | -149 | -650  | -1,265 | -31 | -96  | -123   | -143 | -278  |
| Pass-by trips developed for commercial uses | -1,200 | 300  | 50   | 200  | 516   | 149  | 650   | -1,265 | -31 | -96  | -123   | -143 | -278  |
| Total Existing Trips             | 32,858           | 451  | 293  | 744  | 1,411 | 1,550 | 2,961  | 1,265 | -31 | -96  | -123   | -143 | -278  |

NET INCREMENTAL TRIPS             | 5,842            | 278  | 155  | 433  | 171   | 185   | 396    | 171   | 185 | 396  |
<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>OIII Methodology</th>
<th>E + P Plus Mitigation</th>
<th>I/OI Methodology</th>
<th>E + P Plus Mitigation</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Existing Conditions</td>
<td>Existing Plus Project</td>
<td>Change in Significant Impact</td>
<td>Existing Conditions</td>
</tr>
<tr>
<td>1</td>
<td>Eastwood Avenue</td>
<td>145th Northbound Ramps</td>
<td>AM</td>
<td>.6789</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>2</td>
<td>Eastwood Avenue</td>
<td>145th Southbound Off-ramp</td>
<td>AM</td>
<td>.5304</td>
<td>.5946</td>
<td>.6500</td>
<td>.5900</td>
</tr>
<tr>
<td>3</td>
<td>Hawthorne Boulevard</td>
<td>145th Northbound Ramps</td>
<td>PM</td>
<td>.6799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>4</td>
<td>Hawthorne Boulevard</td>
<td>145th Southbound Ramps</td>
<td>PM</td>
<td>.6799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>5</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>6</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>PM</td>
<td>.6799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>7</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>PM</td>
<td>.6799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>8</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>PM</td>
<td>.6799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>9</td>
<td>Hawthorne Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>10</td>
<td>145th Southbound Off-ramp</td>
<td>Redondo Beach Boulevard</td>
<td>PM</td>
<td>.5799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>11</td>
<td>Hawthorne Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>PM</td>
<td>.5799</td>
<td>.5900</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>12</td>
<td>Hawthorne Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>13</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>14</td>
<td>145th Northbound Ramps</td>
<td>Hawthorne Boulevard</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>15</td>
<td>Hawthorne Boulevard</td>
<td>145th Street</td>
<td>PM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>16</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>PM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>17</td>
<td>145th Northbound Ramps</td>
<td>145th Street</td>
<td>PM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>18</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>19</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>PM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>20</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>21</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>PM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
<tr>
<td>22</td>
<td>145th Southbound Off-ramp</td>
<td>145th Street</td>
<td>AM</td>
<td>.5786</td>
<td>.5946</td>
<td>.6000</td>
<td>.4944</td>
</tr>
</tbody>
</table>

Note: Some intersections include contraflow with 200 ft of office and 200 ft of limit of impact.
<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>VC Methodology</th>
<th>C/I Methodology</th>
<th>HCM Methodology</th>
<th>Change in Significant Impact</th>
<th>Change in Significant Impact</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>VC LOS</td>
<td>VIC LOS</td>
<td>Delay LOS</td>
<td>VC LOS</td>
<td>Delay LOS</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Change</td>
<td>Change</td>
<td>Change</td>
<td>Change</td>
<td>Change</td>
</tr>
<tr>
<td>1</td>
<td>Inglewood Avenue</td>
<td>1-490 Northbound Ramp</td>
<td>AM 07:00</td>
<td>0.777</td>
<td>0.777</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Inglewood Avenue</td>
<td>1-490 Southbound Off-Ramp</td>
<td>PM 16:00</td>
<td>0.807</td>
<td>0.807</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>McCombs Boulevard</td>
<td>1-490 Northbound Ramp</td>
<td>AM 07:00</td>
<td>0.662</td>
<td>0.688</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>4</td>
<td>McCombs Boulevard</td>
<td>1-490 Southbound Ramp</td>
<td>AM 07:00</td>
<td>0.586</td>
<td>0.681</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>5</td>
<td>McCombs Boulevard</td>
<td>1-490 Southbound Ramp</td>
<td>AM 07:00</td>
<td>0.537</td>
<td>0.541</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>6</td>
<td>McCombs Boulevard</td>
<td>59th Street</td>
<td>AM 07:00</td>
<td>0.611</td>
<td>0.603</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7</td>
<td>McCombs Avenue</td>
<td>59th Street</td>
<td>AM 07:00</td>
<td>0.531</td>
<td>0.558</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>8</td>
<td>McCombs Boulevard</td>
<td>59th Street</td>
<td>AM 07:00</td>
<td>0.631</td>
<td>0.620</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>9</td>
<td>McCombs Boulevard</td>
<td>59th Street</td>
<td>AM 07:00</td>
<td>0.503</td>
<td>0.570</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>10</td>
<td>Redondo Beach Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>AM 07:00</td>
<td>0.796</td>
<td>0.777</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>11</td>
<td>Redondo Beach Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>AM 07:00</td>
<td>0.796</td>
<td>0.777</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>12</td>
<td>Redondo Beach Boulevard</td>
<td>Redondo Beach Boulevard</td>
<td>AM 07:00</td>
<td>0.796</td>
<td>0.777</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>13</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>1.066</td>
<td>1.049</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>14</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>0.797</td>
<td>0.731</td>
<td>0.004 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>15</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>0.383</td>
<td>0.426</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>16</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>0.288</td>
<td>0.365</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>17</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>0.630</td>
<td>0.656</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>18</td>
<td>Redondo Beach Avenue</td>
<td>Redondo Beach Avenue</td>
<td>AM 07:00</td>
<td>0.772</td>
<td>0.768</td>
<td>0.005 NO</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

Note: Data in transactions should come with 200 lb of office and 550 lb of traffic.
<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>Existing Conditions</th>
<th>Existing Plus Project</th>
<th>Change in Significant Impact</th>
<th>E+P Plus Mitigation</th>
<th>Change in Significant Impact</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>V/C</td>
<td>LOS</td>
<td>V/C</td>
<td>V/C</td>
<td>V/C</td>
</tr>
<tr>
<td>13</td>
<td>Inglewood Avenue</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.941 E</td>
<td>0.974 E</td>
<td>0.033 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.933 E</td>
<td>0.937 E</td>
<td>0.004 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>16</td>
<td>Hawthorne Boulevard</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.814 D</td>
<td>0.839 D</td>
<td>0.025 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.825 D</td>
<td>0.852 D</td>
<td>0.027 NO</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>Cumulative Conditions</th>
<th>Cum. Plus Project</th>
<th>Change in Significant Impact</th>
<th>C+P Plus Mitigation</th>
<th>Change in Significant Impact</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>V/C</td>
<td>LOS</td>
<td>V/C</td>
<td>V/C</td>
<td>V/C</td>
</tr>
<tr>
<td>13</td>
<td>Inglewood Avenue</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.968 E</td>
<td>0.999 E</td>
<td>0.031 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.961 E</td>
<td>0.965 E</td>
<td>0.004 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>16</td>
<td>Hawthorne Boulevard</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.837 D</td>
<td>0.863 D</td>
<td>0.026 NO</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.849 D</td>
<td>0.877 D</td>
<td>0.028 NO</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

*Note:*
Some intersections studied scenario with 300 ksf of office and 864,134 ksf of retail.

<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>Cumulative Plus Project V/C</th>
<th>Cumulative Plus Project Delay</th>
<th>Cumulative Plus Alternative V/C</th>
<th>Cumulative Plus Alternative Delay</th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td>Hawthorne Boulevard</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.866</td>
<td>[a]</td>
<td>0.863</td>
<td>[a]</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.887</td>
<td>[a]</td>
<td>0.877</td>
<td>[a]</td>
</tr>
<tr>
<td>17</td>
<td>Prairie Avenue</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.992</td>
<td>58.1</td>
<td>0.985</td>
<td>[a]</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.944 [b]</td>
<td>44.7</td>
<td>0.930 [b]</td>
<td>[a]</td>
</tr>
<tr>
<td>19</td>
<td>I-405 Northbound Ramps</td>
<td>Artesia Boulevard</td>
<td>AM</td>
<td>0.602 [b]</td>
<td>14.6 [b]</td>
<td>0.623 [b]</td>
<td>15.0 [b]</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>PM</td>
<td>0.965</td>
<td>127.5</td>
<td>0.942</td>
<td>115.6</td>
</tr>
</tbody>
</table>

Note
[a]: Intersection not identified as impacted utilizing this methodology.
[b]: V/C or delay is not considered significant and unavoidable.
[c]: MM TRA-3 applied to Intersection 17 only.
<table>
<thead>
<tr>
<th>ID</th>
<th>N/S Street Name</th>
<th>E/W Street Name</th>
<th>Time Period</th>
<th>Overall Conditions</th>
<th>Cum. Plus Project</th>
<th>C-I Plus Mitigation</th>
<th>EU Methodology</th>
<th>HCM Methodology</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>V/C</td>
<td>LOS</td>
<td>V/C</td>
<td>LOS</td>
<td>Change in</td>
</tr>
<tr>
<td>1</td>
<td>Highwood Avenue</td>
<td>3rd-135 Northbound Ramps</td>
<td>AM</td>
<td>0.794</td>
<td>C</td>
<td>0.794</td>
<td>C</td>
<td>0.706</td>
</tr>
<tr>
<td>2</td>
<td>Central Avenue</td>
<td>1-135 Southbound Off-Ramp</td>
<td>AM</td>
<td>0.722</td>
<td>C</td>
<td>0.722</td>
<td>C</td>
<td>0.710</td>
</tr>
<tr>
<td>3</td>
<td>Parkside Boulevard</td>
<td>3rd-135 Northbound Ramps</td>
<td>AM</td>
<td>0.820</td>
<td>D</td>
<td>0.820</td>
<td>D</td>
<td>0.836</td>
</tr>
<tr>
<td>4</td>
<td>Oakridge Boulevard</td>
<td>3rd-135 Northbound Ramps</td>
<td>AM</td>
<td>0.691</td>
<td>B</td>
<td>0.691</td>
<td>B</td>
<td>0.594</td>
</tr>
<tr>
<td>5</td>
<td>Oakridge Boulevard</td>
<td>1-135 Southbound Ramps</td>
<td>AM</td>
<td>0.684</td>
<td>B</td>
<td>0.684</td>
<td>B</td>
<td>0.362</td>
</tr>
<tr>
<td>6</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.473</td>
<td>A</td>
<td>0.473</td>
<td>A</td>
<td>0.506</td>
</tr>
<tr>
<td>7</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.537</td>
<td>A</td>
<td>0.537</td>
<td>A</td>
<td>0.506</td>
</tr>
<tr>
<td>8</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.522</td>
<td>A</td>
<td>0.522</td>
<td>A</td>
<td>0.506</td>
</tr>
<tr>
<td>9</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.511</td>
<td>A</td>
<td>0.511</td>
<td>A</td>
<td>0.506</td>
</tr>
<tr>
<td>10</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>11</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.484</td>
<td>F</td>
<td>0.484</td>
<td>F</td>
<td>0.506</td>
</tr>
<tr>
<td>12</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.506</td>
<td>E</td>
<td>0.506</td>
<td>E</td>
<td>0.506</td>
</tr>
<tr>
<td>13</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>14</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>15</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>16</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>17</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>18</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>19</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>20</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>21</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>22</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>23</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>24</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>25</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>26</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>27</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>28</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>29</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
<tr>
<td>30</td>
<td>Oakridge Boulevard</td>
<td>10th Street</td>
<td>AM</td>
<td>0.500</td>
<td>D</td>
<td>0.500</td>
<td>D</td>
<td>0.506</td>
</tr>
</tbody>
</table>
April 19, 2018

Ms. Stacey Kinsella, Associate Planner
City of Redondo Beach
Community Development Department
415 Diamond Street
Redondo Beach, CA 90277

RE: FINAL ENVIRONMENTAL IMPACT REPORT (FEIR) FOR THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT (SCH# 2015101009)

Dear Ms. Kinsella:

The City of Lawndale continues to have concerns regarding the proposed South Bay Galleria Improvement Project (SBGIP) Draft Environmental Impact Report (DEIR) and the responses to our comments contained in the Final Environmental Impact Report (FEIR). Unfortunately, the FEIR responses to the City’s comments, based on our September 11, 2017 comment letter were woefully inadequate, deficient, and deflective. Areas of concern contained in the DEIR/FEIR include the following:

- Aesthetics;
- Air Quality;
- Biology;
- Green House Gases;
- Land Use;
- Noise;
- Population and Housing;
- Transportation (traffic);
- Parking; and
- Water Supply Assessment (WSA).
All of the above issues were outlined in our submitted comment letter dated September 11, 2017. The FEIR responses to our comments did not address any of the items listed above.

Additionally, it was discovered during the City’s review of the FEIR that a new project description was being proposed (Project Alternative 4-1 reduced project size and scope) which has added and reduced elements that were not analyzed under the DEIR. As an example, the added office will have different trip lengths, distributions and assignments than the retail uses they are replacing, as well as a greater AM peak hour inbound trip generation. Additionally, the reduced number of housing units will cause changes in the internal trip linkages. The modified elements change the data in special studies (air quality and traffic studies) due to trip changes. Further, revised mitigations measures were being proposed (strikeouts and revisions) which have secondary impacts not analyzed in the DEIR.

Pursuant to CEQA Guidelines, any new project information introduced that was not reviewed during the comment period, including project alternatives, is required to be recirculated. Moreover, changes to data contained in special studies or mitigation measures constitute new project information which compels the City of Redondo Beach to recirculate the DEIR for a minimum of 45 days to allow the public to reconsider and comment on the proposed changes.

Lawndale incorporates by reference its comments in the letter dated September 11, 2017, with emphasis on the following points from the FEIR:

A. Improper Traffic Modelling; Related Impacts on Other Analyses.

Traffic models presented in the DEIR and FEIR treat the SBGIP as an average retail center, rather than a regional retail center.\(^1\) This grossly underestimates the length and nature of vehicular trips attendant to the SBGIP. Standard retail (i.e., “non-mall”) projects can be expected to generate short-term, short distance (local) vehicle trips. By contrast, a regional mall generates a much higher percentage of longer-range vehicle trips (i.e., retail customers from more distant locations), and longer stays at the site. The same also applies to the proposed restaurants in that customers travel further to a quality restaurant than to a high-turnover restaurant. The FEIR’s blanket “trip is a trip” approach is wrong; regional centers generate longer-distance trips, and thereby have different traffic directional/flow issues from freeways and local streets. In short, vehicles travelling to the local convenience center for everyday retail items contribute an entirely different form of traffic and parking circulation issues than large regional malls.\(^2\)

---

\(^1\) A typical retail center is less than 100,000 square feet, with regional centers, like the SBGIP, being over that size.

\(^2\) Relatedly, the DEIR never specified whether residential units in the project would be for sale or rent. Rental, versus owner-occupied, units generate different traffic circulation patterns. This new information was provided only in the recent FEIR (i.e., that this will be an apartment project rather than an owner-occupied project). This is a significant new fact not only for purposes of traffic evaluation, but also economic and local employment considerations.
Improper use of “typical” or averaged retail traffic modelling for this regional project is a flagrant flaw in the project’s traffic analysis. The SBGTI analyses regional shopping center assumption for trip generation and typical retail assumption for trip distribution and assignment clearly contradict each other. Further, the use of typical retail traffic modelling also translates to other deficiencies in the FEIR. For example, the regional nature of traffic circulation would result in different Green House Gas emission models, given that long-distance regional trips generate different emissions. The problems are compounded by the alternative now being proposed having an office component, which has a very different distribution and assignment pattern that is much more regionally oriented than the assumed typical retail use. The combined biased assumptions dramatically underestimate the percentage of traffic that should have been routed through Lawndale to the San Diego Freeway and other regional routes.

The model used to estimate internal trip linkages is also flawed. The most obvious flaw is the lack of worksheets detailing the assumptions. Did they assume that residents would be as likely to use the quality restaurants on a daily basis as they would be to use the high-turnover restaurants? Numerous other unreasonable assumptions may have been made, but those assumptions are not documented for the reviewing public. Further, changes in the project as now proposed in entitlement applications, such as the reduction in the number of housing units in lieu of office space, make the internal trip linkage model predictions invalid for the current project.

B. Failure to Analyze Metro/Mass Transit Projects as Part of SBGIP.

“[T]he need for regional environmental consideration [must be made] at the earliest stage of a planned development before it gains irreversible momentum.” (Bozung v. Local Agency Formation Commission of Ventura County (1975) 13 Cal.3d 263, 284, fn. 28.) An agency cannot treat one integrated large project as a succession of smaller projects to avoid analyzing the environmental impacts of the whole project. (See, CASDBA v. County of Inyo (1985) 172 Cal. App. 3d 151, 165-166 [two separate “packages” of entitlements for one project, each analyzed in a separate Negative Declaration, improper].)

The SBGIP project description encompasses a proposed future transit center (Green Line Extension). However, the entire DEIR is deficient in identifying and analyzing the potential impacts of the proposed future transit center (Green Line extension). In response to Lawndale’s comment, the FEIR states that the Green Line extension “is not reasonably foreseeable within the horizon year of the Galleria Project.” (FEIR p. 2-52.) This response does not appear to reflect the reality of project plans.

SBGIP plan maps and project footprints show the “future” Green Line extension footprint as an integral long-term component of the SBGIP. In fact, page 1 of the FEIR says, “[t]he project site would be located adjacent to a new transit center that would be expected to connect to the Green Line (or another light rail line) in the future.”

3 A fact-specific regional model for traffic circulation should have been developed with typical retail models as a starting point, then enhanced with project-specific facts relating to trip length, stay time and expected regional traffic flow.
The fact that Metro is a separate government entity from Redondo Beach is beside the point. CEQA provides mechanisms by which two components of an integral project—even if under the jurisdiction of separate agencies—can be analyzed as a whole project. These mechanisms include, without limitation, the mutually-agreed designation of one agency (14 Cal. Code Regs. § 15051(d)) or designation of the agency bearing the greatest supervisory responsibility over the project (14 Cal. Code Regs. § 15051(b)).

C. Project Design Not Being Transit Oriented.

The SBGIP site Transportation Impact Study Project Site Plan shows numerous parking areas including a multi-level parking structure and vehicular access route. The site plan (now before the Planning Commission) also shows numerous automobile access routes to the site and designates the automobile driveways as PUBLIC ENTRY/EXIT. It shows no bus stops, pedestrian routes, bicycle routes or parking, or other alternative mode infrastructure. The Transportation Demand Management (TDM) language only discusses its adherence to City Municipal Code minimum TDM requirements. LACMTA’s comments concerning the need for better Transit Orientation to the major nearby transit station fails to be regarded as an opportunity for mitigation of the “unmitigatable” traffic impacts. No discussion is included for minimizing parking, to be consistent with the latest draft of the potential CEQA Transportation Guidelines. There is no discussion of providing parking “unbundled” from leasing costs, not providing parking validation or other parking subsidies, or other mechanisms for encouraging non-automobile travel to/from the site. In short, for SBGIP to properly be a “transit oriented project,” the project needs to be more than merely nearby a transit center—it needs to be oriented to that center with site ingress, egress and circulation (pedestrian, bicycle or otherwise) directed to integrate with the transit center.

D. Project Needs to Guarantee Compliance With Non-Standard Assumptions.

The EIR contains numerous non-standard but critical assumptions. For instance it is assumed that 75% of the restaurants will be quality restaurants. If the decision makers actually believe that, a condition should be placed on the restaurant space such that 75% of the restaurants are designated as quality restaurants. Quality restaurants differ from high-turnover, fast casual, and fast-food restaurants in that patrons typically wait to be seated, are served by wait staff, order from menus at the table (i.e., no counter, phone, or on-line ordering), and pay after their meal. Quality restaurants often require reservations, serve food at tables with linen table cloths, have permits and serve a selection of quality wines, and patrons usually dine for more than one hour. Likewise, the project should be required to have annual monitoring of its user trip lengths to make sure the trip lengths are consistent with the average retail trip length that was assumed in the analysis.

E. Other Analytical Deficiencies.

Unsubstantiated, conclusory statements about analytical sufficiency are not sufficiently responsive to public comments. Similarity, even technically sufficient responses may not serve policies of public transparency. For example, the EIR does not include a biological report signed by a certified biologist. Even if a signed biological report is not technically, legally required at this time, the failure to include an actual biological survey (beyond mere review of photographs) in the FEIR falls short of best practices and public transparency.
More importantly, General Plan inconsistency issues persist in the FEIR and the applications pending before the Planning Commission. For example, proposed building heights exceed the 60 foot height limit set by the General Plan. While Redondo’s General Plan allows for existing buildings to be added upon to a height exceeding 60 feet, this excess height allowance does not apply to new or non-existing buildings in the SBGIP (such as the new hotel and residential buildings). Hence, General Plan inconsistency persists.

Similarly, Redondo’s proposed use of a “variance” is unsound. A variance cannot correct General Plan inconsistencies, and in fact the City’s findings for a variance require General Plan consistency. Furthermore, the Planning Commission cannot in earnest make the special findings supporting a variance. A variance is a limited waiver of zoning standards for a use that is already permitted within a zone. (Redondo Beach Municipal Code § 30.3.010; Cal. Gov’t Code § 65906.) Variances are considered only in extraordinary circumstances when the physical characteristics of a property, (such as size, shape, topography, location, or surroundings) or its use pose a unique hardship to the property owner. (Id.) In short, variance can only be granted in special cases where the strict application of zoning regulations deprives the owner of a use enjoyed by other property owners in the same zone. There is simply nothing in the size, shape, topography or location of this (frankly, rather typical and flat) downtown project site that rises to the level of extraordinary circumstances and unique hardship warranting a variance. A variance is improper.

F. Recirculation.

If information added to an FEIR is significant, recirculation is required under Public Resources Code § 21092.1. The present EIR includes not only new data, but even new and modified mitigation measures in several areas.⁴ New data triggers recirculation for purposes of giving the public proper notice of such new data and conclusions drawn from them. (Spring Valley Lake Ass’n v. City of Victorville (2016) 249 Cal.App.4th 91, 108.) Furthermore, CEQA Guidelines are clear that recirculation is required when a draft EIR is “so fundamentally flawed and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.” (14 Code Regs. § 15088.5.) For the reasons outlined above and in its letter dated September 11, 2017, Lawndale posits that this is the case with the Galleria EIR. Mere conclusory responses by Redondo Beach to the effect that “these revisions do not trigger recirculation”—a conclusory statement made in response to several public comments—are insufficient to avoid recirculation.

We respectfully encourage the City of Redondo Beach to further and more ably consider our concerns outlined in this letter, as well as our September 11, 2017 comment letter. Unfortunately, as proposed, the proposed project will have deleterious environmental impacts on the City of Lawndale and the surrounding area.

⁴ See also, Fn. 2, infra.
We look forward to working with the City of Redondo Beach in resolving these issues expeditiously.

Sincerely,

R. Pullen-Miles
Mayor

Attachment A. September 11, 2017 Galleria DEIR Comment Letter

Cc: Members of the Lawndale City Council
    Members of the Lawndale Planning Commission
    Members of the Redondo Beach City Council
    Members of the Redondo Beach Planning Commission
    Members of the South Bay Cities Council of Governments
    Metro Board
ATTACHMENT A

SEPTEMBER 11, 2017 GALLERIA DEIR COMMENT LETTER
September 11, 2017

Ms. Stacey Kinsella, Associate Planner
City of Redondo Beach
Community Development Department
415 Diamond Street
Redondo Beach, CA 90277

RE: DRAFT ENVIRONMENTAL IMPACT REPORT (DEIR) FOR THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT 45-DAY PUBLIC COMMENT REVIEW PERIOD (SCH# 2015101009)

Dear Ms. Kinsella:

On behalf of the City Council of the City of Lawndale, Lawndale takes this opportunity to provide comments and express concerns on the proposed South Bay Galleria Improvement Project (SBGIP) in the City of Redondo Beach, as outlined in the Draft Environmental Impact Report (DEIR). While the City understands that there are a number of potential benefits associated with the project, the City remains concerned that substantial impacts to the citizens of Lawndale are not being adequately presented in the DEIR.

We respectfully submit these comments to help ensure that local decision makers fully comply with the California Environmental Quality Act (Public Resources Code § 21000 et seq., “CEQA”) and the CEQA Guidelines (14 Cal. Code of Regulations §§ 15000 – 15387) with respect to the project. The City believes the project should be rejected as proposed. It is too massive for the area and fails to conform with Redondo Beach’s General Plan and zoning. Redondo Beach may deny the proposed project without certifying the EIR. (Pub. Resources Code § 21080 (b)(5) [CEQA does not apply to —project which a public agency rejects or disapproves[]].) The following list outlines the City’s comments and concerns:

1. **Aesthetics.** The Aesthetics section of the Draft Environmental Impact Report is inadequate. The Aesthetics section of the DEIR did not adequately identify, study,
or mitigate the potential impacts on the surrounding area with regards to the proposed residential structures as well as commercial components of the project. The aesthetics of the proposed project will have a significant impact on the environment.

2. **Air Quality.** The Air Quality section of the DEIR is inadequate and incomplete. The Air Quality sections of the DEIR did not adequately address or identify traffic trips and the emissions generated a significant amount of traffic trips that will be generated as a result of the proposed project. This proposed project will also create a significant amount of air quality issues locally and regionally.

3. **Baseline Conditions.** The DEIR did not adequately address nor establish throughout the entire DEIR, baseline conditions. The identified areas lacking adequate baseline conditions include: Air Quality, Greenhouse Gases, and Traffic/Transportation sections. Pursuant to CEQA, the Lead Agency is required to address and establish the baselines conditions in the DEIR.

4. **Biology.** The Biology section of the DEIR is in complete and inadequate. The Biology section of the DEIR did not identify, study, or properly mitigate the potential biological impacts with regards to bird surveys or special status species (DEIR p. 3.2.3). The site has acres of existing trees throughout the parking areas and project site and no surveys were completed to determine the limits and potential impacts the proposed project could have on biological resources.

   a. Furthermore, deferred mitigation is inconsistent with CEQA Guidelines. DEIR page 3.3.2 proposes deferring mitigation measures by completing a Pre-Construction Nesting Bird Survey; this deferral of potential mitigation does not address the potential biological impacts that the project could have on the environment.

   b. On DEIR page 3.2.3 it was determined that there would be "less than significant impacts" on special status species. How was this assessment made without first completing a special species survey of the area in which to justify less than significant impacts on Biological Resources? It would be impossible to arrive at this conclusion without first basing the assessment on completed special surveys conducted by a licensed and certified biology expert.

5. **Green House Gases.** The proposed GHG mitigation measures are not adequate. Deferral of mitigation measures is inconsistent with the CEQA Guidelines. On DEIR page 3.5-18, MM GHG-1 requires the applicant to prepare a preliminary GHG Reduction Plan specifying which mitigation and design features would be incorporated into the proposed project. A GHG study must be prepared and analyzed to ensure appropriate mitigation measures are incorporated into the project.
6. **Housing.** The DEIR does not include any discussion whether any affordable units would be provided. Redondo Beach’s Regional Housing Needs Allocation (RHNA) for the 2013-2021 planning period has been determined by SCAG to be 1,397 housing units, including 186 units for extremely low income households, 186 units for very low income households, 223 units for low income households, 238 units for moderate income households, and 564 units for above moderate income. There’s no indication of what percentage of the units, if any would be below market rate or be consistent with the goals of the Housing Element. Furthermore, by failing to identify affordable housing in the project’s residential component, the residential component of this project fails to serve the stated objective of providing housing consistent with Redondo Beach’s General Plan.

7. **Land Use.** Land Use Element 1.41.7(a) refers to reducing the impacts of height and mass by setting back and lessening the volume of the upper elevations of structures within 50 feet of the property line fronting Kingsdale Avenue. From the project elevations shown in the DEIR, there does not appear to be any lessening of the volume of upper elevations of the structures within 50 feet of the property line fronting Kingsdale Avenue.

   a. The residential buildings as proposed would exceed the City’s building height limitation for the CR regional commercial zone, which is 60 feet. Also, no building may exceed 4 stories (Redondo Beach Municipal Code section 10-2.919(e).) As illustrated, the building elevations from the DEIR below; clearly the proposed buildings exceed the maximum building heights. This is a significant impact on the environment and violates Redondo Beach’s General Plan and Zoning requirements. A project approval must be consistent with the local agency’s General Plan. (Govt. Code § 65300.5.)
b. Each dwelling unit is to be provided a minimum of 200 square feet of outdoor living space. There's no indication as how the required
amount of outdoor living space for each unit is to be provided or configured for the residential units.

c. The proposed number of stories (7 to 8 stories) violates Redondo Beach's General Plan policy that buildings should not have a maximum floor area ratios of 1.0. to 1.5 for the CR land use designations (GP Policies 1.41.3 and 1.41.4).

d. The proposed project is in violation of Redondo Beach's General Plan Policy 1.41.7, which requires proposed developments to be "pedestrian-oriented" and 'low rise village" development.

e. The proposed project is in direct conflict with the General Plan Land Use Element, Land Use Plan for the Galleria. The proposed project does not mention or include a community center, public square, or pedestrian amenities as outlined below.

1.41.8 Integrate public transit facilities on the site and ensure that they are accessible by automobile, bicycle, and walking from peripheral residential neighborhoods (II.1.11.18).

1.41.9 Develop and implement programs of public streetscape improvements (landscape, street furniture, signage, pedestrian-scale lighting, etc.) which uniquely identify the regional commercial center and provide linkages among the individual parcels, including those south of the Southern California Edison right-of-way (11.17).

1.41.10 Require that mixed-use structures be designed to mitigate potential conflicts in accordance with Policy 1.18.8 (II.1.1.11.7, II.18).

OTHER HIGHWAY- AND COMMUNITY-COMMERCIAL CLUSTERS

In addition to the extended corridors and larger clusters, there are also a number of other smaller, isolated commercial areas. These centers may be only a single store or two, or
8. **Noise.** The proposed mitigation measures and noise study are inadequate. The noise study did not analyze potential noise impacts on sensitive noise receptors for the proposed residential component of the project with regards to the existing and proposed commercial expansion. In addition, no mitigation measures were proposed that would protect sensitive noise receptors for the proposed residential component of the project from excessive noise and vibrations from the proposed and existing commercial component of the project.

9. **Population and Housing.** The DEIR does not provide adequate analysis of the proposed project as it pertains to the Population and Housing impacts that this project will generate, which is required to be reviewed under CEQA. The analysis states the project will have no impacts to population or housing in the DEIR. The DEIR fails to address or take into account that the proposed project would induce substantial population growth either directly or indirectly and failed to identify if the units would be for sale or rent.

10. **Piecemealing.** The impacts of the entire project, not just individual segments, should be analyzed. CEQA forbids "piecemealing" projects. Pursuant to CEQA, the whole of the entire project must be analyzed and those environmental considerations related to project(s) broken down into little projects, thus reducing or minimizing the potential impacts to the environment through "piecemeal" is prohibited. Potential growth Impacts, such as new development projects, cannot be deferred to be analyzed in a piecemeal fashion at a later time. Rather, "the need for regional environmental consideration [must be made] at the earliest stage of a planned development before it gains irreversible momentum." *(Bozung v. Local Agency Formation Commission of Ventura County* (1975) 13 Cal.3d 263, 284, fn. 28.) An agency cannot treat one integrated large project as a succession of smaller projects to avoid analyzing the environmental impacts of the whole project. *(See, CASDBA v. County of Inyo* (1985) 172 Cal. App. 3d 151, 165-166 [two separate "packages" of entitlements for one project, each analyzed in a separate Negative Declaration, improper].)

The DEIR's project description site plan encompasses a proposed future transit center (Green Line Extension) as depicted on Page 7. However, the entire DEIR is deficient in identifying and analyzing the potential impacts of the proposed future transit center (Green Line extension). Rather, the DEIR's analyses carves out the Green Line Extension and its cumulative and direct impacts upon and within the project. It is understood that there is a separate EIR currently being drafted by Metro dealing with another segment for the proposed South Bay Green Line extension. However, drafting two different EIR documents for the same Green Line project violates CEQA as a "piecemeal" approach that understates the cumulative environmental impacts of the whole project in violation of CEQA. The entire proposed projects (Greenline Extension and Galleria) must be analyzed together, pursuant to CEQA, not as a separate CEQA documents.
South Bay Galleria Improvement Project  
DEIR Comment Letter  
September 11, 2017

Indeed, the DEIR identifies the proposed project’s traffic impacts as significant and unavoidable. However, the project’s traffic analysis and the project alternative analyses do not provide sufficient information to support the conclusion that traffic impacts cannot be feasibly mitigated under a less-intense project alternative. Any one significant unavoidable impact requires disapproval of the proposed project unless feasible mitigation measures or alternatives do not exist and specific benefits outweigh the significant impact. (Pub. Resources Code § 21081.) CEQA requires public agencies to deny approval of a project with significant adverse effects when feasible alternatives or feasible mitigation measures can substantially lessen such effects. (Pub. Resources Code § 21002; Sierra Club v. Gilroy City Council (6th Dist. 1990) 222 Cal.App.3d 30, 41.) The Legislature has stated:

11. Traffic Impacts. The proposed project will have tremendous traffic environmental impacts on the regional and locally-based on the scale and scope of the project. The DEIR is incomplete, deficient, and inadequate and does not analyze traffic impacts to local roadways or to CALTRANS freeways including the State Route 405. The DEIR failed to address traffic impacts or provide measurable mitigation measures.
"It is the policy of the state that public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects. . . ."

(Pub. Resources Code § 21002.) The CEQA Guidelines require an agency to "Disclose to the public the reasons why a governmental agency approved the project in the manner the agency chose if significant environmental effects are involved." In order to implement this policy, the CEQA Guidelines specify that:

"A public agency may approve a project even though the project would cause a significant effect on the environment if the agency makes a fully informed and publicly disclosed decision that: (a) There is no feasible way to lessen or avoid the significant effect..."

(CEQA Guidelines § 15043.) Feasible means "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, and technological factors." (Public Resources Code § 21061.1.) Project alternatives remain feasible "even if these alternatives would impede to some degree the attainment of the project objectives, or would be more costly." (CEQA Guidelines § 15126.6(b).)

CEQA's purpose of avoiding or substantially reducing environmental impacts of a project through the adoption of feasible alternatives is defeated where an EIR fails to ensure that information about potentially feasible alternatives is subject to public and decision maker review. It also fails where an EIR fails to include alternatives that actually reduce a project's impacts below thresholds of significance. Smaller scale versions of the proposed project that avoid or reduce significant impacts would meet most of the objectives and should be adequately analyzed in the EIR.

The objectives stated in the DEIR do not require a project of any specific size or scale, and, more importantly, all of the City's objectives could be met with a scaled-down project that requires little, if any diversion from existing land use regulations. Furthermore, because this intense development will have unavoidable significant impacts on this site, off-site locations should be considered. Off-site alternatives should be considered when "significant effects of the project would be avoided or lessened by putting the project in another location." (Guidelines § 15126.6(f)(2)(A).)

As dramatic as the traffic impacts predicted by the DEIR look, these predictions actually underestimate the project's true traffic impact because several of the traffic analysis' assumptions are unsupportable and result in an understatement of impacts:
a. In general, the cumulative traffic analysis was evaluated incorrectly. Fehr & Peers applied population growth rates from Southern California Association of Government [SCAG] instead of the SCAG traffic growth rates since traffic was forecast to decline in the area; utilized conservative roadway lane configurations (i.e. did not include de-facto right turn lanes); and utilized the conservative threshold of significance in determining if a study intersection was impacted when there were shared intersections.

b. The trip generation estimate initially used the Trip Generation Manual, 9th Edition, 2012 by the Institute of Transportation Engineers (ITE) to generate trip generation for the proposed Project, is based on questionable assumptions. The trip generation estimate assumed that all the existing restaurants are "high-turnover" and only 25 percent of the proposed project restaurants would be "high turnover" (the rest would be lower generating "Quality Restaurants"). The proposed project should propose mitigation measures to restrict the amount of restaurants not conforming to the ITE Quality Restaurant definition.

c. The project's theater component traffic impacts were analyzed separately, even though the ITE Trip Generation includes theaters as being in some shopping centers. The rationale for this approach is not clear from the DEIR, nor is there information provided to show if this increases or decreases trips. Nor can one determine the resulting traffic impacts as shopping centers are defined by square footage while theaters are defined by seats. Fehr & Peers did note that the ITE rates are not representative of the project's mixed-use development (MXD) vehicular trip. ITE acknowledges that the ITE rates overestimate the trip generation for this type of development and any other non-suburban location served by substantial transit or with other uses in close walking/bicycling distance.

d. To reduce the initial ITE trip generation estimates of the proposed project, a model known as MXD+ was utilized. This model was developed by Fehr & Peers for the United States Environmental Protection Agency (US EPA) and has been reviewed and refined by several state, regional, and local agencies. Reduction factors were also used to account for pass-by trips. Thus, overestimates in the initial trip generation estimate were carefully removed. Note that while non-project specific documentation of the MXD+ model was included, no project specific calculation worksheets for the proposed project specific MXD factor or proposed project specific pass-by factor were included in the DEIR. Therefore, the appropriateness of the assumptions in the MXD and pass-by analyses could not be
determined. The detailed assumptions for the reduction factors greatly affect the trip generation estimates as the proposed project PM Peak Hour trips generation was reduced by 38.5 percent. It cannot be determined if quality restaurants having lower percentages of pass-by and mixed-use linked trips than average restaurants were properly accounted.

e. For the proposed project trip distribution, two travel demand models were used in the development of the distributions for the retail, residential, and hotel components. The Redondo Beach Traffic Model (RBTM) and SCAG 2016 Regional Transportation Plan (RTP) Travel Demand Model. We contend that the trip distribution analysis methodology utilized for the analysis of retail uses incorrectly assumed the proposed project retail is the "average" retail in the models. The DEIR analysis is for a regional center and should have included a larger portion of trips to Interstate 405 (I-405) versus onto local roadways than for the average retail in the models. Further, although the study emphasizes the mixed-use nature of the proposed project, that factor was already accounted for in the trip generation estimates. Therefore, the internal trips should be removed from any distribution analysis, as should any other discounted trips, such as for the automobile trips shifted to bicycles that tend to be the more local trips.

f. In review of the trip distributions directed at all I-405 ramps in Figure 6 (Page 43), and confirmed in review of intersection trip distributions in Appendix C, a total of 40 percent of vehicle trips were regionally distributed versus 60 percent that were local trips. The South Bay Galleria is considered a regional shopping center due to the size and tenants that occupy the mall. As a regional shopping center, vehicle trips are expected to be more regional in scope rather than localized. Further, the expansion and additional improvements mean that the South Bay Galleria will continue to be a regional shopping center and, in effect, actually enhances the fact that customers will be encouraged to drive from far and wide. An example is that mainly Quality Restaurants are to be added, which have a much wider market area than do restaurants in the other ITE Manual categories – Fast Food and High-Turnover. Therefore, the overall proposed project trips should have a larger regional distribution than the average retail trips that were analyzed.

g. A case to note concerning the shopping center size trip distribution effect is that the West Los Angeles Transportation Improvement and Mitigation Specific Plan (WLA TIMP) exempts small retail centers from a fee. The exemption applies to small retail centers because they are local serving, thus having higher than average pass-by trip
percentages and shorter than average trip lengths for the remaining trips. Based on this conclusion, large shopping centers (such as the proposed project that will have over one million square feet of retail), have longer than average trips and lower than average pass-by trip percentage. Therefore, the assumption that the proposed project's retail trips distribution can be represented by an average model distribution vastly understates the real and regional impacts that the proposed project will have on routes to/from freeway interchanges.

h. Although the documentation clearly states that the regional trip percentages were understated, as noted above, the pass-by trip adjustment work sheets were not provided. Therefore the appropriateness of the pass-by rate adjustments cannot be evaluated or verified to ensure the shopping center's regional nature was properly considered.

i. Study Area Intersections (Table 1, Page 6) - notes the various jurisdictions in the study area. Intersections 5, 6, and 8 are noted under Caltrans; however, the segment of Hawthorne Boulevard between the I-405 and Redondo Beach Boulevard was relinquished to the City of Lawndale. Intersection 16 is on Hawthorne Boulevard in the City of Redondo Beach and should be listed as under the jurisdiction of Caltrans.

j. Trip Generation Estimate (Table 9, Page 41) does not provide accurate documentation of the calculation for the trip generation rates. The ITE Rates for the theater (ITE Code 445) does not have a daily rate per seat and the Quality Restaurant (ITE Code 931) PM peak hour rate yields a different result. Either the rates assumed are incorrect or adjustment assumptions were made but not stated.

k. Existing Conditions (AM and PM) Lane Configurations (Appendix B)—several of the lane configurations are inconsistent with observed conditions. These lane configuration inconsistencies would apply to all future conditions as well. These include:

i. **Hawthorne Boulevard / 166th Street (Intersection 6)** - during the AM peak period in the northbound and southbound direction shows a dedicated right-turn lane, however, it appears as though there is not enough clearance along the curb lane to provide for that dedicated turn.

ii. **Inglewood Avenue / Robinson Street-166th Street** (Intersection 7) - separate peak-hour lane configurations in the northbound and southbound direction were not included for the PM peak-hour northbound direction – the graphic should show one left-turn lane, one through lane, and one
shared through-right-turn lane; for the AM peak-hour southbound direction, and it should show one left-turn lane, two through lanes, and one right-turn lane.

iii. Hawthorne Boulevard / 169th Street (Intersection 8)—separate peak-hour lane configurations in the northbound direction were not included — the AM peak-hour northbound direction should show one left-turn lane, three through lanes, and one shared through-right turn lane.

iv. I-405 Southbound Off-Ramp / Redondo Beach Boulevard (Intersection 10) — the southbound lane configuration should show a shared left and right-turn lane and one left-turn lane.

v. Redondo Beach Boulevard / Artesia Boulevard (Intersection 15) — the northbound lane configuration represents Grevillea Avenue which is actually the northern leg of the intersection. This graphic is deceiving since traffic is actually traveling southbound. It was analyzed this way to account for the atypical intersection layout, but there should be a notation explaining this in the figure.

vi. Felton Avenue / Grant Avenue (Intersection 21) — the right-turn lanes in the eastbound and westbound direction were excluded.

vii. Hawthorne Boulevard / 177th Street (Intersection 25) — the eastbound lane configuration should show a shared left-through lane and one right-turn lane.

l. Level of Service (LOS) Worksheets (Appendix F) - Inconsistency in some of the intersection right-turn phasing. These include:

i. Hawthorne Boulevard / I-405 Southbound Ramps (Intersection 4) — should include a southbound overlap phase.

ii. Prairie Avenue / 182nd Street (Intersection 29) — should include a northbound and southbound overlap phase.

m. The trip distributions in Figures 6 and 7 (Pages 42 and 43) illustrate the regional trip distribution percentages. No trip assignment graphics are provided with the intersection and driveway trip assignment percentages in order to assess if the site access was properly accounted for in the intersection impact analysis. At the least, Appendix C (containing intersection trip assignments mislabeled as Project Distribution Estimates) should have also contained driveway trip assignment percentages by turning movement.

n. The MXD+ documentation provided in Appendix A states “Short distances to transit help make transit a viable alternative to the automobile”, presumably reduces automobile trip generation for that
factor, and then applies the standard CMP automobile trip generation to the transit trip generation ratio. However, no documentation of the transit percentage calculated/assumed in the MDX model is provided the consistency of the assumptions cannot be determined.

o. The SB 743 analysis assumes average retail trip lengths for the proposed project that has an over one million square foot shopping center and 75% of the restaurants meeting the ITE Quality Restaurant definition. This assumption emphasizes that the assumptions utilized in the DEIR understate impacts attributable to the proposed project.

p. Based on our peer review of the South Bay Galleria Improvement Project Transportation Impact Study (July 2017), the study contains technical shortfalls as listed above. A primary concern with the analysis pertains to understated traffic impacts resulting from underestimations of the total project vehicle trips, and the trip assignment percentages to and from I-405 for the proposed project. Underestimates of impacts upon regional routes largely stems from inconsistencies in how the shopping center use was analyzed. The ITE Trip Generation overestimates are fully accounted for, but the potential underestimates are not addressed. As a regional shopping center, and with the expansion and improvements to the existing site and the addition of new land uses, the project would continue to generate a large number of trips from outside the local area, even though it is a mixed-use development. This is overlooked in the trip distribution and assignment methodology that was used. The analysis should have maintained consistency and evaluated the project on a regional scale for both trip generation and trip distribution purposes. As a result, the existing analysis inadequately accounts for regional trips and discounts the potential effects of trips to and from the I-405. Further, the DEIR does not provide the standard traffic engineering information, such as pass-by trip calculation sheets used to assess the reasonableness of the assumptions. Nor does the DEIR provide worksheets with the assumptions for the mixed-use adjustment calculations. Therefore, the reasonableness of the pass-by and mixed-use assumptions for the analysis cannot be determined.

12. Parking. Inadequate parking is provided, and the location of parking for the proposed residential units it is unclear. The project would provide a total of 6,481 parking spaces. Based on the City of Redondo Beach's parking rates, the proposed project would be required to provide 6,812 parking spaces, leaving a clear deficiency of 331 parking spaces. Because of the mixed-use nature of the project, Fehr & Peers conducted a shared parking analysis, located in Appendix I, to determine if the project would provide an adequate parking supply for these
shared land uses. The analysis accounted for weekday, weekend, and holiday season (December) parking demands. According to the analysis, the peak parking demand would occur on a weekend day at 2:00 PM with a total of 6,428 parking spaces occupied. It follows that there would be a surplus of 53 spaces, or approximately one percent, of the parking supply would be available at that time. However, the DEIR does not state that all spaces are shared and it does not show an assignment/reservation of spaces to valet or any individual use; yet the parking analysis appears to be based on that assumption. The conditions of approval need to assure that all spaces will be fully shared, as was assumed.

a. With respect to residential units, while some of the parking allotted to residences is reserved to an identified area, it's not clear where the balance of other residential parking will be located. Will additional residential parking be shared in the commercial parking areas? Will non-reserved residential parking be relegated to an area that may be either unavailable or inconveniently located away from the actual units?

13. **Water Supply Assessment (WSA).** The WSA prepared for the proposed project is inadequate and deficient. It is required to contain sufficient facts to measure the pros and cons of supplying needed project water. (See *Vineyard Area Citizens for Responsible Growth v. Rancho Cordova* (2007) 40 Cal.4th 412, 430-431.) The WSA fails to do so. "Future water sources for a large land use project and the impacts of exploiting those sources are not the type of information that can be deferred for future analysis." (Id. at 432.) The WSA does not provide sufficient facts for an adequate analysis of the impacts of supplying water to the project.

a. In addition, the WSA fails to analyze the effects of any future curtailments of water supplies from the State Water Project and Colorado River Water. The WSA does not discuss what alternatives, if any, there might be in the case of future curtailments of imported water supplies from Metropolitan Water District of Southern California. As such, the WSA does not adequately analyze future water supply availability, and it improperly fails to analyze uncertainties and known contingencies. *(Preserve Wild Santee v. City of Santee* (2012) 210 Cal.App.4th 260, 283, 285.)*

b. The WSA fails to discuss the status of the State Water Resources Control Board's ongoing hearings on the California WaterFix and what any future failure of the WaterFix project might have on further imported water supplies.

c. The WSA report is inadequate as it does not discuss the effects on groundwater pumping if there are not adequate supplies of either imported water or storm water recharge to replenish the West Coast...
South Bay Galleria Improvement Project
DEIR Comment Letter
September 11, 2017

Basin. Nor does the WSA discuss the status of the buildout of the infrastructure necessary to supply alternative water supplies to the project. Thus, the WSA fails to adequately analyze the possibility of alternative supplies and replacement supplies and the impacts of such supplies. (See Vineyard Area Citizens for Responsible Growth, supra, 40 Cal.4th at 432.)

d. The WSA report was inadequate as to the reliability of the imported water supplies for the future.

The comments described above certainly do not represent a complete list, but are demonstrative of the fact that there are many issues related to the proposed project that were not adequately addressed in the DEIR. Lawndale incorporates by reference other public comments submitted upon the DEIR.

CEQA was enacted to ensure environmental protection and encourage governmental transparency. (Citizens of Goleta Valley v. Bd. of Supervisors (1990) 52 Cal. 3d 553, 564.) CEQA requires full disclosure of a project's significant environmental effects so that decision makers and the public are informed of these consequences before the project is approved, to ensure that government officials are held accountable for the consequences. (Laurel Heights Improvement Ass'n of San Francisco v. Regents of the University of California (1988) 47 Cal.3d 376, 392.) In order to satisfy CEQA and protect the quality of life in the surrounding region, Lawndale requests that if the project is not rejected outright, that the DEIR be revised to address the deficiencies identified in these comments and be recirculated to the public prior to preparation of a final EIR.

The members of the Lawndale City Council would like to make it clear that the City has significant concerns about the proposed project, as it is presented in the DEIR. Given the significance of impacts the proposed project will have upon Lawndale and the surrounding region, we request that the public be granted more than the minimum comment period of forty-five (45) days. Furthermore, we encourage City of Redondo Beach to work with Lawndale, as well as the communities adjacent to the project site, to arrive at a solution that is a benefit, rather than a burden, to the surrounding area as a whole.

Sincerely,

Robert Pullen-Miles
Mayor

cc: Members of the Lawndale City Council
Members of the Lawndale Planning Commission
Members of the Redondo Beach City Council
Members of the Redondo Beach Planning Commission
Members of the South Bay Cities Council of Governments
Metro Board
SOUTHBAY GALLERIA REDEVELOPMENT PROJECT

KINGSDALE AVENUE & GRANT AVENUE INTERSECTION

PROJECT APPROVAL SHOULD REQUIRE IMPROVEMENTS TO PROVIDE SAFER BICYCLE ACCESS INTO & OUT OF GALLERIA FOR THE THOUSANDS OF REDONDO RESIDENTS LIVING ALONG GRANT AVE TO ENCOURAGE MORE CYCLING AND LESS DRIVING INCREASING HEALTH BENEFITS AND REDUCING TRAFFIC, AIR POLLUTION AND NOISE

CURRENTLY THE GRANT AVE CLASS II BIKE LANES RUN CONTINUOUSLY FOR 1 ½ MILES BETWEEN AVIATION BLVD & FIRMONA AVE STOPPING ONE BLOCK SHORT OF KINGSDALE AVE AS SHOWN ON ATTACHED AERIAL GOOGLE MAP PHOTO

IMPROVEMENTS SHOULD INCLUDE:

- EXTENDING CLASS II BIKE LANES FROM FIRMONA TO KINGSDALE

- ELIMINATING RIGHT TURN LANE FROM KINGSDALE TO GRANT, OR REPLACING THE SIGNALED INTERSECTION WITH A ROUNDBOUGHT
GRANT AVENUE CLASS II BIKE LANES
WEST BOUND LANE BEGINS 84 YDS FROM KINGSDALE AVE
EAST BOUND LANE ENDS 120 YDS BEFORE KINGSDALE AVE
Administrative Report

Planning Commission Hearing Date: April 19, 2018

AGENDA ITEM: 8 (Public Hearing)

PROJECT LOCATION: 1815 HAWTHORNE BOULEVARD

APPLICATION TYPE: FINAL ENVIRONMENTAL IMPACT REPORT (SCH# 2015101009 / FILE NO. 2015-09-EIR-001), FINDINGS, STATEMENT OF OVERRIDING CONSIDERATIONS, WATER SUPPLY ASSESSMENT, AND A MITIGATION MONITORING AND REPORTING PROGRAM (INCLUDING POTENTIAL MODIFICATIONS TO THE MITIGATION MEASURES); CONDITIONAL USE PERMIT, PLANNING COMMISSION DESIGN REVIEW, VARIANCE, AND VESTING TENTATIVE TRACT MAP NO. 74481 FOR THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT

CASE NUMBER: 2018-04-PC-003

APPLICANT'S NAME: SOUTH BAY CENTER SPE, LLC

APPLICANT'S REQUEST AS ADVERTISED:

Consideration of a Final Environmental Impact Report (SCH# 2015101009), Water Supply Assessment, Findings, Statement of OVERRIDING Considerations, Mitigation Monitoring and Reporting Program, Conditional Use Permit, Planning Commission Design Review, Variance, and Vesting Tentative Tract Map No. 74481, for a project that consists of modifications, improvements, and additions to the existing 29.85-acre enclosed mall property at 1815 Hawthorne Boulevard located within the Regional Commercial (CR) Zone. The project includes the demolition of some existing structures and redesigning portions of the site to combine expanded retail and dining venues with open-air promenades, a hotel, and residential development.

DEPARTMENT'S RECOMMENDATION:

It is recommended that the Planning Commission review and consider the Final EIR, open the public hearing, take public testimony, close the public hearing, deliberate on the project, and adopt the following resolution by title only, waiving further reading:
1) A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF REDONDO BEACH, CALIFORNIA, CERTIFYING A FINAL ENVIRONMENTAL IMPACT REPORT, AND APPROVING A WATER SUPPLY ASSESSMENT, ENVIRONMENTAL FINDINGS, STATEMENT OF OVERRIDING CONSIDERATIONS, AND MITIGATION MONITORING AND REPORTING PROGRAM AND GRANTING THE REQUESTS FOR A CONDITIONAL USE PERMIT, PLANNING COMMISSION DESIGN REVIEW, A VARIANCE, AND APPROVING VESTING TENTATIVE TRACT MAP NO. 74481 TO ALLOW THE CONSTRUCTION OF THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT TOTALING 1,593,144 SQUARE FEET OF DEVELOPMENT ON PROPERTY LOCATED WITHIN THE REGIONAL COMMERCIAL ZONE (CR) LOCATED AT 1815 HAWTHORNE BOULEVARD.

EXECUTIVE SUMMARY

The project developer, South Bay Center SPE, LLC, is requesting approval to demolish some of the existing structures, redesign portions of the site to combine expanded retail and dining venues with open-air promenades, and construct a hotel structure and a residential structure. The site currently includes 971,101 square feet of commercial structures. The existing site does not currently include short-term overnight accommodations, housing, or commercial office uses.

The DEIR analyzed development of the "Proposed Project" up to a total of 1,950,565 square feet (SF) of floor area, which included up to 650 residential units. However, the applications submitted by the applicant have requested a smaller amount of development of 1,593,144 SF of floor area (i.e. Alternative 4/4-1 collectively referenced as "Alternative 4"). The draft resolution attached to this Administrative Report are prepared for the adoption of Alternative 4.

As part of Alternative 4, retail square footage, including department stores, mall shops, dining, and entertainment would be increased by 217,043 square feet (SF). A new 150-room hotel would be constructed totaling 105,000 SF and 300 residential apartments would also be created totaling 300,000 SF. The draft resolution would also allow up to 50,000 SF of commercial office uses in place of 50,000 SF of commercial retail uses.

The project requires the approval of a Conditional Use Permit, Planning Commission Design Review, Variance, and a Vesting Tentative Tract Map. The requested discretionary actions constitute a project that is subject to review under the California Environmental Quality Act (CEQA). The Final Environmental Impact Report (FEIR) identifies potential impacts that can be mitigated to a less than significant level, including biological resources, cultural resources, greenhouse gas emissions, noise, and
transportation. The FEIR also identifies significant and unavoidable project and cumulative impacts to traffic at three (3) different intersections. All other resource areas were determined to be less than significant. The FEIR includes copies of all comments received during the Draft EIR comment period, the 'Responses to Comments' (RTC), and Modifications to the Draft EIR. City Staff have also prepared a Mitigation Monitoring and Reporting Program (MMRP), Findings of Fact and a Statement of Overriding Considerations, which are included as attachments to the draft resolution.

The applications, conceptual plans, and drawings provide the basic parameters for this project. Supplemental information is provided in the form of the EIR and related technical studies and background reports associated with the project.

I. BACKGROUND INFORMATION:

Project Location and Existing Conditions

The project site is a 29.85-acre square-shaped parcel located at 1815 Hawthorne Boulevard at the northeastern boundary of the City. The property is currently developed with an existing three-story enclosed mall including three department stores, internal mall stores, one parking structure, surface parking areas, a basement level, and a bus turnout.

The site is bound by Artesia Boulevard to the north and Hawthorne Boulevard to the east. To the west is Kingsdale Avenue and to the south is a 150-foot wide Southern California Edison easement. The easement includes 177th Street as well as electrical towers and surface parking.

The surrounding land uses include commercial retail businesses as well as some multi-family and single family residences. The properties to the north across Artesia Boulevard are in the City of Lawndale and the properties to the east across Hawthorne Boulevard are in the City of Torrance. The following is a chart illustrating the locations and types of land uses around the project site:

<table>
<thead>
<tr>
<th>Direction</th>
<th>Jurisdiction</th>
<th>Zoning / Land Use</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Site</td>
<td>Redondo Beach</td>
<td>Regional Commercial (CR) - Existing Galleria Mall</td>
</tr>
<tr>
<td>North</td>
<td>Lawndale</td>
<td>One-story Commercial Retail Multi-Family Residential</td>
</tr>
<tr>
<td>South</td>
<td>Redondo Beach</td>
<td>Regional Commercial (CR) One-story Commercial Retail - South Bay Marketplace</td>
</tr>
</tbody>
</table>
Site History

The project site was vacant until 1957 when a one-story retail strip mall was constructed with parking. Some time between 1957 and 1970, a multi-story commercial building was constructed in the southeastern corner. A three-story enclosed shopping mall was constructed in 1985 and by 1989, the site had become close to what it is today. The movie theater above the rear parking structure at the northwestern corner of the lot was added in 1997.

Due to the age of the Macy’s building, a Historic Resource Evaluation was prepared as part of the EIR. The original May Company building was constructed in 1957 and opened in 1959. Since the original shopping center around it no longer exists and the building itself is not “considered an important example of the Modern architectural style”, it was determined that the building is not eligible for historic designation.

II. PROJECT DESCRIPTION

The applicant is requesting approval to demolish some of the existing structures and redesign portions of the site to combine expanded retail and dining venues with open-air promenades, public open space and gathering areas, a hotel, and residential development (i.e. Alternative 4 described in Draft EIR Sections 4.5.4 and 4.5.5.). Retail square footage, including department stores, mall shops, dining, and entertainment would be increased by 217,043 square feet (SF). A new 150-room hotel would be constructed totaling 105,000 SF and 300 residential apartments would also be created totaling 300,000 SF. The proposed resolution would also allow up to 50,000 SF of commercial office uses in place of 50,000 SF of commercial retail uses, consistent with Alternative 4-1. Total square footage including retail, theater, hotel, office, and residential uses would be 1,593,144 SF.
**Site Plan**

The existing site plan is reflected on page 3 of the architectural drawing package. As shown on the plan, the enclosed mall is anchored by three major tenants including the former Nordstrom space, the Macy’s store, and Kohl’s. Aside from the rear parking structure and attached bus turnout adjacent to Kingsdale, the majority of the site is underutilized with surface parking. The proposed site plan on page 6 of the design package reflects an expansion of land uses throughout the subject property, converting the vast pavement areas into an active, integrated village design.

The project generally maintains the existing north-south footprint of the enclosed mall as well as the three-level anchor spaces on the north and south ends (noted as Major Retail #1 and #4 on the site plan). The Macy’s store facing Hawthorne Boulevard would be removed and replaced by three smaller two-level retail spaces (Retail #8, #9, and #11) with an open air public promenade in between. On the southern end of the open public promenade, a new two-level major retail space (Major Retail #3) would be constructed and on the northern end of the open promenade would be public open space.
At the northern edge of the community open space would be the new 150-room hotel, which would also include a retail component (Retail #12). Another retail space would be constructed (Retail #10) just west of the hotel and adjacent to the former Nordstrom space (Major Retail #1).

Moving towards the corner of Hawthorne and Artesia Boulevards, a new two-story retail space (Major Retail #2) would be constructed. The 300-unit six-level residential apartment building would be constructed south of that retail space at the corner of Hawthorne Boulevard and 177th Street. The residential structure would include some ground floor retail to activate the new public open space promenade to the east between the apartments and Retail #11.

Major Retail #4 is the Kohl's space and that footprint would remain. East of the Kohl's footprint would be the new Major Retail #5. This two-story structure would be attached to the new parking structure abutting Kingsdale Avenue, labeled as the South Parking Structure on the proposed site plan. The parking structure would include a grade level tier as well as two tiers above.

The existing theater would remain as would the existing parking structure on the northwestern corner. The project proposes increasing the height of the existing parking structure by two tiers. The City previously approved the relocation of the existing bus turnout on the ground floor along Kingsdale to the new Transit Center on the southern end of Kingsdale, just south of Target. The portion of the existing transit center that is located within the parking structure would be returned to parking use. The portion of the existing transit center that is exterior to the parking structure would be improved with a sidewalk, landscaping, and roadway for a new right turn lane, consistent with the conditions of approval for the transit center relocation.

At the corner of Artesia Boulevard and Kingsdale Avenue, two two-level retail spaces are proposed, noted as Retail #6 and #7. These spaces would help activate the Artesia street frontage and the surface parking lot currently hidden behind the former Nordstrom space.

**Site Access and Circulation**

One key project objective is to improve site access and circulation for all modes of transportation. The project includes specific design features and improvements to enhance walkability, bikeability, and vehicular access and circulation.
**Vehicular**

The site has nine vehicular entry points, eight of which accommodate two-way traffic. There are two access points off of Hawthorne Boulevard, four access points along 177th Street, one entry/exit along Kingsdale, and two entrances along Artesia Boulevard. The entrance on Artesia closest to Hawthorne Boulevard is the only one-way vehicular entry point. This driveway provides immediate access to the hotel, but also has a ramp parallel to Artesia that leads down to the subterranean parking.

The main vehicular entry would be along Hawthorne Boulevard between the residential apartment building and Major Retail #2. A landscaped median with signage and a prominent public art piece would welcome guests into the new multi-use development. Patrons have the option to take the ramp down to underground parking or to proceed at ground level to the pick up and drop off area at the base of the community open space.

The residential apartment building would have two secure entry and exit driveways, one located on Hawthorne Boulevard just south of the main entry and one located on 177th Street just west of Hawthorne Boulevard. The portion of the subterranean garage dedicated to the residential units would be separate and secured from the parking for the general public. Pages 7 and 8 of the drawings highlight the gated residential parking areas with separate ramps.

Subterranean parking for the general public and residential visitors would be accessible from the main entrance along Hawthorne Boulevard, from one ramp off of 177th Street between Major Retail #3 and #4, from one ramp located near the Kingsdale/Grant entry, and from the aforementioned ramp near the hotel adjacent to Artesia Boulevard.

The rear parking structures are accessible from 177th Street near Major Retail #5, from Kingsdale near the Grant intersection, and from Artesia just east of the Kingsdale/Artesia corner.

Surface vehicular circulation is minimal within the site. There is one short roadway on the eastern side of the project that extends from the main entry on Hawthorne to the hotel along Artesia and one short roadway on the southern side of the project that extends from 177th Street (between Major Retail #4 and #5) and leads to the parking structures and the Kingsdale/Grant intersection. The intent of minimizing surface vehicle circulation is to keep the majority of the site pedestrian- and bicycle-oriented, promoting a village-like experience.

**Pedestrian**

The Pedestrian Access plan is reflected on page 33 of the design package. There are multiple access points for pedestrians to enter the property from adjacent land uses and public rights of way. Once on site, pedestrians would be able to traverse the majority of the perimeter of the site as well as the main green spaces that are specifically designed
for foot traffic. As stated previously, vehicular access is limited within the site so as to promote a village-like atmosphere.

Bicycle

The Bicycle Access plan is provided on page 32 of the design package. The plan reflects a promenade that starts at the residential units off of the Neighborhood Open Space, extends south to the edge of 177th Street, heads west towards Kingsdale, and then ultimately goes north to Artesia Boulevard. An internal route is provided near the Kingsdale/Grant entrance which heads east and south to connect with 177th Street. Two bike valet stations are proposed with one located immediately west of the existing mall space and one within the residential structure adjacent to the Neighborhood Open Space.

Parking

The subject site currently provides 4,041 parking spaces including 2,067 spaces in the parking structure along Kingsdale, 1,854 spaces in the surface parking areas, and 120 spaces in the basement loading dock. The parking structure would be increased in height to include an additional 444 spaces and the new two tier (grade plus two tiers above) parking structure near Kingsdale and 177th Street would have 516 spaces. Two below-grade tiers of parking would be constructed mostly toward Hawthorne Boulevard and would include a total of 1,984 parking spaces. These spaces would serve the retail and hotels uses. Residential parking and additional basement parking would include 604 parking spaces. Lastly, there would be a total of 47 on-grade parking spaces located near the hotel entrance, near Retail # 6, and along the southern side of the existing parking structure near the Kingsdale/Grant entrance. The proposed project would provide in total 5,662 parking spaces. While not considered an environmental impact under CEQA, a shared parking analysis was performed for Alternative 4, which determined there would be adequate parking to meet typical demand (See Attachment H).

Open Space / Landscape

The existing site includes minimal landscaping, primarily located along the edges of the parking aisles and near the storefronts. These planter spaces include ornamental plants and trees such as Mexican fan palms and Jacarandas.

The project includes several outdoor public open spaces that would be utilized in a variety of ways. There would be wide public promenades for pass-through pedestrian traffic, passive public open spaces, as well as a large lawn area for programmed events and entertainment. In total, the project proposes approximately 249,723 SF (5.73 acres) of public open space. Per the Municipal Code (10-2.919), public open space is to be a minimum 10 feet in width, unenclosed so as to be publicly accessible, and contiguous to the extent feasible. On page 35 of the design package, the open space areas are highlighted with dimensions which range from approximately 15 feet in width to 145 feet in width.
There are four main public open space areas proposed as outlined on page 36 in the design package: 1) The Community Open Space; 2) The Neighborhood Open Space; 3) The Walk Street Open Space; and 4) various linear green spaces. Conceptual renderings for the main public open spaces are included in the design package on pages 23 to 28.

The largest of the proposed public open space areas is the public open space described as a Community Open Space, located at the base of the main driveway entrance. This space is approximately 145 feet at its widest and includes an open recreational area, a water feature, and outdoor seating along the periphery. The large green space would be utilized for passive recreation as well as for programmed events. The conceptual landscape plan on page 41 calls out synthetic lawn for the majority of the space while the surrounding walkways would be comprised of enhanced concrete. The conceptual planting plan on page 42 also proposes some decorative landscaping including Olive trees and Huntington Carpet Rosemary. A children’s play area is proposed along the northern edge of the public open space and a public art piece is proposed towards the eastern side.

The public open space described as a Neighborhood Open Space is located between the residential dwelling units and Retail # 11. This open space area is 81 feet at its widest and would include patio seating, synthetic lawn areas, succulent gardens, large trees, and a children’s play area. Other proposed plantings include Mat Rush, First Love Gardenia, and Pink Trumpet Trees.

The public open space described as the Walk Street Open Space is located between Retail # 11 and Retail # 8 and 9. This open area is approximately 63 feet in width at its widest and would include small lawn spaces, succulent gardens, game areas, patio seating, small retail kiosks, and a water feature at the southern end. Other proposed plantings include Arabian Aloe and Dittany of Crete.

Lastly, there are several green spaces that vary in width from approximately 15 feet to just below 57 feet. These spaces provide circulation within and around the site, including a meandering pedestrian trail and a two-way bike lane. While the public open spaces labeled linear parkways are highlighted along the southern and western edge of the site (page 36 of the drawings), there will also be wide pathways between the proposed buildings enhancing internal circulation. The conceptual planting plan on page 42 indicates that various trees are proposed for these areas including, but not limited to, the Columbia London Plane and the Canary Island Pine. Shrubs proposed for the linear pathways include Green Carpet Natal Plum, the flowering Woolly Grevillea, and Bronze Flax.

Aside from the four main open space areas, there are proposed planting spaces throughout the site. Due to their inaccessibility these spaces are not included as part of the required public open space calculations. These include the planter space at the main
driveway entrance, the spaces along the northern edge of the site, as well as the interior driveway medians.

Architectural Design

The proposed architecture is contemporary incorporating an aesthetic balance of cool materials such as glass and concrete with intermittent warm materials such as wood-like accents or earth-tone paint colors. Contemporary design is characterized by the use of simple lines, 90-degree angles, flat roofs with overhangs, large expanses of windows, cantilevered spaces and a distinct lack of ornamentation. This design style seeks to create a close connection between the interior and exterior spaces giving nature an important role in the overall dynamic.

Conceptual elevations are provided on pages 15 to 20 of the design package which show the appropriate variation in heights, massing, and exterior design details. Design features include flat roof tops, stream-lined projecting canopies, cantilevered spaces, and building alcoves. Some buildings have all-glass facades or prominent storefront glazing, while others incorporate artistic design elements that may even be considered applied art. Examples of the more artistic facades may be found at Major Retail # 2 on the East Elevation as well as Major Retail # 4 on the South Elevation.

Similar to the balance of cool and warm materials, the color palette (page 39 of the drawings) is likewise a mix of cool and warm colors. The buildings will have a variation of cool blues and grays with warm beiges and orange tones.

The overall architectural design provides a high quality contemporary aesthetic to this unique Regional Commercial site. The facades are attractive with well-articulated features and a variety of appealing materials. Finally, the project design would not only be harmonious within the site, but also complimentary to the well-received design of the adjacent South Bay Marketplace.

III. COMMUNITY OUTREACH

The applicant has made a substantial effort in engaging the neighborhood in a meaningful dialogue about the proposed project. More than 75 meetings have been conducted over the last two years. These meetings have included presentations at councilmember district meetings, community meetings with residents near the project site, and meetings with local organizations such as, but not limited to, the Rotary Club of Redondo Beach and the South Bay Bicycle Coalition. A ‘Summary of Community Outreach’ document is attached further detailing those efforts as well as the common themes derived from the meetings.

As a result of the extensive community outreach, the applicant has demonstrated that they listened to the community and made meaningful changes to the project in response to community concerns. While staff expects that the applicant will highlight the numerous
changes made to the project in addressing the Planning Commission, staff should note that these changes include the development of Alternative 4 and 4-1 which were analyzed in the EIR and which the applicant has applied to construct.

IV. ENVIRONMENTAL REVIEW

Initial Study / Scoping Period

On October 1, 2015, the City issued a Notice of Preparation (NOP)/Initial Study (IS) to the surrounding neighbors and relevant agencies and organizations informing them that an Environmental Impact Report (EIR) was being prepared and requesting that they provide responses within 30 days. The Initial Study identified the following 14 resource areas for further evaluation: Air Quality, Biological Resources, Cultural Resources, Geology and Soils, Greenhouse Gas Emissions, Harzards/Hazardous Materials, Hydrology/Water Quality, Land Use/Land Use Planning, Noise, Population/Housing, Public Services, Recreation, Transportation/Traffic, and Utilities/Service Systems.

A Scoping meeting was held on October 10, 2015 in space 276 at the South Bay Galleria Mall. Surrounding neighbors and relevant agencies and organizations were invited. At this scoping meeting a brief presentation of the proposed project was made and written public responses to the NOP/IS were accepted. By the closing of the scoping period, responses were received from approximately nine agencies and 36 residents.

Draft EIR

The Draft EIR (DEIR) analyzed a maximum development of up to a total of 1,950,565 square feet SF of floor area, which included up to 650 residential units. However, the applications submitted by the applicant have requested a lesser amount of development of 1,593,144 SF of floor area (i.e. Alternative 4), which is the project described within this staff report.

The DEIR assessed the 14 resource areas and found that nine of those would have less than significant impacts. Four resource areas were found to have significant impacts that could be mitigated, avoided, or substantially lessened. Those four resource areas are Biological Resources, Cultural Resources, Greenhouse Gas Emissions, and Noise. The only resource area that was found to have significant and unavoidable impacts is Transportation and Traffic. The Draft EIR concluded that Alternative 4 would have five significant intersection impacts, of which two could be mitigated to less than significant (Intersections 13 and 18). Please note that the maximum development analyzed by the EIR resulted in one additional impacted intersection, making Alternative 4 less impactful as it relates to localized vehicular traffic. Of the five intersections, the following three intersection impacts would remain significant and unavoidable:
#16 – Hawthorne Boulevard & Artesia Boulevard, AM and PM peak hours
#17 – Prairie Avenue & Artesia Boulevard, AM and PM peak hours
#19 – I-405 Northbound Ramps & Artesia Boulevard, PM peak hour

Despite these localized intersection impacts, the Project would result in regional transportation benefits, due to the reduced Vehicle Miles Traveled (VMT). In the near future, intersection impacts (i.e. Level of Service or LOS) will not be considered an environmental impact in an EIR. The Legislature has found that “New methodologies are needed for evaluating transportation impacts that are better able to promote the state’s goals of reducing greenhouse gas emissions and traffic-related air pollution, promoting the development of a multimodal transportation system.” To implement these concepts the Legislature stated that “automobile delay, as described solely to be level of service or similar measures of vehicular capacity or traffic congestion shall not be considered a significant impact on the environment…” The proposed mix of uses within the project results in substantial VMT reductions in comparison with a project where these uses are not collocated or not located in a Transit Priority Area, such as the project site.

Upon completion, the DEIR was made available for a public review period starting on July 28, 2017 and ending on September 11, 2017. A copy of the DEIR was made available on the City’s website, at the City of Redondo Beach, Planning Division and City Clerk’s offices, at the Redondo Beach Main Library, and the Redondo Beach North Branch Library. Written comments regarding the DEIR were received from approximately 10 agencies and 27 residents. Additional public comments were received orally at public meetings. Among the emails, letters, and public testimony received, 518 individual and separate comments were identified. All comments received during the public comment period and responses thereto are included as part of the Final EIR.

The proposed Final EIR was released on February 1, 2018. Since that time staff have made several minor corrections to the EIR, as provided in the attached Final EIR Errata.

Traffic

Traffic generated by Alternative 4 would result in a significant impact at five intersections including: 1) #13 Inglewood Avenue & Artesia Boulevard (both peak hours); 2) #16 Hawthorne Boulevard & Artesia Boulevard (both peak hours); 3) #17 Prairie Avenue & Artesia Boulevard (both peak hours); 4) #18 I-405 Southbound Ramps & Artesia Boulevard (PM peak hour); and, 5) #19 I-405 Northbound Ramps & Artesia Boulevard (PM peak hour). While mitigation has been proposed for Intersection 17 which would improve operating conditions, it would not reduce impacts to less than significant. There are no feasible mitigation measures for Intersections 16 and 19. Two of the five
intersection impacts would be reduced to less than significant with implementation of the following mitigation measures:

**MM TRA-1:** Inglewood Avenue & Artesia Boulevard (Intersection #13) Prior to the issuance of the certificate of occupancy, the northbound approach would be restriped from one left-turn lane, two through lanes, and one right-turn lane to one
left-turn lane, two through lanes, and a shared through/right-turn lane. The northern portion of the intersection contains three departure lanes in the northbound direction. The measure would mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions.

**MM TRA-3:** Prairie Avenue & Artesia Boulevard (Intersection #17) Prior to the issuance of the certificate of occupancy, right-turn overlap signals would be installed at this intersection in the southbound and westbound directions. The measure would not mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions.

**MM TRA-4:** I-405 Southbound Ramp & Artesia Boulevard (Intersection #18) Prior to the issuance of the certificate of occupancy, the eastbound approach would be restriped from two through lanes, one shared through/right-turn lane, and one right-turn lane to two through lanes and two right-turn lanes. Existing signage upstream of the intersection would be changed to identify the lane configuration and restrictions. The measure would mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions.

**EVALUATION OF PROJECT DEVELOPMENT STANDARDS**

As discussed in the EIR, a project is considered consistent with the provisions of the identified regional and local plans if it meets the general intent of the applicable land use plans. A given project need not be in perfect conformity with each and every policy nor does state law require precise conformity of a project with every policy or land use designation for a site. It follows that it is nearly, if not absolutely impossible for a project to be in perfect conformity with each and every policy set forth in the applicable plan. If the project is determined to be inconsistent with specific individual objectives or policies of an applicable plan, but is largely consistent with the land use or the other goals and policies of that overall plan and would not preclude the attainment of the primary intent of the land use plan, the project would not be considered inconsistent with the plan.

**REDONDO BEACH GENERAL PLAN**

The Redondo Beach General Plan includes goals, objectives, and policies that apply to properties that are designated as Regional Commercial land uses. The project is consistent with the following General Plan goal, objectives, and policies. The primary objective of the Regional Commercial designation is to provide for the continued use of the Galleria site and abutting properties as a center of regional-serving commercial uses and provide for the development of mixed-use projects integrating residential and commercial uses; allowing for increases in development which enhance its economic vitality and contribute revenue to the City and improve its character as a pedestrian-oriented activity center. More detailed general plan consistency information is provided in Draft EIR Sections 3.8 (Land Use) and 4.0 (Alternatives).
Land Use Element

The Land Use Element of the City’s General Plan includes a variety of goals that apply to the City as a whole, but also calls out specific objectives and policies for the area designated as Regional Commercial. The project provides a mix of land uses that meet the needs of the existing and future residents and fulfill a desire for additional housing, commercial, and recreational (open space) uses in the City that accommodate residents’ social and aesthetic needs. The project includes retail and professional office uses which would serve and enhance the City’s employment base (Goal 1A, Objective 1.1, Policy 1.4.2).

The proposed project would add commercial retail space, in addition to modifications and improvements to the existing enclosed regional mall, helping maintain the Galleria site as a regional shopping destination that contributes significant revenue to the City. (Goal 1B, Policy 1.6.1)

The project includes horizontal and vertical mixed use that integrates residences, commercial uses, and open air promenades. The project layout and site design is sensitive to the surrounding context, specifically the residences to the west, and is purposefully designed to minimize commercial activation along Kingsdale Avenue. The proposed parking structure facing Kingsdale Avenue is set back approximately 30 feet. The additional commercial buildings, restaurants, hotel, public open space, and the new residential building are designed in a contemporary style with high quality materials. The reinvestment ensures the economic vitality of the site. The overall floor area ratio for Alternative 4 will be approximately 1.23, less than the maximum intensity for mixed use projects in the area designated as Regional Commercial in the General Plan. The ongoing viability of the Galleria and improvements to the site ensure that the regional mall will continue to be a significant source of revenue to the City.

The site is designed to be pedestrian and bicyclist friendly by incorporating human-scale signage and lighting with visual links to the surrounding residential neighborhoods. Traffic improvements will be implemented to reduce impacts from additional vehicular trips generated by the project and to maintain and enhance transit opportunities. The project improvements will highlight the importance of the property as a Redondo Beach gateway. The project layout focuses on the orientation toward Hawthorne Boulevard and proposed improvements along Artesia Boulevard that differentiate the site from other properties along the Artesia Boulevard corridor. (Goal 1H, Objective 1.41, Policies 1.15, 1.41.1-1.41.9 and Policy 1.18.8)

Housing Element

The Housing Element establishes goals and policies to meet the housing needs of Redondo Beach’s existing and future resident population. The South Bay Galleria site is identified in the Housing Element as a key housing site for the City to meet its fair share
of regional housing. Building requirements are established for mixed-use projects in the Regional Commercial area that encourage commercial uses to use pedestrian-scale features. According to the Housing Element, the South Bay Gallery site has a housing unit capacity of a maximum of 812 dwelling units. Although the project analyzed in the DEIR proposed construction of 650 residential units, only 300 residential units have been proposed by the applicant for construction under Alternative 4.

**REDONDO BEACH MUNICIPAL CODE**

The following is a brief overview of the project’s compliance with the development standards in Section 10-2.919 for properties zoned (CR) Regional Commercial:

- **Floor Area Ratio (F.A.R.)** – The 29.85-acre site can accommodate up to 1,950,565 SF at the maximum 1.5 allowed for mixed use projects. Thus, the total proposed 1,593,144 SF meets this requirement. Likewise, the site accommodates well over the minimum 0.3 F.A.R. for commercial uses and the F.A.R. over 1.0 is utilized for residential uses.

- **Building Height** – The majority of the proposed structures will meet the required 60-foot maximum building height. The existing parking structure would be 66.8 feet high after two additional parking tiers are constructed. Per Table 4-6 of Chapter 4 of the Draft EIR, the existing theater is approximately 94.9 feet high and was previously approved by Variance and was consistent with the General Plan height restrictions, which allowed heights up to 100 feet for additions to existing structures. While consistent with the General Plan height limits, the applicant has requested a height variance for the additional garage tiers per the Municipal Code height limits.

- **Stories** – The hotel and the residential building exceed the allowable four stories outlined per Code. A Variance application has been submitted and will be discussed in greater detail later in this report. All other proposed buildings meet the maximum stories allowed. Please note that parking tiers are not considered as building stories per Code.

- **Setbacks** – The setbacks are subject to Planning Commission Design Review.

- **Private Outdoor Living Space** – 200 SF is provided per residential unit.

- **Public Outdoor Living Space** – The project provides 249,723 SF of public open space, far exceeding the 10% required of the F.A.R.

- **Parking** – A Shared Parking Analysis provided by Fehr & Peers shows that the 5,662 parking spaces provided are more than adequate to support the mix of uses proposed in Alternative 4.
Compliance with the Public Art Requirement

Pursuant to Chapter 6 (Public Art Requirement) of the Municipal Code, public art shall be installed on the project site in a public place. The value of the public art shall be equal to at least one percent (1%) of the building valuation and displayed in a manner that will enhance its enjoyment by the general public. Alternatively, the developer may pay a public art monetary contribution into the City Public Art Fund equal to one (1%) percent of the building valuation above two hundred fifty thousand dollars ($250,000.00). This shall be paid at the time of building permit issuance.

The applicant has designated six potential locations for public art as reflected on page 34 of the drawings. One large piece is proposed for the main entrance along Hawthorne Boulevard and is reflected in the conceptual rendering on page 22. Another piece is proposed on the eastern edge of the Community Open Space and this is shown in the conceptual renderings on pages 23 and 24. A third piece is proposed along the northern end of the Community Open Space and a fourth piece is proposed on the southern end of the Neighborhood Open Space. The remaining two pieces are wall pieces with one proposed adjacent to Major Retail # 4 facing south and one wrapping around the northeastern corner of Major Retail # 2. The latter will be facing the intersection of Hawthorne and Artesia Boulevards.

While no specific art proposals are required at this time, additional conceptual images for public art are provided on page 50 of the design package. The applicant has expressed the desire to make some of the pieces interactive such as sculptures that children can climb. Detailed proposals for public art are ultimately reviewed by the Public Art Commission. A recommended condition of approval will require the developer to demonstrate compliance with this requirement prior issuance of building permits.

PROJECT ENTITLEMENT CRITERIA AND FINDINGS

CONDITIONAL USE PERMIT

The purpose of a Conditional Use Permit is to review certain uses possessing unique characteristics, to insure that the establishment or significant alteration of those uses will not adversely affect surrounding uses and properties nor disrupt the orderly development of the community. Approval of a Conditional Use Permit must generally meet certain criteria specified in Section 10-2.2506 of the Municipal Code. The City’s past interpretation of these provisions allows a balancing of these factors, consistent with Santa Clarita Organization for Planning the Environment v. City of Santa Clarita (2011) 197 Cal.App.4th 1042, 1059-1064.

Conditional Use Permit criteria include the following:

1. The site for the proposed use shall be in conformity with the General Plan and shall be adequate in size and shape to accommodate such use and all setbacks, spaces,
walls and fences, parking, loading, landscaping, and other features required by this chapter to adjust such use with the land and uses in the neighborhood.

The site is 29.85 acres and is roughly square making it adequate in size and shape to accommodate the mix of commercial and residential uses proposed. As previously mentioned, the project is consistent with the General Plan goals, policies, and objectives by extending the life of the Galleria as a center of regional-serving commercial and residential uses. The increase in development would enhance its economic vitality and contribute revenue to the City, improving its character as a pedestrian-oriented activity center while minimizing impacts on adjacent streets and residential neighborhoods.

2. The site for the proposed use shall have adequate access to a public street or highway of adequate width and pavement to carry the quantity and kind of traffic generated by the proposed use.

The project site abuts major arterials Artesia Boulevard and Hawthorne Boulevard, with secondary streets Kingsdale Avenue and 177th Street to the west and south, respectively. The site has nine vehicular entry points, eight of which accommodate two-way traffic. There are two access points off of Hawthorne Boulevard, four access points along 177th Street, one entry/exit along Kingsdale, and two entrances along Artesia Boulevard.

3. The proposed use shall have no adverse effect on abutting property or the permitted use thereof.

Land uses to the south are purely commercial while land uses to the east, west, and north include a mix of both residential and commercial. This site would further that land use pattern providing neighborhood-serving retail and entertainment uses.

4. The conditions stated in the resolution or design considerations integrated into the project shall be deemed necessary to protect the public health, safety, and general welfare. Such conditions may include but shall not be limited to:

The Conditions of Approval as provided in the resolution approving the proposed project are deemed necessary to protect the public health, safety, and general welfare and to achieve development in an orderly and efficient manner in conformity with the General Plan and Zoning Ordinance.

More detailed findings associated with these criteria have been included in the attached draft resolution.

PLANNING COMMISSION DESIGN REVIEW

Pursuant to Section 10-2.2502 of the Municipal Code, any new commercial, industrial, mixed use or public development of any size on a site involving more than 10,000 square
feet of land, requires Planning Commission Design Review. The purpose of the Design Review is to look at the compatibility, originality, variety, and innovation in the architecture, design, landscaping, and site planning of the project. The purpose of the review is also to protect surrounding property values, prevent blight and deterioration of neighborhoods, promote sound land use, design excellence, and protect the overall health, safety, and welfare of the City. Similar to the CUP criteria above, the City’s past interpretation of these provisions allows a balancing of these factors:

**User impact and needs.** The design of the project shall consider the impact and the needs of the user in respect to circulation, parking, traffic, utilities, public services, noise and odor, privacy, private and common open spaces, trash collection, security and crime deterrence, energy consumption, physical barriers, and other design concerns.

Traffic circulation as previously discussed in the report, is adequate and appropriate for the project. Concerns related to utilities, public services, noise and odor, privacy, private and common open spaces, trash collection, energy consumption, physical barriers, and other design concerns have been discussed at great length in the EIR for this project.

**Relationship to physical features.** The location of buildings and structures shall respect the natural terrain of the site and shall be functionally integrated with any natural features of the landscape to include the preservation of existing trees, where feasible.

The site has been developed with commercial structures and surface parking lots since the late 1950s. There are no horticultural shrubs, grass or trees of any significance that are worthy of preservation or relocation. The project will provide more green space areas while also creating a vibrant commercial village. The proposal also includes entirely new landscaping that is more suited to the City’s climate as well as drought-tolerant.

**Consistency of architectural style.** The building or structure shall be harmonious and consistent within the proposed architectural style regarding roofing, materials, windows, doors, openings, textures, colors, and exterior treatment.

The project includes buildings with a high degree of articulation and varied rooflines that incorporate a variety of building materials to provide variation but still have a visual cohesiveness designed to provide a sense of place. As stated previously in this report, the proposed architecture is contemporary incorporating a balance of cool and warm materials. The buildings incorporate glass, wood, and concrete with varying features such as flat roofs, large overhangs, and cantilevered spaces. The buildings will have a variation of colors including cool blues and grays with warm beiges and orange tones.
Balance and integration with the neighborhood. The overall design shall be integrated and compatible with the neighborhood and shall strive to be in harmony with the scale and bulk of surrounding properties.

The site is located within a major commercial corridor abutting arterials Artesia Boulevard to the north and Hawthorne Boulevard to the east. The property to the south is purely commercial with a mix of restaurant and large-scale retail services. To the west, there is a mix of both residential and commercial uses. To soften the transition from residential to commercial along Kingsdale, the project incorporates a 30-foot-wide vegetated green space. Consistent with the current site, the western edge of the project would be primarily parking with the commercial activation focused towards the eastern side of the site facing Hawthorne Boulevard. Further, the residential units are proposed immediately adjacent to Hawthorne Boulevard so as to avoid the existing neighborhoods to the west.

Building design. The design of buildings and structures shall strive to provide innovation, variety, and creativity in the proposed design solution. All architectural elevations shall be designed to eliminate the appearance of flat facades or boxlike construction:

The building façade includes a variety of non-repetitive architectural features, projections, decorative accents, colors and materials, all of which add interest to the overall building design. Additionally, the roof lines, which are articulated through differentiated heights, projections and roof styles, create variety and helps eliminate the appearance of flat facades or boxlike construction.

Signs. Signs and sign programs shall meet the criteria established in Sign Regulation Criteria, Section 10-5.1802.

Conceptual signage is included on pages 60-69 of the design package. A condition of approval is proposed requiring that a detailed and dimensioned Master Sign Program be prepared including the materials, colors, dimensions, sizes, locations, and sign setback distances, to ensure that future signs are in harmony with the buildings and site. The signage shall have a safe sight clearance for pedestrians and vehicles as well as promote a high quality visual environment.

More detailed findings associated with these criteria have been included in the attached draft resolution.

VARIANCE

Pursuant to 10-2.2510 of the Municipal Code the purpose of a Variance is to authorize development of a project which does not meet all standards or regulations of Title 10 of the City’s Municipal Code. The City Council previously issued a height variance in 1996
for development up to 95 feet on the Galleria site (City Council Resolution 7826). The criteria for issuance of a Variance are listed below.

Variance criteria include the following:

1. There are special circumstances applicable to the property, including size, shape, topography, location, or surroundings, such that the strict application of the zoning provisions deprives such property of privileges enjoyed by other property in the vicinity and under identical zone designation;

2. Any Variance granted shall be subject to such conditions as will assure that the adjustment thereby authorized shall not constitute a grant of special privileges inconsistent with the limitations upon other properties in the vicinity and zone in which such property is situated; and

3. The granting of a Variance shall not be contrary to the objectives of the Comprehensive General Plan.

While most of the proposed buildings meet the 60-foot height limit required per Code, two buildings exceed the allowable four stories: 1) The residential building would be six levels, and 2) The 150-room hotel would also be six levels. The applicant has also requested a height variance up to 67 ft. (top of roof) for the addition to the existing garage located in the northwest corner of the project site. Such a variance in height is consistent with General Plan Policy 1.41.5 which allows additions to existing structures up to a height of 100 feet.

As stated by the General Plan, "this area represents the largest single concentration of commercial land in Redondo Beach, and is also unique in its regional orientation." Further, this site is one of the few sites Zoned CR Regional Commercial. It is almost a perfect square, making it unique in shape as well as size. At almost 30 acres, the property has the ability to accommodate a wide range of uses, creating a true regional-serving mixed-use village. Given the site's location adjacent to major boulevards as well as near a major freeway, allowing for the additional stories within the required height limit for this unique project site, would further the goal to integrate residential uses with commercial.

This property was identified in the Housing Element as being an ideal location to meet the City's fair share of regional housing needs. By adding two stories to the residential structure within the overall maximum height requirement, the building is able to accommodate more housing in a smaller footprint. A smaller footprint allows for more green space and pedestrian pathways, furthering the goals to create more public open space with a pedestrian-oriented environment.
The hotel would, likewise, be able accommodate more rooms in a smaller footprint while also meeting the maximum height requirement of 60 feet. Overnight accommodations are not currently provided in this area and would be complimentary to the other entertainment and dining uses. With its close proximity to the freeway and easy commute to the airport, the hotel would serve the existing traveling community while generating revenue into this new commercial village.

The granting of an exception to the number of stories without any increase in building height does not have any physical effect on the apparent mass, scale, and bulk of the proposed buildings.

More detailed findings associated with these criteria have been included in the attached draft resolution.

VESTING TENTATIVE TRACT MAP

The site currently consists of four main parcels as reflected on Sheet 1 of the map package prepared by Denn Engineers. Vesting Tentative Parcel Map No. 74481 would create a total of 59 lots. Each parcel would have either direct access to public streets or have recorded access agreements/easements to adjacent public streets. The creation of the separate legal parcels would allow for future ownership, leasing, and financing agreements with various entities. In this way, the project would have multiple entities investing in the site’s long term vitality.

To approve a tentative map, the local agency must make an affirmative finding that the map is consistent with the applicable general plan. Findings associated with these criteria have been included in the attached draft resolution.

PLANNING COMMISSION OPTIONS:

The applicant has requested approval of Alternative 4 identified in Section 4 of the Draft EIR. The Planning Commission may consider approval, disapproval, or modifications/conditions to the Proposed Project or an Alternative. However, prior to taking certain actions, the Planning Commission may have to make specific findings, as outlined below.

As noted in Draft EIR Section 3.8 and 3.10, the Legislature has concluded that “the lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California.” (Government Code 65589.5(a).) In 2017, the Legislature further amended this statute to add twelve new
findings which explain, in part, that "California has a housing supply and affordability crisis of historic proportions." (AB 1515 [2017].)

The Redondo Beach Housing Element was recently amended by the City Council in September 2017 and contains state mandated policies and analysis to ensure that the City "facilitate[s] the improvement and development of housing to make adequate provision for the housing needs of all economic segments of the community" (Gov. Code Section 65580(d)). More specifically, the Legislature’s stated intent is “to assure that counties and cities recognize their responsibilities in contributing to the attainment of the state housing goal…to assure that counties and cities will prepare and implement housing elements which…will move toward attainment of the state housing goal” (Gov. Code Section 65581). State law requires that jurisdictions provide their fair share of regional housing needs. The current Regional Housing Needs Allocation (RHNA) identifies housing needs in each SCAG jurisdiction and allocates a fair share of that need to every community. Redondo Beach’s RHNA for the 2013–2021 planning period has been determined by SCAG to be 1,397 housing units.

If the Planning Commission is interested in denial of the residential components of the project, or a reduction in residential density, then Staff recommends following the procedures/findings outlined below. The denial or reduction of residential density in the Galleria Improvement project could prevent or strictly limit the City’s ability to deny or require a reduction in residential density for other housing/mixed use projects in the future, and could potentially force the City to increase residential density in other locations in the City within 180 days. These are preliminary summaries of potential legal requirements that may be applicable to the project. However, this section should not be considered a waiver of the right to assert that these requirements are not applicable.

1. **Regional Housing Needs Finding Requirements** (Gov. Code § 65863(b)(1)). No city, county, or city and county shall, by administrative, quasi-judicial, legislative, or other action, reduce, or require or permit the reduction of, the residential density for any parcel to, or allow development of any parcel at, a lower residential density, as defined in paragraphs (1) and (2) of subdivision (g), unless the city, county, or city and county makes written findings supported by substantial evidence of both of the following:

   1) The reduction is consistent with the adopted general plan, including the housing element.

   2) The remaining sites identified in the housing element are adequate to meet the requirements of Section 65583.2 and to accommodate the jurisdiction’s share of the regional housing need pursuant to Section 65584. The finding shall include a quantification of the remaining unmet need for the jurisdiction’s share of the regional housing need at each income level and

---

1 AB 1515 [2017] is available online at: [https://leginfo.legislature.ca.gov/faces/billNavClient.xhtml?bill_id=201720180AB1515](https://leginfo.legislature.ca.gov/faces/billNavClient.xhtml?bill_id=201720180AB1515)
the remaining capacity of sites identified in the housing element to accommodate that need by income level.

2. Additional Regional Housing Needs Finding Requirements (Gov. Code § 65863(c):

1) If a reduction in residential density for any parcel would result in the remaining sites in the housing element not being adequate to meet the requirements of Section 65583.2 and to accommodate the jurisdiction's share of the regional housing need pursuant to Section 65584, the jurisdiction may reduce the density on that parcel if it identifies sufficient additional, adequate, and available sites with an equal or greater residential density in the jurisdiction so that there is no net loss of residential unit capacity.

2) If the approval of a development project results in fewer units by income category than identified in the jurisdiction’s housing element for that parcel and the jurisdiction does not find that the remaining sites in the housing element are adequate to accommodate the jurisdiction’s share of the regional housing need by income level, the jurisdiction shall within 180 days identify and make available additional adequate sites to accommodate the jurisdiction’s share of the regional housing need by income level. Nothing in this section shall authorize a city, county, or city and county to disapprove a housing development project on the basis that approval of the housing project would require compliance with this paragraph.

CONCLUSION:

As detailed within Chapter 2 of the Draft EIR, the project includes several main objectives and Alternative 4 meets the intent of these necessary components:

- To maintain the economic vitality of the South Bay Galleria, optimize the full potential of the 30-acre site, and avoid long-term store closures and loss of customers. Key components of this effort include:
  - Incorporating open-air pedestrian promenades, iconic architecture, open-air dining, and overnight lodging.
  - Replacing expansive surface parking fields with mid-rise housing to increase synergy between residents and commercial needs, promote pedestrian traffic, reduce regional vehicular travel, and increase project revenue of the applicant and the City.
  - Enhancing public safety through private security patrols, coordination with law enforcement, and upgraded security measures.
  - Upgrading site drainage, utilities, and energy efficiency.
To maintain the key role played by the South Bay Galleria in the fiscal health of the City of Redondo Beach (City) as one of the largest sources of sales tax revenue to the City, specifically attracting one or more quality department stores or other large anchors to replace the departed Nordstrom.

To further the City of Redondo Beach General Plan land use policies to “achieve the character of a pedestrian-oriented ‘urban center’” at this location. Key aspects of this goal include:

- Adding hotel rooms and residential units along with intensified retail and dining in proximity to the transit center to create a sustainable transit-oriented development.
- Creating greater variety in building heights, mixed land uses (e.g. residential, hotel, dining, entertainment, and shopping), architecture, and signage that are more characteristic of a pedestrian-oriented urban center rather than the traditional automobile-oriented suburban mall.
- Expanding and enhancing outdoor public open spaces.
- Establishing a critical mass of residents and hotel guests on-site that will increase pedestrian traffic, reduce seasonality, and support shopping, dining, and entertainment venues.

To further the City of Redondo Beach Housing Element policies to meet a large portion of the City’s future housing needs by developing higher-density transit-oriented housing at the South Bay Galleria site.

To create a project with readily accessible and easily identifiable pedestrian connections, transit connections, and conveniently located parking facilities providing access by foot, bicycle, bus, and car to a synergistic mix of complementary commercial and residential uses.

The project as revised and conditioned will result in the revitalization of an aging commercial center and the transitioning of the property to a new active and attractive community asset. The loss of the Nordstrom department store and the overall declining revenues are strong indicators that this site is ready for a modernized development. The project provides new desired features, amenities, and activities for residents and visitors that do not exist today while balancing the overall scale and intensity of the project with impacts on the community. The project will have net positive physical, cultural, and economic benefits.

Staff is pleased that the applicants have been sensitive to community issues and concerns, and that they have been responsive in revising the project. The overall result is a project that will substantially enhance the community and provide benefits for years to come.
Submitted by:  

Stacey Kinsella  
Associate Planner

Approved by:  

Aaron Jones  
Community Development Director

Attachments:

A. A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF REDONDO BEACH, CALIFORNIA, CERTIFYING A FINAL ENVIRONMENTAL IMPACT REPORT, AND APPROVING A WATER SUPPLY ASSESSMENT, ENVIRONMENTAL FINDINGS, STATEMENT OF OVERRIDING CONSIDERATIONS, AND MITIGATION MONITORING AND REPORTING PROGRAM AND GRANTING THE REQUESTS FOR A CONDITIONAL USE PERMIT, PLANNING COMMISSION DESIGN REVIEW, A VARIANCE, AND APPROVING VESTING TENTATIVE TRACT MAP NO. 74481 TO ALLOW THE CONSTRUCTION OF THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT TOTALING 1,593,144 SQUARE FEET OF DEVELOPMENT ON PROPERTY LOCATED WITHIN THE REGIONAL COMMERCIAL ZONE (CR) LOCATED AT 1815 HAWTHORNE BOULEVARD.
   a. CEQA Findings
   b. Statement of Overriding Considerations
   c. Mitigation Monitoring and Reporting Program (MMRP)

B. FINAL ENVIRONMENTAL IMPACT REPORT (EIR), FEBRUARY 2018
   o Introduction
   o Response to Comments
   o Modifications to the Draft EIR
   o Comment Letters and Public Meeting Comments
   o Appendices A2-1 through N (Digital copy only)

C. Final EIR Errata
D. Draft Environmental Impact Report & Appendices (Digital only)
E. Applications
F. Architectural Drawings including Vesting Tentative Parcel Map
G. Community Outreach Summary
H. Shared Parking Analysis
RESOLUTION NO. 2018-XX-PC-XXX

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF REDONDO BEACH, CALIFORNIA, CERTIFYING A FINAL ENVIRONMENTAL IMPACT REPORT, ANDapproving a WATER SUPPLY ASSESSMENT, ENVIRONMENTAL FINDINGS, STATEMENT OF OVERRIDING CONSIDERATIONS, AND MITIGATION MONITORING AND REPORTING PROGRAM AND GRANTING THE REQUESTS FOR A CONDITIONAL USE PERMIT, PLANNING COMMISSION DESIGN REVIEW, A VARIANCE, AND APPROVING VESTING TENTATIVE TRACT MAP NO. 774481 TO ALLOW THE CONSTRUCTION OF THE SOUTH BAY GALLERIA IMPROVEMENT PROJECT TOTALING 1,593,144 SQUARE FEET OF DEVELOPMENT ON PROPERTY LOCATED WITHIN THE REGIONAL COMMERCIAL ZONE (CR) LOCATED AT 1815 HAWTHORNE BOULEVARD.

WHEREAS, applications were filed by South Bay Center SPE, LLC requesting an Environmental Assessment, approval of a Conditional Use Permit, Planning Commission Design Review, Variance, and Vesting Tentative Tract Map No. 774481 to allow the construction of retail stores, dining, entertainment, a hotel, residential units, and creative office space at the South Bay Galleria located at 1815 Hawthorne Boulevard, Redondo Beach, CA; and

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

WHEREAS, the City considered the NOP/IS responses and prepared a Draft Environmental Impact Report (DEIR) and published a Notice of Availability (NOA)/Notice of Completion (NOC), which was published in the Easy Reader on July 27, 2017. Notice was also sent to individuals in proximity to the project site, individuals who commented on the NOP/IS or otherwise requested notice, sent to public agencies and the State Clearinghouse and the notice was published on the City’s website. Upon completion, the DEIR was made available for a public review period starting on July 28, 2017 and ending on September 11, 2017 at 5:30 pm. A copy of the DEIR was made available on the City’s website, at the City of Redondo Beach, Planning Division and City Clerk’s Office, at the Redondo Beach Main Library, and the Redondo Beach North Branch Library.
WHEREAS, The Vesting Tentative Tract Map No. 74481 was filed and deemed complete on August 30, 2017;

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

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

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

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

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

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

WHEREAS, the Planning Commission reviewed and considered the Final Environmental Impact Report including Responses to Comments, the Mitigation Monitoring and Reporting Program, the Fact of Findings and Statement of Overriding Considerations, the applicant’s design submittal, the Vesting Tentative Tract Map, the Staff Report, presentations from Staff and the applicant at the public hearing, and testimony received before the close of the public hearing.
NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF REDONDO BEACH DOES HEREBY RESOLVE AS FOLLOWS:

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

SECTION 2. CERTIFICATION. The City of Redondo Beach hereby certifies:

A. That the Final EIR contained as an attachment to the Administrative Report (which includes an Introduction, Comments and Responses, Modifications to the Draft EIR, the Draft EIR, Appendices, and the Final EIR Errata) has been completed in compliance with CEQA.

B. The Final EIR was presented to the Planning Commission of the City of Redondo Beach, and that the Planning Commission has reviewed and considered the information contained in the Final EIR prior to approving the project.

C. The Final EIR reflects the City of Redondo Beach’s independent judgement and analysis.

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

SECTION 4. ENVIRONMENTAL IMPACTS AND FINDINGS.

A. Pursuant to Public Resources Code § 21081 and CEQA Guidelines §15091, no public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant effects on the environment that would occur if the project is approved or carried out unless the public agency makes one or more of the following findings with respect to each significant impact:

   a. Changes or alterations have been required in, or incorporated into, the project which mitigate or avoid the significant effects on the environment.

   b. Those changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.

   c. Specific economic, legal, social, technological, or other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report.
B. The City of Redondo Beach has made one or more of these specific written findings regarding each significant impact associated with the South Bay Galleria Improvement Project as approved. Those findings are hereby adopted as contained in the CEQA Findings and Statement of Overriding Considerations included as an attachment to the Administrative Report.

C. Concurrent with the adoption of these findings, the City of Redondo Beach adopts the Mitigation Monitoring and Reporting Program included as an attachment to the Administrative Report.

D. The EIR evaluation included a detailed analysis of impacts in 14 environmental disciplines, analyzing the Project and alternatives, including a No Project Alternative. The EIR discloses the environmental impacts expected to result from the construction and operation of the Project. Where feasible, mitigation measures were identified to avoid or minimize significant environmental effects. The mitigation measures identified in the EIR are measures proposed by the lead agencies, responsible or trustee agencies that could reasonably be expected to reduce adverse impacts if required as conditions of approving the Project.

SECTION 5. FINDING THAT RECIRCULATION IS NOT REQUIRED UNDER CEQA. The Final EIR includes comments received on the Draft EIR and responses to those comments as well as modifications to the Draft EIR, Appendices, and the Final EIR Errata. The focus of the Final EIR is on the disposition of environmental issues as raised in the comments, as specified by CEQA Guidelines § 15088(b). The City of Redondo Beach finds that information contained in the Final EIR, the Final EIR Errata, and information received before the close of the public hearing, merely clarify and amplify the analysis presented in the document and do not trigger the need to re-circulate per CEQA Guidelines § 15088.5(b).

SECTION 6. STATEMENT OF OVERRIDING CONSIDERATION DECISION. Effects in one resource area (localized vehicular intersection traffic) will remain significant and unavoidable at three intersections after mitigation. Based upon specific economic, social, technical or other considerations, the City hereby adopts the Statement of Overriding Considerations included as an attachment to the Administrative Report.

SECTION 7. CUSTODIAN OF RECORDS. The documents and other materials that constitute the record of proceedings on which the Project findings are based are located at the City of Redondo Beach Planning Division, 415 Diamond Street, Redondo Beach, California 90277. The custodian for these documents is the Planning Division.

NOW, THEREFORE, THE PLANNING COMMISSION OF THE CITY OF REDONDO BEACH DOES HEREBY FINDS:

1. In accordance with Municipal Code Sections 10-2.2506(b), of the Redondo Beach Municipal Code, a Conditional Use Permit is in accord with the criteria set forth therein for the reasons described below. The City’s past interpretation of these provisions and the Design Review provisions allows a balancing of these factors,
consistent with Santa Clarita Organization for Planning the Environment v. City of Santa Clarita (2011) 197 Cal.App.4th 1042, 1059-1064. The Findings provided in this resolution are also supported by information and analysis in the Draft EIR, the Final EIR, the Draft and Final EIR Reference materials, the MMRP, the CEQA Findings, the Statement of Overriding Considerations, and the Administrative Report and its attachments. Upon considering all of this information, on balance, the City finds that the project meets the finding requirements contained under RBMC 10-2.2506(b). The City further finds that:

a) The proposed uses for the South Bay Galleria Improvement Project are conditionally permitted in the Regional Commercial (CR) Zone in which the site is located, and the site is adequate in size and shape to accommodate the uses including all setbacks, spaces, walks and fences, parking, loading, landscaping and other features, and the project is consistent with the requirements of Chapter 2, Title 10 of the Redondo Beach Municipal Code.

b) As substantiated in the Final Environmental Impact Report (SCH# 2015101009 / FILE NO. 2015-09-EIR-001) and the Traffic Impact Study prepared by Fehr & Peers (including but not limited to DEIR Appendix L, Section 6.2), the site has adequate access to public streets of adequate width to carry the kind and quantity of traffic generated by the South Bay Galleria Improvement Project, subject to increased localized vehicular delay. However, the project as approved would result in increased regional vehicular transportation benefits from reduced Vehicle Miles Traveled (VMT), increased usage of alternatives modes of transportation, including increased pedestrian amenities attributable in part to the mixed use nature of the project site, and increased utilization of transit, due in part to the site’s designation as a Transit Priority Area. Municipalities throughout Southern California and the South Bay are approving mixed-use projects¹ consistent with Senate Bill 375 [2008] and the Regional Transportation Plan. The region as a whole will benefit from mixed use developments due to reduced vehicular traffic (reduced frequency and shorter duration trips), reduced greenhouse gas emissions, and reduced air quality emissions (and a reduction in other secondary effect associated with urban sprawl).

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

RESOLUTION NO.2018-XX-PC-XXX
SOUTH BAY GALLERIA IMPROVEMENT PROJECT
PAGE NO. 5
c)  The proposed South Bay Galleria Improvement Project will have no adverse effect on abutting property or the permitted use thereof, subject to the adopted Conditions of Approval/MMRP.

d)  The proposed South Bay Galleria Improvement Project is consistent with and in conformance with the General Plan including the "CR" Regional Commercial designation, as outlined in greater detail in Draft EIR Sections 4.6.4 (LU-1), and 4.6.5 (LU-1), as well as Section 3.8.

e)  The Mitigation Monitoring Program and Conditions of Approval adopted in this resolution are deemed necessary to protect the public health, safety, and general welfare.

f)  The South Bay Galleria Improvement Project is in compliance with the intent of the applicable development standards by zone, including allowable uses, height requirements, F.A.R. maximums, and other standards, subject to the approved Variance contained herein, as outlined in the Administrative Report presented at the February 15, 2018 Planning Commission meeting and Draft EIR Sections 4.6.4 (LU-1), and 4.6.5 (LU-1), as well as Section 3.8.

g)  That given the fact that it is not possible at this time to know the exact leasing plan for specific uses, it is expedient and desirable to grant an overall Master Conditional Use Permit to more uniformly establish overall operating conditions and allowances for uses within the scope of a Master Conditional Use Permit at this time.

2. In accordance with Municipal Code Sections 10-2.2502(b) and 10-2.1802 of the Redondo Beach Municipal Code, the applicant’s request for Planning Commission Design Review is consistent with the criteria set forth therein for the following reasons:

a)  The design of the proposed South Bay Galleria Improvement Project considers the impact and needs of the user in respect to circulation, parking, traffic, utilities, public services, noise and odor, privacy, private and common open spaces, trash collection, security and crime deterrence, energy consumption, physical barriers, and other design concerns.

b)  The natural terrain was removed from the project site more than 60 years ago when the first development took place. Therefore, there is no natural terrain or natural landscape features that can be integrated into the project. Furthermore, the new landscaping would be draught tolerant and would conform to the City’s landscaping regulations for new development. While the project site contains approximately 93,761 SF of dispersed ornamental landscaping under existing conditions, including ornamental trees, it is not feasible to preserve this existing landscaping. The project involves the
excavation of an underground parking structure, renovation of existing structures, and replacement of the existing surface parking facilities and associated ornamental landscaping to implement the South Bay Galleria Improvement Project. The existing landscaping and these new facilities are not physically compatible. Furthermore, upon implementation, the project as approved will provide an increase in landscaping (including trees) and open space.

c) The final design of the proposed South Bay Galleria Improvement Project is harmonious and consistent within the proposed architectural style regarding roofing, materials, windows, doors, openings, textures, colors, and exterior treatment subject to the conditions of approval.

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

e) The design of the proposed South Bay Galleria Improvement Project provides innovation, variety, and creativity and serves to minimize the appearance of flat facades and box-like construction subject to the conditions of approval. The project includes streamlined projecting canopies, cantilevered spaces, and building alcoves, all of which provide vertical and horizontal offsets to add architectural interest to the front facades as well as the exteriors of each of the buildings. Roof planes and building shapes are varied throughout the site, providing visible and significant roof lines that soften the vertical mass. Harmonious variations in treatment and use of wall materials are integrated into the architectural
design. Some buildings also incorporate artistic design elements furthering their unique appearance and creating a sense of place.

f) The conceptual signage proposed on the exterior elevations would be consistent with sign regulation criteria in RBMC Sections 10-2.1802 and 10-2.1810.

g) The South Bay Galleria Improvement Project is in the CR Regional Commercial Zone, and is therefore not subject to the Residential Design Guidelines, which are only applicable in the R-1, R-2, R-3, R-3A, RH-1, RH-2, and RH-3 residential zones.

h) The Mitigation Monitoring Program, Conditions of Approval, and design considerations integrated into the project and adopted in this resolution are deemed necessary to protect the public health, safety, and general welfare.

4. The applicant has requested a height variance from RBMC § 10-2.919(d) to allow new development up to 67 ft. (top of roof), which would allow for the addition to the existing parking garage located in the northwest corner of the project site. The applicant has also requested a story variance from RBMC 10-2.919(e) to allow new development up to six stories, which would allow a residential building with six stories and a height of 60 feet and a hotel building with six stories and a height of 60 feet. In accordance with Municipal Code Section 10-2.2510, the applicant’s request for a Variance to exceed the maximum four stories and height is consistent with the criteria set forth below for the reasons stated therein. The City finds that any one of these factors for each individual finding constitutes an independent basis for making these findings. The City hereby finds that:

a) The project site is unique in size, shape, regional location, and zoning, such that the strict application of the zoning provisions deprives the property of the privilege enjoyed by other property in the vicinity and under identical zone designations.

i. The project site is a portion of the only property in the City designated as CR Regional Commercial. The City’s General Plan recognizes this site “represents the largest single concentration of commercial land in Redondo Beach, and is also unique in its regional orientation.” (General Plan Land Use Element, p. 2-75.) Additionally, as noted in the City’s recently adopted Housing Element, the Galleria site has “the greatest potential for future residential development.” (Housing Element, p. 91.)

ii. General Plan Land Use Element Policy 1.41.7 provides for the Galleria site to be designed to promote pedestrian activity. Successful pedestrian oriented environments typically require a mix of uses, and increased Floor to Area ratios (FAR), because a low FAR may not result in a pedestrian-active character due to the lack of accessible uses within
walking distance. The size, shape, and regional location on the project site uniquely allow for a large mix of uses, including residential, hotel, professional office, retail, and entertainment, capable of creating a pedestrian oriented environment.

iii. The project site is also unique in that it is one of the few locations in the City that meets the definition of a Transit Priority Area, as described in Draft EIR Section 3.0.3. This is due in part to the on-site Transit Center, which serves Metro Rapid Route 710 and 640, Metro Local Routes 40, 130, 210, 211/215, and 344, and Torrance Transit Routes 2, 8, and Rapid 3. Additionally, the site is in close proximity to a potential extension of the Green line light rail, as noted in Metro’s comment letter in the Final EIR (Comment AR003-8). The site’s access to numerous transit options is also unique in Redondo Beach, and is one of the few large mixed use development sites capable of providing reduced Vehicle Miles Traveled (VMT), consistent with the state’s goals of providing infill development in transit accessible areas, as outlined in Senate Bill 375 [2008], Senate Bill 743 [2013], and SCAG’s Regional Transportation Plan/Sustainable Communities Strategy, thereby providing reduced greenhouse gas emissions and reduced air quality emissions on a regional basis. In fact Senate Bill 743 statutorily recognizes the unique nature of Transit Priority Areas, by providing specific exemptions for aesthetics and parking analysis in such locations. (Pub. Res. Code § 21099(d).)

iv. As also noted in Draft EIR Section 3.8 and 3.10, the legislature has concluded that “the lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California.” (Government Code 65589.5(a).) In 2017 the Legislature further amended this statute to add twelve new findings which explain, in part, that “California has a housing supply and affordability crisis of historic proportions.” (AB 1515 [2017].) If the project does not move forward at the densities, height, and stories proposed, then development would be forced to relocate to other locations in the City and region, which would not have the same level of transit access as the project site, as explained in the Draft EIR Section 4, under the No Project Alternative.

v. Additionally state law, recently adopted in 2017, would potentially require the City to increase residential densities at other locations in the City, which would also not have the same VMT/Transit benefits as the project site. (Gov. Code § 65863(c).) The Galleria site is also one of the City of Redondo Beach’s largest sales tax generators. The uniqueness of the site is also recognized through the City’s previous issuance of development approvals for heights up to 94.9 ft and up to six stories of development for the existing structures previously issued
by the City in City Council Resolution 7826. Additionally General Plan policy 1.41.5 allows heights up to 100 feet on the Galleria site for additions to existing buildings.

b) The granting of this Variance does not constitute a grant of special privileges inconsistent with the limitations upon other properties in the vicinity and zone in which such property is situated. As explained in the previous finding, the project site is the only location within the City designated as CR Regional Commercial, and already contains heights up to 94.9 feet and six stories, and is subject to General Plan Policy 1.41.5 which allows heights up to 100 feet subject to Planning Commission approval. Additionally, the granting of a variance to the number of stories allows for an increase in usable development space without any increase in building height, and does not have any physical effect on the apparent mass, scale and bulk of the proposed buildings. The City further finds:

i. The project site is a portion of the only property within the City of Redondo Beach upon which the Regional Commercial (CR) zoning classification has been placed by the General Plan and Zoning Map.

ii. As part of the only Regional Commercial (CR) designated property within the City, the project site represents a unique entity. This uniqueness is enhanced by its existing development as the City’s sole regional shopping center.

iii. One parcel on the site is already developed with the theater building which significantly exceeds, and will continue to significantly exceed, the height of development on any other portion of the site or of adjacent properties within the CR zone.

iv. Conditions of the project approval including the limitation to 1,593,144 SF of development will ensure that despite the Variance, the project will remain consistent with the FAR limits of the CR zone and meet all applicable open space requirements.

c) The granting of the Variance is not contrary to the objectives of the Comprehensive General Plan and furthers the goal to make this site a successful mixed-use regional center. As outlined in greater detail in Draft EIR Sections 4.6.4 and 4.6.5 (Impact LU-1), which are incorporated herein by reference, Alternatives 4 and 4-1 were determined to be consistent with the Comprehensive General Plan. Furthermore, General Plan Policy 1.41.5 allows for heights up to 100 feet on the project site, subject to Planning Commission approval. Because of this General Plan Policy which was adopted after the current zoning was enacted, it is not clear that a variance for the 60 foot zoning height limit under RBMC 10-2.919(d) is necessary. Nevertheless, in order to remove any uncertainty, Planning Commission
hereby adopts these findings. Additionally, a shade and shadow analysis was included as Appendix C to the DEIR which concluded there would be less than significant impacts with regard to shade and shadow on the surrounding sensitive receptors because they would not be in shade/­shadow for a majority of the day. The shade and shadow analysis for the project as approved, is shown in Appendix C under “Scheme D” i.e. Alternative 4 and 4-1). As shown in Figures 17, 18, 19, and 20, the project will not impose significant shade and shadow impacts on adjacent land uses. A few of the R-3 and C-4 parcels located directly across from the parking structure (on Kingsdale Avenue north of Grant Avenue) will experience slightly increased duration of morning shadows slightly past the 9:00 a.m. hour during certain times of year, as compared to existing conditions because of the two additional levels added onto the parking structure. However these shadows will quickly recede as the morning sun continues to rise in the sky. Impacts would be less than significant because they would not be in shade/­shadow for a majority of the day. This conclusion is consistent with the City’s previous interpretation of this policy in Resolution 7826, which concluded that development of the existing structures up to a height of 98 feet would not have a significant impact on the adjacent land uses. Additionally, the granting of a variance to the number of stories allows for an increase in usable development space without any increase in building height, and does not have any physical effect on the apparent mass, scale and bulk of the proposed buildings.

5. The Vesting Tentative Tract Map No. 74481 meets the requirements of Chapter 1, Subdivisions, Article 5 of the City’s Municipal Code, and the California State Subdivision Map Act. The City further finds that the Alternative 4 and 4-1 are consistent with the City’s General Plan as outlined in the Draft EIR (including but not limited to Sections 4.6.4 and 4.6.5), the Final EIR, and the City’s Administrative Report for the South Bay Galleria Improvement Project, which are incorporated herein by reference. As outlined in the Initial Study, the Draft EIR, and the Final EIR, the City has also considered housing needs. The Vesting Tentative Tract Map No. 74481 is consistent with the criteria set forth therein for the following reasons:

a. That Vesting Tentative Tract Map No. 74481 filed and deemed complete on August 30, 2017 is in conformance with Section 10-1.102 (Purpose and intent) of the Redondo Beach Municipal Code which establishes the rules, regulations, and specifications to control and regulate the division of an land, building, or air space for any purpose whatsoever within the City.

b. That in accordance with Section 10-1.103 (General responsibilities: Subdividers) of the Redondo Beach Municipal Code, the Subdivider has prepared a map consistent with the design standards and has assured the accomplishment of improvements consistent with the subdivision section of the Redondo Beach Municipal Code.
c. That in approving the Vesting Tentative Tract Map the Planning Commission has investigated and concludes that the design and improvement of the proposed subdivision is in conformance with the General Plan, the applicable zoning subject to the approved Variance, the requirements of the Subdivision section of the Redondo Beach Municipal Code, and the Subdivision Map Act, and hereby reports its actions to the subdivider pursuant to Section 10-1.106 of the Redondo Beach Municipal Code.

d. That pursuant to Sections 10-1.514 and 10-1.5508 of the Redondo Beach Municipal Code the approval of the Vesting Tentative Tract Map shall expire thirty-six (36) months after the date the map was approved or conditionally approved. The person filing the tentative map may request an extension of the tentative map or vesting tentative map approval or conditional approval by a written application to the Commission, such application to be filed at least thirty (30) days before the approval or conditional approval is due to expire. The application shall state the reasons for requesting the extension.

e. That the approval of the Vesting Tentative Tract Map granted herein shall confer a vested right to proceed with development in substantial compliance with the ordinances, policies, and standards described in Section 66474.2 of the Government Code of the State. However, if said Section 66474.2 is repealed, the approval or conditional approval of a vesting tentative map shall confer a vested right to proceed with development in substantial compliance with the ordinances, policies, and standards in effect at the time the vesting tentative map is approved or conditionally approved.

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

(a) The proposed parcels or lots are suitable in area and dimensions to the types of development anticipated.

(b) The street rights-of-ways and pavement are adequate to accommodate the type of volume of traffic anticipated to be generated thereon, as described in greater detail under Finding 1(b) above.

(c) That special requirements may be imposed by the City with respect to street, curb, gutter, and sidewalk design and construction.

(d) That special requirements may be imposed by the City with respect to the installation of public utilities, including water, sewer, and storm water drainage.
(e) That every effort has been made to protect adjacent residential areas from the potential nuisance of proposed uses including the provision of extra depth and building setback lines in parcels backing up on existing or potential residential developments and provisions for a permanently landscaped buffer strip when necessary.

(f) That the subdivision for proposed development takes into account all areas proposed for vehicular circulation and parking, for pedestrian circulation, and for buffer strips and other landscaping.

6. The plans, specifications and drawings submitted with the applications associated with the project described in the Final EIR have been reviewed by the Planning Commission. Project materials were made available for review at City Hall, on the City website, and were included as attachments to the Administrative Reports presented to the Planning Commission.

7. That the South Bay Galleria Improvement Project, as approved (Alternative 4/4-1), includes the development of 300 residential units. Table H-44 in the City’s Housing Element determined that there would be adequate housing sites to fulfill the City’s Regional Housing Needs Allocation (RHNA), if the Galleria site were developed with as few as 298 residential units. The City further finds that the remaining sites identified in the City’s Housing Element are adequate to meet the requirements of Gov. Code 65583.2 and to accommodate the jurisdiction's share of the regional housing need pursuant to Section 65584. Table H-45 in the City’s Housing Element identifies the City’s share of the regional housing need at each income level. Per Table H-45, 372 residential units are allocated within the “Extremely Low/Very Low” income level, 223 residential units are allocated within the “Low” income level, 238 residential units within the “Moderate” income level and 564 residential units within the “Above Moderate” income level. Table H-44 demonstrates the remaining sites have the appropriate density designations and acreage to accommodate the remaining residential units in all the income levels noted within the Housing Element.

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

SECTION 8. The Planning Commission does hereby find that the above recitals and findings are true and correct and are incorporated herein by reference as if set forth in full.

SECTION 9. That based on the above findings, the Planning Commission does hereby grant and approve the Master Conditional Use Permit, the Planning Commission Design Review, the Variance, and the Vesting Tentative Tract Map pursuant to the plans and
applications considered by the Planning Commission at its meeting on the 19th day of April, 2018.

SECTION 10. That the approved Master Conditional Use Permit, Planning Commission Design Review, Variance, and Vesting Tentative Tract Map shall become null and void if not vested within 36 months from the effective date of this resolution, unless an extension is granted pursuant to law.

SECTION 11. These permits shall be void in the event that the applicant does not comply with the adopted Mitigation Monitoring Program adopted concurrently in the associated CEQA resolution, or the following conditions:

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

1. That the approval granted herein is for the South Bay Galleria Improvement Project, as described in the EIR as Alternative 4/4-1, which proposes a maximum of 1,593,144 SF generally consisting of a maximum of 1,188,144SF of retail square footage (an increase of 217,043 SF in comparison to the existing site), including retail stores, dining, and entertainment, as well as a new 150-room hotel totaling up to 105,000 SF, and 300 residential apartments totaling 300,000 SF. This resolution allows up to 50,000 SF of commercial office uses in place of 50,000 SF of commercial retail uses to be constructed and operated.

2. That the Planning Commission hereby approves the conceptual architectural design of the South Bay Galleria Improvement Project. The precise architectural treatment of building exteriors, roofs, walks, walls, landscape, hardscape, lighting and other features including color and material samples shall be reviewed and approved by the Community Development Department prior to the issuance of building permits.

3. Applicant will offer not less than five percent of the market-rate residential units constructed at the project first to active duty military personnel from Los Angeles Air Force Base and/or employees of Redondo Beach Unified School District. Details of the program shall be submitted by the applicant for review and reasonable approval by the Community Development Department prior to issuance of building permits for the residential units. Included in such a program would be an agreement that these tenants will not be required to pay an application fee or credit check fee. In addition, the applicant will allow month-to-month leasing of the units and waive any move-out costs. In the event that a military member receives permanent change of station orders (PCS), Separation/Retirement orders, or temporary duty (TAD/TDY) orders for a period in excess of three (3) months, any liability for rent under the lease may not exceed thirty (30) days rent after written notice.

4. That no guest stays at the 150-room hotel shall exceed 29 days in length.
5. That a detailed and dimensioned Master Sign Program be prepared including the materials, colors, dimensions, sizes, locations, and sign setback distances, to ensure that future signs are in harmony with the buildings and site, that they provide a safe sight clearance for pedestrians and vehicles, and that they promote a high quality visual environment. The final sign program shall be reviewed and approved by Planning Division Staff prior to issuance of the building permit.

6. An on-site directional traffic signage program shall be implemented in conjunction with detailed construction plans for the project to clearly designate the pick-up/drop-off areas, clearly label the secured residential entry/exit driveways, and to clearly identify the one-way entry driveway leading to the hotel adjacent to Artesia Boulevard.

7. The use of valet parking within the project is hereby authorized. While the City’s shared parking regulations contained in RBMC § 10.2.1706(d)(2)(a) address “typical utilization of parking areas” (i.e. not holiday weekends), to promote the peace, comfort, convenience and general welfare of the surrounding community, the applicant shall prepare and implement a valet parking program for weekends in December to ensure adequate parking is available to meet holiday weekend demand in December. This holiday valet parking plan shall be reviewed and approved by the Community Development or Public Works Department prior to implementation of operations. Additionally, any business requesting to utilize valet parking shall submit a valet parking plan to the City and said plan shall be reviewed and approved by the Community Development and Public Works Departments prior to implementation of valet parking operations.

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

9. That pursuant to the City’s Public Art Ordinance, the applicant shall provide a zoning requirement contribution equivalent to one percent (1%) of the building valuation above $250,000, subject to the provisions outlined in Title 10, Chapter 6. This contribution can take the form of: 1) installation of public art on the subject property, commissioned by the developer, but subject to the approval of the City’s Public Art Commission; 2) a request that the installation of public art on the subject property be commissioned and approved by the Public Art Commission; 3) an installation of public art on the subject property valued at less than the required 1% contribution and an election to provide the balance of the 1% for the public art zoning requirement contribution to the John Parsons Public Art Fund; or 4)
payment of the zoning requirement fee to The John Parsons Public Art Fund to be used for future public art in public places as determined by the Public Art Commission based on the City’s Public Art Master Program. If a decision regarding the public art contribution is not finalized prior to the issuance of building permits, the applicant will be required to deposit the 1% zoning requirement fee in a set aside account. The monetary deposit will be held by the City until such time as the public art contribution is satisfied. The art contribution must be completed prior to the issuance of a Certificate of Occupancy.

10. That in order to ensure compliance with all water quality regulations, the construction drawings for the project shall be prepared in accordance with all standards, requirements and design features of the approved Low Impact Development (LID) prepared for the subject site. The initial installation requirements and ongoing operational maintenance requirements of said plan shall be implemented in accordance with the LID, as reviewed and approved by the Public Works Department.

11. Vesting Tract Map No. 74481 shall be recorded within 36-months of the effective date of this resolution, unless an extension is granted pursuant to law. If said map is not recorded within said 36-month period, or any extension thereof, the map shall be null, void, and of no force and effect.

12. That the project shall be pre-wired to incorporate electric vehicle charging stations, shall incorporate short and long term bicycle parking, the use of low-emitting materials, the diversion of construction waste from landfills, and the use of Best Management Practices to prevent storm water pollution.

13. That roof mounted mechanical equipment and appurtenances to be used in the operation or maintenance of a building shall be installed so as not to be visible from any point at or below the parapet level of the subject building. The features so regulated shall in all cases be either enclosed by outer building walls or parapets, or grouped and screened in a manner architecturally compatible with the building.

14. All dumpsters for commercial use shall be covered/screened from public view. Trash facilities shall generally be co-located with loading and service areas. This condition shall not limit individual climate-controlled interior trash collection facilities.

15. The applicant shall be required to adhere to the adopted Mitigation, Monitoring, and Reporting Program (MMRP) for this project including the implementation of the required mitigation measures per the associated procedures listed therein.

16. That the applicant shall fund and implement a Fire, Life-Safety, Crime Prevention, and Security Plan, which may include fair-share funding for
supplemental staffing to achieve an enhanced level of service established by the parties based on data from comparable regional shopping centers. The plan will provide for the supplemental staffing levels to be reviewed and adjusted annually within a pre-negotiated range based on calls for service and incident data from the previous year. The plan shall be reviewed and approved by the Redondo Beach Police and Fire Departments prior to the issuance of Building Permits, and a final plan shall be approved and implemented prior to the issuance of Certificate of Occupancy. Inspections by the appropriate Staff members shall be made to ensure compliance with the approved plan prior to the issuance of a Certificate of Occupancy and the plan shall be implemented throughout operation of the project. The final plan may be phased as required and shall incorporate the following:

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

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

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

COA CUL-2: The qualified archaeologist, or an archaeological monitor working under the direction of a qualified archaeologist (or a cross-trained archaeological/paleontological monitor), shall conduct full-time archaeological monitoring for all ground-disturbance (including but not limited to brush clearance, vegetation removal, grubbing, grading, and excavation) from existing ground surface to depths up to 8 feet (deepest depth of known artificial fill overlying the project site). Archaeological monitoring shall be conducted by an archaeologist familiar with the types of archaeological resources that could be encountered within the project site. The monitor shall be empowered to halt or redirect ground-disturbing activities away from the vicinity of a discovery until the qualified archaeologist has evaluated the discovery and determined appropriate treatment (as prescribed below in Mitigation Measure CUL-3). The archaeological monitor shall keep daily logs detailing the types of activities and soils observed, and any discoveries. After monitoring has been completed, the qualified archaeologist shall prepare a monitoring report that details the results of monitoring. The report shall be submitted to the City and any Native American groups who request a copy. A copy of the final report shall be filed at the South Central Coastal Information Center.

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

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

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

a. A flagman shall be placed at the truck entry and exit from the project site at the times trucks are present.

b. To the extent feasible, deliveries and pick-ups of construction materials shall be scheduled during non-peak vehicular travel periods to the degree possible and coordinated to reduce the potential of trucks waiting to load or unload for protracted periods of time.

c. Access shall remain unobstructed for land uses in proximity to the project site during project construction.

d. Minimize lane and sidewalk closures to the extent feasible. In the event of a temporary lane or sidewalk closure, a worksite traffic control plan, approved by the City of Redondo Beach, shall be implemented to route traffic, pedestrians, or bicyclists around any such lane or sidewalk closures.

e. Minimize interruptions to transit services and facilities. In the event that a temporary removal or relocation of a bus stop is necessary, coordination with Metro and other affected transit operators shall occur to ensure that any such action is consistent with the transit operator’s needs.

f. The applicant shall coordinate with Metro and other turnaround loop transit operators at least 30 days in advance of right-of-way construction work to ensure that any such construction activities are consistent with maintaining the transit services’ operations.
g. This CMP shall be developed by the contractor prior to the issuance of building permits, reviewed for consistency with this measure, and approved by the Community Development and Public Works Departments of the City of Redondo Beach. In addition to the measures identified above, the CMP shall include the following:

i. Schedule vehicle movements to ensure that there are no vehicles waiting off site and impeding public traffic flow on the surrounding streets.

ii. Establish requirements for the loading, unloading, and storage of materials on the project site.

h. Coordinate with the City and emergency service providers to ensure adequate access is maintained to the project site and neighboring businesses.

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

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

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

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

18. Prior to commencement of demolition activities, the existing on-site structures shall be surveyed for the presence of asbestos and lead-based paint containing
materials (ACM) by a contractor registered with Asbestos Contractor’s Registration Unit, as required by the state law. Should ACM be detected, appropriate abatement measure pursuant to South Coast Air Quality Management District Rule 1403 shall commence by a registered contractor at the expense of the project proponent. Documentation certifying that ACM have been removed to satisfactory levels as required by state law shall be delivered to the city Building Division prior to demolition of existing structures on site. The applicant shall bear the cost of implementing this condition.

19. That a Project Information Officer shall be assigned to the site during construction. The officer shall provide community updates through a City website page as well as periodic email blasts to interested parties. A construction hotline phone number shall be dedicated for the project.

20. **COA OR002-11:** Construction shall include the required use of Tier 4 off-road Construction Equipment and a haul truck fleet that meets or exceeds the emissions standards of a 2012 truck engine.

21. That all uses proposing live entertainment shall be subject to the City’s Entertainment Permit requirements.

22. That this Master Conditional Use Permit shall permit retail land uses, including stores, dining, and entertainment as well as hotel use, office space, and residential units. The final location of each use shall be determined by the Community Development Department. The Master Conditional Use Permit also allows for the following use classifications per Redondo Beach Municipal Code Section 10-2.910 for Regional Commercial Zoning:

<table>
<thead>
<tr>
<th>Use Classifications</th>
<th>Additional Regulations See Section:</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Residential Uses</strong></td>
<td></td>
</tr>
<tr>
<td>Multi-family residential</td>
<td>10-2.911(b)</td>
</tr>
<tr>
<td>Condominiums</td>
<td>10-2.911(b)</td>
</tr>
<tr>
<td>Family day care home, small</td>
<td></td>
</tr>
<tr>
<td>Family day care home, large</td>
<td></td>
</tr>
<tr>
<td>Residential care, limited</td>
<td></td>
</tr>
<tr>
<td><strong>Commercial Uses</strong></td>
<td></td>
</tr>
<tr>
<td>Animal sales and services:</td>
<td></td>
</tr>
<tr>
<td>Animal feed and supplies</td>
<td></td>
</tr>
<tr>
<td>Animal grooming</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Animal hospitals</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Animal sales</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Artist’s studios</td>
<td></td>
</tr>
<tr>
<td>Banks and savings and loans with drive-up service</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Bars and cocktail lounges</td>
<td>10-2.1600</td>
</tr>
<tr>
<td>Use Classifications</td>
<td>Additional Regulations</td>
</tr>
<tr>
<td>--------------------------------------------------------------</td>
<td>------------------------</td>
</tr>
<tr>
<td>Business and trade schools</td>
<td></td>
</tr>
<tr>
<td>Commercial printing, limited</td>
<td></td>
</tr>
<tr>
<td>Commercial recreation</td>
<td>10-2.1600</td>
</tr>
<tr>
<td>Communications facilities</td>
<td></td>
</tr>
<tr>
<td>Drive-up services</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Food and beverage sales:</td>
<td></td>
</tr>
<tr>
<td>30,000 sq. ft. or less floor area</td>
<td>10-2.911(c)</td>
</tr>
<tr>
<td>more than 30,000 sq. ft. floor area</td>
<td></td>
</tr>
<tr>
<td>Hotels</td>
<td>10-2.1600</td>
</tr>
<tr>
<td>Liquor stores</td>
<td></td>
</tr>
<tr>
<td>Maintenance and repair services</td>
<td></td>
</tr>
<tr>
<td>Massage businesses</td>
<td>10-2.1628, 6-2.03, 6-2.08</td>
</tr>
<tr>
<td>Offices</td>
<td>10-2.911(d)</td>
</tr>
<tr>
<td>Personal convenience services</td>
<td></td>
</tr>
<tr>
<td>Personal improvement services:</td>
<td>Except music studios</td>
</tr>
<tr>
<td>1,000 sq. ft. or less floor area with no drive-up service</td>
<td>2,000 sq. ft. or less</td>
</tr>
<tr>
<td></td>
<td>floor area require an</td>
</tr>
<tr>
<td></td>
<td>AUP</td>
</tr>
<tr>
<td></td>
<td>10-2.2507</td>
</tr>
<tr>
<td>1,001 - 2,000 sq. ft. floor area</td>
<td></td>
</tr>
<tr>
<td>2,001 sq. ft. or greater floor area</td>
<td></td>
</tr>
<tr>
<td>Plant nurseries</td>
<td></td>
</tr>
<tr>
<td>Recycling collection facilities:</td>
<td>10-2.1616</td>
</tr>
<tr>
<td>Reverse vending machines</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Small collection facilities</td>
<td>10-2.911(a)</td>
</tr>
<tr>
<td>Restaurants:</td>
<td></td>
</tr>
<tr>
<td>2,000 sq. ft. or less floor area with no drive-up service</td>
<td></td>
</tr>
<tr>
<td>more than 2,000 sq. ft. floor area or with drive-up service</td>
<td></td>
</tr>
<tr>
<td>Retail sales:</td>
<td></td>
</tr>
<tr>
<td>30,000 sq. ft. or less floor area</td>
<td>10-2.911(c)</td>
</tr>
<tr>
<td>more than 30,000 sq. ft. floor area</td>
<td></td>
</tr>
<tr>
<td>Snack shops</td>
<td></td>
</tr>
<tr>
<td>Thrift shops</td>
<td>10-2.1600</td>
</tr>
<tr>
<td><strong>Other Uses</strong></td>
<td></td>
</tr>
<tr>
<td>Adult day care centers</td>
<td></td>
</tr>
<tr>
<td>Antennae for public communications</td>
<td></td>
</tr>
<tr>
<td>Child day care centers</td>
<td></td>
</tr>
<tr>
<td>Churches</td>
<td></td>
</tr>
<tr>
<td>Clubs and lodges</td>
<td></td>
</tr>
<tr>
<td>Cultural institutions</td>
<td></td>
</tr>
</tbody>
</table>
Use Classifications | Additional Regulations
--- | ---
Government offices | 10-2.911(d)
Parking lots | 
Public safety facilities | 
Public utility facilities | 10-2.1614
Recreation facilities | 
Schools, public or private | 
Senior housing | 

23. That all businesses serving alcoholic beverages shall comply with all of the regulations of the Alcoholic Beverage Control Act and the regulations promulgated by the Alcoholic Beverage Control Board including, without limitation, the regulations set forth in 4Cal. Code of Regs. §§ 55, et seq.

24. That all employees serving alcoholic beverages to patrons must complete a certified training program by the State Department of Alcoholic Beverage Control (ABC) for the responsible sales of alcohol. The training must be offered to new employees on not less than a quarterly basis.

25. That the applicant shall encourage employees and patrons to use existing bus service, pedestrian and bicycle connectivity to and through the site, which would decrease the number of vehicle trips. In addition, a TDM plan in compliance with RBMC § 10-2.2400 shall be prepared with TDM measures that could further reduce trips could include: shuttles to/from the Metro Green Line Station, shuttles to/from LAX for hotel guests, and transit pass subsidies, vanpool services, and other incentives to employees to reduce vehicle trips. The TDM plan may provide for phasing of TDM measures to correspond to project phasing. The TDM plan shall be reviewed and approved by the Community Development Department prior to the Certificate of Occupancy.

26. The applicant shall provide on-site erosion protection for the storm drainage system during construction, to the satisfaction of the Engineering Department.

27. That the applicant shall maintain the subject property in a clean, safe and attractive state during construction. This includes the daily collection of all on-site litter. Failure to maintain the subject area may result in reconsideration of this approval by the Planning Commission.

28. Construction work may occur only between the hours of 7 a.m. and 6 p.m. on Monday through Friday, between 9 a.m. and 5 p.m. on Saturday, with no work occurring on Sundays and holidays (designated as Memorial Day, the Fourth of July, Labor Day, Thanksgiving Day, Christmas Day, and New Year's Day are
observed). After hours permits may be approved by the Building Officer on a case-by-case basis subject to the procedures under RBMC §§ 4-24.503(b) or (c).

29. Material storage on a public street shall not exceed 48 hours per load.

30. The project developer and/or general contractor shall be responsible for counseling and supervising all subcontractors and workers to ensure that neighbors are not subjected to excessive noise, disorderly behavior, or abusive language.

31. Barriers shall be erected to protect the public where streets and/or sidewalks are damaged or removed.

32. Streets and sidewalks adjacent to the job sites shall be clean and free of debris.

33. Shared overlap parking is approved for a total of 5,662 spaces (existing and new spaces) at project buildout. Any further shared parking reduction shall be approved by the Community Development Department pursuant to RBMC 10-2.1706 prior to the issuance of building permits.

34. That the following list of operational hours shall be the maximum allowed by all businesses authorized by this Master Conditional Use Permit. Any operations outside those specified herein shall require an amendment to this specific condition of the Master Conditional Use Permit:

<table>
<thead>
<tr>
<th>Land Use Classifications</th>
<th>Permitted Hours of Operation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Residential / Housing</td>
<td>24 hours</td>
</tr>
<tr>
<td>Commercial recreation, i.e. theatre</td>
<td>8 a.m. – 2 a.m.</td>
</tr>
<tr>
<td>Retail Sales</td>
<td>5 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Food and beverage sales</td>
<td>5 a.m. – 2 a.m.</td>
</tr>
<tr>
<td>Hotel</td>
<td>24 hours</td>
</tr>
<tr>
<td>Offices</td>
<td>24 hours</td>
</tr>
<tr>
<td>Restaurants / Snack Shops</td>
<td>5 a.m. – 2 a.m.</td>
</tr>
<tr>
<td>Bars and lounges</td>
<td>10 a.m. – 2 a.m.</td>
</tr>
<tr>
<td>Personal convenience services, i.e. spas</td>
<td>5 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Personal improvement services, i.e. yoga instruction</td>
<td>5 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Artist's Studios</td>
<td>24 hours</td>
</tr>
<tr>
<td>Banks</td>
<td>8 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Business/Trade Schools</td>
<td>8 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Cultural institutions</td>
<td>8 a.m. – 12 a.m.</td>
</tr>
<tr>
<td>Government offices</td>
<td>24 hours</td>
</tr>
<tr>
<td>Open Space</td>
<td>24 hours</td>
</tr>
<tr>
<td>Parking lots</td>
<td>24 hours</td>
</tr>
<tr>
<td>Public safety facilities</td>
<td>24 hours</td>
</tr>
<tr>
<td>Public utility facilities</td>
<td>24 hours</td>
</tr>
<tr>
<td>Recreation facilities</td>
<td>5 a.m. – 12 a.m.</td>
</tr>
</tbody>
</table>
35. The Community Development Department shall be authorized to approve reconfiguration and/or reallocation of uses within the scope of the Master Conditional Use Permit, provided that said reconfiguration/reallocation does not result in any new significant impacts. Said reconfiguration and/or reallocation shall not include an increase in the number of residential dwelling units.

36. In exchange for the City’s issuance and/or adoption of the Planning Commission Design Review, Conditional Use Permit, Variance, Vesting Tentative Tract Map and other permits and approvals for the project (“Project Approvals”), the Applicant agrees to save, keep, indemnify, hold harmless and defend the City of Redondo Beach (with counsel of City’s choice), and its appointed and elected officials, officers, employees, and agents (collectively “City”), from every claim or demand brought seeking to overturn the Project Approvals, whether under the California Environmental Quality Act (“CEQA”), the Government Code, Redondo Beach Municipal Code or City Charter, the California Public Records Act related to document requests associated with the South Bay Galleria Improvement Project, or other state or local law, including attorney’s fees and costs, and any attorneys’ fees or costs which may be awarded to any person or party challenging the Project Approvals on any grounds. In order to limit the cost of its defense and indemnification under this condition, in the event of any such claim or demand, if and when requested to do so in writing by the Applicant, City agrees to rescind the challenged Project Approvals. Applicant shall still be responsible for indemnification, consistent with this section, for any such fees and costs incurred before such a rescission, including any subsequent awards ordered by a court of competent jurisdiction for actions that occurred before such a rescission.

37. In the event of a disagreement in the interpretation and/or application of these conditions, the issues shall be referred back to the Planning Commission for a decision prior to the issuance of a building permit. The decision of the Planning Commission shall be final.

38. The applicant’s design submittal package for Alternative 4/4-1 including renderings, floor plans and conceptual elevations indicate a high level of design quality and finishes. Variations from the architectural treatments depicted in the design submittal package dated September 22, 2017 may be approved by the Community Development Department without further Planning Commission review, provided that the quality of the design is equal to or superior to what is depicted in the submittal package.

39. The use of specific design elements, such as decorative parapets or towers are permitted to exceed the maximum building height restriction because they do not contain habitable floor area and are deemed as being design elements that are integral to the overall architectural style of the project and that other structures such parapets, towers, signage, flagpoles, and columns, and mechanical equipment are also permitted to exceed the building height restriction because they are necessary to the overall functioning of the project and will, in some cases,
contribute to make the project more environmentally sustainable. (RBMC Section 10-2.1522(b))

SECTION 12. SEVERANCE. If any section, subsection, sentence, clause, or phrase of this resolution is for any reason held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of the resolution. The Planning Commission hereby declares that it would have passed this resolution and each section, subsection, sentence, clause, and phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses, or phrases be declared invalid or unconstitutional.

PASSED, APPROVED AND ADOPTED this 19th day of April, 2018.

Planning Commission Chair
City of Redondo Beach

ATTEST:

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

I, Aaron Jones, Community Development Director of the City of Redondo Beach, California, do hereby certify that the foregoing Resolution No. PC- was duly passed, approved and adopted by the Planning Commission of the City of Redondo Beach, California, at a regular meeting of said Planning Commission held on the 19th day of April, 2018, by the following roll call vote:

AYES:

NOES:

ABSENT:

______________________________
Aaron Jones
Community Development Director

APPROVED AS TO FORM:

______________________________
City Attorney’s Office

RESOLUTION NO.2018-XX-PC-XXX
SOUTH BAY GALLERIA IMPROVEMENT PROJECT
PAGE NO. 26
South Bay Galleria Improvement Project
CEQA Findings and Statement of Overriding Considerations

I. CEQA Findings

A. Project Description Summary

The proposed South Bay Galleria Project ("Project") consists of modifications, improvements, and additions to the existing 29.85-acre South Bay Galleria enclosed mall property in the City of Redondo Beach ("City"), which includes 971,101 sf of commercial structures under existing conditions. The Project includes demolishing some existing structures and redesigning portions of the site by combining expanded retail and dining venues with open-air promenades, hotel, and residential development. Under the Project as originally proposed (i.e. Proposed Project), square footage would be increased up to 1,950,565 square feet (sf); this included a hotel of up to 150 rooms (105,000 sf) and up to 650 residential apartment homes (650,000 sf).

These findings have been prepared for the adoption of Alternative 4: Reduced Density, Alternative Residential Location, and Alternative 4-1: Reduced Density, Office Location. Alternative 4/4-1 (collectively referenced hereafter as “Alternative 4”), described in detail in Draft EIR Section 4.5.4 and 4.5.5 reduce the number of residential units from the proposed 650 units to 300 units. All 300 residential units would be located in a single six-level, 60-foot tall residential building located in the southeastern portion of the project site. It would introduce approximately 465 new residents to the project site. A 105,000 sf hotel with a maximum height at 60 feet and including 150 guest rooms would be developed on the north side of the site.

Commercial retail development under Alternative 4 would include a total of 40,380 sf of ground-level retail stores in the residential building; these stores would front the open-air retail plaza. Five major retail stores, including one with a new parking structure, would be developed. Two ground-level retail stores would be constructed in the northwestern corner of the site. The existing Kohl’s department store would be reconstructed to add an additional story, the existing Macy’s building would be demolished, and the existing Macy’s would occupy the reconstructed vacant Nordstrom building on the northern portion of the site. Two-story retail buildings, no taller than 36 feet in height and comprising a total of 154,722 sf, would be constructed as part of the open-air retail plaza. Existing enclosed mall shops could be reconstructed. Up to 27,302 sf of additional ground-level retail would be provided within the proposed hotel. Under Alternative 4, the applicant has the option of replacing up to 50,000 sf of commercial retail uses with up to 50,000 sf of office uses.

Under Alternative 4, available parking would include: residential parking in a new four-level garage within the residential building (two levels above-grade, two levels subterranean for
604 parking spaces), an expansion of the existing parking structure along Kingsdale Avenue (a total of 2,511 spaces), a new parking structure by the major retail to be developed in the southwest corner of the project site along Kingsdale Avenue (516 spaces), retail parking in a two-level underground parking garage below the hotel and open-air retail plaza (1,720 spaces), and retail and hotel parking in a single level below-grade parking garage (264 spaces).

The Redondo Beach Police substation currently is located at the South Bay Galleria. Under this alternative, it would remain or be reconfigured or relocated. Additional on-site sewer pipelines and laterals would be constructed to serve the proposed new buildings and land uses. On-site sewers would connect to off-site sewers in Hawthorne Boulevard and Kingsdale Avenue, and off-site sewers would be upsized. The existing Hawthorne Boulevard 8-inch sewer line would be increased to a 10- or 12-inch line, and the existing Kingsdale Avenue 10-inch line would be increased to a 12- or 15-inch line.

This project description summary is only intended to provide an overview of the project and should not be interpreted to set the scope of the project approvals, which are controlled by the project’s entitlement resolution.

**B. Project Objectives**

As set forth in Section 2.2 of the Draft EIR (p. 2-1 et seq.) the objectives and purpose of the South Bay Galleria Improvement Project are as follows:

- To maintain the economic vitality of the South Bay Galleria, optimize the full potential of the 30-acre site, and avoid long-term store closures and loss of customers. Key components of this effort include:
  - Incorporating open-air pedestrian promenades, iconic architecture, open-air dining, and overnight lodging.
  - Replacing expansive surface parking fields with mid-rise housing to increase synergy between residents and commercial needs, promote pedestrian traffic, reduce regional vehicular travel, and increase project revenue to the applicant and the City of Redondo Beach.
  - Enhancing public safety through private security patrols, coordination with law enforcement, and upgraded security measures.
  - Upgrading site drainage, utilities, and energy efficiency.

- To maintain the key role played by the South Bay Galleria in the fiscal health of the City of Redondo Beach as one of the largest sources of sales tax revenue to the City, specifically attracting one or more quality department stores or other large anchors to replace the departed Nordstrom.

- To further the City of Redondo Beach General Plan land use policies to “achieve the character of a pedestrian-oriented ‘urban center’” at this location. Key aspects of this goal include:
  - Adding hotel rooms and residential units along with intensified retail and dining in proximity to the transit center to create a sustainable transit-oriented development.
Creating greater variety in building heights, mixed land uses (e.g., residential, hotel, dining, entertainment, and shopping), architecture, and signage that are more characteristic of a pedestrian-oriented urban center rather than the traditional automobile-oriented suburban mall.

- Expanding and enhancing outdoor public open spaces.

- Establishing a critical mass of residents and hotel guests on-site that will increase pedestrian traffic, reduce seasonality, and support shopping, dining and entertainment venues.

- To further the City of Redondo Beach Housing Element policies to meet a large portion of the City's future housing needs by developing higher-density transit-oriented housing at the South Bay Galleria site.

- To create a project with readily accessible and easily identifiable pedestrian connections, transit connections, and conveniently located parking facilities providing access by foot, bicycle, bus, and car to a synergistic mix of complementary commercial and residential uses.

C. Procedural Compliance with CEQA

The City of Redondo Beach (City), acting as Lead Agency under CEQA, published a Draft EIR on July 28, 2017 and a Final EIR on February 1, 2018 in compliance with CEQA and the CEQA Guidelines, as amended. As allowed for in CEQA Guidelines §15084(d)(2), the City retained a consultant to assist with the preparation of the environmental documents. The City has directed, reviewed, and edited as necessary all material prepared by the consultant, and such material reflects the City’s independent judgment and analysis. In addition, an extensive public involvement and agency notification effort was conducted to solicit input on the scope and content of the EIR and to solicit input on the results of the environmental analysis presented in the Draft EIR. Key milestones associated with the preparation of the EIR are summarized below:

- A Notice of Preparation/Initial Study (NOP/IS) for the Draft EIR was circulated from October 1, 2015 until November 2, 2015, during which time approximately 28 responses were received on the NOP/IS. (Draft EIR Appendix A1 and Final EIR Appendix A2-1)

- A scoping meeting held on October 10, 2015 and attended by approximately 40 people. (Draft EIR Appendix A2)

- The Draft EIR was published on July 28, 2017 and circulated for a 45-day comment period, which ended on September 11, 2017.

- The Draft EIR was made available for general public review at the following locations:
  - City of Redondo Beach, Community Development Department, 415 Diamond Street, Door ‘E,’ Redondo Beach, California 90277;
  - City of Redondo Beach, City Clerk, 415 Diamond Street, Redondo Beach, California 90277;
  - Redondo Beach Public Library, 303 N. Pacific Coast Highway, Redondo Beach, California 90277;
Redondo Beach Public Library - North Branch, 2000 Artesia Boulevard, Redondo Beach, California 90277; and

On the City’s website (http://redondo.org) by following the link to the South Bay Galleria on Home Page. (Draft EIR Section 1.4, p. 1-4; see also, July 27, 2017 Notice of Availability / Notice of Completion [NOA/NOC]).

- The Draft EIR and Notice of Completion were transmitted the State Clearinghouse and the Notice of Availability was sent to all property owners within 300 feet of the project site and to the last known name and address of all organizations and individuals who previously had requested such a notice in writing or had attended public meetings about the project and provided their contact information.

- A public meeting/workshop to present the Galleria Project and the Draft EIR and receive public and agency comments was held on August 26, 2017 (NOA/NOC). The meeting included a presentation on the project and alternatives analyzed in the Draft EIR, an overview of the CEQA process, the results of the environmental analysis, and the opportunity to provide oral or written comments.

- The Final EIR was released on February 1, 2018 and includes:
  - Chapter 1, Introduction, consisting of a summary of the proposed project, impact analysis, and alternatives;
  - Chapter 2, Response to Comments, summarizing the distribution of the Draft EIR, identifying comments on the Draft EIR, consisting of a list of all 67 comments submitted to the City on the Draft EIR, each identified with the agency’s or author’s name and an alphanumeric reference number to their comment correspondence, along with written responses to the comments;
  - Chapter 3, Modifications to the Draft EIR, identifying revisions to the Draft EIR, including clarifications developed in response to comments on the Draft EIR; and
  - Chapter 4, Comment Letters and Public Meeting Comments, which includes copies of all letters and other correspondence received on the Draft EIR.
  - Final EIR Appendices
  - The Draft EIR in its entirety, including technical appendices.

- The Notice of Availability of the Final EIR/Public Hearing was published in the Easy Reader newspaper on February 1, 2018. This notice was also sent to all property owners within 1,000 feet of the project site (including addresses requested by the City of Torrance) and to the last known name and address of all organizations and individuals who previously had requested such a notice in writing or had attended public meetings about the project and provided their contact information. This notice and copies of the Final EIR were also sent to public agencies who commented on the Draft EIR.

F. Environmental Impacts and Findings

Pursuant to Public Resources Code §21081 and CEQA Guidelines §15091, no public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant effects on the environment that would occur if the project is approved or carried out.
unless the public agency makes one or more of the following findings with respect to each significant impact:

1. Changes or alterations have been required in, or incorporated into, the project which mitigate or avoid the significant effects on the environment.

2. Those changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.

3. Specific economic, legal, social, technological, or other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the EIR.

The City has made one or more of these specific written findings regarding each significant impact associated with the Project. Those findings are presented below, along with substantial evidence in support of the findings. Concurrent with the adoption of these findings, the City adopts the Mitigation Monitoring and Reporting Program (MMRP) for the project.

The EIR included a detailed analysis to determine whether the proposed project and alternatives, including Alternative 4 and 4-1, would result in significant environmental impacts. See Draft EIR Chapter 3 (p. 3.1-1 et seq.), Draft EIR Chapter 4 (p. 4-1 et seq.), Draft EIR Chapter 5 (p. 5-1 et seq.), Draft EIR Appendix A-1, Initial Study/Notice of Preparation, and the Final EIR. The EIR discloses the environmental impacts expected to result from construction and operation of the Project and the alternatives, and where appropriate, identifies feasible mitigation measures that would, if implemented, avoid or minimize significant impacts. The mitigation measures identified in the EIR are measures proposed by the lead agencies, responsible or trustee agencies or other persons, that were not proposed as part of the project or alternatives, but that reasonably could be expected to avoid or minimize potential significant adverse impacts if required as conditions of approval (CEQA Guidelines §15126.4(a)(1)(A)).

### 1. Findings on Potential Significant Environmental Impacts That Can Be Reduced to a Less-than-Significant Level With Mitigation

The City finds that the environmental impacts summarized in Table 2 and further discussed thereafter, can and will be mitigated below a level of significance based upon the implementation of the mitigation measures recommended in the EIR. These findings are based on the analysis of direct, indirect and cumulative impacts for the environmental considerations in the Draft EIR Sections 3.1 through 3.14, Sections 4.5.4, 4.5.5, 4.6.4, and 4.6.5, and further discussed in Final EIR Chapter 2, Response to Comments, and Chapter 3, Modifications to the Draft EIR. An explanation of the rationale for each finding is presented in the discussion below the summary table. Additional details on the timing and implementation of the mitigation measures are included in the Mitigation Monitoring and Reporting Program (“MMRP”), which has been adopted concurrently with these findings.
## Table 2
**Summary of Impacts that Can be Reduced to Less Than Significant With the Implementation of Mitigation Measures**

<table>
<thead>
<tr>
<th>Environmental Impacts Without Mitigation</th>
<th>Mitigation Measures to Reduce Impacts to Less Than Significant</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Biological Resources</strong></td>
<td></td>
</tr>
<tr>
<td>Impact BIO-1: Alternative 4 would interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery site. The potential take of an active nest, a temporary increase in noise from construction equipment that causes a bird to abandon an active nest, and the destruction of suitable nesting habitat for birds resulting from removal and replacement of existing landscaping on the project site are considered significant impacts without mitigation under existing and cumulative conditions.</td>
<td>Mitigation Measure MM BIO-1: Nesting Bird Avoidance Measures. Impacts to nesting birds protected by the MBTA and California Fish and Game Code will be avoided through implementation of the following measures:</td>
</tr>
<tr>
<td></td>
<td>• If construction activities begin during the nesting bird season (February 1 to August 31), a preconstruction nesting bird survey shall be conducted prior to the onset of construction, a maximum of 7 days prior to the commencement of construction activities. The survey shall be conducted by a qualified City-approved biologist within all suitable nesting habitat located within the study area. If no nesting birds are found within the study area during the preconstruction survey, construction may be initiated without impacts to nesting birds. Additional nesting bird surveys shall be conducted within 7 days prior to removal of landscaping while the project is ongoing during the nesting season.</td>
</tr>
<tr>
<td></td>
<td>• If an active nest is observed during the nesting bird survey, the qualified City-approved biologist will establish a buffer zone where no construction activities would occur until the nest is no longer active, which shall be (1) 300 feet for passerines (2) 500 feet for raptors, or (3) another suitable distance as deemed appropriate by the biologist to ensure less than significant impacts will occur, depending upon the specific observed species. Additionally, the avian species that would nest in the study area are accustomed to urban environments and regular activities that occur within the South Bay Galleria; therefore, the buffer distance will be determined by the City-approved biologist based on the location of the nest in relation to construction and the intensity of the work, as well as the species' sensitivity to disturbance. The City-approved biologist shall monitor the nesting activity during construction activity to verify that the buffer is adequately placed and to confirm that breeding is not compromised by project construction. On-site monitoring during construction may also be required as determined by the qualified biologist based on sensitivity of the species, intensity of the impact, and proximity to construction activities. The buffer shall remain in place while the nest is active.</td>
</tr>
<tr>
<td></td>
<td>• Construction-generated noise or any nighttime lighting that could impact the nest shall be directed away from active bird nests to prevent potential harassment and any incidental take of an active nest.</td>
</tr>
<tr>
<td><strong>Cultural Resources</strong></td>
<td></td>
</tr>
<tr>
<td>Impact CUL-3: Alternative 4 would directly or indirectly destroy a unique paleontological resource or site or unique geologic feature without implementation of mitigation under existing and cumulative conditions.</td>
<td>Mitigation Measure MM CUL-4: Prior to start of earth moving activities, a City-approved, qualified professional paleontologist, meeting the Society of Vertebrate Paleontology (2010) standards, shall be retained to conduct pre-construction worker paleontological resources sensitivity training. This training can be conducted in conjunction with the training outlined in CUL-1 via a module provided to the qualified archaeologist. This training shall include information on what types of paleontological resources could be encountered during excavations, what to do in case an unanticipated discovery is made by a worker, and laws protecting paleontological resources. All construction personnel shall be informed of the possibility of encountering fossils and instructed to immediately inform the construction foreman or supervisor if any bones or other potential fossils are unexpectedly unearthed in an area where a paleontological monitor is not present.</td>
</tr>
<tr>
<td></td>
<td>Mitigation Measure MM CUL-5: The qualified professional paleontologist, or a paleontological monitor working under the direct supervision of the qualified professional paleontologist (or a cross-trained archaeological/paleontological monitor), shall monitor all ground-disturbing activity 3 feet below the depth of artificial fill (which generally corresponds to a depth between 6 and 11 feet below the modern ground level)</td>
</tr>
<tr>
<td>Environmental Impacts Without Mitigation</td>
<td>Mitigation Measures to Reduce Impacts to Less Than Significant</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>---------------------------------------------------------------</td>
</tr>
<tr>
<td>surface, depending on the depth of artificial fill. The location, duration, and timing of monitoring shall be determined by the qualified professional paleontologist designated for the project in consultation with the City, and shall be based on a review of geologic maps and grading plans. During the course of monitoring, if the paleontologist can demonstrate, based on observations of subsurface conditions, that the level of monitoring should be reduced, the paleontologist, in consultation with the City, may adjust the level of monitoring, as warranted. Paleontological monitoring shall include inspection of exposed rock units and sediment stockpiles during active excavations within sensitive geologic sediments. If sediments appropriate for the recovery of microfossils are noted by the paleontological monitor or qualified professional paleontologist, a test sample following the Society of Vertebrate Paleontology guidelines (SVP, 2010) (or an amount deemed appropriate by the qualified professional paleontologist not to exceed the SVP 2010 recommendations) shall be collected and screened for microfossils on or offsite. If the test sample yields significant, identifiable microvertebrate fossils, a standard sample (or an amount determined sufficient by the qualified professional paleontologist not to exceed the SVP 2010 recommendations), consistent with Society of Vertebrate Paleontology (2010) guidelines, shall be collected and screened on or offsite. The paleontological monitor shall be equipped with the necessary equipment to quickly and safely remove any exposed fossils and collect necessary geographical, stratigraphical, taphonomic, and sedimentological data. The paleontological monitor shall have authority to temporarily divert excavation operations away from exposed fossils to collect associated data and recover the specimens if deemed necessary. If it is determined necessary to remove the fossils, the paleontological monitor shall have the authority to set up a 50-foot exclusion zone with flagging tape around the fossils while they are quickly and safely removed. Monitors shall prepare daily logs detailing the types of activities and soil disturbed, and any discoveries. Any fossils recovered shall be prepared to the point of identification, identified to the lowest taxonomic level, and curated at an accredited facility. Following the completion of monitoring, the qualified paleontologist shall prepare a report documenting the absence or discovery of fossil resources onsite. If fossils are found, the report shall summarize the results of the inspection program, identify those fossils encountered, detail the recovery and curation efforts, and describe the methods used in these efforts, as well as describe the fossils collected and their significance. A copy of the report shall be provided to the City and to an appropriate repository.</td>
<td></td>
</tr>
</tbody>
</table>

Mitigation Measure MM CUL-6: In the event of unanticipated discovery of paleontological resources when a paleontological monitor is not present, the contractor shall cease ground-disturbing activities within 50 feet of the find until it can be assessed by the qualified paleontologist. The qualified paleontologist shall assess the find, implement recovery and reporting measures if necessary per Mitigation Measure MM CUL-5, and determine if paleontological monitoring is warranted once work resumes.

<table>
<thead>
<tr>
<th>Greenhouse Gas Emissions</th>
</tr>
</thead>
<tbody>
<tr>
<td>Impact GHG-1: Alternative 4 would generate GHG emissions, either directly or indirectly, that may have a significant impact on the environment without mitigation.</td>
</tr>
<tr>
<td>Mitigation Measure MM GHG-1: To reduce GHG emissions from the project site and to maximize the project's ability to achieve GHG emissions reductions, the project shall install renewable energy (e.g. solar photovoltaics) such that a minimum of 37 MWh per year is generated. Applicant shall maximize the amount of renewable energy on the project site, however off-site renewable energy is permissible, pursuant to City approval[1]. The Applicant can reduce the amount of renewable energy required by incorporating other GHG reduction measures such that equal GHG offsets are achieved. If the Applicant elects to phase the project and/or partially utilize reductions other than renewable energy, the applicant shall provide to the Community Development Department an alternative GHG Reduction plan specifying when and which mitigation and design features would be incorporated into the project which shall be supported by substantial evidence.</td>
</tr>
<tr>
<td>Environmental Impacts Without Mitigation</td>
</tr>
<tr>
<td>-----------------------------------------</td>
</tr>
<tr>
<td>demonstrating that an equivalent GHG reduction of 37 MWh would be achieved. The alternative GHG Reduction Plan shall be provided prior to the issuance of building permits. If the applicant elects to utilize a GHG Reduction plan, this plan shall be submitted by the applicant and reviewed and approved by the Community Development Department as being in compliance with this measure prior to the issuance of the certificate of occupancy. The following features are not an all-inclusive list of alternative GHG reduction options, additional options can be relied upon if the applicant provides substantial evidence that an equivalent GHG reduction to all or part of the 37 MWh would be achieved:</td>
</tr>
<tr>
<td>• Implement motion detectors on lights in parking garages that service the residential portion of the project.</td>
</tr>
<tr>
<td>• All buildings constructed as part of the project that achieve efficiencies beyond those specified in 2016 version of the California Code of Regulations, Title 24 requirements.</td>
</tr>
<tr>
<td>• Develop a TDM Program for the project and shall submit the TDM Program to the City Department of Public Works for review and approval. The Project Applicant shall be responsible for funding and overseeing the delivery of trip reduction/TDM programs and strategies that may include, but are not limited to, the following:</td>
</tr>
<tr>
<td>- Include priority parking associated with electrical charging stations for both the residential and commercial portions of the project.</td>
</tr>
<tr>
<td>- Establishment of carpool, buspool, or vanpool programs;</td>
</tr>
<tr>
<td>- Vanpool purchase incentives;</td>
</tr>
<tr>
<td>- Cash allowances, passes or other public transit subsidies and purchase incentives;</td>
</tr>
<tr>
<td>- Preferential parking locations for ridesharing vehicles;</td>
</tr>
<tr>
<td>- Guaranteed ride-home program for ridesharing</td>
</tr>
<tr>
<td>- Computerized commuter rideshare matching services;</td>
</tr>
<tr>
<td>- Bicycle programs including bike purchase incentives, storage, and maintenance programs</td>
</tr>
<tr>
<td>- On-site car share and bike share service</td>
</tr>
<tr>
<td>- Preparation of a Parking Management Plan to address parking accommodations for large events; or</td>
</tr>
<tr>
<td>- Designation of an on-site transportation coordinator for the Project.</td>
</tr>
<tr>
<td>• No fireplace hearths shall be incorporated into individual residential units within the project design.</td>
</tr>
</tbody>
</table>

**Noise**

**Impact NOI-2:** Alternative 4 would expose persons to, or generate, excessive ground-borne vibration or ground-borne noise levels without mitigation under existing and cumulative conditions.

**Mitigation Measure MM NOI-1:** The onsite operation of construction equipment that generates high levels of vibration, such as large bulldozers and large loaded trucks, shall be prohibited within 100 feet of nearest single-family residential building along Kingsdale Avenue (R-1 and R-3) during project construction. Instead, small bulldozers not exceeding 310 horsepower shall be used within this area during demolition, grading, and excavation operations. The use of smaller bulldozers would result in vibration levels of 67 VdB at the single-family
<table>
<thead>
<tr>
<th>Environmental Impacts Without Mitigation</th>
<th>Mitigation Measures to Reduce Impacts to Less Than Significant</th>
</tr>
</thead>
</table>

**Impact NOI-4:** Alternative 4 would result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project without mitigation under existing and cumulative conditions.

Mitigation Measure MM NOI-2: During all project construction, all construction equipment, fixed or mobile, shall be operated with closed engine doors, if so equipped, and shall include properly operating and maintained residential-grade mufflers consistent with manufacturers’ standards.

Mitigation Measure MM NOI-3: The on-site operation of construction equipment that generates high levels of noise, such as large bulldozers and large loaded trucks, shall be conducted a minimum of 100 feet away from noise-sensitive receptors so that emitted noise is naturally dissipated from the receptors. Small bulldozers not exceeding 310 horsepower shall be used within this area during demolition, grading, and excavation operations.

Mitigation Measure MM NOI-4: Equipment staging shall be located in areas that are shielded from and/or set back from noise-sensitive receptors, with a minimum of 100 feet separation between the sensitive receptor and the nearest edge of the staging area.

Mitigation Measure MM NOI-5: Where available, electrical power from a grid connection shall be used to run air compressors and similar power tools and to power any temporary equipment.

Mitigation Measure MM NOI-6: Temporary sound barriers shall be installed and maintained by the construction contractor between the construction site and the residences to the west and east as needed during construction phases with high noise levels. Temporary sound barriers shall consist of either sound blankets capable of blocking approximately 20 A-weighted decibels (dBA) of construction noise or other sound barriers/techniques such as acoustic padding or acoustic walls placed near the existing residential buildings to the east of the project site that would reduce construction noise by approximately 20 dBA. Barriers shall be placed such that the line-of-sight between the construction equipment and immediately adjacent sensitive land uses is blocked.

**TRA-1:** Alternative 4 would conflict with vehicular level of service criteria without mitigation under existing and cumulative conditions (Intersections 13, 18).

Mitigation Measure MM TRA-1: Inglewood Avenue & Artesia Boulevard (Intersection #13). The northbound approach shall be restriped from one left-turn lane, two through lanes, and one right-turn lane to one left-turn lane, two through lanes, and a shared through/right-turn lane. The northern portion of the intersection contains three departure lanes in the northbound direction.

Mitigation Measure MM TRA-4: I-405 Southbound Ramp & Artesia Boulevard (intersection 18). The eastbound approach would be restriped from two through lanes, one shared through/right-turn lane, and one right-turn lane to two through lanes and two right-turn lanes. Existing signage upstream of the intersection would be changed to identify the lane configuration and restrictions.

**Biological Resources**

Impact BIO-1: Alternative 4 would not interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery site with implementation of mitigation.

The landscaped trees and ornamental vegetation within the project site may provide suitable nesting habitat for avian species protected under the MBTA and CFGC. Disturbing or destroying active nests is a violation of the MBTA (16 U.S.C. § 703 et seq.), and areas containing active bird nests are considered a wildlife nursery site. Alternative 4 includes removal of the landscaped...
vegetation, and if removal occurs during the nesting bird season (February 1 to August 31), Alternative 4 has the potential to directly impact nesting birds under existing and cumulative conditions. In addition, project construction activities during the nesting bird season have the potential to indirectly effect nesting birds within landscaped trees and ornamental vegetation within the 250-foot buffer surrounding the project site. While the temporary loss of nesting bird habitat during project construction would not be a significant permanent impact because birds could easily find similar nesting opportunities in the surrounding urban area, and could reestablish their territories following the completion of the proposed project, the potential take of an active nest is considered a significant impact. Alternative 4’s temporary increase in noise from construction equipment would be significant when compared to the current ambient noise level and could cause a bird to abandon an active nest. This alternative would also remove existing landscaping on the project site and replace it with new landscaping upon completion of the alternative; therefore, there would be destruction of suitable nesting habitat for birds. These would be significant impacts.

Mitigation measure MM BIO-1 would mitigate the significant impact to nesting birds to a less than significant level.

**Finding.** The City finds that changes or alterations have been incorporated into the project which avoid and substantially lessen the significant environmental effects as identified in the Final EIR under Impact BIO-1, as related to nesting birds. Specifically, mitigation measure MM BIO-1 presented in Table 2 above is feasible and is adopted to mitigate significant effects from Impact BIO-1 to nesting birds to a less than significant level.

**Rationale for Finding.** MM BIO-1 includes avoidance measures that would protect nesting birds protected by the MBTA and California Fish and Game Code, including the necessity of conducting a preconstruction nesting bird survey if construction activities are to begin during the nesting bird season (February 1 to August 31) the results of which would inform whether nesting birds are found within the study area and, if so, a suitable buffer area shall be implemented where no construction activities would occur. MM BIO-1 also directs that construction-generated noise or any nighttime lighting that could impact an active bird nest shall be directed away from the nest to prevent potential harassment and any incidental take of an active nest. In light of these precautionary and protective measures, impacts to nesting birds would be reduced to a less-than-significant level.

**Reference.** Draft EIR and Final EIR, including but not limited to Draft EIR Section 4.6.4 (pp. 4-152, 4-153), Draft EIR Section 4.6.5 (p. 4-191), Draft EIR Section 3.2.4 (p. 3.2-3 et seq.), Draft EIR Table ES-2 (pp. ES-19, ES-20), and Draft EIR Table 4-45 (p. 4-200). Final EIR, Chapter 2, Response to Comment AL002-6, and Final EIR Chapter 3, Modifications to the DEIR, pp. 3-9 through 3-10.
Cultural Resources

Impact CUL-3: Alternative 4 would not directly or indirectly destroy a unique paleontological resource or site or unique geologic feature with implementation of mitigation.

Based on the paleontological records search, there are no known fossil localities within the project boundaries. However, the project site is underlain by Pleistocene sediments known to yield significant paleontological resources. Therefore, construction activities associated with the Alternative 4 have the potential to encounter unknown paleontological resources, which, unless mitigated, would be a significant impact.

Mitigation measures MM CUL-4 through CUL-6 would mitigate the significant impact to paleontological resources to a less than significant level.

Finding. The City finds that changes or alterations have been incorporated into the project which avoid and substantially lessen the significant environmental effects as identified in the Final EIR under Impact CUL-3. Specifically, the implementation of mitigation measures MM CUL-4 through CUL-6 presented in Table 2 above are feasible and are adopted to mitigate significant effects from Impact CUL-3.

Rationale for Finding. Mitigation Measure MM CUL-4 requires a City approved, qualified professional paleontologist to conduct pre-construction worker paleontological resources sensitivity training that includes information on the types of paleontological resources that could be encountered during excavations, what to do in case an unanticipated discovery is made, and the laws protecting paleontological resources. Mitigation Measure MM CUL-5 requires either the qualified professional paleontologist, or a paleontological monitor working under the direct supervision of the qualified professional paleontologist, to monitor all ground-disturbing activity 3 feet below the depth of artificial fill, which generally corresponds to a depth between 6 and 11 feet below the modern ground surface depending on the depth of artificial fill. If sediments appropriate for the recovery of microfossils are noted, a test sample following the Society of Vertebrate Paleontology guidelines will be collected and screened for microfossils on or offsite. The paleontological monitor shall have authority to temporarily divert excavation operations away from exposed fossils to collect associated data and recover the specimens if deemed necessary, and shall have the authority to set up a 50-foot exclusion zone as needed to remove fossils. Mitigation Measure MM CUL-6 will govern activities in the event of an unanticipated discovery of paleontological resources when a paleontological monitor is not present: ground-disturbing activities shall cease within 50 feet of the find until it can be assessed by the qualified paleontologist to determine the appropriate course of action per Mitigation Measure MM CUL-5. In light of these precautionary and protective measures, impacts to paleontological resources would be reduced to a less-than-significant level.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.3.4 (p. 3.3-20 et seq.), Draft EIR Section 4.6.4 (p. 4-154), Draft EIR Section 4.6.5 (p. 4-191), Draft EIR Table 4-45 (p. 4-200), and Draft EIR Table ES-2 (p. ES-22).
Greenhouse Gas Emissions

Impact GHG-1: Alternative 4 would not generate GHG emissions, either directly or indirectly, that may have a significant impact on the environment with implementation of mitigation.

Alternative 4 would generate GHG emissions from a variety of sources during construction and operations (both area sources and mobile sources). Indirect source emissions would include electrical consumption, water and wastewater usage (transportation), and solid waste disposal. Direct sources of air pollutants associated with Alternative 4 would consist of mobile sources (motor vehicles trips generated by employees and patrons of the proposed retail, office, and specialty uses) and area sources (combustion of natural gas for heating and cooling, landscaping equipment and consumer product use). Total estimated construction-related GHG emissions for Alternative 4 would be approximately 10,340 MTCO2e (slightly more than the 10,337 MTCO2e from the proposed project). This would equal approximately 345 MTCO2e per year after amortization over 30 years.

During operations, the total net emissions for 2023, including amortized construction, would result in net emissions increase of approximately 4,600 MTCO2e per year. The per service population emissions for 2023 would equal 3.2 MTCO2e annually, which would not exceed the project level efficiency threshold of 4.4 MT CO2e per service population. Alternative 4 would not exceed the interim 2023 efficiency threshold of 4.0 MT CO2e per service population.

The total net operational emissions for 2035, including amortized construction, would result in net emissions increase of approximately 4,741 MTCO2e per year. For 2035 the per service population emissions would equal 3.3 MTCO2e annually, which exceeds the 2035 threshold of 2.5 MTCO2e annually. Using the 2035 efficiency threshold, the net increase in GHG emissions resulting from implementation of Alternative 4 is considered to be significant without the implementation of mitigation.

Implementation of mitigation measure MM GHG-1 would reduce the per service population emissions to 1.4 MT CO2e per year for 2023 and 2035, which is a less than significant level.

Finding. The City finds that changes or alterations have been incorporated into the project which avoid and substantially lessen the significant environmental effects as identified in the Final EIR under Impact GHG-1, as related to GHG emissions. Specifically, the implementation of mitigation measure MM GHG-1 presented in Table 2 above is feasible and is adopted to mitigate significant effects from Impact GHG-1.

Rationale for Finding. Mitigation Measure MM GHG-1 would reduce GHG emissions from the project site and maximize the project’s ability to achieve GHG emissions reductions by requiring installation of solar panels capable of producing 37 MWh per year of electricity, and other options listed under MM GHG-1. The reduction of GHG emissions would reduce Impact GHG-1 to a less-than-significant level.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.5 (p. 3.5-18), Draft EIR Section 4.6.5 (p. 4-192 et seq.), Draft EIR Table 4-45 (p. 4-201), Draft EIR...
Impact NOI-2: Alternative 4 would not expose persons to, or generate, excessive ground-borne vibration or ground-borne noise levels with implementation of mitigation.

Construction activities from the Alternative 4 have the potential to generate low levels of groundborne vibration as the operation of heavy equipment (i.e., loaders, excavators, backhoes, haul trucks, etc.) generates vibrations that propagate though the ground and diminish in intensity with distance from the source. It is anticipated that no high-impact activities, such as pile driving or blasting, would be used during construction of this alternative like the proposed project.

Alternative 4, Reduced Density, Alternative Residential Location, would reduce the number of residential units from the proposed 650 units to 300 units. All 300 residential units would be located in one six-level residential building located in the southeastern portion of the project site. The development of 300 residential units under Alternative 4 would introduce approximately 465 new residents to the project site. The residential building would also contain ground level retail stores totaling 40,380 sf that would front the open-air retail plaza.

Further, under this Alternative, the two retail stores located in the northwestern corner of the site would be built, as with the proposed project. Several two-story retail buildings, no taller than 36 feet in height and comprising a total of 154,722 sf, would be constructed as part of the open-air retail plaza under this Alternative. As with the proposed project, the proposed hotel development would consist of 150 guest rooms, however, Alternative 4 would include a 27,302 sf of ground-level retail.

The nearest off-site receptors, both sensitive and non-sensitive uses, to the project site that could be exposed to vibration levels generated from project construction include the single-family residential uses located to the west, across Kingsdale Avenue. The geographic scope of vibration is very limited, given the rate of vibrational attenuation. Even for the most intensive vibration activity on site. There are no known projects that are expected to result in overlapping vibrations with Alternative 4. Groundborne vibrations from construction activities very rarely reach the levels that can damage structures, but they may be perceived in buildings very close to a construction site. The nearest residential structures would be exposed to vibration velocities from construction activities approximately up to 77 vibration decibels (VdB) when construction activities occur near the property line. These values would exceed the frequent significance threshold of 72 VdB; therefore, construction vibration impacts related to human annoyance would be significant under existing and cumulative conditions without mitigation.

Finding. The City finds that changes or alterations have been incorporated into the project which avoid and substantially lessen the significant environmental effects as identified in the Final EIR under Impact NOI-2, as related to vibration and ground-borne noise. Specifically, the implementation of mitigation measure MM NOI-1 presented in Table 2 above is feasible and is adopted to mitigate significant effects from Impact NOI-2.

Rationale for Finding. Mitigation Measure MM NOI-1 would reduce groundborne vibrations from the project site and maximize the project’s ability to achieve reduce groundborne vibrations
by requiring the large bulldozers to be staged 100 feet away from the nearest residences and would instead use small bulldozers. The limited staging area and reduced bulldozers would reduce Impact NOI-1 to a less-than-significant level.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.5 (p. 3.9-23 through 24), Draft EIR Section 4.6.4 (p. 4-167 et seq.), Draft EIR Table 4-45 (p. 4-201), Draft EIR Table ES-2 (pp. ES-27, ES 24), Final EIR, Chapter 2, Response to Comment AL.002-16.

Impact NOI-4: Alternative 4 would not result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project with implementation of mitigation.

Alternative 4 would involve a lesser site preparation (i.e., demolition, grading and excavation) activities as the total increased development at the project site at buildout would be reduced compared to the proposed project. However, similar to the Project, Alternative 4 would result in a substantial temporary or periodic increase in ambient noise levels above existing ambient noise levels. The increase of noise in the vicinity of the project site under Alternative 4 would therefore have a significant impact without mitigation under existing and cumulative conditions. It was determined that the short-term construction activities occurring at the project site would generate noise levels that would expose the nearest off-site sensitive receptors, which includes the residential land uses located west of the project site across Kingsdale Avenue, to increased noise levels.

With implementation of Mitigation Measure NOI-2 through Mitigation Measure NOI-6, Impact NOI-4 would be reduced to less than significant.

Finding. The City finds that changes or alterations have been incorporated into the project which avoid and substantially lessen the significant environmental effects as identified in the Final EIR under Impact NOI-4, as related to noise levels. Specifically, the implementation of mitigation measures MM NOI-2 through MM NOI-6 presented in Table 2 above are feasible and is adopted to mitigate significant effects from Impact NOI-4.

Rationale for Finding. Implementation of Mitigation Measures MM NOI-2 through MM NOI-6 would help reduce construction noise impacts. Mitigation Measure MM NOI-6 would provide a 20 dBA noise reduction; due to the noise barriers. Impacts would be less than significant with mitigation.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.5 (p. 3.9-30), Draft EIR Section 4.6.4 (p. 4-169 et seq.), Draft EIR Table 4-45 (p. 4-201), Draft EIR Table ES-2 (pp. ES-27, ES 28), Final EIR, Chapter 2, Response to Comments AL.002-16, PC039-7, PC047-10, Final EIR, Chapter 3, pp 3-19 and 3-20.
Traffic and Transportation

Impact TRA-1: Alternative 4 would conflict with vehicular level of service criteria.

Findings. The City finds that changes or alterations have been required and incorporated into the project that would avoid and substantially lessen the significant environmental effects as identified in the final EIR under Impact TRA-1, regarding vehicular level of service criteria for Intersections #13 and #18. Specifically, the implementation of mitigation measure MM TRA-1 and MM TRA-4, set forth above in Table 2 and also found on Draft EIR pages 3.13-46 and 3.13-47, are feasible and are adopted to mitigate significant effects from Impact TRA-1, regarding vehicular level of service criteria at Intersections #13 and #18. Intersection #13 is within the shared jurisdiction of the City of Redondo Beach and City of Lawndale, therefore, the City of Redondo Beach finds that such changes or alterations as identified under MM TRA-1 are partially within the responsibility and jurisdiction of another public agency and not fully within the jurisdiction the agency making the findings and that the changes identified under MM TRA-1 can and should be adopted by the City of Lawndale.

Intersection #18 is within the shared jurisdiction of the City of Torrance and Caltrans, therefore, the City of Redondo Beach finds that such changes or alterations as identified under MM TRA-4 are within the responsibility and jurisdiction of another public agency and not within the agency making the findings and that the changes identified under MM TRA-4 can and should be adopted by the City of Torrance and Caltrans.

Rationale for Finding. Implementation of mitigation measures MM TRA-1 and MM TRA-4 would mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions to a less-than-significant level, as identified Draft EIR Tables 3.13-17 and 3.13-18. MM TRA-1 requires improvements to Inglewood Avenue & Artesia Boulevard (Intersection #13), which include restriping the westbound approach from two through lanes and one right-turn lane to two through lanes and on shared through/right-turn lane. MM TRA-1 also includes an additional westbound receiving lane that would be added extending for a minimum of half a block to the west of the intersection.

MM TRA-4 requires improvements to I-405 Southbound Ramp & Artesia Boulevard (Intersection #18), which include restriping the eastbound approach from two through lanes, one shared through/right turn lane, and one right-turn lane to two through lanes and two right-turn lanes. Additional more detailed information is provided in the references below which are incorporated herein by reference.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.13., Draft EIR Section 4.6.4 (p. 4-176 et seq.) and 4.6.5 (p. 4-191 et seq), Draft EIR Table ES-2 (p. ES-30), and Draft EIR Appendix L page 55, Final EIR, Chapter 3, pp. 3-20 through 3-31; see also Final EIR Errata.
3 Findings on Significant Environmental Impacts That Cannot Be Avoided or Reduced to a Less than Significant Level

Based on the environmental analysis in the EIR, the City has determined that the project will have significant impacts in the resource areas identified in Table 3 below and further discussed thereafter, and that these impacts cannot be avoided or reduced despite the incorporation of all feasible mitigation measures. These findings are based on the evaluation of impacts in the detailed issue area analyses and associated cumulative impacts evaluations in the Draft EIR (see, e.g., Section 4.6.4 [p. 4-145 et seq.] and Section 4.6.5 [p. 4-191 et seq.]) and in the Final EIR. For each significant and unavoidable impact identified below, the City has made a finding(s) pursuant to Public Resources Code §21081. An explanation of the rationale for each finding is also presented below in the discussion that follows Table 3.

**Table 3**

**Summary of Unavoidable Significant Impacts**

<table>
<thead>
<tr>
<th>Environmental Impacts</th>
<th>Mitigation Measures That Would Reduce But Not Eliminate Significant Impacts</th>
</tr>
</thead>
<tbody>
<tr>
<td>Traffic and Transportation</td>
<td>Mitigation Measure MM TRA-3: Prairie Avenue &amp; Artesia Boulevard (Intersection #17). Right-turn overlap signals would be installed at this intersection in the southbound and westbound directions. The measure would not mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions to less than significant.</td>
</tr>
<tr>
<td>TRA-1: Alternative 4 would conflict with vehicular level of service criteria (Intersections #16, #17, #19)*.</td>
<td>*There are no feasible mitigation measures for Intersections 16 and 19.</td>
</tr>
</tbody>
</table>

**Traffic and Transportation**

Impact TRA-1: Alternative 4 would conflict with vehicular level of service criteria.

**Findings.** The City finds that changes or alterations have been required and incorporated into the project that would substantially lessen the significant environmental effects as identified in the final EIR under Impact TRA-1, regarding vehicular level of service criteria for Intersection #17. Specifically, the implementation of mitigation measure TRA-3, set forth above in Table 3 and also found on Draft EIR pages 3.13-46 and 3.13-47, is feasible and is adopted to mitigate significant effects from Impact TRA-1, regarding vehicular level of service criteria at Intersection 17. Intersection 17 is within the jurisdiction of the City of Torrance, therefore, the City of Redondo Beach finds that such changes or alterations as identified under MM TRA-3 are within the responsibility and jurisdiction of another public agency and not the agency making the findings and that the changes identified under MM TRA-3 can and should be adopted by the City of Torrance. However, even with implementation of this measure, significant unavoidable impacts would occur as described above related to vehicular level of service criteria at Intersections #16, #17, and #19. Therefore, the City finds that specific economic, legal, social, technological, and other considerations make it infeasible to reduce Impact TRA-1 at Intersections #16, #17, and #19 to a less than significant level.
Rationale for Finding. Implementation of mitigation measure TRA-3 would mitigate the significant project impact under the Existing plus Project and Cumulative plus Project conditions to the extent feasible, but not to a less-than-significant level, as identified Draft EIR Tables 3.13-17, 3.13-18, and 4-40 and 4-41. MM TRA-3 requires improvements to Prairie Avenue and Artesia Boulevard (Intersection #17). No other feasible measures have been identified to further reduce the conflict with vehicular level of service criteria to bring them to a less-than-significant level. As discussed under CEQA Guidelines Sections 15126.4(a)(1) and (a)(5) “If the Lead Agency determines that a mitigation measure cannot be legally imposed, the measure need not be proposed or analyzed.” No comments have proposed a specific improvement that would mitigate these significant and unavoidable impacts. (See San Diego Citizenry Group v. County of San Diego (2013) 219 Cal.App.4th 1, 17.).

Nevertheless, Draft EIR, Appendix L, page 55 explained that physical mitigation for Intersection 16 was determined to be infeasible due to secondary impacts on increasing pedestrian crossing distance and time, reduction in pedestrian refuge space, and potential lane offsets for northbound lane which would require vehicles to correct positioning while in the middle of the intersection. As discussed in Final EIR Response AS001-8, the City met with Caltrans to discuss alternative mitigation measures for intersection 16, however, Caltrans was unable to identify any additional feasible roadway improvements.

Draft EIR, Appendix L, page 55 further explained that physical mitigation for Intersection 19 was determined to be infeasible due to a lack of right-of-way and physical limitations due to the I-405 undercrossing. As discussed in Final EIR Response AS001-8, the City met with Caltrans to discuss alternative mitigation measures for intersection 19, however, Caltrans was unable to identify any additional feasible improvements. As further discussed under Response to Comment AS003-7, widening Artesia Boulevard at this location would require the reconstruction of the freeway underpass and the acquisition of private property. The cost of such a mitigation measure would be very high (tens of millions of dollars), and would potentially displace current residents of properties on the north side of Artesia Boulevard. Implementation of this mitigation measure would also result in environmental impacts associated with major physical construction, including disruption of traffic flows, the generation of construction-related air pollutant emissions, noise impacts, and loss of housing. Furthermore, the continued expansion of roadways leads to secondary impacts to alternate modes of transportation, such as pedestrian access. This would conflict with the proposed project objectives, as stated in Section 2.2, Project Objectives, of the Draft EIR, “to further the City of Redondo Beach General Plan land use policies to “achieve the character of a pedestrian-oriented ‘urban center’”; and “to create a project with readily accessible and easily identifiable pedestrian connections, transit connections, and conveniently located parking facilities providing access by foot, bicycle, bus, and car to a synergistic mix of complementary commercial and residential uses.”

On November 9, 2016, Caltrans issued the Local Development Intergovernmental Review Project Interim Guidance Implementing Caltrans Strategic Management Plan 2014-2020 Consistent with Senate Bill (SB) 743 (Interim Guidance). This document provides guidance to Caltrans staff in regard to commenting on local EIRs in a manner consistent with SB 743. Among other things, it suggests that Caltrans should provide recommendations that strive to reduce vehicle miles
traveled (VMT) generation and improve pedestrian, bike, and transit service rather than providing recommendations that primarily accommodate motor vehicle travel. In addition, comments related to the State Highway System should focus on VMT and not vehicle delay or a project’s effects on road capacity. The South Bay Galleria Improvement Project includes numerous policies to improve access to pedestrian, bicycle, and transit systems, to reduce trip generation through transportation demand management and to reduce VMT, which is consistent with the intent of SB 743 and with the intent of the Caltrans interim guidance.

As also discussed in Response to Comment AL002-21, a sensitivity analysis (Errata Appendix L6) was performed for the project to determine the maximum number of vehicle trips that could be generated at the project site without triggering significant unavoidable impacts. The sensitivity analysis concluded that a maximum of 32 PM inbound trips could be generated at the project site without resulting in a significant and unavoidable intersection impact. As shown in Draft EIR Table 3.13–7, this would require the elimination of nearly every single project component, including residential. Please see Draft EIR page 4–42 for discussion of the City’s legal requirements associated with the RHNA allocation and the City’s Housing Element under the No Project Alternative. As also discussed on Draft EIR pages 4–43 and 4–46, elimination of the proposed project, which falls within a Transit Priority Area, would result in greater regional traffic (i.e. VMT) and associated GHG and Air Quality emissions. The legislature adopted Senate Bill 743 (2013) with the goal of “encouraging land use and transportation planning decisions and investments that reduce vehicle miles traveled [VMT] and contribute to the reductions in greenhouse gas emissions.” (See also SB375 [2008] creating SCAG’s Regional Transportation Plan/Sustainable Communities Strategy.) The legislature explained in SB 743 that “there is a need to balance the need for level of service standards for traffic with the need to build infill housing and mixed use commercial developments within walking distance to mass transit facilities, downtowns, and town centers and to provide greater flexibility to local governments to balance these sometimes competing interests.”

The project could not feasibly be reduced to the level in the sensitivity analysis (i.e. similar to the No Project Alternative) while meeting most of the project objectives discussed in Draft EIR Section 2.2. By reducing the project to the extent contemplated in the sensitivity analysis, such an alternative would not be consistent with the project objectives because it would not optimize the full potential of the approximately 30-acre site; would not attract one or more quality department stores or other large anchors to replace the departing Nordstrom (and thereby would not replace a substantial source of sales tax revenue to the City); would not further the City’s General Plan land use policies to “achieve the character of a pedestrian-oriented ‘urban center’” at this location by adding hotel rooms and residential units along with intensified retail and dining in proximity to the transit center to create a sustainable transit-oriented development or by establishing a critical mass of residents and hotel guests on-site; would not further the City’s Housing Element policies to meet a large portion of the City’s future housing needs by developing higher-density transit-oriented housing at the project site.

Furthermore, under recent state law passed in 2017, “If the approval of a development project results in fewer units by income category than identified in the jurisdiction’s housing element for that parcel and the jurisdiction does not find that the remaining sites in the housing element are
adequate to accommodate the jurisdiction’s share of the regional housing need by income level, the jurisdiction shall within 180 days identify and make available additional adequate sites to accommodate the jurisdiction’s share of the regional housing need by income level.” (Gov. Code § 65863(c).) This would potentially move development to an alternative site. As discussed above under “Alternatives Screened Out from Detailed Consideration in the EIR” the use of an alternative site would also be expected to result in the same or similar environmental impacts to transportation and circulation as the project, albeit at a different site, and could even result in increased environmental impacts to the extent that such development is forced out to the urban fringe. The City also finds such a scenario to be environmentally infeasible, as it would result in increased regional environmental impacts under Greenhouse Gas emissions (Impact GHG-1), Land Use (Impact LU-1), and Population and Housing (Impact POP-1), similar to the No Project Alternative.

For the reasons noted above, the improvements needed to mitigate the significant impact at these intersections were determined to be infeasible due to economic, social, environmental, and policy reasons described above. As discussed in Section H of these findings, additional suggestions from commenter’s related to transportation mitigation measures were also determined to be infeasible.

Additional more detailed information is provided in the references below which are incorporated herein by reference.

Reference. Draft EIR and Final EIR, including but not limited to Draft EIR Section 3.13 (p. 3.13-46 et seq.), Draft EIR Section 4.6.4 (p. 4-176 et seq.) and 4.6.5 (p. 4-191 et seq), Draft EIR Table ES-2 (p. ES-30), and Draft EIR Appendix L page 55, Final EIR, Chapter 2, Response to Comments AS001-8, AS003-7, AL002-21, AL003-1, OR002-23, OR005-32, and PC027-6, Final EIR, Chapter 3, pp. 3-20 through 3-31; see also Final EIR Errata.

G. Findings on Project Alternatives

1 Alternatives Screened Out from Detailed Consideration in the EIR

The City finds that the alternatives considered but rejected from further evaluation in Draft EIR Section 4.4 (p. 4-4 et seq.) are infeasible, would not meet most of the basic project objectives, and/or would not reduce or avoid any of the significant effects of the project, for the reasons described in Draft Section 4.4.

As also described in Final EIR, Chapter 2, Response to Comment AL002-23, (1) no other sites in the City are owned or controlled by the project applicant, (2) no other sites in the City were identified that would support the project and meet the project objectives based on size, configuration, location, and proximity to existing infrastructure. (3) Additionally, the use of an alternative site would also be expected to result in the same or similar environmental impacts to transportation and circulation as the project, and could even result in increased environmental impacts to the extent that such development is forced out to the urban fringe, as discussed under the No Project Alternative in Draft EIR Section 4. (4) As also noted on Draft EIR page 3.8-16: Government Code 65589.5(a) explains that the legislature has concluded that “the lack of
housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California… [(3) Among the consequences of those actions are…. reduced mobility, urban sprawl, excessive commuting, and air quality deterioration…]" (5) Additionally, the project site was specifically identified in the City of Redondo Beach General Plan as the site with the greatest potential for future residential development in the City to meet the City Regional Housing Needs Assessment (RHNA). If the City decides to deny or reduce the residential density of such a project, the City would potentially have to meet the requirements of Gov. Code Section 65863, which states in part “No city, county, or city shall, by administrative, quasi-judicial, legislative, or other action, reduce, or require or permit the reduction of, the residential density for any parcel…”

2 Alternatives Analyzed in the EIR

Alternative 1 – No Project Alternative

As described in Draft EIR Section 4.5.1 (p. 4-6), the proposed modifications and additions to the existing South Bay Galleria property would not occur under this Alternative: no hotel, commercial, office, and residential uses would be developed. Instead, the South Bay Galleria would remain in its current physical condition, with the Nordstrom space being reoccupied by another tenant. Under this Alternative, the 1,008 residents that would have lived at the project site would continue to live elsewhere in the region.

Finding/Rationale: The Draft EIR determined that Alternative 1 would be environmentally superior to the proposed project related to reductions in localized vehicular intersection Level of Service Impacts (Draft EIR Section 4.8, p. 4-206). However, the City finds that this alternative is infeasible for specific economic, legal, social, technological, and other reasons and rejects this alternative. Specifically, Alternative 1 would not meet the project objectives, which are set forth in Draft EIR Section 2.2 (p. 2-1 et seq.). By leaving the project site in its current condition, Alternative 1 would not optimize the full potential of the approximately 30-acre site; would not attract one or more quality department stores or other large anchors to replace the departed Nordstrom (and thereby would not replace a substantial source of sales tax revenue to the City); would not further the City’s General Plan land use policies to “achieve the character of a pedestrian-oriented ‘urban center’” at this location by adding hotel rooms and residential units along with intensified retail and dining in proximity to the transit center to create a sustainable transit-oriented development or by establishing a critical mass of residents and hotel guests onsite; would not further the City’s Housing Element policies to meet a large portion of the City’s future housing needs by developing higher-density transit-oriented housing at the project site.

Furthermore, under recent state law passed in 2017, “If the approval of a development project results in fewer units by income category than identified in the jurisdiction’s housing element for that parcel and the jurisdiction does not find that the remaining sites in the housing element are adequate to accommodate the jurisdiction’s share of the regional housing need by income level, the jurisdiction shall within 180 days identify and make available additional adequate sites to accommodate the jurisdiction’s share of the regional housing need by income level.” (Gov. Code § 65863(c).) This would potentially move development to an alternative site. As discussed above under “Alternatives Screened Out from Detailed Consideration in the EIR” the use of an
alternative site would also be expected to result in the same or similar environmental impacts to transportation and circulation as the project, and could even result in increased environmental impacts to the extent that such development is forced out to the urban fringe. The City also finds Alternative 1 to be environmentally infeasible, as it would result in increased environmental impacts under Greenhouse Gas emissions (Impact GHG-1), Land Use (Impact LU-1), and Population and Housing (Impact POP-1).

**Alternative 2 – Reduced Density, No Stand-alone Retail Stores Alternative**

As described in Draft EIR Section 4.5.2 (p. 4-6 et seq.), Alternative 2 would reduce the number of residential units from the proposed 650 to 480 units. Residential building #1 would be reduced from an eight-story, 90-foot-tall building with 434 residential units to a six-story, 60-foot-tall building with 298 residential units. Residential building #2 would remain a seven-story, 83.5-foot-tall building, but would reduce residential units to 182 residential units. Alternative 2 would remove the three stand-alone retail stores on site, two located at the northwest corner of the site, along Artesia Boulevard, and one in the southeast corner of the site, along the SCE easement and Hawthorne Boulevard. All four major retail stores would remain; however, major retail store #4 would not include the construction of the third story, which would lower the building height to 36 feet. Further, the existing parking structure located in the northwest corner, along Kingsdale Avenue would remain as a five-level structure with 2,091 parking spaces rather than adding two new levels, as proposed. Alternative 2 would introduce approximately 744 new residents to the project site.

Access to the project site under Alternative 2 would be similar to the proposed project. There would be approximately 5,680 parking spaces on site, consisting of 256 surface parking spaces and 5,424 garage parking spaces. This Alternative would reduce total number of parking spaces by 770 compared to the proposed project. Finally, the hotel building height and area would be reduced from a 96-foot-tall, 105,000 sf building to an 86-foot-tall, 84,000 sf structure, with 120 rooms. The subterranean parking garage on the eastern side of the site, under the open-air retail promenade would be similar to the proposed project, under this Alternative.

Alternative 2 also would include an existing, reconfigured, or relocated police substation and additional on-site sewer pipelines and laterals to serve the proposed new buildings and land uses. Alternative 2 would require relocations of several main lines to accommodate the new building footprints. During these relocations, it is likely that the main line of the east would be made uniform at 12-inches in size. Relocations may require moving the water line into Hawthorne Boulevard, Artesia Boulevard, and/or Kingsdale Avenue, depending on final building alignments and required space for public utilities and easements. In addition to new routing of water lines and services, some existing water lines may be increased in size to accommodate the new demands from this Alternative. On-site sewers would connect to off-site sewers in Hawthorne and Kingsdale. Alternative 2 would increase the existing sewer load and, therefore, upsizing of off-site sewers would be required. The Kingsdale Avenue and Hawthorne Boulevard sewers would be upsized from the existing 8-inches in Hawthorne Boulevard to a 10- or 12-inch line, and from a 10-inch line in Kingsdale Avenue to a 12- or 15-inch line.
Finding/Rationale: The City finds that this alternative is infeasible for specific economic, legal, social, technological, or other reasons and rejects this alternative. Specifically, as indicated in Draft EIR Table 4-46 (p. 4-207), the significant and unavoidable impacts under TRA-1 of the project would still occur under Alternative 2.

Implementation of Alternative 2 would result in an unavoidable significant impact for Impact TRA-1 at Intersections #16, #17, and #19 because, under Alternative 2, no feasible mitigation measures are available that would mitigate Impact TRA-1, regarding a conflict with vehicular level of service criteria. Additionally, implementation of Alternative 2 would not meet the project objectives. Specifically, by eliminating stand-alone retail stores, Alternative 2 would not optimize the full potential of the approximately 30-acre site and would not maintain the key role played by the South Bay Galleria in the fiscal health of the City as one of the largest sources of sales tax revenue to the City.

Alternative 3 – Reduced Density, Reduced Underground Parking Alternative

As described in Draft EIR Section 4.5.3 (p. 4-15 et seq.), this alternative would reduce the amount of residential, retail and commercial development constructed on site. No stand-alone retail buildings would be developed. The amount of net new development would be reduced by approximately 70 percent relative to the proposed project. Alternative 3 would introduce 259,349 sf of net new development to the project site. (The proposed project would include 979,464 sf of net new development to the site).

This Alternative would keep the current retail layout essentially in place, albeit a slight reduction. It would develop one residential building, located in the southwestern portion of the site, which would consist of a six-story, 60-foot-tall building with 298 residential units; a reduction of 352 units (546 residents) as compared to the proposed project. There would not be a second residential building. Alternative 3 would introduce approximately 462 new residents to the project site.

The hotel component would be moved to the northeastern corner of the site, at the corner of Artesia Boulevard and Hawthorne Boulevard. The hotel would be reduced to a six-story, 60-foot tall building, with 91,800 sf and 130 rooms. Alternative 3 would not develop a subterranean parking garage on the eastern portion of the project site, thereby reducing the amount of grading and excavation. Rather, surface parking would be provided on the southeastern portion of the site, south of the existing Macy’s department store. Alternative 3 would provide approximately 3,836 total parking spaces, 2,614 fewer spaces than the proposed project. The existing above-ground parking structure at the corner of Kingsdale Avenue and Artesia Boulevard would remain. Access would be similar to that of the proposed project.

Alternative 3 would include an existing, reconfigured, or relocated police substation that is currently located at the South Bay Galleria and would include additional on-site sewer pipelines and laterals for the proposed new buildings and land uses. On-site sewers would connect to off-site sewers in Hawthorne and Kingsdale. Alternative 3 would increase the existing sewer load; upsizing of off-site sewers would be required. The Kingsdale Avenue and Hawthorne Boulevard
sewers would need to be upsized from the existing 8-inches in Hawthorne Boulevard to a 10- or 12-inch line, and from a 10-inch line in Kingsdale Avenue to a 12- or 15-inch line.

Finding/Rationale: The City finds that this alternative is infeasible for specific economic, legal, social, technological, or other reasons and rejects this alternative. Specifically, Alternative 3 would not meet the project objectives set forth in Draft EIR Section 2.2 (p. 2-1 et seq.) as well as the approved project. Alternative 3 would result in a reduction to the amount of existing commercial/retail square footage and would therefore not optimize the full potential of the 30-acre site, would not meet the project objective to “maintain the key role played by the South Bay Galleria in the fiscal health of the City of Redondo Beach (City) as one of the largest sources of sales tax revenue to the City, specifically attracting one or more quality department stores or other large anchors to replace the departing Nordstrom.” Additionally, this alternative would not meet the project objective of creating a pedestrian oriented urban center by “Adding...intensified retail and dining in proximity to the transit center to create sustainable transit-oriented development.”

H. Findings on Suggested Project Revisions in Comments

Finding. The City finds that specific economic, legal, social, technological, or other considerations make infeasible the following mitigation measures or project alternatives identified in the Final EIR, for the reasons explained below. These findings should be ready in conjunction with the Final EIR which provides more detailed information regarding specific suggestions from commenters.

- **Comment AL003-1** suggested expanding “on-site design measures such as providing funding to Metro to accelerate light rail extensions to the site ahead of existing Metro forecasts and the incorporation of private service roads that afford for improved on-site circulation.” Draft EIR pages 3.13-20 through 3.13-21 identify Transportation Demand Management (TDM) measures that will be required by the City of Redondo Beach for the project. These measures include improvements to bicycle and pedestrian facilities, such as bicycle parking facilities and sidewalks and other pathways providing access to the external pedestrian and bicycle system. Additionally, the project is required to comply with existing TDM regulations contained in RBMC § 10-2.2400 et seq. While the commenter suggests “design measures” the commenter’s specific suggestion was payment of fees to Metro to accelerate a potential green-line extension. The commenter’s suggestion is considered speculative, lacks evidence that it would reduce or avoid the proposed project’s significant and unavoidable impacts, and is unlikely to accelerate implementation of a potential green line extension.

While Metro prepared an Alternatives analysis study in 2009 for a potential Green Line Extension, and began preparation of a Draft EIR/EIS in 2012, Metro did not ultimately release an EIR and stopped work on a potential green-line extension until very recently. (See Response to Comment AR003-8). Metro has confirmed that if they were to move forward with a Green-line extension, such a project would not begin construction until 2028 at the earliest, and would not be operational for at least three years thereafter. Metro has indicated that they are only beginning to move forward with a second Alternatives analysis study (Comment AR003-8), which would then require preparation of an EIR, and subsequent
construction of the project. Furthermore, in 2016, Metro received a massive increase in funding, through the County-wide adoption of Measure M, which is anticipated to raise approximately $120 billion over the lifespan of the sales tax incorporated therein. Additionally, the project site is already required to pay a fair share of a potential green-line extension through the payment of sales tax, with the Galleria being one of the City of Redondo Beach’s largest sales tax generators. Payment of additional fees from the proposed project is unlikely to accelerate potential development of a green-line extension, which is largely limited by the long planning and input process from Metro, as well as the environmental review process. For example, during the last planning phase, Metro requested input from numerous neighboring jurisdictions over a three-year period. As noted in Response to Comment AL002-18, some of these jurisdictions, such as the City of Lawndale actively opposed a light rail extension. While the City of Redondo Beach will continue to consult with Metro on a potential Green line extension, payment of additional fees is not likely to expedite this process for the reasons described above. Additionally, depending upon the nature of Alternatives proposed by Metro (i.e. below grade, above grade, at-grade, specific route selected, etc.), there is a potential that a light rail extension could exacerbate Intersection LOS and would not mitigate any of the significant and unavoidable intersection impacts. Given the early stage in Metro’s planning process, the likelihood that a potential green-line extension would mitigate a specific intersection impact is also considered speculative.

The commenter also suggested “private service roads that afford for improved on-site circulation.” As an initial matter on-site circulation is not an environmental impact. (Walters v. City of Redondo Beach (2016) 1 Cal.App.5th 809 [rejecting argument that “movement of cars on the property may be considered ‘traffic’ as defined by CEQA.”].) Additionally, as shown in Draft EIR Figure 4-13, the project as approved would have 11 public access points and an additional service access point. Within the project site there is an additional six internal access points for individual buildings and underground parking, along with several internal access roads. The City finds that the commenter’s suggestion for a private service road would not reduce or avoid a significant environmental impact for the reasons described above.

- **Comment OR005-32** suggested “installing reflective pavement to encourage pedestrian and bicycle travel.” As noted in Response to Comment OR005-32, the commenter provides no evidence that this would indirectly encourage those modes of transportation to the extent that there would be a reasonably foreseeable substantial reduction in traffic generation at these intersections. As noted in Response to Comment OR005-24, the majority of the project site would not have paved surfaces. Given the lack of paved surfaces on the project site under the approved project, there would not be an appreciable reduction in temperature through installation of reflective pavement. Furthermore, as noted on Draft EIR page 3.1-2, the average annual maximum temperature in the area is 71.9 degrees Fahrenheit. Given all of these factors, the one specific suggestion to indirectly encourage bicycle and pedestrian activity is not anticipated to substantially reduce or avoid the significant and unavoidable impacts of the proposed project for all the reasons described above. (See also Living Rivers Council v. State Water Resources Control Board (2017) Case No. A148400 [“The likelihood
that an indirect effect (such as increased groundwater pumping) will materialize, and the severity of the effect if it does materialize, are relevant to assessing a proposed mitigation measure’s likely success [i.e. feasibility] in achieving the goal of protecting the environment.”).

Comment PC027-6 suggests that the City “install gates on both streets to restrict access to residents only” on Firmona Avenue to make the street “safe and Kid friendly...[and] aesthetically balanced.” The Final EIR did not identify any significant impacts related to traffic and transportation on Firmona Avenue. Additionally, as described in Draft EIR Section 3.0.3 Aesthetics are not considered environmental impacts for this project by statute. Consequently the recommendation does not constitute a mitigation measure (i.e. an improvement to reduce or avoid a significant impact). Furthermore, the suggestion is considered legally infeasible. The state has plenary power and has preempted the field of traffic control. (Vehicle Code Section 21.) More specifically, California Vehicle Code Section 21101.6 states “local authorities may not place gates or other selective devices on any street which deny or restrict the access of certain members of the public to the street, while permitting others unrestricted access to the street.”

I. Finding on the Final EIR

Chapter 2 of the Final EIR (p. 2-1 et seq.) includes the comments received on the Draft EIR and responses to those comments. The focus of the responses to comments is on the disposition of environmental issues as raised in the comments, as specified by CEQA Guidelines §15088(b). The City finds that the Final EIR merely clarify and amplify the analysis presented in the document and do not trigger the need to recirculate per CEQA Guidelines §15088.5(b).

J. Custodian of Records

The documents and other materials that constitute the record of proceedings on which the project findings are based are located at the City of Redondo Beach Community Development Department, 415 Diamond Street, Redondo Beach, CA. The custodian for these documents is the Community Development Department of the City of Redondo Beach. This information is provided in compliance with Public Resources Code §21081.6(a)(2) and CEQA Guidelines §15091(e).
II. Statement of Overriding Considerations

The Final EIR determined that the project would have a significant and unavoidable Level of Service (LOS) intersection impacts at Intersections #16, #17, and #19 (Impact TRA-1). The City of Redondo Beach finds that the specific economic, legal, social, technological, region-wide and state-wide environmental benefits, and other benefits of the project as approved outweigh the unavoidable adverse environmental effects, and that these adverse environmental effects are considered acceptable for the reasons outlined below. Each benefit (and subsection thereof) set forth below independently constitute an overriding consideration warranting approval of the Project.

One of the project objectives for the Galleria Improvement project is to ‘To maintain the economic vitality of the South Bay Galleria, optimize the full potential of the 30-acre site, and avoid long-term store closures and loss of customers.’ Additional project objectives include “To maintain the key role played by the South Bay Galleria in the fiscal health of the City of Redondo Beach (City) as one of the largest sources of sales tax revenue to the City, specifically attracting one or more quality department stores or other large anchors to replace the departing Nordstrom.” Nordstrom’s was one of the primary anchor tenants who vacated the Galleria site in October 2015. The project as approved would provide new commercial retail space capable of attracting new anchor tenant(s) and would provide new on-site residences and hotels, which would help ensure the long-term economic vitality of the site and the City, through increased sales tax.

As noted in Draft EIR Section 3.8 and 3.10, the legislature has concluded that “the lack of housing, including emergency shelters, is a critical problem that threatens the economic, environmental, and social quality of life in California... Among the consequences of those actions are... reduced mobility, urban sprawl, excessive commuting, and air quality deterioration...” (Government Code 65589.5(a).) In 2017, the Legislature further amended this statute to add twelve new findings which explain, in part, that “California has a housing supply and affordability crisis of historic proportions.” (AB 1515 [2017].) The Redondo Beach Housing Element was recently amended by the City Council in September 2017 and contains State mandated policies and analysis to ensure that the City “facilitate[s] the improvement and development of housing to make adequate provision for the housing needs of all economic segments of the community” (Gov. Code Section 65580(d)). More specifically, the Legislature’s stated intent is “to assure that counties and cities recognize their responsibilities in contributing to the attainment of the state housing goal...to assure that counties and cities will prepare and implement housing elements which...will move toward attainment of the state housing goal” (Gov. Code Section 6581). State law requires that jurisdictions provide their fair share of regional housing needs. The current Regional Housing Needs Allocation (RHNA) identifies housing needs in each SCAG jurisdiction and allocates a fair share of that need to every community. Redondo Beach’s RHNA for the 2013–2021 planning period has been determined by SCAG at 1,397 housing units. The project as approved would help meet these legislative goals by providing 300 new residential units.

Additionally, if the project were denied, then the City would potentially have to comply with Gov. Code § 65963(c)(2) which would potentially require the City to amend its zoning to provide
new residential density at other locations within the City. As noted in Draft EIR Section 3.0.3 the project site is considered a Transit Priority Area, which provides several environmental benefits described in greater detail below. Consequently, if this development were relocated to another site within the City, it would likely result in increased environmental impacts in comparison to the project site, as discussed under the No Project Alternative in Draft EIR Section 4.

In April 2016, the SCAG adopted the 2016-2040 Regional Transportation Plan/Sustainable Communities Strategy (RTP/SCS). The 2016-2040 RTP/SCS has the primary goal of reducing long-term emissions from transportation sources to comply with Senate Bill (SB) 375, improving public health and meeting the National Ambient Air Quality Standards (NAAQS) as set forth by the federal Clean Air Act. The project would be located within walking distance to public transportation as well as existing residential uses within the city. The proposed project is also within close proximity to transit, existing and new residences, and falls within a transit priority area (under SB 743) … The key goal of the SCS is to achieve long-term GHG emission reduction targets through integrated land use and transportation strategies. The focus of these reductions is on transportation and land use strategies that influence vehicle travel.

As also discussed on Draft EIR pages 4-43 and 4-46, elimination of the project, which falls within a Transit Priority Area, would result in greater regional traffic (i.e. VMT) and associated GHG and Air Quality emissions. The Legislature adopted Senate Bill 743 (2013) with the goal of “encouraging land use and transportation planning decisions and investments that reduce vehicle miles traveled [VMT] and contribute to the reductions in greenhouse gas emissions.” (See also SB375 [2008] creating SCAG’s Regional Transportation Plan/Sustainable Communities Strategy.) The Legislature explained in SB 743 that “there is a need to balance the need for level of service standards for traffic with the need to build infill housing and mixed use commercial developments within walking distance to mass transit facilities, downtowns, and town centers and to provide greater flexibility to local governments to balance these sometimes competing interests.” As detailed in the project-specific traffic study (Fehr & Peers 2016), the project’s VMT are expected to be lower than a regionally comparable use. Further detail on the project’s consistency with SB 375 and SB743 is provided in the project’s transportation study, Appendix L (Fehr & Peers 2016) and Draft EIR Section 3.13, Transportation and Traffic. Consequently, the project would provide regional air quality, regional GHG, and regional VMT benefits and would help avoid urban sprawl.
Mitigation Monitoring and Reporting Program

<table>
<thead>
<tr>
<th>Mitigation Measures</th>
<th>Method of Verification</th>
<th>Responsibility/Timing of Implementation</th>
<th>Enforcement Agency</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Biological Resources</strong></td>
<td>Field verification with written verification submitted by the biologist to the City of Redondo Beach.</td>
<td>Applicant to hire a City-approved biologist to conduct a preconstruction nesting bird survey prepared if Construction activities begin during nesting bird season (February 1 to August 31). If active nests are observed, buffer zones shall be implemented consistent with the measure. Additional nesting bird surveys shall be conducted within 7 days prior to removal of landscaping while the project is ongoing during the nesting season.</td>
<td>City of Redondo Beach.</td>
</tr>
</tbody>
</table>

**Mitigation Measure MM BIO-1: Nesting Bird Avoidance Measures. Impacts to nesting birds protected by the MBTA and California Fish and Game Code will be avoided through implementation of the following measures:**

- If construction activities begin during the nesting bird season (February 1 to August 31), a preconstruction nesting bird survey shall be conducted prior to the onset of construction, a maximum of 7 days prior to the commencement of construction activities. The survey shall be conducted by a qualified City-approved biologist within the study area. If no nesting birds are found within the study area, construction may be initiated without impacts to nesting birds. Additional nesting bird surveys shall be conducted within 7 days prior to removal of landscaping while the project is ongoing during the nesting season.

- If an active nest is observed during the nesting bird survey, the qualified City-approved biologist will establish a buffer zone where no construction activities would occur until the nest is no longer active, which shall be (1) 300 feet for passerines, (2) 500 feet for raptors, or (3) another suitable distance as deemed appropriate by the biologist to ensure less than significant impacts will occur, depending on the specific observed species. Additionally, the avian species that would nest in the study area are accustomed to urban environments and regular activities that occur within the South Bay Galleria; therefore, the buffer distance will be determined by the City-approved biologist based on the location of the nest in relation to construction and the intensity of the work, as well as the species' sensitivity to disturbance. The City-approved biologist shall monitor the nesting activity during construction activity to verify that the buffer is adequately placed and to confirm that nesting is not compromised by project construction. On-site monitoring during construction may also be required as determined by the qualified biologist based on sensitivity of the species, intensity of the impact, and proximity to construction activities. The buffer shall remain in place while the nest is active.

- Construction-generated noise or any nighttime lighting that could impact the nest shall be directed away from active bird nests to prevent potential harassment and any incidental take of an active nest.

**Cultural Resources**
<table>
<thead>
<tr>
<th>Mitigation Measure</th>
<th>Method of Verification</th>
<th>Responsibility/Timing of Implementation</th>
<th>Enforcement Agency</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Mitigation Measure MM CUL-4:</strong> Prior to start of earth moving activities, a City approved, qualified professional paleontologist, meeting the Society of Vertebrate Paleontology (2010) standards, shall be retained to conduct pre-construction worker paleontological resources sensitivity training. This training can be conducted in conjunction with the training outlined in CUL-1 via a module provided to the qualified archaeologist. This training shall include information on what types of paleontological resources could be encountered during excavations, what to do in case an unanticipated discovery is made by a worker, and laws protecting paleontological resources. All construction personnel shall be informed of the possibility of encountering fossils and instructed to immediately inform the construction foreman or supervisor if any bones or other potential fossils are unexpectedly unearthed in an area where a paleontological monitor is not present.</td>
<td>Written verification.</td>
<td>Applicant to retain a City approved qualified professional paleontologist prior to project construction and to provide a preconstruction worker paleontological resources sensitivity training. Construction worker to monitor and inform paleontologist, construction foreman, and/or supervisor upon discovery of bones or other potential fossils unearthed.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td><strong>Mitigation Measure MM CUL-5:</strong> The qualified professional paleontologist, or a paleontological monitor working under the direct supervision of the qualified professional paleontologist (or a cross-trained archaeologist/paleontological monitor), shall monitor all ground-disturbing activity 3 feet below the depth of artificial fill (which generally corresponds to a depth between 6 and 11 feet below the modern ground surface, depending on the depth of artificial fill). The location, duration, and timing of monitoring shall be determined by the qualified professional paleontologist designated for the project in consultation with the City, and shall be based on a review of geologic maps and grading plans. During the course of monitoring, if the paleontologist can demonstrate, based on observations of subsurface conditions, that the level of monitoring should be reduced, the paleontologist, in consultation with the City, may adjust the level of monitoring, as warranted. Paleontological monitoring shall include inspection of exposed rock units and sediment stockpiles during active excavations with sensitive geologic sediments. If sediments appropriate for the recovery of microfossils are noted by the paleontological monitor or qualified professional paleontologist, a test sample following the Society of Vertebrate Paleontology guidelines (SVP, 2010) (or an amount deemed appropriate by the qualified professional paleontologist not to exceed the SVP 2010 recommendations) shall be collected and screened for microfossils on or offsite. If the test sample yields significant, identifiable microvertebrate fossils, a standard sample (or an amount determined sufficient by the qualified professional paleontologist not to exceed the SVP 2010 recommendations), consistent with Society of Vertebrate Paleontology (2010) guidelines, shall be collected and screened on or offsite. The paleontological monitor shall be equipped with the necessary equipment to quickly and safely remove any exposed fossils and collect necessary geographical, stratigraphical, taphonomic, and sedimentological data. The paleontological monitor shall have authority to temporarily divert excavation operations away from exposed fossils to collect associated data and recover the specimens if deemed necessary.</td>
<td>Monitoring Agreement and written report.</td>
<td>Applicant retained paleontologist to monitor during ground-disturbing activity 3 feet below the depth of artificial fill (which generally corresponds to a depth between 6 and 11 feet below the modern ground surface, depending on the depth of artificial fill). The level of monitoring can be modified as laid out in the mitigation measure.</td>
<td>City of Redondo Beach.</td>
</tr>
</tbody>
</table>
**Mitigation Monitoring and Reporting Program (continued)**

<table>
<thead>
<tr>
<th>Mitigation Measures</th>
<th>Method of Verification</th>
<th>Responsibility/Timing of Implementation</th>
<th>Enforcement Agency</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>is determined necessary to remove the fossils, the paleontological monitor shall have the authority to set up a 50-foot exclusion zone with flagging tape around the fossils while they are quickly and safely removed.</em> Monitors shall prepare daily logs detailing the types of activities and soils observed, and any discoveries. Any fossils recovered shall be prepared to the point of identification, identified to the lowest taxonomic level, and curated at an accredited facility. Following the completion of monitoring, the qualified paleontologist shall prepare a report documenting the absence or discovery of fossil resources onsite. If fossils are found, the report shall summarize the results of the inspection program, identify those fossils encountered, detail the recovery and curation efforts, and describe the methods used in these efforts, as well as describe the fossils collected and their significance. A copy of the report shall be provided to the City and to an appropriate repository.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Written Verification.</td>
<td>Continuously by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
<td></td>
</tr>
</tbody>
</table>

**Mitigation Measure MM CUL-6:** In the event of unanticipated discovery of paleontological resources when a paleontological monitor is not present, the contractor shall cease ground-disturbing activities within 50 feet of the find until it can be assessed by the qualified paleontologist. The qualified paleontologist shall assess the find, implement recovery and reporting measures if necessary per Mitigation Measure MM CUL-5, and determine if paleontological monitoring is warranted once work resumes.

**Greenhouse Gas Emissions**

| Mitigation Measure MM GHG-1: To reduce GHG emissions from the project site and to maximize the project's ability to achieve GHG emissions reductions, the project shall install renewable energy (e.g., solar photovoltaics) such that a minimum of 37 MWh per year is generated. Applicant shall maximize the amount of renewable energy on the project site, however off-site renewable energy is permissible, pursuant to City approval[1]. The Applicant can reduce the amount of renewable energy required by incorporating other GHG reduction measures such that equal GHG offsets are achieved. If the Applicant elects to phase the project and/or partially utilize reductions other than renewable energy, the applicant shall provide to the Community Development Department an alternative GHG Reduction plan specifying when and which mitigation and design features would be incorporated into the project which shall be supported by substantial evidence demonstrating that an equivalent GHG reduction of 37 MWh would be achieved. The alternative GHG Reduction Plan shall be provided prior to the issuance of building permits. If the applicant elects to utilize a GHG Reduction plan, this plan shall be submitted by the applicant and reviewed and approved by the Community Development Department as being in compliance with this measure prior to the issuance of the certificate of occupancy. The following features are not an all-inclusive list of alternative GHG reduction options, additional options can be relied upon if the applicant provides substantial evidence that an equivalent GHG reduction to all or part of the 37 MWh would be achieved. |
| Written report. | By the Applicant prior to the certificate of occupancy. The physical improvements contemplated in GHG-1 shall be implemented and operational prior to the issuance of the certificate of occupancy. If the project is developed in phases, each phase's contribution to GHG emissions must be offset, consistent with GHG-1, prior to issuance of a certificate of occupancy for that phase. | City of Redondo Beach. |
### Mitigation Monitoring and Reporting Program (continued)

<table>
<thead>
<tr>
<th>Mitigation Measures</th>
<th>Method of Verification</th>
<th>Responsibility/Timing of Implementation</th>
<th>Enforcement Agency</th>
</tr>
</thead>
<tbody>
<tr>
<td>Implement motion detectors on lights in parking garages that service the residential portion of the project.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>All buildings constructed as part of the project that achieve efficiencies beyond those specified in 2016 version of the California Code of Regulations, Title 24 requirements.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Develop a TDM Program for the project and shall submit the TDM Program to the City Department of Public Works for review and approval. The Project Applicant shall be responsible for funding and overseeing the delivery of trip reduction/TDM programs and strategies that may include, but are not limited to, the following:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Include priority parking associated with electrical charging stations for both the residential and commercial portions of the project.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Establishment of carpool, buspool, or vanpool programs;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Vanpool purchase incentives;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Cash allowances, passes or other public transit subsidies and purchase incentives;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Preferential parking locations for ridesharing vehicles;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Guaranteed ride-home program for ridesharing;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Computerized commuter rideshare matching services;</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Bicycle programs including bike purchase incentives, storage, and maintenance programs</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o On-site car share and bike share service</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Preparation of a Parking Management Plan to address parking accommodations for large events; or</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o Designation of an on-site transportation coordinator for the Project.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>No fireplace hearths shall be incorporated into the project design.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

[1] Approval from other agencies may also be required if offsite solar is proposed outside the limits of Redondo Beach.

### Noise

<p>| Mitigation Measure MM NOI-1: The onsite operation of construction equipment that generates high levels of vibration, such as large bulldozers and large loaded trucks, shall be prohibited within 100 feet of nearest single-family residential | Included in contractor's scope of work and | Continuously by the Applicant during project construction. | City of Redondo Beach. |</p>
<table>
<thead>
<tr>
<th>Mitigation Measures</th>
<th>Method of Verification</th>
<th>Responsibility/Timing of Implementation</th>
<th>Enforcement Agency</th>
</tr>
</thead>
<tbody>
<tr>
<td>building along Kingsdale Avenue (R-1 and R-3) during project construction.</td>
<td>agreements; written verification.</td>
<td>Continuously by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Instead, small bulldozers not exceeding 310 horsepower shall be used within this area during demolition, grading, and excavation operations. The use of smaller bulldozers would result in vibration levels of 67 VdB at the single-family residential uses (R-1 and R-3), which would not exceed the FTA's 72 VdB for continuous/frequent intermittent sources.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Mitigation Measure MM NOI-2: During all project construction, all construction equipment, fixed or mobile, shall be operated with closed engine doors, if so equipped, and shall include properly operating and maintained residential-grade mufflers consistent with manufacturers' standards.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Mitigation Measure MM NOI-3: The on-site operation of construction equipment that generates high levels of noise, such as large bulldozers and large loaded trucks, shall be conducted a minimum of 100 feet away from noise-sensitive receptors so that emitted noise is naturally dissipated from the receptors. Small bulldozers not exceeding 310 horsepower shall be used within this area during demolition, grading, and excavation operations.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Mitigation Measure MM NOI-4: Equipment staging shall be located in areas that are shielded from and/or set back from noise-sensitive receptors, with a minimum of 100 feet separation between the sensitive receptor and the nearest edge of the staging area.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Mitigation Measure MM NOI-5: Where available, electrical power from a grid connection shall be used to run air compressors and similar power tools and to power any temporary equipment.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Mitigation Measure MM NOI-8: Temporary sound barriers shall be installed and maintained by the construction contractor between the construction site and the residences to the west and east as needed during construction phases with high noise levels. Temporary sound barriers shall consist of either sound blankets capable of blocking approximately 20 A-weighted decibels (dBA) of construction noise or other sound barriers/techniques such as acoustic padding or acoustic walls placed near the existing residential buildings to the east of the project site that would reduce construction noise by approximately 20 dBA. Barriers shall be placed such that the line-of-sight between the construction equipment and immediately adjacent sensitive land uses is blocked.</td>
<td>Included in contractor's scope of work and agreements; written verification.</td>
<td>Continuous by the Applicant during project construction.</td>
<td>City of Redondo Beach.</td>
</tr>
<tr>
<td>Traffic</td>
<td>Written verification.</td>
<td>Prior to the issuance of building permits the applicant shall apply to the City of Lawndale to implement the improvement identified under MM TRA-1. Upon approval by the City of</td>
<td>City of Redondo Beach and City of Lawndale</td>
</tr>
<tr>
<td>Mitigation Measure MM TRA-1: Inglewood Avenue &amp; Artesia Boulevard (Intersection #13) Prior to the issuance of the certificate of occupancy, the northbound approach shall be restriped from one left-turn lane, two through lanes, and one right-turn lane to one left-turn lane, two through lanes, and a</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mitigation Measures</td>
<td>Method of Verification</td>
<td>Responsibility/Timing of Implementation</td>
<td>Enforcement Agency</td>
</tr>
<tr>
<td>------------------------------------------------------------------------------------</td>
<td>------------------------</td>
<td>--------------------------------------------------------------------------------------------------------</td>
<td>-------------------------------------------</td>
</tr>
<tr>
<td>shared through/right-turn lane. The northern portion of the intersection contains</td>
<td></td>
<td>Lawndale, the Applicant shall fully fund and construct this improvement.</td>
<td></td>
</tr>
<tr>
<td>three departure lanes in the northbound direction.</td>
<td></td>
<td>Prior to the issuance of building permits the applicant shall apply to the City of Lawndale to implement</td>
<td></td>
</tr>
<tr>
<td>Mitigation Measure MM TRA-2: Redondo Beach Boulevard &amp; Artesia Boulevard (Intersection #15)</td>
<td>Written verification.</td>
<td>the improvement identified under MM TRA-2. Upon approval by the City of Lawndale, the Applicant shall</td>
<td>City of Redondo Beach and City of Lawndale</td>
</tr>
<tr>
<td>the westbound approach shall be restriped from two through lanes and one right-turn</td>
<td></td>
<td>fully fund and construct this improvement.</td>
<td></td>
</tr>
<tr>
<td>lane to two through lanes and one shared through/right-turn lane. An additional</td>
<td></td>
<td>Prior to the issuance of building permits the applicant shall apply to the City of Torrance to</td>
<td></td>
</tr>
<tr>
<td>westbound receiving lane shall be added extending for a minimum of half a block to</td>
<td></td>
<td>implement the improvement identified under MM TRA-3. Upon approval by the City of Torrance, the</td>
<td></td>
</tr>
<tr>
<td>the west of the intersection. The on-street parallel parking on Artesia Boulevard</td>
<td></td>
<td>Applicant shall fully fund and construct this improvement.</td>
<td></td>
</tr>
<tr>
<td>would need to be removed to implement the proposed additional westbound lane.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mitigation Measure MM TRA-3: Prairie Avenue &amp; Artesia Boulevard (Intersection #17)</td>
<td>Written verification.</td>
<td>Prior to the issuance of building permits the applicant shall apply to the City of Torrance to</td>
<td>City of Redondo Beach and the City of</td>
</tr>
<tr>
<td>Prior to the issuance of the certificate of occupancy, right-turn overlap signals</td>
<td></td>
<td>implement the improvement identified under MM TRA-3. Upon approval by the City of Torrance, the</td>
<td>Torrance</td>
</tr>
<tr>
<td>would be installed at this intersection in the southbound and westbound directions.</td>
<td></td>
<td>Applicant shall fully fund and construct this improvement.</td>
<td></td>
</tr>
<tr>
<td>Mitigation Measure MM TRA-4: I-405 Southbound Ramp &amp; Artesia Boulevard (Intersection</td>
<td>Written verification.</td>
<td>Prior to the issuance of building permits the applicant shall apply to the City of Torrance and</td>
<td>City of Redondo Beach, City of Torrance,</td>
</tr>
<tr>
<td>18) Prior to the issuance of the certificate of occupancy, the eastbound approach</td>
<td></td>
<td>Caltrans to implement the improvement identified under MM TRA-4. Upon approval by the City of Torrance</td>
<td>and Caltrans</td>
</tr>
<tr>
<td>would be restriped from two through lanes, one shared through/right-turn lane, and</td>
<td></td>
<td>and Caltrans, the Applicant shall fully fund and construct this improvement.</td>
<td></td>
</tr>
<tr>
<td>one right-turn lane to two through lanes and two right-turn lanes. Existing signage</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>upstream of the intersection would be changed to identify the lane configuration and</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>restrictions.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
The Final Environmental Impact Report (EIR) and supporting documents are available for review at the following link:

http://www.redondo.org/depts/community_development/planning/south_bay_galleria_draft_eir.asp

The Final EIR is also available for review at the following locations:

1. City of Redondo Beach, Community Development Department, 415 Diamond Street, Door ‘E,” Redondo Beach, California 90277
2. City of Redondo Beach, City Clerk, 415 Diamond Street, Door “C”, Redondo Beach, California 90277
3. Redondo Beach Public Library, 303 N. Pacific Coast Highway, Redondo Beach, California 90277
4. Redondo Beach Public Library - North Branch, 2000 Artesia Boulevard, Redondo Beach, California 90277
FINAL EIR ERRATA

The South Bay Galleria Improvement Project Final EIR noted that “The Final EIR becomes final upon certification by the City’s decision-making body, consequently, additional modifications to the Final EIR may be provided up until the time of certification.” (Final EIR, Section 1.1.) This Errata incorporates a Response to a Comment which was received after the close of the Draft EIR comment period into Chapter 2 of the Final EIR. This Errata also incorporates additional revisions to the Final EIR, Chapter 3, “Modifications to the Draft EIR,” Section 3.2.11. The City finds that the Final EIR Errata merely clarify and amplify the analysis presented in the document and do not trigger the need to recirculate per CEQA Guidelines §15088.5(b). Deletions are shown with strikethrough and additions are shown with underline. Where existing text has been omitted and is not shown in strikethrough, this omitted text shall be considered retained in its current state (such omitted text may be shown as “...”).

2.3.6 Public Comment – Late Submittal

The comment below was received after the close of the South Bay Galleria DEIR comment period, which ended on September 11, 2017, and therefore no response is legally required.

Responses have been provided in regards to substantive portions of the comment letter that address an environmental issue with the project.

<table>
<thead>
<tr>
<th>ID Code</th>
<th>Date (date of issuance of receipt)</th>
<th>Individual/Organization</th>
<th>Responses in addition to FEIR Chapter 2</th>
</tr>
</thead>
<tbody>
<tr>
<td>PC050</td>
<td>9/22/2017</td>
<td>Mary and Paul Miller</td>
<td>Late Submittal RTC Document</td>
</tr>
</tbody>
</table>

Comment PC050-1

Thank you for accepting input on the Galleria Mall project.

We reviewed the various plans and elevations for each of the proposed project site developments and alternative layouts and we have some general and specific comments regarding the development drawings and proposals.

---

1 As part of the Project’s entitlement process, additional revisions have been made to the Conditions of Approval (COA) discussed in the EIR, which have not been shown in this Errata. The COAs adopted by the City in the approving resolution shall control and take precedence over any COA language in the EIR.
We live on Little Hawthorne and 176th St. so we are located directly East of the mall. I have grown up in this same house and seen Hawthorne and the mall develop for the last 40 years.

General Comments:
In general, we are excited to see development happening to the mall. As malls are currently changing due to the changing habits of shoppers, we do not want to see the Galleria continue to lose retail stores to Del Amo and deteriorate to a second-rate mall (or close like the Hawthorne Mall).

We attended community outreach meetings hosted by the developer for immediate neighbors multiple times so we are very vested in the planning and success of this mall property.

We are strong proponents of mixed use developments so we are happy to see the residential, retail, and hotel components on this property. And we are excited to have the Green Line extend to this site in order to connect public transportation to this area. Hopefully the buses and Green Line trains will encourage people to live in this area and travel more with public transportation. The housing components provide much-needed housing in Southern California. And specific to this property, the residents and hotel guests are built-in clientele for the restaurants and stores at the mall, which will help to ensure healthy, thriving businesses.

Currently the property has far too much surface parking and too many fully enclosed, large box retail buildings that do not connect with the context of the city surrounding the buildings. From an urban design point of view, the current mall is a wasteland of asphalt with a center island of blank exterior walled buildings cut off from the city. There is almost no accessible crosswalks, curb cuts, or sidewalks that surround and connect the public sidewalks with the mall property. Sidewalks terminate with no curb cuts and no crosswalks so it is very difficult for people in wheel chairs, parents with strollers, or pedestrians to safely move through the property. There are also no bike paths and very little landscaping to shade the dark asphalt and soften the look and experience of the property.

So seeing the development drawings brings us hope that there will be improvements to the neighborhood. But as a general comment, the elevation drawings are very inconsistent in detail, content, and development. The residential buildings, hotel building, and some retail spaces seem to have some design development but other retail buildings (including existing structures) are devoid of glazing and detail so they appear to be larger warehouse structures. Hopefully areas like the existing parking garage and Kohls get some kind of face lift to make the buildings look like they are part of the project improvements. The landscaping in the elevations is also sporadic, meager, and non-existent in areas of the elevations.

As Redondo Beach, Torrance, Hawthorne, and the mall have grown and developed, traffic has increased, buildings have become larger, and the area is no longer appropriate for single family residences along Kingsdale and Hawthorne. On the west side, single family residences are no longer appropriate to be directly across the street from an 8 story parking garage or an 8 story residential building. And on the east side, single family residences in a small pocket from 177th street to Sizzlers face 11 lanes of traffic and pollution from Hawthorne and an uninviting parking lot with black facade buildings. The prevailing winds blow east with pollution and garbage from the mall and Hawthorne with little to no landscaping, walls, or buffers to reduce noise, pollution, and vehicular or mall light pollution.

So hopefully Redondo Beach, Torrance, and Cal Trans can work together with the developer to look not just at the micro-level of the immediate property, but the macro-level of surrounding area. We hope
everyone can review the zoning, landscaping, and other ways to transition this site more cohesively to the surrounding neighborhoods. There needs to be better ways to mitigate the noise, pollution, and traffic and help to make the adjacent properties more appropriate to this current scale of development and use. There definitely should be more trees, landscaping, and possibly low walls to higher walls to provide buffers to neighboring residences and reduce pollution (from vehicle lights, noise, and exhaust) in the area. The landscaping on the property, along the public right-of-ways, in the center medians, and along the opposite side public right-of-ways should be improved as part of, or in conjunction with this development. One potential solution for the west side of the property would be to rezone the Kingsdale single family properties from R1 to a more appropriate multifamily zoning designation that would encourage multifamily housing. Multifamily properties would have more appropriate building scale and the driveways could lead to subterannean parking that allows turnaround space on the property so residents can come out onto Kingsdale driving forward instead of reverse. Currently the single family residences have short driveways that force the residents to back out into oncoming traffic from the buses and mall traffic. Along Hawthorne, and specifically Little Hawthorne, a vine-covered wall with layers of additional trees and bushes on the medians and sidewalks, would be great to buffer the mall and street traffic from the east side single family residences.

Response to Comment PC050-1

Thank you for your comment. The commenter generally provides statements of opinion regarding the existing setting of the project and suggested design features for the project.

The commenter also asserts “the elevation drawings are very inconsistent in detail, content, and development. The residential buildings, hotel building, and some retail spaces seem to have some design development but other retail buildings (including existing structures) are devoid of glazing and detail so they appear to be larger warehouse bunkers...” The commenter’s opinions are noted, however the level of detail requested is not required by CEQA. As discussed under CEQA Guidelines Section 15124 “[t]he description of the project...should not supply extensive detail beyond that needed for evaluation and review of the environmental impact.” (See also Dry Creek Citizens Coalition v. County of Tulare (1999) 70 Cal.App.4th 20 [“Appellants have not established that the general description of the diversion structures in the EIR coupled with approval of final designs after the project is approved violated any CEQA mandate.”].) Furthermore, Draft EIR Figures 2-8 through 2-11 provided detailed elevations of the proposed project. Similarly, Draft EIR Figure 4-15 through 4-18 provided detailed elevations of Alternative 4/4-1.

The commenter further states “As Redondo Beach, Torrance, Hawthorne, and the mall have grown and developed, traffic has increased, buildings have become larger, and the area is no longer appropriate for single family residences along Kingsdale and Hawthorne. On the west side, single family residences are no longer appropriate to be directly across the street from an 8 story parking garage or an 8 story residential building... And on the east side, single family residences in a small pocket from 177th street to Sizzlers face 11 lanes of traffic and pollution from Hawthorne and an uninviting parking lot with black facade buildings.”

The commenter’s opinions are noted, however the EIR did not identify any significant intersection impacts or air quality impacts to homes on the west side of the project site. While the commenter equates
increased vehicles to increased air pollution, this is an incorrect assumption. As discussed in Draft EIR page 3.1-11:

[A]ir quality within the Basin has generally improved since the inception of air pollutant monitoring in 1976. This improvement is mainly due to lower-polluting on-road motor vehicles, more stringent regulation of industrial sources, and the implementation of emission reduction strategies by the SCAQMD. This trend toward cleaner air has occurred in spite of continued population growth. As discussed in the 2012 Air Quality Management Plan (AQMP) for the SCAB as a whole:

Despite this growth, air quality has improved significantly over the years, primarily due to the impacts of the region’s air quality control program ... PM10 levels have declined almost 50% since 1990, and PM2.5 levels have also declined 50% since measurements began in 1999... the only air monitoring station that is currently exceeding or projected to exceed the 24-hour PM2.5 standard from 2011 forward is the Mira Loma station in Western Riverside County. Similar improvements are observed with ozone, although the rate of ozone decline has slowed in recent years...[¶] Since the end of World War II, the Basin has experienced faster population growth than the rest of the nation. The annual average percent growth has slowed but the overall population of the region is expected to continue to increase through 2023 and beyond... Despite this population growth, air quality has improved significantly over the years, primarily due to the impacts of air quality control programs at the local, state and federal levels....PM2.5 levels in the Basin have improved significantly in recent years. By 2013 and again in 2014 and 2015, there were no stations measuring PM2.5 in the Basin violating the former 1997 annual PM2.5 NAAQS (15.0 µg/m3) for the 3-year design value period with the filter-based federal reference method (FRM).5 On July 25, 2016 U.S. EPA finalized a determination that the Basin attained the 1997 annual (15.0 µg/m3) and 24-hour PM2.5 (65 µg/m3) NAAQS, effective August 24, 2016.

Please also see Draft EIR Section 3.13, and Final EIR, Chapter 3 Modifications, for additional details regarding the project’s vehicular intersection analysis. Please also see Draft EIR Section 3.0.3 for discussion of aesthetics (i.e. “mall light pollution.”). Please see Draft EIR Section 3.9 for discussion of noise. The City further finds that the commenter’s suggestion to “rezone the Kingsdale single family properties from R1 to a more appropriate multifamily zoning designation” would not reduce or avoid a significant environmental impact. Nevertheless, the commenter’s suggestion will be forwarded to the decision makers.

**Comment PC050-2**

Main Proposal:

Pros

This site plan appears to have the least amount of surface parking, which is promising, and begins to surround the buildings with more landscaping. The underground parking reduces vehicular light pollution, noise pollution (from car alarms, cars honking, and general car noises) and the heat island effect. The Open Air Retail space is the central heart of the project and is the best part of the
development. This central space has great potential if it develops into something similar to some of the perspective renderings. Also the developer said they will try to surround the open air retail center core with non-chain, higher quality restaurants similar to The Point in El Segundo. This would be a fantastic improvement. The residential building to the west is extremely tall, which will dwarf the single family residences across the street.

**Response to Comment PC050-2**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 1 of the project and preferred design features for the project. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City's decision-making body.

With regards to building heights, please refer to Draft EIR Section 2.0, *Project Description*, and Section 4.0, *Alternatives*, for additional information on project features. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Nevertheless, the commenter's suggestions have been included in the Final EIR for consideration by the decision-makers.

**Comment PC050-3**

Main Proposal:

**Cons**
The elevations of the retail buildings facing Hawthorne to the east and Artesia to the north are still extremely blank and devoid of glazing and storefront windows. There is no sense of scale on the ground floor of almost any of the buildings and very little development to show any connection still to the surrounding city. There are just a few sporadic Palm trees and almost no trees shown in the elevations in some areas. The stark windowless buildings look similar to prisons. The west side residential building is a 8 story block. Although it has some central courtyards and setbacks in plan to give some relief to the continuous 8 story building, it still dwarfs the single story, single family residences across the street on Kingsdale. It's too bad the residential building couldn't have varying heights in the towers and spread units throughout more of the site including incorporating residential units and outdoor roof terraces over the existing Kohls to incorporate the existing structure into some of the residential components. Also the plans still don't show any bikeable paths coming from the Hawthorne Blvd side, especially not from 177th/Hawthorne Blvd corners into the mall. It seems there are slivers of paths, but not really a designated bike route from the public entry of 177th/Hawthorne Blvd.

**Response to Comment PC050-3**

Thank you for your comment. The commenter provides statements of opinion regarding the proposed project and both preferred and undesired design features, including landscaping for the project. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City's decision-making body.

With regards to building heights, please refer to Draft EIR Section 2.0, *Project Description*, and Section 4.0, *Alternatives*, for additional information on project features. For information related to existing bicycle and pedestrian facilities, please refer to Draft EIR Section 3.13, *Traffic and Transportation*, in 3.13.2 *Environmental Setting*. The commenter asserts that the "west side residential building is a 8 story
block.” Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. As also discussed in detail on Draft EIR page 3.8-15, the proposed project is providing a 30-foot setback along Kingsdale Avenue. Additionally, the project is providing massing relief along Kingsdale Avenue through the articulation of the structure within 50 feet of Kingsdale Avenue. In lieu of a flat façade, the building will have a modulated west elevation providing both massing relief and architectural interest at all levels. As can be seen in Draft EIR, Chapter 2.0, Project Description, Figure 2-7, the only new structure located along Kingsdale would be the Residential Building located on the southwest corner of the project site. This new structure is shaped like a horseshoe with the open end facing Kingsdale providing height and massing consistent with Policy 1.41.7. Nevertheless, the commenter's suggestions have been included in the Final EIR for consideration by the decision-makers.

**Comment PC050-4**

Alternative 2 - eliminates some retail areas and leaves more existing surface asphalt parking. This is disappointing to leave those areas open as surface parking (especially at the northwest corner) however it still has a lot of improvements compared to the current mall and the other Alternative proposals.

**Response to Comment PC050-4**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 2 of the project and specific design features for parking. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body.

With regards to parking, please refer to Draft EIR Section 2.0, Project Description, Section 3.0.3, and Section 4.0, Alternatives, for additional information on project features related to parking. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

**Comment PC050-5**

Alternative 3 - This might be the worst proposal especially in plan. This places the hotel in a sea of surface parking similar to a motel or cheap roadside hotel. It does not engage the hotel within the central retail courtyard nor does it incorporate the building into the landscaped park area like the first two proposals. The east side also erects an above ground parking structure along Hawthorne which further separates the retail areas from engaging with the surrounding city. This proposal seems like a bandaid, half-hearted, bare bones development of the existing building infrastructure with virtually no cohesion of the various components. This proposal surprisingly appears to have the most amount of glazing and landscaping trees compared to the stark elevations and lack of trees in the other proposals' elevations.

**Response to Comment PC050-5**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 3 of the project and specific design features for parking and a hotel. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body.

With regards to parking or hotel use, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features related to parking and hotel uses. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and
Transportation. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

**Comment PC050-6**

Alternative 4 - Strangely enough, this proposal seems the favorite of the developers and/or architects. It seems the most developed especially in elevations. There are more trees of various sizes, colors, and species, the buildings integrate retail on the bottom floors of lower residential buildings, the buildings seem more developed and do not look as much like place holders (except for the “Cement Plaster prison box on the east/north/ northeast corner). The northeast corner with the most prominent, visible location on the site, has the shortest building, the least amount of glass, and is all one continuous, dull building with no articulation, glazing, or sense of human scale. Also continuing the above ground parking garage structures on the west side along Kingsdale seems like it just turns it’s rear end at this street and the residences across from the garages. It does seem to provide a multiple layer tree buffer though between the existing/new parking garages and the residents. Large linear planters should also be introduced along the west edge of the garages (existing and new) to cascade planting down the elevation of the parking garage to soften up the elevation in addition to the trees.

**Response to Comment PC050-6**

Thank you for your comment. The commenter provides statements of opinion regarding Alternative 4 of the project and specific design features for aesthetics, landscaping, building heights, and parking. While the comment does not directly address an environmental issue with the project the comment is acknowledged and will be presented for review and consideration by the City’s decision-making body. With regards to design features such as landscaping and building heights, please refer to Draft EIR Section 2.0, Project Description, and Section 4.0, Alternatives, for additional information on project features specific to this alternative. For information related to parking facilities, please refer to Draft EIR Section 3.13, Traffic and Transportation. Please also see Draft EIR Section 3.0.3, which explains that Aesthetics are not considered environmental impacts for this project by statute. Additionally, as shown in Draft EIR Figures 4-13 and 4-14, Alternative 4 does include a landscaped buffer space on the western side of the project site. Nevertheless, the commenter’s suggestions have been included in the Final EIR for consideration by the decision-makers.

**3.2.9 Section 3.11 Public Services**

**Section 3.11.4, Impacts and Mitigation Measures, Impacts and Mitigation, Page 3.11-10**

The following change was made to the Condition of Approval:

**Mitigation Measures**

No mitigation measures are required. While impacts are considered less than significant, the City is proposing Condition of Approval PS-1.

**Condition of Approval:** The applicant shall fund and implement a Fire, Life-Safety and Security Plan, which may include fair-share funding for supplemental staffing to achieve an enhanced level of service established by the parties based on data from comparable regional shopping centers. The plan will provide for the supplemental staffing levels to be reviewed and adjusted annually within a pre-negotiated range based on calls for service and incident data from the previous year. The Draft Plan plan shall be
reviewed and approved by the RBPD Chief and RBPD Chief prior to the issuance of Building Permits, and a Final Plan final plan shall be approved, funded, and implemented prior to the issuance of Certificate of Occupancy. The Final Plan final plan may be phased as required.

Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Air Quality, Violation of Air Quality Standards – Operational Page 4-146 and 4-147

Operational emissions associated with Alternative 4 were modeled using CalEEMod. Model defaults and adjusted to reflect data specific to Alternative 4, where available, including the size and type of the proposed land use and project specific trip rates. Detailed modeling assumptions are included in Appendix D. Modeled operations emissions are presented in Table 4-32, and include two conservatively assumed fire pits in the outdoor recreation area for residences which were assumed to run for 6 hours per day consistent with the proposed project. Similar to the proposed project, operational emissions are less than significant and no mitigation is required. Alternative 4 would result in a less than significant impact, similar to the proposed project, and would ultimately result in fewer local and regional daily operational emissions than the proposed project.

<table>
<thead>
<tr>
<th><strong>TABLE 4-32</strong></th>
<th><strong>ALTERNATIVE 4 UNMITIGATED OPERATIONAL EMISSIONS</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>Emissions Source</td>
<td>Estimated Emissions (lbs/day)</td>
</tr>
<tr>
<td></td>
<td>ROG</td>
</tr>
<tr>
<td><strong>Existing</strong></td>
<td></td>
</tr>
<tr>
<td>Area Sources⁹</td>
<td>25.56</td>
</tr>
<tr>
<td>Energy Sources⁹</td>
<td>0.10</td>
</tr>
<tr>
<td>Mobile Sources</td>
<td>76.76</td>
</tr>
<tr>
<td><strong>Total Existing Emissions</strong></td>
<td>102.42</td>
</tr>
<tr>
<td><strong>Alternative 4</strong></td>
<td></td>
</tr>
<tr>
<td>Area Sources⁹</td>
<td>38.85</td>
</tr>
<tr>
<td>Energy Sources⁹</td>
<td>0.74</td>
</tr>
<tr>
<td>Mobile Sources</td>
<td>50.71</td>
</tr>
<tr>
<td>Fire Pits</td>
<td>0.01</td>
</tr>
<tr>
<td><strong>Total Project Emissions</strong></td>
<td><strong>96.30</strong></td>
</tr>
<tr>
<td><strong>Net Project Increase</strong></td>
<td></td>
</tr>
<tr>
<td>Area Sources⁹</td>
<td>13.29</td>
</tr>
<tr>
<td>Energy Sources⁹</td>
<td>0.65</td>
</tr>
<tr>
<td>Mobile Sources</td>
<td>(26.05)</td>
</tr>
<tr>
<td>Fire Pits</td>
<td>0.01</td>
</tr>
<tr>
<td><strong>Total Net Project Emissions</strong></td>
<td><strong>(12.12)</strong></td>
</tr>
<tr>
<td><strong>Regional Significance Threshold</strong></td>
<td>55</td>
</tr>
</tbody>
</table>
Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Air Quality, Localized Operational Air Quality Impacts – Criteria Air Pollutants, Table 4-35, Page 4-150

Table 4-35
ALTERNATIVE 4 LOCALIZED OPERATIONAL EMISSIONS

<table>
<thead>
<tr>
<th>Development Phases</th>
<th>Estimated Emissions (lbs/day)</th>
<th>NO₂</th>
<th>CO</th>
<th>PM₁₀</th>
<th>PM₂.₅</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing</td>
<td></td>
<td>3.92</td>
<td>11.07</td>
<td>1.46</td>
<td>0.47</td>
</tr>
<tr>
<td>Alternative 4</td>
<td></td>
<td>13.87</td>
<td>38.91</td>
<td>2.77</td>
<td>1.50</td>
</tr>
<tr>
<td>Fire Pits</td>
<td></td>
<td>0.01</td>
<td>0.03</td>
<td>0.01</td>
<td>0.01</td>
</tr>
<tr>
<td>Net Increase</td>
<td></td>
<td>0.96</td>
<td>9.96</td>
<td>27.84</td>
<td>27.87</td>
</tr>
<tr>
<td>Localized Significance Threshold</td>
<td></td>
<td>109</td>
<td>1,823</td>
<td>4</td>
<td>2</td>
</tr>
<tr>
<td>Significant Impact?</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>Alternative 4</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>Proposed Project</td>
<td>17.77</td>
<td>61.95</td>
<td>2.08</td>
<td>1.76</td>
<td></td>
</tr>
</tbody>
</table>

SOURCE: ESA CalEEMod Modeling, 2017 (based on Appendix D of this Draft EIR).

Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Greenhouse Gas Emissions, Page 4-157 and 4-158

The total net operational emissions for 2023, including amortized construction, would result in net emissions increase of approximately 4,596 4,600 MTCO₂e per year (compared to 10,614 MTCO₂e for the proposed project). Alternative 4 would have a net increase of 996 employees and 465 new residents resulting in a service population of 1,461 (compared to 925 and 1,008 for the proposed project, respectively for new employees and residents, resulting in a service population of 1,933). Therefore, the

² All of the revisions in this subsection account for the minor addition of GHG emissions associated with the fire pits discussed in Final EIR, Chapter 3, Section 3.2.6.
per service population emissions for 2023 would equal 3.2 MTCO₂e annually (compared to the 5.5 MTCO₂e annual emissions of the proposed project). This would not exceed the project level efficiency threshold of 4.4 MT CO₂e per service population. Additionally, Alternative 4 does not exceed the interim 2023 efficiency threshold of 4.0 MT CO₂e per service population.

The total net operational emissions for 2035, including amortized construction, would result in net emissions increase of approximately 4,737 4,741 MTCO₂e per year (compared to 10,600 MTCO₂e for the proposed project). For 2035 the per service population emissions would equal 3.2 3.3 MTCO₂e annually (compared to the 5.5 MTCO₂e per service population for the proposed project), which exceeds the 2035 threshold of 2.5 MTCO₂e annually. Using the 2035 efficiency threshold, the net increase in GHG emissions resulting from implementation of Alternative 4 is considered to be significant without the implementation of mitigation.

Section 4.6.4 Alternative 4: Reduced Density, Alternative Residential Location, Page 4-176

Traffic generated by the proposed project would result in a significant traffic impact at the following five six locations during one or both of the analyzed peak hours for Existing plus Project and Cumulative plus Project conditions:

• #13 – Inglewood Avenue & Artesia Boulevard (both peak hours)  
• #15 – Redondo Beach Boulevard & Artesia Boulevard (PM peak hour)  
• #16 – Hawthorne Boulevard & Artesia Boulevard (both peak hours)  
• #17 – Prairie Avenue & Artesia Boulevard (both peak hours)  
• #18 – I-405 Southbound Ramps & Artesia Boulevard (PM peak hour)  
• #19 – I-405 Northbound Ramps & Artesia Boulevard (PM peak hour)

Alternative 4 would result in one less significantly impacted intersection (# 15 Redondo Beach Boulevard & Artesia Boulevard) as compared with the proposed project intersection before mitigation for Existing plus Project and Cumulative plus Project conditions. After implementation of Mitigation...

Section 4.6.5., Alternative 4-1: Reduced Density, Office Location, Transportation and Traffic, Page 4-198

Under Alternative 4-1, 50,000 sf of commercial retail uses located in the southwest corner under Alternative 4 would be developed and substituted with an office building. Office uses would generate similar generation rates as commercial uses. As with Alternative 4, this Alternative would result in a significant traffic impact at five six locations during one or both of the analyzed peak hours for Existing

---

3 While the Alternative 4 analysis stated on page 4-176 that there would be significant impacts at six locations, the subsequent analysis on page 4-176 correctly stated that “Alternative 4 would result in one less significantly impacted intersection (#15 Redondo Beach Boulevard & Artesia Boulevard) as compared with the proposed project…” These revisions in this subsection modify the EIR text for the Alternative 4 and 4-1 analysis.
plus Project and Cumulative plus Project conditions. Similar to the Alternative 4 analysis under TRA-1, there would be no significant impact at Intersection #15 (Redondo Beach Boulevard & Artesia Boulevard). Further, under Alternative 4-1, as fewer residents would live at the project site, and would continue to reside elsewhere in the SCAG region with greater VMT and associated regional vehicle trips under existing and cumulative conditions. Impacts would be considered significant and unavoidable. Additional Level of Service of Service calculations are provided in Appendix L.

Section 4.6.5 Alternative 4-1: Reduced Density, Office Location, Air Quality, Page 4-191

From an operational standpoint the reduction in daily vehicle trips (1,979 less daily trips under Alternative 4-1 compared to Alternative 4) and the change in land use would reduce operational emissions with respect to Alternative 4 as well as the proposed project. With respect to Alternative 4, Alternative 4-1 reduces emissions of all criteria pollutants by approximately 1 percent, as seen in Table 4-41a. Note that the Alternative 4-1 emissions include emissions from two outside fire pits consistent with both the proposed project and Alternative 4.

| TABLE 4-41A |
| ALTERNATIVE 4-1 UNMITIGATED OPERATIONAL EMISSIONS |

<table>
<thead>
<tr>
<th>Emissions Source</th>
<th>ROG</th>
<th>NOx</th>
<th>CO</th>
<th>SO2</th>
<th>PM10</th>
<th>PM2.5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Existing Emissions</td>
<td>102.42</td>
<td>301.76</td>
<td>956.13</td>
<td>2.00</td>
<td>139.13</td>
<td>39.63</td>
</tr>
<tr>
<td>Total Alternative 4-1 Emissions</td>
<td>89.60</td>
<td>249.39</td>
<td>637.96</td>
<td>2.22</td>
<td>174.25</td>
<td>48.56</td>
</tr>
<tr>
<td>Total Net Emissions</td>
<td>12.82</td>
<td>52.37</td>
<td>318.17</td>
<td>0.22</td>
<td>35.12</td>
<td>8.93</td>
</tr>
<tr>
<td>Regional Significance Threshold</td>
<td>55</td>
<td>55</td>
<td>550</td>
<td>150</td>
<td>150</td>
<td>56</td>
</tr>
<tr>
<td>Significant Impact?</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
</tbody>
</table>

Proposed Project | 16.63 | 33.19 | (75.21) | 0.56 | 45.18 | 12.86 |
Alternative 4-1 | (12.82) | (52.37) | (318.17) | 0.22 | 35.12 | 8.93 |
Alternative 4 | (12.12) | (49.10) | (309.34) | 0.26 | 37.69 | 9.62 |

NOTES: Area sources include emissions from consumer product use, architectural coating, and landscape equipment. Energy sources include natural gas use for heating/cooling as well as electrical consumption. Values presented within parenthesis represents a negative value.

SOURCE: ESA CalEEMod Modeling 2017 (based on Appendix D of this Draft EIR).

Section 4.6.5 Alternative 4-1: Reduced Density, Office Location, Greenhouse Gas Emissions, Page 4-192

Under Alternative 4-1, 50,000 sf of commercial retail uses included in Alternative 4 would be replaced with office uses. It is assumed that the timing and length of the construction phases would be similar, if not identical, to Alternative 4 and therefore would result in the same overall annual construction
emissions. Overall the emissions from construction activities would be similar to that of Alternative 4 and the proposed project.

The total net operational emissions for 2023, including amortized construction, would result in net emissions increase of approximately 4,453 MTCO$_2$e per year (compared to 10,614 MTCO$_2$e for the proposed project; and 4,600 MTCO$_2$e per year for Alternative 4). Alternative 4-1 would have a net increase of 1032 employees and 665 new residents resulting in a service population of 1,497 (compared to 925 and 1,008 for the proposed project, respectively for new employees and residents, resulting in a service population of 1,933; and of 996 employees and 465 new residents resulting in a service population of 1,461 for Alternative 4). Therefore, the per service population emissions for 2023 would equal 2.97 MTCO$_2$e annually (compared to the 5.5 MTCO$_2$e annual emissions of the proposed project and 3.2 for Alternative 4). This would not exceed the project level efficiency threshold of 4.4 MT CO$_2$e per service population. Additionally, Alternative 4-1 does not exceed the interim 2023 efficiency threshold of 4.0 MT CO$_2$e per service population.

The total net operational emissions for 2035, including amortized construction, would result in net emissions increase of approximately 4,474 MTCO$_2$e per year (compared to 10,600 MTCO$_2$e for the proposed project; and 4,741 MTCO$_2$e per year for Alternative 4). For 2035 the per service population emissions would equal 3.0 MTCO$_2$e annually (compared to the 5.5 MTCO$_2$e per service population for the proposed project; and 3.3 MTCO$_2$e for Alternative 4), which exceeds the 2035 threshold of 2.5 MTCO$_2$e annually. Using the 2035 efficiency threshold, the net increase in GHG emissions resulting from implementation of Alternative 4 is considered to be significant without the implementation of mitigation.

Implementation of mitigation measures GHG-1 would reduce the per service population emissions to -0.64 MT CO$_2$e per year for 2023 and 1.28 MT CO$_2$e per year for 2035, (compared to the mitigated proposed project emissions of 1.3 MTCO$_2$e and 2.4 MTCO$_2$e respectively for 2023 and 2035; and to 1.4 MT CO$_2$e per year for 2023 and 2035 for Alternative 4) therefore reducing GHG emissions to a less than significant level. Alternative 4-1 would reduce impacts with respect to those of the proposed project. Because Alternative 4-1 has lower per service population emissions, Alternative 4-1 is more efficient than the proposed project under the efficiency threshold.
The Draft Environmental Impact Report (EIR) and supporting documents are available for review at the following link:

http://www.redondo.org/depts/community_development/planning/south_bay_galleria_draft_eir.asp

The Draft EIR is also available for review at the following locations:

1. City of Redondo Beach, Community Development Department, 415 Diamond Street, Door ‘E,” Redondo Beach, California 90277

2. City of Redondo Beach, City Clerk, 415 Diamond Street, Door “C”, Redondo Beach, California 90277

3. Redondo Beach Public Library, 303 N. Pacific Coast Highway, Redondo Beach, California 90277

4. Redondo Beach Public Library - North Branch, 2000 Artesia Boulevard, Redondo Beach, California 90277
### CITY OF REDONDO BEACH
#### PLANNING DIVISION

#### APPLICATION FOR CONDITIONAL USE PERMIT

Application is hereby made to the Planning Commission/Harbor Commission of the City of Redondo Beach, for Conditional Use Permit, pursuant to Section 10-2.2506 of Chapter 2, Title 10 of the Redondo Beach Municipal Code.

#### PART I - GENERAL INFORMATION

<table>
<thead>
<tr>
<th>A</th>
<th>APPLICANT INFORMATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>STREET ADDRESS OF PROPERTY:</td>
<td>1815 Hawthorne Blvd, Redondo Beach, CA 90278</td>
</tr>
<tr>
<td>EXACT LEGAL DESCRIPTION OF THE PROPERTY:</td>
<td>LOTS: 1, 2, 3, &amp; 4 of Parcel map 16008, PMB 169-78-79</td>
</tr>
<tr>
<td>BLOCK:</td>
<td>TRACT:</td>
</tr>
<tr>
<td>FLOOR AREA RATIO (EQUAL TO GROSS FLOOR AREA DIVIDED BY SITE SIZE)</td>
<td></td>
</tr>
<tr>
<td>SITE SIZE (SQ. FT.): 1,300.658</td>
<td>GROSS FLOOR AREA (SQ. FT.) 1,593.144</td>
</tr>
<tr>
<td>FLOOR AREA RATIO: 1.23</td>
<td></td>
</tr>
<tr>
<td>RECORDED OWNER'S NAME:</td>
<td>AUTHORIZED AGENT'S NAME:</td>
</tr>
<tr>
<td>South Bay Center SPE, LLC.</td>
<td>Kenneth Lee</td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>MAILING ADDRESS:</td>
</tr>
<tr>
<td>50 Public Square, Cleveland, OH 44113-2267</td>
<td>949 S. Hope Street, Los Angeles, CA 90015</td>
</tr>
<tr>
<td>TELEPHONE: 216-621-6060</td>
<td>TELEPHONE: 213-416-2282</td>
</tr>
<tr>
<td>APPLICANT'S NAME:</td>
<td>PROJECT ARCHITECT/FIRM/PRINCIPAL:</td>
</tr>
<tr>
<td>South Bay Center SPE, LLC.</td>
<td>Andrew Cohen / Gensler</td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>MAILING ADDRESS:</td>
</tr>
<tr>
<td>50 Public Square, Cleveland, OH 44113</td>
<td>500 S. Figueroa Street, Los Angeles, CA 90071</td>
</tr>
<tr>
<td>TELEPHONE: 216-621-6060</td>
<td>TELEPHONE: 213-329-3814</td>
</tr>
<tr>
<td>LICENSE NO. C-12855</td>
<td></td>
</tr>
</tbody>
</table>
REQUEST

The applicant requests a Conditional Use Permit to use the above described property for the following purposes:

The proposed expansion and redevelopment of the South Bay Galleria will include several uses that require a CUP under Section 10-2.910 of the Municipal Code. These are anticipated to include: (i) multi-family residential apartments and/or condominiums; (ii) pet shops with animal sales and services (grooming, hospitals, sales); (iii) banks with drive-up service; (iv) bar/cocktail lounges; (v) commercial recreation uses; (vi) food and beverage sales over 30,000 s.f.; (vii) hotels; (viii) personal improvement services exceeding 2,001 s.f.; (ix) restaurants with more than 2,000 s.f. or with drive-up service; (x) Business and trade schools; (xi) Communications facilities; (xii) Drive-up services; (xiii) Plant nurseries; (xiv) Small collection recycling facilities; (xv) Thrift shops; (xvi) retail sales over 30,000 s.f.; (xvii) Adult day care centers; (xviii) Antennae for public communications; (xix) Child day care centers; (xx) Churches; (xxi) Clubs and lodges; (xxii) Cultural institutions; (xxiii) Personal improvement services less than 2,000 s.f.; (xxiv) Parking lots; (xxv) Public utility facilities; (xxvi) Recreation facilities; (xxvii) Schools, public or private; (xxviii) Senior housing; (xxix) Massage business; (xxx) Liquor stores and (xxxi) Public safety facilities.

SHOWINGS:

1. Describe existing site improvements and their present use. If vacant, please specify.

The South Bay Galleria is a three-level, 971,101 square foot enclosed mall, with three department store anchors (Macy’s – 334,896 s.f., Kohl’s – 79,800 s.f., and a 148,778 s.f. Department Store Anchor), a 1,287-seat AMC Theater and roughly 4,041 parking spots with 2,067 parking spaces located in an enclosed parking structure.

2. Describe the site in terms of its ability to accommodate the proposed use and conform to the development standards of the Zoning Ordinance (i.e., setbacks, parking, landscaping, etc.)

The 29.859-acre site can accommodate a maximum of approximately 1,300,658 s.f. of commercial development (1.0 FAR) and an overall maximum of approximately 1,950,987 s.f. (1.5 FAR) of combined residential and commercial development. The proposed project conforms to these FAR limitations, as well as to setback, parking, landscaping and other development standards of the Municipal Code (with the height variance applied for concurrently).

3. Describe the site in terms of its access to public rights-of-way. Give street names, widths, and flow characteristics.

The development site is located at the Southwest corner of Hawthorne Blvd. (an eight-lane throughfare, flowing in a north/south direction), and Artesia Blvd (a four-lane throughfare, that flows in an east/west direction), and they serve as two major pedestrian and vehicular arteries for the area. The site is also flanked by Kingsdale Ave. (a four-lane throughfare) to the west and 177th Street (a four-lane connector road, connecting Kingsdale to Hawthorne Blvd.) south of the site. There are three major signaled ingress and egress locations surrounding the site, with other adjacent entry points around the site that control the flow of traffic along all pedestrian and vehicular paths highlighted. These existing conditions are adequate to accommodate the development’s impact on the natural flow.
patterns of the road surrounding site.

4. Describe the expected impact of the proposed use on adjoining uses and activities and on future development of the neighborhood.

The proposed project is situated in a developed area surrounded by established commercial and residential uses. The project will have a positive impact on adjoining uses and activities by, among other things: (i) revitalizing the South Bay Galleria in order to retain and enhance economic vitality, employment, shopping, dining and entertainment opportunities; (ii) adding residential units at the Galleria to enliven the urban village environment and address the City’s housing needs in keeping with policies and goals of the Redondo Beach General Plan; and (iii) enhancing the visual and aesthetic design environment by providing more varied and interesting architecture with open air promenades and new landscaping. See the City’s Draft EIR for additional analysis of environmental impacts.

5. Describe how the proposed use is consistent with the intent and purpose of the Redondo Beach General Plan.

Policy 1.6.1 of the General Plan Land Use Element is to: “Allow for the continuation and expansion of regional-serving commercial, specialty, entertainment, and related uses at the Galleria at South Bay.” Objective 1.4.1 states: “Provide for the continued use of the Galleria at South Bay and surrounding properties as a primary center of regional-serving commercial uses, and provide for the development of mixed-use projects integrating residential with commercial uses; allowing for increases in development which enhance its economic vitality and contribute revenue to the City and improve its character as a pedestrian-oriented activity center, while minimizing impacts on adjacent streets and residential neighborhoods.” The project will include up to 300 residential units (townhomes, condos and/or apartment homes). Currently the property does not contain any residential units or overnight accommodations, but the project site is identified in the City of Redondo Beach 2013-2021 General Plan Housing Element as the “site with the greatest potential for future residential development” in the entire City, and is further described by the Housing Element as “an ideal site for transit-oriented development involving high density residential uses” with potential for up to 1,172 units.

It is desirable, but not required, to have the signatures of owners of property in the immediate area affected, certifying that they have no objection to the establishment of the use as applied for in this request for a Conditional Use Permit. Use reverse side of this sheet if more space is needed.

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>LOT</th>
<th>BLOCK</th>
<th>TRACT</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
OWNER'S AFFIDAVIT

Project address: 1815 Hawthorne Blvd., Redondo Beach, CA 90278

Project description: South Bay Regional Mall Redevelopment, Replacement and Additions to existing buildings

I (We) ___________, being duly sworn, depose and say I am (we are) the owner(s) of all or part of the property involved and that this application has been prepared in compliance with the requirements printed herein. I (we) further certify, under penalty of perjury that the foregoing statements and information presented herein are in all respects true and correct to the best of my (our) knowledge and belief.

Signature(s): ____________________________

Duane F. Bishop, Jr.

Address: 50 Public Square, Suite 1360

Cleveland, OH 44113-2267

Phone No. (Res.) ____________________________

(Bus.) 216-621-6060

Subscribed and sworn to (or affirmed) before me this 21st day of September, 2017

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

______________________________
FILING CLERK OR NOTARY PUBLIC

State of California
County of Los Angeles

ss

DENISE M. SCAGLIONE
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES
04-23-2022

Cuyahoga
Application is hereby made to the Planning Commission/ Harbor Commission of the City of Redondo Beach, for Planning Commission Review, pursuant to Section 10-2.2502, of Chapter 2, Title 10 of the Redondo Beach Municipal Code.

**PART I - GENERAL INFORMATION**

### A. APPLICANT INFORMATION

<table>
<thead>
<tr>
<th>STREET ADDRESS OF PROPERTY:</th>
<th>ZONING:</th>
</tr>
</thead>
<tbody>
<tr>
<td>1815 Hawthorne Blvd., Redondo Beach, CA 90278</td>
<td>CR</td>
</tr>
</tbody>
</table>

| EXACT LEGAL DESCRIPTION OF THE PROPERTY: |
| LOT: 1,2,3, & 4 of Parcel map 16008, PMB 169-78-79 BLOCK: TRACT: |
| FLOOR AREA RATIO (EQUAL TO GROSS FLOOR AREA DIVIDED BY SITE SIZE) |
| SITE SIZE (SQ. FT.): 1,306,658 | GROSS FLOOR AREA (SQ. FT.): 1,593,144 |
| FLOOR AREA RATIO: 1.23 |

<table>
<thead>
<tr>
<th>RECORDED OWNER'S NAME:</th>
<th>AUTHORIZED AGENT'S NAME:</th>
</tr>
</thead>
<tbody>
<tr>
<td>South Bay Center SPE, LLC.</td>
<td>Kenneth Lee</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>MAILING ADDRESS:</th>
</tr>
</thead>
<tbody>
<tr>
<td>50 Public Square, Cleveland, OH 44113</td>
</tr>
<tr>
<td>TELEPHONE: 216-621-6060</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>MAILING ADDRESS:</th>
</tr>
</thead>
<tbody>
<tr>
<td>949 S. Hope Street, Los Angeles, CA 90015</td>
</tr>
<tr>
<td>TELEPHONE: 213-416-2282</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>APPLICANT'S NAME:</th>
</tr>
</thead>
<tbody>
<tr>
<td>South Bay Center SPE, LLC.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>MAILING ADDRESS:</th>
</tr>
</thead>
<tbody>
<tr>
<td>50 Public Square, Cleveland, OH 44113</td>
</tr>
<tr>
<td>TELEPHONE: 216-621-6060</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>PROJECT ARCHITECT:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Andrew Cohen / Gensler</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>MAILING ADDRESS:</th>
</tr>
</thead>
<tbody>
<tr>
<td>500 S. Figueroa, Los Angeles, CA 90017</td>
</tr>
<tr>
<td>TELEPHONE: 213-327-3814</td>
</tr>
<tr>
<td>LICENSE NO. C-12855</td>
</tr>
</tbody>
</table>
The applicant requests a Planning Commission Design Review to use the above described property for the following purposes:

Under Section 10.2.2502 of the Municipal Code, Planning Commission Design Review is required for: “Any addition of gross floor area of 1,000 square feet or more, whether attached or detached, to an existing commercial, industrial, mixed use, or public development, on a site involving more than 10,000 square feet of land area.” The proposed expansion and redevelopment of the South Bay Galleria will add additional commercial and residential uses bringing the total development up to a maximum of 1,593,144 s.f. at the Galleria. Proposed uses include additional shopping, dining, hotel and residential uses. This is a substantial increase over the 971,101 s.f. of development currently on the site.

**SHOWINGS:** Explain how the project is consistent with the criteria in Section 10.2.2514(C) of the Zoning Ordinance

1. **Is the project designed in full accordance with the development standards of the zone in which it is located?** If not, explain.

   The 29.859-acre site can accommodate a maximum of approximately 1,300,658 s.f. of commercial development (1.0 FAR) and an overall maximum of approximately 1,950,987 s.f. (1.5 FAR) of combined residential and commercial development. The proposed project conforms to these FAR limitations, as well as to setback, parking, landscaping and other development standards applicable to the CR District under the Municipal Code (with the height variance)

2. **Indicate how the location of buildings and structures respects the natural terrain and is integrated with natural features of the landscape including the preservation of existing trees where feasible.**

   The terrain is naturally flat. The existing buildings are situated at the center of the property, which is surrounded by parking lots with few trees and minimal landscaping features. The new design features buildings that respond to the street context, improving their visibility while respecting the scale of the surrounding community. The design also features strategically placed landscaped multi-model bicycle and pedestrian paths and mature landscaping along the perimeter and along the main entries to the project. Large landscaped, internal courtyards provides an oasis for shopping and recreation with retail, F&B and residential uses.
3. Describe the site in terms of its access to public rights-of-way. Give street names, widths, and flow characteristics.

The development site is located at the Southwest corner of Hawthorne Blvd. (an eight-lane throughfare, flowing in a north/south direction), and Artesia Blvd (a six-lane throughfare, that flows in an east/west direction), and they serve as two major pedestrian and vehicular arteries in the area. The site is also flanked by Kingsdale Blvd. (a four-lane throughfare) to the west and 177th Street (a four-lane private connector road, connecting Kingsdale to Hawthorne Blvd.) south of the site. There are three major signaled ingress and egress locations surrounding the site, with other adjacent entry points around the site that control the flow of traffic along all pedestrian and vehicular paths highlighted. These existing conditions are adequate to accommodate the development's impact on the natural flow patterns of roads surrounding the site.

4. Describe how the overall design is compatible with the neighborhood and in harmony with the scale and bulk of surrounding properties.

The main arteries flanking the property are Artesia Blvd and Hawthorne Blvd. The proposed design features buildings at 41' and 65' (top of parapet) along these commercial arteries. These buildings are in keeping with the height of the existing Center. At the west side of the property and adjacent to the residential neighborhood along Kingsdale Ave, the proposed design features a new 23.5' high parking deck that is in keeping with the existing land use and compliments the height of the existing single family structures.

5. Describe how the design of buildings and structures avoids the appearance of flat facades or boxlike construction.

The proposed design features a "Coastal Modern" aesthetic, which reflects the essence of the Southern California beach lifestyle. This includes clean lines and the simplicity of modern design, softened by organic shapes and textures, and a soothing, muted color palette inspired by the sea and sand. The big-box anchor stores feature a variety of exterior materials, which create a sense of rhythm and movement along the facade. Additionally, landscaping along the street edge helps soften the building edges and display windows create a sense of depth and provide a pedestrian-friendly experience at street level.

6. SIGNS: Indicate how the size, shape, color, materials, illumination, and placement of signs if harmonious and in scale with the building and surrounding area, and avoids needless repetition or proliferation of signs or any adverse impacts on surrounding properties.

The proposed design shall include a complete signage program in harmony with the "Coastal Modern" aesthetic. This shall include signage, way-finding and branding in accordance with the City's signage codes. The idea is to provide clarity and consistency of design. The size and location of signs will be appropriate to the context. The total quantity will be controlled by a strategy that maximizes the impact of each individual sign along sight lines, thereby avoiding needless repetition or proliferation of signs. Materials, color and illumination will be harmonious with the architecture, landscape design and site lighting. These principles combined will ensure that the signs will not create any adverse impact on surrounding properties.

D It is desirable, but not required, to have the signatures of owners of property in the immediate area affected.
certifying that they have no objection to the proposed project. Use reverse side of this sheet if more space is needed.

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>LOT</th>
<th>BLOCK</th>
<th>TRACT</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
OWNER'S AFFIDAVIT

Project address: 1815 Hawthorne Blvd., Redondo Beach, CA 90278

Project description: South Bay Regional Mall Redevelopment, Replacement and Additions to existing buildings

I (We) ________________, being duly sworn, depose and say I am (we are) the owner(s) of all or part of the property involved and that this application has been prepared in compliance with the requirements printed herein. I (we) further certify, under penalty of perjury that the foregoing statements and information presented herein are in all respects true and correct to the best of my (our) knowledge and belief.

Signature(s):  

Duane F. Bishop, Jr.

Address: 50 Public Square, Suite 1360

Cleveland, OH 44113-2267

Phone No. (Res.) ______________________

(Bus.) 216-621-6060

Subscribed and sworn to (or affirmed) before me this 21st day of September, 2017

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

FILING CLERK OR NOTARY PUBLIC

State of ___________ (Ohio)  )
County of ___________ (Los Angeles)  ) ss
Cuyahoga
CITY OF REDONDO BEACH
PLANNING DIVISION

APPLICATION FOR VARIANCE

Application is hereby made to the Planning Commission/ Harbor Commission of the City of Redondo Beach, for Variance, pursuant to Section 10-2.2510 of Chapter 2, Title 10 of the Redondo Beach Municipal Code.

PART I - GENERAL INFORMATION

<table>
<thead>
<tr>
<th>A</th>
<th>APPLICANT INFORMATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>STREET ADDRESS OF PROPERTY:</td>
<td>1815 Hawthorne Blvd, Redondo Beach, CA 90278</td>
</tr>
<tr>
<td>EXACT LEGAL DESCRIPTION OF THE PROPERTY:</td>
<td>LOT: 1, 2, 3, &amp; 4 of Parcel map 16008, PMB 169-78-79</td>
</tr>
<tr>
<td>ZONING:</td>
<td>CR</td>
</tr>
<tr>
<td>RECORDED OWNER'S NAME:</td>
<td>South Bay Center SPE, LLC.</td>
</tr>
<tr>
<td>APPLICANT'S NAME:</td>
<td>South Bay Center SPE, LLC.</td>
</tr>
<tr>
<td>AUTHORIZED AGENT'S NAME: (if different than applicant)</td>
<td>Kenneth Lee</td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>50 Public Square, Cleveland OH 44113-2267</td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>50 Public Square, Cleveland OH 44113-2267</td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>949 S. Hope Street, Los Angeles, CA 90015</td>
</tr>
<tr>
<td>TELEPHONE:</td>
<td>216-621-6060</td>
</tr>
<tr>
<td>TELEPHONE:</td>
<td>216-621-6060</td>
</tr>
<tr>
<td>TELEPHONE:</td>
<td>213-416-2282</td>
</tr>
</tbody>
</table>

B REQUEST

Describe the proposed project and indicate the development standards from which a Variance is requested:
The project consists of additions and modifications to the existing South Bay Galleria retail center on 29.85 acres. The existing center contains approximately 971,101 s.f. of commercial floor area including a multiplex cinema of approximately 1,287 seats.
The project would involve demolition of a portion of the existing department store buildings and a small (+/- 20,000 s.f.) portion of the enclosed mall stores, and construction of new residential and commercial buildings and associated parking structures. Total building area on the site at completion would be up to 1,599,144 s.f., including retail, cinema, a hotel with up to 150 guest rooms, and up to 300 residential units.
This application requests a variance from the height and building story limitations of the CR regional commercial zone (4 stories and 60' height). Consistent with the Redondo Beach General Plan which allows additions in the CR zone up to 100 feet, the City approved in July 1995 (Reso. 7826) the current cinema building which rises to a height of approximately 95 feet. The remainder of the existing buildings are under 60 feet tall.
This application includes two new buildings at 60 feet tall but exceeding four stories and an addition to the existing garage which will exceed 4 stories and 60':
- A residential building fronting Hawthorne Blvd. in the SE quadrant of the site with up to 6 stories and a roof height of 60'.
- A hotel building in the NE quadrant of the site with up to 6 stories and a roof height of 60'.
- An addition to the existing garage located in the NW quadrant of the site bringing the garage to 6 stories and a roof height of up to 67'.
The existing cinema building would remain at a height of approximately 95'.
Although the General Plan may provide sufficient authority for approval of these buildings, out of an abundance of caution the Applicant is seeking a variance to exceed the CR height and/or story standards in R.B. Muni, Code section 10-2.919.
C SHOWINGS: Explain how the project is consistent with the criteria in Section 10.2.2510(B) of the Zoning Ordinance.

1. Indicate the special circumstances applicable to your property, including size, shape, topography, location, or surroundings.

There are special circumstances relative to the subject property in that it is the sole CR-zoned property within the City of Redondo Beach, and has been specifically designated by the City’s General Plan (as amended in 1986, updated in 2008 and reaffirmed in the 2014 General Plan Housing Element) as an "urban center", as "the site with the greatest potential for future residential development" and as an "ideal site for transit-oriented development including high density residential uses". Furthermore, the site is large and occupies an entire city block bounded by streets on three sides and by the 150’ wide Edison easement to the south. Consequently, the surrounding streets and right of way act as a buffer, and there are no immediately adjacent land uses.

2. Indicate how the strict application of the zoning provisions, in light of the above circumstances, deprivates your property of privileges enjoyed by other property in the vicinity and in the same zone.

Strict application of the 60’ and four story limitations contained within the Zoning Ordinance would effectively deprive the Applicant of the right to develop the property to the height permitted by the General Plan, and would defeat the City’s goal of establishing a high-density urban village with dramatic architecture, varied building heights and outdoor open spaces.
The 29.85-acre development site is currently subdivided into five separate legal parcels, and this application will be accompanied by a new tract map application to further divide the site in order to facilitate financing and development of the project. Only the parcel that currently contains the parking structure and cinema building currently enjoys the privilege of building up to the General Plan limit of 100’ high. This application would allow additional parcels on the site containing the future residential and hotel buildings to enjoy the same privilege.

3. Indicate how the adjustment authorized by the Variance, if granted, does not constitute a grant of special privileges that is inconsistent with the limitations upon other properties in the vicinity and in the same zone.

As the only Regional Commercial (CR) designated property within the City and the primary site designated in the General Plan for high-density urban village development, the project site represents a unique entity. This uniqueness is enhanced by its existing and proposed continued development as the City’s sole regional shopping center with proximity to transit and the Freeway. The City’s goals for this property can only be achieved with the adjustment requested in this variance application. Since no other site or property has these attributes or has been targeted by the City with these objectives, there is no inequity or inconsistency with other properties in the City.
SHOWINGS: Explain how the project is consistent with the criteria in Section 10-2.2510(B) of the Zoning Ordinance.

4. Indicate how the Variance, if granted, will not be contrary to the objectives of the General Plan.

The variance requested by this application is not only consistent with General Plan objectives, but is actually necessary to fulfill those objectives, including General Plan objectives calling for:
• Heights up to 500 feet on this site.
• Establishment of an “urban village” with regional commercial and high density residential uses.
• Meeting the General Plan regional housing needs assessment (RHNA) goals for new housing.

5. Describe how the proposed use is consistent with the intent and purpose of the Redondo Beach General Plan.

See response to C.4. above. In addition, see General Plan Land Use Policy 1.6.1: “Allow for the continuation and expansion of regional-serving commercial, specialty, entertainment, and related uses at the Galleria at South Bay and adjacent properties classified as Commercial Regional (CR) on the Land Use Plan map.”

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>LOT</th>
<th>BLOCK</th>
<th>TRACT</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**APPLICATION FOR ENVIRONMENTAL ASSESSMENT**

**Negative Declaration** $1,700 plus contract cost  
**Mitigated Negative Declaration** $1,889 plus contract cost  
**Environmental Impact Report – Actual Contract Cost**

**INSTRUCTIONS FOR FILING:**  
1) All information in this application shall be typed or legibly printed.  
2) Give full and complete answers to all questions.  
3) If necessary, attach extra sheets to answer questions fully.

<table>
<thead>
<tr>
<th><strong>A</strong></th>
<th><strong>APPLICANT INFORMATION</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>STREET ADDRESS OF PROPERTY:</strong></td>
<td>1815 Hawthorne Blvd., Redondo Beach, CA 90278</td>
</tr>
<tr>
<td><strong>EXACT LEGAL DESCRIPTION OF THE PROPERTY:</strong></td>
<td>LOT: 1,2,3, &amp; 4 of Parcel map 16008, PMB 169-78-79 BLOCK:</td>
</tr>
<tr>
<td><strong>ASSESSOR’S PARCEL NO.:</strong></td>
<td>4082-018-004, 4082-018-005, 4082-018-006, 4082-020-009, 4082-020-010, 8900-763-775</td>
</tr>
<tr>
<td><strong>PROJECT SPONSOR NAME:</strong></td>
<td>South Bay Center SPE, LLC.</td>
</tr>
<tr>
<td><strong>MAILING ADDRESS:</strong></td>
<td>50 Public Square, Cleveland, OH 44113</td>
</tr>
<tr>
<td><strong>TELEPHONE:</strong></td>
<td>216-621-6060</td>
</tr>
</tbody>
</table>

**LAND USE DISTRICT:** CR
PROJECT DESCRIPTION (include types of discretionary approvals sought):
The project consists of additions and modifications to the existing South Bay Galleria retail center on 29.85 acres. The existing center contains approximately 971,101 s.f. of commercial floor area including a multiplex cinema of approximately 1,287 seats.

The project would involve demolition of a portion of the existing department store buildings and a small (+/- 20,000 s.f.) portion of the enclosed mall stores, and construction of new residential and commercial buildings and associated parking structures. Total building area on the site at completion would be up to 1,593,144 s.f. including retail, cinema, a hotel with up to 150 guest rooms, and up to 300 residential units.

Discretionary approval sought include a variance from the height and building story limitations of the CR regional commercial zone (4 stories and 60' height). Consistent with the Redondo Beach General Plan which allows additions in the CR zone up to 100 feet, the City approved in July 1996 (Reso. 7826) the current cinema building which rises to a height of approximately 95 feet. The remainder of the existing buildings are under 60 feet tall. This application includes two new buildings at 60 feet tall but exceeding four stories and an addition to the existing garage which will exceed 4 stories and 60':
- A residential building fronting Hawthorne Blvd. in the SE quadrant of the site with up to 6 stories and a roof height of 60'.
- A hotel building in the NE quadrant of the site with up to 6 stories and a roof height of 60'.
- An addition to the existing garage located in the NW quadrant of the site bringing the garage to 6 stories and a roof height of up to 67'.

The existing cinema building would remain at a height of approximately 95'.

Although the General Plan may provide sufficient authority for approval of these buildings, out of an abundance of caution the Applicant is seeking a variance to exceed the CR height and/or story standards in R.B. Munl. Code section 10-2.919.

DESCRIPTION OF EXISTING ENVIRONMENT:
Describe the environment in the area of impact of the project as it exists before the commencement of the project. Include references to the project's compatibility with the General Plan, other policies and plans, and with related projects, both public and private, both existing and planned:

The project consists of additions and modifications to the existing South Bay Galleria retail center on 29.85 acres. The existing center contains approximately 971,101 s.f. of commercial floor area including a multiplex cinema of approximately 1,287 seats. The development site is located at the Southwest corner of Hawthorne Blvd. and Artesia Blvd., and they serve as two major pedestrian and vehicular arteries in the area. The site is also flanked by Kingsdale Blvd. to the west and 177th Street, south of the site. There are three major signaled ingress and egress locations surrounding the site, with other adjacent entry points around the site that control the flow of traffic along all pedestrian and vehicular paths highlighted. The site is bounded by commercial use on the north, south and portion of the east and west sides and with single family homes on portion of the east and west sides.

The project is not only consistent with General Plan objectives, but is actually necessary to fulfill those objectives, including General Plan objectives calling for:
- Heights up to 100 feet on this site.
- Establishment of an "urban village" with regional commercial and high density residential uses.
- Meeting the General Plan regional housing needs assessment (RHNA) goals for new housing.
In addition, see General Plan Land Use Policy 1.6.1: “Allow for the continuation and expansion of regional-serving commercial, specialty, entertainment, and related uses at the Galleria at South Bay and adjacent properties classified as Commercial Regional (‘CR’) on the Land Use Plan map.”

### C POTENTIAL ENVIRONMENTAL IMPACTS OF PROJECT:

<table>
<thead>
<tr>
<th></th>
<th>YES</th>
<th>NO</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td><em>x</em></td>
<td></td>
</tr>
<tr>
<td>2.</td>
<td><em>x</em></td>
<td></td>
</tr>
<tr>
<td>3.</td>
<td></td>
<td><em>x</em></td>
</tr>
<tr>
<td>4.</td>
<td><em>x</em></td>
<td></td>
</tr>
<tr>
<td>5.</td>
<td></td>
<td><em>x</em></td>
</tr>
<tr>
<td>6.</td>
<td><em>x</em></td>
<td></td>
</tr>
<tr>
<td>7.</td>
<td></td>
<td><em>x</em></td>
</tr>
<tr>
<td>8.</td>
<td><em>x</em></td>
<td></td>
</tr>
</tbody>
</table>

Will this project involve any type of phased development?
Will the project involve a substantial alteration of ground contours?
Will the project alter existing surface drainage patterns?
Will the project substantially change existing noise or vibration levels in the vicinity?
Will the project substantially change demand for municipal services (police, fire, water, sewage, etc.)?
Will the project require certification, authorization, or issuance of a permit by any county, state or federal environmental control agency such as the California Coastal Commission, APCD, EPA, or the Regional Water Quality Control Board? (If so, please identify those agencies.)
Is this project considered a "Priority Project" as defined by the City's NPDES Permit and will therefore require the submission of a Low Impact Development (LID) report?

### DISCUSSION OF “YES” AND “NO” RESPONSES FOR ITEMS 1 THROUGH 7 ABOVE. (Attach additional sheets as needed.)

Other agency certifications required as identified in the EIR.

### D SUPPLEMENT TO ENVIRONMENTAL ASSESSMENT APPLICATION

(Must accompany Environmental Assessment Application for any project which involves physical construction.)

Please include the following with your submittal:

- A site plan showing topographic contours and location of proposed improvements.
- Floor plans of all levels.
- Elevations (4).
- A longitudinal and transverse section.

Please give the following data for the project:

A. Type of project of land use: Commercial Regional and Residential, CR Zone
B. Anticipated types of specific Activities: Retail, Food and Beverage, Entertainment, Housing, Office and Parking.
C. Size of project site in square feet: 1,300,658 SF
D. Number of employees: +/- 2,300
E. Improvements/Modification in the public right-of-way: Wet and Dry Utilities
F. Square footage of existing buildings on site: 971,101 SF
G. Square footage of proposed buildings on site: 1,593,144 SF
H. Number of dwelling units: 300
I. Number of parking spaces: 5,662
J. Land Coverage: +/- 60%
K. Landscaped area in square feet: +/- 250,000 SF
L. Number of stories: 6
M. Maximum height above existing grade: 95' (existing theater)
N. Grading proposals and estimate of cut and/or fill: TBD
O. Unique topographical features: Flat Site
P. Mature vegetation: Existing Parking Lot Trees
Q. Historical structures: None
Application is hereby made to the Planning Commission of the City of Redondo Beach, pursuant to the provisions of Title 10 of the Redondo Beach Municipal Code, for a public hearing for a Minor Subdivision on the property described below.

PART I - GENERAL INFORMATION

<table>
<thead>
<tr>
<th>A</th>
<th>APPLICANT INFORMATION</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>STREET ADDRESS OF PROPERTY:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1815 Hawthorne Blvd., Redondo Beach, CA 90278</td>
<td></td>
<td></td>
</tr>
<tr>
<td>EXACT LEGAL DESCRIPTION OF THE PROPERTY:</td>
<td>ZONING:</td>
<td></td>
</tr>
<tr>
<td>LOT: 1,2,3, &amp; 4 of Parcel map 16008, PMB 169-78-79</td>
<td>CR</td>
<td></td>
</tr>
<tr>
<td>BLOCK:</td>
<td>TRACT:</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>RECORDED OWNER'S NAME:</td>
<td>AUTHORIZED AGENT'S NAME:</td>
<td></td>
</tr>
<tr>
<td>South Bay Center SPE, LLC.</td>
<td>Kenneth Lee</td>
<td></td>
</tr>
<tr>
<td>MAILING ADDRESS:</td>
<td>MAILING ADDRESS:</td>
<td></td>
</tr>
<tr>
<td>50 Public Square, Cleveland, OH 44113</td>
<td>949 S. Hope Street, Los Angeles, CA 90015</td>
<td></td>
</tr>
<tr>
<td>TELEPHONE: 216-621-6060</td>
<td>TELEPHONE:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>213-416-2282</td>
<td></td>
</tr>
</tbody>
</table>

B CONFORMANCE TO MINOR SUBDIVISION CRITERIA: Give full and complete answers:

1. Indicate the present use of the property and buildings thereon (if any) and the expected future use of the parcels which would be created by the Minor Subdivision.

Present use of the property and buildings on the 29.859-acre site is as a regional shopping mall. Future redevelopment of the site will include replacement and additions to existing buildings to create an economically vibrant and visually appealing "urban village" with retail, dining, entertainment, hotel and residential uses as contemplated by the City of Redondo Beach General Plan. The proposed new vesting tract map will facilitate financing and development of the project by creating separate legal parcels conforming to future ownership, lease and financing arrangements.
CONFORMANCE TO MINOR SUBDIVISION CRITERIA: Give full and complete answers:

2. Indicate how the proposed parcel(s) will front on or have adequate access to a public street (not alley) of adequate width to carry the quantity and kind of traffic generated by the uses allowed in the zone in which they are located. All parcels shall have either direct access to adjacent public streets, or recorded access agreements/easements to adjacent public streets.

3. Indicate how the proposed Minor Subdivision will not be detrimental to the surrounding lot pattern and will not create lots smaller than the prevailing lot size in the area where they would be located.

The proposed lot pattern is consistent with the subdivision patterns for large commercial and mixed-use developments which frequently include separate legal lots for financing and ownership of large anchor tenants, smaller development pads and outparcels, and hotel and residential components. Surrounding subdivision patterns range from small lot residential tracts to medium and larger-lot commercial development. The surrounding area is largely developed, and the proposed tract map will not create a significant change in development pattern or subdivision for the area.

4. Indicate how the proposed Minor Subdivision would be in conformance with the intent and purpose of the General Plan for the City of Redondo Beach.

The proposed subdivision is consistent with the General Plan because it allows for the financing and redevelopment of the Galleria in accordance with General Plan objectives. Policy 1.6.1 of the Land Use Element provides: “Allow for the continuation and expansion of regional-serving commercial, specialty, entertainment, and related uses at the Galleria at South Bay.” Objective 1.41 states: “Provide for the continued use of the Galleria at South Bay and surrounding properties as a primary center of regional-serving commercial uses, and provide for the development of mixed-use projects integrating residential with commercial uses; allowing for increases in development which enhance its economic vitality and contribute revenue to the City and improve its character as a pedestrian-oriented activity center, while minimizing impacts on adjacent streets and residential neighborhoods.” The project will include up to 300 residential units (townhomes, condos and/or apartment homes). Currently the property does not contain any residential units or overnight accommodations, but the project site is identified in the City of Redondo Beach 2013-2021 General Plan Housing Element as the “site with the greatest potential for future residential development” in the entire City, and is further described by the Housing Element as “an ideal site for transit-oriented development involving high density residential uses” with potential for up to 1,172 units.
OWNER'S AFFIDAVIT

Project address:  1815 Hawthorne Blvd., Redondo Beach, CA 90278

Project description:  South Bay Regional Mall Redevelopment

Replacement and additions to existing buildings

I, ____________________________, Keith T. Brandt, being duly sworn, depose and say I am (we are) the owner(s) of all or part of the property involved and that this application has been prepared in compliance with the requirements printed herein. I (we) further certify, under penalty of perjury that the foregoing statements and information presented herein are in all respects true and correct to the best of my (our) knowledge and belief.

Signature(s):  

Keith T. Brandt, Vice President

Address:  50 Public Square, Suite 1360

Cleveland, Ohio 44113-2267

Phone No. (Res.)

(Bus.)  216-621-6060

Subscribed and sworn to (or affirmed) before me this 22nd day of August, 2017, by Keith T. Brandt, Vice President, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

FILING CLERK OR NOTARY PUBLIC

State of  California  )
County of  Los Angeles  ) ss

DENISE M SCAGLIONE
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES
04-23-2022
EXISTING AIRSPACE PARCELS

HAWTHORNE BOULEVARD

ARTESIA BOULEVARD

KINGSDALE AVENUE
August 30, 2017

South Bay Center SPE, LLC
50 Public Square
Cleveland, OH 44113

Dear Applicant,

The City of Redondo Beach has reviewed your application for Vesting Tentative Tract Map No. 74481, and has deemed it complete, pursuant to the Permit Streamlining Act (Government Code § 65920 et seq.).

Consideration of Vesting Tentative Tract Map No. 74481 will be given at a duly noticed public hearing before the City of Redondo Beach Planning Commission at a future date to be determined.

Regards,

[Signature]

Aaron Jones
Community Development Director

Cc: Kenneth Lee, Forest City Development
The Architectural drawings including the Vesting Tentative Parcel Map are available for review at the following link:

http://www.redondo.org/depts/community_development/planning/south_bay_galleria_draft_eir.asp

The Architectural drawings including the Vesting Tentative Parcel Map are also available for review at the following locations:

1. City of Redondo Beach, Community Development Department, 415 Diamond Street, Door 'E,' Redondo Beach, California 90277

2. Redondo Beach Public Library, 303 N. Pacific Coast Highway, Redondo Beach, California 90277

3. Redondo Beach Public Library - North Branch, 2000 Artesia Boulevard, Redondo Beach, California 90277
January 18, 2018

Ms. Stacey Kinsella
Special Projects Planner
Community Development Department
City of Redondo Beach
415 Diamond Street
Redondo Beach, CA 90277

RE: Galleria Improvement Project – Community Outreach by the Applicant

Dear Ms. Kinsella,

In response to a request from the city, I am pleased to share with you an overview of the outreach efforts we have undertaken as part of our proposal to redevelop the Galleria site.

Since 2016, we have conducted more than 75 meetings of all kinds to solicit feedback regarding our plans for the site. These have taken the form of large group meetings, small focus groups and even one-on-one discussions with concerned neighbors. We have presented at each City Councilmember’s District Meeting:

- Councilmember Nils Nehrenheim (District 1) – September 23, 2017
- Councilmember Todd Loewenstein (District 2) – September 25, 2017
- Councilmember Christian Horvath (District 3) – August 19, 2017
- Councilmember John Gran (District 4) – August 12, 2017
- Councilmember Laura Emdee (District 5) – October 21, 2017

We have also held a number of “town hall” style meetings focused primarily upon the neighbors closest to us, met in the homes of those residents who are interested in the project and presented to a number of community organizations, including representatives from the following groups:

- Rotary Club of Redondo Beach
  City of Torrance
- North Redondo Beach Business Association
- Redondo Beach Police Department
- Leadership Redondo
- Redondo Beach Chamber of Commerce
- Beach Cities Health District
- South Bay Bicycle Coalition
- Redondo Beach Unified School District
- Friends of Redondo Beach Arts
- Breakwater Village HOA
- Redondo Beach Arts Group
- South Bay Women’s Council of Real Estate
- Metro

In addition, we have met with individuals about specific issues related to a wide array of items, including everything from plant species and historic preservation to co-working space and potential programming for our public open space.
As the result of these meetings, we have received an enormous amount of feedback, particularly in relation to our initial alternatives and the project studied by the Environmental Impact Report. Among the suggestions we received were:

- Create one-of-a-kind gathering spaces
- Add outdoor shopping and dining experiences
- Create better connectivity to public transportation
- Move residential units away from Kingsdale Avenue
- Create unique places to shop
- Add more public art, including works from recognized artists
- Add more and better “destination” restaurants
  - Enhance security measures
- Increase technology
- Reduce building heights
  - Soften the edges of the project
  - Create better pedestrian/bicycle access
- Add office space
- Reduce the amount of residential uses
  - Don’t negatively impact RBUSD schools

We believe the project alternative (Alternative 4-1 in the EIR) currently being presented to the Planning Commission addresses these and other issues brought up by the public.

If you have any additional questions regarding our public outreach efforts and the issues/concerns we heard, please feel free to contact me directly at (310) 645-2295. Thank you!

Sincerely,

Geoff Maleman
President, Maleman Ink Public Relations
Outreach consultant to Forest City/QIC
# ALTERNATIVE 4

## SHARED PARKING DEMAND SUMMARY

### ULI SHARED PARKING RATES

**PEAK MONTH: DECEMBER -- PEAK PERIOD: 2 PM, WEEKEND**

<table>
<thead>
<tr>
<th>Land Use</th>
<th>Project Data</th>
<th>Quantity</th>
<th>Unit</th>
<th>Base Rate</th>
<th>Base Modal</th>
<th>Mode Adj</th>
<th>Captive Ratio</th>
<th>Project Rate</th>
<th>Base Rate</th>
<th>Base Modal</th>
<th>Mode Adj</th>
<th>Captive Ratio</th>
<th>Project Rate</th>
<th>Unit</th>
</tr>
</thead>
<tbody>
<tr>
<td>Super Regional Shopping Center (&gt; 600 ksf) Employee</td>
<td>1,064,134 sf GLA</td>
<td>3.20</td>
<td>1.00</td>
<td>0.95</td>
<td>3.04</td>
<td>/sf GLA</td>
<td>1.60</td>
<td>1.00</td>
<td>0.95</td>
<td>3.42</td>
<td>/sf GLA</td>
<td>1.00</td>
<td>1.00</td>
<td>3,235</td>
</tr>
<tr>
<td>Quality Restaurant Employee</td>
<td>45,000 sf GLA</td>
<td>15.25</td>
<td>1.00</td>
<td>0.80</td>
<td>12.20</td>
<td>/sf GLA</td>
<td>17.00</td>
<td>1.00</td>
<td>0.80</td>
<td>13.60</td>
<td>/sf GLA</td>
<td>0.75</td>
<td>1.00</td>
<td>412</td>
</tr>
<tr>
<td>High-turnover (Sit-Down) Restaurant Employee</td>
<td>15,000 sf GLA</td>
<td>9.00</td>
<td>1.00</td>
<td>0.70</td>
<td>6.30</td>
<td>/sf GLA</td>
<td>12.75</td>
<td>1.00</td>
<td>0.70</td>
<td>8.93</td>
<td>/sf GLA</td>
<td>0.90</td>
<td>1.00</td>
<td>85</td>
</tr>
<tr>
<td>Cineplex Employee</td>
<td>1,287 seats</td>
<td>0.19</td>
<td>1.00</td>
<td>1.00</td>
<td>0.19</td>
<td>/seat</td>
<td>0.26</td>
<td>1.00</td>
<td>1.00</td>
<td>0.26</td>
<td>/seat</td>
<td>0.45</td>
<td>0.23</td>
<td>25</td>
</tr>
<tr>
<td>Hotel-Business Employee</td>
<td>150 rooms</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>/rooms</td>
<td>0.90</td>
<td>1.00</td>
<td>1.00</td>
<td>0.90</td>
<td>/rooms</td>
<td>0.55</td>
<td>0.67</td>
<td>55</td>
</tr>
<tr>
<td>Residential, Rental, Shared Spaces</td>
<td>300 units</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>/unit</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>/unit</td>
<td>0.70</td>
<td>1.00</td>
<td>210</td>
</tr>
<tr>
<td>Reserved Guest</td>
<td>1 /parking lot</td>
<td>1</td>
<td>1.00</td>
<td>1.00</td>
<td>1</td>
<td>/unit</td>
<td>1</td>
<td>1.00</td>
<td>1.00</td>
<td>1</td>
<td>/unit</td>
<td>1.00</td>
<td>1.00</td>
<td>300</td>
</tr>
<tr>
<td>Guest</td>
<td>300 units</td>
<td>0.35</td>
<td>1.00</td>
<td>1.00</td>
<td>0.33</td>
<td>/unit</td>
<td>0</td>
<td>1.00</td>
<td>1.00</td>
<td>0</td>
<td>/unit</td>
<td>0.20</td>
<td>1.00</td>
<td>20</td>
</tr>
</tbody>
</table>

### Estimated Parking Demand

<table>
<thead>
<tr>
<th>Land Use</th>
<th>Peak Hr Adj</th>
<th>Peak Morn Adj</th>
<th>Estimated Parking Demand</th>
</tr>
</thead>
<tbody>
<tr>
<td>Super Regional Shopping Center (&gt; 600 ksf) Employee</td>
<td>1.00</td>
<td>1.00</td>
<td>3,235</td>
</tr>
<tr>
<td>Quality Restaurant Employee</td>
<td>1.00</td>
<td>1.00</td>
<td>412</td>
</tr>
<tr>
<td>High-turnover (Sit-Down) Restaurant Employee</td>
<td>1.00</td>
<td>1.00</td>
<td>85</td>
</tr>
<tr>
<td>Cineplex Employee</td>
<td>1.00</td>
<td>1.00</td>
<td>25</td>
</tr>
<tr>
<td>Hotel-Business Employee</td>
<td>1.00</td>
<td>1.00</td>
<td>55</td>
</tr>
<tr>
<td>Residential, Rental, Shared Spaces</td>
<td>1.00</td>
<td>1.00</td>
<td>210</td>
</tr>
<tr>
<td>Reserved Guest</td>
<td>1.00</td>
<td>1.00</td>
<td>300</td>
</tr>
<tr>
<td>Guest</td>
<td>1.00</td>
<td>1.00</td>
<td>20</td>
</tr>
</tbody>
</table>

**Shared Parking Reduction**: 17% to 19%
### ALTERNATIVE 4

**ULTI SHARED PARKING RATES**

**PEAK PARKING DEMAND DISTRIBUTION (WEEKDAY)**

<table>
<thead>
<tr>
<th>Total Development (Sqft or Rooms)</th>
<th>Land-Use</th>
<th>6 AM</th>
<th>7 AM</th>
<th>8 AM</th>
<th>9 AM</th>
<th>10 AM</th>
<th>11 AM</th>
<th>12 PM</th>
<th>1 PM</th>
<th>2 PM</th>
<th>3 PM</th>
<th>4 PM</th>
<th>5 PM</th>
<th>6 PM</th>
<th>7 PM</th>
<th>8 PM</th>
<th>9 PM</th>
<th>10 PM</th>
<th>11 PM</th>
<th>12 AM</th>
<th>Peak Parking Demand</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,064,134</td>
<td>Shopping Center</td>
<td>113</td>
<td>283</td>
<td>808</td>
<td>1576</td>
<td>2466</td>
<td>3194</td>
<td>3719</td>
<td>4043</td>
<td>4043</td>
<td>4043</td>
<td>4043</td>
<td>3881</td>
<td>3518</td>
<td>3356</td>
<td>3194</td>
<td>2831</td>
<td>2223</td>
<td>1293</td>
<td>444</td>
<td>0</td>
</tr>
<tr>
<td>45,000</td>
<td>Quality Restaurant</td>
<td>0</td>
<td>24</td>
<td>59</td>
<td>88</td>
<td>168</td>
<td>226</td>
<td>518</td>
<td>518</td>
<td>463</td>
<td>308</td>
<td>362</td>
<td>530</td>
<td>705</td>
<td>735</td>
<td>735</td>
<td>735</td>
<td>705</td>
<td>563</td>
<td>195</td>
<td>735</td>
</tr>
<tr>
<td>15,000</td>
<td>High-turnover Restaurant</td>
<td>35</td>
<td>63</td>
<td>77</td>
<td>91</td>
<td>102</td>
<td>107</td>
<td>107</td>
<td>69</td>
<td>59</td>
<td>59</td>
<td>59</td>
<td>92</td>
<td>107</td>
<td>107</td>
<td>107</td>
<td>107</td>
<td>107</td>
<td>82</td>
<td>73</td>
<td>68</td>
</tr>
<tr>
<td>1,287</td>
<td>Movie Theater</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>14</td>
<td>29</td>
<td>35</td>
<td>36</td>
<td>36</td>
<td>40</td>
<td>38</td>
<td>39</td>
<td>49</td>
<td>308</td>
<td>362</td>
<td>463</td>
<td>308</td>
<td>226</td>
</tr>
<tr>
<td>150</td>
<td>Hotel</td>
<td>97</td>
<td>101</td>
<td>112</td>
<td>103</td>
<td>96</td>
<td>96</td>
<td>91</td>
<td>91</td>
<td>91</td>
<td>96</td>
<td>96</td>
<td>97</td>
<td>89</td>
<td>89</td>
<td>89</td>
<td>89</td>
<td>89</td>
<td>89</td>
<td>73</td>
<td>68</td>
</tr>
<tr>
<td>300</td>
<td>Residential</td>
<td>600</td>
<td>580</td>
<td>575</td>
<td>560</td>
<td>545</td>
<td>530</td>
<td>515</td>
<td>515</td>
<td>515</td>
<td>530</td>
<td>530</td>
<td>530</td>
<td>545</td>
<td>585</td>
<td>623</td>
<td>680</td>
<td>693</td>
<td>696</td>
<td>699</td>
<td>699</td>
</tr>
<tr>
<td>TOTAL</td>
<td></td>
<td>845</td>
<td>1051</td>
<td>1631</td>
<td>2418</td>
<td>3397</td>
<td>4253</td>
<td>4974</td>
<td>5318</td>
<td>5236</td>
<td>5072</td>
<td>4980</td>
<td>4870</td>
<td>4924</td>
<td>4857</td>
<td>4513</td>
<td>3888</td>
<td>2921</td>
<td>1898</td>
<td>1007</td>
<td></td>
</tr>
</tbody>
</table>

---

**Peak Parking Demand Distribution - Weekday**

- **Shopping Center**: 4043
- **Quality Restaurant**: 735
- **High-turnover Restaurant**: 117
- **Hotel**: 112
- **Residential**: 699
- **Total Parking Demand**: 1007

---

**Peak Parking Demand - Weekday**

- **Movie Theater**: 60
- **Hotel, 112**: Residential, 699
- **High-turnover Restaurant, 117**: Quality Restaurant, 735
- **Shopping Center, 4043**:
ALTERNATIVE 4
ULI SHARED PARKING RATES
PEAK PARKING DEMAND DISTRIBUTION (WEEKEND)

<table>
<thead>
<tr>
<th>Land-Use</th>
<th>Shopping Center</th>
<th>Quality Restaurant</th>
<th>High-turnover Restaurant</th>
<th>Movie Theater</th>
<th>Hotel</th>
<th>Residential</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>12 PM</td>
<td>1,054</td>
<td>45,000</td>
<td>15,000</td>
<td>1,287</td>
<td>150</td>
<td>300</td>
<td>843</td>
</tr>
<tr>
<td>11 AM</td>
<td>127</td>
<td>26</td>
<td>29</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>1081</td>
</tr>
<tr>
<td>10 AM</td>
<td>217</td>
<td>139</td>
<td>127</td>
<td>5</td>
<td>0</td>
<td>5</td>
<td>1525</td>
</tr>
<tr>
<td>9 AM</td>
<td>295</td>
<td>79</td>
<td>80</td>
<td>126</td>
<td>0</td>
<td>0</td>
<td>2803</td>
</tr>
<tr>
<td>8 AM</td>
<td>195</td>
<td>38</td>
<td>89</td>
<td>5,699</td>
<td>0</td>
<td>0</td>
<td>3831</td>
</tr>
<tr>
<td>7 AM</td>
<td>319</td>
<td>96</td>
<td>123</td>
<td>5,579</td>
<td>0</td>
<td>0</td>
<td>4363</td>
</tr>
<tr>
<td>6 AM</td>
<td>728</td>
<td>188</td>
<td>1,230</td>
<td>5,569</td>
<td>0</td>
<td>0</td>
<td>5213</td>
</tr>
<tr>
<td>5 AM</td>
<td>295</td>
<td>402</td>
<td>1,522</td>
<td>5,422</td>
<td>0</td>
<td>0</td>
<td>5659</td>
</tr>
<tr>
<td>4 AM</td>
<td>3413</td>
<td>371</td>
<td>1,666</td>
<td>5,331</td>
<td>0</td>
<td>0</td>
<td>5778</td>
</tr>
<tr>
<td>3 AM</td>
<td>4004</td>
<td>371</td>
<td>1,777</td>
<td>4,998</td>
<td>0</td>
<td>0</td>
<td>5737</td>
</tr>
<tr>
<td>2 AM</td>
<td>4367</td>
<td>371</td>
<td>1,846</td>
<td>4,242</td>
<td>0</td>
<td>0</td>
<td>5579</td>
</tr>
<tr>
<td>1 AM</td>
<td>4549</td>
<td>371</td>
<td>1,919</td>
<td>3,511</td>
<td>0</td>
<td>0</td>
<td>5569</td>
</tr>
<tr>
<td>12 AM</td>
<td>507</td>
<td>107</td>
<td>2,082</td>
<td>2,415</td>
<td>0</td>
<td>0</td>
<td>5422</td>
</tr>
</tbody>
</table>

Peak Parking Demand Distribution - Weekend

Peak Parking Demand - Weekend
ALTERNATIVE 4
WEEKDAY MONTH-BY-MONTH ESTIMATED PARKING DEMAND

Month of the Year

Parking Stalls

Jan | Feb | Mar | Apr | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Late Dec
---|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|------
3,907 | 3,940 | 4,228 | 4,178 | 4,327 | 4,391 | 4,335 | 4,455 | 4,183 | 4,291 | 4,538 | 5,318 | 4,677
ALTERNATIVE 4
WEEKEND MONTH-BY-MONTH ESTIMATED PARKING DEMAND

Month of the Year

Parking Stalls

Jan: 3,954
Feb: 3,976
Mar: 4,288
Apr: 4,225
May: 4,389
Jun: 4,451
Jul: 4,361
Aug: 4,502
Sep: 4,230
Oct: 4,356
Nov: 4,676
Dec: 5,778
Late Dec: 5,059
# Alternative 4-1

## Shared Parking Demand Summary

### ULI Shared Parking Rates

<table>
<thead>
<tr>
<th>Land Use</th>
<th>Project Data Quantity</th>
<th>Unit Rate</th>
<th>Mode Adj</th>
<th>Non-Captive Ratio</th>
<th>Project Rate</th>
<th>Unit Rate</th>
<th>Mode Adj</th>
<th>Non-Captive Ratio</th>
<th>Project Rate</th>
<th>Unit Rate</th>
<th>Mode Adj</th>
<th>Non-Captive Ratio</th>
</tr>
</thead>
<tbody>
<tr>
<td>Super Regional Shopping Center (&gt;600 ksf)</td>
<td>1,014,134 sf GLA</td>
<td>3.20</td>
<td>1.00</td>
<td>0.95</td>
<td>3.04 /sf GLA</td>
<td>3.00</td>
<td>1.00</td>
<td>0.95</td>
<td>3.12 /sf GLA</td>
<td>1.00</td>
<td>1.00</td>
<td>3.083</td>
</tr>
<tr>
<td>Employee</td>
<td>0.80</td>
<td>0.95</td>
<td>1.00</td>
<td>0.76 /sf GLA</td>
<td>0.90</td>
<td>0.95</td>
<td>1.00</td>
<td>0.86 /sf GLA</td>
<td>1.00</td>
<td>1.00</td>
<td>770</td>
<td></td>
</tr>
<tr>
<td>Quality Restaurant</td>
<td>45,000 sf GLA</td>
<td>15.25</td>
<td>1.00</td>
<td>0.80</td>
<td>12.20 /sf GLA</td>
<td>17.00</td>
<td>1.00</td>
<td>0.80</td>
<td>13.60 /sf GLA</td>
<td>0.75</td>
<td>1.00</td>
<td>412</td>
</tr>
<tr>
<td>Employee</td>
<td>2.75</td>
<td>0.95</td>
<td>1.00</td>
<td>2.61 /sf GLA</td>
<td>1.00</td>
<td>0.95</td>
<td>1.00</td>
<td>2.85 /sf GLA</td>
<td>0.90</td>
<td>1.00</td>
<td>106</td>
<td></td>
</tr>
<tr>
<td>High-turnover (Sit-Down) Restaurant</td>
<td>15,000 sf GLA</td>
<td>9.00</td>
<td>1.00</td>
<td>0.70</td>
<td>6.30 /sf GLA</td>
<td>12.75</td>
<td>1.00</td>
<td>0.70</td>
<td>8.93 /sf GLA</td>
<td>0.90</td>
<td>1.00</td>
<td>85</td>
</tr>
<tr>
<td>Employee</td>
<td>1.50</td>
<td>0.95</td>
<td>1.00</td>
<td>1.43 /sf GLA</td>
<td>2.25</td>
<td>0.95</td>
<td>1.00</td>
<td>2.14 /sf GLA</td>
<td>1.00</td>
<td>1.00</td>
<td>22</td>
<td></td>
</tr>
<tr>
<td>Gasprices</td>
<td>1,287 seats</td>
<td>0.19</td>
<td>1.00</td>
<td>1.00</td>
<td>0.19 /seat</td>
<td>0.26</td>
<td>1.00</td>
<td>1.00</td>
<td>0.26 /seat</td>
<td>0.49</td>
<td>0.23</td>
<td>29</td>
</tr>
<tr>
<td>Employee</td>
<td>0.01</td>
<td>0.95</td>
<td>1.00</td>
<td>0.01 /seat</td>
<td>0.01</td>
<td>0.95</td>
<td>1.00</td>
<td>0.01 /seat</td>
<td>0.60</td>
<td>0.50</td>
<td>4</td>
<td></td>
</tr>
<tr>
<td>Hotel-Business</td>
<td>150 rooms</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00 /rooms</td>
<td>0.90</td>
<td>1.00</td>
<td>1.00</td>
<td>0.90 /rooms</td>
<td>0.55</td>
<td>0.67</td>
<td>55</td>
</tr>
<tr>
<td>Employee</td>
<td>0.25</td>
<td>0.95</td>
<td>1.00</td>
<td>0.24 /rooms</td>
<td>0.18</td>
<td>0.95</td>
<td>1.00</td>
<td>0.17 /rooms</td>
<td>1.00</td>
<td>1.00</td>
<td>36</td>
<td></td>
</tr>
<tr>
<td>Residential, Rental, Shared Spaces</td>
<td>300 units</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00 /unit</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00 /unit</td>
<td>0.70</td>
<td>1.00</td>
<td>210</td>
</tr>
<tr>
<td>Reserved</td>
<td>1 sp/unit</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00 /unit</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00</td>
<td>1.00 /unit</td>
<td>1.00</td>
<td>1.00</td>
<td>300</td>
</tr>
<tr>
<td>Guest</td>
<td>300 units</td>
<td>0.33</td>
<td>1.00</td>
<td>1.00</td>
<td>0.33 /unit</td>
<td>0.01</td>
<td>1.00</td>
<td>1.00</td>
<td>0.03 /unit</td>
<td>0.20</td>
<td>1.00</td>
<td>20</td>
</tr>
<tr>
<td>Office 25 to 100 ksf</td>
<td>50,000 sf GLA</td>
<td>0.28</td>
<td>1.00</td>
<td>1.00</td>
<td>0.28 /sf GLA</td>
<td>0.03</td>
<td>1.00</td>
<td>1.00</td>
<td>0.03 /sf GLA</td>
<td>0.45</td>
<td>1.00</td>
<td>6</td>
</tr>
<tr>
<td>Employee</td>
<td>3.38</td>
<td>0.95</td>
<td>1.00</td>
<td>3.21 /sf GLA</td>
<td>0.34</td>
<td>0.95</td>
<td>1.00</td>
<td>0.32 /sf GLA</td>
<td>1.00</td>
<td>1.00</td>
<td>144</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Peak Hr Adj</th>
<th>Peak Mo Adj</th>
<th>Estimated Parking Demand</th>
<th>Peak Hr Adj</th>
<th>Peak Mo Adj</th>
<th>Estimated Parking Demand</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 PM December</td>
<td>1.00</td>
<td>1.00</td>
<td>3,083</td>
<td>1.00</td>
<td>1.00</td>
</tr>
<tr>
<td>2 PM December</td>
<td>1.00</td>
<td>1.00</td>
<td>770</td>
<td>1.00</td>
<td>1.00</td>
</tr>
</tbody>
</table>

### Shared Parking Reduction

- 17%
- 19%
ALTERNATIVE 4-1
ULI SHARED PARKING RATES
PEAK PARKING DEMAND DISTRIBUTION (WEEKDAY)

<table>
<thead>
<tr>
<th>Total Development (Sqft or Rooms)</th>
<th>Land-Use</th>
<th>6 AM</th>
<th>7 AM</th>
<th>8 AM</th>
<th>9 AM</th>
<th>10 AM</th>
<th>11 AM</th>
<th>12 PM</th>
<th>1 PM</th>
<th>2 PM</th>
<th>3 PM</th>
<th>4 PM</th>
<th>5 PM</th>
<th>6 PM</th>
<th>7 PM</th>
<th>8 PM</th>
<th>9 PM</th>
<th>10 PM</th>
<th>11 PM</th>
<th>12 AM</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,014,134 Shopping Center</td>
<td>108 270 770 1003 2351 3044 3544 3893 3853 3853 3699 3352 3198 3044 2697 2119 1233 424 0 3853</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>45,000 Quality Restaurant</td>
<td>0 24 59 88 188 326 518 518 463 308 362 530 705 735 735 735 705 563 195 735</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15,000 High-turnover Restaurant</td>
<td>35 63 77 91 102 107 117 107 69 59 59 92 107 107 107 82 73 68 35 117</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1,287 Movie Theater</td>
<td>0 0 0 0 0 0 14 29 35 36 36 40 38 49 60 60 49 39 24 60</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>150 Hotel</td>
<td>97 101 112 103 98 96 91 91 96 96 97 95 89 82 87 92 102 105 103 112</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>300 Residential</td>
<td>600 580 576 560 545 530 515 515 530 530 545 550 620 680 693 696 699 679 650 699</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>50,000 Office</td>
<td>5 48 123 161 175 167 146 150 175 167 146 81 41 16 11 5 2 0 0 175</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL</td>
<td>845 1086 1716 2506 3457 4270 4945 5278 5221 5049 4944 4785 4807 4723 4390 3189 2863 1878 1007 5278</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Peak Parking Demand Distribution - Weekday

Peak Parking Demand - Weekday
### ALTERNATIVE 4-1

**ULI SHARED PARKING RATES**

**PEAK PARKING DEMAND DISTRIBUTION (WEEKEND)**

<table>
<thead>
<tr>
<th>Total Development (Sqft or Rooms)</th>
<th>Land-Use</th>
<th>6 AM</th>
<th>7 AM</th>
<th>8 AM</th>
<th>9 AM</th>
<th>10 AM</th>
<th>11 AM</th>
<th>12 PM</th>
<th>1 PM</th>
<th>2 PM</th>
<th>3 PM</th>
<th>4 PM</th>
<th>5 PM</th>
<th>6 PM</th>
<th>7 PM</th>
<th>8 PM</th>
<th>9 PM</th>
<th>10 PM</th>
<th>11 PM</th>
<th>12 AM</th>
<th>Peak Parking Demand</th>
<th>Time?</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,014,134</td>
<td>Shopping Center</td>
<td>122</td>
<td>303</td>
<td>694</td>
<td>186</td>
<td>2818</td>
<td>3815</td>
<td>4162</td>
<td>4335</td>
<td>4162</td>
<td>3946</td>
<td>3312</td>
<td>3235</td>
<td>2909</td>
<td>2298</td>
<td>1604</td>
<td>650</td>
<td>0</td>
<td>4335</td>
<td>2 PM</td>
<td></td>
<td></td>
</tr>
<tr>
<td>45,000</td>
<td>Quality Restaurant</td>
<td>0</td>
<td>26</td>
<td>38</td>
<td>77</td>
<td>96</td>
<td>188</td>
<td>402</td>
<td>433</td>
<td>371</td>
<td>371</td>
<td>495</td>
<td>748</td>
<td>782</td>
<td>817</td>
<td>748</td>
<td>748</td>
<td>729</td>
<td>408</td>
<td>817</td>
<td>6 PM</td>
<td></td>
</tr>
<tr>
<td>15,000</td>
<td>High-turnover Restaurant</td>
<td>29</td>
<td>57</td>
<td>89</td>
<td>123</td>
<td>152</td>
<td>166</td>
<td>146</td>
<td>119</td>
<td>77</td>
<td>84</td>
<td>111</td>
<td>130</td>
<td>130</td>
<td>145</td>
<td>138</td>
<td>181</td>
<td>223</td>
<td>223</td>
<td>223</td>
<td>178</td>
<td>112</td>
</tr>
<tr>
<td>1,287</td>
<td>Movie Theater</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>59</td>
<td>107</td>
<td>129</td>
<td>130</td>
<td>130</td>
<td>145</td>
<td>181</td>
<td>181</td>
<td>223</td>
<td>223</td>
<td>223</td>
<td>223</td>
<td>223</td>
<td>223</td>
<td>178</td>
<td>112</td>
</tr>
<tr>
<td>150</td>
<td>Hotel</td>
<td>87</td>
<td>89</td>
<td>95</td>
<td>86</td>
<td>80</td>
<td>80</td>
<td>76</td>
<td>80</td>
<td>80</td>
<td>82</td>
<td>82</td>
<td>83</td>
<td>83</td>
<td>82</td>
<td>82</td>
<td>86</td>
<td>91</td>
<td>98</td>
<td>102</td>
<td>102</td>
<td></td>
</tr>
<tr>
<td>330</td>
<td>Residential</td>
<td>600</td>
<td>596</td>
<td>575</td>
<td>560</td>
<td>548</td>
<td>530</td>
<td>513</td>
<td>530</td>
<td>530</td>
<td>545</td>
<td>595</td>
<td>629</td>
<td>690</td>
<td>693</td>
<td>696</td>
<td>699</td>
<td>609</td>
<td>679</td>
<td>650</td>
<td>639</td>
<td></td>
</tr>
<tr>
<td>50,000</td>
<td>Office</td>
<td>0</td>
<td>3</td>
<td>11</td>
<td>15</td>
<td>17</td>
<td>18</td>
<td>17</td>
<td>15</td>
<td>11</td>
<td>7</td>
<td>1</td>
<td>1</td>
<td>1</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>18</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td>838</td>
<td>1068</td>
<td>1592</td>
<td>2726</td>
<td>3708</td>
<td>4220</td>
<td>5041</td>
<td>5469</td>
<td>5575</td>
<td>5530</td>
<td>5377</td>
<td>5376</td>
<td>5249</td>
<td>5168</td>
<td>4854</td>
<td>4128</td>
<td>3822</td>
<td>3171</td>
<td>2232</td>
<td>1294</td>
<td>537</td>
</tr>
</tbody>
</table>

### Peak Parking Demand Distribution - Weekend

- **Shopping Center**: 4335
- **Quality Restaurant**: 119
- **High-turnover Restaurant**: 371
- **Movie Theater**: 309
- **Hotel**: 80
- **Residential**: 530
- **Total Parking Demand**: 537
ALTERNATIVE 4-1
WEEKDAY MONTH-BY-MONTH ESTIMATED PARKING DEMAND

Parking Stalls

Month of the Year

Jan 3,814
Feb 3,845
Mar 4,124
Apr 4,075
May 4,219
Jun 4,281
Jul 4,229
Aug 4,343
Sep 4,079
Oct 4,184
Nov 4,418
Dec 5,278
Late Dec 4,641
ALTERNATIVE 4-1
WEEKEND MONTH-BY-MONTH ESTIMATED PARKING DEMAND
Written Comment for Planning Commission

Galleria Project
April 4, 2018

City of Redondo Beach
Redondo Beach Planning Commission
417 Diamond Street
Redondo Beach, CA 90277

Dear Members of the Redondo Beach Planning Commission,

I am writing today representing the Redondo Beach Chamber of Commerce to urge your support of the Galleria Revitalization project Alternative 4-1. The South Bay Revitalization project is critical because the Galleria previously generated 35% of all city sales tax prior to the loss of Nordstrom’s. The success of the Redondo Beach economy is inextricably tied to the success of the Galleria.

QIC, and before that, Forest City have gone out of their way to incorporate a number of project revisions based on community feedback to the plan throughout the EIR process.

Furthermore, the proposed housing of 300 units is minimal compared to the 650 that are allowed under the existing code. Redondo Beach needs these types of attainable units to house our teachers, firefighters and young professionals. QIC is committed to creating a program that will allow active duty military personnel from L.A. Air Force Base and employees of RBUSD to have priority access to a number of these units, reducing automobile trips and helping to make sure our local employees can live locally as well.

With the anticipated extension of the Green Line coming to the Galleria and connecting the South Bay to the airport, it will be critical to create active, exciting uses near the station to encourage greater use of public transit. This, in conjunction with a changing retail environment, means this is the right time to transform the Galleria from a 1980s-era enclosed mall to and outdoor center focused on experiential retail, dining and entertainment uses.

The new center will become a hub for North Redondo, incorporating entertainment, office, hotel, restaurant and residential uses along with highly programmable open spaces. Approving Alternative 4-1, will be the first step in a revitalization of Artesia Boulevard as well. With a renovated Galleria underway, other property owners will have the incentive to reinvest in their properties and generate new jobs, new tax revenues and a rebirth of the Artesia Corridor.
On behalf of our 525 business members, the Chamber urges you to take advantage of this opportunity to make a meaningful difference in our community. Approve Alternative 4-1. Give North Redondo Beach the community gathering place it deserves. And enable one of our city’s most important economic engines to begin creating the new revenues necessary for Redondo Beach to improve city services, undertake beautification projects and improve the overall quality of life for our residents.

Thank you,

Marna Smeltzer,
President/CEO
Redondo Beach Chamber of Commerce & Visitors Bureau
SOUTH BAY GALLERIA IMPROVEMENT PROJECT

1815 HAWTHORNE BOULEVARD
PROJECT SITE

- Northeastern corner
- Bounded by Hawthorne & Artesia Blvds to east & north
- Kingsdale to the west
- 177th Street (Edison) to the south
- Approx. 30 acres, square shape
- Zoned Regional Commercial
- North - Lawndale
- East - Torrance
BACKGROUND

- (E) Three-story enclosed mall - 971,101 SF
- Three department store spaces, surface parking, rear parking structure, basement, and bus turnout
- Total of 4,041 existing parking spaces
- Developed in 1957 - One-story strip mall
- 1970 - Multi-story commercial building on southeastern corner
- 1985 – Current mall
- 1997 – Theater added above parking structure
- 2010 – South Bay Marketplace retail replacement project (separate ownership)
PROJECT OVERVIEW

- Add shops, dining, entertainment – 217,043 SF
- New 150-room hotel
- New 300-unit residential rental apartment units
- Up to 50,000 SF of commercial office space in place of retail
- Total of 1,593,144 SF
- Incorporates 249,723 SF (5.7 acres) of public open space
- Total of 5,662 parking spaces provided (1,621 increase)
ACCESS & CIRCULATION

- Nine vehicular entry points (p. 6)
- Main entry at Hawthorne with pick up / drop off
- Two secured entrances at residential
- Hotel one-way entry with small check-in parking lot
- Parking primarily subterranean or structured
- Focus on pedestrian and bicycle orientation
- Two bike valet stations
- Regional transit in close proximity and freeway access
PUBLIC OPEN SPACE

- Approx. 5.7 acres (p. 36)
- Per Code - 10 ft. width, accessible, contiguous
- Community open space
- Walkstreet open space
- Neighborhood open space
- Various multi-modal greenbelts
- Significant public art, programmed events, children’s play areas
PARKING

- Total of 5,662 parking spaces
  - Two-tier subterranean garage with 1,984 spaces
  - New two-tier structure with 516 spaces
  - Increase existing structure with 444 spaces (2,511 total)
  - Residential/basement with 604 spaces
  - 47 on-grade spaces
- Multi-use site → shared parking analysis utilized (Attachment H)
- Both Alternative 4 and 4-1 analyzed
PUBLIC ART

- Code - 1% building valuation
- Option to contribute the funds
- 6 locations identified (p. 34)
- Prominent piece at main entry
- 3 pieces within open spaces
- 2 wall pieces
- Conceptual designs, p. 22-24
ARCHITECTURAL DESIGN

- High-quality Contemporary
- Cool and warm materials
- Geometric as well as curved shapes
- Glass elements - indoor/outdoor
- Varying heights, façade projections
- Sense of place, complimentary to South Bay Marketplace
- Sensitive to surrounding land uses in scale/bulk
SUSTAINABILITY

- Transit Priority Area – Proximity to Transit Center, I-405, and potential Green Line extension
- Mixed-use site → Reduced Vehicle Miles Traveled (VMT)
- Results in reduced greenhouse gas and air quality emissions
- Consistent with State goals in SB 375 - infill development located in transit accessible areas
- Incorporate climate-appropriate, drought-tolerant landscaping (p. 41, 42)
- Provide bicycle access, bike valets, and pedestrian access throughout the site
- Overall, energy efficient design and materials
GENERAL PLAN – LAND USE POLICIES

- Continued use of Galleria site as regional-serving center, integrating both residential and commercial uses
- Increase development to enhance economic vitality, contribute revenue to the City, improve pedestrian-oriented activity
- Retail commercial, restaurants, and professional offices
- Vertical mixed use – commercial with residential above
- High-quality design, public transit facilities, and streetscape improvements
DEVELOPMENT STANDARDS

- Code Section 10-2.919, CR Regional Commercial
  - 1.5 Floor Area Ratio for Mixed Use
    - Total F.A.R. 1.23 – 1.0 commercial, .23 residential
  - 60-foot building height, 4 stories (GP – 100 feet)
  - Setbacks vary 4 - 40 feet, subject to PCDR
  - Private outdoor living space – 200 SF per residential unit
  - Public open space – 10% of F.A.R.
  - Parking – shared parking analysis shows site is adequate for the mix of uses
ENTITLEMENTS REQUESTED

- Conditional Use Permit
- Planning Commission Design Review
- Variance
- Vesting Tentative Tract Map No. 78841
- Environmental – EIR Certification
CONDITIONAL USE PERMIT

- Ensure uses with unique characteristics do not adversely effect surrounding uses
- Criteria – Site conforms to General Plan, is adequate in size/shape to accommodate use, has adequate access for expected traffic, no adverse effect to abutting properties, as conditioned
- Staff Report – page 18
PLANNING COMMISSION DESIGN REVIEW

- Ensure compatibility, innovation, landscaping to protect surrounding properties/neighborhoods
- Criteria – User impact and needs, relationship to physical features, consistency of architectural style, balance and integration with the neighborhood, building designs, and signage
- EIR discusses at great length, staff report pages 19 and 20
VARIANCE

- Required for relief from height and stories
- Criteria – Special circumstances, must be consistent with the General Plan
- Hotel and residential – 6 stories, 4 stories allowed
  - Meets Code maximum of 60 feet
- Existing parking structure increase to 67 feet
  - Exceeds Code maximum, but meets GP policy allowing up to 100 feet
  - Consistent with prior Variance granted for theater
- Site is unique in size/shape/Zoning, maximize public open space, provide additional parking
VESTING TENTATIVE TRACT MAP

- Four existing parcels
- Tract map creates 59 lots
- Each parcel – direct access to public streets or recorded access agreements/easements
- Leasing and financing agreements
- QIC plans to maintain ownership, multiple entities invested in the long-term vitality of the site
ENVIRO N MENTAL IMPAC T REPORT (EIR)

- Analyzed the “Proposed Project”
  - 1,950,565 SF total, 650 residential units, 150-room hotel
- Per CEQA, Alternatives were also analyzed including:
  - Alternative 1 - No project alternative
  - Alternative 2
  - Alternative 3
  - Alternative 4 / 4-1
- Entitlement applications for Alternative 4/4-1
  - 1,593,144 SF, 300 residential units, 150-room hotel, Up to 50,000 SF of office space
  - Fully analyzed and circulated as part of the Draft EIR
EIR RESOURCE AREAS

- 14 resource areas analyzed, 9 less than significant impacts
- 4 resource areas – significant impacts that could be mitigated, avoided or substantially lessened
  - Biological resources, cultural resources, greenhouse gas emissions, and noise
- Transportation and Traffic – significant and unavoidable impacts
  - 5 significant intersection impacts
  - 2 can be mitigated to less than significant (#13 and 18)
  - 3 intersections remain significant and unavoidable
TRAFFIC

- Five intersections impacted
  - #13 Inglewood & Artesia (both peak hours) – MM TRA-1
  - #16 Hawthorne & Artesia (both peak hours) – No feasible
  - #17 Prairie & Artesia (both peak hours) – MM TRA-3
  - #18 I-405 SB Ramps & Artesia (PM peak hour) – MM TRA-4
  - #19 I-405 NB Ramps & Artesia (PM peak hour) – No feasible

**MM TRA-3:** Right-turn overlap signals would be installed at this intersection in the southbound and westbound directions. Only improves the intersection.
Intersection #13

**MM TRA-1**: Inglewood Avenue & Artesia Boulevard

NB approach would become one left-turn lane, two through lanes, and a shared through/right-turn lane.

Currently dedicated right, now shared
Intersection #18

**MM TRA-4: I-405**
Southbound Ramp & Artesia Boulevard

EB approach would be restriped to two through lanes and two right-turn lanes

Revise signage upstream of the intersection
EIR TIMELINE

- October 1, 2015 - Notice of Preparation / Initial Study
- October 10, 2015 – Scoping Meeting
- July 28, 2017 - Draft EIR published
- August 26, 2017 – Draft EIR Workshop
- February 1, 2018 – Final EIR published
PUBLIC OUTREACH

- Applicant held more than 75 meetings - 2015 to present
- Attachment G - full outreach summary
- From these discussions, Alternative 4 and 4-1 were developed
  - Reduction of residential from 650 to 300 units
  - Relocation of residential to Hawthome Boulevard
  - Provide office space
  - Increased public open space, landscaping, and site amenities
- Postponement – working more with concerned groups
STAFF RECOMMENDATION

- Review and consider the Final EIR, open the public hearing, take public testimony, close the public hearing, deliberate on the project
- Adopt the Draft Resolution Certifying the Final EIR, Approving the Water Supply Assessment, Environmental Findings, Statement of Overriding Considerations, and Mitigation Monitoring and Reporting Program, Granting the requests for a Conditional Use Permit, Planning Commission Design Review, a Variance, and Approving Vesting Tentative Tract Map No. 74481
Working together to create the future of place for Redondo Beach
Contents

1/ Who we are
2/ Community Outreach
3/ Your new Redondo Beach experience
Contents

1/ Who we are
2/ Community Outreach
3/ Your new Redondo Beach experience
Overview

- Investment arm for pension fund of the state government employees of Queensland, Australia.
- Nearly 30 years of investment experience.
- Over $65 billion in assets under management.
- Financially active in US for the past 5 years as partner with Forest City.
- Recently bought out our partners and own 12 assets nationwide.
- Responsible long term approach; we are not sellers of real estate.
- Offices in the South Bay, Cleveland, New York and Florida with over 200 employees.
- Our specialty is repositioning real estate to align with the values of the community which withstands the test of time.

As at September 30, 2017. All figures in USD.
Asset Creation Strategy in Practice

Disciplined and staged reinvestment through lifecycles generates ongoing value growth and long-term investment returns.

The evolution of QIC’s shopping centers

- Major department stores
- Discount department stores
- Apparel based retailers
- Amplified and diversified fresh food and dining
- Retail services
- Entertainment and communications
- Beauty services
- Medical – basic cosmetic
- IT and lifestyle products
- Leisure precincts
- Health and wellbeing
- Furniture and hardware
- Accommodation
- Commercial
- Expanded customer service
- Co-working and hospitality
- Fashion showroooming
- Pureplay into total retail
- Education
- Medical (day surgery and rehabilitation)
- Culture (galleries)
- Civic partnerships
- Convergent retail - food and fashion, lifestyle and technology
- Popup precincts
- Life services

Typical 1990’s enclosed mall

Centers of today include public space and community facilities
Environmentally Conscious and Sustainable Community Development


– Initiatives include implementation of community gardens, developing women’s refugees and donating significant funds to local charities.

– We do this because we recognize our carbon footprint needs to be lighter, we need to reflect the communities who think the same and we think it’s the responsible approach to community growth.

– QIC’s environment and social policies and guidelines are reviewed annually. The program is led by a dedicated QIC Responsible Investment Specialist with champions from each investment team.
Contents

1/ Who we are
2/ Community Outreach
3/ Your new Redondo Beach experience
# Community Outreach Timeline

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>- Initial community meetings and focus groups</td>
<td>- NOP / Scoping Meeting</td>
<td>- “Sneak peak” meetings with community groups</td>
<td>- QIC return to the drawing board to craft a new alternative (Alternative 4-1) based on feedback from the community and potential tenants</td>
<td>- DEIR Released</td>
<td>- Continued public meetings</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- Public comment period</td>
<td>- Final EIR / response to comments generated by city’s consultants</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- Circulation of FEIR</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- Planning Commission</td>
</tr>
</tbody>
</table>
Community Outreach

WE TALKED TO

- IMMEDIATE NEIGHBORS
- SCHOOL LEADERS
- ENVIRONMENTALISTS
- SOUTH BAY BICYCLE COALITION
- THE BUSINESS COMMUNITY
- PUBLIC SAFETY ADVOCATES
- REDONDO BEACH UNIFIED SCHOOL DISTRICT
- BEACH CITIES HEALTH DISTRICT
- FAMILIES

QICIGRE
<table>
<thead>
<tr>
<th>Immediate Neighbors</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Their feedback</strong></td>
</tr>
<tr>
<td>Move the residential units to the other side of the project</td>
</tr>
<tr>
<td>Reduce the building heights facing their homes</td>
</tr>
</tbody>
</table>
Redondo Beach Police Department

Their feedback | Our solution
---|---
Improve the safety and perception of the existing center | We met with the RBPD to craft a comprehensive solution that addresses the public's concerns and improve on-site facilities
South Bay Bicycle Coalition

<table>
<thead>
<tr>
<th>Their feedback</th>
<th>Our solution</th>
</tr>
</thead>
<tbody>
<tr>
<td>Better bike connections and amenities</td>
<td>We added a new bike corral and bike valet service. We also created new off-street bike lanes in our linear park along both 177th Street and Kingsdale</td>
</tr>
</tbody>
</table>
### Beach Cities Health District

<table>
<thead>
<tr>
<th>Their feedback</th>
<th>Our solution</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pay more attention to creating a more walkable environment with more open space</td>
<td>We created a more extensive pedestrian pathway system that includes wider paths with more landscaping and the opportunity for additional amenities</td>
</tr>
<tr>
<td></td>
<td>We also added a large new open space with Neighborhood Park — replacing the existing sea of parking with 7 acres of open space</td>
</tr>
</tbody>
</table>
The Community

<table>
<thead>
<tr>
<th>Their feedback</th>
<th>Our solution</th>
</tr>
</thead>
<tbody>
<tr>
<td>Incorporate an office component into the project</td>
<td>Alternative 4-1 includes up to 50,000 square feet of potential office space</td>
</tr>
</tbody>
</table>
Redondo Beach Unified School District

**Their feedback**

“Right-size” the residential component so we didn’t impact our schools

**Our solution**

We funded a RBUSD consultant to analyze the student generation numbers and then reduced the number of our proposed residential units to well below what the school district said it could accommodate.
– Held more than 75 meetings with the community.

– Presented at District Meetings of all five City Council members.

– The final project represents a true community collaboration.
Contents

1/ Who we are
2/ Community Outreach
3/ Your new Redondo Beach experience
“Place might be the outcome, but it’s people that create the opportunity.”
Existing Site Plan
“The new South Bay”
– Iconic-Innovative-Transformative
– A catalyst for improving Artesia Boulevard
“The new South Bay”

- Iconic-Innovative-Transformative
- A catalyst for improving Artesia Boulevard
- Seamlessly connected indoor and outdoor shopping
- Dine at one of the unique chef driven offerings with outdoor terraces
“The new South Bay”

- Iconic-Innovative-Transformative
- A catalyst for improving Artesia Boulevard
- Seamlessly connected indoor and outdoor shopping
- Dine at one of the unique chef driven offerings with outdoor terraces
- Stay at the 150 room Boutique Hotel
“The new South Bay”

- Iconic-Innovative-Transformative
- A catalyst for improving Artesia Boulevard
- Seamlessly connected indoor and outdoor shopping
- Dine at one of the unique chef driven offerings with outdoor terraces
- Stay at the 150 room Boutique Hotel
- Live or visit friends in one of the 300 Modern Apartment Homes
“The new South Bay”

- Iconic-Innovative-Transformative
- A catalyst for improving Artesia Boulevard
- Seamlessly connected indoor and outdoor shopping
- Dine at one of the unique chef driven offerings with outdoor terraces
- Stay at the 150 room Boutique Hotel
- Live or visit friends in one of the 300 Modern Apartment Homes
- Work in a new creative office environment
- Sustainable design
- Designed around community open spaces
Public Art Locations
Redondo Beach Bicycle Master Plan
Bicycle Access
Pedestrian Access
Entry Gateway
Community Park
Community Park Scale Comparison
Community Park Scale Comparison

Metlox
Manhattan Beach, CA
Community Park
Pedestrian Paseo
Neighborhood Park
Neighborhood Park
Neighborhood Park Scale Comparison
Kingsdale
Linear Park
Welcome to your new South Bay
At QIC we are committed to reimagining the places where people choose to be and feel proud to belong
Thank you
Appendix
Eastland Case Study
Eastland, a QIC Australian retail asset is a major regional shopping center located in the surrounds of Melbourne, Victoria.

1996  Purchased by QIC – 570,500 SF Myer, Woolworths, Kmart, Franklins + 170 specialties

1998  Purchased adjoining market site for future planning

2002  Stage 4: GLA increased to 850,350 SF adding 3 new anchors and over 50 inline retailers

2013  Stage 5: Expansion commenced to increase GLA to approximately 1,410,072 SF

2016  Stage 5A & 5B completed. Introducing an additional 2 anchor tenants (DJ’s & Target), 7 mini-major tenants, 150 inline tenants and a Town Square precinct
– Situated at the centre of one of the city’s most compelling gentrifications, Eastland has been a cornerstone in eastern Melbourne’s urban regeneration.

– In response to the region’s burgeoning population, Eastland has also expanded as a civic space, becoming a destination for its community.

– In the last five years, we’ve invested over $700m in strategic growth initiatives to strengthen Eastland’s position at the centre of the Ringwood community.
Alfresco Dining Space—
Featuring some of Melbourne’s most iconic chefs

Entertainment—
A dedicated entertainment precinct

A New Hotel—
The first hotel in Victoria above a shopping mall

Town Square—
A world-class Town Square for the local community

New Concepts—
Enticing concepts from leading international and Australian retailers

The Realm—
A state of the art civic library offering a cultural, knowledge and innovation experience in one location