AGENDA REPORT

Meeting Date: March 11, 2008

Item Number: D-1

To: Honorable Mayor & City Council

From: Vincent P. Bertoni, AICP, Director of Community Development
Larry Sakurai, Principal Planner
Donna Jerex, Senior Planner

Subject: Consideration of Planning Commission's recommendation for approval of a General Plan Amendment, Zone Change, Specific Plan, Development Agreement and Environmental Impact Report for a Proposed Condominium Project with Ancillary Commercial Uses at 9900 Wilshire (Robinsons-May Site)

Attachments:

1. Commission Environmental Impact Report Resolution with Attachments (Findings of Fact, Statement of Overriding Considerations and Mitigation Measures)
2. Commission General Plan and Zoning Amendment Resolution
3. Commission Specific Plan Resolution with Attachments (Conditions of Approval and 9900 Wilshire Specific Plan)
4. Commission Development Agreement Resolution with Attachment (Development Agreement)
5. Planning Commission Staff Reports
6. Applicant's Submittal Packet
7. Final Environmental Impact Report (under separate cover)
8. Project Plans (under separate cover)

RECOMMENDATION

Staff recommends that the City Council:

1. Take public testimony and approve the Planning Commission recommendations for the project.
2. Provide direction to staff on the proposed project and continue the hearing until March 20, 2008.

INTRODUCTION

The project site is located at 9900 Wilshire and is bounded by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 235 condominium units in two buildings located near the western (Los Angeles Country Club) border, two commercial buildings which would consist of approximately 11,656 square feet of retail space, 4,200 square feet of restaurant dining space including a 585 square foot outdoor dining space, for a total of 16,441square feet of retail and restaurant space, and landscaped private and public gardens.

DISCUSSION

The staff report is organized by the following topics:

1. Planning Commission Action
2. Project Description
3. Requested Entitlements
   a) General Plan and Zoning Amendment
   b) Specific Plan
   c) Development Agreement
4. Environmental Impact Report

Planning Commission Action

The original project submitted by the applicant consisted of 252 condos located in two 12 story condominium buildings, two four-story loft buildings and 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining. Over the course of seven months, the Planning Commission held ten hearings on the project to consider the proposal and make recommendations for changes to the project to minimize impacts to the adjacent El Rodeo School and the single family homes to the north and to increase the amount of public garden areas. These recommended changes included among other items:

1. Increasing the setback of the North building from Wilshire Boulevard from 35 feet to 57 feet from the property line and 72 feet from the curb to match the setback of Hilton's Wilshire Tower.
2. Providing a stepped design on the North Building which includes a setback of 90 feet at the 108 foot elevation (9 stories).
3. Removing the two loft buildings (30 units) along Merv Griffin Way.
4. Increasing the amount of public open space on the project from the original proposal of a .42 acre public garden on the corner of Wilshire and Santa Monica Boulevards to .81 acres (35,468 square feet) which includes a series of perimeter gardens that extend south along Merv Griffin Way. These new gardens are terraced to be accessible from Merv Griffin Way and integrate a public sidewalk, water features and variety of landscape.
5. Moving the proposed Restaurant north and west to continue the public garden at the corner of Merv Griffin Way and Santa Monica Blvd.

The Planning Commission resolutions recommending approval of the project are included as Attachments 1 through 4. The Commission recommended approval of the project on a 3-2 vote. The two Planning Commissioners that did not support the project had concerns about the overall mass of the two buildings which extend along the length of the property (793 feet combined with 43 feet between the two buildings). The Commissioners felt that the combination of increased height and overall length of the two buildings created too much building mass.

Project Description

The proposed project includes 235 condominium units in two buildings located near the western (Los Angeles Country Club) border, a one-story commercial building which would consist of approximately 11,656 square feet of retail space along Santa Monica Boulevard frontage, 2,000 square feet of restaurant dining space, and 2,200 square feet of "back-of-house" restaurant space at the corner of Santa Monica Boulevard and Merv Griffin Way, for a total of 15,856 square feet of retail and restaurant space, as well as 585 square feet of outdoor dining space and landscaped private and public gardens. Further details on the project are provided in Attachment 6 (Applicant's Submittal Packet) and Attachment 8 (Project Plans).

The major project components include the following:

- North Condominium Building with 103 units. The North Building would incorporate a stepped design from Wilshire Boulevard with heights ranging from 9 stories (108 ft. from the datum point and from adjacent grade), 12 stories (149 ft. from the datum point from adjacent grade) and 13 stories (161 ft. from the datum point and from adjacent grade). The North Building also includes back of house facilities such as two screening rooms, an events room, game rooms, resident wine storage and general storage, warming kitchen, laundry area, staff facilities and a building office in an underground mezzanine. All of these would be shared with the residents in the South Building.

- South Building with 132 condominium units. The height of the South Building would range from 13 stories (161 ft. from datum point and 169 ft. from adjacent grade), 14 stories (180 ft. from datum point and 188 ft. from adjacent grade) and 15 stories (185 ft. from datum point and 193 ft. and 205 ft. from adjacent grade).

- Total Residential Unit Count:

Studios	58
1 Bdrm	24
2 Bdrm	38
3 Bdrm	28
3 Bdrm + Den	36
4 Bdrm	27
4 Bdrm + Den	10
Penthouses	14
Total:	**235**

- Commercial Retail building of 11,656 square feet at a height of approximately 3 stories (28 ft. from the datum point and 48 ft. from adjacent grade) along the Santa Monica Boulevard frontage. A spa pavilion for residents of the condominiums consisting of a pool, gym and spa facilities would be located in the two stories above the ground level retail.

- A one-story commercial building (at a height of approximately 0 ft. to 28 ft. from the datum point and 22 ft. to 50 ft. from adjacent grade; higher heights are due to a single architectural feature - Atrium) generally at the corner of Santa Monica Boulevard and Merv Griffin Way with 4,200 square feet on restaurant space with 585 square feet of outdoor seating.

- A two-level subterranean parking garage containing a total of 803 parking spaces. Of the 803 parking spaces provided, 681 would be available to project residents, employees and visitors, and the remaining 122 spaces would be for the retail and restaurant portions of the project. Twenty-eight of the residential spaces would be tandem and 31 of the commercial spaces would be tandem. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens consist of both private gardens and public gardens. The public gardens (.81 acres) are located at the corner of Wilshire Boulevard and Merv Griffin Way, along the entire length of Merv Griffin Way and at the corner of Merv Griffin Way and Santa Monica Boulevard.

In accordance with height limitations per Beverly Hills Municipal Code, all building heights on a single parcel are measured from the single highest point at the natural ground level at the perimeter of a building or from the highest point of the public sidewalk adjoining the lot or parcel upon which the building or structure is to be erected. The northwest corner of the site represents the highest elevation and the southeast corner of the site, the lowest elevation. The Planning Commission had requested that both the height from adjacent grade and the datum point be provided and that the Specific Plan measure heights from adjacent grade.

Access to site would be provided from four locations along the perimeter of the project site as follows:

- A residential entry/exit on Wilshire Boulevard. This driveway would lead to the private access roadway along the western side of the project site and have two-way flow, with ingress and egress limited to right-turn in and right-turn out.
- A residential entry/exit on Santa Monica Boulevard. This driveway would have ingress and egress limited to right-turn in, right-turn out and left-turn in and lead to the private access roadway along the western side of the project site.
- A new driveway providing retail and restaurant ingress and egress along Merv Griffin Way. This driveway is located directly across the street from the entry to The Beverly Hilton Hotel.
- A new driveway providing restaurant and retail access along Santa Monica Boulevard.

Several circulation improvements are proposed as part of the project. These include the following improvements:

- Reconstruct Santa Monica Boulevard along the project frontage to both facilitate project access and also provide a third westbound lane.
- Contribute a "fair-share" towards the cost of realigning Merv Griffin Way and providing a northbound left-turn, through, and right-turn lane at the intersection of Wilshire Boulevard and Merv Griffin Way.
- Contributing a "fair share" towards the cost of signalizing the intersection of Santa Monica Boulevard and Merv Griffin Way.

Project Entitlements

General Plan and Zoning Amendment

As part of the project, the applicant is proposing a General Plan Amendment that would change the land use designation for the entire project site from "Low Density General Commercial" to "9900 Wilshire Specific Plan" and add the following underlined language to the Land Use Element.

IDENTIFICATION OF LAND USE ISSUES AND OBJECTIVES

1. Recommendations and Development Criteria for Land Use

Amend the fourth paragraph under *2.2 Commercial Areas* as follows:

It is also recommended that certain anchor locations be set aside to permit development of a higher intensity type of development which is not otherwise provided in the community. These anchor locations should include large parcels that are located at the gateways to the City, such as the site at 9900 Wilshire Boulevard where additional building height is appropriate. A variety of land uses such as commercial, residential, and mixed use should be considered for the gateway locations. A change of use from commercial to residential or mixed use should be allowed only if such uses provide an adequate transition to adjacent single family neighborhoods. These areas should be located so as to be accessible from the City's major shopping areas and close to the City's major streets.

In addition, the applicant is proposing to change the zoning designation for the entire project site from "C3" to the "9900 Wilshire Specific Plan" zone. The floor area ratio (FAR) allowed under the C3 zone is 2 to 1 and the project is proposing 2 to 1 for the commercial portion of the site and 2.66 to 1 for the residential portion. Another way to view the residential square footage would be as dwelling units per square foot of the site area. The R-4 zone allows one unit for 900 square feet. The applicant is proposing 1 unit per 1,472 square feet (i.e. lower density). The FAR for the site will be established as part of the 9900 Wilshire Specific Plan.

9900 Wilshire Specific Plan

The proposed "9900 Wilshire Specific Plan" would establish land uses and development, design, and operational standards for the project and the project site. The draft specific plan is included as Exhibit A in Attachment 3.

Chapter 1 of the Specific Plan provides information on the purpose and intent and goals and objectives of the Specific Plan. Chapters 2 and 3 provide the planning context and various components of the Plan. Chapter 4 includes a list of uses that would be permitted on the site as well as requirements for parking, building height, outdoor living spaces, signage, and green building standards. Chapter 5 includes provisions for administering the Specific Plan and includes the process and reviewing authority for amendments and modifications to the Plan. Chapter 6 includes items such as the hours of operation for the retail/restaurant portion of the site and standards for the outdoor dining.

Attached to the Specific Plan (Exhibit A in Attachment 3) are the proposed conditions of approval for the project. The mitigation measures from the EIR will also be conditions of approval but they are included with Attachment 1 (EIR Resolution).

Development Agreement

The proposed Development Agreement is intended to provide benefits to both the City and the applicant. The Agreement vests the project entitlements for a two year period and if a Vesting Tentative Tract Map is approved by the City, the term would be extended until the expiration of the vesting tentative map or approval and recordation of a final subdivision map for the project. The Agreement provides the City with infrastructure fees and additional fees that could not otherwise be required of the development.

The Development Agreement (Exhibit A of Attachment 4) for the project would require the developer to make a "public benefit contribution" to the City of $23,000,000. This contribution would address the project's impact on the City's infrastructure (streets, utilities, lights) and affordable housing. The Planning Commission recommended that a portion of the Public Benefit Contribution be placed in an affordable housing fund. The amount to be placed in the fund would be calculated by multiplying $261,733 by ten percent (10%) of the number of dwelling units (23). This would result in $6,150,725.50 being placed in an affordable housing fund. The Commission also recommended that a portion (10%) of the Public Benefit Contribution be used solely for the purpose of implementing improvements to address congestion at the intersection of Santa Monica Boulevard and Wilshire Boulevard.

In addition, an Environmental Mitigation and Sustainability Fee would be required. The fee would be paid concurrent with each sales transaction. The amount of the EMS Fee would be $4.50 for each $1,000 of the sales price of the property. The EMS Fee would be paid from the escrow account set up for the sale. The fee would be paid upon the initial sale of the unit and for each subsequent sale of the unit by the current owner.

The Development Agreement also requires a public open space easement in favor of the City over the public gardens to ensure that the gardens are maintained as public open space for the life of the project, an easement for future bus turn outs, an easement for a future subway stop, and the provision of two significant gateway statements (public art or other features).

<u>Environmental Impact Report (EIR)</u>

The purpose of preparing an EIR for a project is to provide the City and the public in general with detailed information about the effects the proposed project is likely to have on the environment and to list ways in which the significant effects might be minimized. An EIR must also identify and analyze alternatives to the proposed project.

A Draft EIR was prepared and circulated on August 8, 2007 for a 52-day comment period. Copies of the Draft EIR and the Appendices were provided to the City Council at that time and are not included as attachments to the staff report. Copies of these documents are available upon request. At the end of the comment period, a Final EIR which consists of Response to Comments and Changes to the Draft EIR was prepared and is included as Attachment 7.

Significant and Unavoidable Environmental Impacts

Six significant, unavoidable impacts were identified in the Environmental Impact Report. Or these six, three impacts related to air quality, noise and ground vibration would only occur during the project construction. The six significant, unavoidable impacts are as follows:

- Aesthetics and Views – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered. The North and South Buildings would also obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.
- Air Quality – During project construction, oxides of nitrogen (NO_3) emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation. The LST analysis shows that maximum 24-hour PM_{10} and $PM_{2.5}$ concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.
- Cultural Resources – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines*.
- Land Use and Planning – The proposed project would conflict with two objectives within the Land Use Element (Areas of transitional Conflict and Scale of the City) of the General Plan and one program (landmark preservation) included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.
- Noise – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.
- Groundborne Vibration – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the Federal Railway Administration (FRA) groundborne vibration threshold such that significant unavoidable impacts would result.

Environmental Impacts Less than Significant

The EIR found that the following areas were less than significant either with or without mitigation: Aesthetics (Light and Glare, Shade and Shadow), Air Quality (Criteria Pollutants – Operations, Localized Carbon Monoxide Emissions – Operations,

Consistency with SCAG/AQMP Population Projections, Odors and Hazardous Materials), Cultural Resources (Street Lights, Archaeological Resources, and Paleontological Resources), Geology and Soils, Hazardous and Hazardous Materials, Hydrology and Water Quality, Noise (Other than Construction), Population and Housing, Public Services, Transportation, Traffic, Parking and Circulation, and Utilities and Service Systems.

A list of the Mitigation Measures for the project is included as Exhibit C to Attachment 1 (Commission EIR Resolution). As a point of information, some of the Mitigation Measures in the Final EIR were changed by the Planning Commission and while these changes were incorporated into the Mitigation Monitoring and Reporting Program in Exhibit C, they have not been changed in the Final EIR which had already been printed. An appendix will be added to the Final EIR which discusses these changes.

Findings of Fact and Statement of Overriding Considerations

The California Environmental Quality Act ("CEQA") and the State CEQA Guidelines provide that no public agency shall approve or carry out a project for which an environmental impact report has been certified which identifies one or more significant effects of the environment unless the agency makes one or more of the following findings (Findings of Fact):

1. Changes or alterations have been required in, or incorporated into the project that avoid or substantially lessen the significant environmental effects as identified in the EIR
2. Such changes or alterations are within the responsibility and jurisdiction of another public agency, not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.
3. Specific economic, social, or other considerations make infeasible the mitigation measures or project alternatives identified in the EIR.

Findings of Fact for the project are provided as Exhibit A to Attachment 1.

As noted in number 3 above, CEQA also requires the decision-making agency to balance the economic, legal, social, technological or other benefits of a project against its unavoidable environmental risks when determining whether to approve a project. If the benefits of the project outweigh the unavoidable adverse effects, those effects may be considered acceptable. CEQA requires the agency to provide written findings supporting the specific reasons for considering a project acceptable when significant impacts are unavoidable. Such reasons must be based on substantial evidence in the EIR or elsewhere in the administrative record. A Statement of Overriding Considerations has been prepared for the proposed project and is included as Exhibit B to Attachment 1.

Meeting Schedule

March 11 Staff Presentation
Applicant Presentation
Public Testimony

	City Council Questions and Comments
March 20	Staff Presents Additional Information Requested by Council City Council Direction
April 1	Adopt Resolutions and 1st Reading of Ordinances
April 8	2nd Reading of Ordinances

FISCAL IMPACT

See discussion under "Development Agreement" above which addresses the potential fiscal impacts to the City resulting from a change from commercial to residential uses at the project site.

Vincent P. Bertoni, AICP
Director of Community Development

Approved By

Attachment 1

Planning Commission Resolution Recommending Certification of the EIR

RESOLUTION NO. 1498

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS RECOMMENDING THAT THE CITY COUNCIL CERTIFY THE ENVIRONMENTAL IMPACT REPORT FOR THE 9900 WILSHIRE PROJECT CONSISTING OF LUXURY RESIDENTIAL CONDOMINIUMS, PUBLIC GARDENS, AND ANCILLARY COMMERCIAL USES; MAKE ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT; ADOPT A STATEMENT OF OVERRIDING CONSIDERATIONS; AND ADOPT A MITIGATION MONITORING AND REPORTING PROGRAM; FOR PROPERTY KNOWN AS 9900 WILSHIRE BOULEVARD (THE FORMER ROBINSONS-MAY DEPARTMENT STORE SITE)

The Planning Commission of the City of Beverly Hills hereby finds and resolves as follows:

Section 1. Formal applications were submitted by Project Lotus, LLC, a Limited Liability Company (the "Applicant"), to allow construction of a residential condominium project with commercial space, public and private gardens and subterranean parking (the "Project"). A Draft Environmental Impact Report (the "Draft EIR") dated August 2007 (State Clearinghouse No. 2006071107) was prepared for the Project. Section 3.0 of the Draft EIR provides a full description of the Project, as originally proposed by the Applicant. In accordance with the California Environmental Quality Act ("CEQA") (Cal. Pub. Res. Code § 21000 *et seq.*) and the State Guidelines (the "Guidelines") (14 Cal. Code Regs. § 15000 *et seq.*) promulgated with respect thereto, the City analyzed the Project's potential impacts on the environment.

Section 2. Pursuant to Section 15063 of the Guidelines, the City prepared an Initial Environmental Study (the "Initial Study") for the Project. The Initial Study concluded that there was substantial evidence that the Project might have a significant environmental impact on several specifically identified resources and governmental services, including aesthetics; air quality; cultural resources; geology and soils; hazards and hazardous materials; hydrology and water quality; land use and planning; noise; population and housing; public services; transportation, traffic and parking; and utilities and service systems.

Section 3. Pursuant to Guidelines Sections 15064 and 15081, and based upon information contained in the Initial Study, the City ordered the preparation of an Environmental Impact Report ("EIR") for the Project. The City contracted with various independent consultants for the preparation of the technical studies for the EIR and on July 21, 2006, prepared and sent a Notice of Preparation of the EIR to responsible, trustee, and other interested agencies and persons in accordance with Guidelines Section 15082(a).

Section 4. The City completed the Draft EIR, together with those certain technical appendices (the "Appendices"), on or about August 8, 2007. The City circulated the Draft EIR and the Appendices to the public and other interested parties between August 8, 2007 and September 28, 2007, for a 52-day comment period, exceeding the 45-day public comment period required by Guidelines Sections 15087(c) and 15105. The Planning Commission held duly noticed public hearings during the public review period on August 20, 2007, September 5, 2007, and September 24, 2007, at which times it received oral and documentary evidence from the public regarding the Project and the Draft EIR. During the public comment period on the Draft EIR, the City received written comment letters and numerous oral statements regarding the adequacy of the Draft EIR.

Section 5. Concurrent with preparation of the Draft EIR, the City was processing another EIR for a separate office building project at 231-265 North Beverly Drive. The traffic studies for these two projects included collection of traffic data at some of the same intersections. Because of differences between the traffic data, the 231-265 North Beverly Drive EIR suggested that some intersections might have more existing traffic than acknowledged by the traffic data shown in the Draft EIR for the 9900 Wilshire Project. Therefore, the City opted to incorporate the traffic counts from the 231-265 Beverly Project EIR for those common intersections studied in both EIRs into the 9900 Wilshire EIR where the 231-265 North Beverly Project EIR counts were higher. Thereafter, portions of the Draft EIR dealing with traffic, parking, circulation, noise and air quality were revised and recirculated for a shortened 30-day review period between October 15, 2007 and November 13, 2007. During this period, the Planning Commission held a public hearing on October 29, 2007 for the purpose of taking testimony on the Project and the Recirculated portions of the Draft EIR (the "Recirculated EIR").

Section 6. During the course of the Planning Commission's deliberations on the EIR and the Project, the Commission requested additional information regarding the potential environmental impacts of five different configurations of the Project. Four of these five additional potential configurations of the Project constituted variations on one or more of the alternatives analyzed in the Draft EIR. The last of the potential project configurations evaluated only the provision of additional parking on the site and thus is merely a variation on the proposed Project. For ease of reference, these proposed configurations were referred to as Alternatives 5A, 7, 8, 9, and 10. An analysis of the additional variations was presented to the Planning Commission on October 29, 2007, and that analysis is hereby incorporated into this

Resolution by reference. While some of these additional variations lessened or eliminated certain significant environmental impacts, none of these additional alternatives changed the conclusions in the Draft EIR regarding the environmentally superior alternative, as discussed in the findings attached hereto as Exhibit A, and incorporated herein by reference. Further, these additional variations are not considered new alternatives and are not considerably different from the other six alternatives fully analyzed in the Draft EIR. Parts of these project variations have been incorporated into a revised project, as discussed below, with the goal of reducing the level of severity of significant and unmitigable impacts. As such, consideration of these variations does not require recirculation prior to certification of the EIR. Further, consideration of these project variations is consistent with CEQA's policies, including changing the project as a method for protecting the environment (CEQA Guidelines Sec. 15002 (h)), and encouraging project proponents to incorporate environmental considerations into project conceptualization, design and planning at the earliest feasible time (CEQA Guidelines Sec. 15004 (b)(3)).

Section 7. During testimony before the Planning Commission, representatives of the Los Angeles Country Club (LACC), whose property is located to the west of the Project site, expressed concerns regarding aesthetic impacts on certain portions of the golf course that is adjacent to the west of the proposed Project, as well as concerns regarding potential shade and shadow impacts on portions of the golf course. The LACC invited the Planning Commission to visit the LACC to view areas of alleged impact so that the Commissioners could get a perspective viewing the Project site from the due west in areas generally open only to members and guests of the LACC. The Planning Commission, staff, Applicant team, LACC representatives, and interested members of the public visited the LACC during the Commission's January 31, 2008 meeting, at which time the Commissioners observed

balloons flown by the LACC to approximate the Project's building heights, observed other development surrounding the LACC including the buildings of Century City to the south, and observed the plentiful existing foliage on the site.

Section 8. As a result of the comments received during the public comment periods for the Draft EIR and the Recirculated Draft EIR sections, and the comments received at the Planning Commission hearings held on August 20, September 5, September 24, October 29, November 8, and November 28, 2007 and January 10, January 24, and February 7, 2008 (collectively the "Hearings"), as well as concerns raised by the Commission itself, the Planning Commission recommended various modifications to the Project. At the conclusion of the Planning Commission's deliberations, the project consisted of 235 condominiums, approximately 16,000 square feet of retail space, 0.81 acres of public gardens and water features, private open space areas, and subterranean parking. All loft buildings were removed from the project, and the condominium units would all be located in the North and South Tower Buildings, which are set back farther from the western property line, and the Los Angeles Country Club, than the original project. The North Tower Building's height would range from 108 feet to 161 feet, and the South Tower Building's height would vary from 161 feet to 185 feet. The North Building would be set back 72 feet from the Wilshire Boulevard curbline, and would step in height from 9 floors at the north, to 11, 12, and 13 floors moving from north to south. The Southern Tower Building would be 14 to 15 floors. The Applicant has sometimes referred to this as Alternative 5B-1. The revised project is referred to herein as the "Revised Project."

Between the analysis of the originally proposed Project, the analysis of the six alternatives, and the analysis of the five additional variations on alternatives as discussed in

Section 6 above, the potential impacts of the Revised Project have been fully assessed, fully disclosed, and mitigated or avoided to the extent feasible for the reasons set forth in the Findings and Facts in Support of Findings attached hereto as Exhibit A.

The Applicant requests approval of the Revised Project, which addresses environmental impacts and other Planning Commission concerns.

Section 9. The City prepared written responses to all comments received on the Draft EIR and made revisions to the Draft EIR, as appropriate, in response to those comments. The City completed the written responses to comments on the Draft EIR in February 2008, and those responses to comments are incorporated herein by reference. The written responses to comments were made available for public review in the Department of Community Development, at the Beverly Hills Public Library and on the City's website. After reviewing the responses to comments and the revisions to the Draft EIR, the Planning Commission concluded that the information and issues raised by the comments, the responses thereto and the additional analysis in response to Project revisions did not constitute new information requiring recirculation of the Draft EIR.

Section 10. The Final Environmental Impact Report (the "Final EIR") is comprised of the Draft EIR, including Appendices, dated August 2007; the Recirculated EIR dated October 2007; the Additional Project Alternatives analysis presented to the Planning Commission on October 29, 2007 including shade and shadow studies; the Comments and Response to Comments on the Draft EIR, including errata pages; and the Mitigation Monitoring and Reporting Program.

Section 11. The findings made in this Resolution are based upon the information and evidence set forth in the Final EIR and upon other substantial evidence which has been presented at the Hearings and in the record of the proceedings. The documents, staff reports, technical studies, appendices, plans, specifications, and other materials that constitute the record of proceedings on which this Resolution is based are on file for public examination during normal business hours in the Department of Community Development and with the Director of Community Development, who serves as the custodian of these records. Each of those documents is incorporated herein by reference.

Section 12. The Planning Commission finds that agencies and interested members of the public have been afforded ample notice and opportunity to comment on the EIR and the Project.

Section 13. The Planning Commission has independently reviewed and considered the contents of the Final EIR prior to deciding whether to recommend approval of the Revised Project to the City Council. The Planning Commission hereby finds that the Final EIR reflects the independent judgment of the City and the Planning Commission. The Planning Commission further finds that the additional information provided in the staff reports, in the responses to comments received during circulation of the Draft EIR, and recirculation of the traffic, noise and air quality sections, and in the evidence presented in written and oral testimony presented at the Hearings, does not constitute new information requiring recirculation of the EIR under CEQA. None of the information presented to the Planning Commission has deprived the public of a meaningful opportunity to comment upon a substantial environmental impact of the Project or a feasible mitigation measure or alternative that the City has declined to implement.

Section 14. The Planning Commission finds that the comments regarding the Draft EIR and the responses to those comments have been received by the City; that the Planning Commission received public testimony regarding the adequacy of the EIR; and that the Planning Commission, as an advisory body for the lead agency, has reviewed and considered all such documents and testimony prior to making its recommendation on the Project. The Planning Commission hereby recommends that the City Council, pursuant to Guidelines Section 15090, certify that the Final EIR has been completed in compliance with CEQA.

Section 15. Based upon the Final EIR and the record before the Planning Commission, the Planning Commission finds, and recommends that the City Council find, that the Revised Project will not cause any significant environmental impacts after mitigation except in the areas of Aesthetics (Visual Character and Quality, Views, Cumulative Visual Character and Quality, and Cumulative Views); Air Quality (Short Term Construction, Localized Significant Thresholds – Construction, Cumulative Construction); Cultural Resources (Historical Resources; Cumulative Historical Resources); Land Use and Planning; and Noise (Construction, Cumulative Construction, Vibration from Construction, Cumulative Vibration from Construction). Explanations for why the impacts other than the foregoing were found to be less than significant are contained in the Environmental Findings set forth in Exhibit A to this Resolution and more fully described in the EIR and the Initial Study which is included as Appendix A to the EIR.

Section 16. Upon considering the information gathered during the visit to the LACC site, the various photo simulations presented during the course of the Commission's hearings, the shade and shadow studies presented to the Commission, the studies regarding

shade and shadow impact on turf grass included in appendices to the EIR, the existence of trees and foliage already producing significant shade on the golf course, the existence of the tall buildings in Century City which are readily visible from and produce shade on the LACC golf course, and the responses to the LACC's comments on the EIR, the Planning Commission finds that the full degree of potential impacts of the Project on the LACC has been fully disclosed, and that the neither the Project nor the Revised Project would have significant shade and shadow or aesthetic impacts on the LACC.

Section 17. Based upon the Final EIR and record before the Planning Commission, the Planning Commission finds, and recommends that the City Council find, that the Revised Project will create significant unavoidable impacts to Aesthetics (Visual Character and Quality, Views, Cumulative Visual Character and Quality, and Cumulative Views); Air Quality (Short Term Construction, Localized Significant Thresholds – Construction, Cumulative Construction) Cultural Resources (Historical Resources; Cumulative Historical Resources); Land Use and Planning; and Noise (Construction, Cumulative Construction, Vibration from Construction, Cumulative Vibration from Construction). These significant impacts are further described in the "Findings and Facts in support of Findings," set forth in Exhibit A, which is attached hereto and incorporated herein by this reference, and in the Final EIR. The findings in Exhibit A explain that all feasible mitigation, including project revisions, have been incorporated to reduce the level of impact, but that even after mitigation the impacts remain significant.

Section 18. The EIR describes, and the Planning Commission has fully considered a reasonable range of alternatives to the Project. These alternatives include Alternative 1 - No Project Alternative, Alternative 2 – Code Compliant Office/Retail

Alternative, Alternative 3 – Reduced Density Alternative, Alternative 4 – Preservation/Reuse of Robinsons-May Building Alternative, Alternative 5 – Modified Height and Configuration of North/South Buildings, and Alternative 6 – Reconfiguration Alternative. As explained in Section 6 above, the Planning Commission also requested analysis of the four additional variations on the alternatives analyzed in the Draft EIR and one variation on the Project.

With respect to each of the alternatives analyzed in the EIR, and the five project variations on considered by the Planning Commission, the Planning Commission hereby makes the findings, and recommends that the City Council make the findings, set forth in Exhibit A, which is attached hereto and incorporated by reference. On the whole, the Revised Project, which incorporates features of some of the alternatives and variations, will reduce, although not to a level of less than significant, otherwise unmitigable impacts to aesthetics and land use compatibility. As such, the Planning Commission recommends that the City Council adopt a variation on the project that is substantially similar to the Revised Project, and find all other alternatives and variations infeasible for the reasons set forth in Exhibit A.

Section 19. For the Aesthetics (Visual Character and Quality, Views, Cumulative Visual Character and Quality, and Cumulative Views); Air Quality (Short Term Construction, Localized Significant Thresholds – Construction, Cumulative Construction) Cultural Resources (Historical Resources; Cumulative Historical Resources); Land Use and Planning; and Noise (Construction, Cumulative Construction, Vibration from Construction, Cumulative Vibration from Construction) impacts identified in the Final EIR as "significant and unavoidable," the Planning Commission hereby recommends that the City Council adopt the "Statement of Overriding Considerations" as set forth in Exhibit B, which is attached hereto and incorporated herein by reference. The Planning Commission finds, and recommends that

the City Council find that each of the overriding benefits, by itself, would justify proceeding with the Revised Project despite and significant unavoidable impacts identified in the Final EIR or alleged to be significant in the record of proceedings.

Section 20. The Planning Commission hereby recommends that the City Council adopt the mitigation measures set forth in the Mitigation Monitoring and Reporting Program, attached hereto as Exhibit C and incorporated herein by this reference, and impose each mitigation measure as a condition of Project approval. The Planning Commission further recommends that the City Council adopt the "Mitigation Monitoring and Reporting Program," attached hereto and incorporated herein by reference. City staff would thereafter be responsible for implementation and monitoring the mitigation measures as described in Exhibit C.

Section 21. The Secretary shall certify to the adoption of this Resolution, and shall cause this Resolution and his certification to be entered into the Book of Resolutions of the Planning Commission of the City.

Adopted:

Noah D. Furie
Chair of the Planning Commission
of the City of Beverly Hills, California

ATTEST:

Secretary

[Signatures continue on next page.]

Approved as to form:

David M. Snow
Assistant City Attorney

Approved as to content:

Vincent P. Bertoni, AICP
Director of Community Development

David D. Gustavson
Director of Public Works & Transportation

EXHIBIT A

Findings and Facts in Support of Findings

EXHIBIT A

Findings and Facts in Support of Findings

I. Introduction.

The California Environmental Quality Act ("CEQA") and the State CEQA Guidelines (the "Guidelines") provide that no public agency shall approve or carry out a project for which an environmental impact report has been certified which identifies one or more significant effects on the environment that will occur if a project is approved or carried out unless the public agency makes one or more of the following findings:

A. **Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effects identified in the EIR.**

B. **Such changes or alterations are within the responsibility of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.**

C. **Specific economic, social, or other considerations make infeasible the mitigation measures or project alternatives identified in the EIR.**[1]

Pursuant to the requirements of CEQA, the City Council hereby makes the following environmental findings in connection with the proposed construction of the residential and retail buildings with subterranean parking totaling _____ (the "Project"), as more fully described in the EIR and as revised by the Planning Commission and City Council. These findings are based upon evidence presented in the record of these proceedings, both written and oral, the EIR and all of its contents including the recirculated portions of the EIR, the Comments and Responses to Comments on the Draft EIR and the recirculated portions of the EIR, and staff and consultants' reports presented to the Planning Commission and the City Council.

II. Project Objectives.

As set forth in the EIR, objectives that the project applicant seeks to achieve with this Project (the "Project Objectives") are as follows:

> To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

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[1] Cal. Pub. Res. Code § 21081; 14 Cal. Code Regs. § 15091.

To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood. (The final project includes a 0.81 acre public garden.)

To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space. (The final project considered by the Planning Commission increases intensity with respect to height.)

To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

III. Background

The applicant's original proposal consisted of two 12-story residential tower buildings, four-story loft buildings, retail and commercial space, garden areas and subterranean parking. The original proposal consisted of 252 condominium residences, 144 foot tall residence towers, 48 foot tall loft buildings along Merv Griffin Way, approximately 20,000 square feet of commercial space along Santa Monica Boulevard and public and private gardens. A total of 829,686 square feet of area would have been dedicated to residences.

During Planning Commission deliberations and consideration of various project alternatives, the applicant revised the Project in order to address concerns of the Commission and to respond to certain adverse environmental impacts of the original proposal. The Revised Project is similar to, but less intense than, Alternative 5A.

At the conclusion of the Planning Commission's deliberations, the Project consisted of 235 condominiums, approximately 16,000 square feet of retail space, 0.81 acres of public gardens and water features, private open space areas, and subterranean parking. All loft buildings were removed from the project, and the condominium units would all be located in the North and South Tower Buildings. The North Tower Building's height would range from 108 feet to 161 feet, and the South Tower Building's height would vary from 161 feet to 185 feet. The North Building would be set back 72 feet from the Wilshire Boulevard curbline, and would step in height from 9 floors at the north, stepping to 11, 12, and 13 floors moving from north to south. The South Tower Building would be 14 to 15 floors. The applicant has sometimes referred to this as Alternative 5B-1. The revised project is referred to herein as the "Revised Project."

Between the analysis of the originally Proposed Project, and that contained in the analysis of the six alternatives, and five additional variations on alternatives as discussed in Section VIII below, the potential impacts of the Revised Project have been fully assessed, fully disclosed, and mitigated or avoided to the extent feasible.

IV. Effects Determined to be Less Than Significant/No Impact in the Initial Study/Notice of Preparation.

The City of Beverly Hills conducted an Initial Study in July 2006 to determine significant effects of the Project. In the course of this evaluation, certain impacts of the Project were found to be less than significant due to the inability of a project of this scope to create such impacts or the absence of project characteristics producing effects of this type. The following effects were determined not to be significant for the reasons set forth in the Initial Study, and were not analyzed in the Draft EIR (refer to Appendix A, Initial Study/Notice of Preparation, in the Draft EIR). Revisions to the Project, as described in Section III, do not change the conclusions of the Initial Study.

A. AESTHETICS

1. The Project will not have a substantial adverse effect on a scenic vista.

2. The Project will not substantially damage scenic resources, including, but not limited to trees, rock outcroppings, and historic buildings within a state scenic highway.

B. AGRICULTURAL RESOURCES

1. The Project will not convert Prime Farmland, Unique Farmland, or Farmland of Statewide Importance (Farmland), as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural use.

2. The Project will not conflict with existing zoning for agricultural use, or a Williamson Act Contract.

3. The Project does not involve other changes in the existing environment which, due to their location or nature, could result in conversion of Farmland to non-agricultural use.

C. AIR QUALITY

1. The Project will not create objectionable odors affecting a substantial number of people.

D. BIOLOGICAL RESOURCES

1. The Project will not have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Game or U.S. Fish and Wildlife Service.

2. The Project will not have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, or regulations by the California Department of Fish and Game or U.S. Fish and Wildlife Service.

3. The Project will not have a substantial adverse effect on federally protected wetlands as defined by Section 404 of the Clean Water Act (including, but not limited to, marsh, vernal pool, coastal, etc.) through direct removal, filling, hydrological interruption, or other means.

4. The Project will 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 sites.

5. The Project will not conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance.

6. The Project will not conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or state habitat conservation plan.

E. GEOLOGY AND SOILS

1. The Project will not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving landslides.

2. The Project will not have soils incapable of adequately supporting the use of septic tanks or alternatives wastewater disposal systems where sewers are not available for the disposal of wastewater.

F. HAZARDS AND HAZARDOUS MATERIALS

1. The Project will not create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials.

2. The Project is not located within an airport land use plan or, where such a plan has not been adopted, within two miles or a public airport or public use airport, and therefore will not result in a safety hazard for people residing or working in the project area.

3. The Project is not within the vicinity of a private airstrip, and therefore will not result in a safety hazard for people residing or working in the project area.

4. The Project will not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan.

5. The Project will not expose people or structures to a significant risk of loss, injury or death involving wildland fires, including where wildlands are adjacent to urbanized areas or where residences are intermixed with vegetation.

G. HYDROLOGY AND WATER QUALITY

1. The Project will not place housing within a 100-year flood hazard area as mapped on a Federal Flood Hazard Boundary or Flood Insurance Map or other flood hazard delineation map.

2. The Project will not place within a 100-year flood hazard area structures which would impede or redirect flood flows.

3. The Project will not be subject to inundation by seiche, tsunami, or mudflow.

H. LAND USE AND PLANNING

1. The Project will not physically divide an established community.

2. The Project will not conflict with any applicable habitat conservation plan or natural community conservation plan.

I. MINERAL RESOURCES

1. The Project will not result in the loss of availability of a known mineral resource that would be of value to the region and the residents of the state.

2. The Project will not result in the loss of availability of a locally-important mineral resource recovery site delineated on a local general plan, specific plan or other land use plan.

J. NOISE

1. The Project is not located within an airport land use plan or within two miles of a public airport or public use airport, and thus would not expose people residing or working in the Project area to excessive noise levels from airport activities.

2. The Project is not located within the vicinity of a private airstrip, and thus would not expose people residing or working in the Project area to excessive noise levels from airstrip activities.

K. POPULATION AND HOUSING

1. The Project will not displace substantial numbers of existing housing, necessitating the construction of replacement housing elsewhere.

2. The Project will not displace substantial numbers of people, necessitating the construction of replacement housing elsewhere.

L. TRANSPORTATION AND TRAFFIC

1. The Project will not result in a change in air traffic patterns, including either an increase in traffic levels or a change in location that results in substantial safety risk

2. The Project will not cause a four-way stop-controlled intersection operating at LOS A, B or C to operate at LOS D and increases the average delay by five seconds or more.

3. The Project will not cause a four-way stop-controlled intersection operating at LOS D to operate at LOS D and increases the average delay by four seconds or more.

4. The Project will not cause a four-way stop-controlled intersection operating at LOS E or F to operate at LOS F and increases the average delay by three seconds or more.

5. The Project will not cause a two-way stop-controlled intersection operating at LOS D or better to operate at LOS E or F.

V. Effects Determined to be Less Than Significant Without Mitigation in the EIR.

The EIR found that the proposed Project would have a less than significant impact without the imposition of mitigation on a number of environmental topic areas, listed below. A less than significant environmental impact determination was made for each of the following topic areas, based on the more expansive discussions contained in the EIR. Further, the project revisions described in Section III above do not change the following conclusions.

A. AESTHETICS

1. Development of the proposed Project would not obstruct, interrupt, or diminish a valued focal or panoramic view.

2. Development of the proposed Project would not create a new source of shade or shadow which would adversely affect existing shade/shadow sensitive structures or uses.

During testimony before the Planning Commission, representatives of the Los Angeles Country Club (LACC), whose property is located to the west of the Project site, expressed concerns regarding aesthetic impacts on certain portions of the golf course that is adjacent to the west of the proposed Project, as well as concerns regarding potential shade and shadow impacts on portions of the golf course. The LACC invited the Planning Commission to visit the LACC to view areas of alleged impact so that the Commissioners could get a perspective viewing the Project site from the due west in areas generally open only to members and guests of the LACC. The Planning Commission, staff, Applicant team, LACC representatives, and interested members of the public visited the LACC during the Commission's January 31, 2008 meeting, at which time the Commissioners observed balloons flown by the LACC to approximate the Project's building heights, observed other development surrounding the LACC including the buildings of Century City to the south, and observed the plentiful existing foliage on the site. The Planning Commission considered the information gathered during the visit to the LACC site, the various photo simulations presented during the course of the Commission's hearings, the shade and shadow studies presented to the Commission, the studies regarding shade and shadow impact on turf grass included in appendices to the EIR, the existence of trees and foliage already producing significant shade on the golf course, the existence of the tall buildings in Century City which are readily visible from and produce shade on the LACC golf course, and the responses to the LACC's comments on the EIR, the Planning Commission finds, and recommends that the City Council find that the full degree of potential impacts of the Project on the LACC has been fully disclosed, and that the neither the Project nor the Revised Project would have significant shade and shadow or aesthetic impacts on the LACC. Specifically, with respect to shade and shadow impacts at the LACC, the Planning Commission considered and took into account:

a) The DEIR analysis of the shade and shadow impacts and the conclusion that impacts would be less than significant, using the City of Los Angeles 3-hour threshold.
b) The Study Commissioned by the Los Angeles Country Club entitled "Report of Findings and Recommendations Regarding Morning Light Penetration On #16 Tee, Fairway And Green at Los Angeles Country

Club" dated June 2006
c) The study "Shade and Shadow Study – The Los Angeles Country Club" incorporated into the Technical Appendices of the Draft EIR as appendix 4.1
d) Updated Shade and Shadow analysis for variations on the project that included increased height of the southern building, which shows that the Project would not cause shading in excess of the 3 hour City of Los Angeles standard
e) The Commission's visit to the LACC and tour of the potentially impacted areas.

In considering the entirety of the evidence the Planning Commission concludes that Appendix 4.1 of the Draft EIR and the various shade and shadow exhibits prepared by the environmental consultants are more persuasive than contrary evidence offered on behalf of the LACC. The Commission bases its finding that the Project will not have significant impacts on the LACC in large part on the conclusion of Appendix 4.1, which states that "the construction of the proposed 9900 Wilshire Project should have no significant, notable impact on the turf quality and density of the grasses and trees currently being grown on the 16th hole of the South Course at the Los Angeles Country Club."

B. **AIR QUALITY**

1. Development of the proposed Project would not interfere with the attainment of the federal or state ambient air quality standards by either violating or contributing to an existing or projected air quality violation.

2. Development of the proposed Project would not result in population increases within an area that would be in excess of that projected by SCAG in the AQMP, or increase the population in an area where SCAG has not projected that growth for the project's buildout year.

3. Development of the proposed Project would not generate vehicle trips that cause a CO hotspot, and would not expose future occupants or sensitive receptors to a CO hotspot.

4. Development of the proposed Project would not have the potential to create, or be subjected to, an objectionable odor that could impact sensitive receptors.

5. Development of the proposed Project would not have hazardous materials on-site and could result in an accidental release of toxic air emissions or acutely hazardous materials posing a threat to public health and safety.

6. Development of the proposed Project would not emit a toxic air contaminant regulated by SCAQMD rules or that is on a federal or state air toxic list.

7. Development of the proposed Project would not be occupied by sensitive receptors within 1/4 mile of an existing facility that emits air toxics identified in SCAQMD Rule 1401.

8. Development of the proposed Project would not emit carcinogenic or toxic air contaminants that individually or cumulatively exceed the maximum individual cancer risk of 10 in 1 million.

C. GEOLOGY AND SOILS

1. Development of the proposed Project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving rupture of a known earthquake fault, as delineated on the most recent Alquist-Priolo Earthquake Fault Zoning Map issued by the State Geologist for the area or based on other substantial evidence of a known fault.

2. Development of the proposed Project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving seismic-related ground failure, including liquefaction.

3. Development associated with the proposed Project, in conjunction with other related cumulative projects, would not result in cumulatively considerable geology, soils, and seismicity impacts.

D. HAZARDS AND HAZARDOUS MATERIALS

1. Development of the proposed Project would not be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5 and, as a result, would it create a significant hazard to the public or the environment.

E. HYDROLOGY AND WATER QUALITY

1. Development of the proposed Project would not substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the local groundwater table level (e.g., the production rate of pre-existing nearby wells would drop to a level which would not support existing land uses or planned land uses for which permits have been granted).

2. Development of the proposed Project would not substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner that would result in substantial erosion or siltation on- or off-site.

3. Development of the proposed Project would not substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, or substantially increase the rate or amount of surface runoff in a manner that would result in flooding on or off-site.

4. Development of the proposed Project would not create or contribute runoff water that would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff.

5. Development of the proposed Project would not require or result in the construction of new stormwater drainage facilities or expansion of existing facilities, the construction of which could cause significant environmental effects. (This threshold is from Appendix G, Utilities and Service Systems.)

F. NOISE

1. Noise levels measured at off-site land uses would not exceed the 45 dB(A) interior noise threshold or 65 dB(A) exterior noise threshold contained in the State's guidelines. Based on this information, the proposed Project would not result in significant noise impacts if:

   An increase of 3 dB(A) or greater in traffic noise levels that occurs from project-related activities would cause the noise compatibility thresholds for "normally acceptable" exterior or interior noise levels to be exceeded, or a 3 dB(A) increase in noise would occur to a land use experiencing levels above the noise compatibility threshold for "normally acceptable" (a noise level increase of less than 3 dB(A) under either of the previously described scenarios is not considered to be significant).

   Increases in traffic noise greater than 5 dB(A) result even if the resulting noise levels are below the land use compatibility standards (an increase of 5 dB(A) or less in traffic noise levels that occurs from project-related activities would not be considered significant if the resulting noise levels remain below the "acceptable" thresholds).

   Stationary noise sources proposed as part of the project that could result in increases in noise levels at adjacent land uses would exceed the land use compatibility standards.

G. POPULATION AND HOUSING

1. Development of the proposed Project would not induce population growth in an area, either directly (for example, by proposing new homes and businesses) or indirectly (for example, through extension of roads or other infrastructure).

H. FIRE PROTECTION

1. Development of the proposed Project would not create a demand for additional fire stations, department personnel, and/or equipment.

I. POLICE PROTECTION

1. Development of the proposed Project would not increase demand for the level of police protection that would reduce the level of protection services.

2. Development of the proposed Project would not create a demand for additional police stations, department personnel, and/or equipment.

J. SCHOOLS

1. Development of the proposed Project would not result in a significant impact to school services if the project would increase demand for the level of school services or create a substantial need for additional schools in the area.

K. RECREATION AND PARKS

1. Development of the proposed Project would not result in a significant impact on recreation and parks if the proposed Project would increase demand for the level of parks services or create a substantial need for additional parks in the area.

L. LIBRARY SERVICES

1. Development of the proposed Project would not be considered to have a significant impact on library services if it would increase demand for the level of library services or create a substantial need for additional libraries in the area.

M. TRANSPORTATION AND TRAFFIC

1. Development of the proposed Project would not cause a significant impact for intersections within the City of Beverly Hills, since the proposed Project would not cause an increase in V/C ratio of equal to or greater than 0.040 at a signalized intersection operating at LOS D during a peak hour for with project traffic condition.

2. Development of the proposed Project would not cause a significant impact for intersections within the City of Beverly Hills, since the proposed Project would not cause an increase in V/C ratio of equal to or greater than 0.020 at a signalized intersection operating at LOS E or F during a peak hour for with project traffic condition.

3. Development of the proposed Project would not cause a significant impact on residential roadway segments, since the proposed Project would not cause an increase in daily traffic volume by 25 percent or more on a residential street with a daily traffic volume of less than 3,750.

4. Development of the proposed Project would not cause a significant impact on residential roadway segments, since the proposed Project would not cause an increase in daily traffic volume by 12.5 percent or more on a residential street with a daily traffic volume of between 3,750 and 6,750.

5. Development of the proposed Project would not cause a significant impact on residential roadway segments, since the proposed Project would not cause an increase in daily traffic volume by 6.25 percent or more on a residential street with a daily traffic volume of more than 6,750.

6. Development of the proposed Project would not cause a significant impact on a Congestion Management Plan (CMP) intersection, since the proposed Project would not cause the V/C ratio to increase by 2 percent or more, causing the v/c

ratio to increase beyond 1.00 (LOS F).

7. Development of the proposed Project would not cause a significant impact for alternative forms of transportation, since the proposed Project would not conflict with adopted policies, plans, or programs supporting alternative transportation.

8. Development of the proposed Project would not cause a significant impact for pedestrian facilities, since the proposed Project would not disrupt existing pedestrian facilities. This can include adding new vehicular, pedestrian or bicycle traffic to an area experiencing pedestrian safety concerns such as an adjacent crosswalk or school, particularly if the added traffic reduces the number of pedestrian acceptable gaps at un-signalized crossings or cause queues to spillback through pedestrian crossings.

9. Development of the proposed Project would not cause a significant impact for pedestrian facilities, since the proposed Project would not interfere with planned pedestrian facilities. In existing and/or planned urbanized areas, main streets or pedestrian districts, this can include impacts to the quality of the walking environment.

10. Development of the proposed Project would not cause a significant impact for pedestrian facilities, since the proposed Project would not conflict with or create inconsistencies with adopted pedestrian system plans, guidelines, policies or standards.

11. Development of the proposed Project would not cause a significant impact since the proposed Project would not fail to provide adequate accessibility for service and delivery trucks on-site, including access to truck loading areas.

12. Development of the proposed Project would not cause a significant impact for project parking, since the proposed Project would not design parking areas that fail to meet City standard design guidelines.

13. Development of the proposed Project would not cause a significant impact for project parking, since the proposed Project would not fail to provide a sufficient quantity of on-site parking for vehicles.

14. Development of the proposed Project would not cause a significant impact for project parking, since the proposed Project would not increase off-site parking above that which is provided in the immediate project area.

15. Development of the proposed Project would not cause a significant impact for risk of off-site intersection collision, since the proposed Project would not change off-site intersection location, geometrics, or traffic control devices, resulting in obstructed sight distance, over-reduced lane width, removal of exclusive left-turn or right-turn lanes, unsafe timing and phasing designs, or other safety deficiencies.

16. Development of the proposed Project would not cause a significant impact for

risk of off-site intersection collision, since the proposed Project would not increase the number of pedestrians or bicyclists crossing at intersections where pedestrian/bicyclist-related traffic collisions already exist.

N. SOLID WASTE

1. Development of the proposed Project would not be served by a landfill without sufficient permitted capacity to accommodate the Project's solid waste disposal needs.

2. Development of the proposed Project would comply with federal, state, and local statutes and regulations related to solid waste.

O. ENERGY

1. Development of the proposed Project would not result in a substantial increase in energy demand relative to the availability of supply.

VI. Potentially Significant Environmental Impacts Determined to be Mitigated to a Less Than Significant Level.

The EIR identified the potential for the Project to cause significant environmental impacts in the areas of light and glare; cultural resources; geology and soils; hazards and hazardous materials; hydrology and water quality; noise; fire and emergency services; transportation, traffic and circulation; water; wastewater; and energy. With the exception of the specific impacts as discussed in Article VII below, measures were identified that would mitigate all of these impacts to a less than significant level.

The City Council finds that the feasible mitigation measures for the Project identified in the Final EIR would reduce the Project's impacts to a less than significant level, with the exception of those unmitigable impacts discussed in Article VII below. The City Council adopts all of the feasible mitigation measures for the Project described in the Final EIR as conditions of approval of the Project and incorporates those into the Project. Further, the project revisions described in Section III above do not change the following conclusions, and those conclusions are equally applicable to the Project and the Revised Project.

A. LIGHT AND GLARE

The Project's potential in regard to aesthetics that can be mitigated or are otherwise less than significant are discussed in *Section 4.1.2, Light and Glare*, of the Draft EIR. Identified impacts include operational and cumulative aesthetic, light, and glare impacts.

1. Operational Impacts

The EIR analyzes in detail the potential of the Project's operational activities to impact the visual character of the Project site and the surrounding area and to introduce new sources of light and glare. Project implementation would introduce new light sources on the project site. While the proposed redevelopment of the 9900 Wilshire project site and associated lighting is consistent with existing development in the area, and the north-south building alignment on the project site is intended to minimize views of the buildings from residential neighborhoods to the north, nighttime lighting

associated with the two tower buildings along the western side of the property would result in significant lighting impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant operational related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigate impacts to less than significant levels:

> MM-LG-1 Project light sources shall be shielded, directed downward when intended to illuminate walking or working surfaces, and focused on the project site, to prevent light spillover onto adjacent properties or roadways.

(b) Facts in Support of Findings

The potential nighttime lighting impacts from operational activities have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measure identified in the Draft EIR. While a number of project features are proposed to reduce the visibility of light sources from off-site, the potential still exists for unshielded or misdirected light sources to adversely affect nighttime views. With implementation of mitigation measure **MM-LG-1**, which would reduce the potential for off-site light spillover, project lighting would not adversely affect nighttime views and impacts would be less than significant.

2. Cumulative Light and Glare Impacts

Development of the proposed Project, in conjunction with related cumulative projects, could result in significant cumulative light and glare impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant operational related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-LG-1 Project light sources shall be shielded, directed downward when intended to illuminate walking or working surfaces, and focused on the project site, to prevent light spillover onto adjacent properties or roadways.

(b) Facts in Support of Findings

The proposed Beverly Hilton Revitalization Plan, proposed for the adjacent Beverly Hilton Hotel property at 9876 Wilshire Boulevard, immediately east of the 9900 Wilshire project site, would increase nighttime light levels on that adjacent project site over existing levels and those associated with operations of the former department store, and would contribute to higher ambient nighttime light levels in the project vicinity. Both the Beverly Hilton Revitalization and 9900 Wilshire projects would be required to comply with Municipal Code requirements governing light spillover onto residential properties. As previously stated, a lighting program is proposed for the 9900 Wilshire project that contains a number of features to reduce the potential for light spillover onto off-site properties. Implementation of mitigation measures **MM-LG-1** would further reduce the potential for light spillover and adverse effects on nighttime views.

For these reasons, light sources proposed as part of the 9900 Wilshire project would constitute a less than considerable, and therefore not significant, incremental contribution to light levels and impacts on nighttime views when considered together with the Beverly Hilton Revitalization Plan. Further, it is expected that a similar mitigation measure would be imposed on the Beverly Hilton Revitalization Project if approved.

Building materials proposed for the 9900 Wilshire project would be low-reflectivity and are intended to minimize glare, and new development would be set back from surrounding roadways. The Project's contribution to cumulative glare impacts is less than considerable and therefore not significant.

B. CULTURAL RESOURCES

The Project's potential impacts on cultural resources that can be mitigated or are otherwise less than significant is discussed in *Section 4.3, Cultural Resources*, of the Draft EIR. Identified impacts include historical, archeological, and paleontological resources.

1. Historical Resources

The EIR analyzes in detail the potential of the Project's construction and operational activities to impact cultural resources on the Project site and in the surrounding area. Four potentially historic street lights are located adjacent to the project site; two are on Wilshire Boulevard and two are on Santa Monica Boulevard. These street lights appear eligible for local listing or designation. The permanent removal of or damage to these street lights would result in a significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-CR-3 Potentially historic street lights adjacent to the project site shall be preserved and reinstalled along this section of Wilshire Boulevard and Santa Monica Boulevard, as appropriate, in consultation with the project proponents, the City of Beverly Hills, and an architectural historian qualified under the Secretary of the Interior's Standards.

(b) Facts in Support of Findings

The potential cultural resources impacts from construction and operational activities have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measure identified in the Draft EIR. Implementation of mitigation measure **MM-CR-3** requiring removal and reinstallation of the lights adjacent to the project site would reduce this potentially significant impact to a less than significant level.

2. Archaeological Resources

The EIR analyzes in detail the potential of the Project's construction and operational activities to impact the cultural resources of the Project site and the surrounding area. No archaeological resources are known to have been discovered on the project site during previous disturbances. However, excavation of the project site has the potential to disturb unknown resources, causing a potentially significant impact upon

those resources. In the event of an unexpected disturbance, significant impacts to archaeological resources could occur.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-CR-4 If buried cultural resources are encountered during construction, all work shall be halted in the vicinity of the archaeological discovery until a qualified archaeologist can assess the nature and significance of the archaeological discovery, per CEQA Section 15064.5 (f). Recovery of significant archaeological deposits, if necessary, shall include but not be limited to, manual or mechanical excavations, monitoring, soils testing, photography, mapping, or drawing to adequately recover the scientifically consequential information from and about the archaeological resource. Further treatment may be required, including site recordation, excavation, site evaluation, and data recovery. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the archaeologist.
>
> MM-CR-5 If human remains are discovered during construction, the coroner and designated Native American representatives shall be notified in accordance with Public Resources Code Section 5097.98, Health and Safety Code Section 7050.5, and Section 15064.5 (d) of the State CEQA Guidelines. State Health and Safety Code Section 7050.5 states that if human remains are unearthed during construction, no further disturbance shall occur until the county coroner has made the necessary findings as to the origin and disposition of the remains pursuant to Public Resources Code Section 5097.98. In accordance with applicable regulations, construction activities shall halt in the event of discovery of human remains, and consultation and treatment shall occur as prescribed by law. If human remains discovered are of Native American origin, it shall be necessary to comply with state laws relating to the disposition of Native American burials that fall within the jurisdiction of the California Native American Heritage Commission (Public Resources Code Section 5097). According to California Health and Safety Code, six or more human burials at one location constitute a cemetery (Section 8100), and disturbance of Native American cemeteries is a felony (Section 7052).

(b) Facts in Support of Findings

The potential cultural resources impacts from construction and operational activities have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measure identified in the Draft EIR. Implementation of mitigation measures MM-CR-4 and MM-CR-5 would reduce potentially significant impacts to a less than significant level in the unlikely event that archaeological resources are discovered during construction.

3. Paleontological Resources

The EIR analyzes in detail the potential of the Project's construction and operational activities to impact the cultural resources of the Project site and the surrounding area. No paleontological resources are known to have been discovered on the project site during previous disturbances. However, excavation of

the project site has the potential to disturb unknown resources, causing a potentially significant impact upon those resources.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-CR-6 In the event a previously unknown fossil is uncovered during project construction, all work shall cease until a certified paleontologist can investigate the finds and make appropriate recommendations. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the monitor.

(b) Facts in Support of Findings

The potential cultural resources impacts from construction and operational activities have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measure identified in the Draft EIR. Implementation of mitigation measure MM-CR-6 would reduce potentially significant impacts to a less than significant level in the unlikely event that paleontological resources are discovered during construction.

4. Cumulative Impacts

Development of the proposed Project, in conjunction with related cumulative projects, could result in significant cultural resources impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant operational related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

> MM-CR-3 Potentially historic street lights adjacent to the project site shall be preserved and reinstalled along this section of Wilshire Boulevard and Santa Monica Boulevard, as appropriate, in consultation with the project proponents, the City of Beverly Hills, and an architectural historian qualified under the Secretary of the Interior's Standards.

> MM-CR-4 If buried cultural resources are encountered during construction, all work shall be halted in the vicinity of the archaeological discovery until a qualified archaeologist can assess the nature and significance of the archaeological discovery, per CEQA Section 15064.5 (f). Recovery of significant archaeological deposits, if necessary, shall include but not be limited to, manual or mechanical excavations, monitoring, soils testing, photography, mapping, or drawing to adequately recover the scientifically consequential information from and about the archaeological resource. Further treatment may be required, including site recordation, excavation, site evaluation, and data recovery. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the archaeologist.

MM-CR-5 If human remains are discovered during construction, the coroner and designated Native American representatives shall be notified in accordance with Public Resources Code Section 5097.98, Health and Safety Code Section 7050.5, and Section 15064.5 (d) of the State CEQA Guidelines. State Health and Safety Code Section 7050.5 states that if human remains are unearthed during construction, no further disturbance shall occur until the county coroner has made the necessary findings as to the origin and disposition of the remains pursuant to Public Resources Code Section 5097.98. In accordance with applicable regulations, construction activities shall halt in the event of discovery of human remains, and consultation and treatment shall occur as prescribed by law. If human remains discovered are of Native American origin, it shall be necessary to comply with state laws relating to the disposition of Native American burials that fall within the jurisdiction of the California Native American Heritage Commission (Public Resources Code Section 5097). According to California Health and Safety Code, six or more human burials at one location constitute a cemetery (Section 8100), and disturbance of Native American cemeteries is a felony (Section 7052).

MM-CR-6 In the event a previously unknown fossil is uncovered during project construction, all work shall cease until a certified paleontologist can investigate the finds and make appropriate recommendations. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the monitor.

(b) Facts in Support of Findings

The potential cultural resources impacts from construction and operational activities have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measures identified in the Draft EIR with the exception of cumulative impacts to historical resources as discussed in Section VI below. With implementation of mitigation measure, **MM-CR-3**, project and cumulative impacts related to street lights would be less than significant. With implementation of mitigation measures, **MM-CR-4 and MM-CR-5**, project and cumulative impacts related to archaeological impacts would be less than significant. With implementation of mitigation measure, **MM-CR-6**, project and cumulative impacts related to paleontological impacts would be less than significant. Further, to address similar concerns with the adjacent Beverly Hilton Revitalization Project, it is expected that similar mitigation measures would be applied to that project if it is approved.

C. GEOLOGY AND SOILS

The Project's potential in regard to geology and soils impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.4, Geology and Soil*, of the Draft EIR. Identified impacts include seismic groundshaking, ground failure, and expansive soils.

1. Seismic Groundshaking

Several active faults are located within 10 miles of the project site; as such, the project site may be subject to strong ground shaking in the event of an earthquake. Therefore, people and structures may be exposed to potential adverse effects from seismic groundshaking.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-GEO-1 The proposed Project shall be designed and constructed in accordance with recommendations contained in the Report of Geotechnical Investigation prepared by Mactec Engineering and Consulting, Inc. and in accordance with all applicable local, state, and federal regulations, such as the Uniform Building Code (UBC) and Title 9 of the Beverly Hills Municipal Code.

(b) Facts in Support of Findings

The potential geological impacts from construction and operational activities of the proposed Project have been eliminated or substantially lessened to a level of less than significant by virtue of the mitigation measures identified in the Draft EIR. Recommendations and specifications of the geotechnical investigation, as well as compliance with all City Building and Safety standards and requirements, would guide the design and construction of the proposed Project, and are intended to mitigate seismic impacts. In addition, the project would be required to conform to the latest edition of the UBC, which includes design measures to mitigate against seismic hazards. The UBC and City of Beverly Hills building standards would be enforced through review of plans and inspection of structures during construction. By incorporating recommendations of the Report of Geotechnical Investigation, included in the EIR as Appendix 4.4, as required through implementation of mitigation measure **MM-GEO-1**, and complying with the UBC and City of Beverly Hills standards, project impacts related to ground shaking would be less than significant.

2. Ground Failure

While the project site is not located within a designated Liquefaction Hazard Zone, due to the shallow depth of groundwater and required excavation activities, there is the potential for the project to be constructed on a geologic unit or soil that is unstable or could become unstable as a result of construction-related activities. This impact is potentially significant.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant environmental effect as identified in the Draft EIR. Specifically, mitigation measure **MM-GEO-1**, discussed above, imposed upon the Project mitigates impacts to less than significant levels.

(b) Facts in Support of Findings

Due to the shallow depth of groundwater, encountered at depths of 30 to 45 feet below the existing surface, dewatering activities on the project site would be required during construction of the subterranean parking garage. Drilled piles used to shore the garage walls would reach depths of approximately 35 feet. During construction, dewatering would be achieved with temporary dewatering wells, storage tanks, and filters. The applicant would comply with all aspects of the City's dewatering ordinance, Section 9-4-610 of Article 6 of Chapter 4 of Title 9 of the Beverly Hills Municipal Code. Consistent with mitigation measure **MM-HYDRO-1** of Section 4.6 of the Draft EIR, dewatering activities

would require an NPDES Permit for Groundwater Discharge from the Los Angeles Regional Water Quality Control Board ("LARWQCB").

The depth of the finished slab of the lower parking level (P2) would be 32 feet below ground surface at the northern portion of the site and approximately 10 feet below ground surface at the southern portion of the site. Given the above, operation of project would also require permanent dewatering activities. The applicant would comply with all aspects of the City's dewatering ordinance, Section 9-4-610 of Article 6 of Chapter 4 of Title 9 of the Beverly Hills Municipal Code. Consistent with mitigation measure **MM-HYDRO-1**, dewatering activities would require an NPDES Permit for Groundwater Discharge from the LARWQCB.

As the proposed structures would be designed, constructed and operated in conformance with recommendations included within the Report of Geotechnical Investigation, included in the EIR as Appendix 4.4, and all applicable local, state, and federal regulations, such as the UBC, consistent with mitigation measure **MM-GEO-1** and with mitigation measure **MM-HYDRO-1**, impacts to life and property from unstable soils would be less than significant.

3. Expansive Soils

Upper soils on the project site have medium expansive potential. Additionally, the shallow depth of groundwater on the site has the potential to result in significant geologic and soils impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant environmental effect as identified in the Draft EIR. Specifically, mitigation measure **MM-GEO-1**, discussed above, imposed upon the Project mitigates impacts to less than significant levels.

(b) Facts in Support of Findings

As mentioned above, upper soils on-site have a medium expansion potential. The below-grade parking structure planned would be constructed to a depth of approximately 35 feet below grade. Groundwater was measured at 30 to 45 feet below ground surface, but the historic water level has reached 28 to 30 feet. As the depth of groundwater has been known to fluctuate to up to 28 feet below grade, the likelihood of expansive soils impacting the proposed structures at some future date is probable, which represents a potentially significant impact prior to the implementation of mitigation. However, as the proposed Project would be designed and constructed in conformance with recommendations included within the Report of Geotechnical Investigation (EIR Appendix 4.4) and all applicable local, state, and federal regulations, such as the UBC, consistent with mitigation measure **MM-GEO-1** above, impacts to life and property from expansive soils would be less than significant.

D. HAZARDS AND HAZARDOUS MATERIALS

The Project's potential in regard to hazards and hazardous materials that can be mitigated or are otherwise less than significant is discussed in *Section 4.5, Hazards and Hazardous Materials*, of the Draft EIR. Identified impacts include asbestos, lead paint, mold, PCB's, and hazardous materials within a quarter mile from a school.

1. Asbestos - Lead Paint – Mold - PCBs

The Phase I Environmental Site Investigation (EIR Appendix 4.5) indicated a moderate potential for the existing building materials to contain asbestos. All asbestos containing materials would be removed and disposed of prior to demolition or renovation in accordance with the requirements of SCAQMD Rule 1403 – Asbestos Emissions from Demolition/Renovation Activities.

The Phase I Environmental Site Assessment also indicated that suspect lead-based paint, visible mold growth, and old unused fluorescent light ballasts potentially containing PCBs exist on the project site. Construction activities therefore have the potential to temporarily result in upset and/or accident conditions involving the accidental release of hazardous materials into the environment.

Operation of the proposed Project would not include uses with the potential to generate large quantities of hazards and/or toxic materials, and thus would not have a high potential to cause fires or result in accidents from hazardous materials or substances.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

MM-HAZ-1 Any suspect lead-based paint shall be sampled prior to any renovations or demolition activities. Any identified lead-based paint located within buildings scheduled for renovation or demolition, or noted to be damaged, shall be abated by a licensed lead-based paint abatement contractor, and disposed of according to all state and local regulations.

MM-HAZ-2 The property owner shall ensure that the source(s) of moisture intrusion resulting in the growth of mold within the building are repaired. As the building is scheduled for demolition, it is not necessary to abate the mold-impacted materials.

MM-HAZ-3 All old unused fluorescent light ballasts potentially containing PCBs shall be properly removed and disposed of prior to demolition activities.

(b) Facts in Support of Findings

The Phase I Environmental Site Assessment (EIR Appendix 4.5) indicated that suspect lead-based paint, visible mold growth, and old unused fluorescent light ballasts exist on the project site; all are recognized as potential environmental conditions. Therefore, the presence of the aforementioned recognized potential environmental conditions could result in potentially significant impacts associated with the release of hazardous materials into the environment. However, incorporation of mitigation measures identified above would reduce potentially significant impacts to less than significant levels.

2. Hazardous Materials within a Quarter-Mile of a School

El Rodeo School, a Beverly Hills Unified School District elementary school, is located immediately north of the project site, across Wilshire Boulevard, and therefore lies within one-quarter mile of the project site.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially

lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

MM-HAZ-1 Any suspect lead-based paint shall be sampled prior to any renovations or demolition activities. Any identified lead-based paint located within buildings scheduled for renovation or demolition, or noted to be damaged, shall be abated by a licensed lead-based paint abatement contractor, and disposed of according to all state and local regulations.

MM-HAZ-2 The property owner shall ensure that the source(s) of moisture intrusion resulting in the growth of mold within the building are repaired. As the building is scheduled for demolition, it is not necessary to abate the mold-impacted materials.

MM-HAZ-3 All old unused fluorescent light ballasts potentially containing PCBs shall be properly removed and disposed of prior to demolition activities.

(b) Facts in Support of Findings

The presence of the aforementioned hazardous materials could result in potentially significant impacts associated with hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school. However, incorporation of the mitigation measures identified above would reduce potentially significant impacts associated with the release of hazardous materials during demolition activities to less than significant levels. Following standard protocols for removal of these potentially hazardous materials will ensure that potential impacts to the nearby school are avoided.

E. HYDROLOGY AND WATER QUALITY

The Project's potential in regard to hazards and hazardous materials that can be mitigated or are otherwise less than significant is discussed in *Section 4.6, Hydrology and Water Quality*, of the Draft EIR. Identified impacts include construction and operational impacts to surface water quality.

1. Surface Water Quality – Construction

During project construction, demolition and grading activities would expose soils to erosion and temporarily increase suspended solids in surface water flows originating on the project site during a storm event. Additionally, dewatering may be necessary during excavation because of shallow groundwater, and could degrade downstream water quality through discharge of treated water into the City storm drain system. This could violate water quality standards and waste discharge requirements and is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

MM-HYDRO-1 Prior to start of soil-disturbing activities at the site, a Notice of Intent

(NOI) and SWPPP shall be prepared by the applicant in accordance with, and in order to partially fulfill, the California SWRCB Order No. 99-08-DWQ, NPDES General Permit No. CAS000002 (General Construction Permit). The SWPPP shall meet the applicable provisions of Sections 301 and 402 of the CWA and Title 9, Chapter 4, Article 5, Storm Water and Urban Runoff Pollution Control from the Beverly Hills Municipal Code by requiring controls of pollutant discharges that utilize best available technology (BAT) and best conventional pollutant control technology (BCT) to reduce pollutants. Examples of BAT/BCT that may be implemented during site grading and construction could include straw hay bales, straw bale inlet filters, filter barriers and silt fences.

MM-HYDRO-2 Prior to issuance of any grading or building permits, the project applicant shall prepare and submit to the City of Beverly Hills a SWPPP to be administered throughout all phases of grading and project construction. The SWPPP shall incorporate BMPs to ensure that potential water quality impacts during construction phases are minimized. Examples of practices that may be implemented during grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.

(b) Facts in Support of Findings

Consistent with mitigation measure **MM-HYDRO-1**, dewatering activities would require an NPDES Permit for Groundwater Discharge from the LARWQCB. This permit would ensure that water discharged to the City's storm drain system would meet all NPDES requirements for suspended solids, organic material, and other water quality parameters, thereby reducing water quality impacts associated with this activity to a less than significant level. Additionally, consistent with mitigation measure **MM-HYDRO-2**, prior to issuance of any grading or building permits, the applicant must receive City approval of the SWPPP. Potential water quality impacts of development of the project would be less than significant through the preparation and implementation of the SWPPP and the best management practices (BMPs) as specified in the NPDES permit.

2. Surface Water Quality – Operations

Permanent dewatering of subterranean buildings and structures may be necessary and could degrade downstream water quality through discharge of treated water into the City storm drain system, in violation of water quality standards and waste discharge requirements. This is a potentially significant impact. Additionally, potential disposition of urban pollutants generated during operation of the proposed Project, including pollutants generated by motor vehicles and the maintenance of landscaped areas, could result in the potential for the project to violate water quality standards and waste discharge requirements. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant surface water quality effects as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

MM-HYDRO-1 Prior to start of soil-disturbing activities at the site, a Notice of Intent (NOI) and SWPPP shall be prepared by the applicant in accordance with, and in order to partially fulfill, the California SWRCB Order No. 99-08-DWQ, NPDES General Permit No.

CAS000002 (General Construction Permit). The SWPPP shall meet the applicable provisions of Sections 301 and 402 of the CWA and Title 9, Chapter 4, Article 5, Storm Water and Urban Runoff Pollution Control from the Beverly Hills Municipal Code by requiring controls of pollutant discharges that utilize best available technology (BAT) and best conventional pollutant control technology (BCT) to reduce pollutants. Examples of BAT/BCT that may be implemented during site grading and construction could include straw hay bales, straw bale inlet filters, filter barriers and silt fences.

MM-HYDRO-2 Prior to issuance of any grading or building permits, the project applicant shall prepare and submit to the City of Beverly Hills a SWPPP to be administered throughout all phases of grading and project construction. The SWPPP shall incorporate BMPs to ensure that potential water quality impacts during construction phases are minimized. Examples of practices that may be implemented during grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.

(b) Facts in Support of Findings

Consistent with mitigation measure **MM-HYDRO-1**, dewatering activities occurring post-construction would have to adhere to an NPDES Permit for Groundwater Discharge from the LARWQCB. This permit would ensure that water discharged to the City's storm drain system would meet all NPDES requirements for suspended solids, organic material, and other water quality parameters thereby reducing stormwater quality impacts associated with this activity to a less than significant level. Additionally, consistent with mitigation measure **MM-HYDRO-2**, prior to issuance of any grading or building permits, the City must approve the Stormwater Pollution Prevention Program (SWPPP). Potential water quality impacts of development of the project would be less than significant through the preparation and implementation of the SWPPP and the BMPs as specified in the NPDES permit.

F. NOISE

The Project's potential in regard to noise impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.8, Noise*, of the Draft EIR. Identified impacts include interior and exterior noise levels generated by roadway traffic.

1. Mobile-Source Noise

Traffic noise generated on Santa Monica Boulevard, Wilshire Boulevard, and Merv Griffin Way in the future "with project" condition would approach or exceed the multi-family residential noise standard of 65 dB(A). This is a significant impact. Additionally, traffic noise along Santa Monica and Wilshire Boulevards would exceed the interior noise threshold of 45 dB(A) CNEL for on-site residential spaces even with compliance with Title 24 requirements. This is also a significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environmental effect identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigates impacts to less than significant levels:

NOISE-2 The applicant shall implement sound attenuation features to reduce noise levels

at all private outdoor livable spaces (i.e., balconies) on building floors 1 through 6 fronting Wilshire and Santa Monica Boulevards and Merv Griffin Way. Such features may include berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials, or the use of solid material for balcony construction such as double-paned or laminated glass, Plexiglas, or wood. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels at the exterior livable spaces do not exceed state land use standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.

NOISE-3 The applicant shall incorporate building materials and techniques that reduce sound transmission through walls, windows, doors, ceilings, and floors of on-site residences in order to achieve interior noise levels that are below the state land use guidelines standards for interior noise. Such building materials and techniques may include double-paned windows, staggered studs, or sound-absorbing blankets incorporated into building wall design, or outdoor noise barriers erected between noise sources and noise-sensitive areas, such as berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels in the interior livable spaces do not exceed state standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.

(b) Facts in Support of Findings

Implementation of **MM-NOISE-2** would reduce exterior noise levels by 7 to 10 dB(A), depending on the material(s) used, and would require an acoustical analysis prior to issuance of an occupancy permit to demonstrate that exterior livable spaces do not exceed state residential noise standards. As such, exterior noise levels for any proposed residential units on floors 1 through 6 adjacent to Merv Griffin Way, Santa Monica Boulevard and Wilshire Boulevard would be less than significant with mitigation. Implementation of **MM-NOISE-3** would reduce interior noise levels by 7 to 10 dB(A), depending on the material(s) used and would require an acoustical analysis prior to issuance of an occupancy permit to demonstrate that interior livable spaces do not exceed state residential noise standards. As such, interior noise levels for the proposed residential units on floors 1 through 6 adjacent to Santa Monica and Wilshire Boulevards would be less than significant with mitigation. In addition to the foregoing, the project applicant, in response to comments and concerns of the Planning Commission, removed the loft residential units along Merv Griffin Way, thus increasing the distance between that private street and the nearest residential units, which would be closer to the Western side of the site. Further, the Applicant increased the setback of the north building from Wilshire Boulevard to approximately 72 feet, thus further decreasing the potential for noise impacts from Wilshire Boulevard traffic. Finally, the City prepared a revised noise study to consider the potential impacts of higher traffic counts at certain intersections. The revised noise section concluded that, with mitigation, all potential impacts would be less than significant.

G. FIRE PROTECTION AND EMERGENCY SERVICES

The Project's potential in regard to fire protection impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.10.1, Fire Protection and Emergency Services*, of the Draft EIR. Identified

impacts include access and fire flow.

1. Access

The Beverly Hills Fire Department (BHFD) indicates that the proposed traffic signal at the intersection of Merv Griffin Way and Santa Monica Boulevard has the potential to slow emergency response times and inhibit access to the site. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-FIRE-1 The proposed signal at the intersection of Santa Monica Boulevard and Merv Griffin Way shall be outfitted with an Opticom device, a traffic signal pre-emption used to control signalized intersections to allow the BHFD to provide a safe response route and to decrease response times to emergencies.

(b) Facts in Support of Findings

Emergency access and circulation will be improved by the addition of a traffic signal at Merv Griffin Way and Santa Monica Boulevard. In response to the potential traffic impacts at the intersection and associated with implementation of the proposed Project, the BHFD has requested the installation of an Opticom device at the signal, which controls the light to facilitate the flow of emergency vehicles. This has been incorporated into the Draft EIR as **MM-FIRE-1.** With the ability to preempt the signal during an emergency response, the Beverly Hills Fire Department's ability to effectively respond to emergencies will be enhanced such that no significant impacts will result.

2. Fire Flow

The City Engineer has indicated that the fire flow of 1,000 to 1,500 gallons per minute (gpm) measured at hydrants serving the project site may not be adequate flow for the project. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-FIRE-2 The 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard shall be replaced with a 12-inch main in order to achieve adequate fire flow for the project. The line shall be replaced from the intersection of Wilshire Boulevard and Santa Monica Boulevard to the western boundary of the project site. The project applicant shall pay its "Fair Share" towards the upgrade of the 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard prior to the issuance of building permits. Upgrade of the main shall be completed concurrently with project construction and prior to building occupancy. The project applicant shall coordinate with

the City so that construction of the upgraded main shall not conflict with construction of the proposed Project.

(b) Facts in Support of Findings

The City Engineer recommends that the 8-inch and 10-inch sections of the line beneath Wilshire Boulevard which feeds the hydrants be upgraded to a 12-inch line in order to achieve sufficient fire flow for the Project and thereby meet the requirements outlined in the California Fire Code (Part 9 of Title 24). This has been incorporated into the Draft EIR as MM-FIRE-2. Implementation of the mitigations will ensure that adequate fire flows are available in the event that the Beverly Hills Fire Department must respond to a fire incident at the project site.

H. TRANSPORTATION, TRAFFIC, AND CIRCULATION

The Project's potential traffic related impacts that can be mitigated or are otherwise less than significant are discussed in *Section 4.11, Transportation, Traffic, and Circulation*, of the Draft EIR. The traffic impacts that are reduced to less than significant levels include construction impacts, internal traffic control devices, and roadway feature design.

1. Construction Trucks

During the anticipated 24-month construction period, the provisions within the required Construction Management Plan would be followed. However, potentially significant impacts could result.

Trucks would queue along Sepulveda Boulevard and would travel east to the site along Wilshire Boulevard. Trucks would exit the site and proceed west to I-405 along Santa Monica Boulevard. However, construction trucks could result in potentially significant impacts because trucks would be traveling along already congested roadways, trucks could deviate from designated travel routes, and the number of trucks required to access the project site during excavation could be as many as 300 trucks per day. As such, construction trucks could result in potentially significant impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures imposed upon the Project mitigate impacts to less than significant levels:

MM-TRAF-1 An Environmental Monitor shall be retained that will be responsible for monitoring compliance with the mitigation measures in the adopted Mitigation Monitoring Program. The name, phone number, and other contact information for the Environmental Monitor shall be posted on the construction trailer or other location visible to public view as determined by the Community Development Director. The developer shall deposit funds sufficient to pay for the Environmental Monitor who will be hired by and work for the City.

MM-TRAF-2 The Environmental Monitor shall inform the public of the ongoing project progress and exceptions to the expected plans. This shall include sending a quarterly mailer to all property owners within 1,000 feet of the exterior boundaries of the property. The developer shall be responsible for the full cost of the mailer including postage. The

Environmental Monitor shall also respond to requests for information and assistance from members of the public when impacts raise special concerns.

MM-TRAF-3 The Construction Relations Officer shall be assigned and a hotline number shall be published on construction signage placed along the boundary of the project site, along Wilshire Boulevard, Merv Griffin Way, and Santa Monica Boulevard, to address day-to-day issues.

MM-TRAF-4 The Developer, Construction Relations Officer, and Environmental Monitor shall each provide monthly project updates to the Community Development Department (CDD) Director, unless otherwise warranted due to resident complaints.

MM-TRAF-5 The Developer shall revise and finalize the Draft Construction Traffic Management Plan to minimize traffic flow interference from construction activities. The Final Construction Traffic Management Plan shall be submitted to the City and shall include plans to accomplish the following:

- ξ Maintain existing access for land uses in the proximity of the project site during project construction.
- ξ Schedule deliveries and pick-ups of construction materials for non-peak travel periods.
- ξ Coordinate haul trucks, deliveries and pick-ups to reduce the potential for trucks waiting to load or unload for protracted periods of time.
- ξ Minimize obstruction of through-traffic lanes on Wilshire Boulevard and Santa Monica Boulevard, and prohibit obstruction of these same lanes that accommodate construction during peak hours.
- ξ Construction equipment traffic from the contractors shall be controlled by flagman.
- ξ Designated transport routes for heavy trucks and haul trucks to be used over the duration of the proposed project.
- ξ Schedule vehicle movements to ensure that there are no vehicles waiting off site and impeding public traffic flow on the surrounding streets.
- ξ Establish requirements for loading/unloading and storage of materials on the project site, where parking spaces would be encumbered, length of time traffic travel lanes can be encumbered, sidewalk closings or pedestrian diversions to ensure the safety of the pedestrian and access to local businesses.
- ξ Prior to submittal to the City of Beverly Hills, the Developer shall provide their Construction Traffic Management Plan and Construction Working Parking Management Plan to the Beverly Hills Unified School District and the Los Angeles County Metropolitan Transit Authority for their review and

comment. The Developer shall notify the City of Beverly Hills of all comments received from these agencies related to the Construction Traffic Management Plan.

ξ Coordinate with adjacent businesses and emergency service providers to ensure adequate access exists to the project site and neighboring businesses.

ξ Prohibit parking for construction workers except on the project site and any designated off-site parking locations. These off-site locations will require the approval of the City of Beverly Hills. These off-site parking locations cannot include any parking garage in the City of Beverly Hills or any residential streets including Whittier Drive and those streets which connect to Whittier Drive. The Final Construction Traffic Management Plan shall be submitted and approved by the City no later 30 days prior to commencement of construction and shall include 1) a requirement for use of double belly trucks to the maximum extent feasible to reduce the number of truck trips, 2) provisions for the Environmental Monitor to oversee and coordinate concurrent construction activities at 9900 Wilshire and the Beverly Hilton project, 3) an Action Plan to avoid construction-related traffic congestion and how to respond to unforeseen congestion that may occur, and 4) requiring truck access and deliveries in non-peak traffic periods to the greatest extent feasible.

ξ The Final Construction Traffic Management Plan shall be submitted and approved by the City no later 30 days prior to commencement of construction.

MM-TRAF-6 The Developer shall submit a Construction Workers Parking Plan identifying parking locations for construction workers. To the maximum extent feasible, all worker parking shall be accommodated on the project site. During demolition and construction activities when construction worker parking cannot be accommodated on the project site, the Plan shall identify alternate parking locations for construction workers and specify the method of transportation to and from the project site for approval by the City 30 days prior to commencement of construction. The Construction Workers Parking Plan must include appropriate measures to ensure that the parking location requirements for construction workers will be strictly enforced. These include, but are not limited to, the following measures:

- All construction contractors shall be provided with written information on where their workers and their subcontractors are permitted to park and provide clear consequences to violators for failure to follow these regulations. This information will clearly state that no parking is permitted on residential streets north of Wilshire or in public parking structures;

- No parking for construction workers shall be permitted except within designated areas. The contractor shall be responsible for informing subcontractors and construction workers of this requirement, and if necessary, as determined by the Community Development Director, for hiring a security guard to enforce these parking provisions. The contractor shall be responsible for all costs associated with

parking and the enforcement of this mitigation measure; and

- In lieu of the above, the project applicant/construction contractor has the option of phasing demolition and construction activities such that all construction worker parking can be accommodated on the project site throughout the entire duration of demolition, excavation and construction activities.

(b) Facts in Support of Findings

Although the applicant's preliminary Construction Management Plan provides truck staging areas and designates appropriate travel routes to access the site, the trucks could still have a potentially significant impact to the adjacent roadway network due to the following:

ξ The roadways designated as the truck routes for the project are already some of the most congested in the City of Beverly Hills and the City of Los Angeles;

ξ There is no guarantee that truck traffic will not deviate from the designated routes and impact other roadways when traveling to and from the site; and

ξ The number of trucks required to access the site during the excavation process could be as many as 300 trucks per day over a period of five to six weeks.

Based on the above, the truck traffic from construction of the proposed Project could lead to temporary but significant construction-related traffic impacts. Given the above factors, the project-related impact is significant prior to the incorporation of mitigation. Incorporation of MM-TRAF-1 through MM-TRAF-6 would reduce impacts associated with truck and construction worker traffic to less than significant because these measures provide ongoing monitoring mechanisms, specific performance criteria (such as limitations on peak hour construction traffic) and parking plans that will reduce potentially significant truck traffic impacts to less than significant levels.

2. Delivery and Staging of Construction Equipment

The influx of construction equipment and materials could result in potentially significant impacts because there would be intermittent periods when large numbers of material deliveries would be required, the use of large trucks to deliver materials and equipment could contribute to and worsen roadway congestion, and delivery vehicles may need to temporarily queue on adjacent roadways such as Wilshire Boulevard, Santa Monica Boulevard, and Merv Griffin Way as they enter onto the project site. As such, potentially significant impacts could result.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, mitigation measures MM-TRAF-1 through MM-TRAF-6, discussed above, imposed upon the Project mitigate impacts to less than significant levels.

(b) Facts in Support of Findings

An additional source of construction traffic would occur from the transportation of materials and equipment to and from the site. One example would be concrete, of which substantial quantities would

be required for the proposed parking garage and the buildings on-site. Other materials could include plumbing supplies, electrical fixtures, wood and steel framing, and even items used in furnishing the condominiums. These materials would have to be delivered to and stored on the site during certain parts of the construction period. It is anticipated that these deliveries would occur through vehicles of various sizes including small delivery trucks to cement mixer trucks, and possibly 18-wheel trucks.

Additionally, construction equipment would have to be delivered to the site. This equipment could include cranes, bulldozers, excavators, and other large items of machinery. It is anticipated that most of the heavy equipment would be transported to the site on large trucks such as 18-wheelers or other similar sized vehicles and would remain on-site until the piece of equipment is no longer needed.

The influx of this material and equipment could create impacts on the adjacent roadway network based on the following considerations:

- ξ There may be intermittent periods when large numbers of material deliveries are required such as when concrete trucks will deliver the needed material for the parking garage and the buildings;

- ξ Some of the materials and equipment could require the use of large trucks (18-wheelers) which can create additional congestion on the adjacent roadways; and

- ξ Delivery vehicles may need to queue temporarily on Merv Griffin Way as they enter onto and deliver their items to the project site. The Planning Commission imposed conditions on the project that would prohibit such queuing on Wilshire Boulevard and Santa Monica Boulevard.

Once equipment and materials are delivered, they will be stored on-site. Given the construction plan for the site, discussed above, it is anticipated that the site will be able to accommodate staging and storage areas for the construction materials and equipment thus minimizing impacts to adjacent streets. Further, the mitigation measures preclude the delivery of equipment during peak hours to minimize and traffic disruptions from such deliveries. Therefore, impacts associated with delivery and staging of material and equipment would be less than significant.

3. Construction Worker Parking

Construction worker parking would be available on the project site during all phases of construction, except during construction of the subterranean parking structure. Off-site worker parking would be provided during this phase of construction at the Federal Building in West LA and at the adjacent VA facility. Shuttles would be provided to facilitate travel between these off-site parking locations and the project site. The off-site construction worker parking could result in a potentially significant impact associated with workers parking closer to the project site in adjacent residential neighborhoods. As such, mitigation is required to reduce this impact to a less than significant level.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, mitigation measures MM-TRAF-1 through MM-TRAF-6, discussed above, imposed upon the Project mitigate impacts to less than significant levels.

(b) Facts in Support of Findings

Construction activity on the project site would result in potentially significant, but temporary, parking impacts. This impact would result from potential worker parking spill-over. The project applicant has prepared a Draft Construction Traffic Management Plan, which addresses the issues above. Mitigation includes the preparation and submittal of a Construction Workers' Parking Plan (MM-TRAF-6), which requires off-site parking, shuttles, strict enforcement, prohibition of construction parking in adjacent neighborhood areas, retention of security personnel to enforce these restriction, or in the alternative, providing parking on-site.

Additionally, construction traffic would be controlled in accordance with City standards contained in the Beverly Hills Municipal Code. With implementation of mitigation, as discussed above, submittal of and adherence to the Final Construction Management Plan, Construction Workers' Parking Plan, and adherence to the Municipal Code, potential traffic impacts from construction activities on the project site would be less than significant.

4. Internal Traffic Control Devices

The site plans of the parking garage indicate that there will be some internal traffic control devices at the exits to the parking garage. In particular, there are several locations where stop lines are noted. However, there are no notations on the current site plan related to any internal traffic control devices within the project site, either at the project entrances or exits or along the internal roadway provided by the project. Therefore, impacts to on-site circulation would be potentially significant in the absence of internal traffic control devices.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-TRAF-7 The project applicant shall revise the project site plan to indicate on-site traffic control planned for the project. At a minimum, all traffic control devices should be placed at all project exits onto Wilshire Boulevard, Santa Monica Boulevard, and Merv Griffin Way prior to the occupancy of any of the new buildings proposed on the site. .

(b) Facts in Support of Findings

Mitigation, as described above, is included in order to reduce this potentially significant impact to a less than significant level. Incorporation of appropriate traffic controls before occupancy of the building ensures that, upon occupancy, driveways will function in a safe and controlled manner, thus rendering any potential impacts to less than significant.

5. Roadway Feature Design

As part of the proposed Project, a portion of Santa Monica Boulevard, would be reconstructed. The proposed reconstruction would comply with all applicable roadway design standards related to lane widths and sidewalk widths.

The Project would also construct a private roadway along the western edge of the project site. Based on the current site plan, this roadway would be 20 feet wide with one travel lane in each direction. This width is acceptable based on standardized criteria from American Association of State Highway and Transportation Officials (AASHTO). Therefore, all project driveways are in accordance with industry and City standards.

All project driveways exceed the City's minimum width standard and all project driveways classified as residential or commercial do not exceed the City's maximum allowable width. Therefore, all project driveways are designed in accordance with industry and City standards.

Curb radii at the entry way on Wilshire Boulevard, however, were measured to be 15 feet, which is indicative of a design speed of 10 miles per hour. On many roadways within the City of Beverly Hills, this radius may be desirable, however such a minimum radii could prove problematic on the driveway located on Wilshire Boulevard. There is no deceleration lane for turning vehicles from Wilshire Boulevard into the project site, meaning that vehicles would have to decelerate in the travel lane to turn safely. In order to reduce the severity of the potential deceleration impact, the project site plan must be revised to increase the curb radius at Wilshire Boulevard to allow vehicles traveling 25-35 mph to turn into the project. Therefore, implementation of mitigation would reduce impacts associated with the curb radii at the Wilshire Boulevard driveway to less than significant.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-TRAF-8 The project applicant shall revise the project site plan to increase the curb radius at the driveway on Wilshire Boulevard to allow vehicles traveling 25 to 35 mph to turn safely.

(b) Facts in Support of Findings

Vehicles traveling on Wilshire Boulevard are able to travel at high speeds outside of the peak traffic hours and may be unable to decelerate safely in the travel lane in order to make safe right turn movements into the project from Wilshire Boulevard. The Wilshire driveway has a sharp bend for entering vehicles, which could have difficulty maneuvering after making the abrupt right turn. In order to reduce the severity of this impact, the project site plan would need to be revised to increase the curb radius at Wilshire Boulevard to allow vehicles traveling 25-35 mph to turn into the project. Therefore, implementation of mitigation, as discussed above, would reduce impacts associated with the curb radii at the Wilshire Boulevard driveway to less than significant. The applicant has revised the plans in accordance with Planning Commission comments and provides a more gentle curb return which allows negotiations of the turn at higher speeds, thus minimizing the need for vehicles to substantially decelerate in Wilshire Boulevard travel lanes in order to safely access the project site. Pursuant to mitigation measure MM-TRAF-8, the plans must be revised, and these revisions must be approved by the City's Community Development Department and City Traffic Engineer before issuance of a building permit.

6. Cumulative Construction Impacts

Construction activities, truck traffic, delivery of construction material and equipment, and construction

worker parking from the proposed Project simultaneously with construction of the adjacent Beverly Hilton Revitalization Plan would result in cumulatively considerable and therefore potentially significant construction traffic impacts.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

MM-TRAF-9 The applicant for the 9900 Wilshire project shall coordinate with the applicant for The Beverly Hilton Revitalization Plan during all phases of construction regarding the following:

- All temporary roadway closures shall be coordinated to limit overlap of roadway closures;
- All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously;
- The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and
- The applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.

(b) Facts in Support of Findings

The closest related project to the proposed Project would be the Beverly Hilton Revitalization Plan, which is located directly adjacent to the project site to the east. Most of the remaining related projects are a sufficient distance from one another to reduce the potential for cumulative construction-related traffic at any one location from having an effect. Construction phases of the Beverly Hilton Revitalization Plan are anticipated to overlap with construction phases of the 9900 Wilshire project.

Due to the proximity of the 9900 Wilshire project and the adjacent Beverly Hilton Revitalization Plan, the potential construction overlap could result in an increase in truck traffic on surrounding roadways, which could potentially cause traffic disruptions. Although both project applicants have prepared draft construction management plans that identify truck staging areas and designate appropriate travel routes to access the respective sites, truck traffic from simultaneous construction at both project sites could still result in a potentially significant impact to the roadway network in the vicinity of the project sites. In addition, trucks entering and exiting the two sites could result in traffic disruptions on roadways adjacent to the sites, including Wilshire Boulevard and Santa Monica Boulevard. Therefore, based on the anticipated overlap of the construction schedules and the proximity of the two project sites, construction-related truck traffic impacts potentially would be cumulatively significant.

Since the construction phases of the Beverly Hilton Revitalization Plan are anticipated to overlap with construction phases of the 9900 Wilshire project, and due to the fact that the two sites are located immediately adjacent to one another, the influx of this material and equipment for construction of both projects could create impacts on the adjacent roadway network that result in traffic disruptions on roadways adjacent to the sites. Based on the above and the proximity of the two projects, construction-related traffic impacts would be cumulatively significant.

The project applicant would provide construction worker parking on the project site during all phases of construction, except during excavation and construction of the parking structure where the project applicant would provide off-site worker parking at federal office buildings and an adjacent VA facility and shuttles would be provided to facilitate travel between these off-site locations and the construction-site as required by MM-TRAF-6. Even if shuttles are provided, it is likely that there may be some construction workers parking in areas adjacent to the site instead at the designated off-site locations. Since construction phases of the proposed Project and the Beverly Hilton Revitalization Plan would likely overlap, the availability of enough parking for construction workers for both projects has the potential to result in a parking deficit such that construction workers would potentially park in areas surrounding the two project sites. Therefore, the lack of available parking for construction workers would result in a cumulatively significant short-term parking impact.

However, with implementation of cumulative mitigation measure **MM-TRAF-9**, cumulative impacts associated with truck traffic, delivery of construction material and equipment, and construction workers parking would be reduced to less than significant.

No cumulatively considerable impacts associated with operation of the proposed Project in combination with identified related projects would occur to transportation, circulation, or parking.

I. WATER

The Project's potential in regard to water service impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.12.1, Water*, of the Draft EIR. Identified impacts include fire flow.

1. Fire Flow

According to the BHFD, although sufficient water supply exists to serve the project, the fire flow of 1,000 to 1,500 gallons per minute from adjacent fire hydrants may be inadequate for the project upon buildout. Further, the City Engineer has indicated that the fire flow may not be adequate for the project. Impacts on fire flow are potentially significant.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-WTR-1 The 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard shall be replaced with a 12-inch main in order to achieve adequate fire flow for the project. The line shall be replaced from the intersection of Wilshire Boulevard and Santa Monica Boulevard to the western boundary of the project site. The project applicant shall pay its "Fair Share" towards the

upgrade of the 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard prior to the issuance of building permits. Upgrade of the main shall be completed concurrently with project construction and prior to building occupancy. The project applicant shall coordinate with the City so that construction of the upgraded main shall not conflict with construction of the proposed Project.

(b) Facts in Support of Findings

The City Engineer recommends that the 8-inch and 10-inch sections of the line beneath Wilshire Boulevard which feeds the hydrants be upgraded to a 12-inch line in order to achieve sufficient fire flow for the project and thereby meet the requirements outlined in the California Fire Code (Part 9 of Title 24). This has been incorporated into the Draft EIR as **MM-WTR-2**, which is the same as MM-FIRE-2. With the incorporation of **MM-WTR-2**, impacts to water services would be less than significant. Implementation of the mitigation will ensure that adequate fire flows are available in the event that the Beverly Hills Fire Department must respond to a fire incident at the project site.

J. WASTEWATER

The Project's potential in regard to wastewater service impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.12.2, Wastewater*, of the Draft EIR. Potential impacts identified include wastewater flow.

1. Wastewater Flow

The proposed restaurant would have the potential to contribute a heavier discharge of fats, oils, and grease into the sewer system than uses associated with the previous use of the site, a Robinsons-May store. These substances could clog the system and potentially result in decreased wastewater flow.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the potentially significant wastewater flow environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

MM-WW-1 The proposed restaurant shall install a Fat, Oil and Grease (FOG) Interceptor to remove these substances from its wastewater before entering the sanitary sewer system. This device helps prevent these substances from clogging the sanitary sewer system. The device shall be regularly inspected by the Los Angeles County Department of Public Works.

(b) Facts in Support of Findings

The Department of Public Works recommends the installation of a Fat, Oil and Grease (FOG) Interceptor to remove these substances from restaurant generated wastewater before the wastewater is discharged into the City's sewer system. With implementation of mitigation measure **MM-WW-1**, the impact to wastewater flow would be less than significant because compounds with the potential to cause adverse impacts to the system would be removed from the wastewater before it is discharged into the system.

K. ENERGY

The Project's potential in regard to energy service impacts that can be mitigated or are otherwise less than significant is discussed in *Section 4.12.4, Energy*, of the Draft EIR. Identified impacts include electricity and natural gas.

1. Electricity

The Project could require alterations to existing distribution facilities or the installation of new facilities or equipment such as transformers. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant electricity related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates potential impacts to less than significant levels:

> MM-ENG-1 Prior to submittal of final plans, the applicant shall make necessary alterations to the generation or distribution system as required by SCE. The applicant shall then provide to the Beverly Hills Community Development Department a letter from SCE which states that electricity will be provided to the proposed Project and that all applicable energy conservation features have been incorporated into the project design.

(b) Facts in Support of Findings

The Project is estimated to result in a net decrease of approximately 1,231,623 kWh in electricity demand compared to the Robinsons-May store. Given that the project's anticipated electricity demand would be lower than that of the Robinsons-May store or a similar commercial operation, it is not expected that major changes to the existing electricity system would be necessary. Nevertheless, the Project could potentially require alterations to existing distribution facilities or the installation of new facilities or equipment such as transformers, the provision of which may result in a significant impact. However, with implementation of **MM-ENG-1**, which requires that the applicant consult with SCE upon submittal of final plans, and implement appropriate energy conservation features, the impact to facilities would be less than significant. Further, the project proposes a number of energy efficient design features that will further reduce energy demand.

2. Natural Gas

Project implementation may require alterations to existing distribution facilities or the installation of new facilities or equipment. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant natural gas related environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure imposed upon the Project mitigates impacts to less than significant levels:

> MM-ENG-2 Prior to submittal of final plans, the applicant shall complete a load survey in

accordance with the Gas Company procedures and make any necessary alterations to the distribution system as required by the Gas Company. The applicant shall then provide to the Beverly Hills Community Development Department a letter from the Gas Company which states that natural gas will be provided to the proposed Project and that all applicable energy conservation features have been incorporated into the project design.

(b) Facts in Support of Findings

The project is projected to have a higher gas demand than the former use on the project site, minor alterations to local distribution facilities, including conveyance infrastructure, may be required. The Gas Company has indicated that a load survey would be needed to determine if project demand would exceed the capacity of any of its facilities or require new or altered facilities. However, a load survey can only be completed once plans detailing the quantity, British thermal unit (Btu) ratings, and use of gas consuming equipment on the project site are submitted. Therefore, the provision that the applicant shall consult with the Gas Company upon submittal of final plans and implementation of applicable energy conservation features to conduct a load survey and complete any necessary alterations to the conveyance and/or distribution system is included as mitigation. With incorporation of **MM-ENG-2**, impacts to natural gas facilities would be less than significant. Further, the project proposes a number of energy efficient design features that will further reduce energy demand. (See Specific Plan Section 4.8.)

VII. Environmental Effects that Remain Significant and Unavoidable After Mitigation.

In the environmental areas of aesthetics, air quality, cultural resources, and land use and planning there are instances where environmental impacts would remain significant and unavoidable after mitigation. These areas are discussed below.

A. AESTHETICS

1. Visual Character and Quality

New residential land uses on the project site where none currently exist, increased development intensity, and building heights would conflict with General Plan Land Use Element Objective 3, "Areas of Transitional Conflict," and Objective 4, "Scale of the City," and with Land Use Element development criteria recommending compatibility between commercial and residential areas. This would alter the visual character and quality of the site and its surroundings and is a potentially significant impact.

(a) Findings

Specific economic, social or other considerations make infeasible any mitigation measures or project alternatives identified in the EIR, however, changes or alterations have been required in or incorporated into the Project which substantially lessen the significant impacts identified in the EIR.

(b) Facts in Support of Findings

Project implementation would introduce new buildings and land uses that substantially increase development density and building heights on the project site as compared to existing conditions. Conflicts would remain with the Land Use Element Objective 3, Areas of Transitional Conflict, and

Objective 4, Scale of the City. The project would also conflict with Land Use Element development criteria for commercial areas that recommend new development complement the scale and character of adjacent residential areas. Accordingly, the Project would alter the visual character and quality of the site and its surroundings, which is a potentially significant impact. Nonetheless, the Project is consistent with the General Plan, as proposed to be amended, in conjunction with this Project. The project has been modified to reduce the level of impact, even though the impact remains significant. The modifications that reduce the effects include increasing the setback of the north building from Wilshire Boulevard, reducing heights closest to Wilshire and stepping the building up in height, as the building progress to the south, removing the loft buildings, increasing the open space areas, integrating open space near the intersection of Santa Monica Boulevard and Merv Griffin Way, and increasing setbacks from the western property line. The City's changing vision for this area of the city as being appropriate for higher density development is both a social and an economic consideration that makes infeasible other mitigation and alternatives that may have less impact through less density. However, as discussed in Section VIII below, Alternative 5A, which is similar but more intensive than the Revised Project, is a feasible way to lessen the severity of the impact. The Applicant, through the Revised Project, has addressed the issue to the extent feasible.

No feasible mitigation is available to reduce the impact to a less than significant level.

The overriding social, economic, and other considerations set forth in the Statement of Overriding Considerations and in the Findings regarding Alternatives provide additional facts in support of these findings. Any remaining, unavoidable significant effects after available Draft EIR mitigation measures are implemented are acceptable when balanced against the facts set forth therein.

2. Visual Character and Quality

The proposed Project, considered together with the Beverly Hilton Revitalization Plan, could result in cumulatively significant impacts on the visual character and quality of the project area.

(a) Findings

Specific economic, social or other considerations make infeasible any mitigation measures or project alternatives identified in the EIR, however, changes or alterations have been required in or incorporated into, the project which substantially lessen the significant impacts identified in the EIR.

(b) Facts in Support of Findings

The proposed Project in combination with the adjacent Beverly Hilton Revitalization Plan would result in changes to existing land uses in the City of Beverly Hills, as well as along the Wilshire Boulevard and Santa Monica Boulevard corridors, through the conversion of lower-density uses to higher-density uses. As with the proposed Project, the adjacent Beverly Hilton Revitalization Plan would introduce new tower buildings, approximately 150 feet in height, that would result in visual and height incompatibilities with surrounding land uses. The proposed Project, in combination with this neighboring project, would substantially alter the visual character of the surrounding area and would therefore result in cumulatively considerable aesthetic impacts. Therefore, the 9900 Wilshire project would result in a cumulative considerable, and therefore significant, contribution to cumulative impacts on the visual character of the project site and surroundings, when considered together with related projects. However, the Project has been modified, as discussed into foregoing Section III of this Resolution to substantially lessen the impacts. The cumulative impact, however, remains significant. The City's changing vision for this area of the city as being appropriate for higher density development is a social and an economic consideration

that make infeasible other mitigation or alternatives that may have less impact through less density.

The overriding social, economic, and other considerations set forth in the Statement of Overriding Considerations and in the Findings regarding Alternatives provide additional facts in support of these findings.

3. Views

Evaluation of views from nine viewpoints showed that project impacts would be less than significant at eight viewpoints. Project implementation would adversely affect panoramic west-facing views from guestrooms in the Beverly Hilton Hotel's Wilshire Tower (Viewshed Nine). This is a potentially significant impact.

(a) Findings

Specific economic, social or other considerations make infeasible any mitigation measures or project alternatives identified in the EIR, however, changes or alterations have been required in or incorporated into, the project which substantially lessen the significant impacts identified in the EIR.

No feasible mitigation is available to reduce the impact to a less than significant level.

(b) Facts in Support of Findings

Construction of the 9900 Wilshire project, specifically the North and South Tower Buildings, would obstruct the existing panoramic views of trees and distant high-rise towers from west-facing guestrooms in the hotel's Wilshire Tower. This view obstruction is considered a significant impact and no feasible mitigation is available to reduce the impact to a less than significant level. The City's changing vision for this area of the city as being appropriate for higher density development is both a social and an economic consideration that makes infeasible other mitigations or alternatives that may have less height and density.

The overriding social, economic, and other considerations set forth in the Statement of Overriding Considerations and in the Findings regarding Alternatives provide additional facts in support of these findings.

4. Views - Cumulative

The proposed Project, considered together with the Beverly Hilton Revitalization Plan which proposes residential towers at the western end of the hotel property, could result in cumulatively significant impacts on valued panoramic views from the hotel's Wilshire Tower guestrooms.

(a) Findings

Specific economic, social or other considerations make infeasible any mitigation measures or project alternatives identified in the EIR, however, changes or alterations have been required in or incorporated into, the project which substantially lessen the significant impacts identified in the EIR.

(b) Facts in Support of Findings

Considered together with the Residence A building on the Beverly Hilton property, the North and South Tower buildings proposed on the 9900 Wilshire project site would contribute to a significant visual impact from west-facing guestrooms in the hotel's Wilshire Tower. The proposed Project would result in a considerable contribution to a cumulatively significant impact. No feasible mitigation measures are available to reduce the significant impacts associated with obstructing panoramic views from west-facing hotel rooms in the adjacent Wilshire Tower of the Beverly Hilton. The City's changing vision for this area of the city as being appropriate for higher density development is both a social and an economic consideration that makes infeasible other mitigations or alternatives that may have less density.

The overriding social, economic, and other considerations set forth in the Statement of Overriding Considerations and in the Findings regarding Alternatives provide additional facts in support of these findings.

B. AIR QUALITY

1. Short-Term Construction Impacts

During the demolition, grading and excavation, and building construction phases of project construction, oxides of nitrogen emissions (NOX), PM10 and PM2.5 would exceed established thresholds of significance, even with compliance with South Coast Air Quality Management District (SCAQMD) Rule 403 – Fugitive Dust. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant environmental effect as identified in the Draft EIR. Specifically, the following mitigation measures lessen the significant impact:

MM-AQ-1 The Developer shall prepare a Construction Traffic Emission Management Plan to minimize emissions from vehicles including, but not limited to, scheduling truck deliveries to avoid peak hour traffic conditions, consolidating truck deliveries, and prohibiting truck idling in excess of 5 minutes.

MM-AQ-2 The Contractor shall ensure that the use of all construction equipment is suspended during first-stage smog alerts.

MM-AQ-3 The Contractor shall promote the use of electricity or alternate fuels for on-site mobile equipment instead of diesel equipment to the extent feasible.

MM-AQ-4 The Contractor shall maintain construction equipment by conducting regular tune-ups according to the manufacturers' recommendations.

MM-AQ-5 The Contractor shall promote the use of electric welders to avoid emissions from gas or diesel welders, to the extent feasible.

MM-AQ-6 The Contractor shall promote the use of on-site electricity or alternative fuels rather than diesel-powered or gasoline-powered generators to the extent feasible.

MM-AQ-7 Prior to use in construction, the project applicant and contractor will evaluate the feasibility of retrofitting the large off-road construction equipment that will be operating for significant periods. Retrofit technologies such as particulate traps, selective catalytic reduction, oxidation catalysts, air enhancement technologies, etc., will be evaluated. These technologies will be required if they are verified by the California Air Resources Board (ARB) and/or the U.S. Environmental Protection Agency (EPA) and are commercially available and can feasibly be retrofitted onto construction equipment.

MM-AQ-8 The Contractor shall ensure that traffic speeds on all unpaved roads are reduced to 15 miles per hour or less.

MM-AQ-9 The Contractor shall ensure that the project site is watered at least three times daily during dry weather.

MM-AQ-10 The Contractor shall install wind monitoring equipment on-site, to the extent feasible, and suspend grading activities when wind speeds exceed 25 miles per hour per SCAQMD guidelines.

MM-AQ-11 The Contractor shall water storage piles by hand or apply cover when wind events are declared (wind speeds in excess of 25 miles per hour).

MM-AQ-12 The Contractor shall apply nontoxic chemical soil stabilizers on inactive construction areas (disturbed lands within construction projects that are unused for at least four consecutive days).

MM-AQ-13 The Contractor shall replace ground cover in disturbed areas as quickly as possible.

MM-AQ-14 The project applicant shall retain a third-party air quality consultant to conduct continuous monitoring of the PM10 (dust) concentrations during the project demolition, excavation and grading phases of project construction (approximately 92 work days) to determine compliance with applicable air quality standards and regulations. Monitoring shall be accomplished using DustTrak™ aerosol monitors or other similar monitoring networks and shall meet the following requirements:

- ξ The third-party consultant shall be approved by the City of Beverly Hills Planning Department.

- ξ Costs for the monitoring network and tests by the third-party consultant shall be borne by the project applicant.

- ξ Monitors shall be located in such a manner that appropriate upwind (background) and two downwind locations from the project are selected. The locations shall be selected in order to monitor the project's contribution to ambient PM10 concentrations and to minimize the influence of dust contributions from outside sources. One downwind monitoring station shall be located at or near the El Rodeo School's southern perimeter. The other downwind monitor

shall be located in an area beyond the project boundary where the general public could be present for a period of more than one hour. The upwind and downwind directions shall be based on the prevailing daytime wind direction in the vicinity of the project site. All locations shall be approved by the third-party air quality consultant and the Community Development Director.

- ξ The monitoring network shall include at least one anemometer to measure wind speeds and directions.

- ξ Each monitoring station shall be secured in such a manner to prevent access and tampering by unauthorized persons and to prevent damage to the equipment.

- ξ Each monitoring station shall be sited in a location with access to necessary infrastructure (e.g., electricity needs, foundation requirements, internet connectivity).

- ξ Monitors shall be calibrated using collocated filter-based samplers (Mini-Vol or other similar equipment). The third-party consultant shall calibrate the DustTrak™ monitors as needed to ensure that data is within acceptable margins of error as determined by manufacturer's specifications.

- ξ The 5-hour rolling average dust concentration threshold is equal to the threshold specified in SCAQMD Rule 403 (50 micrograms per cubic meter) as determined by the difference between the upwind and downwind stations. The 1-hour average dust concentration threshold shall be set at a level of 150 micrograms per cubic meter to provide sufficient warning for on-site construction managers or supervisors to implement corrective measures. An exceedance of the 1-hour threshold shall not be deemed as a violation of any air quality standard or regulation.

- ξ Monitoring shall be continuous and provide data at 5-minute intervals. The data shall report rolling 5-hour and rolling 1-hour average PM10 concentrations. Monitoring shall be active on any day that construction activity occurs during the demolition, excavation, and grading phases of project construction. Data shall be made available to the third-party consultant, the City of Beverly Hills, the project applicant, and the on-site contractor on a secured internet website. The general public shall have access to 5-hour rolling average PM10 concentrations on a publicly accessible website.

- ξ Monitors shall be equipped with a visual alarm (strobe light or similar) that shall notify appropriate on-site construction managers or supervisors if established thresholds are exceeded. Additionally, an email shall be sent to appropriate on-site construction managers or supervisors if specified PM10 thresholds are exceeded.

- ξ Corrective measures shall be implemented immediately provided that it is safe to do so. If immediate implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to

implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.

- ξ The project applicant and contractor shall develop a corrective action plan. The plan shall be prepared and finalized prior to the commencement of project demolition. The plan shall indicate steps to safely and adequately reduce on-site dust emissions. The plan shall contain a list of possible corrective measures. The measures shall include, but at not limited to, application of water or other soil stabilizers, temporary reduction in on-site vehicle speed, temporary reduction in construction activity, suspension of construction activity and other appropriate measures. The plan shall also require notification of the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent in the event of an exceedance of any of the established thresholds. The project applicant and contractor shall obtain approval of the plan from the City of Beverly Hills Community Development Director prior to commencing demolition.

MM-AQ-15 The project applicant and/or contractor shall comply with SCAQMD Rule 403 by ensuring visible dust emissions from the project site do not go beyond the property line.

- ξ The project applicant and/or contractor shall designate a person located on-site who is trained and certified by the California Air Resources Board to conduct visible emissions evaluations (VEE). The designated person shall ensure compliance with SCAQMD Rule 403 by observing for visible dust emissions beyond the property line during daytime working hours. Observations shall be conducted in accordance with U.S. Environmental Protection Agency Method 9(Title 40, Code of Federal Regulation, Part 60, Appendix A).

- ξ The Beverly Hills Unified School District (BHUSD) shall provide the City of Beverly Hills with its schedule of outdoor activities and athletic events at El Rodeo School and Beverly Hills High School during the construction period as soon as the information becomes available. The City shall immediately provide this information to the project applicant and contractor. The project applicant and contractor shall require coordination of all construction activities so as minimize the occurrence of high-emitting fugitive dust construction activities during the scheduled outdoor events to the extent feasible.

- ξ In the event visible dust emissions are observed beyond the property line, the designated person shall immediately inform a lead supervisor or other appropriate managing personnel. The supervisor shall immediately implement corrective measures. If visible dust emissions are anticipated to impact El Rodeo School, the supervisor shall notify the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent. If immediate

implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.

(b) Facts in Support of Findings

Project implementation would incorporate required mitigation measures, described above, and comply with other required City of Beverly Hills regulations that will reduce construction emissions. The intent of these mitigation measures on potential health impacts is to reduce the incremental health impacts from project construction. However, even with implementation of all feasible mitigation, construction of the project would result in significant NOX emissions. While construction could be drawn out to reduce the NOX emissions on a daily basis, this would result in increased emissions over time for NOX and other pollutants due to the longer construction period, and therefore is found to be infeasible. However, taller construction enclosures have been required by the Planning Commission to help minimize off-site migration of particulate matter. Further, CARB recently adopted an In-Use Off-Road Diesel Vehicle Control Measure that is aimed at reducing PM10, PM2.5 and NOX emissions from construction equipment and other diesel-fueled off-road vehicles. Certain vehicles would have to comply with the new regulation as early as 2010. This could also lead to further emissions reductions, thereby reducing incremental health impacts.

2. Localized Significance Threshold (LST) – Construction

The Localized Significance Threshold (LST) analysis shows that maximum 24-hour PM10 and PM2.5 concentrations are anticipated to exceed the SCAQMD threshold of significance at the nearest residential and sensitive receptors during construction.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, mitigation measures AQ-1 through AQ-15, discussed above, imposed upon the Project lessen the significant impact.

(b) Facts in Support of Findings

The EIR utilized the "Final Localized Significant Threshold Methodology and Final Methodology to calculate Particulate Matter (PM) 2.5" and "PM 2.5 Significance Thresholds" published by the South Coast Air Quality Management District in assessing potential impacts on sensitive receptors, such as residential areas and El Rodeo School.

The LST analysis shows that maximum 24-hour PM10 concentrations are anticipated to exceed the threshold of significance established by SCAQMD at the nearest residential and sensitive receptors to the project site. The maximum 24-hour PM2.5 concentrations are also anticipated to exceed the threshold of significance established by SCAQMD at the nearest residential and sensitive receptors to the project site, but by a smaller margin than PM10. The impacts suggest that PM10 emissions could exceed the

limitations in SCAQMD Rule 403.

The EIR identifies feasible mitigation measures that would reduce the impacts, although not to less than significant levels. Mitigation, at the suggestion of certain commenters on the EIR, has been added to require monitoring of air quality (dust) upwind at the construction site and downwind of the construction site and requires the applicant to take corrective actions to address any exceedance of SCAQMD Rule 403 thresholds. (See MM-AQ-14 and MM-AQ-15.) The mitigation measures require monitoring of air quality off site in the vicinity of the El Rodeo School, and sets actions to be taken in the event that exceedences occur. The Council finds that no other feasible mitigation to further reduce impacts has been identified. Thus the short term construction impact remains significant.

3. Cumulative Impacts

In addition to the cumulative significance methodologies contained in SCAQMD's CEQA Air Quality Handbook, the SCAQMD staff has suggested that the emissions-based thresholds be used to determine if a project's contribution to regional cumulative emissions is cumulatively considerable.[2] Individual projects that exceed the SCAQMD-recommended daily thresholds for project-specific impacts would be considered to cause a cumulatively considerable increase in emissions for those pollutants for which the Basin is in nonattainment. As shown in Table 4.2-11, the project's construction emissions would exceed the project-level threshold of significance for NOX, PM10, and PM2.5. Because the Basin is nonattainment for ozone (NOX is a precursor to ozone), PM10, and PM2.5, construction of the project would generate a cumulatively considerable contribution to air quality impacts in the Basin. This is considered a significant and unavoidable impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant related environmental effect as identified in the Draft EIR. Specifically, mitigation measures AQ-1 through AQ-15, discussed above, imposed upon the Project lessen the significant impact.

No other feasible mitigation is available to reduce the impact to a less than significant level.

(b) Facts in Support of Findings

The Project's construction emissions would exceed the project-level threshold of significance for NOX, PM10, and PM2.5. Because the South Coast Air Basin is nonattainment for ozone (NOX is a precursor to ozone), PM10, and PM2.5, construction of the project would generate a cumulatively considerable contribution to air quality impacts in the Basin. As discussed above, in Section VII. B.2.(b), all feasible mitigation measures available to reduce the Project's contribution to the existing regional non-attainment status have been required. Nonetheless, this is considered a significant and unavoidable impact.

C. CULTURAL RESOURCES

1. Historical Resources

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[2] Personal communication with Steve Smith, Program Supervisor, South Coast Air Quality Management District, Diamond Bar, California, with David Deckman, Impact Sciences, April 19, 2006.

With demolition of the Robinsons-May building, implementation of the proposed Project would cause a substantial adverse change in the significance of an historical resource as defined in CEQA Guidelines Section 15064.5. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

> MM-CR-1 The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report which follows Historic American Buildings Survey ("HABS")/Historic American Engineering Record ("HAER") standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.
>
> MM-CR-2 The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history. The video shall be placed in the City of Beverly Hills Library and posted on the City of Beverly Hills' website.

Further, specific economic, social, or other considerations make infeasible other mitigation and alternatives.

(b) Facts in Support of Findings

The EIR contains an evaluation of the historic character of the Robinsons-May building, which is not on the California register of historic places. The building does not qualify for listing on the California Register under several criteria set forth in the CEQA Guideline 15069.6; however, it has been determined to be a potential resource for CEQA purposes.

Implementation of mitigation measure **MM-CR-1 and MM-CR-2,** requiring documentation of the Robinsons-May department store in an archival manner and the donation of the documentation to a suitable repository, such as the City of Beverly Hills Public Library, would reduce potentially significant impacts. However, documentation of an historical resource does not mitigate the building's demolition to a less than significant level. Therefore the demolition of Robinsons-May would remain a significant and unavoidable impact on historical resources even after mitigation.

Further, the EIR considered Alternative 4 – Preservation/Reuse of the Robinsons-May building. This Alternative contemplated residential uses, reuse of the building, and loss of the public and private gardens. This Alternative would avoid significant impacts to cultural resources and land use and planning, while increasing the level of impacts relative to solid waste generation, electricity and natural gas consumption due to the increased commercial activities. Because this Alternative would not meet all the project objectives, would result in greater impacts than the proposed Project and would not meet the social and economic considerations at the City envisions, reuse of the site with higher density developments, this Alternative is not a feasible way to avoid the significant impact on historical resources.

2. Cumulative Impacts

The proposed Project would be constructed to the west of The Beverly Hilton, an historical resource that was found to meet California Register Criteria 1, 2 and 3. While the demolition of the Robinsons-May and construction of the proposed Project would alter the immediate surroundings of the Beverly Hilton, the demolition of the Robinsons-May building and the development of the proposed Project would not materially impair the significance of the Beverly Hilton because it stands on a separate parcel, and the architectural design characteristics that convey its historic significance under California Register Criteria 1 and 3 would not be adversely affected.

Because the Robinsons-May building and the Beverly Hilton Hotel are considered historic resources for purposes of CEQA and are in such close proximity to each other, demolition of the Robinsons-May building considered together with demolition of portions of the Beverly Hilton constitutes a considerable, and therefore significant cumulative impact on cultural resources.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant cumulative environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

> MM-CR-1 The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report which follows Historic American Buildings Survey ("HABS")/Historic American Engineering Record ("HAER") standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.
>
> MM-CR-2 The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history. The video shall be placed in the City of Beverly Hills Library and posted on the City of Beverly Hills' website.

Further, specific economic, social, or other considerations make infeasible other mitigation and alternatives.

(b) Facts in Support of Findings

Because the Robinsons-May building and The Beverly Hilton Hotel are considered historic resources for purposes of CEQA, demolition of the Robinsons-May building considered together with demolition of portions of The Beverly Hilton, constitutes a considerable, and therefore significant impact on cultural resources.

Implementation of mitigation measure **MM-CR-1 and MM CR-2,** requiring documentation of the Robinsons-May department store in an archival manner and the donation of the documentation to a suitable repository, such as the City of Beverly Hills Public Library, would reduce potentially significant impacts. However, documentation of an historical resource does not mitigate the building's demolition to a less than significant level. Therefore the demolition of Robinsons-May would remain a significant and unavoidable impact on historical resources even after mitigation.

As discussed in Section VII.C.1(b) above, the EIR analyzed Alternative 4 – Preservation/Reuse of the Robinsons-May building, but concludes that that Alternative is not a feasible way to avoid either project specific or cumulative historical impacts.

D. LAND USE AND PLANNING

1. Proposed Project

With the adoption of the 9900 Wilshire Specific Plan, the project site's zoning and land use designations would change to "9900 Wilshire Specific Plan." The proposed Project would be generally consistent with most of the Elements of the City of Beverly Hills General Plan and with the City of Beverly Hills Municipal Code.

However, the proposed Project would introduce residential land uses where none currently exist, substantially increase development density, and substantially increase building heights on the project site. For these reasons, the project would not be consistent with General Plan Land Use Element Objective 3, Areas of Transitional Conflict, and 4, Scale of the City, or with Land Use Element development criteria for Commercial Areas recommending compatibility between commercial and residential areas. This is a potentially significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environmental effects identified in the EIR, and specific economic, social or other considerations make infeasible the mitigation measures or project alternatives in the EIR.

(b) Facts in Support of Findings

Implementation of the proposed Project has the potential to conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element. The Land Use Element includes objectives related to areas of transitional conflict and maintaining the existing scale of the City, Objectives 3 and 4. The 144-foot height of the North and South Tower Buildings as originally proposed would result in visual and height incompatibilities with the surrounding land uses and would be inconsistent with Land Use Element objectives related to areas of transitional conflict and scale of the city. Therefore, the proposed Project would conflict with objectives included in the Land Use Element such that significant land use impacts would result.

During the Planning Commission's review of the Project at the various hearings, requests for project revisions were made. In response to those requests, the Project has been revised to address some of the potential conflict with the Land Use Element policies. The Planning Commission requested an increased setback from Wilshire Boulevard for the northern building, and reductions in building height on the northern building with stepped increases in height from north to south, as discussed in Section III above. Further, the general plan amendment contemplated to allow the Project would reflect a change in land use policy for the project and represents both social and economic considerations that make infeasible mitigation or project alternatives that would substantially reduce the height of the structures. Compared to existing conditions and the status of the general plan prior to any contemplated amendments, the impact remains significant even though the impacts have been reduced by the Revised Project.

2. Proposed Project

Proposed demolition of the Robinsons-May building, which is potentially eligible for listing on the California Register and is therefore considered a historic resource for purposes of CEQA, would conflict with goals related to landmark preservation in the General Plan Land Use Conservation Element. This is a significant impact.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

> MM-CR-1 The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report which follows Historic American Buildings Survey ("HABS")/Historic American Engineering Record ("HAER") standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.
>
> MM-CR-2 The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history. The video shall be placed in the City of Beverly Hills Library and posted on the City of Beverly Hills' website.

(b) Facts in Support of Findings

The potential does exist for the project to conflict with the goals included in Conservation Element relative to Landmark Preservation, due to the fact that the Robinsons-May building has been determined to be potentially eligible for listing in the California Register, as discussed in **Section 4.3, Cultural Resources**, of the **Draft EIR**. Impacts from inconsistency with the Conservation Element would be significant and unavoidable.

The Conservation Element focuses on the preservation and conservation of water conservation, solar energy, and landmark preservation. As discussed above, the proposed Project would not conflict with or affect implementation of recommendations related to water conservation or solar energy; however, with the demolition of the Robinsons-May building, determined to be eligible for listing in the California Register of Historic Resources, as determined in the Cultural Resources Technical Report included in **Appendix 4.3** and summarized in **Section 4.3, Cultural Resources**, of the **Draft EIR**, implementation of the proposed Project has the potential to conflict with the recommendations contained in the Conservation Element relative to landmark preservation. As such, this inconsistency with the Conservation Element would constitute a significant land use impact.

Further, the EIR considered Alternative 4 – Preservation/Reuse of the Robinsons-May Building. Alternative 4 contemplated residential uses, re-use of the Robinsons-May Building and loss of public and private gardens. This Alternative would avoid significant impacts to cultural resources and thus the inconsistency with the Conservation Element policy, however, would result in increased impacts in other areas. Because this Alternative would not fully meet the project objectives, would not meet the social and economic considerations of the City that envision re-use of the site with higher density development, this

Alternative is not a feasible way to avoid the significant land use and planning impact related to conservation policy. The impact is substantially lessened through the imposition of mitigation measure MM-CR-1 and MM- CR-2, as well as changes in the Project as described in Section III above.

3. Cumulative Impacts

The 9900 Wilshire project, considered together with the adjacent Beverly Hilton Revitalization Plan, would result in cumulatively significant land use impacts as the result of inconsistency with General Plan Land Use Element Objectives 3 and 4 and development criteria concerning Commercial Areas.

In addition, the adjacent Beverly Hilton was found to be potentially eligible for listing in the National Register and California Register and is considered a historical resource for purposes of CEQA. Portions of the hotel are proposed for demolition as part of the Beverly Hilton Revitalization Plan. Accordingly, the proposed Project, considered together with the Beverly Hilton Revitalization Plan, would result in cumulatively significant land use impacts as the result of inconsistency with General Plan Conservation Element goals related to landmark preservation.

(a) Findings

Changes or alterations have been required in, or incorporated into the Project that avoid or substantially lessen the significant cumulative environmental effect as identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

> MM-CR-1 The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report which follows Historic American Buildings Survey ("HABS")/Historic American Engineering Record ("HAER") standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.
>
> MM-CR-2 The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history. The video shall be placed in the City of Beverly Hills Library and posted on the City of Beverly Hills' website.

Further, specific economic, social or other considerations make infeasible the mitigation measures or project alternatives.

(b) Facts in Support of Findings

The Conservation Element focuses on the preservation and conservation of water conservation, solar energy, and landmark preservation. The proposed Project would not conflict with or affect implementation of recommendations related to water conservation or solar energy; however, with the demolition of the Robinsons-May building, determined to be eligible for listing the California Register of Historic Resources, as determined in the Cultural Resources Technical Report included in **Appendix 4.3** and summarized in **Section 4.3, Cultural Resources**, of the **Draft EIR**, implementation of the proposed Project has the potential to conflict with the recommendations contained in the Conservation Element relative to landmark preservation. As such, this inconsistency with the Conservation Element of the General Plan results in a significant land use impact.

During the Planning Commission's review of the project at the various hearings, requests for project revisions were made. In response to those requests, the Project has been revised to address some of the potential conflict with the Land Use Element policies. As discussed in Section III above, the Planning Commission requested an increased setback from Wilshire Boulevard for the northern building, and reductions in building height on the northern building with stepped increases in height from north to south. Further, the general plan amendment contemplated to allow the project would reflect a change in land use policy for the project site and represents both social and economic considerations that make infeasible mitigation or project alternatives that would substantially reduce the height of the structures. The Planning Commission has undertaken a similar process with the adjacent Beverly Hilton Revitalization project in order to address the cumulative impacts of these projects. Compared to existing conditions and the status of the general plan prior to any contemplated amendments, the impacts remain cumulatively significant even though the impacts have been reduced by revisions incorporated into the project and potential revisions to the separate Beverly Hilton Revitalization project.

Further, the EIR considered Alternative 4 – Preservation/Reuse of the Robinsons-May Building. Alternative 4 contemplated residential uses, reuse of the Robinsons-May Building and loss of public and private gardens. This Alternative would avoid significant impacts to cultural resources and thus the inconsistency with the Conservation Element policy, however, would result in increased impacts in other areas. Because this Alternative would not fully meet the project objectives, would not meet the social and economic considerations of the City that envision reuse of the site with higher density development, this Alternative is not a feasible way to avoid the significant cumulative land use and planning impact related to conservation policy. Revisions to the Project, in conjunction with potential revisions to the Beverly Hilton Revitalization project and mitigation measure MM-CR-1 and MM-CR-2 would reduce the level of impact, although not to a level that is less than significant.

E. NOISE

1. Project Construction Noise and Vibration

Exterior construction activities performed outside of the hours specified in the City's noise ordinance, including before 8:00 AM, after 6:00 PM, and during weekends and holidays, would result in significant impacts at off-site sensitive receptors. Additionally, construction activity would generate vibration levels of up to 75 VdB at 100 feet from the source. This exceeds 72 VdB, the Federal Railroad Administration (FRA) vibration threshold for residential uses. As such, construction activity would result in significant vibration impacts on on-site receptors including the hotel to the east and offsite receptors to the north (i.e., residences and El Rodeo School).

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that substantially lessen the significant environmental effect identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

> MM-NOISE-1 Prior to issuance of grading permits, the applicant shall submit a Construction Management Plan satisfactory to the City's Director of Community Development and the Building Official. The Building Official shall enforce noise attenuating construction requirements. The Construction Management Plan shall include, but not be limited to, the following:

- ξ Excavation, grading, and other construction activities related to the proposed Project shall be restricted to the hours of operation allowed under Section 5-1-206, Restrictions on Construction Activity in the City Municipal Code. Any deviations from these standards shall require the written approval of the Community Development Director.

- ξ Stockpiling and vehicle staging areas shall be located as far away from occupied residences as possible, and screened from these uses by a solid noise attenuation barrier. Noise attenuation barriers constructed to the specifications identified in the bullet point below are capable of reducing noise levels by 7.7 dB(A).

- ξ Solid noise attenuation barriers (temporary barriers or noise curtains) with a sound transmission coefficient (STC) of at least 20 shall be used along all project boundaries during the construction phases associated with the development of the project. Noise attenuation barriers constructed at the property lines to a height of 8 feet with an STC rating of at least 20 are capable of reducing noise levels by 7.7 dB(A).[3]

- ξ All stationary construction equipment (e.g., air compressor, generators, etc.) shall be operated as far away from the multi-family residential uses to the south of the project site as possible. If this is not possible the equipment shall be shielded with temporary sound barriers, sound aprons, or sound skins to the satisfaction of the Director of Community Development.

- ξ Haul routes for removing excavated materials from the site shall be designed to avoid residential areas, and areas occupied by noise sensitive receptors (e.g., hospitals, schools, convalescent homes, etc.).

- ξ Prior to the start of every school year, the applicant shall obtain a schedule of testing periods at El Rodeo School. The applicant shall submit a construction schedule for review and approval by the Community Development Director and the Environmental Monitor that ensures that no construction activity generating the highest noise levels (e.g. demolition and grading) is undertaken during any designated testing periods at the school. Such testing periods typically occur for one week per semester; however, the exact dates and times will be determined by the School District.

(b) Facts in Support of Findings

Construction activities undertaken before 8:00 AM, after 6:00 PM, or on weekends could generate noise levels in excess of 5.0 dB(A) above ambient noise levels outside the hours permitted by the City's noise ordinance, which is a significant impact. While implementation of MM-NOISE-1 would reduce daytime and nighttime noise impacts associated with all construction activity, no feasible mitigation exists to reduce impacts to less than significant. Therefore, impacts associated with noise generated by construction undertaken outside hours permitted by the City's noise ordinance would be significant and unavoidable. Further, potential impacts to the adjacent school will be lessened by limiting noise creation during certain testing periods, although the impact cannot be reduced to a less than significant level.

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[3] U.S. Department of Housing and Urban Development. *The Noise Guidebook*. 1985.

The primary and most intense vibration source would be the use of bulldozers during construction, because the City of Beverly Hills does not permit pile driving. Although the results of vibrations can range from no perceptible effects at the lowest levels to rumbling sounds and perceptible vibrations at moderate levels, to slight structural damage at the highest levels, ground vibrations from construction activities rarely reach the levels that can damage structures. The vibration impacts of this Project have the potential for impacting structures on the adjacent Beverly Hilton site and may be perceptible in the open playground areas of the El Rodeo School. Structures on the school site, however, are set back sufficiently from the Project site such that no impact on the structures is expected.

The City has adopted all feasible mitigation measures to reduce the level of impact, however the noise and vibration impacts remain significant even with the Revised Project described in Section III above.

2. Cumulative Construction and Vibration

In the event that exterior construction activities are performed on the project site and the Beverly Hilton Revitalization Plan project site outside of the hours specified in the City's noise ordinance, the proposed Project would result in a cumulatively considerable and therefore significant contribution to cumulatively significant noise impacts. Additionally, during construction, the proposed Project, considered together with the adjacent Beverly Hilton Revitalization Plan, would result in cumulatively considerable and therefore significant contributions to cumulatively significant vibration impacts on sensitive receptors north of Wilshire Boulevard.

(a) Findings

Changes or alterations have been required in, or incorporated into, the Project that substantially lessen the significant environmental effect identified in the Draft EIR. Specifically, the following mitigation measure lessens the significant impact:

MM-NOISE-4 The 9900 Wilshire project applicant shall coordinate with The Beverly Hilton Revitalization Plan applicant regarding the following:

- ξ All temporary roadway closures shall be coordinated to limit overlap of roadway closures;
- ξ All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously;
- ξ The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and
- ξ Applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.

(b) Facts in Support of Findings

Exterior construction activities undertaken by the proposed Project before 8:00 AM, after 6:00 PM, or on weekends could generate noise levels in excess of 5.0 dB(A) above ambient noise levels outside the hours

permitted by the City's noise ordinance, and therefore has the potential to be significant and unavoidable. In the event that The Beverly Hilton Revitalization Plan also undertakes exterior construction activity outside of the hours specified in the City's noise ordinance, the cumulative construction noise impact would be significant. Although MM-NOISE-4, which requires coordination of construction activities between the two projects, would reduce impacts, cumulative construction noise impacts would remain significant and unavoidable. Furthermore, the proposed Project by itself would generate vibration levels up to 75 VdB at 100 feet from the source, which exceeds the FRA groundborne vibration threshold for residences and hotels. Since sensitive receptors are located approximately 100 feet north of the two projects and since The Beverly Hilton Hotel also constitutes a sensitive land use, the proposed Project's incremental contribution to cumulatively significant vibration impacts would be cumulatively considerable and therefore significant. MM-NOISE-4 is applicable to this impact, but no feasible mitigation is available to fully reduce construction vibration impacts to less than significant. Therefore, although short-term in duration, cumulative construction vibration impacts on off-site receptors to the north and east would be significant and unavoidable.

The City's permitted construction hours (8:00 AM to 6:00 PM on weekdays) generally overlap with the peak activity times at the El Rodeo School to the north. Therefore, although the cumulative impacts from construction undertaken outside of the standard construction hours are significant and unavoidable, allowing construction outside of the normal permitted hours would help reduce the level of impact to the schools, however, this would not reduce the cumulative impact to less than significant.

VIII. Project Alternatives.

In defining project alternatives that would be analyzed in the EIR, several alternatives were considered; however, one of those considered was rejected. CEQA Guidelines Section 15126.6(c) states: "The EIR should also identify any alternatives that were considered by the lead agency but were rejected as infeasible during the scoping process and briefly explain the reasons underlying the lead agency's determination." As stated previously, the CEQA Guidelines stipulate that alternatives addressed in an EIR should be feasible and should not be considered remote or speculative.

The agency initially considered, but ultimately rejected, the evaluation of an Alternative Site Alternative during its determination of alternatives for the proposed 9900 Wilshire project. Under this project Alternative, the project as proposed would be constructed on an alternate site within the City of Beverly Hills.

While development of the project on an alternative site was initially considered, this Alternative was ultimately rejected because neither the project applicant nor the City owns or controls any other property in the vicinity of the proposed Project site. Additionally, development of the proposed Project on an alternate site within the City would result in the introduction of new residential tower buildings on a site not located along major corridors or in an identified City gateway location. The ability of the project applicant to find and purchase a suitable alternate site to develop the project on is considered speculative. While development of the proposed Project on an alternate site could potentially avoid the demolition of an historic resource, this Alternative has the potential to increase the severity of aesthetic, land use, air quality, noise, and traffic impacts because the proposed residential use of the site would generate fewer vehicle trips than the former Robinsons-May department store operations. As such, this Alternative has been rejected from further consideration and is not examined in detail in this EIR.

As discussed below, the Draft EIR fully analyzed six alternatives. During the course of the Planning Commission's deliberations on the EIR and the Project, the Commission requested additional information

regarding the potential environmental impacts of five different configurations of the project. Four of these five additional potential configurations of the Project constituted variations on one or more of the alternatives analyzed in the Draft EIR. The last of the potential project configurations evaluated only the provision of additional parking on the site and thus is merely a variation on the proposed Project. For ease of reference, these proposed configurations are referred to as Alternatives 5A, 7, 8, 9, and 10. An analysis of the additional alternative variations was presented to the Planning Commission on October 29, 2007, and that analysis is hereby incorporated into this Resolution by reference. While some of these additional alternatives lessened or eliminated certain significant environmental impacts, none of these additional alternatives changed the conclusions in the Draft EIR regarding the environmentally superior alternative, as discussed below. Further, because these variations are not considered new alternatives, and are not considerably different from others analyzed, and parts of these variations have been accepted by the Applicant, incorporation of these variations does not require recirculation prior to certification.

A. ALTERNATIVE 1: NO PROJECT/NO DEVELOPMENT ALTERNATIVE

1. Summary of Alternative

Under the No Project Alternative, the existing 228,000-square-foot building, which has been historically operated as a Robinsons-May department store (the "Existing Building"), and the associated two-level, 956-space parking structure (the "Existing Parking Structure") would remain in substantially their current condition and the building would be re-leased and occupied as a single-tenant department store.

2. Reasons for Rejecting Alternative

Implementation of the No Project Alternative would result in fewer significant and unavoidable impacts in comparison to the proposed Project and with implementation of the No Project Alternative, several of the significant and unavoidable impacts associated with the proposed Project would be reduced and/or avoided. Specifically, the following significant impacts would be avoided:

- **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered.

- **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- **Air Quality** – The LST analysis shows that maximum 24-hour PM_{10} and $PM_{2.5}$ concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines*.

- **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element

such that significant land use impacts would result from inconsistency with the City's General Plan.

- ξ **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- ξ **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

However, as discussed above, greater impacts to operational air quality, operational noise, traffic regarding LOS and safety, solid waste, electricity and natural gas use would result from implementation of the No Project Alternative in comparison to the proposed Project. The proposed project, which is primarily residential in character, would generate significantly less traffic than would a successful commercial use at the site. The Project site is located in close proximity to the intersection of Santa Monica Boulevard and Wilshire Boulevard, which is one of the most congested intersections in the City and the Region. Introduction of a high traffic generating use such as commercial would have significant traffic impacts that would not result under development of the Project.

(a) Objectives Fully Met by Alternative:

- ξ The No Project / No Development Alternative would not achieve any of the Project objectives, however, re-use of the existing building has the potential to provide tax dollars at a higher rate that had been historically generated by the Robinsons-May department store.

(b) Objectives Partially Met by Alternative:

None

(c) Objectives Not Met by Alternative:

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard that will enhance the beauty and image of the City of Beverly Hills.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek LEED certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre garden with public access along Wilshire Boulevard for the use and enjoyment of Beverly Hills residents and visitors that complements and extends the existing garden parkway on the north side of Wilshire Boulevard, enhances the garden qualities of the City and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic impacts and related operationally air quality and noise impacts associated with the Existing

Building.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service luxury residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that Beverly Hills residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce substantially the traffic on Merv Griffin Way.

- ξ To downzone the project site and reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation and a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

Implementation of Alternative 1 would not achieve any of the main objectives of this project, except that it is possible a highly successful new retail operation in the existing building could provide annual net revenue to the City of Beverly Hills that exceeds the revenue the City received from the recent commercial operations of the Robinsons-May department store.

Alternative 1 would not provide needed housing and would have greater environmental impacts than the Project or the Revised Project.

3. Conclusion Regarding Alternative One.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 1 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 1.

B. ALTERNATIVE 2 – CODE-COMPLIANT OFFICE/RETAIL ALTERNATIVE

1. Summary of Alternative

This Alternative includes a mixed-use office/retail project that complies with the principal use and development standards for the C-3 Zone that currently govern the project site, including permitted uses, maximum floor area ratio (FAR), maximum height and number of stories and applicable code parking requirements. This Alternative includes three buildings that are all three stories and 45 feet in height and have a total FAR of 2:1. This Alternative would require the elimination of the Entry Garden and significantly reduce the other landscaped gardens and open space associated with the proposed Project.

2. Reasons for Rejecting Alternative

Implementation of the Code-Compliant Office/Retail Alternative would avoid the following significant impacts associated with project implementation:

- ξ **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered.

- ξ **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- ξ **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that significant land use impacts would result from inconsistency with the City's General Plan.

However, under Alternative 2, the following significant impacts associated with implementation of the proposed Project would also occur:

- ξ **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- ξ **Air Quality** – The LST analysis shows that maximum 24-hour PM_{10} and $PM_{2.5}$ concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- ξ **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines*.

- ξ **Land Use and Planning** – The proposed Project would conflict with one program included in

the Conservation Element of the General Plan such that significant land use impacts would result from inconsistency with the General Plan program.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.
- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

(a) Objectives Fully Met by Alternative:

- To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard that will enhance the beauty and image of the City of Beverly Hills.
- To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.
- To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.
- To provide annual net revenue to the City that substantially exceeds the revenue the City received from the recent commercial operations of the Robinsons-May department store in the Existing Building.

(b) Objectives Partially Met by Alternative:

None.

(c) Objectives Not Met by Alternative:

- To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.
- To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.
- To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.
- To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

Due to the projected increase in vehicle trips associated with the implementation of this project Alternative, in comparison to the proposed Project, the potential for new significant and unavoidable impacts greater than those anticipated for the proposed Project exists. In addition to potential increases in impacts related to traffic LOS and safety, traffic at residential roadway segments, additional impacts would result from operational air, operational noise, water demand, wastewater and solid waste generation, and electricity and natural gas consumption. Alternative 2 has more environmental impact than the Project or the Revised Project and fails to meet most project objectives.

3. Conclusion Regarding Alternative Two.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 2 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 2.

C. ALTERNATIVE 3 – REDUCED DENSITY ALTERNATIVE

1. Summary of Alternative

Under this Alternative, the principal components of the proposed Project would be reduced by 35 percent, including the number of condominiums, the residential and retail floor areas, building height and number of parking spaces. The total FAR for this Alternative is 1.6:1. The intent of this Alternative would be to

reduce the severity of identified potentially significant impacts.

2. Reasons for Rejecting Alternative

Implementation of the Reduced Density Alternative would avoid the following identified significant impacts associated with implementation of the proposed Project:

- **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the project site and surrounding area would be substantially altered.

- **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that significant land use impacts would result from inconsistency with the City's General Plan.

However, with implementation of Alternative 3, the following same significant and unavoidable impacts would remain:

- **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- **Air Quality** – During project construction NOX emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- **Air Quality** – The LST analysis shows that maximum 24- hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines.

- **Land Use and Planning** – The proposed Project would conflict with one program included in the Conservation Element of the General Plan such that significant land use impacts associated with inconsistency with the General Plan would occur.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

No additional significant impacts above and beyond those identified for the proposed Project would result from implementation of the Reduced Density Alternative. Additionally, Alternative 3 would reduce impacts, in comparison to the proposed Project, relative to aesthetics, land use and planning, construction-related and operational air emissions, operational noise, population and housing, public services, transportation and traffic, and utilities and service systems. Alternative 3, however, would not

provide as much housing for the city or the region and would be less effective in meeting the housing production goals set for the city.

(a) Objectives Fully Met by Alternative:

The Reduced Density Alternative would result in the implementation of a project similar to the proposed Project; however, the overall density of the project would be reduced by 35 percent. As such, all project objectives would also be achieved under this project Alternative, but not to the same extent as with implementation of the proposed Project.

(b) Objectives Partially Met by Alternative:

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard that will enhance the beauty and image of the City of Beverly Hills.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City received from the recent commercial operations of the Robinsons-May department store in the Existing Building.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or

otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

(c) Objectives Not Met by Alternative:

This Alternative would meet the primary objectives, however, as noted above, the reduced density would not meet the full scope of the project objectives because of the reduction in density, project design changes, and reduced economic benefits of the Project to the City.

3. Conclusion Regarding Alternative 3.

No additional significant impacts above and beyond those identified for the proposed Project would result from implementation of the Reduced Density Alternative. Additionally, Alternative 3 would reduce impacts, in comparison to the proposed Project, relative to aesthetics, land use and planning, construction-related and operational air emissions, operational noise, population and housing, public services, transportation and traffic, and utilities and service systems. However, project objectives would not be achieved to the same extent as with implementation of the proposed Project.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 3 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 3.

D. ALTERNATIVE 4 – PRESERVATION/REUSE OF ROBINSONS-MAY BUILDING ALTERNATIVE

1. Summary of Alternative

Under this Alternative, the Existing Building would be rehabilitated and reused as a museum, the Existing Parking Structure would be demolished, the southern portion of the project site would be redeveloped with three residential buildings ranging in height from four levels and 48 feet to 12 levels and 144 feet and a new subterranean parking structure would be constructed under the southern portion of the project site with sufficient parking for all of the new and adaptive uses on the project site. The total FAR for this Alternative is 2.4:1. The preservation and reuse of the Existing Building would require the elimination of the Entry Garden. The intent of this Alternative would be to continue to provide housing on the project site while avoiding significant impacts associated with the demolition of an historic resource.

2. Reasons for Rejecting Alternative

Implementation of the Preservation/Reuse of the Robinsons-May Building Alternative would avoid the following significant impact associated with implementation of the proposed Project:

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines*.
- **Land Use and Planning** – The proposed Project would conflict with one program within the Conservation Element of the General Plan related to the demolition of an historic resource such that significant land use impacts would result from inconsistency with the City's General Plan.

However, Alternative 4 would only meet some of the project objectives, as described below.

All other significant impacts associated with implementation of the proposed Project would also occur with implementation of this Alternative, including:

- **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the project site and surrounding area would be substantially altered.
- **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.
- **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that significant land use impacts would result from inconsistency with the City's General Plan.
- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.
- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

(a) Objectives Fully Met by Alternative:

- To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May

department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

(b) Objectives Partially Met by Alternative:

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(c) Objectives Not Met by Alternative:

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek LEED certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre garden with public access along Wilshire Boulevard for the use and enjoyment of Beverly Hills residents and visitors that complements and extends the existing garden parkway on the north side of Wilshire Boulevard, enhances the garden qualities of the

City and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To downzone the project site and reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation and a small amount of retail space.

Alternative 4 would result in greater impacts than the proposed Project relative to solid waste generation and electricity and natural gas consumption due to the increased commercial activities proposed within the preservation and reuse of the Robinsons-May building. Comparable impacts would occur for this Alternative and the proposed Project relative to aesthetics, geology and soils, hydrology and water quality, construction-related noise, population and housing, and fire protection services. Fewer impacts would result with the implementation of Alternative 4 to operational air emissions, cultural resources, hazards and hazardous materials, land use and planning, police protection, schools, recreation and parks, libraries, transportation and traffic, water, and wastewater. In addition, implementation of Alternative 4 would reduce the level of significance associated with construction-related air quality impacts compared to the proposed Project. However, five objectives of the proposed Project would not be achieved under Alternative 4.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 4 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 4.

E. ALTERNATIVE FIVE – MODIFIED HEIGHT AND CONFIGURATION OF NORTH/SOUTH BUILDINGS

1. Summary of Alternative

This Alternative is similar to the proposed Project, including the same number of units, the same amount of residential and retail floor area and the same FAR, except that (1) the height of the North Building would be reduced from 144 feet to 108 feet and the number of stories would be reduced from 12 to 9, (2) the height of the South Building would be increased from 144 feet to 180 feet and the number of stories would be increased from 12 to 15, (3) the North Building would be moved from 35 feet to 45 feet from the southerly boundary of Wilshire Boulevard and (4) the separation between the North and South Buildings would be increased from 45 feet to 60 feet. The intent of this project Alternative is to expand view corridors along Wilshire Boulevard and between the North and South Tower Buildings on the project site and reduce significant impacts to views from west-facing guestrooms in the Wilshire Tower hotel building of The Beverly Hilton.

2. Reasons for Rejecting Alternative

Implementation of the Modified Height and Configuration of the North/South Buildings Alternative would result in the same significant and unavoidable impacts associated with implementing the proposed

Project. These significant and unavoidable adverse impacts include:

- ξ **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered.

- ξ **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- ξ **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- ξ **Air Quality** – The LST analysis shows that maximum 24-hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- ξ **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines.

- ξ **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.

- ξ **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- ξ **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

The Modified Height and Configuration of the North/South Building Alternative would not avoid or reduce the severity of any identified potentially significant impacts associated with the proposed Project. Additionally, as discussed above, all impacts associated with this project Alternative would be comparable to impacts associated with the proposed Project.

(a) Objectives Fully Met by Alternative:

The Modified Height and Configuration of the North/South Buildings Alternative would result in the implementation of a project similar to the proposed Project; however, the North Tower Building height would be reduced, the South Tower Building height would increase, the North Tower Buildings would be set back further from Wilshire Boulevard, and the separation between the North and South Tower Buildings would be increased. As such, all project objectives would also be achieved under this project Alternative.

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-

4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(b) Objectives Partially Met by Alternative:

None

(c) Objectives Not Met by Alternative:

None

3. Conclusions Regarding Alternative 5.

The Modified Height and Configuration of the North/South Building Alternative would not avoid or reduce the severity of any identified potentially significant impacts associated with the proposed Project. Additionally, as discussed above, all impacts associated with this project Alternative would be comparable to impacts associated with the proposed Project.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 5 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 5.

F. ALTERNATIVE 6 – RECONFIGURATION ALTERNATIVE

1. Summary of Alternative

This Alternative would include the same number of units, the same amount of residential and retail floor area and the same FAR as the proposed Project, but would consist of five buildings that are each 60 feet in height and have five stories. The height reduction under this Alternative would require the elimination of the Entry Garden and significantly reduce the other landscaped gardens and open space associated with the proposed Project. The intent of this Alternative is to evaluate impacts associated with build-out of a similar project on the site without the introduction of high-rise residential tower buildings and reduce significant impacts to views from west-facing guestrooms in the Wilshire Tower hotel building of The Beverly Hilton.

2. Reasons for Rejecting Alternative

Implementation of the Building Reconfiguration Alternative would avoid the following identified significant impacts associated with implementation of the proposed Project:

- ξ **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the project site and

surrounding area would be substantially altered.

- **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- **Land Use and Planning** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that significant land use impacts would result from inconsistency with the General Plan.

However, implementation of the Building Reconfiguration Alternative would still result in the some of the same significant and unavoidable impacts associated with implementing the proposed Project. These significant and unavoidable impacts include:

- **Air Quality** – During project construction NOX emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- **Air Quality** – The LST analysis shows that maximum 24-hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines.

- **Land Use and Planning** – The proposed Project and Alternative 5A would both conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan. Alternative 5A would have similar impacts as the proposed Project, but the Planning Commission found that the impacts of Alternative 7 would be less severe due to the setbacks from Wilshire Boulevard and the stepped height of the North Building each of which would make this Alternative more in keeping with existing scale of the City and lessen transitional conflict.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

Implementation of this Alternative would result in fewer aesthetic character and view, light and glare, shade and shadow, and land use and planning impacts when compared to the proposed Project. All other impacts would be comparable to those associated with the proposed Project.

(a) Objectives Fully Met by Alternative:

The Building Reconfiguration Alternative would result in the construction of the same number of luxury condominium units and the same square footage of retail and restaurant space; however, the proposed uses would be separated into five separate five-story, 60-foot tall buildings covering the majority of the

project site. Therefore, implementation of this project Alternative would achieve most, but not all, of the project objectives.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(b) Objectives Partially Met by Alternative:

None.

(c) Objectives Not Met by Alternative:

ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard that will enhance the beauty and image of the City of Beverly Hills.

ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek LEED certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

ξ To provide a 0.42-acre garden with public access along Wilshire Boulevard for the use and enjoyment of Beverly Hills residents and visitors that complements and extends the existing garden parkway on the north side of Wilshire Boulevard, enhances the garden qualities of the City and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

3. Conclusion Regarding Alternative 6.

Implementation of this Alternative would result in fewer aesthetic character and view, light and glare, shade and shadow, and land use and planning impacts when compared to the proposed Project. All other impacts would be comparable to those associated with the proposed Project. However, the key project objectives described above would not be achieved through implementation of Alternative 6.

The City Council hereby finds that each of the reasons set forth above would be an independent ground for rejecting Alternative 6 as infeasible and by itself, independent of any other reason, would justify rejection of Alternative 6.

G. ADDITIONAL VARIATIONS ON ALTERNATIVES CONSIDERED BY THE PLANNING COMMISSION

As noted above, the Planning Commission requested analysis of variations on the alternatives to understand how the impacts of various potential project designs would compare to the impacts of the Project and the foregoing six alternatives. Analysis of these variations, referred to for convenience as Alternatives 5A, 7, 8, 9 and 10, follows.

1. Alternative 5A – Variation on Alternative 5 (Modified Height and Configuration of North/South Buildings.

Alternative 5A would include the same number of residential units, the same square footage of retail and restaurant uses, and the same density as the proposed project. However, Alternative 5A would modify building height and configuration of the North, South and Loft Buildings. Under this alternative, the height of the North Building would be stepped down along its Wilshire Boulevard and Merv Griffin Way elevations. The height of the South Building would step down along its western elevation, facing the Los Angeles Country Club. The stepped building heights would introduce more articulation to the buildings, reducing their apparent height from off-site vantages. The North Building setback from the southerly Wilshire Corridor curb line would increase to 63 feet, comparable to The Beverly Hilton's Wilshire Tower setback (i.e., the northeast corner of the Tower's northern wing). This alternative also introduces a new

single-story Spa Pavilion at the former location of the garden deck. The number of units (252) under Alternative 5A would be the same as under the project. However, under Alternative 5A, the mix of units would change to include 58 Studio units. Under Alternative 5A, additional residential amenities would be provided including an expanded spa and below-grade amenities, including a back-of-house kitchen, back-of-house laundry, security offices, wine storage, and increased area for storage units. The FAR of Alternative 5A would be 2.74:1, which is slightly more than the proposed project due to the added amenities. The intent of this alternative is to reduce Aesthetic impacts related to visual character and shade impacts on El Rodeo School, Beverly Gardens Park and residences north of Wilshire Boulevard.

Implementation of Alternative 5A would result in some of same significant and unavoidable impacts associated with implementing the proposed Project, but the severity of some of those impacts would be lessened under this alternative. These significant and unavoidable adverse impacts include:

- **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered. Although this alternative would introduce building heights in excess of those in the project area, the North Building would be set back farther from the Wilshire Boulevard curbline so as to approximately match the setback of the Wilshire Tower of the adjacent Beverly Hilton Hotel. The increased setback increases the separation between the project and the El Rodeo School, thus making this alternative more compatible with the School and other land uses to the north. Further, the building height would incorporate stepbacks from Wilshire Boulevard and Merv Griffin Way, which would further increase the physical compatibility with off-site uses by widening view corridors associated with the roadways and providing more building articulation. In light of these revisions, Alternative 5A is considered environmentally superior to Alternative 5 and the originally proposed Project as to Aesthetics, even though the impacts would remain significant and unmitigable.

- **Aesthetics and Views** – The North and South Tower Buildings would continue obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation. Alternative 5A would have similar impacts as the proposed Project.

- **Air Quality** – The LST analysis shows that maximum 24-hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction. Alternative 5A would have similar impacts as the proposed Project.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines. Alternative 5A would have similar impacts as the proposed Project.

- **Land Use and Planning** – The proposed Project and Alternative 5A would both conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project and Alternative 5A would both result in significant project-level and cumulative noise impacts.

- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result. Alternative 5A would have similar impacts as the proposed Project.

Alternative 5A would reduce the severity of the Aesthetic and Land Use impacts associated with the proposed Project, and otherwise would have impacts that are comparable to impacts associated with the proposed Project. Although the height of the South Building would be increased above that of the proposed Project and five feet above that considered in Alternative 5, the building also would integrate step backs such that the western side of the building, facing the Los Angeles Country Club, would be lower than the eastern side of the building. The EIR consultant prepared Supplemental Shade and Shadow Diagrams for 9900 Wilshire Project, dated October 2007, which were presented to the Planning Commission at the October 29, 2007 meeting. The supplemental diagrams demonstrate, and the Planning Commission found, that the shade and shadow from the increased height of the South Building would not result in a significant impact to the Los Angeles Country Club.

(a) Objectives Fully Met by Alternative:

Alternative 5A would result in the implementation of a project similar to the proposed Project; however, the North Tower Building would be set back further from Wilshire Boulevard with lower height at the north stepping to more height to the south, and, the South Tower Building height would increase, the North Tower Buildings would be set back further from Wilshire Boulevard. As such, all project objectives would also be achieved under this project Alternative.

- To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- To improve the utilization and visual appearance of the project site by eliminating the existing

above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(b) Objectives Partially Met by Alternative:

None

(c) Objectives Not Met by Alternative:

None

Alternative 5A would reduce the severity of the Aesthetic impacts associated with the proposed Project, and otherwise would have impacts that are comparable to impacts associated with the proposed Project.

The Planning Commission found, and City Council hereby finds, that Alternative 5A is feasible and would reduce the severity of two significant and unmitigable impacts (Aesthetic Character and Views; Land Use and Planning) for the reasons set forth above, although that impact remains significant under this Alternative. Features of this alternative, therefore, are incorporated into the Revised Project to reduce the level of impact.

2. Alternative 7 – Variation on Alternative 5 (Modified Height and Configuration of North/South Buildings)

Alternative 7 would include the same number of units, the same square footage of retail and restaurant uses, and the same FAR as the proposed Project, but would modify the building heights and configuration in several ways. The height of the North Building would be stepped back from Wilshire Boulevard, with heights ranging from 84 to 108 feet, and the height of the South Building would be increased from 144 to 196 feet. The North Building setback from the southerly curb line of Wilshire Boulevard would increase to 65.5 feet, comparable to that of the Beverly Hilton's Wilshire Tower (i.e., the southwest corner of the Tower's northern wing). The intent of this alternative is to reduce Aesthetic and Land Use impacts by expanding the view corridor along Wilshire Boulevard.

Implementation of Alternative 7 would result in some of same significant and unavoidable impacts associated with implementing the proposed Project, but the severity of some of those impacts would be lessened under this alternative. These significant and unavoidable adverse impacts include:

- **Aesthetics and Views** – The proposed Project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered. As with the proposed project, this alternative still proposes increased intensity of uses on-site, introduces residential uses, and proposes building heights in excess of those in the project area, which comparable to the proposed project. However, the North Building would be set back 65.5 feet from the Wilshire curb line, a setback comparable to that of the Wilshire Tower to the east, which would improve physical compatibility with El Rodeo School and other land uses to the north. Moreover, the substantial building height reduction along Wilshire Boulevard, compared to the proposed project, and the accompanying building height stepbacks with distance from Wilshire would increase physical compatibility with off-site uses by widening view corridors associated with these roadways and providing more building articulation from roadway vantages. Alternative 7 is therefore considered environmentally superior to the proposed project relative to Aesthetic Character and Views.

- **Aesthetics and Views** – The North and South Buildings would continue obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of the Beverly Hilton, although this impact would be less than with the proposed Project because increased separation between the North and South Buildings would allow for some views through the site.

- **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation. Alternative 7 would have similar impacts as the proposed Project.

- **Air Quality** – The LST analysis shows that maximum 24-hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction. Alternative 7 would have similar impacts as the proposed Project.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines. Alternative 7 would have similar impacts as the proposed Project.

- **Land Use and Planning** – The proposed Project and Alternative 7 would both conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan. Alternative 7 would have similar impacts as the proposed Project, but the Planning Commission found that the impacts of Alternative 7 would be less severe due to the setbacks from Wilshire Boulevard, the stepped height of the North Building and the increased building separation, each of which would make this Alternative more in keeping with existing scale of the City and lessen transitional conflict.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result. Alternative 7 would have similar impacts as the proposed Project.

Alternative 7 would reduce the severity of the Aesthetic and Land Use impacts associated with the proposed Project, and otherwise would have impacts that are comparable to impacts associated with the proposed Project. Although the height of the South Building would be increased above that of the proposed Project , the building also would integrate step backs such that the western side of the building, facing the Los Angeles Country Club, would be lower than the eastern side of the building. The EIR consultant prepared Supplemental Shade and Shadow Diagrams for 9900 Wilshire Project, dated October 2007, which were presented to the Planning Commission at the October 29, 2007 meeting. The supplemental diagrams demonstrate, and the Planning Commission found, that the shade and shadow from the increased height of the South Building would not result in a significant impact to the Los Angeles Country Club.

(a) Objectives Fully Met by Alternative:

Alternative 7 would result in the implementation of a project similar to the proposed Project; however, the North Tower Building would be set back further from Wilshire Boulevard with lower height at the north stepping to more height to the south, the South Tower Building height would increase, and the separation between the North and South Tower Buildings would be increased. As such, all project objectives would also be achieved under this project Alternative.

- To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would

receive from commercial operations on the project site.

(d) Objectives Partially Met by Alternative:

None

(e) Objectives Not Met by Alternative:

None

Alternative 7 would reduce the severity of the Aesthetic impacts associated with the proposed Project, and otherwise would have impacts that are comparable to impacts associated with the proposed Project.

The Planning Commission found, and the City Council hereby finds that Alternative 7 is partially feasible and would reduce the severity of two significant and unmitigable impacts (Aesthetic Character and Views; Land Use and Planning) for the reasons set forth above, although those impacts remain significant under this Alternative. Features of this alternative, therefore, are incorporated into the Revised Project to reduce the level of impact.

3. Alternative 8 - Combination of Alternative 3 (Reduced Density) and Alternative 5 (Modified Height and Configuration of North/South Buildings).

Under this Alternative 8, several of the land uses and buildings associated with the proposed project would be reduced in size by approximately 35 percent, including the number of condominium units, the residential floor area, the height of, and number of stories in, the North and South Buildings, and the number of parking spaces. The retail and restaurant floor area would be equivalent to that of the proposed project. Setback distances from surrounding property lines and roadways would be similar to the proposed project, except that the North Building setback from the southerly curb line of Wilshire Boulevard would increase to 62.5 feet, comparable to that of the Beverly Hilton's Wilshire Tower (i.e., the northeast corner of the Tower's northern arm), and the distance from between the North and South buildings would increase from 45 to 60 feet. The FAR under this alternative is 1.7:1. The intent of this alternative is to reduce the severity of identified potentially significant impacts and to expand view corridors along Wilshire Boulevard and between the North and South Tower Buildings on the project site.

Implementation of Alternative 8 would result in some of same significant and unavoidable impacts associated with implementing the proposed Project, but the severity of some of those impacts would be lessened under this alternative. These significant and unavoidable adverse impacts include:

- ξ Aesthetics and Views – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the project site and surrounding area would be substantially altered.

- ξ Aesthetics and Views – The North and South Tower Buildings would still obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- ξ Land Use and Planning – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that significant land use impacts would result from inconsistency with the City's General Plan.

However, by modifying building height and configuration to be more compatible with surrounding structures, Alternative 8 would reduce the severity of the significant aesthetic impacts (Aesthetic Character and Views) and land use impacts associated with the proposed project.

The following same significant and unavoidable impacts would remain under Alternative 8:

- ξ Air Quality – During project construction NOx emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- ξ Air Quality – The LST analysis shows that maximum 24- hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- ξ Cultural Resources – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines.

- ξ Land Use and Planning – The proposed project and Alternative 8 would conflict with one program included in the Conservation Element of the General Plan such that significant land use impacts associated with inconsistency with the General Plan would occur.

- ξ Noise – For construction activities performed outside the hours specified within the City's noise ordinance, the Project or Alternative 8 would result in significant project-level and cumulative noise impacts.

- ξ Groundborne Vibration – Due to the proximity of sensitive receptors, ground vibrations from construction of either the Project or Alternative 8 would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

(a) Objectives Fully Met by Alternative:

Alternative 8 would result in the implementation of a project similar to the proposed Project, however, at a much lower intensity. As such, the project objectives would only partially be achieved under this project Alternative.

(b) Objectives Partially Met by Alternative:

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(c) Objectives Not Met by Alternative:

None

No additional significant impacts above and beyond those identified for the proposed Project would result from implementation of Alternative 8. Additionally, Alternative 8 would reduce impacts, in comparison to the proposed project, relative to aesthetics, geology and soils, land use and planning, construction-related and operational air emissions, operational noise, population and housing, public services, transportation and traffic, and utilities and service systems.

The Planning Commission found, and City Council hereby finds, that Alternative 8 is not feasible because it does not meet the project objectives to the same extent that other Alternatives with similar reductions in significant impact levels. Further, the reduction in the number of housing units would make this project less effective in meeting housing production goals set for the city. Thus alternative 8 is hereby rejected.

4. Alternative 9 – Variation on Project (Additional Parking).

Alternative 9 would develop the same number of condominium units, retail and restaurant space square footage, and building heights and configuration as the proposed project, but would add an additional level of subterranean parking for a total of three levels of subterranean parking. Under this alternative, 572 new parking spaces would be added for a total of 1,501 parking spaces. The intent of this alternative is to add to the general public parking supply, over and above project-related parking demand.

Implementation of Alternative 9 would result in the same significant and unavoidable impacts associated with implementing the proposed project. These significant and unavoidable adverse impacts include:

- Aesthetics and Views – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered.

- Aesthetics and Views – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- Air Quality – During project construction NOx emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- Air Quality – The LST analysis shows that maximum 24-hour PM10 and PM2.5 concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- Cultural Resources – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the CEQA Guidelines.

- Land Use and Planning – The proposed project would conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.

- ξ Noise – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- ξ Groundborne Vibration – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

Alternative 9 would also have greater levels of impacts associated with the additional grading and excavation necessary to construct the additional level of parking in such areas as air quality; geology and soils; and transportation, traffic, and circulation.

(a) Objectives Fully Met by Alternative:

Alternative 5A would result in the implementation of a project similar to the proposed Project; however, the North Tower Building would be set back further from Wilshire Boulevard with lower height at the north stepping to more height to the south, and, the South Tower Building height would increase, the North Tower Buildings would be set back further from Wilshire Boulevard. As such, all project objectives would also be achieved under this project Alternative.

- ξ To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site.

(b) Objectives Partially Met by Alternative:

None

(c) ***Objectives Not Met by Alternative:***

None

Alternative 9 is rejected as infeasible on the basis that it would result in greater impacts than would the Project or other partially feasible alternatives.

5. Alternative 10 – Combination of Alternative 2 (Code Compliant Office/Retail) and Project.

Alternative 10 would include the same number of residential units and the same retail and restaurant square footage as the proposed project. Additionally, the heights of the North, South, and Loft Buildings would remain the same, except that the North Building would be articulated in height such that the northeastern portion of the building closest to Wilshire Boulevard would be 24 feet tall. Additionally, under this alternative, a new Spa Pavilion building would be located at the southern edge of the site along Santa Monica Boulevard and would house one level of retail and six levels of Class A office space.

Building setbacks would be similar except that the North Building setback would increase to 50 feet from the southerly Wilshire Boulevard curb line. The FAR would be 2.96:1. The intent of this alternative is to increase the supply of Class A office space in the City.

Implementation of the Alternative 10 would result in the same significant and unavoidable impacts associated with implementing the proposed project. These significant and unavoidable adverse impacts include:

- **Aesthetics and Views** – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered.

- **Aesthetics and Views** – The North and South Tower Buildings would obstruct panoramic views from west-facing guestrooms in the adjacent Wilshire Tower hotel building of The Beverly Hilton.

- **Air Quality** – During project construction NO_x emissions would exceed SCAQMD established significance thresholds such that significant unavoidable impacts would result, even after incorporation of mitigation.

- **Air Quality** – The LST analysis shows that maximum 24-hour PM_{10} and $PM_{2.5}$ concentrations would exceed the threshold of significance at the nearest residential and sensitive receptors to the project site during construction.

- **Cultural Resources** – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines*.

- **Land Use and Planning** – The proposed project would conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.

- **Noise** – For construction activities performed outside the hours specified within the City's noise ordinance, the project would result in significant project-level and cumulative noise impacts.

- **Groundborne Vibration** – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the FRA groundborne vibration threshold such that significant unavoidable impacts would result.

Additionally, due to the addition of 175,000 square feet of office space, Alternative 10 would increase impacts, in comparison to the proposed project, relative to construction-related and operational air emissions, operational noise, population and housing, public services, transportation and traffic, and utilities and service systems.

(a) Objectives Fully Met by Alternative:

- To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard, and which will enhance the beauty and image of the City of Beverly Hills.

- ξ To develop an environmentally sensitive and sustainable project for which the applicant intends to seek Leadership in Energy and Environmental Design (LEED) certification from the U.S. Green Building Council and establish a benchmark for environmentally responsible design in the City of Beverly Hills.

- ξ To preserve approximately two-thirds of the project site as landscaped gardens and other open space to enhance the visual character of the project.

- ξ To provide a 0.42-acre entry garden along Wilshire Boulevard for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

- ξ To improve the utilization and visual appearance of the project site by eliminating the existing above-ground parking structure and constructing subterranean parking for the project that will be spread across the entire project site to provide convenient parking for project residents, guests and retail patrons.

- ξ To provide a substantial amount of housing for local and area residents to help meet market demand and alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles.

- ξ To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

- ξ To provide full-service residential condominiums that are competitive with existing and proposed condominium projects in the Wilshire Corridor and Century City and have comparable views, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find suitable housing.

- ξ To provide restaurant and retail spaces along Santa Monica Boulevard to (a) serve project residents and others and (b) enhance pedestrian activity and street life by providing a connection between the current retail uses in Century City and Beverly Hills.

- ξ To improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce traffic on Merv Griffin Way.

- ξ To provide an appropriate transition from the larger office and residential buildings in Century City and the Wilshire Corridor.

- ξ To provide housing in close proximity to the office and retail uses in Century City and Beverly Hills.

- ξ To provide annual net revenue to the City that substantially exceeds the revenue the City would receive from commercial operations on the project site. Alternative 10 would likely result in greater revenue to the City that would the project or other alternatives that did not include the same level of residential development along with commercial development.

(b) Objectives Partially Met by Alternative:

None

(c) Objectives Not Met by Alternative:

- ξ To redevelop the project site in a manner that does not substantially increase the traffic levels and related operational air quality and noise impacts associated with the prior Robinsons-May department store use on the site prior to closure.

- ξ To reduce the intensity of uses currently permitted thereon by replacing the existing C-3 commercial zoning designation with a specific plan zoning designation that limits development to approximately two-thirds of the number of residential units that would be permitted under the R-4 residential zoning designation, along with a small amount of retail space.

Alternative 10 would increase project impacts and would not achieve two important project objectives, and as such is hereby rejected as infeasible.

H. ENVIRONMENTALLY SUPERIOR ALTERNATIVE

The Draft EIR identified, and the City Council concurs, that the Reduced Density Alternative is the Environmentally Superior Alternative. However, because that Alternative does not avoid unmitigable Project impacts and would not meet Project objectives, it is rejected.

EXHIBIT B

Statement of Overriding Considerations

EXHIBIT B

Statement of Overriding Considerations

The following Statement of Overriding Considerations is made in connection with the proposed approval of a specific plan allowing construction of 235 luxury condominium residences in two separate buildings, approximately 16,000 square feet of commercial space, subterranean parking, and gardens (the "Project").

CEQA requires the decision-making agency to balance the economic, legal, social, technological or other benefits of a project against its unavoidable environmental risks when determining whether to approve a project. If the benefits of the project outweigh the unavoidable adverse effects, those effects may be considered acceptable. CEQA requires the agency to provide written findings supporting the specific reasons for considering a project acceptable when significant impacts are unavoidable. Such reasons must be based on substantial evidence in the EIR or elsewhere in the administrative record. Those reasons are provided in this Statement of Overriding Considerations.

The City Council finds that the economic, social and other benefits of the Project outweigh the significant and unavoidable aesthetic, air quality, noise, cultural resources, land use and noise impacts identified in the EIR and in the record, some of which have been reduced in severity to the degree feasible through project modifications and

mitigation measures. In making this finding, the City Council has balanced the benefits of the Project against its unavoidable impacts and has indicated its willingness to accept those adverse impacts. The City Council finds that each one of the following benefits of the Project, independent of the other benefits, would warrant approval of the Project notwithstanding the unavoidable environmental impacts of the Project.

A. The City Council finds that all feasible mitigation measures have been imposed and project revisions required that either lessen Project impacts to less than significant or to the extent feasible. Alternatives to the Project are infeasible because while they have similar or less environmental impacts, they do not provide the benefits of the Project, or are otherwise socially or economically infeasible as fully described in the Statement of Facts and Findings. Further, only the No Project/No Development Alternative eliminates all of the significant and unmitigable environmental impacts.

B. The Project will provide a substantial amount of housing for local and area residents to help meet market demand and help alleviate the substantial housing shortage in the City of Beverly Hills and the Westside of Los Angeles. The Project will provide full-service luxury residential condominiums that are competitive with existing and proposed condominium projects in Beverly Hills, the Wilshire Corridor, and Century City and have comparable amenities, so that residents who desire to "downsize" from their existing homes will not have to move out of Beverly Hills to find

suitable housing.

C. The Project will create a world-class architectural landmark with a visual presence at the dual Wilshire Boulevard and Santa Monica Boulevard gateways to the City, which will enhance the beauty and image of the City of Beverly Hills.

D. The Project will improve traffic circulation in and around the project site by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard, widening and realigning Merv Griffin Way, and installing a new traffic signal at Merv Griffin Way and Santa Monica Boulevard, and developing the site with uses that will generate less traffic than would result from commercial use of the site.

E. The Project will provide a 0.81-acre entry garden along Wilshire Boulevard and Merv Griffin Way for the use and enjoyment of the public that complements and extends the existing Beverly Gardens Park on the north side of Wilshire Boulevard, enhances the garden qualities of the City, and replaces a high-density commercial use across the street from an existing school and residential neighborhood.

F. The Project will augment the City's economic base by providing additional residential units which would increase the residential property tax base in the City of Beverly Hills and by providing tax-generating revenues from the sales within the

proposed retail component. Further, the Project will enhance the economic resources of the City through the Public Benefit Contribution and Environmental Mitigation and Sustainability fees established through the Development Agreement, which is part of the Project.

G. Pursuant to the terms of the Development Agreement, the Applicant will pay approximately $6,000,000.00 to the City, which funds will be used by the City for the purpose of promoting the provision of affordable housing in the City of Beverly Hills, which is an important objective of the City.

EXHIBIT C

Mitigation Monitoring and Reporting Program

MITIGATION MONITORING PLAN

Section 2.0 and **Section 4.0** of the Final EIR identify the mitigation measures that will be implemented to reduce the impacts associated with the 9900 Wilshire project. The California Environmental Quality Act (CEQA) was amended in 1989 to add Section 21081.6, which requires a public agency to adopt a monitoring and reporting program for assessing and ensuring compliance with any required mitigation measures applied to proposed development. As stated in Section 21081.6 of the Public Resources Code,

> *... the public agency shall adopt a reporting or monitoring program for the changes made to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment.*

Section 21081.6 provides general guidelines for implementing mitigation monitoring programs and indicates that specific reporting and/or monitoring requirements, to be enforced during project implementation, shall be defined prior to final certification of the EIR.

The mitigation monitoring table lists those mitigation measures that may be included as conditions of approval for the project. These measures correspond to those outlined in **Section 2.0** and discussed in **Section 4.0**. To ensure that the mitigation measures are properly implemented, a monitoring program has been devised which identifies the timing and responsibility for monitoring each measure. The project applicant will have the responsibility for implementing the measures, and the various City of Beverly Hills departments will have the primary responsibility for monitoring and reporting the implementation of the mitigation measures.

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Aesthetics, Light, and Glare						
LG-1	Project light sources shall be shielded, directed downward when intended to illuminate walking or working surfaces, and focused on the project site, to prevent light spillover onto adjacent properties or roadways.	Community Development Department	The project lighting plan filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Air Quality						
AQ-1	The Developer shall prepare a Construction Traffic Emission Management Plan to minimize emissions from vehicles including, but not limited to, scheduling truck deliveries to avoid peak hour traffic conditions, consolidating truck deliveries, and prohibiting truck idling in excess of 5 minutes.	Community Development Department	The project applicant shall submit a Construction Traffic Emission Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Traffic Emission Management Plan.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
AQ-2	The Contractor shall ensure that the use of all construction equipment is suspended during first-stage smog alerts.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-3	The Contractor shall promote the use of electricity or alternate fuels for on-site mobile equipment instead of diesel equipment to the extent feasible.	See above.	See above.	See above.		
AQ-4	The Contractor shall maintain construction equipment by conducting regular tune-ups according to the manufacturers' recommendations.	See above.	See above.	See above.		
AQ-5	The Contractor shall promote the use of electric welders to avoid emissions from gas or diesel welders, to the extent feasible.	See above.	See above.	See above.		
AQ-6	The Contractor shall promote the use of on-site electricity or alternative fuels rather than diesel-powered or gasoline-powered generators to the extent feasible.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-7	Prior to use in construction, the project applicant and contractor will evaluate the feasibility of retrofitting the large off-road construction equipment that will be operating for significant periods. Retrofit technologies such as particulate traps, selective catalytic reduction, oxidation catalysts, air enhancement technologies, etc., will be evaluated. These technologies will be required if they are verified by the California Air Resources Board (CARB) and/or the U.S. Environmental Protection Agency (U.S. EPA) and are commercially available and can feasibly be retrofitted onto construction equipment.	See above.	See above.	See above.		
AQ-8	The Contractor shall ensure that traffic speeds on all unpaved roads are reduced to 15 mph or less.	See above.	See above.	See above.		
AQ-9	The Contractor shall ensure that the project site is watered at least three times daily during dry weather.	See above.	See above.	See above.		
AQ-10	The Contractor shall install wind monitoring equipment on site, to the extent feasible, and suspend grading activities when wind speeds exceed 25 mph per Southern California Air Quality Management District (SCAQMD) guidelines.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-11	The Contractor shall water storage piles by hand or apply cover when wind events are declared (wind speeds in excess of 25 miles per hour).	See above.	See above.	See above.		
AQ-12	The Contractor shall apply nontoxic chemical soil stabilizers on inactive construction areas (disturbed lands within construction projects that are unused for at least four consecutive days).	See above.	See above.	See above.		
AQ-13	The Contractor shall replace ground cover in disturbed areas as quickly as possible.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-14	The project applicant shall retain a third-party air quality consultant to conduct continuous monitoring of the PM10 (dust) concentrations during the project demolition, excavation and grading phases of project construction (approximately 92 work days) to determine compliance with applicable air quality standards and regulations. Monitoring shall be accomplished using DustTrak™ aerosol monitors or other similar monitoring networks and shall meet the following requirements: ξ The third-party consultant shall be approved by the City of Beverly Hills Planning Department. ξ Costs for the monitoring network and tests by the third-party consultant shall be borne by the project applicant.	Community Development Department	The Community Development Department shall hire a third-party air quality consultant. Weekly monitoring reports shall be submitted to the Community Development Department for review. The project proponent shall submit a corrective action plan and have such plan approved prior to commencement of demolition activities.	During demolition and grading.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
	ξ Monitors shall be located in such a manner that appropriate upwind (background) and two downwind locations from the project are selected. The locations shall be selected in order to monitor the project's contribution to ambient PM_{10} concentrations and to minimize the influence of dust contributions from outside sources. One downwind monitoring station shall be located at or near the El Rodeo School's southern perimeter. The other downwind monitor shall be located in an area beyond the project boundary where the general public could be present for a period of more than one hour. The upwind and downwind directions shall be based on the prevailing daytime wind direction in the vicinity of the project site. All locations shall be approved by the third-party air quality consultant and the Community Development Director.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
	ξ The monitoring network shall include at least one anemometer to measure wind speeds and directions. ξ Each monitoring station shall be secured in such a manner to prevent access and tampering by unauthorized persons and to prevent damage to the equipment. ξ Each monitoring station shall be sited in a location with access to necessary infrastructure (e.g., electricity needs, foundation requirements, internet connectivity). ξ Monitors shall be calibrated using collocated filter-based samplers (Mini-Vol or other similar equipment). The third-party consultant shall calibrate the DustTrak™ monitors as needed to ensure that data is within acceptable margins of error as determined by manufacturer's specifications.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	ξ The 5-hour rolling average dust concentration threshold is equal to the threshold specified in SCAQMD Rule 403 (50 micrograms per cubic meter) as determined by the difference between the upwind and downwind stations. The 1-hour average dust concentration threshold shall be set at a level of 150 micrograms per cubic meter to provide sufficient warning for on-site construction managers or supervisors to implement corrective measures. An exceedance of the 1-hour threshold shall not be deemed as a violation of any air quality standard or regulation.					
	ξ Monitoring shall be continuous and provide data at 5-minute intervals. The data shall report rolling 5-hour and rolling 1-hour average PM10 concentrations. Monitoring shall be active on any day that construction activity occurs during the demolition, excavation, and grading phases of project construction. Data shall be made available to the third-party consultant, the City of Beverly Hills, the project applicant, and the on-site contractor on a secured internet website. The general public shall have access to 5-hour rolling average PM10 concentrations on a publicly accessible website.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	ξ Monitors shall be equipped with a visual alarm (strobe light or similar) that shall notify appropriate on-site construction managers or supervisors if established thresholds are exceeded. Additionally, an email shall be sent to appropriate on-site construction managers or supervisors if specified PM_{10} thresholds are exceeded. ξ Corrective measures shall be implemented immediately provided that it is safe to do so. If immediate implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	ξ The project applicant and contractor shall develop a corrective action plan. The plan shall be prepared and finalized prior to the commencement of project demolition. The plan shall indicate steps to safely and adequately reduce on-site dust emissions. The plan shall contain a list of possible corrective measures. The measures shall include, but at not limited to, application of water or other soil stabilizers, temporary reduction in on-site vehicle speed, temporary reduction in construction activity, suspension of construction activity and other appropriate measures. The plan shall also require notification of the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent in the event of an exceedance of any of the established thresholds. The project applicant and contractor shall obtain approval of the plan from the City of Beverly Hills Community Development Director prior to commencing demolition.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
AQ-15	The project applicant and/or contractor shall comply with SCAQMD Rule 403 by ensuring visible dust emissions from the project site do not go beyond the property line. ξ The project applicant and/or contractor shall designate a person located on-site who is trained and certified by the California Air Resources Board to conduct visible emissions evaluations (VEE). The designated person shall ensure compliance with SCAQMD Rule 403 by observing for visible dust emissions beyond the property line during daytime working hours. Observations shall be conducted in accordance with U.S. Environmental Protection Agency Method 9(Title 40, Code of Federal Regulation, Part 60, Appendix A).	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	ξ The Beverly Hills Unified School District (BHUSD) shall provide the City of Beverly Hills with its schedule of outdoor activities and athletic events at El Rodeo School and Beverly Hills High School during the construction period as soon as the information becomes available. The City shall immediately provide this information to the project applicant and contractor. The project applicant and contractor shall require coordination of all construction activities so as minimize the occurrence of high-emitting fugitive dust construction activities during the scheduled outdoor events to the extent feasible.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	ξ In the event visible dust emissions are observed beyond the property line, the designated person shall immediately inform a lead supervisor or other appropriate managing personnel. The supervisor shall immediately implement corrective measures. If visible dust emissions are anticipated to impact El Rodeo School, the supervisor shall notify the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent. If immediate implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
Cultural Resources						
CR-1	The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report, which follows Historic American Buildings Survey (HABS)/Historic American Engineering Record (HAER) standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards. The project applicant shall provide applicable photographs and reports to the Community Development Department.	Prior to issuance of grading and building permits.		
CR-2	The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history The video shall be placed in the City of Beverly Hills Public Library and posted on the City of Beverly Hills' website.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards to produce the video.	Prior to issuance of demolition permits.		
CR-3	Potentially historic street lights adjacent to the project site shall be preserved and reinstalled along this section of Wilshire Boulevard and Santa Monica Boulevard, as appropriate, in consultation with the project proponents, the City of Beverly Hills, and an architectural historian qualified under the Secretary of the Interior's Standards.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards. Historic street lights will be relocated, as advised.	Prior to issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
CR-4	If buried cultural resources are encountered during construction, all work shall be halted in the vicinity of the archaeological discovery until a qualified archaeologist can assess the nature and significance of the archaeological discovery, per CEQA Section 15064.5 (f). Recovery of significant archaeological deposits, if necessary, shall include but not be limited to, manual or mechanical excavations, monitoring, soils testing, photography, mapping, or drawing to adequately recover the scientifically consequential information from and about the archaeological resource. Further treatment may be required, including site recordation, excavation, site evaluation, and data recovery. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the archaeologist.	Community Development Department	The project applicant shall provide proof that a certified archaeologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
CR-5	If human remains are discovered during construction, the coroner and designated Native American representatives shall be notified in accordance with Public Resources Code Section 5097.98, Health and Safety Code Section 7050.5, and Section 15064.5 (d) of the State CEQA Guidelines. State Health and Safety Code Section 7050.5 states that if human remains are unearthed during construction, no further disturbance shall occur until the county coroner has made the necessary findings as to the origin and disposition of the remains pursuant to Public Resources Code Section 5097.98. In accordance with applicable regulations, construction activities shall halt in the event of discovery of human remains, and consultation and treatment shall occur as prescribed by law. If human remains discovered are of Native American origin, it shall be necessary to comply with state laws relating to the disposition of Native American burials that fall within the jurisdiction of the California Native American Heritage Commission (Public Resources Code Section 5097). According to California Health and Safety Code, six or more human burials at one location constitute a cemetery (Section 8100), and disturbance of Native American cemeteries is a felony (Section 7052).	Community Development Department	The project applicant shall provide proof that a certified archaeologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
	If the remains are determined to be Native American, the coroner shall contact the California Native American Heritage Commission to determine the most likely living descendant(s). The most likely living descendant shall determine the most appropriate means of treating the human remains and any associated grave artifacts and oversee disposition of the human remains and associated artifacts by the project archaeologists.					
CR-6	In the event a previously unknown fossil is uncovered during project construction, all work shall cease until a certified paleontologist can investigate the finds and make appropriate recommendations. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the monitor.	Community Development Department	The project applicant shall provide proof that a certified paleontologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Geology and Soils						
GEO-1	The proposed project shall be designed and constructed in accordance with recommendations contained in the Report of Geotechnical Investigation prepared by Mactec Engineering and Consulting, Inc. and in accordance with all applicable local, state, and federal regulations, such as the Uniform Building Code (UBC) and Title 9 of the Beverly Hills Municipal Code.	Community Development Department/ Building & Safety Division	The construction plans filled with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior to the issuance of relevant building permits.		
Hazards and Hazardous Materials						
HAZ-1	Any suspect lead based paint shall be sampled prior to any renovations or demolition activities. Any identified lead based paint located within buildings scheduled for renovation or demolition, or noted to be damaged, shall be abated by a licensed lead-based paint abatement contractor, and disposed of according to all state and local regulations.	Community Development Department/ Building & Safety Division Department of Public Works	The remediation plans shall include notes and specific instructions outlining the process for implementation of this mitigation measure. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be in effect until the issuance of the certificate of occupancy.		
HAZ-2	In the event that the building is maintained on the site, the property owner shall ensure that the source(s) of moisture intrusion resulting in the growth of mold within the building are repaired.	Community Development Department	The site shall be inspected for moisture intrusion, and a written report submitted to the Community Development Department.	Prior to the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
HAZ-3	All old unused fluorescent light ballasts potentially containing PCBs shall be properly removed and disposed of prior to demolition activities.	Community Development Department/ Building & Safety Division Department of Public Works	The remediation plans shall include notes and specific instructions outlining the process for implementation of this mitigation measure. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Hydrology and Water Quality						
HYDRO -1	Prior to start of soil-disturbing activities at the site, a Notice of Intent (NOI) and Stormwater Pollution and Prevention (SWPPP) shall be prepared by the applicant in accordance with, and in order to partially fulfill, the California State Water Resources Control Board (SWRCB) Order No. 99-08-DWQ, National Pollutant Discharge Elimination System (NPDES) General Permit No. CAS000002 (General Construction Permit). The SWPPP shall meet the applicable provisions of Sections 301 and 402 of the CWA and Title 9, Chapter 4, Article 5, Storm Water and Urban Runoff Pollution Control from the Beverly Hills Municipal Code by requiring controls of pollutant discharges that utilize best available technology (BAT) and best conventional pollutant control technology (BCT) to reduce pollutants. Examples of BAT/BCT that may be implemented during site grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.	Community Development Department	The project applicant will prepare a NOI and SWPPP.	Prior to the issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
HYDRO -2	Prior to issuance of any grading or building permits, the project applicant shall prepare and submit to the City of Beverly Hills a SWPPP to be administered throughout all phases of grading and project construction. The SWPPP shall incorporate BMPs to ensure that potential water quality impacts during construction phases are minimized. Examples of practices that may be implemented during grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.	Community Development Department	The project applicant will prepare a Storm Water Pollution Prevention Plan.	Prior to the issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Noise						
NOISE-1	Prior to issuance of grading permits, the applicant shall submit a Construction Management Plan satisfactory to the Director of Community Development and the Building Official. The Building Official shall enforce noise attenuating construction requirements. The Construction Management Plan shall include, but not be limited to, the following: • Excavation, grading, and other construction activities related to the proposed project shall be restricted to the hours of operation allowed under Section 5-1-206, Restrictions on Construction Activity, of the City Municipal Code. Any deviations from these standards shall require the written approval of the Community Development Director. • Stockpiling and vehicle staging areas shall be located as far away from occupied residences as possible, and screened from these uses by a solid noise attenuation barrier. Noise attenuation barriers constructed to the specifications identified in the bullet point below are capable of reducing noise levels by 7.7 dB(A).	Community Development Department School District	The project applicant shall submit a Construction Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Management Plan.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
• Solid noise attenuation barriers (temporary barriers or noise curtains) with a sound transmission coefficient (STC) of at least 20 shall be used along all project boundaries during the construction phases associated with the development of the project. Noise attenuation barriers constructed at the property lines to a height of 8 feet with an STC rating of at least 20 are capable of reducing noise levels by 7.7 dB(A). • All stationary construction equipment (e.g., air compressor, generators, etc.) shall be operated as far away from the residential and institutional uses to the north of the project site as possible. If this is not possible, the equipment shall be shielded with temporary sound barriers, sound aprons, or sound skins to the satisfaction of the Director of Community Development. • Haul routes for removing excavated materials from the site shall be designed to avoid residential areas, and areas occupied by noise sensitive receptors (e.g., hospitals, schools, convalescent homes, etc.).		The applicant shall work with the School District to ensure that no construction activity generating the highest noise levels is undertaken during any designated testing periods occurring at El Rodeo School. The exact dates and times shall be determined by the School District.			

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• Prior to the start of every school year, the applicant shall obtain a schedule of testing periods at El Rodeo School. The applicant shall submit a construction schedule for review and approval by the Community Development Director and the Environmental Monitor that ensures that no construction activity generating the highest noise levels (e.g. demolition and grading) is undertaken during any designated testing periods at the school. Such testing periods typically occur for one week per semester; however, the exact dates and times will be determined by the School District.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
NOISE-2	The applicant shall implement sound attenuation features to reduce noise levels at all private outdoor livable spaces (i.e., balconies) on residence and hotel building floors 1 through 6 fronting Wilshire and Santa Monica Boulevards and Merv Griffin Way. Such features may include berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials, or the use of solid material for balcony construction such as double-paned or laminated glass, Plexiglas, or wood. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels at the exterior livable spaces do not exceed state land use standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.	Community Development Department/ Building & Safety Division	The project plans filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior to the issuance of relevant building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
NOISE-3	The applicant shall incorporate building materials and techniques that reduce sound transmission through walls, windows, doors, ceilings, and floors of on-site residences in order to achieve interior noise levels that are below the state land use guidelines standards for interior noise. Such building materials and techniques may include double-paned windows, staggered studs, or sound-absorbing blankets incorporated into building wall design, or outdoor noise barriers erected between noise sources and noise-sensitive areas, such as berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels in the interior livable spaces do not exceed state standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
NOISE-4	The 9900 Wilshire project applicant shall coordinate with The Beverly Hilton Revitalization Plan project applicant regarding the following: • All temporary roadway closures shall be coordinated to limit overlap of roadway closures; • All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously; • The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and • Applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.	Community Development Department	The collective team of the two projects shall submit a signed document explaining their collaborative plans to the Community Development Department for review to enforcement.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Fire Protection and Emergency Services						
FIRE-1	The proposed signal at the intersection of Santa Monica Boulevard and Merv Griffin Way shall be outfitted with an Opticom device, a traffic signal pre-emption used to control signalized intersections to allow the Beverly Hills Fire Department (BHFD) to provide a safe response route and to decrease response times to emergencies.	Department of Public Works/Civil Engineering Division and Community Development Department Fire Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure for the BHFD to review. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
FIRE-2	The 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard shall be replaced with a 12-inch main in order to achieve adequate fire flow for the project. The line shall be replaced from the intersection of Wilshire Boulevard and Santa Monica Boulevard to the western boundary of the project site. The project applicant shall pay its "Fair Share" towards the upgrade of the 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard prior to the issuance of building permits. Upgrade of the main shall be completed concurrently with project construction and prior to building occupancy. The project applicant shall coordinate with the City so that construction of the upgraded main shall not conflict with construction of the proposed project.	Department of Public Works/Civil Engineering Division and Community Development Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Transportation, Traffic, Parking, and Circulation						
TRAF-1	An Environmental Monitor shall be retained that will be responsible for monitoring compliance with the mitigation measures in the adopted Mitigation Monitoring Program. The name, phone number, and other contact information for the Environmental Monitor shall be posted on the construction trailer or other location visible to public view as determined by the Community Development Director. The developer shall deposit funds sufficient to pay for the Environmental Monitor who will be hired by and work for the City.	Community Development Department	An independent Environmental Monitor shall be retained. The project applicant shall submit photographs of the posted contact information to the Community Development Department.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
TRAF-2	The Environmental Monitor shall pro-actively inform the public of the ongoing project progress and exceptions to the expected plans. This shall include sending a quarterly mailer to all property owners within 1,000 feet of the exterior boundaries of the property. The developer shall be responsible for the full cost of the mailer including postage. The Environmental Monitor shall also respond to requests for information and assistance from members of the public when impacts raise special concerns by members of the public.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-3	The Construction Relations Officer shall be assigned and a hotline number shall be published on construction signage placed along the boundary of the project site, along Wilshire Boulevard, Merv Griffin Way, and Santa Monica Boulevard to address day-to-day issues.	Community Development Department	An independent Construction Relations Officer shall be retained. The project applicant shall submit photographs of the posted contact information to the Community Development Department.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
TRAF-4	The Developer, Construction Relations Officer, and Environmental Monitor shall each provide monthly project updates to the Community Development Department (CDD) Director, unless otherwise warranted due to resident complaints	Community Development Department	The Developer, Construction Relations Officer, and Environmental Monitor shall each provide monthly project updates to the CDD Director.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-5	The Developer shall revise and finalize the Draft Construction Traffic Management Plan to minimize traffic flow interference from construction activities. The Final Construction Traffic Management Plan shall be submitted to the City and shall include plans to accomplish the following: • Maintain existing access for land uses in the proximity of the project site during project construction. • Schedule deliveries and pick-ups of construction materials for non-peak travel periods. • Coordinate haul trucks, deliveries and pick-ups to reduce the potential for trucks waiting to load or unload for protracted periods of time. • Minimize obstruction of through-traffic lanes on Wilshire Boulevard and Santa Monica Boulevard, and prohibit obstruction of these same lanes that accommodate construction during peak hours. • Construction equipment traffic from the contractors shall be controlled by flagman.	Community Development Department	The project applicant shall submit a Construction Traffic Management Plan and a Construction Working Parking Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Traffic Management Plan	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• Designated transport routes for heavy trucks and haul trucks to be used over the duration of the proposed project. • Schedule vehicle movements to ensure that there are no vehicles waiting off site and impeding public traffic flow on the surrounding streets. • Establish requirements for loading/unloading and storage of materials on the project site, where parking spaces would be encumbered, length of time traffic travel lanes can be encumbered, sidewalk closings or pedestrian diversions to ensure the safety of the pedestrian and access to local businesses.		and the Construction Working Parking Management Plan.			

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• Prior to submittal to the City of Beverly Hills, the Developer shall provide their Construction Traffic Management Plan and Construction Working Parking Management Plan to the Beverly Hills Unified School District and the Los Angeles County Metropolitan Transit Authority for their review and comment. The Developer shall notify the City of Beverly Hills of all comments received from these agencies related to the Construction Traffic Management Plan. • Coordinate with adjacent businesses and emergency service providers to ensure adequate access exists to the project site and neighboring businesses.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• Prohibit parking for construction workers except on the project site and any designated off-site parking locations. These off-site locations will require the approval of the City of Beverly Hills. These off-site parking locations cannot include any parking garage in the City of Beverly Hills or any residential streets including Whittier Drive and those streets which connect to Whittier Drive. The Final Construction Traffic Management Plan shall be submitted and approved by the City no later 30 days prior to commencement of construction and shall include 1) a requirement for use of double belly trucks to the maximum extent feasible to reduce the number of truck trips, 2) provisions for the Environmental Monitor to oversee and coordinate concurrent construction activities at 9900 Wilshire and the Beverly Hilton project, 3) an Action Plan to avoid construction-related traffic congestion and how to respond to unforeseen congestion that may occur, and 4) requiring truck access and deliveries in non-peak traffic periods to the greatest extent feasible.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
TRAF-6	The Developer shall submit a Construction Workers Parking Plan identifying parking locations for construction workers. To the maximum extent feasible, all worker parking shall be accommodated on the project site. During demolition and construction activities when construction worker parking cannot be accommodated on the project site, the Plan shall identify alternate parking locations for construction workers and specify the method of transportation to and from the project site for approval by the City 30 days prior to commencement of construction. The Construction Workers Parking Plan must include appropriate measures to ensure that the parking location requirements for construction workers will be strictly enforced. These include but are not limited to the following measures:	Community Development Department	The primary contractor shall submit to the department a program and affidavit attesting to the compliance with this measure as part of the Construction Workers Parking Plan, which will be reviewed by the Community Development Department/Building & Safety Department.	The program and affidavit shall be submitted prior to the commencement of any work on the project site. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• All construction contractors shall be provided with written information on where their workers and their subcontractors are permitted to park and provide clear consequences to violators for failure to follow these regulations. This information will clearly state that no parking is permitted on residential streets north of Wilshire or in public parking structures; • No parking for construction workers shall be permitted except only within designated areas. The contractor shall be responsible for informing subcontractors and construction workers of this requirement, and if necessary as determined by the Community Development Director, for hiring a security guard to enforce these parking provisions. The contractor shall be responsible for all costs associated with parking and the enforcement of this mitigation measure; and					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• In lieu of the above, the project applicant/construction contractor has the option of phasing demolition and construction activities such that all construction worker parking can be accommodated on the project site throughout the entire duration of demolition, excavation and construction activities.					
TRAF-7	The project applicant shall revise the project site plan to indicate on-site traffic control planned for the project. At a minimum, all traffic control devices should be placed at all project exits onto Wilshire Boulevard, Santa Monica Boulevard, and Merv Griffin Way prior to the occupancy of any of the new buildings proposed on the site.	Department of Public Works/Civil Engineering Division and Community Development Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		
TRAF-8	The project applicant shall revise the project site plan to increase the curb radius at the driveway on Wilshire Boulevard to allow vehicles traveling 25 to 35 mph to turn safely.	Community Development/ Building & Safety Department; City Traffic Engineer	The project design plans filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers and City Traffic Engineer will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior the issuance of relevant building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-9	The applicant for the 9900 Wilshire project shall coordinate with the applicant for The Beverly Hilton Revitalization Plan project during all phases of construction regarding the following: • All temporary roadway closures shall be coordinated to limit overlap of roadway closures; • All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously; • The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and • Applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.	Community Development Department	The collective team of the two projects shall submit a signed document explaining their collaborative plans to the Community Development Department for review to enforcement.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Wastewater						
WW-1	The proposed restaurant shall install a Fat, Oil and Grease (FOG) Interceptor to remove these substances from its wastewater before entering the sanitary sewer system. This device helps prevent these substances from clogging the sanitary sewer system. The device shall be regularly inspected by the Los Angeles County Department of Public Works.	Los Angeles County Department of Public Works	Los Angeles County of Department of Public Works shall regularly inspect the FOG inceptor.	This measure shall be implemented prior to issuance of the proposed restaurant's business license and shall remain effective throughout the life of the project.		
Energy						
ENG-1	Prior to submittal of final plans, the applicant shall make necessary alterations to the generation or distribution system as required by Southern California Edison (SCE). The applicant shall then provide to the Beverly Hills Community Development Department a letter from SCE, which states that electricity will be provided to the proposed project and that all applicable energy conservation features have been incorporated into the project design.	Community Development Department	The applicant shall provide to the Community Development Department a letter from SCE.	This measure shall be implemented prior to submittal of final plans.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
ENG-2	Prior to submittal of final plans, the applicant shall complete a load survey in accordance with the Gas Company procedures and make any necessary alterations to the distribution system as required by the Gas Company. The applicant shall then provide to the Beverly Hills Community Development Department a letter from the Gas Company, which states that natural gas will be provided to the proposed project and that all applicable energy conservation features have been incorporated into the project design.	Community Development Department	The applicant shall provide to the Community Development Department a letter from the Gas Company.	This measure shall be met prior to submittal of final plans.		

Attachment 2

Planning Commission Resolution Recommending Approval of General Plan and Zoning Amendments

RESOLUTION NO. 1499

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS RECOMMENDING THAT THE CITY COUNCIL AMEND THE LAND USE ELEMENT OF THE BEVERLY HILLS GENERAL PLAN TO ESTABLISH THE 9900 WILSHIRE SPECIFIC PLAN DESIGNATION, ADD THE 9900 WILSHIRE SPECIFIC PLAN ZONING TO THE CITY OF BEVERLY HILLS MUNICIPAL CODE, AND APPLY THE 9900 WILSHIRE SPECIFIC PLAN ZONING IN CONJUNCTION WITH THE PROPOSAL TO DEVELOP LUXURY RESIDENTIAL CONDOMINIUMS, PUBLIC GARDENS, AND ANCILLARY COMMERCIAL USES, FOR THE PROPERTY LOCATED AT 9900 WILSHIRE BOULEVARD (THE FORMER ROBINSONS-MAY DEPARTMENT STORE SITE)

The Planning Commission of the City of Beverly Hills hereby resolves as follows:

Section 1. California Government Code Section 65358 provides the authority for the City Council to amend the City's General Plan. Subsection (b) of Section 65358 limits the number of general plan amendments that can be made to a single mandatory element of a general plan to a maximum of four in any calendar year. The Planning Commission considered and hereby recommends that the City Council approve an amendment to the Land Use Element of the General Plan to establish a new land use category of "9900 Wilshire Specific Plan" for the property described more fully below.

Section 2. The Planning Commission recommends that the City Council amend the Land Use Plan of the Land Use Element of the General Plan, specifically Map 1 (Land Use Plan), by designating the area in the map consisting of the property described in the legal description attached hereto as Exhibit A, and incorporated herein by this reference, also known by the street address of 9900 Wilshire Boulevard, as "SP - 9900 Wilshire Specific Plan" as shown on the map attached hereto as Exhibit B and incorporated herein by this reference.

Section 3. The Planning Commission recommends that the City Council amend the text of the Land Use Element of the General Plan as follows:

The fourth paragraph of Subsection 2.2 (Commercial Areas) of Section 2 (Recommendations of Land Use Element of the City of Beverly Hills General Plan and Development Criteria for Land Use) shall be amended to read as follows:

> "It is also recommended that certain anchor locations be set aside to permit development of a higher intensity type of development that is not otherwise provided in the community. These anchor locations should include large parcels that are located at the gateways to the City, such as the site at 9900 Wilshire Boulevard where additional building height is appropriate. A variety of land uses such as commercial, residential, and mixed use should be considered for the gateway locations. A change of use from commercial to residential or mixed use should be allowed only if such uses provide an adequate transition to adjacent single family neighborhoods. These areas should be located so as to be accessible from the City's major shopping areas and close to the City's major streets."

Section 4. The Planning Commission hereby recommends that the City Council add a new Article 15.7 regarding the 9900 Wilshire Specific Plan to Chapter 3 of Title 10 of the Beverly Hills Municipal Code to read as follows:

"Article 15.7. 9900 Wilshire Specific Plan.

10-3.1570. Uses Permitted.

No lot, premises, building or portion thereof within the area of the 9900 Wilshire Specific Plan shall be erected, constructed, built, altered, enlarged, built upon, used or occupied except as authorized by the 9900 Wilshire Specific Plan.

Sec. 10-3.1571. Development Restrictions.

Notwithstanding any other provisions of this chapter, development in accordance with the 9900 Wilshire Specific Plan shall not be governed by any other regulations of this chapter governing development, including, without limitation, those regulations governing development in commercial zones, unless otherwise provided in the Specific Plan.

Sec. 10-3.1572. Conditions Ensuring Implementation of 9900 Wilshire Specific Plan.

All development within the 9900 Wilshire Specific Plan shall be reviewed pursuant to the provisions of the 9900 Wilshire Specific Plan."

Section 5. The Planning Commission hereby recommends that the City Council change the zoning on that certain property commonly known as 9900 Wilshire Boulevard and more particularly and legally described in the legal description attached hereto as Exhibit A, from C-3 to "9900 Wilshire Specific Plan."

Section 6. The Project proposed for 9900 Wilshire Boulevard, including this General Plan Amendment, Zone Text Amendment and Zone Change, has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public

Resources Code Sections 21000, *et seq.* ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000, *et seq.*), and the City's Local CEQA Guidelines. An Environmental Impact Report was prepared and the Planning Commission, by separate Resolution No. 1498, recommends that the City Council certify the Final Environmental Impact Report, make appropriate environmental findings, and adopt a Mitigation Monitoring and Reporting Program for the Project. Resolution No. 1498 is incorporated by reference, and made a part hereof as if fully set forth herein. Further, the Planning Commission recommends that the mitigation measures set forth therein be made applicable to the general plan amendment, and zone change for the project at 9900 Wilshire Boulevard.

Section 7. The Secretary shall certify to the adoption of this Resolution and shall cause this Resolution and his certification to be entered in the Book of Resolutions of the Planning Commission of the City.

Adopted:

Noah D. Furie
Chair of the Planning Commission
of the City of Beverly Hills, California

ATTEST:

Secretary

Approved as to form:

David M. Snow
Assistant City Attorney

Approved as to content:

Vincent P. Bertoni, AICP
Director of Community Development

David D. Gustavson
Director of Public Works & Transportation

EXHIBIT A

9900 Wilshire Boulevard Legal Description

9900 WILSHIRE LEGAL DESCRIPTION

That certain real property located in the State of California, County of Los Angeles described as follows:

PARCEL 1:

THAT PORTION OF BLOCK 33 OF BEVERLY, SHEET 2, IN THE CITY OF BEVERLY HILLS, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 13, PAGES 62 AND 63 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWESTERLY CORNER OF LOT 4 OF SAID BLOCK 33; THENCE ALONG THE NORTHERLY LINE OF LOT 4 AND A PORTION OF LOT 3 OF SAID BLOCK 33, NORTH 89° 55' 00" EAST 300.00 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 3 OF SAID BLOCK 33; THENCE SOUTH 0° 05' 00" EAST 177.00 FEET; THENCE SOUTHEASTERLY SOUTH 38° 46' 45" EAST 583.79 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF LOT 7 OF SAID BLOCK 33, DISTANT 431.22 FEET FROM THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE SOUTH 50° 19' 15" WEST 431.22 FEET TO THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE ALONG THE SOUTHWESTERLY LINE OF LOTS 6 AND 4 OF SAID BLOCK 33, NORTH 30° 58' 05" WEST 798.43 FEET TO THE MOST SOUTHERLY CORNER OF LOT 5 OF SAID BLOCK 33; THENCE ALONG THE SOUTHEASTERLY LINE OF LOT 5 NORTH 19° 03' 30" EAST 235.27 FEET TO THE POINT OF BEGINNING.

PARCEL 2:

AN EASEMENT FOR PRIVATE ROAD PURPOSES OVER THE EASTERLY 20 FEET OF THOSE PORTIONS OF LOTS 3 AND 7 IN BLOCK 33 OF BEVERLY, IN THE CITY OF BEVERLY HILLS, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 13 PAGES 62 AND 63 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, INCLUDED WITHIN A STRIP OF LAND, 40 FEET WIDE, THE CENTER LINE OF WHICH IS DESCRIBED AS FOLLOWS:

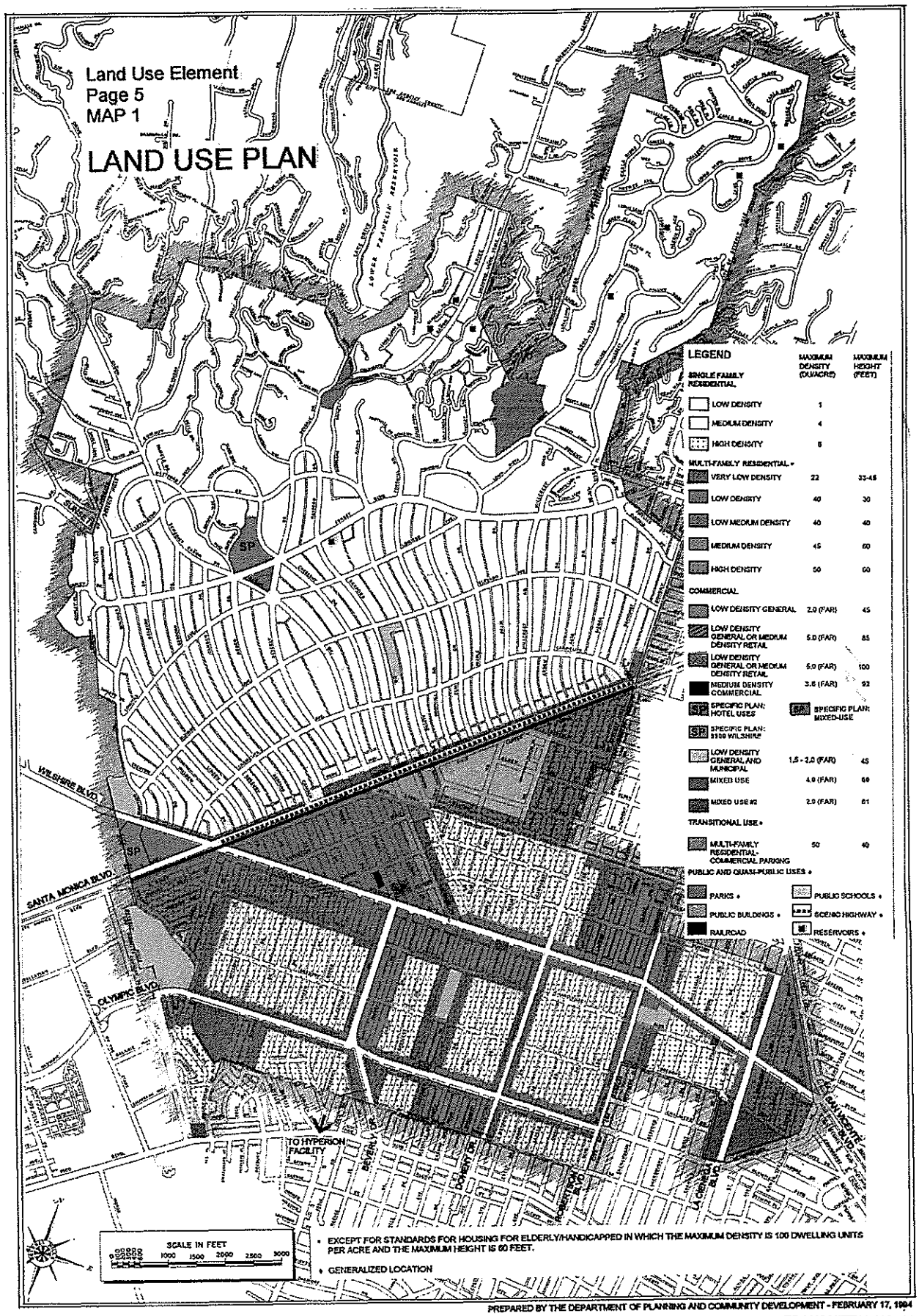
BEGINNING AT A POINT IN THE NORTHERLY LINE OF SAID LOT 3, DISTANT NORTH 89° 55' 00" EAST 300 FEET MEASURED ALONG THE NORTHERLY LINE OF SAID BLOCK 33 FROM THE NORTHWEST CORNER OF LOT 4 OF SAID BLOCK 33; THENCE SOUTH 0° 05' 00" EAST 177.00 FEET; THENCE SOUTHEASTERLY SOUTH 38° 46' 45" EAST 583.79 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF LOT 7 OF SAID BLOCK 33, DISTANT 431.22 FEET FROM THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33, AS GRANTED BY DEED AND AGREEMENT DATED DECEMBER 20, 1950, AND RECORDED DECEMBER 22, 1950, IN BOOK 35141, PAGE 331, OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

Exhibit B

Amended General Plan Land Use Map

Land Use Element
Page 5
MAP 1

LAND USE PLAN



* EXCEPT FOR STANDARDS FOR HOUSING FOR ELDERLY/HANDICAPPED IN WHICH THE MAXIMUM DENSITY IS 100 DWELLING UNITS PER ACRE AND THE MAXIMUM HEIGHT IS 60 FEET.

♦ GENERALIZED LOCATION

PREPARED BY THE DEPARTMENT OF PLANNING AND COMMUNITY DEVELOPMENT - FEBRUARY 17, 1994

TRANSMITTAL NO. 12

Attachment 3

Planning Commission Resolution Recommending Approval of The Project Specific Plan with Conditions

RESOLUTION NO. 1500

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS RECOMMENDING THAT THE CITY COUNCIL ADOPT THE 9900 WILSHIRE SPECIFIC PLAN TO ALLOW LUXURY RESIDENTIAL CONDOMINIUMS, PUBLIC GARDENS, AND ANCILLARY COMMERCIAL USES, AT 9900 WILSHIRE BOULEVARD, (THE FORMER ROBINSONS-MAY DEPARTMENT STORE SITE)

The Planning Commission of the City of Beverly Hills hereby resolves as follows:

Section 1. The City of Beverly Hills has adopted a General Plan for the City, and is considering adoption of a Specific Plan for the systematic implementation of the General Plan for that property in the City known as 9900 Wilshire Boulevard, and described in the legal description attached hereto as Exhibit A, and incorporated herein by reference.

Section 2. The Planning Commission finds, and recommends that the City Council find, that the 9900 Wilshire Specific Plan attached hereto as Exhibit B and incorporated herein by reference, is consistent with the Beverly Hills General Plan for the reasons set forth in Section 5.2 of the Specific Plan and the following:

2.1 The 9900 Wilshire Specific Plan is consistent with Section 2.2 of the Land Use Element of the General Plan, as amended, in that the development contemplated by the Specific Plan is appropriate for the anchor location of the project site, which is located at the western gateway to the City along both Wilshire Boulevard and Santa Monica Boulevard. The Specific Plan also contains a variety of land uses, including residential, restaurant and other commercial, and public and private open space. The mix of proposed uses and the project design provides an adequate transition from the single family residential neighborhood to the north as well as the El Rodeo School to the north.

The design of the buildings and open spaces in the Specific Plan incorporate generous setbacks from Wilshire Boulevard, and the building heights step up from north to south. Further, the area is readily accessible from the City's major shopping area and is bounded by Wilshire and Santa Monica Boulevards which are major streets.

2.2 The Specific Plan is consistent with the General Plan Land Use Map, as amended to incorporate the 9900 Wilshire Specific Plan designation.

2.3 The Specific Plan would enable development of housing stock of exceptional quality that offers a variety of housing and neighborhoods rarely found elsewhere (Land Use Element Section 1.1.).

2.4 The Specific Plan, and related Development Agreement, help to implement Housing Element Objective 2.2, in that a significant amount of funding will be provided for use in expanding the City's supply of affordable housing (Housing Element Objective 2.2, and Program 2.6.)

2.5 The Specific Plan is consistent with Housing Element Goal 4, which calls for expanding the variety of housing products, because the type of condominiums contemplated are different from other condominiums in the City due to the project design, the luxury elements of the project, and its location.

2.6 The Specific Plan is consistent with Section 3.4 of the Open Space Element of the General Plan in that it provides landscape and public open space that furthers the City's distinctive atmosphere for commercial and residential areas.

Section 3. The proposed Project, including the Specific Plan, has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Section 21000 et seq. ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000 et seq.) and City's Local CEQA Guidelines. An Environmental Impact Report was prepared and the Planning Commission, by separate Resolution No. 1498, recommended that the City Council certify the Final Environmental Impact Report ("FEIR") and make environmental findings in connection with the adoption of the Project, including adopting a Statement of Overriding Considerations and a Mitigation Monitoring Program. That Planning Commission Resolution No. 1498 is incorporated herein by this reference.

Section 4. The Planning Commission hereby recommends that the City Council adopt the 9900 Wilshire Specific Plan, subject to the conditions set forth in Exhibit C.

Section 5. The Secretary shall certify to the adoption of this resolution and shall cause this resolution and his certification to be entered in the Book of Resolutions of the Planning Commission.

Adopted:

Noah D. Furie
Chair of the Planning Commission
of the City of Beverly Hills, California

ATTEST:

Secretary

[Signatures continue on next page]

Approved as to form:

David M. Snow
Assistant City Attorney

Approved as to content:

Vincent P. Bertoni, AICP
Director of Community Development

David D. Gustavson
Director of Public Works & Transportation

EXHIBIT A

LEGAL DESCRIPTION

9900 WILSHIRE LEGAL DESCRIPTION

That certain real property located in the State of California, County of Los Angeles described as follows:

PARCEL 1:

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BEGINNING AT THE NORTHWESTERLY CORNER OF LOT 4 OF SAID BLOCK 33; THENCE ALONG THE NORTHERLY LINE OF LOT 4 AND A PORTION OF LOT 3 OF SAID BLOCK 33, NORTH 89° 55' 00" EAST 300.00 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 3 OF SAID BLOCK 33; THENCE SOUTH 0° 05' 00" EAST 177.00 FEET; THENCE SOUTHEASTERLY SOUTH 38° 46' 45" EAST 583.79 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF LOT 7 OF SAID BLOCK 33, DISTANT 431.22 FEET FROM THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE SOUTH 50° 19' 15" WEST 431.22 FEET TO THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE ALONG THE SOUTHWESTERLY LINE OF LOTS 6 AND 4 OF SAID BLOCK 33, NORTH 30° 58' 05" WEST 798.43 FEET TO THE MOST SOUTHERLY CORNER OF LOT 5 OF SAID BLOCK 33; THENCE ALONG THE SOUTHEASTERLY LINE OF LOT 5 NORTH 19° 03' 30" EAST 235.27 FEET TO THE POINT OF BEGINNING.

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AN EASEMENT FOR PRIVATE ROAD PURPOSES OVER THE EASTERLY 20 FEET OF THOSE PORTIONS OF LOTS 3 AND 7 IN BLOCK 33 OF BEVERLY, IN THE CITY OF BEVERLY HILLS, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 13 PAGES 62 AND 63 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, INCLUDED WITHIN A STRIP OF LAND, 40 FEET WIDE, THE CENTER LINE OF WHICH IS DESCRIBED AS FOLLOWS:

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EXHIBIT B

SPECIFIC PLAN

Final Planning Commission Draft
9900 Wilshire
Specific Plan

February 21, 2008

NOTE: This is a Draft document that the Planning Commission Recommends to the City Council, however the City Council may direct that changes be made prior to any adoption of the Plan.

TABLE OF CONTENTS

CHAPTER 1.0 - INTRODUCTION ..... - 1 -

1.1 PURPOSE AND INTENT ..... -1 -
1.2 SPECIFIC PLAN AREA ..... - 1 -
1.3 GOALS AND OBJECTIVES ..... - 2 -
1.4 CONTENTS ..... - 3 -

CHAPTER 2.0 - PLANNING CONTEXT ..... - 5 -

2.1 INTRODUCTION ..... - 5 -
2.2 AUTHORITY ..... - 5 -
2.3 GENERAL PLAN AND ZONING DESIGNATIONS ..... - 5 -
2.4 RELATIONSHIP TO THE ZONING ORDINANCE ..... - 5 -
2.5 PUBLIC PARTICIPATION ..... - 5 -
2.6 CEQA COMPLIANCE ..... - 6 -

CHAPTER 3.0 - PLAN COMPONENTS ..... - 7 -

3.1 INTRODUCTION ..... - 7 -
3.2 LAND USES ..... - 7 -
3.3 SITE PLANNING ..... - 7 -
3.4 UTILITIES ..... - 9 -

CHAPTER 4.0 - DEVELOPMENT STANDARDS AND GUIDELINES ..... - 11 -

4.1 GENERAL PROVISIONS ..... - 11 -
4.2 PERMITTED USES ..... - 11 -
4.3 PARKING ..... - 13 -
4.4 BUILDING HEIGHT ..... - 14 -
4.5 RESIDENTIAL OUTDOOR LIVING SPACE ..... - 14 -
4.6 SIGN STANDARDS ..... - 14 -
4.7 ARCHITECTURE AND DESIGN ..... - 15 -
4.8 GREEN BUILDING STANDARDS ..... - 16 -

CHAPTER 5.0 - IMPLEMENTATION AND ADMINISTRATION ..... - 17 -

5.1 PURPOSE ..... - 17 -
5.2 RELATIONSHIP TO THE GENERAL PLAN ..... - 17 -
5.3 ADMINISTRATION ..... - 19 -
5.4 AMENDMENTS AND MODIFICATIONS TO THE SPECIFIC PLAN ..... - 20 -
5.5 FINANCING ..... - 21 -

CHAPTER 6.0 - STANDARDS ..... - 22 -

6.1 RESIDENTIAL CONDOMINIUMS ..... - 22 -
6.2 RETAIL/RESTAURANT ..... - 22 -
6.3 PUBLIC GARDENS ..... - 22 -
6.4 OPEN AIR DINING ..... - 22 -

CHAPTER 7.0 - MITIGATION MEASURES ..... - 24 -

7.1 TRANSPORTATION / CIRCULATION MEASURES ..... - 24 -
7.2 PUBLIC SERVICES AND UTILITIES ..... - 24 -
7.3 AIR QUALITY MEASURES ..... - 24 -
7.4 NOISE MEASURES ..... - 24 -

CHAPTER 8.0 - FIGURES ..... - 25 -

LIST OF FIGURES ..... - 25 -

CHAPTER 1.0 - INTRODUCTION

1.1 PURPOSE AND INTENT

This 9900 Wilshire Specific Plan (the "Specific Plan") was initiated to provide a framework for the redevelopment of a 7.95-acre site at the western gateway to the City of Beverly Hills (the "City") between Wilshire and Santa Monica Boulevards (the "Specific Plan Area" or "Site"). The existing improvements on the Site include the Robinsons-May department store building (the "Existing Building") and related above-ground parking structure. The development of the 9900 Wilshire project in the Specific Plan Area includes a maximum of 235 luxury condominiums, 16,456 square feet of commercial development including a restaurant of not more than 4,800 square feet including not more than 600 square feet of outdoor dining, underground parking private, landscaped gardens with a pool and spa and landscaped perimeter gardens (the "Public Gardens") located along the Wilshire frontage across from the El Rodeo School and Beverly Gardens Park, the western side of Merv Griffin Way, and at the intersection of Santa Monica Boulevard and Merv Griffin Way. Additional landscaping is also provided throughout the sSite, including along Santa Monica Boulevard and the western property line of the Site.

The purpose of the Specific Plan is to facilitate the orderly and efficient development of the Specific Plan Area and establishing appropriate size and density limits, which includes allowing an increase in height above the otherwise applicable height limit. The intent of the Specific Plan is to provide a concise development plan for the Specific Plan Area and to optimize the use of the Specific Plan Area in a manner that capitalizes on the Site's gateway location at the westerly entrance to the City. This would include incorporating garden-quality features that will compliment the adjacent Beverly Gardens Park while allowing higher scale residential development. Allowing an increase in height allows a significant portion of the site to be devoted to open space and landscaped gardens.

The Specific Plan contains policies, standards and guidelines designed to ensure that the Specific Plan Area is improved in a manner that recognizes the site is a critical gateway into the City by incorporating open space and landscaping, thereby contributing to the garden quality of the City, effectively utilizing architectural elements, thereby providing a world class architectural landmark, and encouraging pedestrian circulation between Wilshire Boulevard, Santa Monica Boulevard and the Specific Plan Area.

1.2 SPECIFIC PLAN AREA

A. Project Location

The Specific Plan Area is comprised of a single legal parcel generally bounded by Wilshire Boulevard to the north, Santa Monica Boulevard to the south, the centerline of Merv Griffin Way to the east, and the Los Angeles Country Club and the Union 76 gas station to the west. The site contains a slope differential of approximately 20 feet, with the northwest corner of the site along Wilshire Boulevard representing the highest elevation and the southeastern portion of the site, at the intersection of Merv Griffin Way and Santa Monica Boulevard, the lowest elevation. The net area of the Specific Plan Area is approximately 7.95 acres. Figure 1 illustrates the location of the Site and Figure 2 illustrates the Specific Plan Area.

B. Existing Setting

1. Specific Plan Area

The improvements in the Specific Plan Area that existed when this Specific Plan was adopted include the 228,000-square-foot Existing Building, a two-level above-ground parking structure, and other street and roadway improvements. Figure 3 illustrates the existing site conditions. The implementation of the Specific Plan will require the demolition of all of the existing improvements in the Specific Plan Area, with the exception of Merv Griffin Way.

2. Surrounding Land Uses

The Site is surrounded by a mix of land uses:

North: Wilshire Boulevard. El Rodeo Elementary School, single family one-story and two-story homes, and Beverly Gardens Park are located across the street on the north side of Wilshire Boulevard.

South: Santa Monica Boulevard. The former railroad right-of-way is across the street on the south side of Santa Monica Boulevard. The property immediately south of the former railroad right-of-way includes privately operated surface parking, an automotive repair facility, retail (small shops) and office building uses.

East: The eastern half width of Merv Griffin Way and the eight-story Beverly Hilton Hotel and related structures and the above-ground parking structure fronting on Santa Monica Boulevard.

West: Los Angeles Country Club and the Union 76 gas station. The westerly boundary of the Site abuts a portion of one of the Los Angeles Country Club golf courses.

Figure 4 illustrates the surrounding land uses.

1.3 GOALS AND OBJECTIVES

Implementation of the Specific Plan will help to achieve the following goals and objectives:

a. To create a world-class architectural landmark with a visual presence at the dual gateway to the City at Wilshire Boulevard and Santa Monica Boulevard that will enhance the beauty and image of Beverly Hills.

b. To develop an environmentally sensitive and sustainable project.

c. To develop a significant portion of the Specific Plan Area as landscaped gardens and other open space to enhance the visual character of the neighborhood and the City.

d. To provide Public Gardens along Wilshire Boulevard, Merv Griffin Way and at the corner of Merv Griffin Way and Santa Monica Boulevard for the use and enjoyment of the public during certain hours that enhances the garden qualities of the City.

e. To redevelop the Specific Plan Area in a manner that does not substantially increase the traffic impacts and related operational air quality and noise impacts associated with the Existing Building.

f. To improve the utilization and visual appearance of the Specific Plan Area by eliminating the existing above-ground parking structure and constructing subterranean parking for the Specific Plan Area.

g. To provide high-quality housing for local and area residents to provide a variety of housing to meet the City's housing needs.

h. To provide new housing within the City without having to tear down existing rental units or otherwise displace existing housing.

i. To provide full-service luxury residential condominiums with vista views.

j. To provide retail space along Santa Monica Boulevard and restaurant space on Merv Griffin Way to (i) serve project residents and others and (ii) enhance pedestrian activity and street life.

k. To improve traffic circulation in and around the Specific Plan Area by providing additional vehicular access points on Wilshire Boulevard and Santa Monica Boulevard for project residents in order to reduce the amount of traffic on Merv Griffin Way.

l. To provide housing in close proximity to the office and retail uses in Beverly Hills.

m. To provide revenue to the City to offset the loss of commercial uses on the site.

n. To provide affordable housing consistent with the City's Housing Element by providing a contribution to the City's affordable housing fund.

1.4 CONTENTS

The Specific Plan consists of the following components:

Chapter 1.0 (Introduction): Chapter 1.0 provides a broad overview of the Specific Plan and its goals.

Chapter 2.0 (Planning Context): Chapter 2.0 describes the planning issues and process for the Specific Plan Area.

Chapter 3.0 (Plan Components): Chapter 3.0 sets forth the general land use concepts for the Specific Plan Area and describes land uses, building placement, traffic circulation and utilities.

Chapter 4.0 (Development Standards and Guidelines): Chapter 4.0 sets forth development standards and guidelines for the Specific Plan Area, including permitted uses, parking, building height, residential outdoor living space, sign standards and architecture and design.

Chapter 5.0 (Implementation and Administration): Chapter 5.0 provides a review of the Specific Plan's relationship to the General Plan and sets forth the implementation and amendment process.

Chapter 6.0 (Operational Standards): Chapter 6.0 sets forth the provisions governing the long-term operation of uses within the Specific Plan Area.

Chapter 7.0 (Mitigation Measures): Chapter 7.0 sets forth the mitigation measures that have been adopted by the City Council and incorporates those mitigation measures into the Specific Plan. [To be inserted upon completion of the EIR process.]

Chapter 8.0 (Figures): Chapter 8.0 contains the Figures referenced throughout the remainder of the Specific Plan.

CHAPTER 2.0 - PLANNING CONTEXT

2.1 INTRODUCTION

This chapter provides an overview of the specific plan process and the public participation in developing the Specific Plan.

2.2 AUTHORITY

The California Government Code (Title 7, Division 1, Chapter 3, Article 8, §§ 65450-65457) authorizes cities to adopt specific plans for the systematic implementation of the general plan for all or part of the area covered by the general plan. Any specific plan adopted pursuant to this authority shall be consistent with the adopted general plan. Once the Specific Plan is adopted, all zoning, subdivision, public works projects and development agreements shall then be consistent with the Specific Plan.

2.3 GENERAL PLAN AND ZONING DESIGNATIONS

The Specific Plan Area was designated as Low Density General Commercial on the General Plan land use map and had a zoning designation of C-3 prior to the adoption of this Specific Plan.

In connection with the adoption of the Specific Plan, the Land Use Plan Map in the Land Use Element of the General Plan was amended to designate the Specific Plan Area as "Specific Plan". The zoning designation for the Specific Plan Area was also amended to change the designation for the Specific Plan Area to the "9900 Wilshire Specific Plan" zone. Section 5.2 of the Specific Plan provides an analysis of the Specific Plan's consistency with the City's General Plan.

2.4 RELATIONSHIP TO THE ZONING ORDINANCE

As set forth in Title 10, Chapter 3, Article 15.7of the Beverly Hills Municipal Code (the "Municipal Code"), the Specific Plan supersedes other development regulations and standards set forth in the Beverly Hills Planning and Zoning Ordinances (Chapter 3 of Title 10 of the Municipal Code) for the Specific Plan Area. Except where the provisions of this Specific Plan expressly provide otherwise, the policies of this Specific Plan are applied in lieu of the provisions in the Planning and Zoning Ordinance. For development standards not established as part of the Specific Plan, the standards in the Zoning Ordinance shall apply. In addition, any terms used in this Specific Plan that are not defined or described herein shall have the meanings, if any, set forth for them in the Planning and Zoning Ordinances.

2.5 PUBLIC PARTICIPATION

The proposed development of the Specific Plan was first presented to a joint meeting of the City Council and Planning Commission on December 6, 2005. City staff conducted a public scoping meeting on August 3, 2006 for the purposes of obtaining public input regarding the potential environmental impacts associated with the Specific Plan, which were analyzed as part of the environmental review of the Specific Plan mandated by the California Environmental Quality Act (CEQA). A Draft Environmental Impact Report was circulated for public review from August 7,

2007 to September 28, 2007. Certain sections of the Draft Environmental Impact Report (traffic, noise and air quality) were recirculated for public review from October 15, 2007 to November 15, 2007. The Planning Commission conducted public hearings on August 20th, September 5th, September 24th, October 29th, November 8th, November 28th 2007 and January 10th, January 24th and February 7, 2008. The City Council conducted public hearings on _____. The public was afforded the opportunity at each of the hearings to provide input into the development of the Specific Plan and other entitlements for the proposed project. The Specific Plan reflects changes recommended by the Planning Commission and City Council to the originally proposed Specific Plan, and the Specific Plan underwent important changes as a result of the public participation process.

2.6 CEQA COMPLIANCE

A Final Environmental Impact Report (the "Final EIR") has been prepared for the Specific Plan pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Section 21000 *et seq.* ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000 *et seq.*), and the City's Local Environmental Guidelines. The Final EIR addresses the potential environmental impacts resulting from the implementation of the proposed Specific Plan and sets forth mitigation measures to lessen those environmental impacts. These mitigation measures have been incorporated into the Specific Plan and are listed in Chapter 7.0.

CHAPTER 3.0 - PLAN COMPONENTS

3.1 INTRODUCTION

The Specific Plan is a comprehensive policy and regulatory document that will be used to guide development of the site. This chapter addresses (a) the location, distribution and extent of land uses within the Specific Plan Area and (b) the location, distribution and extent of essential facilities serving the Specific Plan Area.

3.2 LAND USES

The land use concept for the Specific Plan Area encourages a development consisting of luxury residential units, retail and restaurant uses, a central subterranean parking structure and landscaped gardens, including the Public Gardens, and other open space, all on 7.95 net acres of land. Figure 5 illustrates the basic land use concept for the Specific Plan Area.

The uses in the Specific Plan Area shall be limited to those uses shown on Figure 5 or otherwise described in Section 4.2 of Chapter 4.0. Ancillary uses for the condominiums include health spas, private fitness centers, squash courts, pools, screening rooms, meeting rooms, game rooms, common areas, outdoor living areas, parking, storage, residential storage units, wine storage, security offices, back-of-house (BOH) kitchen, BOH laundry, BOH storage/services, for the exclusive use of the condominium residents and guests, and other amenities associated with luxury residential condominiums approved by the Director of Community Development (the "Director).

A maximum of 600 square feet of open air dining within the Specific Plan Area, in substantially the location shown on Figure 2, shall be permitted in conjunction the restaurant and shall not require separate authorization or approval of an Open Air Dining Permit, provided that such open air dining complies with the operational standards set forth in Section 6.4 of Chapter 6.0 of this Specific Plan.. Any open air dining proposed in a public right of way shall require the approval of an Open Air Dining Permit in accordance with the procedures set forth in Article 35 of Chapter 3 of Title 10 of the Municipal Code or its successor.

3.3 SITE PLANNING

A. Building Placement

The location and distribution of buildings and open space, including building levels located below grade, shall be substantially as shown on Figure 6 of the Specific Plan. Within the open space, the location, distribution and type of pedestrian amenities and landscaping shall be substantially as shown on Figure 38 of the Specific Plan. Within the Public Gardens, the location and distribution of pedestrian amenities and the location, distribution and type of landscaping shall be generally as shown on Figure 39 of the Specific Plan.

The total floor area for commercial uses shall not exceed 16,456 square feet, which may include a maximum of 4,800 square feet of floor area for dining and bar uses (including a maximum of 600

square feet of open air dining area). A maximum of 235 residential units shall be permitted in the Specific Plan Area.

B. Circulation

1. Local Circulation

The Specific Plan Area is located within the area bounded by Wilshire Boulevard to the north, Santa Monica Boulevard to the south, Merv Griffin Way to the east, and the Los Angeles Country Club to the west. Other key streets in the vicinity include Whittier Drive and Elevado Avenue. The locations of these streets are shown on Figure 9.

Wilshire Boulevard is an east-west arterial roadway that runs between Ocean Avenue in Santa Monica to the west and Grand Avenue in downtown Los Angeles to the east. In the vicinity of the Specific Plan Area, Wilshire Boulevard provides six lanes of travel, which are divided by painted medians and two-way left turn lanes. On-street parking is not permitted before 7:00 p.m. on Wilshire Boulevard within the immediate vicinity of the Specific Plan Area. Wilshire Boulevard is on the Congestion Management Plan (CMP) road system as a part of the CMP roadway network.

Santa Monica Boulevard has been designated by the City as a Major Class 1 Highway. It is an east-west arterial roadway that runs between the City of Santa Monica to the west and Sunset Boulevard in Silver Lake to the east. The Santa Monica Boulevard Transit Parkway Project which was completed in 2007 consisted of the reconstruction and reconfiguration of 2.5 miles of Santa Monica Boulevard between I-405 on the west and Beverly Hills city limit on the east (Moreno Drive). This segment of the boulevard has three eastbound and three westbound travel lanes. The project includes a new street lighting and traffic signal system, a landscaped median, bicycle lanes and bus priority features. Santa Monica Boulevard is on the CMP road system as part of the CMP roadway network.

Whittier Drive is a local residential street. It is a north-south roadway, the southern terminus of which is directly across the street from the northern terminus of Merv Griffin Way. Elevado Avenue is a residential street. It is a north-south to east-west roadway, the southwestern terminus of which is at Whittier Drive.

Transportation improvements and facilities, including, but not limited to, alleys, driveways and parking facilities, shall be constructed within the Specific Plan Area to minimize the parking and circulation impacts on surrounding streets including impacts to public transportation. The alleys, driveways and parking facilities to be constructed within the Specific Plan Area shall be substantially as shown on Figure 10.

A new residential access road shall be constructed along the western edge of the Specific Plan Area. A new traffic signal at Merv Griffin Way and Santa Monica Boulevard shall be constructed and the intersection of Merv Griffin Way and Wilshire Boulevard shall be modified to provide one left-turn lane, one through lane, and one right-turn lane on the portion of Merv Griffin Way within the Specific Plan Area.

A new delivery access along Santa Monica Boulevard west of Merv Griffin Way shall be provided as well as a new access along Merv Griffin Way between Wilshire Boulevard and Santa Monica Boulevard. These two access points will also provide access for the retail and restaurant components of the project.

A residential access point on Wilshire Boulevard shall be limited to right turns in and right turns out only. The residential access point on Santa Monica Boulevard can provide for right turns in and out, and for left turns in. The access points, driveways and roadway improvements shall be substantially as shown on Figure 10.

Merv Griffin Way is a private street owned in part by the owner of the Specific Plan Area, and in part by the adjacent landowners to the east. Any proposal to realign, close or substantially change Merv Griffin way shall require approval of the Planning Commission, which decision may be appealed to the City Council pursuant to the provisions of Chapter 4 of Title 1 of the City's Municipal Code provided, however, that Merv Griffin Way may be closed to the public from time to time for maintenance and repairs and improvement work if approved by the Public Works Director and for emergencies.

2. Traffic Impacts

A traffic impact study was prepared in connection with consideration of the Specific Plan. Those studies analyzed the impact of the Specific Plan and concluded that the implementation of the Specific Plan would have no significant adverse traffic impacts.

3. Pedestrian Circulation

The commercial area along Santa Monica Boulevard is intended to enhance the pedestrian character of this portion of Santa Monica Boulevard. In addition, the Public Gardens will create an inviting pedestrian opportunity along Wilshire Boulevard, Merv Griffin way and at the corner of Merv Griffin Way and Santa Monica Boulevard that does not exist today.

4. Parking Facilities

The subterranean parking structure will provide approximately 803 parking spaces substantially as shown on Figures 11 and 12, including separate residential (681 with 28 tandem spaces) and commercial (122 for with 31 tandem spaces) areas. These spaces will provide parking for all land uses within the Specific Plan Area.

3.4 UTILITIES

Due to the long-time operation of commercial uses in the Specific Plan Area and the urbanized nature of the surrounding area, the Specific Plan Area is currently provided with adequate facilities for sewage, water, drainage, solid waste disposal, and energy. As limited in size and intensity of use by the Specific Plan, the Specific Plan Area will not require the development of additional sewage, water, solid waste disposal, energy, or other essential facilities. However, the project will be required to pay its fair share to mitigate any cumulative impacts on City facilities. In addition, all utility construction, connections and maintenance shall conform to the provisions of the Beverly

Hills Municipal Code. Implementation of the Specific Plan will require relocation of certain utilities substantially as shown on Figures 31 through 36. The telephone facilities plan shall be substantially as shown on Figure 35.

A. Water

The City provides water to the Specific Plan Area. Figure 31 shows the location and size of the water distribution system that serves the Specific Plan Area. The existing supply and distribution of water can accommodate the level of water demand from the commercial and condominium uses proposed in the Specific Plan Area.

B. Sewer

Figure 32 shows the present size and location of the sewer facilities servicing the Specific Plan Area. Wastewater generated from the Specific Plan Area would be conveyed through these lines and treated at the Hyperion Water Treatment Plant in El Segundo. The calculations prepared by the City in connection with its review of the Specific Plan indicate that the existing sewer lines are adequate to accommodate the level of wastewater generated by the Specific Plan.

C. Solid Waste Disposal

Solid waste disposal for the Specific Plan Area is provided through a franchise with the City. All solid waste generated by the Specific Plan Area will be disposed of at landfills in Los Angeles or Riverside Counties. The City's solid waste is currently disposed of at the following landfills: Puente Hills Landfill, Bradley West Landfill, Chiquita Canyon Landfill, Sunshine Canyon Landfill, and El Sobrante Landfill (Riverside County). Based on the projected solid waste generation, the Specific Plan Area will not have significant solid waste disposal impacts and existing solid waste disposal facilities and landfill capacities are sufficient to accommodate the Specific Plan's projected solid waste.

D. Stormdrain

The Specific Plan Area is currently developed with commercial buildings and parking structures. Implementation of the Specific Plan will not increase the amount of impermeable land or result in changes in absorption rates that would increase the amount of stormwater runoff from the Specific Plan Area. In addition, development within the Specific Plan Area will be required to comply with all requirements of the City's National Pollution Discharge Elimination System (NPDES) Permit and the City's stormwater and urban runoff management ordinance (Article 5, Chapter 4, Title 9 of the Beverly Hills Municipal Code). The storm drain plan for the Specific Plan Area is shown on Figure 33 of the Specific Plan.

E. Energy

The Southern California Edison Company provides electricity to the Specific Plan Area. The Southern California Gas Company provides natural gas to the Specific Plan Area. According to the studies prepared for the Specific Plan, the existing supply and distribution of electricity and natural

gas can accommodate the level of demand from the uses proposed in the Specific Plan. Figures 34 and 36 illustrate electrical and gas facilities, respectively.

F. Graywater System

The project shall include a graywater system to reduce overall water demands, and specifically, limit the demand for irrigation water. The graywater system may include: (1) dual piping to maintain graywater separate from potable water; (2) tanks to hold the graywater before and after treatment; (3) graywater treatment system including filtering and disinfecting systems; and (4) booster pumps to ensure water is delivered at pressures adequate for their intended uses. The graywater system shall collect drainage discharged from sinks, service sinks, bathtubs, showers and clothes washers. This "gray" wastewater shall then be filtered and treated until it reaches a level of quality consistent with its intended re-use. For example, graywater may be used for flushing water in toilets and urinals within the Project's residences, as well as public restrooms in the common areas. The remaining graywater shall be used for irrigation and other non-potable water using systems, thus reducing the Project's overall water demands and, in particular, demand for water which would be otherwise used for irrigation.

CHAPTER 4.0 - DEVELOPMENT STANDARDS AND GUIDELINES

4.1 GENERAL PROVISIONS

The Specific Plan is a policy and regulatory document, and all development within the Specific Plan Area shall be governed by the Specific Plan in accordance with the development standards and guidelines contained herein.

4.2 PERMITTED USES

The uses set forth below are permitted uses within the Specific Plan Area. If a use is not listed below or is not a similar use that the Director of Community Development determines is consistent with the goals and objectives of the Specific Plan, then such use is presumed to be prohibited unless a Conditional Use Permit is approved by the Planning Commission pursuant to the procedures set forth in Section 10-03-3800 of the Municipal Code The Planning Commission may approve such otherwise prohibited uses if the Commission determines that such uses do not materially alter the distribution, location and extent of the uses of land as set forth in the Specific Plan and the uses fulfill the intent of the Specific Plan as descried in Section 1.3 (Goals and Objectives) of the Specific Plan.

A. COMMERCIAL AREA

The following uses are permitted within the portion of the Specific Plan Area designated for commercial use, as shown on Figure 2:

ξ Alcohol sales (on-site and off-site) and consumption in conjunction with the uses listed under food and beverage establishments or in conjunction with open-air dining in the public right-of-

way pursuant to Section 10-03-3505 of the Municipal Code, subject only to issuance of a Department of Alcoholic Beverage Control license.

- ξ Art shop or gallery.
- ξ Bank.
- ξ Clothes dry cleaning (excluding plants).
- ξ Decorating or interior design shop or store.
- ξ Florist.
- ξ Food and beverage establishments, including bakeries, cafes, delicatessens, gourmet beer and wine shops, ice cream parlors, restaurants (full service), bars (in conjunction with restaurants) and specialty food, but excluding drive-up, drive-in and drive-through.
- ξ Live entertainment, conducted indoors, as an ancillary use in conjunction with a food and beverage establishment.
- ξ Retail stores and shops.
- ξ Offices, only on floors other than the ground floor and excluding real estate offices, medical offices, and physical therapy offices.
- ξ Office supply, stationery and gift stores.
- ξ A maximum of 600 square feet of open-air dining as shown in Figure 2 of this Specific Plan.
- ξ Optical/eyewear, including optometry/opticians.
- ξ Parks, gardens and open space.
- ξ Photography shop or gallery.
- ξ Shoe repair shop
- ξ Tailor.
- ξ Other similar uses determined by the Director to be consistent with the goals and objectives of the Specific Plan.

B. RESIDENTIAL AREA

The following uses are permitted on the portion of the Specific Plan Area designated for residential use, as shown on Figure 2:

- ξ Residential dwellings, including condominiums, townhomes, and lofts, and the usual and customary accessory and appurtenant uses thereto, including without limitation the ancillary uses described in Section 3.2 of Chapter 3.0.
- ξ Parks, gardens and open space.
- ξ Other similar uses determined by the Director to be consistent with the goals and objectives of the Specific Plan.

C. PUBLIC GARDENS

The following uses are permitted within the portion of the Specific Plan Area designated for the Public Gardens, as shown on Figure 2:

- ξ Parks, gardens and open space.
- ξ Other similar uses determined by the Director to be consistent with the goals and objectives of the Specific Plan.

The following uses, conduct and activities shall be prohibited in the Public Gardens:

- ξ Making or kindling any fire.
- ξ Consumption of any alcoholic beverages (except in conjunction with a permitted assembly or special event).
- ξ Riding any bicycle, skateboard, roller skates or similar type of device except where such activity is authorized by the property owner.
- ξ Selling, offering for sale, renting or offering for rent goods, wares, merchandise, foodstuffs, refreshments or other kinds of property or services (except when expressly allowed in conjunction with a permitted assembly or special event).

4.3 PARKING

A. Parking Requirements

Type of Use	Parking Spaces
Eating and bar facilities equal to or greater than 1,000 square feet	1 space per 45 square feet of dining and bar floor area plus 1 space per 350 square feet of kitchen and back-of-house floor area.
Eating and bar facilities less than 1,000 square feet	1 space per 350 square feet of floor area
Open air dining	1 space per 45 square feet of dining area
Commercial uses permitted under the Specific Plan and not otherwise specified in this Section 4.3	1 space per 350 square feet of floor area
Multi-family dwelling units	2 spaces for each one-bedroom unit 2-1/2 spaces for each two-bedroom unit 3 spaces for each three- or four-bedroom unit 4 spaces for each five-bedroom or more unit 1 permanent guest parking space for each four dwelling units

B. General Parking Provisions

The dimensions of the parking spaces shall be 9 feet by 19 feet as shown on Figures 11 and 12. All commercial parking shall be separated from the parking for the residents and their guests. Commercial parking shall be located on the first level of the subterranean parking structure. The balance of the parking located on the first level and all parking located on the second level of the parking structure shall be for residents and their guests. Valet parking shall be available for residents and their guests, and shall also be available to commercial patrons. Tandem spaces will only be for residential use; provided, however, that tandem spaces may also be provided for commercial use so long as valet parking is provided for commercial patrons.

C. Loading Docks

Two (2) loading docks shall be provided for the Specific Plan Area substantially in the locations and dimensions shown on Figure 13.

4.4 BUILDING HEIGHT

Figure 7 illustrates the heights of buildings within the Specific Plan Area. The building heights shall be substantially consistent with the heights shown on Figure 7. Due to the natural slope of the Specific Plan Area there is an approximately 20-foot decrease in elevation from the northwest corner of the Specific Plan Area along Wilshire Boulevard to Santa Monica Boulevard, which results in a range of building heights across the site. In addition, the buildings are designed with varied building heights to add architectural interest. The building heights identified below are the highest portion of various sections of the building and should not be construed as the permitted height for the entire building. As shown on Figure 7 (a) the height of the south condominium building near the western boundary of the Specific Plan Area shall not exceed 205 feet from adjacent grade at its highest point, (b) the height of the north condominium building near the western boundary of the Specific Plan Area shall not exceed (i) 108 feet from adjacent grade for the first 90 feet from the northerly end of such north condominium building, and (ii) 161 feet from adjacent grade after the first 150 feet from the northerly end of such condominium building, (c) the height of the commercial building and the Spa Building located along the southern boundary of the Specific Plan Area (fronting Santa Monica Boulevard) shall not exceed 48 feet from adjacent grade, and (d) the height of the commercial building located at the corner of Santa Monica Boulevard and Merv Griffin Way shall not exceed 50 feet from adjacent grade.

The calculation of the height of any building or structure shall be measured from the adjacent grade as shown on Figure 7. The height of the buildings vary in height In determining the height of a building or structure, none of the structures, improvements, features and other elements now or hereafter excluded from the calculation of height in the definition of "Height of Building" in Section 10-3-100 of the Municipal Code (or any successor provision) shall be considered when determining the height of a building or structure pursuant to this Section 4.4; provided, however, that for the purposes of Section 10-3-100 of the Municipal Code (or any successor provision) trellises shall be considered "unoccupied architectural features."

The natural slope of the Specific Plan Area results in an approximately 20-foot decrease in elevation from the northwest corner of the Specific Plan Area along Wilshire Boulevard to Santa Monica Boulevard, allowing a portion of the contemplated commercial space to be tucked underneath a landscaped platform. The restaurant will be setback approximately 90 feet from the Santa Monica Boulevard property line with landscaping provided in front of the restaurant at Santa Monica Boulevard and Merv Griffin Way. Figure 8 illustrates the slope of the Specific Plan Area between Wilshire and Santa Monica Boulevards.

4.5 RESIDENTIAL OUTDOOR LIVING SPACE

The residential units in the Specific Plan Area shall include a minimum of two hundred (200) square feet of usable outdoor living space per unit. The usable outdoor living space shall be

provided through a combination of private balconies in the individual units and common access to the residential landscaped gardens and pool area shown on Figure 38.

4.6 SIGN STANDARDS

The Director of Community Development shall review, subject to any required conditions, a unified sign plan for the Specific Plan Area (the "Unified Sign Plan") that encompasses all exterior signage, including both permanent and temporary signs, subject to appeal to the Planning Commission. Thereafter, all signs that, in the determination of the Director, are consistent with the adopted Unified Sign Plan shall be issued a building permit without further discretionary review. All other signs shall be subject to architectural review pursuant to the procedures set forth in Chapter 4 of Title 10 of the Municipal Code. The unified sign plan shall be consistent with the provisions in the Municipal Code in terms of permitted size but the Director shall have the authority to approve alternative locations of the signage to meet the objectives of the Specific Plan and provide direction to uses on the Site.

4.7 ARCHITECTURE AND DESIGN

A. Residential Buildings

The residential buildings shall be constructed substantially as shown on Figures 14 through 30 of the Specific Plan.

The residential buildings positioned at the west property line are raised above the ground to allow light and views of the golf course landscape to the west to pass below the architecture, and are curvilinear and horizontal to reflect the natural forms and geometry of the open space to the west, and the classic horizontal massing of the Beverly Hilton Hotel.

B. Commercial Buildings

The commercial space shall be constructed substantially as shown on Figure 37 of the Specific Plan.

C. Open Space / Landscaping

The landscaping shall be developed substantially as shown on Figure 38 of the Specific Plan. The location and type of all plant materials shall respond to and complement the architectural design of the buildings in the Specific Plan Area and shall be integrated with the buildings as an additional architectural element. Landscaping shall be used to highlight entries, contrast with or reinforce building lines and volumes, and soften hard structural lines and building mass.

Landscaping shall be used to define pedestrian activity areas such as the commercial space and landscaped gardens. The landscaping shall be designed to enhance the garden quality of the City and shall incorporate mature plant material.

D. Public Gardens

The Public Gardens are on a 0.81 acre (35,468 square feet) area located at the corner of Wilshire Boulevard and Merv Griffin Way, and include a garden pathway along Merv Griffin Way from Wilshire Boulevard to the corner of Merv Griffin Way and Santa Monica Boulevard as generally shown of Figure 39 of the Specific Plan, . The gardens are provided for the use and enjoyment of Beverly Hills residents and visitors, including project residents and visitors. They are designed to enhance the garden qualities of the City. The Gardens shall be open to the public during certain hours, and shall complement and extend the existing Beverly Gardens parkway on the north side of Wilshire Boulevard. The Public Gardens shall be developed substantially as shown on Figure 39 of the Specific Plan. The Public Gardens shall include both functional and aesthetic elements such as water features, paths and benches.

E. Architectural Review

The architectural aspects of the development contemplated in the Specific Plan shall be reviewed by the City's Architectural Commission as part of the City's overall review of the Specific Plan. All development that, in the determination of the Director, is in substantial conformance with the Specific Plan shall be issued a building permit without further discretionary architectural review after the final review by the Architectural Commission. All future construction and modifications to the exterior of the structures within the Specific Plan Area that is not in substantial conformance with the Specific Plan shall be subject to architectural review pursuant to the procedures set forth in Article 30 of Chapter 3 of Title 10 of the Municipal Code.

4.8 GREEN BUILDING STANDARDS

Development in the Specific Plan area shall incorporate green construction standards and seek certification under the Leadership in Energy and Environmental Design (LEED) Green Building Rating System. The intent of LEED is to provide a national definition and standard of what constitutes green building and then to provide third party certification to assure correct implementation of the standard. LEED is based on a point system which determines one of four levels of certification a given building or project can achieve. The LEED categories include Sustainable Sites, Water Efficiency, Energy & Atmosphere, Materials & Resources, Indoor Environmental Quality, and Innovation and Design Process.

The following LEEDs features shall be incorporated into the project:

- ξ Balconies and overhangs to shade window glazing, while allowing reflected and diffuse daylight into residential units to enhance the use of natural light and reduce the need for artificial light sources;
- ξ The selection of a developed urban site and the conversion of a substantial portion of the site to green space;
- ξ Close proximity to public transportation;
- ξ Limiting the development footprint to approximately one-third of the project site;

- ξ Landscaping and exterior design utilizing subterranean parking and landscaped and shaded non-roof surfaces and light-colored, low-albedo roof surfaces to reduce local heat island effects;
- ξ The reduction of chlorofluorocarbons (CFCs) from the building systems;
- ξ The recycling of building materials such as asphalt, metals, glass and concrete from demolition site work.
- ξ The selection of materials, such as adhesives, sealants, paints, and carpeting, that reduce off-gassing to improve internal air quality; and
- ξ The involvement during design and construction of a LEED Accredited Professional.
- ξ A gray water system as set forth in Section 3.4F of this Specific Plan.

CHAPTER 5.0 - IMPLEMENTATION AND ADMINISTRATION

5.1 PURPOSE

This chapter sets forth criteria for determining consistency with the Beverly Hills General Plan (the "General Plan"), the relationship between the Specific Plan and the General Plan and provisions for amendments to the Specific Plan, and financing.

5.2 RELATIONSHIP TO THE GENERAL PLAN

The General Plan serves as the long-term planning guide for future development throughout the City. The General Plan operates as a guide to the type of community desired for the future and provides the means to accomplish that goal. California law requires a specific plan to be consistent with the adopted general plan. The Specific Plan has been adopted in conjunction with general plan amendments to (a) add text in the Land use Element identifying this site as a an anchor location which permits higher intensity development, and (b) amend the Land Use Element to change the land use designation for the Specific Plan Area from "Low Density General Commercial" to " Specific Plan" in order to permit a mix of residential condominiums and commercial uses in the Specific Plan Area in a manner consistent with the General Plan (collectively, the "General Plan Amendments").

The Specific Plan is consistent with the General Plan, as amended, and advances the policies, objectives, goals, recommendations and characteristics identified below:

A. Land Use Element

The Land Use Element of the General Plan contains the following policies, recommendations and characteristics that are important to the Specific Plan:

> Section 1.1: "Beverly Hills is fortunate in that it is able to serve a variety of residential and commercial demands in a manner and combination which is difficult to duplicate elsewhere in the Los Angeles area. . . . The characteristics which contribute to the special opportunities available in Beverly Hills include:

- ξ The quality of the physical environment, such as its extensive network of trees and landscaping. . . .
- ξ The scale of the community, which fosters a sense of place and identity rather than a sense of anonymity.
- ξ The pride of its residents and businesses, as reflected in many ways, such as the architecture, landscaping and overall concern for the welfare of the community. . .
- ξ The exceptional quality of its housing stock which offers a variety of housing and neighborhoods rarely found elsewhere."

2.2 Commercial Areas

It is also recommended that certain anchor locations be set aside to permit development of a higher intensity type of development which is not otherwise provided in the community.

The Specific Plan is consistent with each of these policies, recommendations and characteristics. The implementation of the Specific Plan will enhance the quality of the physical environment and foster a strong sense of place with the development of an architectural landmark at this important gateway to Beverly Hills, which features extensive landscaping over approximately 4.28 acres of the Specific Plan Area, including the Public Gardens that complement the Beverly Gardens Park on the north side of Wilshire Boulevard. The scale of the development provides an effective and appropriate transition between the much taller existing and proposed commercial and residential buildings in Century City and the lower-scale development east of the Specific Plan Area and the Beverly Hilton Hotel. The luxury residential condominiums that will be developed in the Specific Plan Area will be of exceptional quality and will offer a variety of housing in the City.

In addition, the site is located at a gateway location at the western entry into the City along Santa Monica and Wilshire Boulevards. The General Plan Amendments include amendments to the Land Use Element that include this gateway site as one of the anchor locations for which the General Plan would allow higher intensity type of development, and specifically additional height for the Site. These anchor locations could include commercial, residential, or mixed uses. The General Plan Amendment incorporates language that would require any development proposed on an anchor location to effectively mitigate the transition to single family residences. The General Plan Amendments result in the consistency of the Specific Plan with the Land Use Element.

B. Open Space Element

The Open Space Element of the General Plan contains the following statement that is important to the Specific Plan:

> Section 2.3: "Possibly the City's greatest informal resource, however, is the elaborate network of landscaping and vistas which fosters a sense of spaciousness within an urban setting which sets this community apart."

While not an express policy, the Specific Plan contributes to this valuable resource by maximizing open space opportunities and landscaping in the Specific Plan Area. The Public Gardens along Wilshire Boulevard, Merv Griffin Way and at the corner of Merv Griffin Way and Santa Monica

Boulevard will enhance the garden quality of the City and add to the existing elaborate network of landscaping and vistas throughout the City. In addition, the Public Gardens have been located to complement the existing Beverly Gardens Park on the north side of Wilshire Boulevard.

C. Circulation Element

The Circulation Element of the General Plan contains the following policies that are important to the Specific Plan:

> Section 2.1: Access traffic (traffic destined for and/or originating in Beverly Hills) should be restricted to the extent possible to "through traffic" streets as well as certain north-south streets.
>
> Section 2.2: Centrally located parking facilities which can provide common parking for commercial establishments . . . should be encouraged.

The Specific Plan is consistent with these provisions of the Circulation Element. It provides centrally located parking facilities to serve both the residential and commercial uses in the Specific Plan Area. It also includes new access points that will diminish the traffic load on Merv Griffin Way compared to the historical use of the Specific Plan area as well as improving both on-site circulation and access to Santa Monica Boulevard and Wilshire Boulevard, the two commercial corridors adjacent to the Specific Plan Area.

D. Housing Element

The Housing Element of the General Plan contains the following policies that are important to the Specific Plan:

> Section 2.5.1.1.1: "The range of theoretical [residential] densities possible is from 25.6 units per acre to 48.4 units per acre."
>
> Objective 2.2: "Expand supply of housing affordable to lower income households.
>
> Program 2.6: Create a local fund to assist developers of housing affordable to lower income households. Possible methods of creating this fund could include requiring an in-lieu fee where .....or could include an inclusionary requirement on new, market rate multifamily residential development above some minimum size with the requirement met by a choice of development of low income units or an in-lieu payment to the housing fund.

The Specific Plan is consistent with these policies and programs. The permitted residential density in the Specific Plan is approximately 29.5 units per acre, which is well within the desired range of 25.6 to 48.4 units per acre. As part of the project approvals, the project will contribute funds that will be set aside for affordable housing.

5.3 ADMINISTRATION

Although every effort has been made to include provisions in the Specific Plan that are clear, the necessity of interpreting such provisions in light of specific and unusual cases may occur from time to time. When such interpretations are necessary, the Director of Community Development shall be responsible for the interpretation of the provisions of the Specific Plan. The Director shall be the City administrator responsible for enforcing the regulations, site development standards and procedures set forth in the Specific Plan. The Director shall have the administrative authority for interpretation related to the enforcement of the Specific Plan.

5.4 AMENDMENTS AND MODIFICATIONS TO THE SPECIFIC PLAN

Formal amendment ("Amendment") to the Specific Plan will require the review and approval of both the Planning Commission and the City Council. Amendments are governed by the provisions of Section 65450 et seq. of the California Government Code and require compliance with specific notice and public hearing requirements. An Amendment to the Specific Plan shall be required for (a) any proposed modifications that would substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan, including (i) any increase in the total number of residential condominiums or the floor area of the residential or commercial uses or (ii) a reduction in the size or change in the location of the Public Gardens ,and (b) an increase in the maximum height of the buildings.

Notwithstanding the foregoing, the Director of Community Development may, without the review and approval of the Planning Commission or the City Council, approve an Administrative Modifications to the Specific Plan that do not substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan. An Administrative Modification shall be required with respect to changes to the site plan and building elevations that would materially alter the approved architectural style or modulation of the buildings. An Administrative Modification shall be processed pursuant to the procedures set forth in Article 36 of Chapter 3 of Title 10 the Municipal Code for "Minor Accommodations to Certain Development Standards", except that the limitations on the type of accommodations set forth in Section 10-3-3600 shall not apply. The applicant or any person aggrieved by any decision regarding an Administrative Modification may appeal to the City Council as provided in Section 10-3-3604 of the Municipal Code (or any successor provision).

Notwithstanding anything to the contrary in this Section, the following modifications to the Specific Plan shall not require a Amendment to the Specific Plan or an Administrative Modification: (a) the relocation or alteration of residential ancillary uses provided the Director determines that the relocation or alteration does not increase parking demand, (b) variations between the conceptual plans set forth in Chapter 8.0 and the final construction documents for the Specific Plan Area development, provided the final construction documents substantially conform to the conceptual plans set forth in Chapter 8.0; (c) changes to the number and location of the residential and commercial parking spaces in the subterranean parking structure, provided that the subterranean parking structure includes a sufficient number of parking spaces to satisfy the parking requirements in Section 4.3 of Chapter 4.0 of this Specific Plan; (d) changes to the configuration of the subterranean parking structure, provided that the provided the Director determines the access

points to the subterranean parking structure do not materially change and do not present any safety issues; (e) changes to the locations of the permitted retail and restaurant uses provided that the total floor area of the commercial uses does not exceed 16,456 square feet, the total square footage of the restaurant uses (inclusive of open air dining) does not exceed 4,800 square feet, there is no material change to the location of the restaurant and the Director determines that the changes do not increase parking demand; (f) changes to the location of the open air dining area provided that the total square footage of the open air dining area does not exceed 600 square feet, there is no material change to the location of the open air dining, and provided that the Director determines that the changes do not increase parking demand (g) an increase in the square footage of the non-restaurant permitted use(s) in the commercial building, provided that the total floor area for commercial uses does not exceed 16,456 square feet; (h) the substitution of similar types of plant species in the landscaping plan; or (i) minor changes to the site plan, building elevations and Public Entry Gardens, provided such changes do not materially alter the approved architectural style, modulation or height of the buildings or the size or location of the Public Gardens.

5.5 FINANCING

The developer shall be responsible for all on-site improvements and shall pay its fair share allocation of any off-site improvements as required to mitigate significant environmental impacts associated with implementation of the Specific Plan, as identified in the Final EIR. No public funds are necessary to implement the Specific Plan.

CHAPTER 6.0 - STANDARDS

6.1 RESIDENTIAL CONDOMINIUMS

The residential condominiums shall be operated in compliance with the following operational standards:

Outdoor living areas such as balconies shall not be used to store personal property in a manner that is visible from the public or private right-of-way or the Public Gardens, nor shall such outdoor areas be used to hang laundry. All outdoor living areas shall be maintained in a safe, clean, orderly, and condition. The covenants, conditions and restrictions to be recorded with respect to the Specific Plan Area shall include the foregoing standards.

6.2 RETAIL/RESTAURANT

The retail/restaurant space shall be operated in compliance with the following operational standards:

Hours of operation	Retail: 10:00 am to 9:00 pm Restaurant: 7:00 am to 2:00 am

6.3 PUBLIC GARDENS

The Pubic Gardens shall be open to the public from 8:00 am to dusk (or as otherwise established by the property owner and reasonably approved by the Director), provided that the Public Gardens may be closed to the public from time to time for maintenance and repairs, improvement work, and emergencies, as reasonably required.

6.4 OPEN AIR DINING

All open air dining areas located within the Specific Plan Area shall comply with the following standards:

A. The design and colors used for chairs, tables, lighting and other fixtures shall generally be consistent with the architectural style and colors used on the related building façade and with the furnishings used in the restaurant interior.

B. No advertising, other than advertising for the related restaurant, is permitted on any umbrellas.

C. Lights may only illuminate the open air dining area; they cannot emit spillover light on the adjacent sidewalk.

D. No alcoholic beverages shall be served or consumed in the open air dining area without the required license and approval from the State Department of Alcoholic Beverages Control.

E. No umbrellas or other overhead furniture or fixtures shall have a clearance of less than seven feet and no such articles shall extend beyond the seating area.

F. Portable heaters shall be located a minimum of three feet from any combustible material and shall be located entirely within the seating area.

G. The seating area and any adjacent pedestrian travel aisle shall be maintained in a clean and orderly state at all times.

H. The open air dining area shall comply with all applicable provisions of the Beverly Hills Building Code, including, but not limited to, maintaining proper building ingress and egress at all times, observing maximum seating capacities, providing proper circulation and providing appropriate handicapped access.

CHAPTER 7.0 - MITIGATION MEASURES

This Section 7.0 shall consist of the Mitigation Monitoring and Reporting Program adopted for the Specific Plan.

CHAPTER 8.0
FIGURES

LIST OF FIGURES PAGE

1. Specific Plan Area Location Map A 1
2. Specific Plan Area A 2
3. Existing Site Conditions A 3
4. Surrounding Land Uses A 4
5. Specific Plan Land Use Concepts A 5
6. Specific Plan Site Plan / Building Placement A 6
7. Building Height A 7
8. Site Section – Wilshire to Santa Monica Boulevards A 8
9. Surrounding Circulation A 9
10. On-site Circulation: Access, Driveways, Roadway Improvements A 10
11. Parking Plan – Level P2 A 11
12. Parking Plan – Level P1 A 11
13. Loading Docks A 12
14. Condominium Buildings Plan – Mezzanine Level A 13
15. Condominium Buildings Plan – Level 1 A 14
16. Condominium Buildings Plan – Level 2 A 14
17. Condominium Buildings Plan – Level 3 A 15
18. Condominium Buildings Plan – Level 4 A 15
19. Condominium Buildings Plan – Level 5 A 16
20. Condominium Buildings Plan – Level 6 A 16
21. Condominium Buildings Plan – Level 7 A 17
22. Condominium Buildings Plan – Level 8 A 17
23. Condominium Buildings Plan – Level 9 A 18
24. Condominium Buildings Plan – Level 10 A 18
25. Condominium Buildings Plan – Level 11 A 19
26. Condominium Buildings Plan – Level 12 A 19
27. Condominium Buildings Plan – Level 13 A 20
28. Condominium Buildings Plan – Level 14 A 20
29. Condominium Buildings Plan – Level 15 A 21
30. Condominium Buildings Plan – Roof Level A 21
31. Water System Plan A 22
32. Sewer System Plan A 22
33. Stormdrain Plan A 23
34. Electric Facilities Plan A 23
35. Telephone Plan A 24
36. Natural Gas Plan A 24
37. Retail/Restaurant Plan A 25
38. Open Space/Landscape Plan A 26
39. Public Gardens Plan A 27

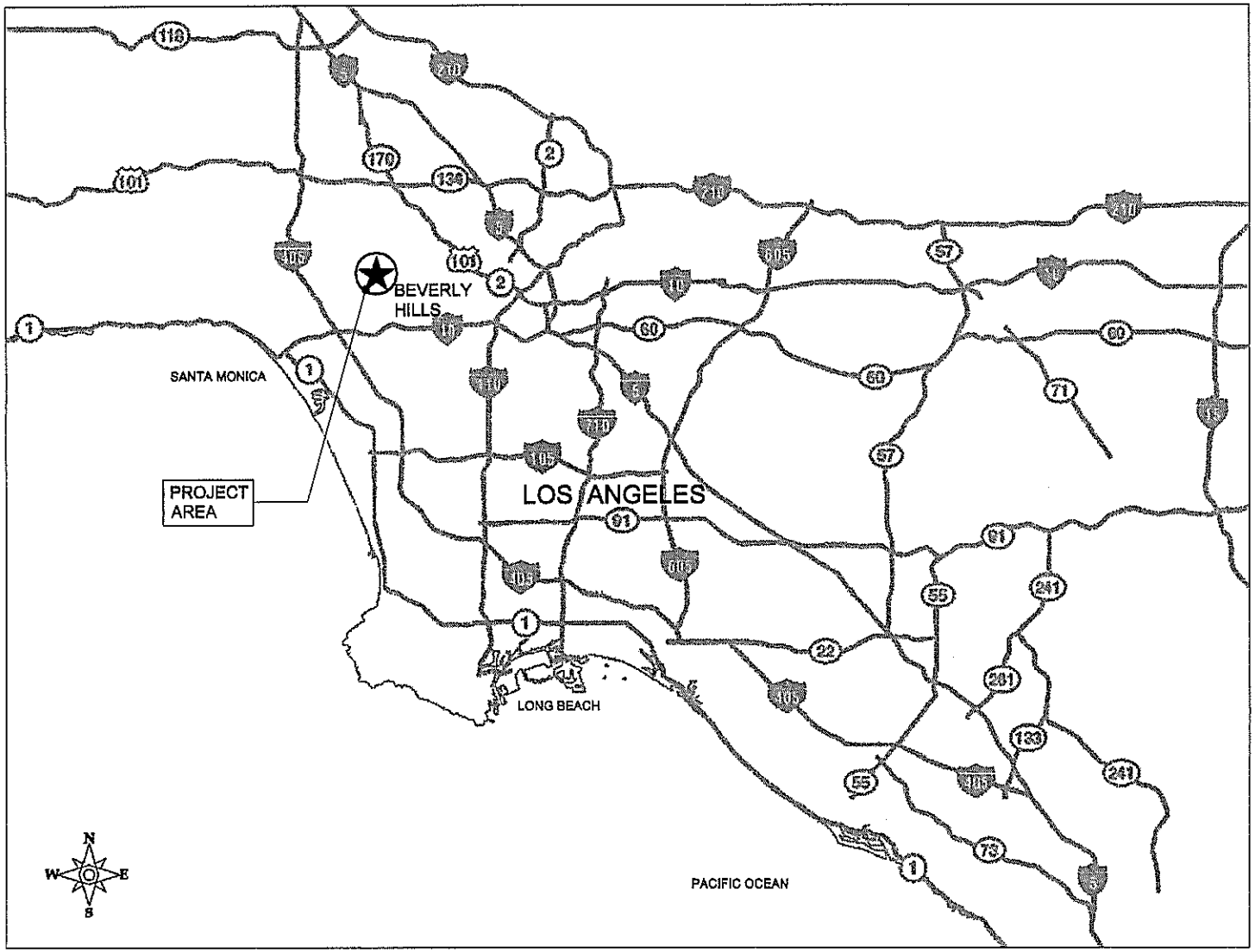


FIGURE 1
SPECIFIC PLAN
AREA LOCATION MAP

9900 WILSHIRE

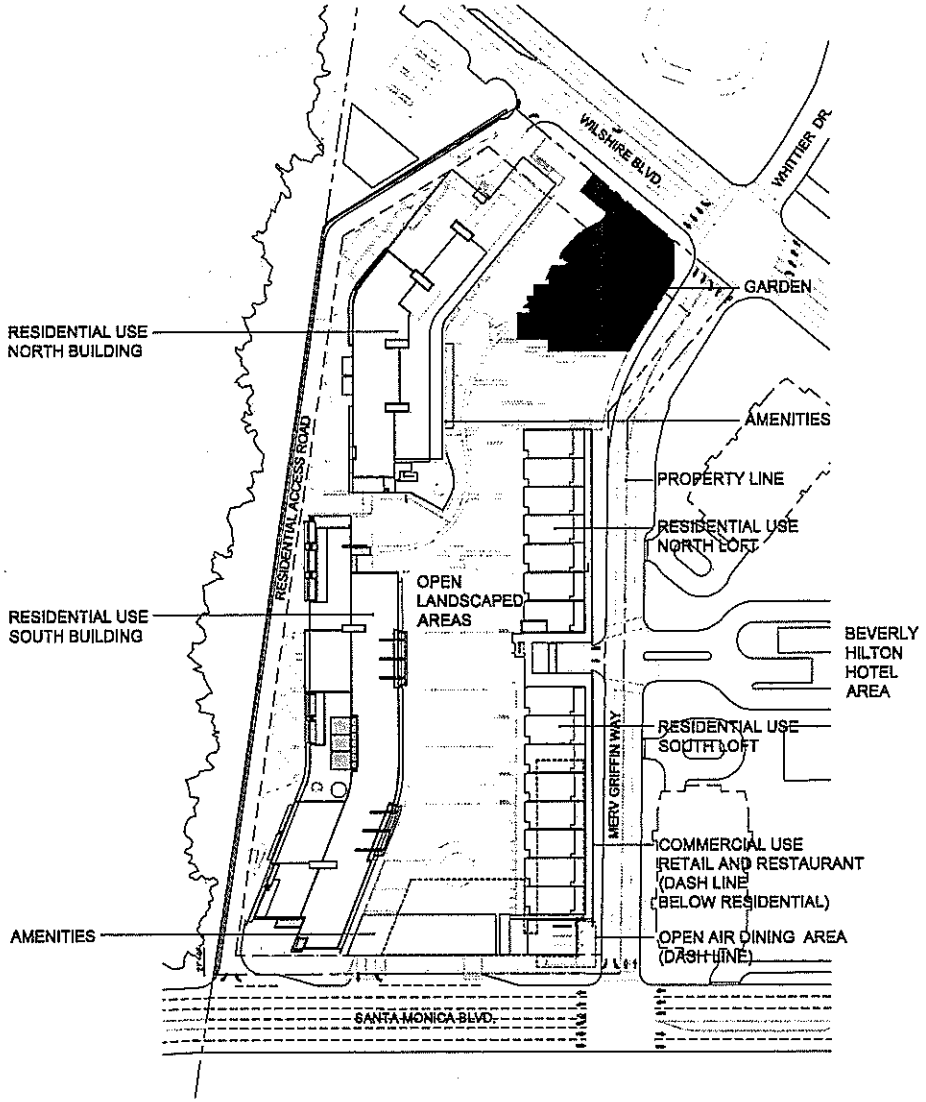


FIGURE 2
SPECIFIC PLAN AREA

9900 WILSHIRE

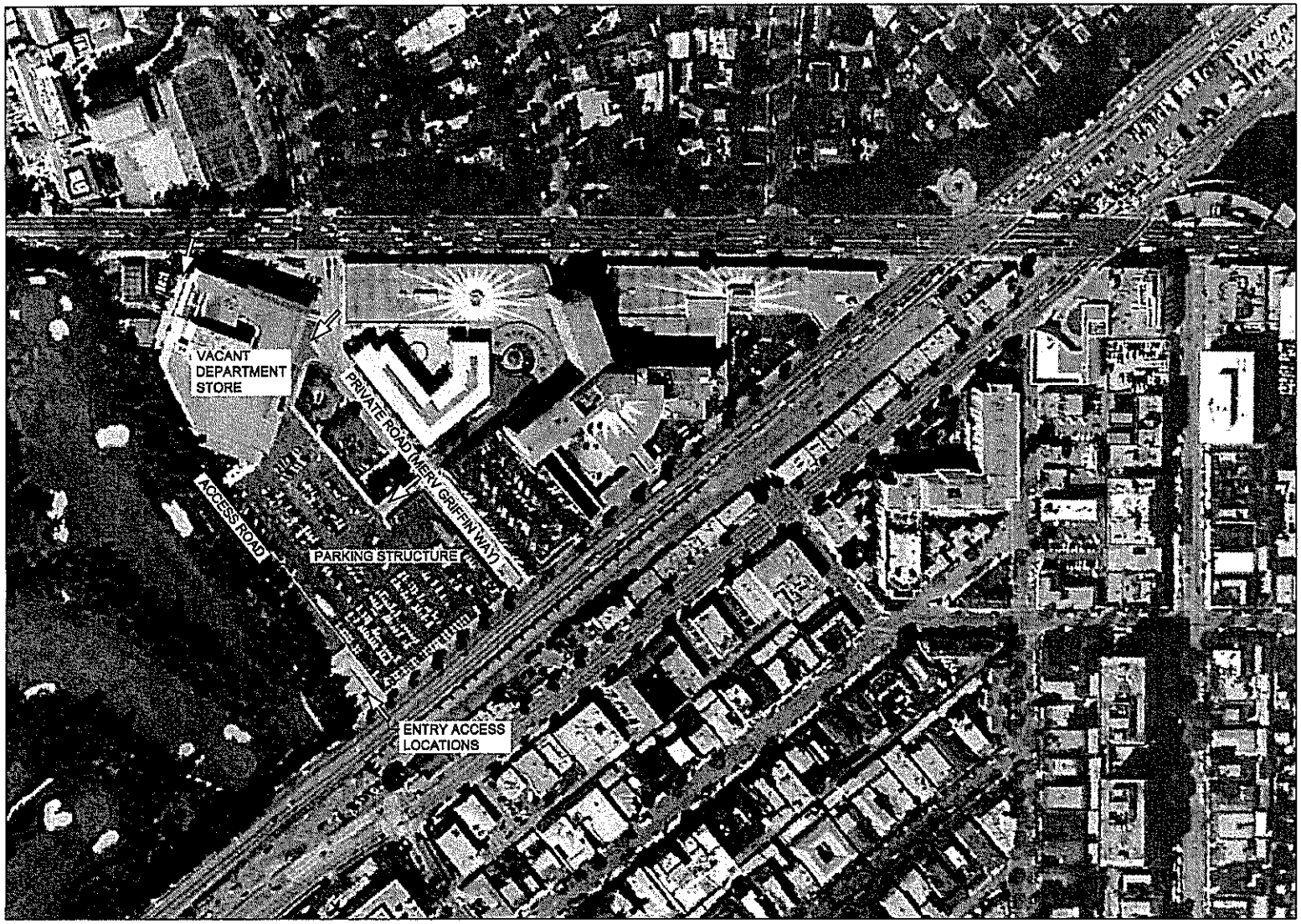


FIGURE 3
EXISTING SITE CONDITIONS

9900 WILSHIRE

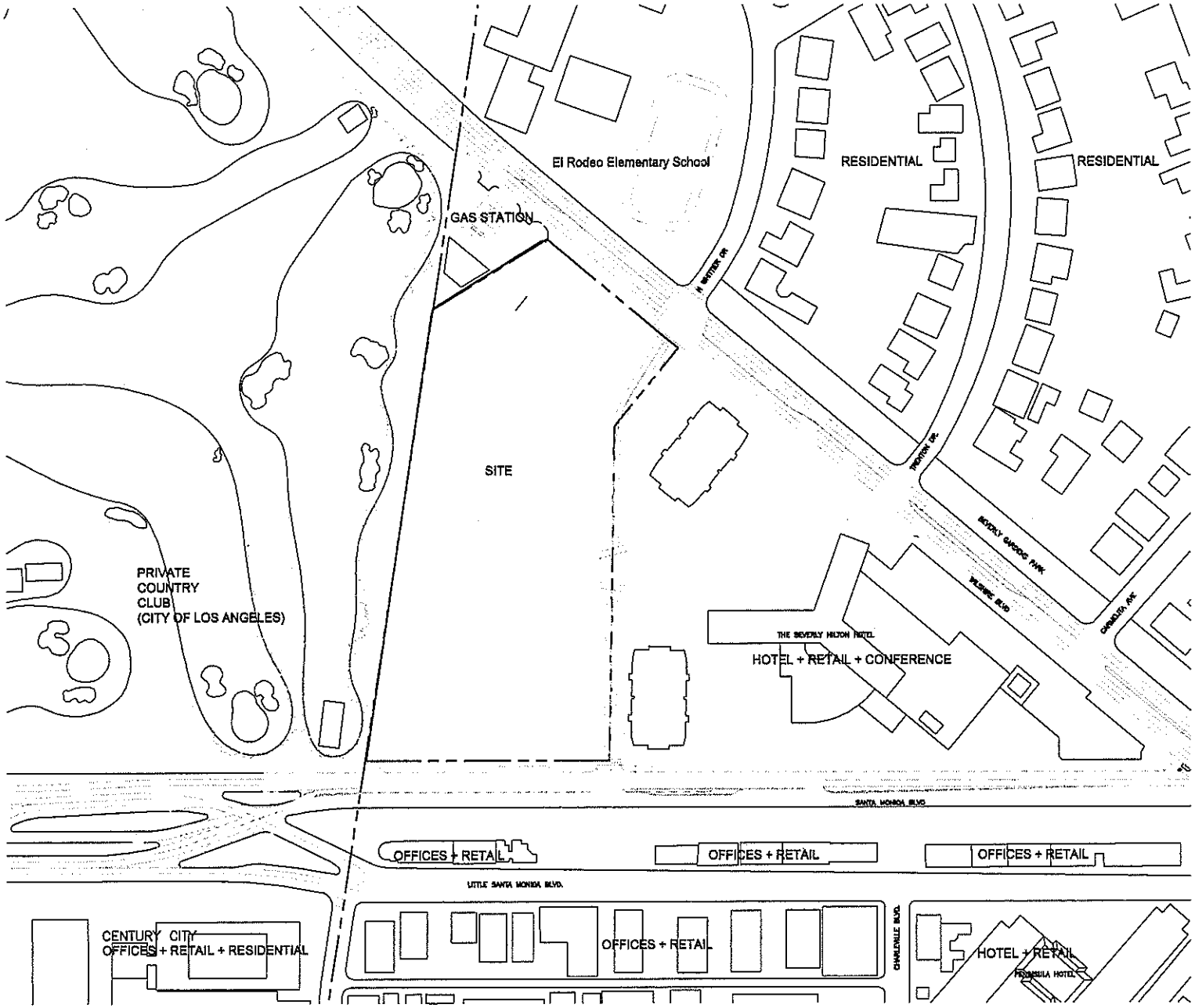


FIGURE 4
SURROUNDING LAND USES

9900 WILSHIRE

A4

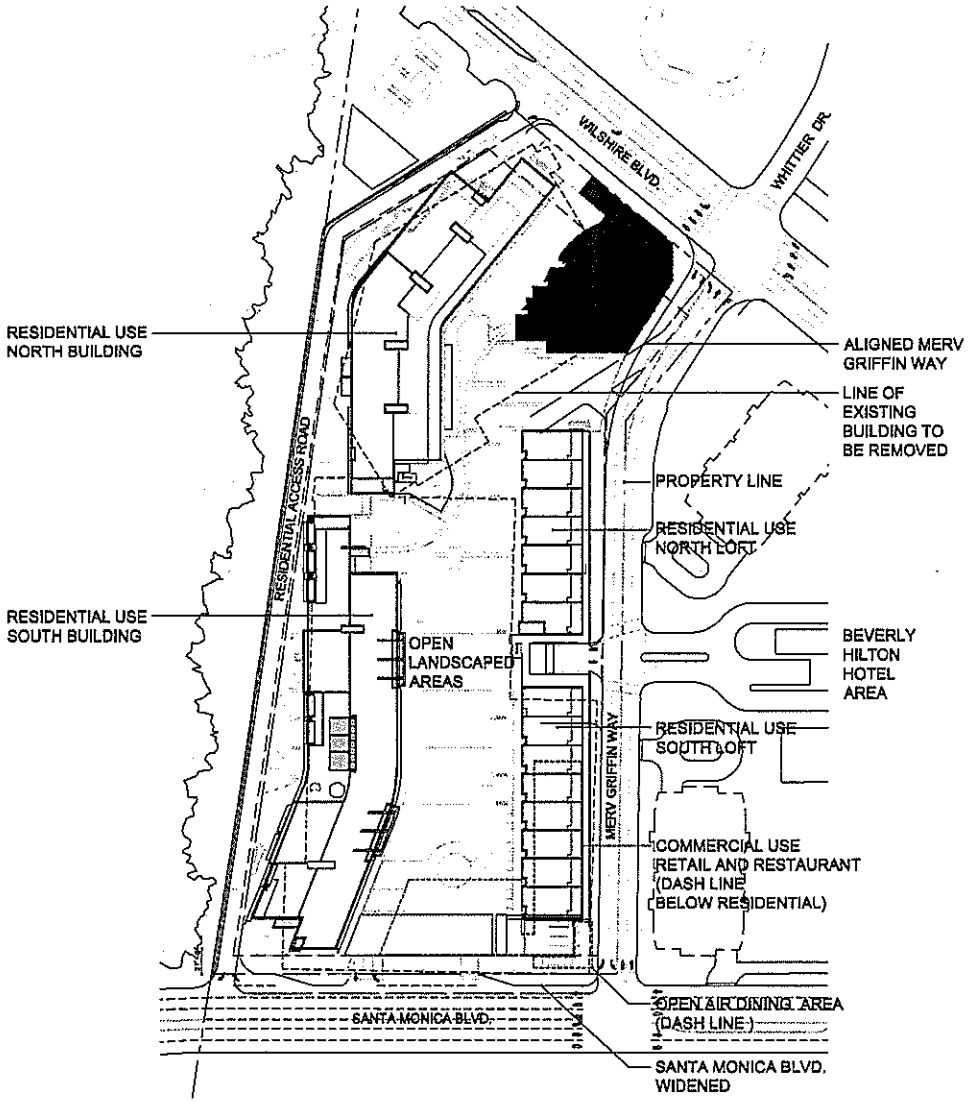


FIGURE 5
SPECIFIC PLAN
LAND USE CONCEPTS

9900 WILSHIRE

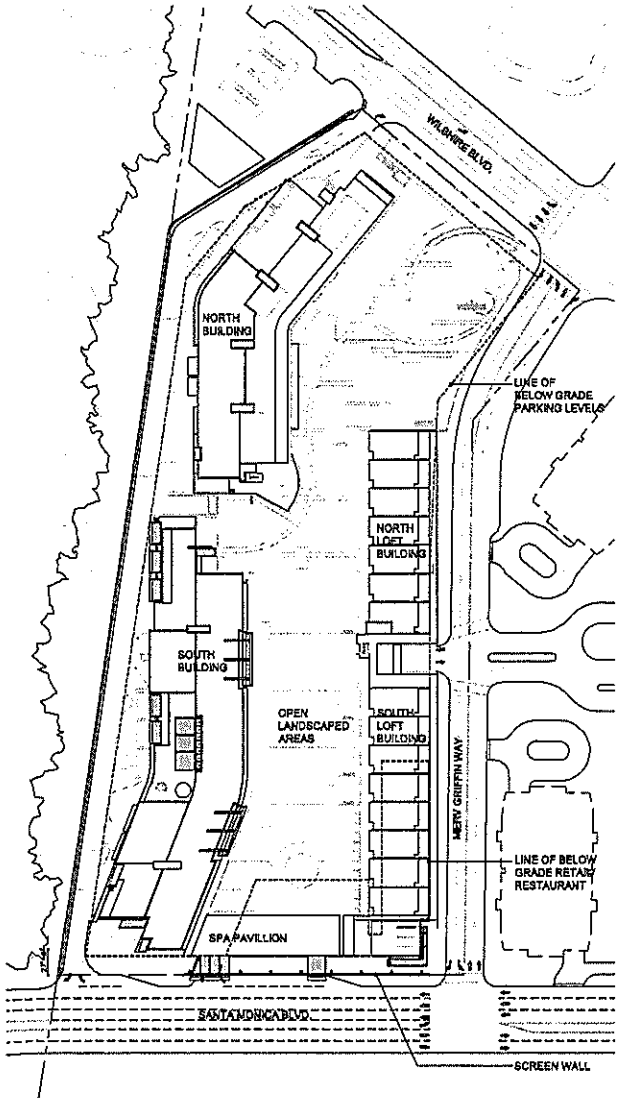


FIGURE 6
SPECIFIC PLAN SITE
/ BUILDING PLACEMENT

9900 WILSHIRE

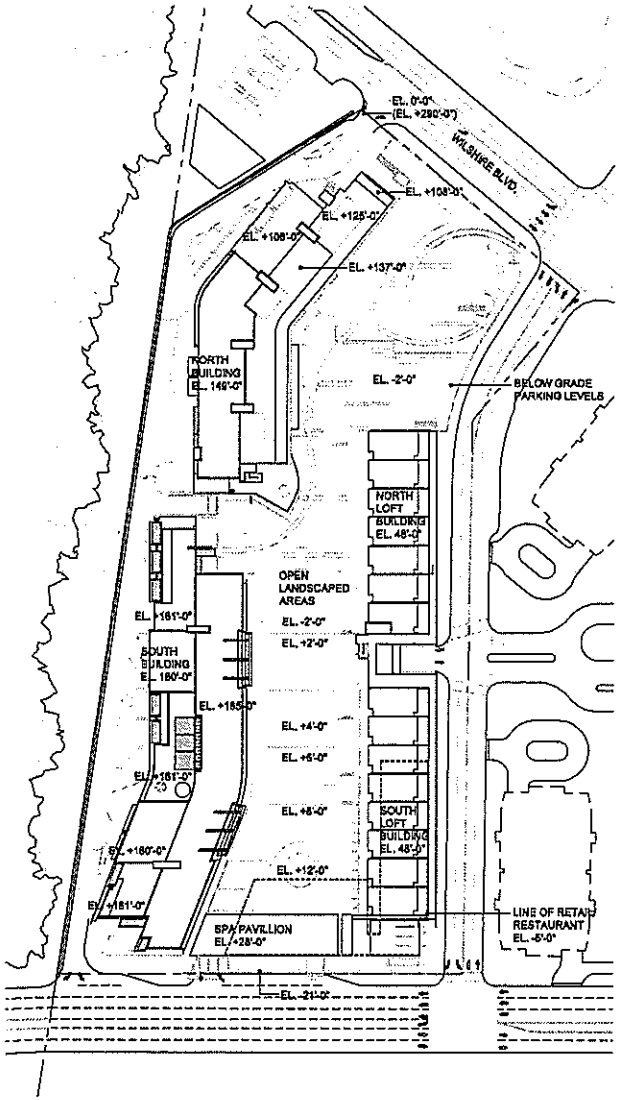


FIGURE 7
BUILDING HEIGHT

9900 WILSHIRE

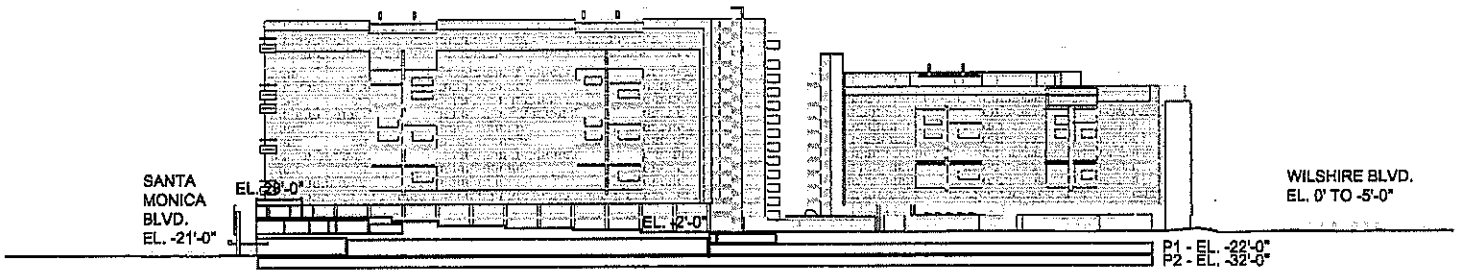


FIGURE 8
SITE SECTION
-WILSHIRE TO
SANTA MONICA
BOULEVARDS

9900 WILSHIRE

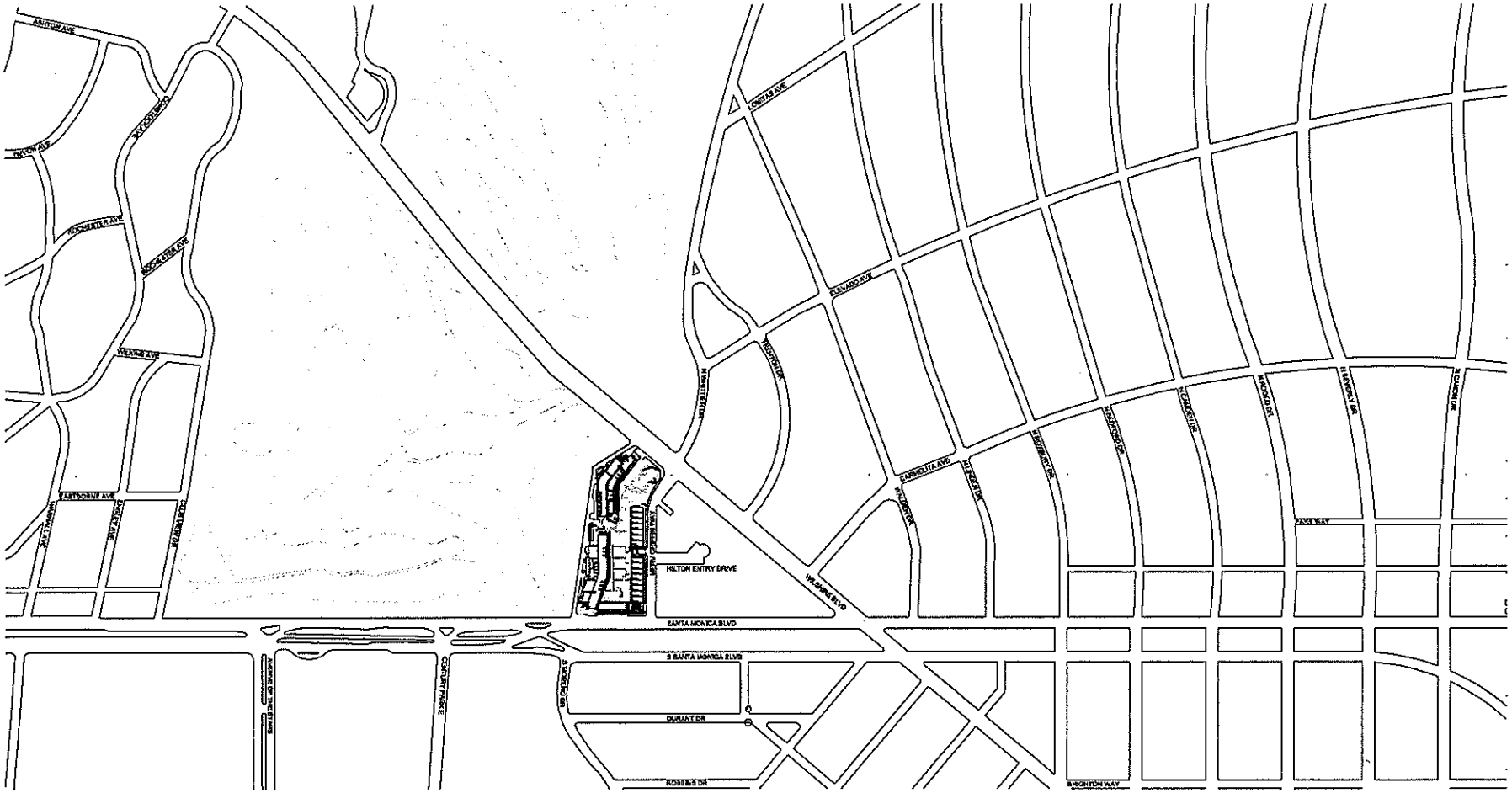


FIGURE 9
SURROUNDING CIRCULATION

9900 WILSHIRE

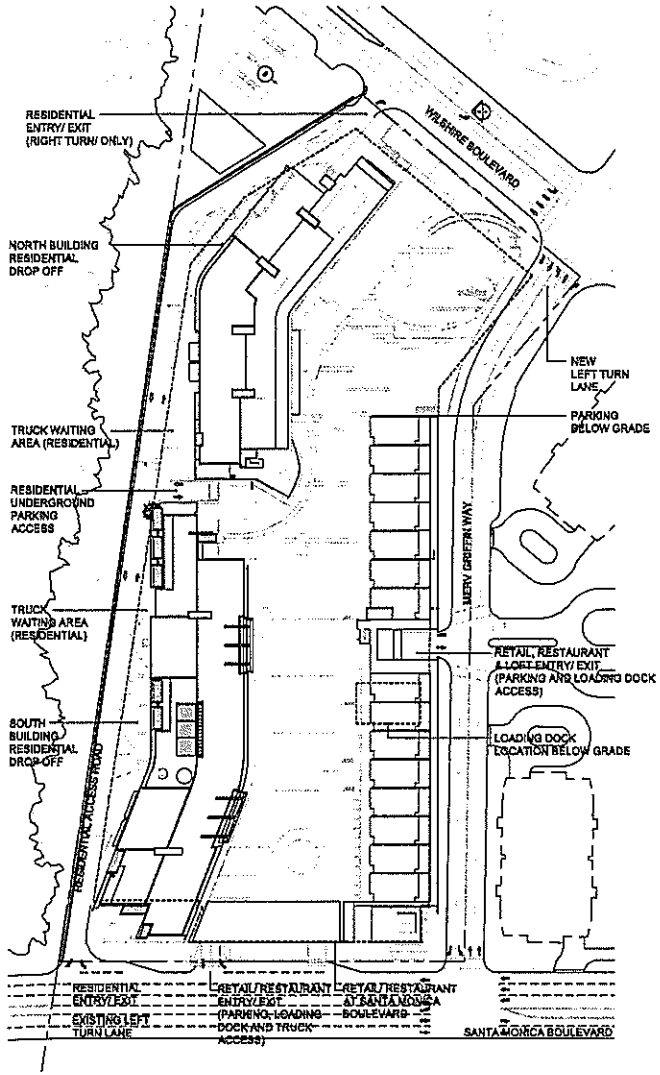


FIGURE 10
ON-SITE CIRCULATION:
ACCESS,
DRIVEWAYS,
ROADWAY
IMPROVEMENTS

9900 WILSHIRE

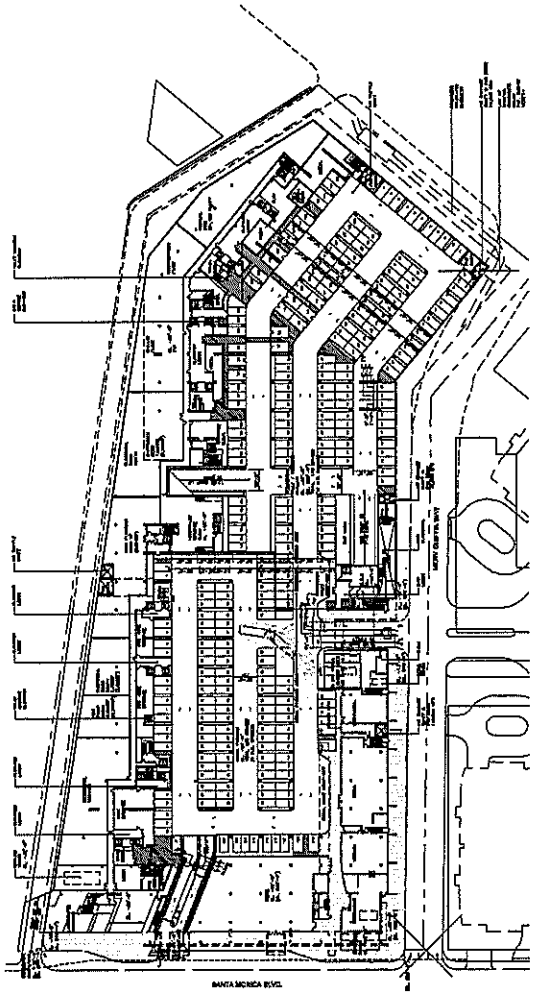


FIGURE 12
PARKING PLAN - LEVEL P1
9900 WILSHIRE

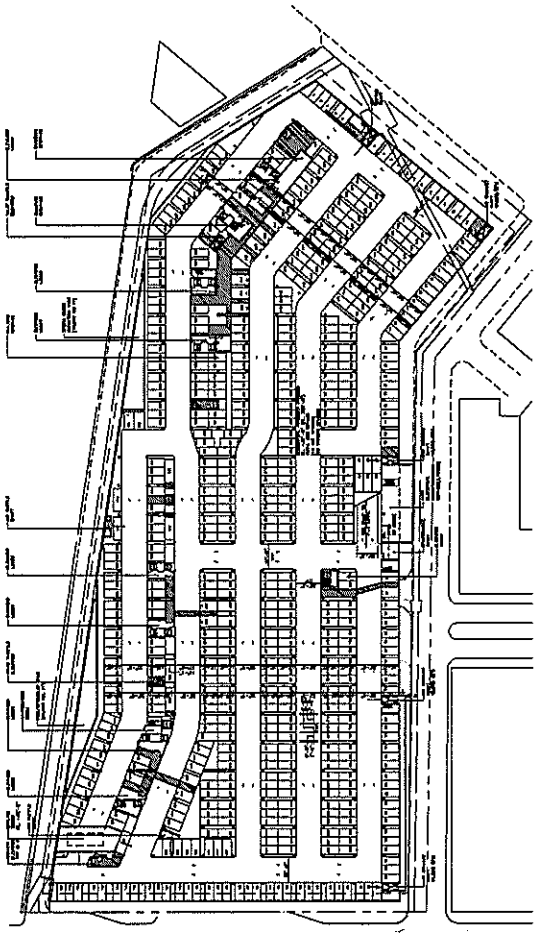
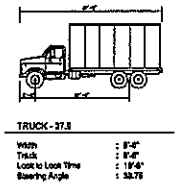


FIGURE 11
PARKING PLAN - LEVEL P2
9900 WILSHIRE



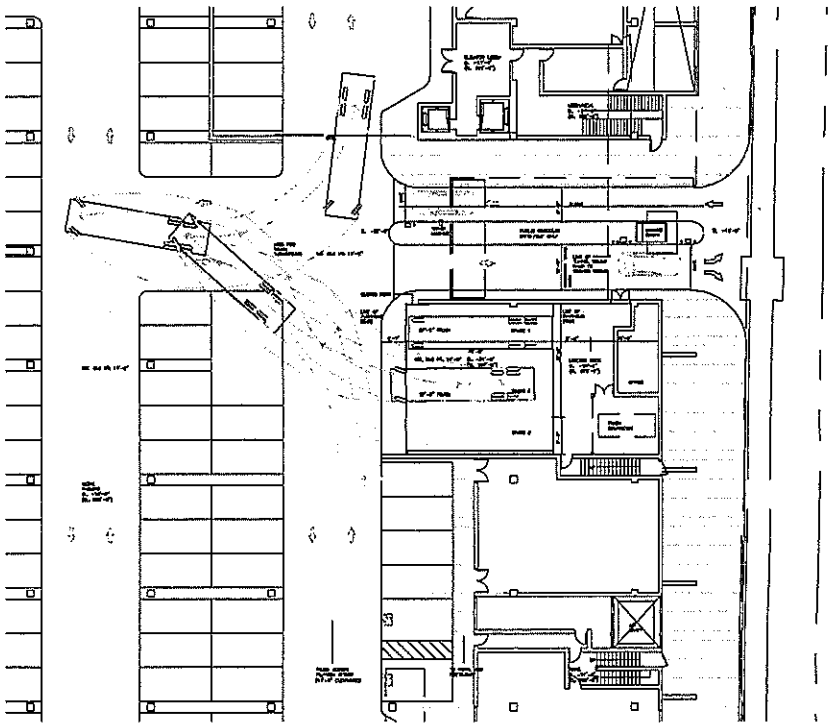


FIGURE 13
LOADING DOCKS
9900 WILSHIRE

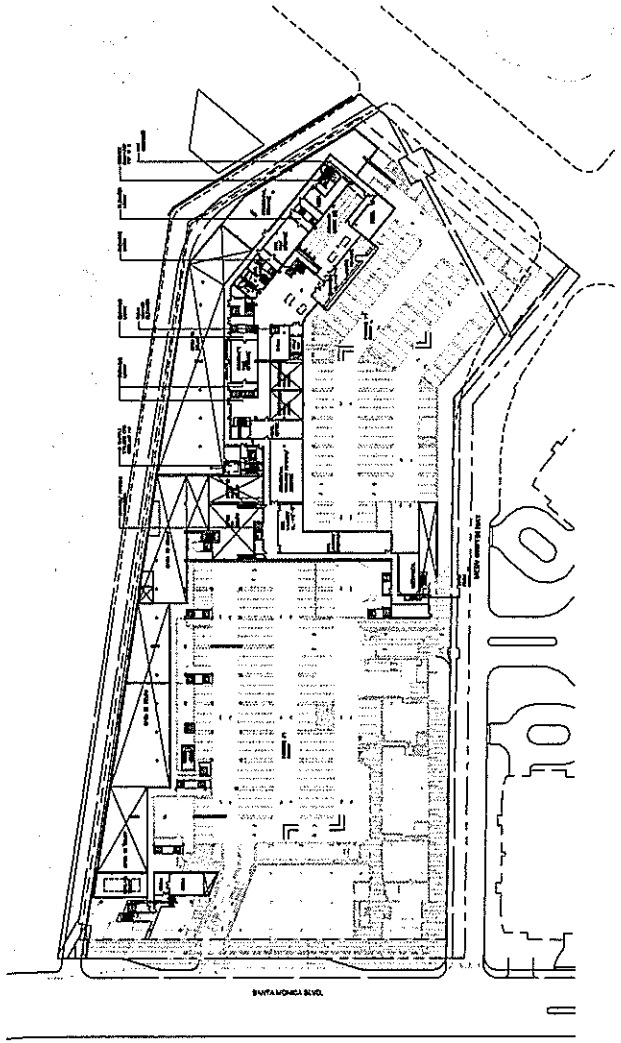


FIGURE 14
CONDOMINIUM BUILDINGS PLAN - MEZZANINE LEVEL
9900 WILSHIRE

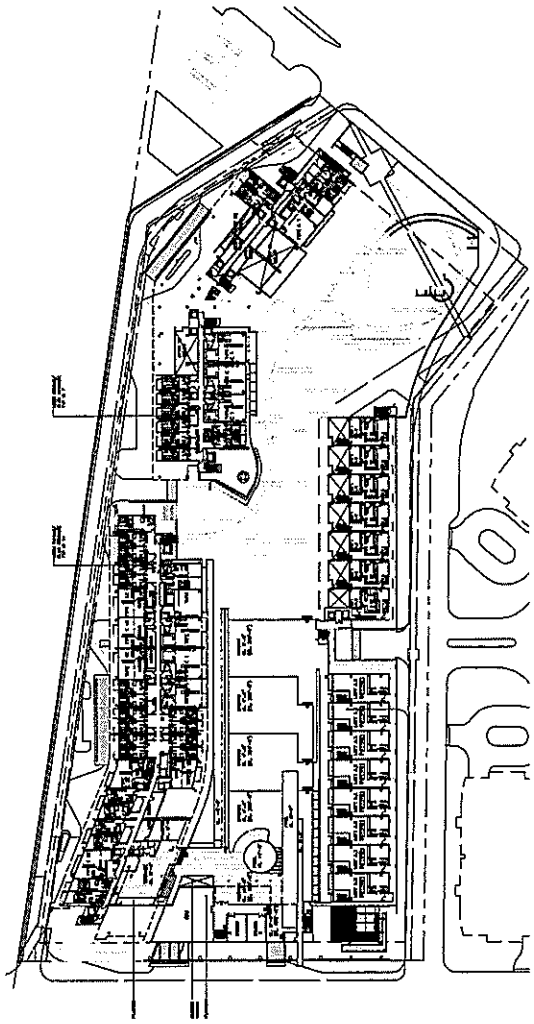


FIGURE 16
CONDOMINIUM BUILDINGS PLAN - LEVEL 2
9900 WILSHIRE

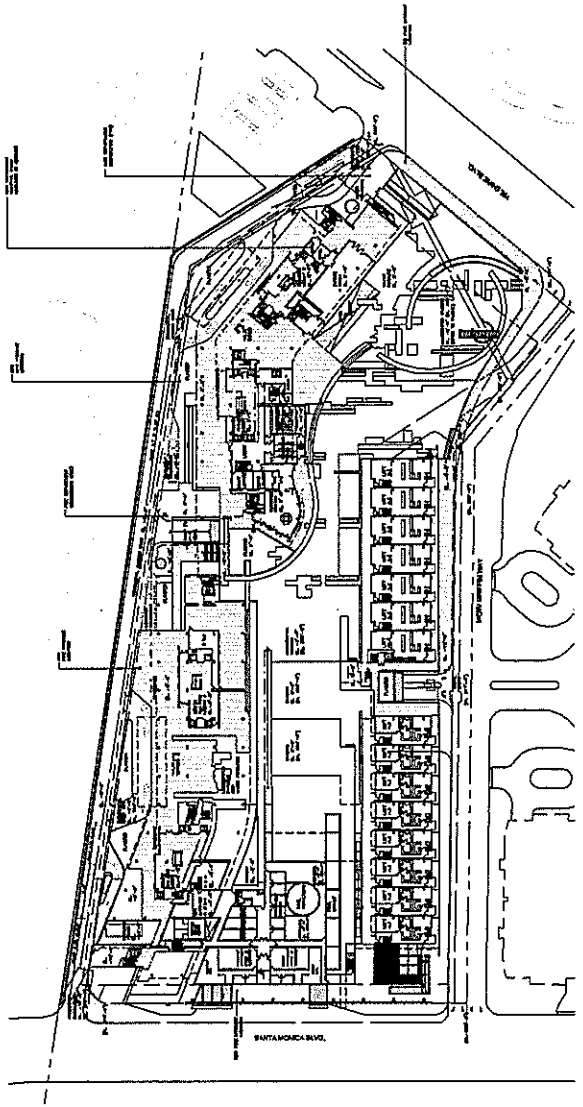


FIGURE 15
CONDOMINIUM BUILDINGS PLAN - LEVEL 1
9900 WILSHIRE

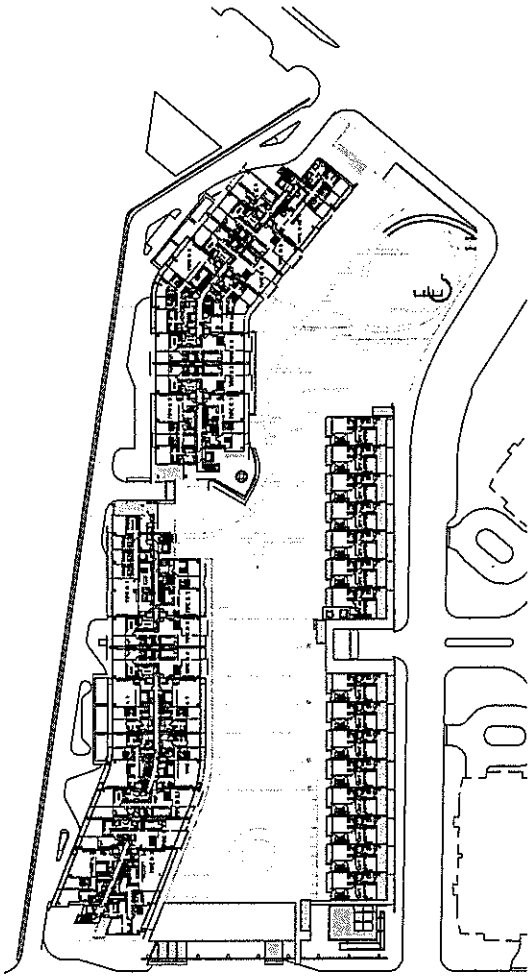


FIGURE 18
CONDOMINIUM BUILDINGS PLAN - LEVEL 4
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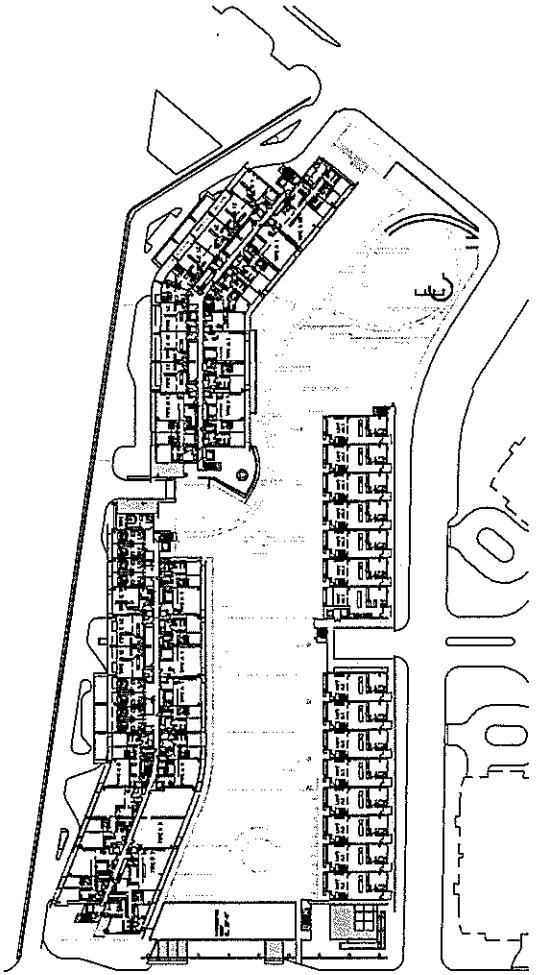

FIGURE 17
CONDOMINIUM BUILDINGS PLAN - LEVEL 3
9900 WILSHIRE

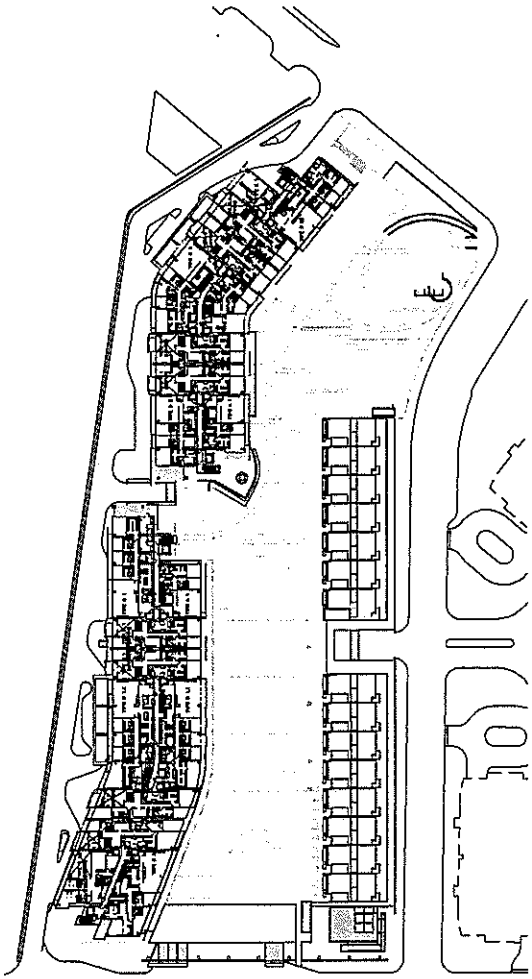

FIGURE 20
CONDOMINIUM BUILDINGS PLAN - LEVEL 6
9900 WILSHIRE

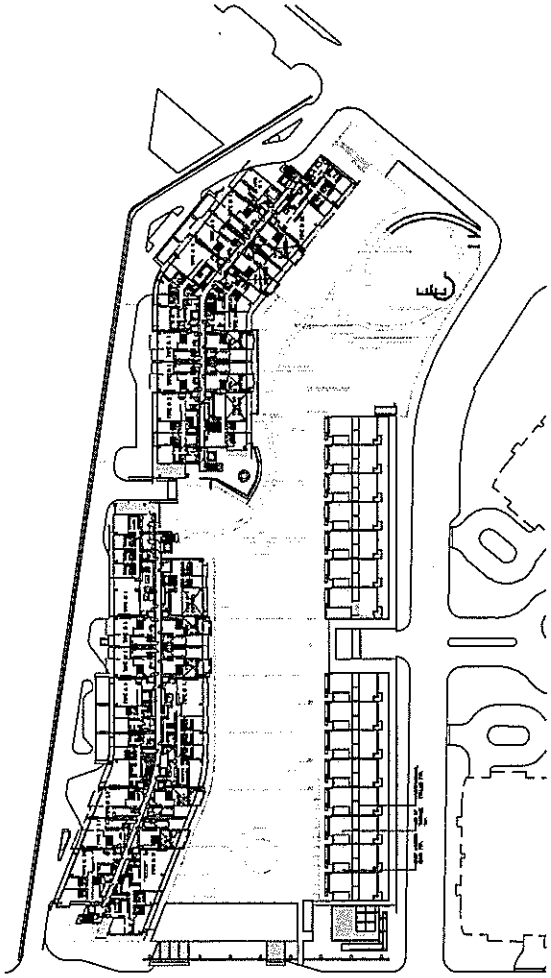

FIGURE 19
CONDOMINIUM BUILDINGS PLAN - LEVEL 5
9900 WILSHIRE

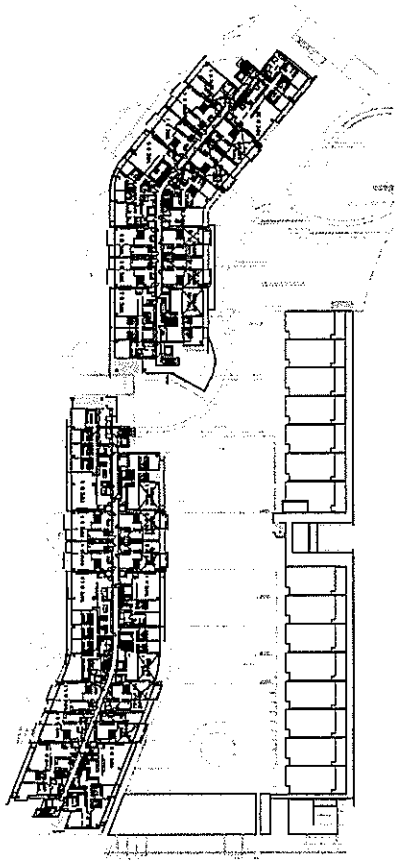

FIGURE 22
CONDOMINIUM BUILDINGS PLAN - LEVEL 8
9900 WILSHIRE

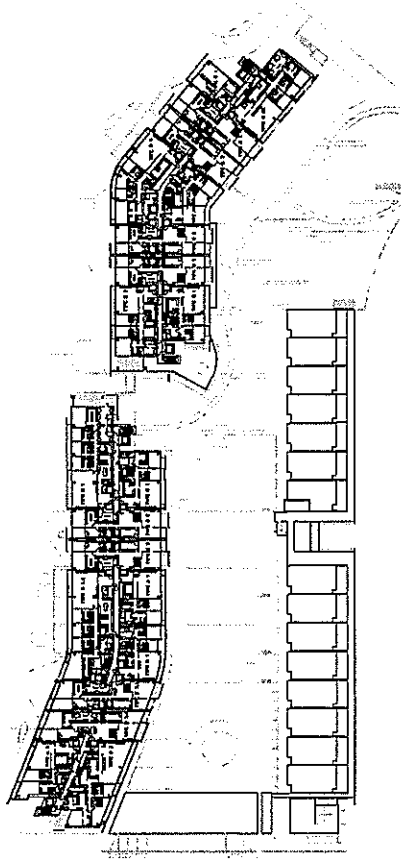

FIGURE 21
CONDOMINIUM BUILDINGS PLAN - LEVEL 7
9900 WILSHIRE

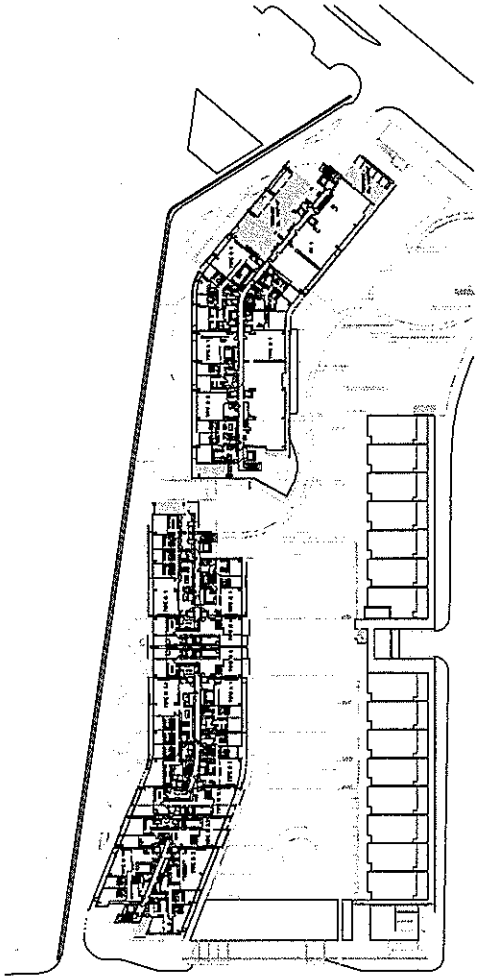

FIGURE 24
CONDOMINIUM BUILDINGS PLAN - LEVEL 10
9900 WILSHIRE

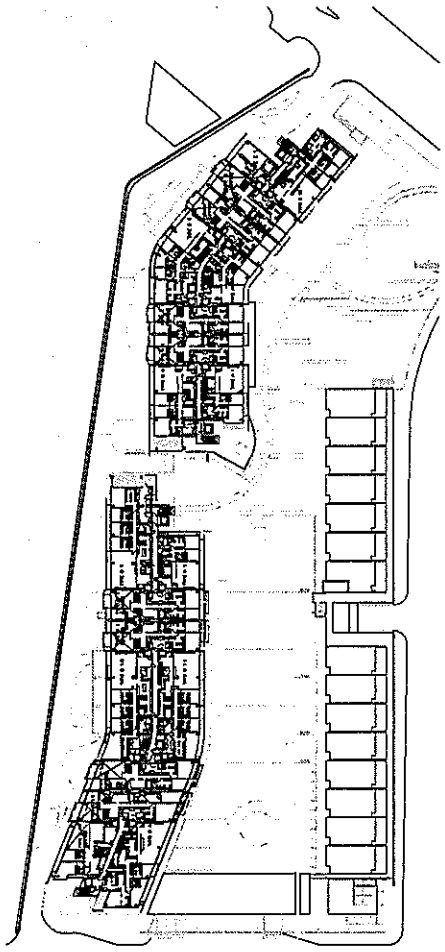

FIGURE 23
CONDOMINIUM BUILDINGS PLAN - LEVEL 9
9900 WILSHIRE

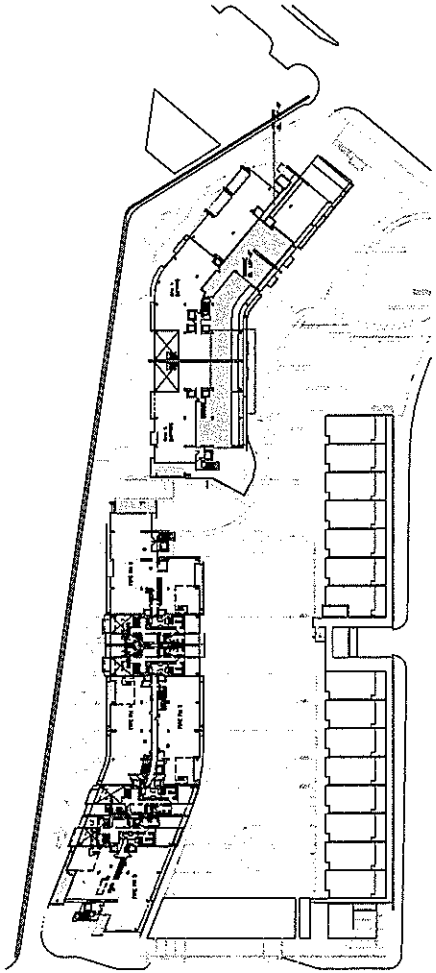

FIGURE 26
CONDOMINIUM BUILDINGS PLAN - LEVEL 12
9900 WILSHIRE

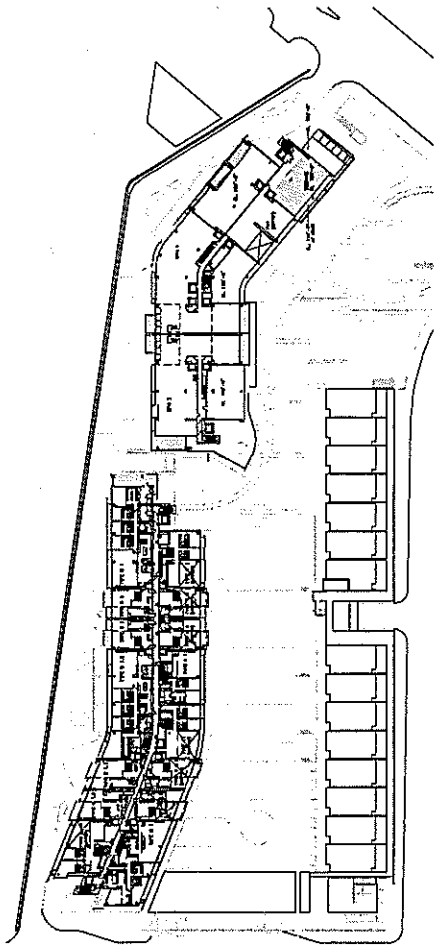

FIGURE 25
CONDOMINIUM BUILDINGS PLAN - LEVEL 11
9900 WILSHIRE

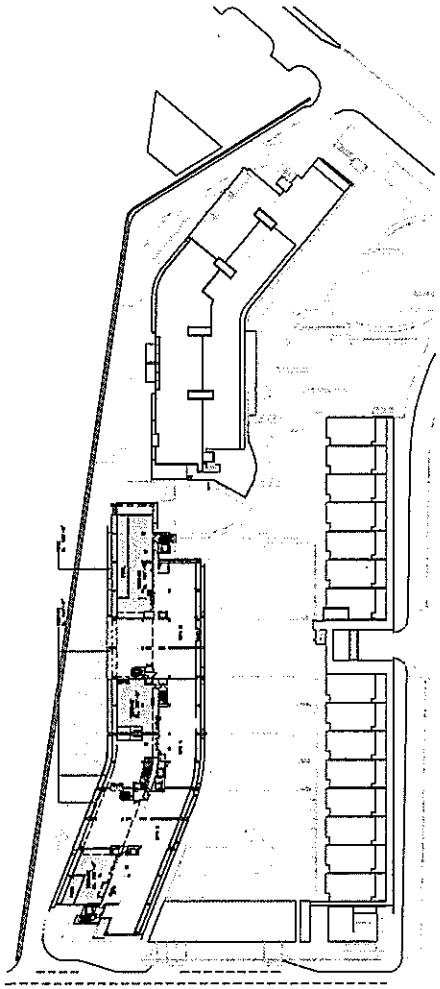

FIGURE 28
CONDOMINIUM BUILDINGS PLAN - LEVEL 14
9900 WILSHIRE

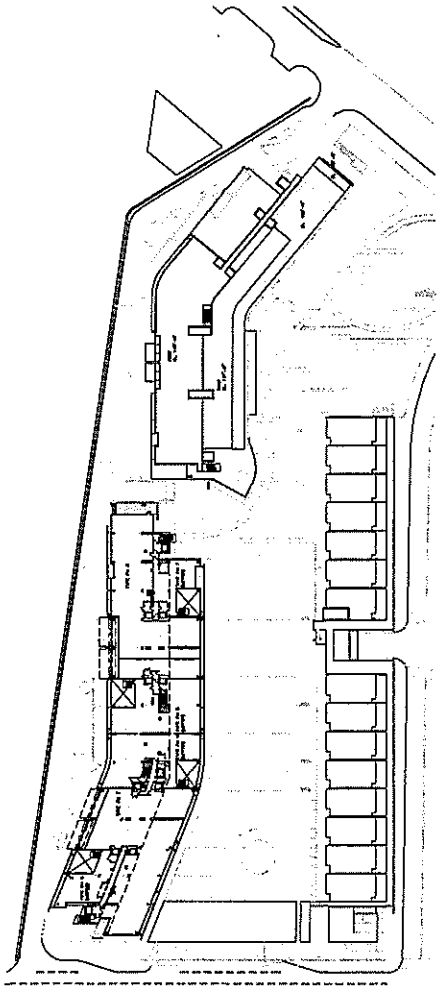

FIGURE 27
CONDOMINIUM BUILDINGS PLAN - LEVEL 13
9900 WILSHIRE

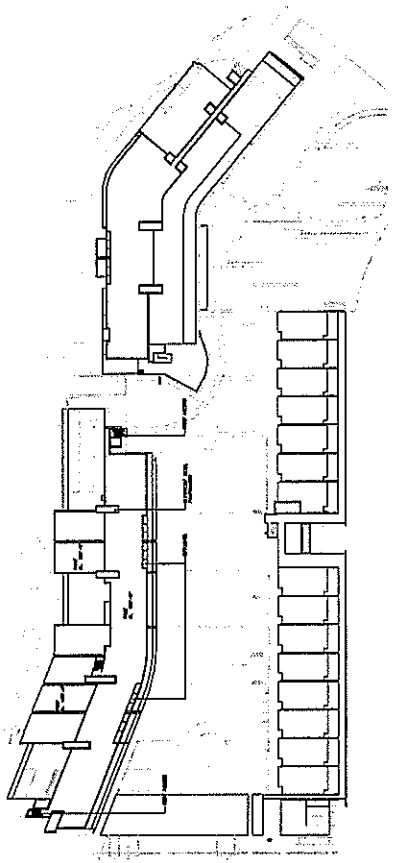

FIGURE 30
CONDOMINIUM BUILDINGS PLAN - ROOF LEVEL
9900 WILSHIRE

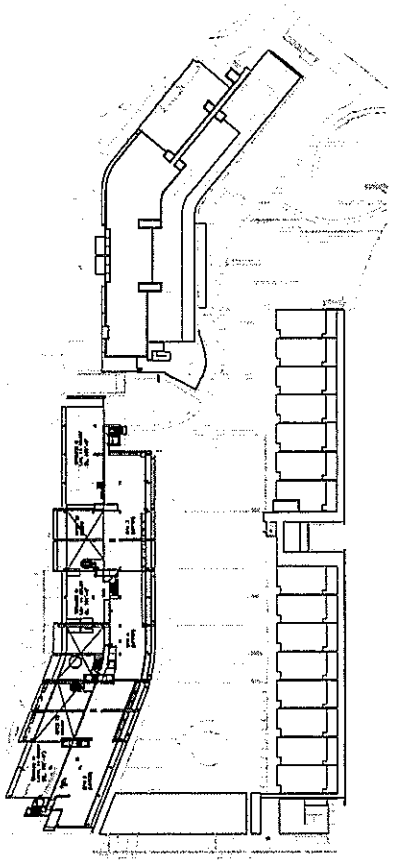

FIGURE 29
CONDOMINIUM BUILDINGS PLAN - LEVEL 15
9900 WILSHIRE

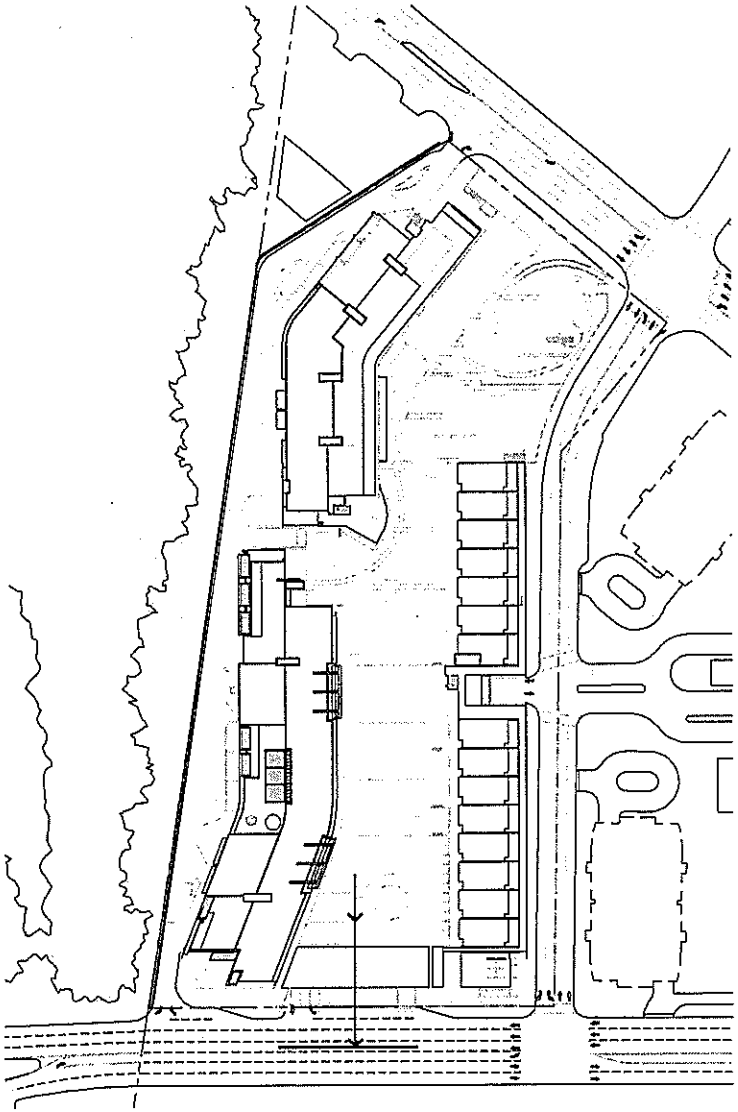

FIGURE 32
SEWER SYSTEM PLAN
9900 WILSHIRE

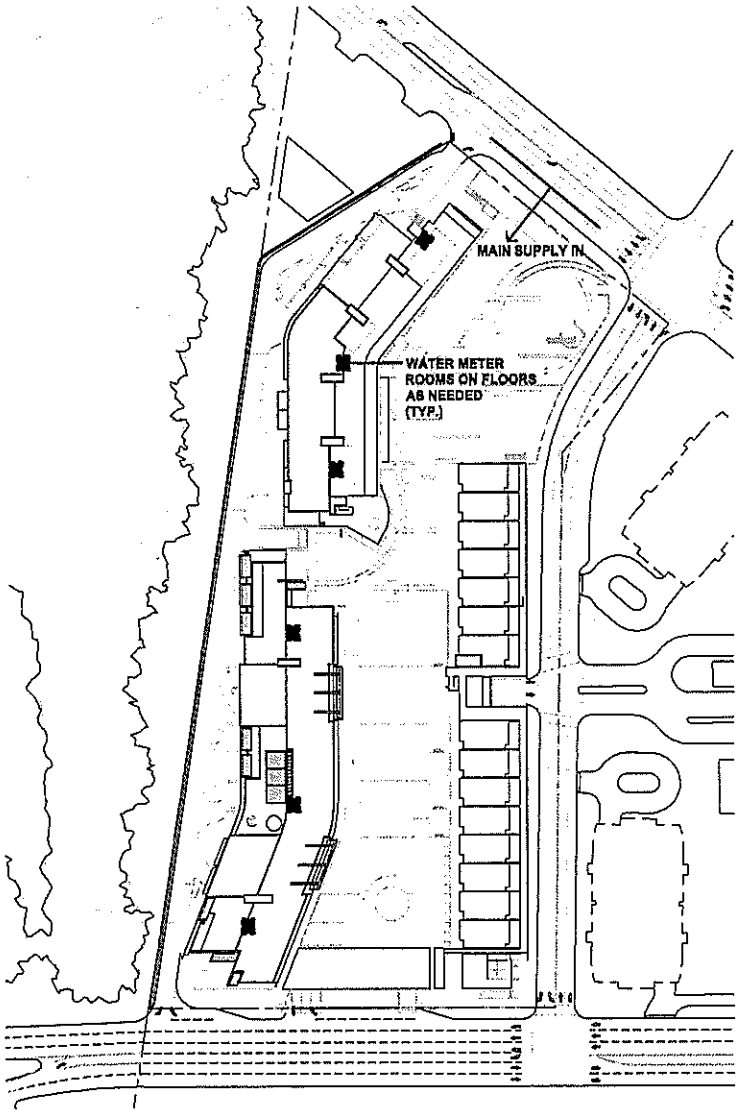

FIGURE 31
WATER SYSTEM PLAN
9900 WILSHIRE

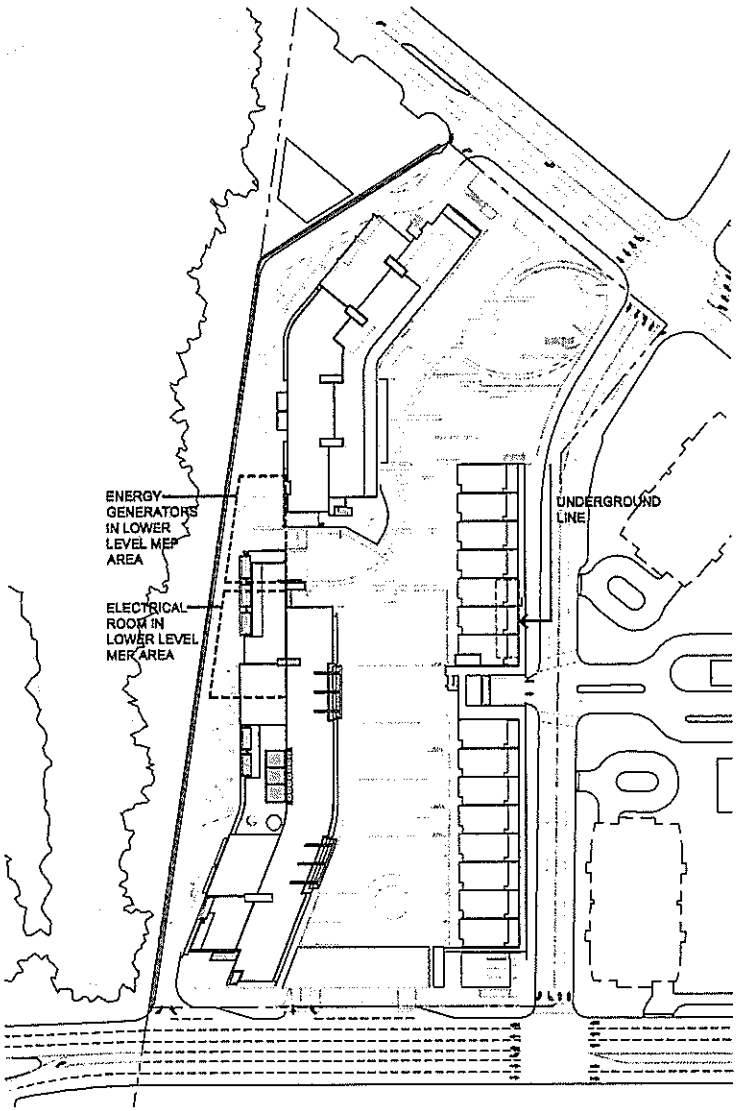

FIGURE 34
ELECTRIC FACILITIES PLAN
9900 WILSHIRE

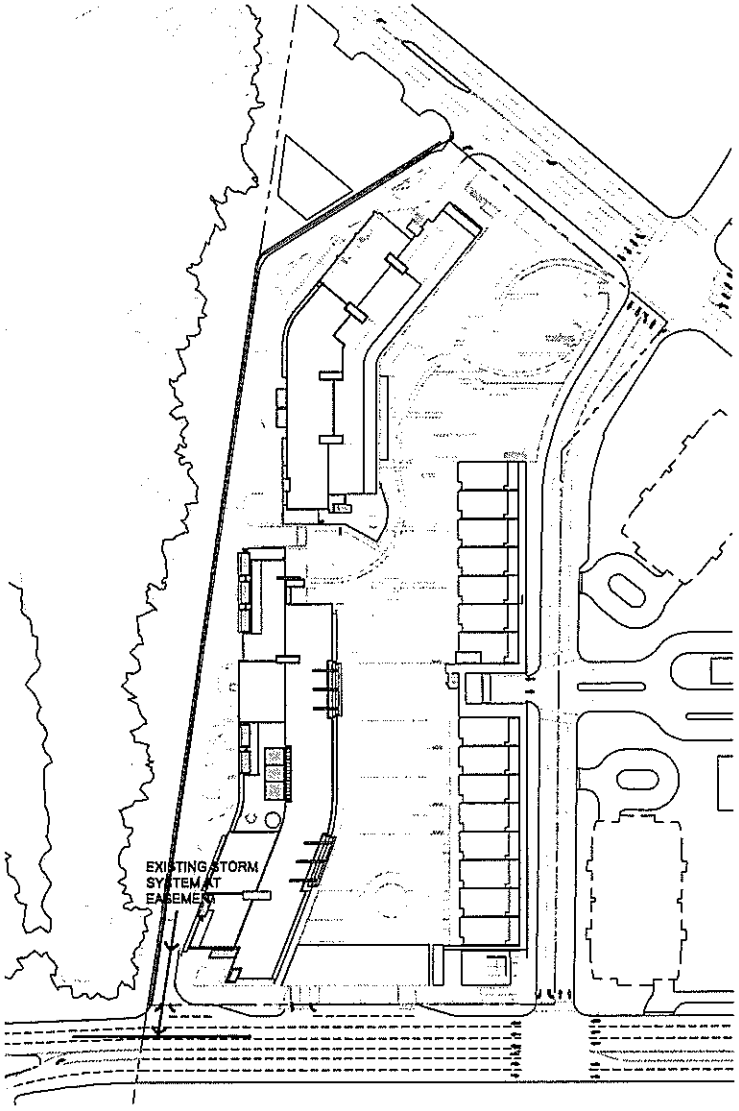

FIGURE 33
STORMDRAIN PLAN
9900 WILSHIRE

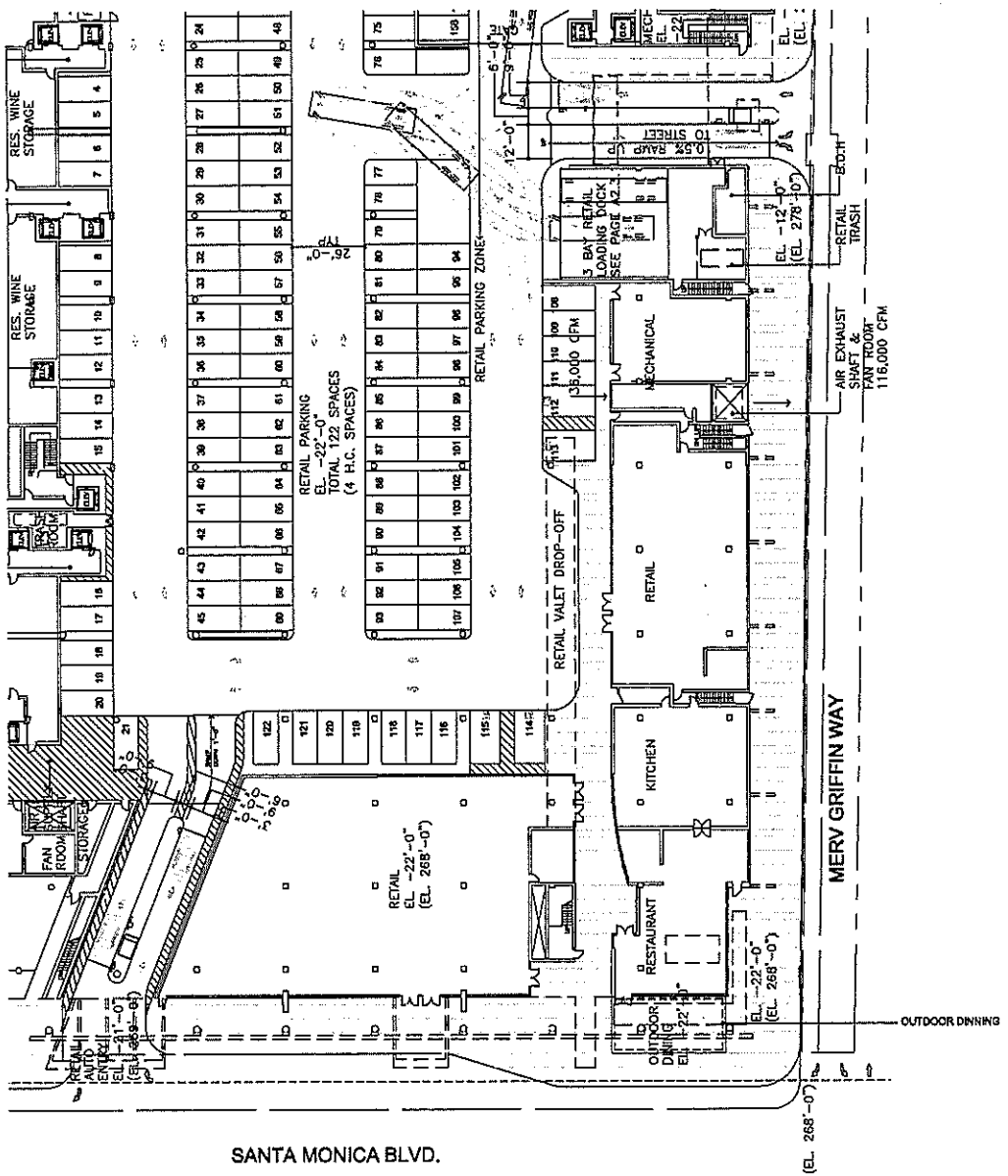

FIGURE 37
RETAIL/RESTAURANT PLAN

9900 WILSHIRE

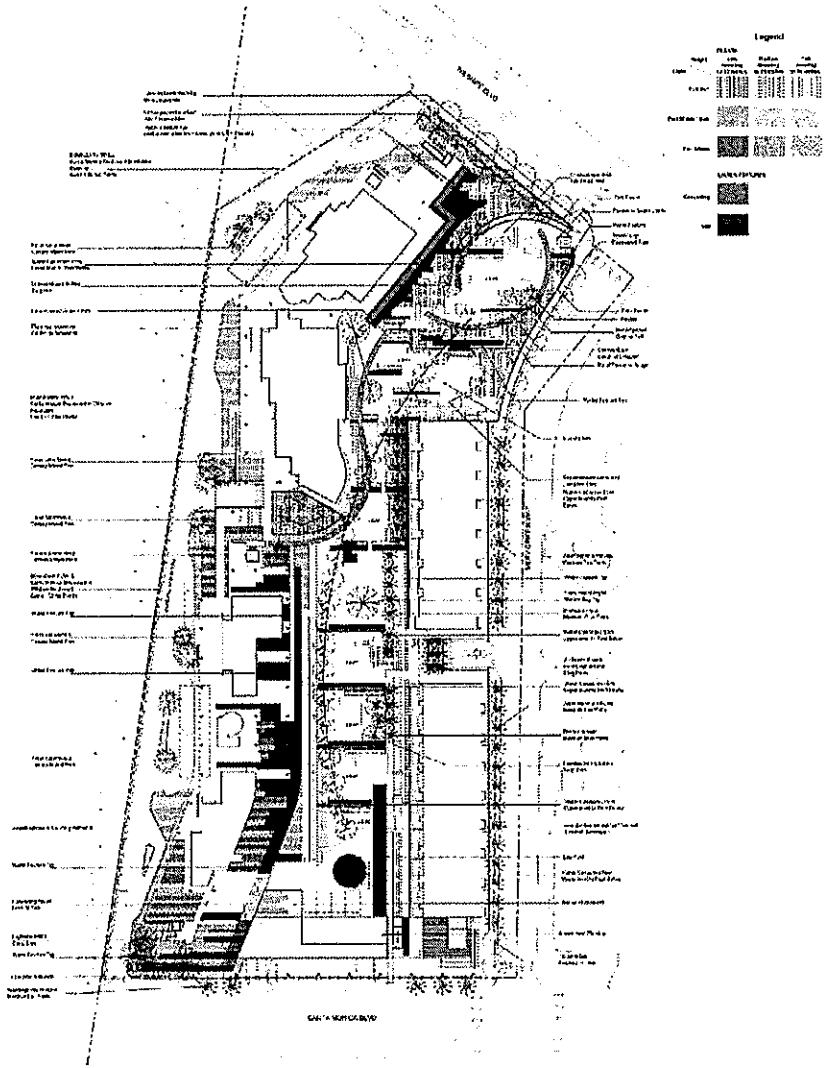

FIGURE 38
OPEN SPACE/
LANDSCAPE PLAN

9900 WILSHIRE

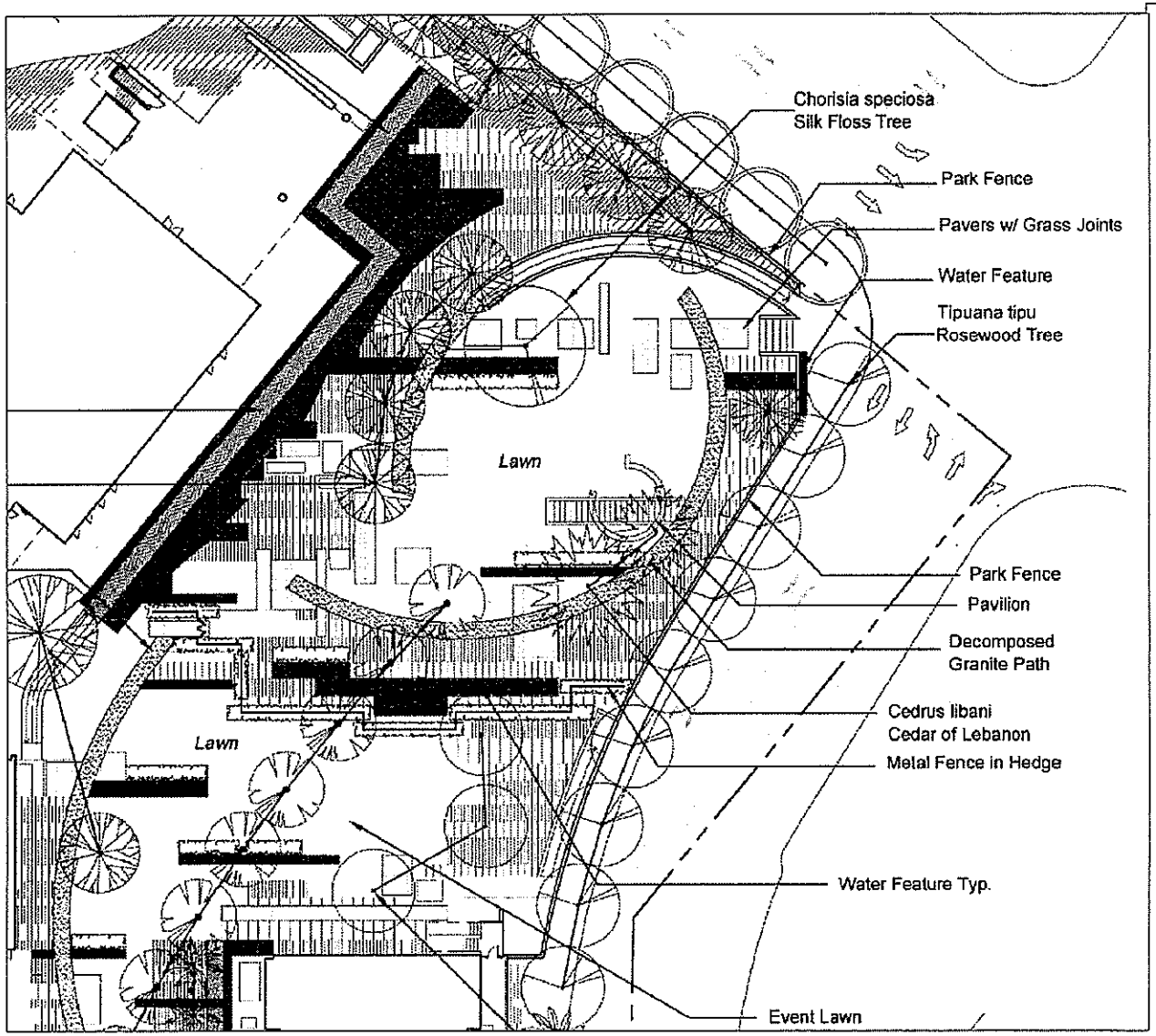

FIGURE 39
ENTRY GARDEN PLAN

9900 WILSHIRE

EXHIBIT C

CONDITIONS OF APPROVAL

Community Development/Planning Project Conditions

1. Compliance with Plans. The Project shall be built in substantial compliance with the plans bearing a revision date of February 7, 2008 and submitted for review to the City Council along with the Planning Commission's recommendations on the project. These plans shall be kept on file with the City Clerk's office and the Department of Community Development/ Planning, inclusive of Exhibit A, "Standard Conditions List," and Exhibit B, "Mitigation Monitoring Program," which are incorporated herein by reference and made conditions to the approval of the Project. The Project shall be subject to additional conditions as may be imposed by the Architectural Commission.

2. Minor Amendments. Minor amendments to the Conditions of Approval may be approved by the Director of Community Development and shall not require an amendment to the 9900 Wilshire Specific Plan.

3. Number of Residential Units. In no case shall the Project include more than 235 residential units in accordance with the approved plans and details contained in approved 9900 Wilshire Specific Plan. The total square footage of the two condominium buildings including back of house and common areas shall not exceed 894,658 inclusive of the 80,587 square feet of below grade (mezzanine) back of house area.

4. Commercial Space. In no case shall the project include more than a maximum 16,456 square feet of commercial space which includes a maximum 4,800 square foot restaurant including not more than 600 square feet of outdoor dining in the location shown in the Specific Plan. ,

5. Restaurant Noise. No amplified music is permitted in the outdoor dining area of the restaurant. And no amplified music inside the restaurant shall be audible from the exterior of the restaurant.

6. General Parking Requirements. The project shall provide not less than 803 standard size parking spaces as shown in the approved plans. This number may be modified by the Director of Community Development up to 5 spaces to accommodate the final design of the parking layout.

7. Residential Parking. A total of not less than 681 standard size residential parking spaces shall be provided. Of these, not more than 28 spaces may be tandem., Tandem spaces may not be used for guest parking. Parking spaces for residential units are required to comply with the City's Municipal Code standards and shall be used solely for the parking of the personal vehicles of residents, their guests, and employees associated with the condominium units. Parking spaces for residential units may not be leased, subleased, sold, transferred, or otherwise separated from the unit for which the parking spaces are required and shall not be dedicated to or used to provide parking for any off-site use. Parking spaces for the residential units shall be permanently assigned to each unit and shall be labeled as such.

8. Commercial Parking: A minimum of 99 parking spaces (including 31 tandem spaces) shall be provided for the commercial uses. A total of 122 spaces shall be provided for the commercial area, however, the excess 23 spaces may be leased on a month to month basis or shorter term. A valet shall be on-site and operating pursuant to the approved Parking Valet/Operations Plan set forth under Condition 14 below for the tandem spaces.

9. Parking Accessibility. A minimum of 19 (15 residential and 4 commercial) parking stalls shall meet the requirements of the Americans with Disabilities Act ("ADA") for an accessible parking space.

10. Employee Parking. Commercial tenants, including any restaurant, shall provide free on-site parking for all on-site employees at all times. All leases or sales agreements for commercial space within the Project shall contain provisions to implement this requirement. An employee shall be defined as a person in the service of another under any contract of hire, express or implied, oral or written, where the employer has the power or right to control and direct the employee in the material details of how the work is to be performed.

11. Customer Parking. Two hours free validation parking shall be provided for patrons of the commercial tenants, after which market rates for parking may be imposed. All leases or sales agreements for commercial space within the Project shall contain provisions to implement this requirement.

12. Pedestrian Signage. Prior to the issuance of occupancy permits for the Project, the Applicant shall install sufficient signage, as determined by the City Traffic Engineer, on both the interior and exterior of the parking garage to protect pedestrians from drivers entering/exiting all access points of the residential and commercial garages.

13. Signage. Prior to the issuance of a building permit, the Applicant shall submit the unified sign plan required by Section 4.6 of the Specific Plan for review and approval. Said unified sign plan shall include, but not be limited to, provision of appropriate signage and precautionary devices inside the parking garage. Thereafter, all project signage shall conform to the unified sign plan.

14. Parking Valet/Operations Plan. Prior to the issuance of any occupancy permit, the applicant shall prepare and shall have received approval from the City's Planning Division and Transportation Division of a Parking Valet/Operations Plan for both commercial tandem parking operations and residential parking operations. The residential parking operations plan shall include plans to meet the parking needs generated by large on-site events and parties (i.e. to include the aggregate number of people generated for multiple, simultaneous small events occurring on-site). Thereafter, the applicant and subsequent homeowners association shall implement said plan for any large on-site events and parties. The requirement for this residential operations plan shall be incorporated into the Covenants, Codes and Restrictions for the condominiums.

15. Parking Garage Safety/Technology. The applicant shall install state-of-the-art devices to ensure that cellular reception in the parking garage is adequate for police, fire and the health and safety of residents and visitors in the parking structure.

16. Loading. Prior to issuance of occupancy permits and subject to the review and approval of the Directors of Community Development and Public Works and Transportation, the Applicant shall provide a Loading Management Plan to minimize loading-related impacts from the Project on adjacent land uses. The Loading Management Plan shall identify permissible hours for loading and shall designate a delivery monitor to monitor the loading area and deliveries in order to control the circulation activities and to prevent overcrowding in the loading area. The City hereby retains the authority to impose additional conditions on the Project to address loading, delivery and parking issues, including without limitation the authority to require valet parking for patrons of the commercial uses. The Applicant shall comply with the approved Loading Management

Plan and any additional conditions imposed after adoption of this Resolution and after adoption of the Loading Management Plan, in order to address parking, loading and delivery issues. No loading shall occur on Wilshire Boulevard or Santa Monica Boulevard.

17. Public and Common Areas. All public and common areas and facilities shall be clearly depicted, described, or both in the final plans reviewed by the Department of Community Development/Planning prior to issuance of a building permit.

18. Rooftop Uses. Rooftop uses and structures are limited to the 5 private terraces with pools/spas with trellises as shown on the approved plans. The trellises on the North Building, Level 10 (2 units at north end at Elevation 108' (no pool)), and Level 11 (1 unit at north end at Elevation 120' (no pool) shall be limited to a maximum 10 feet in height and shall be set back from the face of any exterior wall of the floor immediately below so that a forty five degree (45°) angle to the vertical plane of the nearest outside wall is not intersected.

19. Green Building Design. The Project shall be constructed to meet the "Certified" rating pursuant to the City's green building rating system, which means achieving not less than 26 points out of a possible 69 points as set forth in the City's Green Building/Sustainability Checklist ("Checklist") attached hereto and incorporated herein as Exhibit D. A green building plan shall be submitted as part of the application for a building permit. The green building plan shall indicate which points in the Checklist that the project will utilize, and indicate where compliance with each selected point is shown on the plans. The applicant shall be required to implement all points shown in the final green building plan. The Building Official or his designee shall verify compliance with each selected point prior to issuance of a final certificate of occupancy. The Building Official

may conduct other inspections as needed to ensure compliance with this condition. The Applicant may request amendment of the green building plan and such amendment may be approved by the Building Official as along as the cumulative point's total 26. If the City Council adopts a green building ordinance prior to the submittal of an application for a building permit, the applicant shall comply with said Ordinance.

20. Gray Water Usage Requirement. The applicant shall install a gray water system as required by Section 3.4 F of the Specific Plan, including sufficient plumbing features to allow gray water to be used for landscaped areas on the property. All plumbing requirements shall be subject to review and approval by the City's Building and Safety Division.

21. Architectural Commission Review. Prior to the issuance of building permits, the design, materials and finishes of the building, and proposed landscaping shall be subject to the review and approval of the Architectural Commission. The Applicant shall submit final landscape, lighting and irrigation plans that include mature-sized plantings along the property to provide an appropriate visual and aesthetically pleasing transition between the property and the neighboring property on the east side of Merv Griffin Way. Particular attention shall be paid to the garden areas. Landscape plans shall be prepared by a licensed landscape architect.

22. Final Building Plans. Final building plans shall be consistent with the preliminary plans approved by this Resolution and shall be prepared by a licensed professional.

23. Traffic/Crossing Guard. During Project construction, the applicant shall hire a crossing guard to assist children in crossing Wilshire Boulevard, Santa Monica Boulevard and Little Santa Monica at the beginning and end of each school day. In addition, if

deemed necessary by the Environmental Compliance Monitor, an additional guard shall be hired during construction on an as-needed basis to ensure the safety of children walking the length of Merv Griffin Way before and after school.

24. Hiring Practices. The applicant shall require the Constructor Manger/Supervisor to verify that no construction workers have prior felony record prior to hiring of any such workers, and shall not hire any such workers with such prior felony record to work on this Project. The on-site Construction Manger/Supervisor shall assure that no employees, subcontractors of any tier, material suppliers or consultants have direct contact with students from the Beverly Hills Unified School District during the performance of their duties, unless required within the scope of their duties and with the knowledge or approval of the Construction Manager/Supervisor. The applicant shall be responsible for verifying that any security personnel and/or crossing guards have no prior felony record prior to hiring of any such workers. Compliance with this provision shall be verified by the Environmental Compliance Monitor.

25. Traffic Signal at Merv Griffin Way/Santa Monica Boulevard. The applicant shall install a traffic light at the Merv Griffin Way/Santa Monica Boulevard intersection. Installation and plans for the traffic light are subject to review and approval by the City's Traffic Engineer and Building and Safety Division. The applicant may be entitled to a fair share reimbursement from other projects that impact this intersection and necessitate the traffic light. The traffic light either shall be installed and operational prior to construction, or the applicant shall provide adequate security for installation prior to the approval of any final subdivision map.

26. Santa Monica Boulevard Roadway Improvements. Prior to the issuance of a certificate of occupancy, the applicant shall provide the right-of-way dedications to the City as shown on the approved plans and subject to review and approval by the City's Public Works Director. As approved by the Public Works Director, the applicant shall install and pay for improvements to the Santa Monica Boulevard right-of-way adjacent to the Project as shown on the approved plans, including but not limited to landscaping and street improvements.

Landscaping and Irrigation

27. Prior to final building inspection, the Applicant shall install all proposed irrigation and landscaping, including irrigation controllers, staking, and mulching, in accordance with the Architectural Commission's approval of the final project design.

28. Prior to occupancy, the Applicant shall submit a letter from the Project landscape architect certifying that all landscape material and irrigation has been installed and is functioning according to the approved landscape plans.

29. The property owners and successors in interest, including but not limited to any homeowners association, shall be responsible for the maintenance of the site drainage system, sidewalks, parkways, street trees and other landscaping, including irrigation, within and along the adjacent public right-of-way and all public and private open areas on the site including the western half of Merv Griffin Way. The covenants, codes, conditions and restrictions for this project shall specifically reflect this obligation.

Other City Departments' Requirements

30. The Applicant shall comply with all applicable conditions and permits required from the Public Works and Transportation Department and Community Services-

Recreation and Parks Department attached as Exhibit A. The Applicant shall secure all necessary permits from the Engineering Division of Public Works prior to commencement of any demolition or Project related work.

31. An offsite improvement plan prepared by a registered civil engineer must be submitted to the Civil Engineering Division. This plan must show any existing street furniture within the public right-of-way (ROW) fronting the proposed improvement site. All new construction and relocation of any existing street furniture must be clearly shown.

32. The Project shall comply with all applicable conditions from the Fire Department as may be identified through the plan check process.

Construction Management

33. The Applicant shall comply with a Construction Management Plan that has been submitted to and approved by the Department of Community Development prior to issuance of a building permit. The Construction Management Plan shall incorporate the Construction Traffic Management Plan and the Construction Workers Parking Plan as described in the attached Mitigation Measures for the project. The Construction Management Plan shall also include, at a minimum, the following requirements:

a. Parking and transportation to and from the construction parking area for construction workers shall be paid by the Project applicant.

b. A map identifying routes and parking lots to be utilized and shall be provided to the City and include written certification from the owner(s) of the parking lots proposed to be used that such parking will be available to the Applicant throughout the construction period.

c. A plan for the proposed demolition/construction staging for the Project to determine the amount, appropriate routes and time of day of heavy hauling truck traffic necessary for demolition, deliveries etc., to the subject site shall be included in the Construction Management Plan. The construction haul route shall be reviewed and approved by the City Traffic Engineer and the Director of Community Development. The approved haul route is subject to change if the haul route creates unanticipated traffic congestion or noise impacts.

34. Requests for after hours construction permits shall be reviewed by the City's Building Official in accordance with BHMC Section 5-1-206. The Building Official shall confer with the Environmental Compliance Monitor and revise any after hour's permits as necessary to mitigate noise to residential neighbors to the project.

35. The applicant shall maintain a current construction schedule on the project's web page and provide the web page address on construction signage placed on the boundary of the property or in a location visible to the public as determined by the Environmental Compliance Monitor.

36. A cash deposit of $25,000 shall be deposited with the City to ensure compliance with the conditions of this Resolution regarding construction activities. The $25,000 deposit shall be replenished as deemed necessary by the City's Building and Safety Division. Such deposit shall be returned to Applicant upon completion of all construction activities and in the event that no more than two violations of such conditions or the Beverly Hills Municipal Code occur. In the event that three or more such violations occur, the City may: (a) retain the deposit to cover costs of enforcement; (b) notify the Applicant that the Applicant may request a hearing before the City within ten days of the notice; and

(c) issue a stop work notice until such time that an additional deposit of $25,000 is deposited with the City to cover the costs associated with subsequent violations. Work shall not resume for a minimum of two days after the day that the additional deposit is received by the City. If the Applicant timely requests a hearing, said deposit will not be forfeited until after such time that the Applicant has been provided an opportunity to appear and offer evidence to the City, and the City determines that substantial evidence supports forfeiture. Any subsequent violation will trigger forfeiture of the additional deposit, the issuance of a stop work notice and the deposit of an additional $25,000, pursuant to the procedure set forth herein above. All amounts deposited with the City shall be deposited in an interest bearing account. The Applicant shall be reimbursed all interest accruing on monies deposited. The requirements of this condition are in addition to any other remedy that the City may have in law or equity and shall not be the sole remedy of the City in the event of a violation of the conditions of this Resolution or the Beverly Hills Municipal Code.

37. During construction, the Applicant shall install a minimum twelve-foot (12') construction fence to reduce noise and dust impacts on neighboring properties. The final height of the fence shall be approved by the Director of Community Development in consultation with design professionals knowledgeable in the fields of noise and dust mitigation. The design of the construction fence shall be subject to Architectural Commission review and approval. The applicant shall provide temporary landscape improvements to improve the appearance of the site around the fence during the construction period.

38. The Applicant shall maintain the site in an orderly condition prior to commencement of and during construction, including but not limited to, maintenance of the orderly appearance of existing structures and landscaping on the site, dust suppression for areas cleared by demolition, maintenance of safety barriers and adjacent public sidewalks, and provision of a Community Liaison Officer as outlined in the attached Mitigation Measures, directly accessible to the public by telephone in the event that the public has any concerns regarding the maintenance of the site. The name and telephone number of the Community Liaison Officer shall be transmitted to the Director of Community Development, the City's Building Official, and the Beverly Hills Unified School District Superintendant and Principal at El Rodeo School. In addition, the Applicant shall post the name and telephone number of the Community Liaison Officer on the site in a location readily visible to the general public as approved by the Director of Community Development. Said signs shall also include the name and number of a City contact from the Community Development Department. The Applicant representative's telephone number provided shall be manned during construction hours.

39. Within three working days after approval of this Resolution, the Applicant shall remit to the City a cashier's check, payable to the County Clerk, in the amount of $50.00 for a documentary handling fee in connection with Fish and Game Code requirements in addition to the Department of Fish and Game filing fee imposed pursuant to Fish and Game Code Section 711.4.

Property Maintenance

40. The property owners and successors in interest, including but not limited to any homeowners association shall be responsible for the operation and maintenance of the

private sewer connection to the public sewer in the public right-of-way, the site drainage system, the maintenance of the common areas and facilities, the exterior of the building, and any costs or corrections due to building or property maintenance code enforcement actions. The covenants, codes, conditions and restrictions for this project shall specifically reflect this obligation.

General Conditions.

41. All electrical transformers and other such mechanical equipment shall be clearly depicted, described, or both, in the final plans reviewed by the Department of Community Development/Planning, prior to issuance of a building permit. Screening and/or relocation may be required if the proposed locations have the potential to adversely affect the appearance of the building from the public right-of-way.

42. The Codes, Covenants and Restrictions (CC&R's) for this project shall reflect the fact that, as this Project is located on Wilshire Boulevard, the maintenance of public improvements (street payment, sidewalk, curb, gutter, water and sewer lines) is usually performed at night.

43. In accordance with the requirements set forth in City Council Resolution 71-R-4269, the applicant shall file a formal written request with the Civil Engineering Department for approval of any type of temporary construction encroachment (steel tieback rods, etc.) within the public right-of-way. Shoring plans and elevations prepared by a registered civil engineer must be submitted for review by the Civil Engineering Department. An indemnity bond must be submitted and approved by the City Attorney prior to excavation.

44. The Project shall comply with the applicable standard conditions and shall obtain all necessary permits from the Public Works/Engineering Department. The Standard Conditions List is attached hereto as Exhibit A and incorporated herein by this reference.

45. The Applicant shall comply with the requirements of the Street Tree Mitigation Plan of the Recreation and Parks Department, attached hereto as Exhibit C and incorporated herein by this reference.

46. These conditions shall run with the land and shall remain in full force for the duration of the life of the Project.

47. The City reserves the right to make modifications and/or impose additional conditions which may become necessary to enable implementation of the specific conditions set forth in this Resolution, and the Applicant shall comply with all such modified or additional conditions.

48. Prior to the earlier of either the issuance of any occupancy permit or the sale or lease of any residential unit in the project, a subdivision map shall be approved by the City and the final map for such subdivision shall have been recorded with the County of Los Angeles Recorder and the condominium plan filed with the Department of Real Estate.

49. Prior to the approval of any final map, the applicant shall prepare and submit CC&R's for review and approval by the Community Development Department and the City Attorney. The CC&R's shall be recorded prior to the approval of any final map.

50. Prior to the recordation of any final subdivision map, the applicant shall record a reciprocal parking and access agreement for the site in form and content satisfactory to the Community Development Director and the City Attorney.

51. The applicant shall install insulated laminated clear safety glass on the exterior of all the condominium units facing the Los Angeles County Club.

52. Unanticipated Traffic Impacts. In the event that the Director of Community Development determines that operation of the project is having unanticipated traffic or parking impacts, the Director shall require the owner or Homeowners Association to provide an analysis of the traffic or parking impacts and recommend and implement mitigation for the impacts. If, in the opinion of the Director, the owner or Homeowners Association fails to implement sufficient mitigation to mitigate the unanticipated traffic or parking impacts, then the Director shall schedule a hearing before the Planning Commission concerning the impacts being created by the project. The owner or Homeowners Association shall receive at least ten days notice of such hearing. Upon conclusion of the hearing, the Planning Commission may impose additional conditions upon the project as necessary to mitigate any unanticipated traffic or parking impacts caused by the project, and the owner or Homeowners Association and operator shall forthwith comply with any such additional conditions at their sole expense. However, the owner or Homeowners Association may appeal the decision of the Planning Commission to the City Council pursuant to the provisions of the Beverly Hills Municipal Code and any decision of the Planning Commission shall be stayed pending a decision by the City Council on appeal.

53. The Construction Management Plan shall contain a provision prohibiting construction trucks from queuing on Santa Monica Boulevard or Wilshire Boulevard during all aspects of construction.

54. The Environmental Compliance Monitor identified in Traffic Mitigation Measure #1 shall be responsible for monitoring compliance with both the conditions of approval and all the mitigation measures.

55. An air cleaning/filtering system shall be installed in the condominium buildings subject to the review and approval of the Building Official to assist in the removal of pollutants from the adjacent streets.

56. The Applicant shall install state-of-the-art devices or equipment as approved by the City's Police and Fire Departments to ensure that wireless telecommunication reception in the parking garage is adequate for police, fire and other emergency responders and the health and safety of residents and visitors in the parking structure.

9900 Wilshire Conditions of Approval

Exhibit A

Standard Conditions List

CITY OF BEVERLY HILLS

STANDARD CONDITIONS LIST

FOR THE PLANNING COMMISSION

ENGINEERING, UTILITIES AND RECREATION & PARKS:

1. The applicant shall remove and replace all defective sidewalk surrounding the existing and proposed buildings.

2. The applicant shall remove and replace all defective curb and gutter surrounding the existing and proposed buildings.

3. The applicant shall comply with all applicable statutes, ordinances and regulations concerning the conversion of residential rental units into condominiums, including, but not limited to, the requirement that the applicant pay the City of Beverly Hills the condominium conversion tax of *$5,638.80**, if a certificate of occupancy is issued prior to approval of the final subdivision map by the City Council. (*The tax figure is adjusted annually.)

4. The applicant shall remove all unused landings and driveway approaches. These parkway areas, if any, shall be landscaped and maintained by the adjacent property owner. This landscape material cannot exceed six to eight inches in height and cannot be planted against the street trees. Care shall be taken to not damage or remove the tree existing tree roots within the parkway area. Remove and replace all defective alley and driveway approaches surrounding the existing and proposed buildings.

5. The applicant shall protect all existing street trees adjacent to the subject site during construction of the proposed project. Every effort shall be made to retain mature street trees. No street trees, including those street trees designated on the preliminary plans, shall be removed and/or relocated unless written approval from the Recreation and Parks Department and the City Engineer is obtained. (See attached Trees and Construction document.)

   Removal and/or replacement of any street trees shall not commence until the applicant has provided the City with an improvement security to ensure the establishment of any relocated or replaced street trees. The security amount will be determined by the Director of Recreation and Parks, and shall be in a form approved by the City Engineer and the City Attorney.

6. The applicant shall provide that all roof and/or surface drains discharge to the street. All curb drains installed shall be angled at 45 degrees to the curb face in the direction of the normal street drainage flow. The applicant shall provide that all groundwater discharges to a storm drain. All ground water discharges must have a permit (NPDES) from the Regional Water Quality Control Board. Connection to a storm drain shall be accomplished in the manner approved by the City Engineer and the Los Angeles County Department of Public Works. No concentrated discharges onto the alley surfaces will be permitted.

7. The applicant shall provide for all utility facilities, including electrical transformers required for service to the proposed structure(s), to be installed on the subject site. No such installations will be allowed in any City right-of-way.

8. The applicant shall underground, if necessary, the utilities in adjacent streets and alleys per requirements of the Utility Company and the City.

9. The applicant shall make connection to the City's sanitary sewer system through the existing connections available to the subject site unless otherwise approved by the City Engineer and shall pay the applicable sewer connection fee.

10. The applicant shall make connection to the City's water system through the existing water service connection unless otherwise approved by the City Engineer. The size, type and location of the water service meter installation will also require approval from the City Engineer.

11. The applicant shall provide to the Engineering Office the proposed demolition/construction staging for this project to determine the amount, appropriate routes and time of day of heavy hauling truck traffic necessary for demolition, deliveries, etc., to the subject site.

12. The applicant shall obtain the appropriate permits from the Civil Engineering Department for the placement of construction canopies, fences, etc., and construction of any improvements in the public right-or-way, and for use of the public right-or-way for staging and/or hauling certain equipment and materials related to the project.

13. The applicant shall remove and reconstruct any existing improvements in the public right-of-way damaged during construction operations performed under any permits issued by the City.

14. During construction all items in the Erosion, Sediment, Chemical and Waste Control section of the general construction notes shall be followed.

15. Condensate from HVAC and refrigeration equipment shall drain to the sanitary sewer, not curb drains.

16. Water discharged from a loading dock area must go through an interceptor/clarifier prior to discharging to the storm drain system. A loading dock is not to be confused with a loading zone or designated parking space for loading and unloading.

17. Organic residuals from daily operations and water used to wash trash rooms cannot be discharged to the alley. Examples are grocery stores, mini markets and food services.

18. All ground water discharges must have a permit (NPDES) from the Regional Water Quality Control Board. Examples of ground water discharges are; rising ground water and garage sumps.

19. Storm water runoff from automobiles going into a parking garage shall be discharged through a clarifier before discharging into the storm drain system. In-lieu of discharging runoff through a clarifier, parking lots can be cleaned every two weeks with emphasis on removing grease and oil residuals which drip from vehicles. Maintain records of cleaning activities for verification by a City inspector.

20. After completion of architectural review of a new or modified commercial structure, and prior to issuance of the certificate of occupancy, the applicant is required to comply with the Public Art Ordinance. An application is required to be submitted to the Fine Art Commission for review and approval of any proposed art piece or, as an alternative, the applicant may choose to pay an in-lieu art fee.

9900 Wilshire Conditions of Approval

Exhibit B

Mitigation Monitoring and Reporting Program

MITIGATION MONITORING PLAN

Section 2.0 and **Section 4.0** of the Final EIR identify the mitigation measures that will be implemented to reduce the impacts associated with the 9900 Wilshire project. The California Environmental Quality Act (CEQA) was amended in 1989 to add Section 21081.6, which requires a public agency to adopt a monitoring and reporting program for assessing and ensuring compliance with any required mitigation measures applied to proposed development. As stated in Section 21081.6 of the Public Resources Code,

> *... the public agency shall adopt a reporting or monitoring program for the changes made to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment.*

Section 21081.6 provides general guidelines for implementing mitigation monitoring programs and indicates that specific reporting and/or monitoring requirements, to be enforced during project implementation, shall be defined prior to final certification of the EIR.

The mitigation monitoring table lists those mitigation measures that may be included as conditions of approval for the project. These measures correspond to those outlined in **Section 2.0** and discussed in **Section 4.0**. To ensure that the mitigation measures are properly implemented, a monitoring program has been devised which identifies the timing and responsibility for monitoring each measure. The project applicant will have the responsibility for implementing the measures, and the various City of Beverly Hills departments will have the primary responsibility for monitoring and reporting the implementation of the mitigation measures.

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
Aesthetics, Light, and Glare					
LG-1	Project light sources shall be shielded, directed downward when intended to illuminate walking or working surfaces, and focused on the project site, to prevent light spillover onto adjacent properties or roadways.	Community Development Department	The project lighting plan filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.	

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Air Quality						
AQ-1	The Developer shall prepare a Construction Traffic Emission Management Plan to minimize emissions from vehicles including, but not limited to, scheduling truck deliveries to avoid peak hour traffic conditions, consolidating truck deliveries, and prohibiting truck idling in excess of 5 minutes.	Community Development Department	The project applicant shall submit a Construction Traffic Emission Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Traffic Emission Management Plan.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
AQ-2	The Contractor shall ensure that the use of all construction equipment is suspended during first-stage smog alerts.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-3	The Contractor shall promote the use of electricity or alternate fuels for on-site mobile equipment instead of diesel equipment to the extent feasible.	See above.	See above.	See above.		
AQ-4	The Contractor shall maintain construction equipment by conducting regular tune-ups according to the manufacturers' recommendations.	See above.	See above.	See above.		
AQ-5	The Contractor shall promote the use of electric welders to avoid emissions from gas or diesel welders, to the extent feasible.	See above.	See above.	See above.		
AQ-6	The Contractor shall promote the use of on-site electricity or alternative fuels rather than diesel-powered or gasoline-powered generators to the extent feasible.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-7	Prior to use in construction, the project applicant and contractor will evaluate the feasibility of retrofitting the large off-road construction equipment that will be operating for significant periods. Retrofit technologies such as particulate traps, selective catalytic reduction, oxidation catalysts, air enhancement technologies, etc., will be evaluated. These technologies will be required if they are verified by the California Air Resources Board (CARB) and/or the U.S. Environmental Protection Agency (U.S. EPA) and are commercially available and can feasibly be retrofitted onto construction equipment.	See above.	See above.	See above.		
AQ-8	The Contractor shall ensure that traffic speeds on all unpaved roads are reduced to 15 mph or less.	See above.	See above.	See above.		
AQ-9	The Contractor shall ensure that the project site is watered at least three times daily during dry weather.	See above.	See above.	See above.		
AQ-10	The Contractor shall install wind monitoring equipment on site, to the extent feasible, and suspend grading activities when wind speeds exceed 25 mph per Southern California Air Quality Management District (SCAQMD) guidelines.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-11	The Contractor shall water storage piles by hand or apply cover when wind events are declared (wind speeds in excess of 25 miles per hour).	See above.	See above.	See above.		
AQ-12	The Contractor shall apply nontoxic chemical soil stabilizers on inactive construction areas (disturbed lands within construction projects that are unused for at least four consecutive days).	See above.	See above.	See above.		
AQ-13	The Contractor shall replace ground cover in disturbed areas as quickly as possible.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-14	The project applicant shall retain a third-party air quality consultant to conduct continuous monitoring of the PM10 (dust) concentrations during the project demolition, excavation and grading phases of project construction (approximately 92 work days) to determine compliance with applicable air quality standards and regulations. Monitoring shall be accomplished using DustTrak™ aerosol monitors or other similar monitoring networks and shall meet the following requirements: • The third-party consultant shall be approved by the City of Beverly Hills Planning Department. • Costs for the monitoring network and tests by the third-party consultant shall be borne by the project applicant.	Community Development Department	The Community Development Department shall hire a third-party air quality consultant. Weekly monitoring reports shall be submitted to the Community Development Department for review. The project proponent shall submit a corrective action plan and have such plan approved prior to commencement of demolition activities.	During demolition and grading.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
• Monitors shall be located in such a manner that appropriate upwind (background) and two downwind locations from the project are selected. The locations shall be selected in order to monitor the project's contribution to ambient PM_{10} concentrations and to minimize the influence of dust contributions from outside sources. One downwind monitoring station shall be located at or near the El Rodeo School's southern perimeter. The other downwind monitor shall be located in an area beyond the project boundary where the general public could be present for a period of more than one hour. The upwind and downwind directions shall be based on the prevailing daytime wind direction in the vicinity of the project site. All locations shall be approved by the third-party air quality consultant and the Community Development Director.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
				Check Box	Date
• The monitoring network shall include at least one anemometer to measure wind speeds and directions. • Each monitoring station shall be secured in such a manner to prevent access and tampering by unauthorized persons and to prevent damage to the equipment. • Each monitoring station shall be sited in a location with access to necessary infrastructure (e.g., electricity needs, foundation requirements, internet connectivity). • Monitors shall be calibrated using collocated filter-based samplers (Mini-Vol or other similar equipment). The third-party consultant shall calibrate the DustTrak™ monitors as needed to ensure that data is within acceptable margins of error as determined by manufacturer's specifications.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
• The 5-hour rolling average dust concentration threshold is equal to the threshold specified in SCAQMD Rule 403 (50 micrograms per cubic meter) as determined by the difference between the upwind and downwind stations. The 1-hour average dust concentration threshold shall be set at a level of 150 micrograms per cubic meter to provide sufficient warning for on-site construction managers or supervisors to implement corrective measures. An exceedance of the 1-hour threshold shall not be deemed as a violation of any air quality standard or regulation.					
• Monitoring shall be continuous and provide data at 5-minute intervals. The data shall report rolling 5-hour and rolling 1-hour average PM10 concentrations. Monitoring shall be active on any day that construction activity occurs during the demolition, excavation, and grading phases of project construction. Data shall be made available to the third-party consultant, the City of Beverly Hills, the project applicant, and the on-site contractor on a secured internet website. The general public shall have access to 5-hour rolling average PM10 concentrations on a publicly accessible website.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
• Monitors shall be equipped with a visual alarm (strobe light or similar) that shall notify appropriate on-site construction managers or supervisors if established thresholds are exceeded. Additionally, an email shall be sent to appropriate on-site construction managers or supervisors if specified PM_{10} thresholds are exceeded. • Corrective measures shall be implemented immediately provided that it is safe to do so. If immediate implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
				Check Box	Date
• The project applicant and contractor shall develop a corrective action plan. The plan shall be prepared and finalized prior to the commencement of project demolition. The plan shall indicate steps to safely and adequately reduce on-site dust emissions. The plan shall contain a list of possible corrective measures. The measures shall include, but at not limited to, application of water or other soil stabilizers, temporary reduction in on-site vehicle speed, temporary reduction in construction activity, suspension of construction activity and other appropriate measures. The plan shall also require notification of the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent in the event of an exceedance of any of the established thresholds. The project applicant and contractor shall obtain approval of the plan from the City of Beverly Hills Community Development Director prior to commencing demolition.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
AQ-15	The project applicant and/or contractor shall comply with SCAQMD Rule 403 by ensuring visible dust emissions from the project site do not go beyond the property line. • The project applicant and/or contractor shall designate a person located on-site who is trained and certified by the California Air Resources Board to conduct visible emissions evaluations (VEE). The designated person shall ensure compliance with SCAQMD Rule 403 by observing for visible dust emissions beyond the property line during daytime working hours. Observations shall be conducted in accordance with U.S. Environmental Protection Agency Method 9(Title 40, Code of Federal Regulation, Part 60, Appendix A).	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• The Beverly Hills Unified School District (BHUSD) shall provide the City of Beverly Hills with its schedule of outdoor activities and athletic events at El Rodeo School and Beverly Hills High School during the construction period as soon as the information becomes available. The City shall immediately provide this information to the project applicant and contractor. The project applicant and contractor shall require coordination of all construction activities so as minimize the occurrence of high-emitting fugitive dust construction activities during the scheduled outdoor events to the extent feasible.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
				Check Box	Date
• In the event visible dust emissions are observed beyond the property line, the designated person shall immediately inform a lead supervisor or other appropriate managing personnel. The supervisor shall immediately implement corrective measures. If visible dust emissions are anticipated to impact El Rodeo School, the supervisor shall notify the Principal of El Rodeo School and the Beverly Hills Unified School District Superintendent. If immediate implementation of a corrective measure shall result in the creation of a hazardous situation, construction activity shall be allowed to continue for a reasonable period of time until such time that is it safe to implement corrective measures. Corrective measures shall be documented by the construction contractor in a log book accessible to the third-party air quality consultant and the City of Beverly Hills. Records shall be maintained of the specific action taken, the time and date the corrective action was taken, and written verification by the appropriate on-site construction manager or supervisor that the corrective action was taken.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
Cultural Resources						
CR-1	The Robinsons-May department store shall be photographed with large-format black-and-white photography, and a written report, which follows Historic American Buildings Survey (HABS)/Historic American Engineering Record (HAER) standards at a minimum Level 3 Recordation. The documentation shall be donated to a suitable repository, such as the City of Beverly Hills Public Library. The cost shall be borne by the Applicant.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards. The project applicant shall provide applicable photographs and reports to the Community Development Department.	Prior to issuance of grading and building permits.		
CR-2	The Applicant shall fund the production of a video of the Robinsons-May property showing the interiors and exteriors of the building and site to show its history The video shall be placed in the City of Beverly Hills Public Library and posted on the City of Beverly Hills' website.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards to produce the video.	Prior to issuance of demolition permits.		
CR-3	Potentially historic street lights adjacent to the project site shall be preserved and reinstalled along this section of Wilshire Boulevard and Santa Monica Boulevard, as appropriate, in consultation with the project proponents, the City of Beverly Hills, and an architectural historian qualified under the Secretary of the Interior's Standards.	Community Development Department	The project applicant shall hire an architectural historian qualified under the Secretary of the Interior's Standards. Historic street lights will be relocated, as advised.	Prior to issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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CR-4	If buried cultural resources are encountered during construction, all work shall be halted in the vicinity of the archaeological discovery until a qualified archaeologist can assess the nature and significance of the archaeological discovery, per CEQA Section 15064.5 (f). Recovery of significant archaeological deposits, if necessary, shall include but not be limited to, manual or mechanical excavations, monitoring, soils testing, photography, mapping, or drawing to adequately recover the scientifically consequential information from and about the archaeological resource. Further treatment may be required, including site recordation, excavation, site evaluation, and data recovery. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the archaeologist.	Community Development Department	The project applicant shall provide proof that a certified archaeologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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CR-5	If human remains are discovered during construction, the coroner and designated Native American representatives shall be notified in accordance with Public Resources Code Section 5097.98, Health and Safety Code Section 7050.5, and Section 15064.5 (d) of the State CEQA Guidelines. State Health and Safety Code Section 7050.5 states that if human remains are unearthed during construction, no further disturbance shall occur until the county coroner has made the necessary findings as to the origin and disposition of the remains pursuant to Public Resources Code Section 5097.98. In accordance with applicable regulations, construction activities shall halt in the event of discovery of human remains, and consultation and treatment shall occur as prescribed by law. If human remains discovered are of Native American origin, it shall be necessary to comply with state laws relating to the disposition of Native American burials that fall within the jurisdiction of the California Native American Heritage Commission (Public Resources Code Section 5097). According to California Health and Safety Code, six or more human burials at one location constitute a cemetery (Section 8100), and disturbance of Native American cemeteries is a felony (Section 7052).	Community Development Department	The project applicant shall provide proof that a certified archaeologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
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	If the remains are determined to be Native American, the coroner shall contact the California Native American Heritage Commission to determine the most likely living descendant(s). The most likely living descendant shall determine the most appropriate means of treating the human remains and any associated grave artifacts and oversee disposition of the human remains and associated artifacts by the project archaeologists.					
CR-6	In the event a previously unknown fossil is uncovered during project construction, all work shall cease until a certified paleontologist can investigate the finds and make appropriate recommendations. Any artifacts uncovered shall be recorded and removed for storage at a location to be determined by the monitor.	Community Development Department	The project applicant shall provide proof that a certified paleontologist has investigated and has made appropriate recommendations.	During project construction.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Geology and Soils						
GEO-1	The proposed project shall be designed and constructed in accordance with recommendations contained in the Report of Geotechnical Investigation prepared by Mactec Engineering and Consulting, Inc. and in accordance with all applicable local, state, and federal regulations, such as the Uniform Building Code (UBC) and Title 9 of the Beverly Hills Municipal Code.	Community Development Department/ Building & Safety Division	The construction plans filled with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior to the issuance of relevant building permits.		
Hazards and Hazardous Materials						
HAZ-1	Any suspect lead based paint shall be sampled prior to any renovations or demolition activities. Any identified lead based paint located within buildings scheduled for renovation or demolition, or noted to be damaged, shall be abated by a licensed lead-based paint abatement contractor, and disposed of according to all state and local regulations.	Community Development Department/ Building & Safety Division Department of Public Works	The remediation plans shall include notes and specific instructions outlining the process for implementation of this mitigation measure. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be in effect until the issuance of the certificate of occupancy.		
HAZ-2	In the event that the building is maintained on the site, the property owner shall ensure that the source(s) of moisture intrusion resulting in the growth of mold within the building are repaired.	Community Development Department	The site shall be inspected for moisture intrusion, and a written report submitted to the Community Development Department.	Prior to the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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HAZ-3	All old unused fluorescent light ballasts potentially containing PCBs shall be properly removed and disposed of prior to demolition activities.	Community Development Department/ Building & Safety Division Department of Public Works	The remediation plans shall include notes and specific instructions outlining the process for implementation of this mitigation measure. The plan check engineers will review the plans to ensure that they comply with this requirement.	This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
				Check Box	**Date**
Hydrology and Water Quality					
HYDRO -1	Prior to start of soil-disturbing activities at the site, a Notice of Intent (NOI) and Stormwater Pollution and Prevention (SWPPP) shall be prepared by the applicant in accordance with, and in order to partially fulfill, the California State Water Resources Control Board (SWRCB) Order No. 99-08-DWQ, National Pollutant Discharge Elimination System (NPDES) General Permit No. CAS000002 (General Construction Permit). The SWPPP shall meet the applicable provisions of Sections 301 and 402 of the CWA and Title 9, Chapter 4, Article 5, Storm Water and Urban Runoff Pollution Control from the Beverly Hills Municipal Code by requiring controls of pollutant discharges that utilize best available technology (BAT) and best conventional pollutant control technology (BCT) to reduce pollutants. Examples of BAT/BCT that may be implemented during site grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.	Community Development Department	The project applicant will prepare a NOI and SWPPP.	Prior to the issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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HYDRO -2	Prior to issuance of any grading or building permits, the project applicant shall prepare and submit to the City of Beverly Hills a SWPPP to be administered throughout all phases of grading and project construction. The SWPPP shall incorporate BMPs to ensure that potential water quality impacts during construction phases are minimized. Examples of practices that may be implemented during grading and construction could include straw hay bales, straw bale inlet filters, filter barriers, and silt fences.	Community Development Department	The project applicant will prepare a Storm Water Pollution Prevention Plan.	Prior to the issuance of grading and building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Noise						
NOISE-1	Prior to issuance of grading permits, the applicant shall submit a Construction Management Plan satisfactory to the Director of Community Development and the Building Official. The Building Official shall enforce noise attenuating construction requirements. The Construction Management Plan shall include, but not be limited to, the following: • Excavation, grading, and other construction activities related to the proposed project shall be restricted to the hours of operation allowed under Section 5-1-206, Restrictions on Construction Activity, of the City Municipal Code. Any deviations from these standards shall require the written approval of the Community Development Director. • Stockpiling and vehicle staging areas shall be located as far away from occupied residences as possible, and screened from these uses by a solid noise attenuation barrier. Noise attenuation barriers constructed to the specifications identified in the bullet point below are capable of reducing noise levels by 7.7 dB(A).	Community Development Department School District	The project applicant shall submit a Construction Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Management Plan.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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• Solid noise attenuation barriers (temporary barriers or noise curtains) with a sound transmission coefficient (STC) of at least 20 shall be used along all project boundaries during the construction phases associated with the development of the project. Noise attenuation barriers constructed at the property lines to a height of 8 feet with an STC rating of at least 20 are capable of reducing noise levels by 7.7 dB(A). • All stationary construction equipment (e.g., air compressor, generators, etc.) shall be operated as far away from the residential and institutional uses to the north of the project site as possible. If this is not possible, the equipment shall be shielded with temporary sound barriers, sound aprons, or sound skins to the satisfaction of the Director of Community Development. • Haul routes for removing excavated materials from the site shall be designed to avoid residential areas, and areas occupied by noise sensitive receptors (e.g., hospitals, schools, convalescent homes, etc.).		The applicant shall work with the School District to ensure that no construction activity generating the highest noise levels is undertaken during any designated testing periods occurring at El Rodeo School. The exact dates and times shall be determined by the School District.			

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
					Check Box	Date
	• Prior to the start of every school year, the applicant shall obtain a schedule of testing periods at El Rodeo School. The applicant shall submit a construction schedule for review and approval by the Community Development Director and the Environmental Monitor that ensures that no construction activity generating the highest noise levels (e.g. demolition and grading) is undertaken during any designated testing periods at the school. Such testing periods typically occur for one week per semester; however, the exact dates and times will be determined by the School District.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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NOISE-2	The applicant shall implement sound attenuation features to reduce noise levels at all private outdoor livable spaces (i.e., balconies) on residence and hotel building floors 1 through 6 fronting Wilshire and Santa Monica Boulevards and Merv Griffin Way. Such features may include berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials, or the use of solid material for balcony construction such as double-paned or laminated glass, Plexiglas, or wood. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels at the exterior livable spaces do not exceed state land use standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.	Community Development Department/ Building & Safety Division	The project plans filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior to the issuance of relevant building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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NOISE-3	The applicant shall incorporate building materials and techniques that reduce sound transmission through walls, windows, doors, ceilings, and floors of on-site residences in order to achieve interior noise levels that are below the state land use guidelines standards for interior noise. Such building materials and techniques may include double-paned windows, staggered studs, or sound-absorbing blankets incorporated into building wall design, or outdoor noise barriers erected between noise sources and noise-sensitive areas, such as berms made of sloping mounds of earth, walls and fences constructed of a variety of materials, thick plantings of trees and shrubs, or combinations of these materials. Acoustical analysis shall be performed prior to the issuance of an occupancy permit to demonstrate that noise levels in the interior livable spaces do not exceed state standards for residences. This requirement shall be incorporated into the plans to be submitted by the applicant to the City of Beverly Hills for review and approval prior to the issuance of building permits.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
NOISE-4	The 9900 Wilshire project applicant shall coordinate with The Beverly Hilton Revitalization Plan project applicant regarding the following: • All temporary roadway closures shall be coordinated to limit overlap of roadway closures; • All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously; • The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and • Applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.	Community Development Department	The collective team of the two projects shall submit a signed document explaining their collaborative plans to the Community Development Department for review to enforcement.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Fire Protection and Emergency Services						
FIRE-1	The proposed signal at the intersection of Santa Monica Boulevard and Merv Griffin Way shall be outfitted with an Opticom device, a traffic signal pre-emption used to control signalized intersections to allow the Beverly Hills Fire Department (BHFD) to provide a safe response route and to decrease response times to emergencies.	Department of Public Works/Civil Engineering Division and Community Development Department Fire Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure for the BHFD to review. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
FIRE-2	The 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard shall be replaced with a 12-inch main in order to achieve adequate fire flow for the project. The line shall be replaced from the intersection of Wilshire Boulevard and Santa Monica Boulevard to the western boundary of the project site. The project applicant shall pay its "Fair Share" towards the upgrade of the 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard prior to the issuance of building permits. Upgrade of the main shall be completed concurrently with project construction and prior to building occupancy. The project applicant shall coordinate with the City so that construction of the upgraded main shall not conflict with construction of the proposed project.	Department of Public Works/Civil Engineering Division and Community Development Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Transportation, Traffic, Parking, and Circulation						
TRAF-1	An Environmental Monitor shall be retained that will be responsible for monitoring compliance with the mitigation measures in the adopted Mitigation Monitoring Program. The name, phone number, and other contact information for the Environmental Monitor shall be posted on the construction trailer or other location visible to public view as determined by the Community Development Director. The developer shall deposit funds sufficient to pay for the Environmental Monitor who will be hired by and work for the City.	Community Development Department	An independent Environmental Monitor shall be retained. The project applicant shall submit photographs of the posted contact information to the Community Development Department.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
TRAF-2	The Environmental Monitor shall pro-actively inform the public of the ongoing project progress and exceptions to the expected plans. This shall include sending a quarterly mailer to all property owners within 1,000 feet of the exterior boundaries of the property. The developer shall be responsible for the full cost of the mailer including postage. The Environmental Monitor shall also respond to requests for information and assistance from members of the public when impacts raise special concerns by members of the public.	See above.	See above.	See above.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-3	The Construction Relations Officer shall be assigned and a hotline number shall be published on construction signage placed along the boundary of the project site, along Wilshire Boulevard, Merv Griffin Way, and Santa Monica Boulevard to address day-to-day issues.	Community Development Department	An independent Construction Relations Officer shall be retained. The project applicant shall submit photographs of the posted contact information to the Community Development Department.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		
TRAF-4	The Developer, Construction Relations Officer, and Environmental Monitor shall each provide monthly project updates to the Community Development Department (CDD) Director, unless otherwise warranted due to resident complaints	Community Development Department	The Developer, Construction Relations Officer, and Environmental Monitor shall each provide monthly project updates to the CDD Director.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-5	The Developer shall revise and finalize the Draft Construction Traffic Management Plan to minimize traffic flow interference from construction activities. The Final Construction Traffic Management Plan shall be submitted to the City and shall include plans to accomplish the following: • Maintain existing access for land uses in the proximity of the project site during project construction. • Schedule deliveries and pick-ups of construction materials for non-peak travel periods. • Coordinate haul trucks, deliveries and pick-ups to reduce the potential for trucks waiting to load or unload for protracted periods of time. • Minimize obstruction of through-traffic lanes on Wilshire Boulevard and Santa Monica Boulevard, and prohibit obstruction of these same lanes that accommodate construction during peak hours. • Construction equipment traffic from the contractors shall be controlled by flagman.	Community Development Department	The project applicant shall submit a Construction Traffic Management Plan and a Construction Working Parking Management Plan to the Director of Community Development prior to issuance of any grading or construction permits. The plan shall be reviewed by the Community Development Department and filed with the Building and Safety Division Prior to the issuance of grading permits. The plan check engineer will review the plan to insure that it complies with this measure. The inspectors in the field will also review the work to ensure that it complies with the requirements noted in the Construction Traffic Management Plan	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
	Mitigation Measure	**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
	• Designated transport routes for heavy trucks and haul trucks to be used over the duration of the proposed project. • Schedule vehicle movements to ensure that there are no vehicles waiting off site and impeding public traffic flow on the surrounding streets. • Establish requirements for loading/unloading and storage of materials on the project site, where parking spaces would be encumbered, length of time traffic travel lanes can be encumbered, sidewalk closings or pedestrian diversions to ensure the safety of the pedestrian and access to local businesses.		and the Construction Working Parking Management Plan.			

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
				Check Box	Date
	• Prior to submittal to the City of Beverly Hills, the Developer shall provide their Construction Traffic Management Plan and Construction Working Parking Management Plan to the Beverly Hills Unified School District and the Los Angeles County Metropolitan Transit Authority for their review and comment. The Developer shall notify the City of Beverly Hills of all comments received from these agencies related to the Construction Traffic Management Plan. • Coordinate with adjacent businesses and emergency service providers to ensure adequate access exists to the project site and neighboring businesses.				

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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	• Prohibit parking for construction workers except on the project site and any designated off-site parking locations. These off-site locations will require the approval of the City of Beverly Hills. These off-site parking locations cannot include any parking garage in the City of Beverly Hills or any residential streets including Whittier Drive and those streets which connect to Whittier Drive. The Final Construction Traffic Management Plan shall be submitted and approved by the City no later 30 days prior to commencement of construction and shall include 1) a requirement for use of double belly trucks to the maximum extent feasible to reduce the number of truck trips, 2) provisions for the Environmental Monitor to oversee and coordinate concurrent construction activities at 9900 Wilshire and the Beverly Hilton project, 3) an Action Plan to avoid construction-related traffic congestion and how to respond to unforeseen congestion that may occur, and 4) requiring truck access and deliveries in non-peak traffic periods to the greatest extent feasible.					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-6	The Developer shall submit a Construction Workers Parking Plan identifying parking locations for construction workers. To the maximum extent feasible, all worker parking shall be accommodated on the project site. During demolition and construction activities when construction worker parking cannot be accommodated on the project site, the Plan shall identify alternate parking locations for construction workers and specify the method of transportation to and from the project site for approval by the City 30 days prior to commencement of construction. The Construction Workers Parking Plan must include appropriate measures to ensure that the parking location requirements for construction workers will be strictly enforced. These include but are not limited to the following measures:	Community Development Department	The primary contractor shall submit to the department a program and affidavit attesting to the compliance with this measure as part of the Construction Workers Parking Plan, which will be reviewed by the Community Development Department/Building & Safety Department.	The program and affidavit shall be submitted prior to the commencement of any work on the project site. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure	Responsible Department	Monitoring Action	Implementation Schedule	Verification of Completion	
				Check Box	Date
• All construction contractors shall be provided with written information on where their workers and their subcontractors are permitted to park and provide clear consequences to violators for failure to follow these regulations. This information will clearly state that no parking is permitted on residential streets north of Wilshire or in public parking structures; • No parking for construction workers shall be permitted except only within designated areas. The contractor shall be responsible for informing subcontractors and construction workers of this requirement, and if necessary as determined by the Community Development Director, for hiring a security guard to enforce these parking provisions. The contractor shall be responsible for all costs associated with parking and the enforcement of this mitigation measure; and					

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
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	• In lieu of the above, the project applicant/construction contractor has the option of phasing demolition and construction activities such that all construction worker parking can be accommodated on the project site throughout the entire duration of demolition, excavation and construction activities.					
TRAF-7	The project applicant shall revise the project site plan to indicate on-site traffic control planned for the project. At a minimum, all traffic control devices should be placed at all project exits onto Wilshire Boulevard, Santa Monica Boulevard, and Merv Griffin Way prior to the occupancy of any of the new buildings proposed on the site.	Department of Public Works/Civil Engineering Division and Community Development Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		
TRAF-8	The project applicant shall revise the project site plan to increase the curb radius at the driveway on Wilshire Boulevard to allow vehicles traveling 25 to 35 mph to turn safely.	Community Development/ Building & Safety Department; City Traffic Engineer	The project design plans filed with the Department of Community Development/Building & Safety Division shall comply with this requirement. The plan check engineers and City Traffic Engineer will review the plans to ensure that they comply with this requirement.	This requirement shall be met prior the issuance of relevant building permits.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
TRAF-9	The applicant for the 9900 Wilshire project shall coordinate with the applicant for The Beverly Hilton Revitalization Plan project during all phases of construction regarding the following: • All temporary roadway closures shall be coordinated to limit overlap of roadway closures; • All major deliveries for both projects shall be coordinated to limit the occurrence of simultaneous deliveries. The applicants shall ensure that deliveries of items such as concrete and other high-volume items shall not be done simultaneously; • The applicants shall coordinate regarding the loading and unloading of delivery vehicles. Any off-site staging areas for delivery vehicles shall be consolidated and shared; and • Applicants or their representatives shall meet on a regular basis during construction to address any outstanding issues related to construction traffic, deliveries, and worker parking.	Community Development Department	The collective team of the two projects shall submit a signed document explaining their collaborative plans to the Community Development Department for review to enforcement.	This measure shall be met during the construction period. This measure shall be in effect until the issuance of the certificate of occupancy.		

9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
Water						
WTR-1	The 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard shall be replaced with a 12-inch main in order to achieve adequate fire flow for the project. The line shall be replaced from the intersection of Wilshire Boulevard and Santa Monica Boulevard to the western boundary of the project site. The project applicant shall pay its "Fair Share" towards the upgrade of the 8-inch and 10-inch sections of the main feeding Hydrants No. 339, No. 340, No. 341, No. 342, and No. 343 along Wilshire Boulevard prior to the issuance of building permits. Upgrade of the main shall be completed concurrently with project construction and prior to building occupancy. The project applicant shall coordinate with the City so that construction of the upgraded main shall not conflict with construction of the proposed project.	Department of Public Works/Civil Engineering Division and Community Development Department	The Department of Public Works/Civil Engineering Division will prepare a plan to accommodate the proposed measure. The applicant will pay a fair share contribution to this measure.	This measure shall be implemented prior to issuance of certificate of occupancy and shall remain effective throughout the life of the project.		

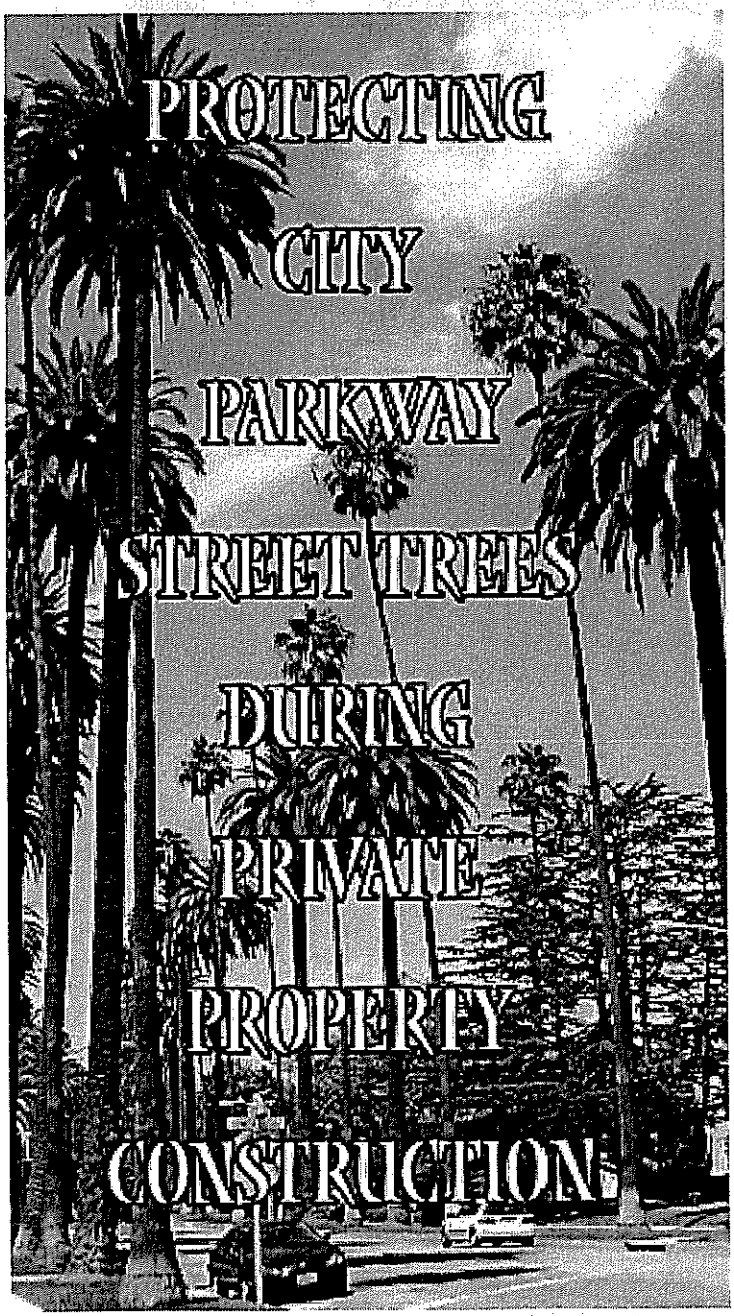
9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan					
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**
				Check Box	**Date**
Wastewater					
WW-1	The proposed restaurant shall install a Fat, Oil and Grease (FOG) Interceptor to remove these substances from its wastewater before entering the sanitary sewer system. This device helps prevent these substances from clogging the sanitary sewer system. The device shall be regularly inspected by the Los Angeles County Department of Public Works.	Los Angeles County Department of Public Works	Los Angeles County of Department of Public Works shall regularly inspect the FOG inceptor.	This measure shall be implemented prior to issuance of the proposed restaurant's business license and shall remain effective throughout the life of the project.		
Energy					
ENG-1	Prior to submittal of final plans, the applicant shall make necessary alterations to the generation or distribution system as required by Southern California Edison (SCE). The applicant shall then provide to the Beverly Hills Community Development Department a letter from SCE, which states that electricity will be provided to the proposed project and that all applicable energy conservation features have been incorporated into the project design.	Community Development Department	The applicant shall provide to the Community Development Department a letter from SCE.	This measure shall be implemented prior to submittal of final plans.		

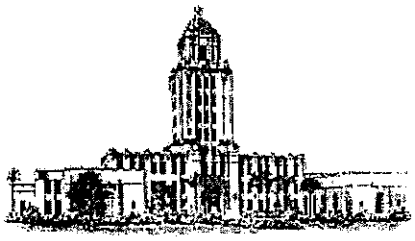
9900 Wilshire Project Environmental Impact Report Mitigation Monitoring and Reporting Plan						
Mitigation Measure		**Responsible Department**	**Monitoring Action**	**Implementation Schedule**	**Verification of Completion**	
					Check Box	**Date**
ENG-2	Prior to submittal of final plans, the applicant shall complete a load survey in accordance with the Gas Company procedures and make any necessary alterations to the distribution system as required by the Gas Company. The applicant shall then provide to the Beverly Hills Community Development Department a letter from the Gas Company, which states that natural gas will be provided to the proposed project and that all applicable energy conservation features have been incorporated into the project design.	Community Development Department	The applicant shall provide to the Community Development Department a letter from the Gas Company.	This measure shall be met prior to submittal of final plans.		

9900 Wilshire Conditions of Approval

Exhibit C

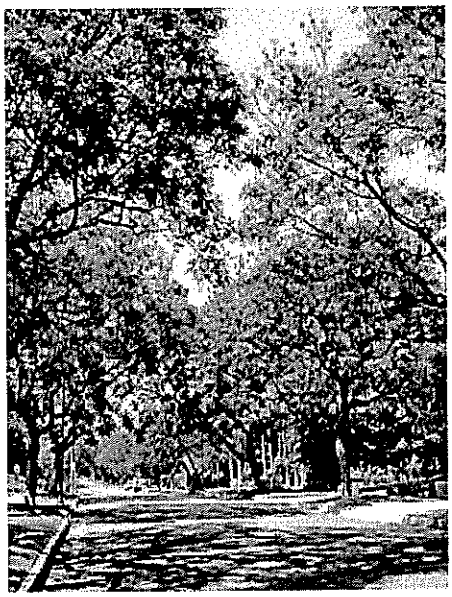
Street Tree Mitigation Plan


PROTECTING
CITY
PARKWAY
STREET TREES
DURING
PRIVATE
PROPERTY
CONSTRUCTION



PROTECTING CITY PARKWAY STREET TREES DURING PRIVATE PROPERTY CONSTRUCTION

In addition to their numerous environmental benefits, trees in the parkway areas along the streets of Beverly Hills are a tremendous asset to residential and commercial communities. Street trees are protected by Beverly Hills Municipal Code (Sec. 5-6.1001) as follows: "It is illegal for parties who are not official representatives or authorized agents of the City of Beverly Hills to prune, remove, make attachment to, or otherwise damage a City street, park or protected tree." It is a violation of this City code to affix a sign, residence number plaque, mirror, light fixture, etc. to a City tree.



The maintenance and protection of street trees is a shared responsibility between property owners and the City of Beverly Hills. If you feel that a street tree is unheathy, damaged or in need of pruning, please contact the Department of Recreation and Parks Urban Forestry Division at 310.550.4638.

Construction activities can have severe and long lasting effects on the health of trees. Consideration must be given to street trees during a project's planning stages. Tree loss or damage can have a significant effect on the uniformity and value of a tree canopy along a street. The planning and implemention of any construction project must include the preservation of this important City asset. Planning and protecting the health of trees during construction is part of doing business in the City of Beverly Hills.

This brochure is provided to assist you to avoid endangering City trees during your construction project.

PROJECT PLANNING

- During the design process, please consider the long term effects that construction may have on City trees. Plan activities carefully, as the City of Beverly Hills will seek compensation for any damage to the trees caused by your construction activities.
- For any projects that include construction work in the public right-of-way, plans that accurately depict the public right-of-way will need the approval of the Departments of Recreation and Parks and Civil Engineering prior to any permits being issued by the Department of Building and Safety.
- All preliminary plans, sketches and drawings should identify all City parkway trees adjacent to the project site. The actual location and canopy diameter of City trees must be shown clearly on the plans.
- A City tree protection plan must be included in the inital plan submittal package. The tree protection plan may include a fenced tree protection zone, and must demonstrate how the parkway will be watered and maintained for the duration of the project. If it is determined that the proposed construction work will jeopardize the health of a street tree, or if the tree protection plan is deemed inadequate, you may be asked to provide a detailed report by a certified arborist showing the adequate protection of the tree and its value based on the International Society of Arboriculture(ISA) recognized standards.
- The negative effects of construction may take years to become apparent in the decline of trees. A claim may be filed with you and your general liability carrier should damage become apparent at a later date.
- You may wish to retain an International Society of Arboriculture (ISA) Certified Arborist to assist you with your project. Contact information is provided in this brochure.

Do not design projects at the expense of trees.

PROJECT APPROVAL

- All construction related permits will be processed by the Department of Building and Safety. Public Works permits are required for trucking, hauling and work conducted in the public right-of way.
- The tree protection plan must be approved by the Recreation and Parks Urban Forest Division. If a tree protection zone fence is required, it must be installed and inspected prior to the commencement of any demolition or construction work. These inspections can be arranged by calling (310) 550-4638.

Maintain the tree protection zone fencing and parkway condition at all times.

SPECIFICATIONS

- A tree protection zone may require that the entire parkway be fenced. Fencing may be of a chain link or flexible configuration, but may not exceed 4 feet in height. Fence installation should be such that lines of sight are maintained so as to avoid any vehicle or pedestrian hazards. A warning sign must be displayed on the street side of the fence. The size of the sign must be no less than 8.5 x 11 inches. The sign must clearly state: "Warning: Tree Protection Zone". The sign shall clearly list the name and current contact information of the project owner or authorized representative.

DURING THE PROJECT

- Maintain the integrity of the tree protection zone fencing and keep the parkway site clean and maintained at all times.
- The site will be inspected by Building and Safety Department and the Urban Forest Division of the Recreation and Parks Department. If the tree protection plan is not complied with, or proves inadequate, additional measures may be required.
- It is recommended that trees be deep watered on a weekly basis for the duration of the project.

Do not allow cranes or other equipment to damage City trees.

CONTACT/RESOURCE INFORMATION

City of Beverly Hills contact information

- Recreation and Parks Department-
  Urban Forest Division Office: (310) 550-4638
  recreationandparks@beverlyhills.org

- Civil Engineering Department-
  Administration Office: (310) 285-2506
  civilengineering@beverlyhills.org

- Building and Safety Department-
  Permit Desk: (310) 285-1141
  buildingandsafety@beverlyhills.org

Determining the value of trees

- Council of Tree and Landscape Appraisers (CTLA), 2000. *Guide for Plant Appraisal*, 9th Ed. Savoy, IL: ISA, 143 pp.
  Order this reference guide online at:
  http://www.wcisa.net/pbItem.asp?PubID=30

  A library use only copy of this publication is available in the reference section of:
  The Beverly Hills Public Library
  444 North Rexford Drive
  Beverly Hills, CA 90210
  (310) 288-2244

Find an International Society of Arboriculture (ISA) Certified Arborist

- Western Chapter ISA: (530) 892-1006

- ISA, find an Arborist by phone: (217) 355-9411

- ISA, find an Arborist online: http://www.isa-arbor.com/arborists/arbsearch.html

9900 Wilshire Conditions of Approval

Exhibit D

City of Beverly Hills
Green Building / Sustainability Checklist

Attachment 3

City of Beverly Hills
Green Building/Sustainability Checklist
New Commercial, Multi-Family and Mixed-Use Development

Project Name:	
Project Address:	

Compliance Level

Buildings > 25,000 sq. ft. = Silver (33 - 38 points) or Certified (26 - 32 points) - if the lot is vacant
Buildings > 10,000 to 24,999 sq. ft. = Certified
Buildings < 10,000 sq. ft. = 10% above Title 24 and Solar Ready Construction

Sustainable Sites — 14 Points Maximum

C.E.	**Construction Activity Pollution Prevention**	Required	SS P1**
C.E.	**Stormwater Design Requirement**	Required	
OWNER	**Development Density & Community Connectivity**	1	SS 2**
OWNER	**Brownfield Redevelopment**	1	SS 3**
ARCH.	**Alternative Transportation**, Public Transportation Access	1	SS 4.1**
ARCH.	**Alternative Transportation**, Bicycle Storage & Changing Rooms	1	SS 4.2**
ARCH.	**Alternative Transportation**, Low-Emitting & Fuel-Efficient Vehicles	1	SS 4.3**
C.E.	**Alternative Transportation**, Parking Capacity	1	SS 4.4**
C.E.	**Site Development,** Protect of Restore Habitat	1	SS 5.1**
C.E.	**Site Development,** Maximize Open Space	1	SS 5.2**
C.E.	**Stormwater Design,** Quantity Control	1	SS 6.1**
C.E.	**Stormwater Design,** Quality Control	1	SS 6.2**
C.E./ARCH.	**Heat Island Effect,** Non-Roof	1	SS 7.1**
C.E./ARCH.	**Heat Island Effect,** Roof	1	SS 7.2**
E.E.	**Light Pollution Reduction**	1	SS 8**

Water Efficiency — 5 Points Maximum

LANDSCAPE	**Water Efficient Landscaping,** Reduce by 50%	1	WE 1.1**
LANDSCAPE	**Water Efficient Landscaping,** No Potable Use or No Irrigation	1	WE 1.2**
M.E.	**Innovative Wastewater Technologies**	1	WE 2**
M.E.	**Water Use Reduction,** 20% Reduction	1	WE 3.1**
M.E.	**Water Use Reduction,** 30% Reduction	1	WE 3.2**

Energy & Atmosphere — 17 Points Maximum

COMM.	**Fundamental Commissioning of the Building Energy Systems**	Required	EA P1**
M.E.	**Minimum Energy Performance**	Required	EA P2**
M.E.	**Fundamental Refrigerant Management**	Required	EA P3**
M.E.	**Optimize Energy Performance** (Report from M.E. based on ASHRAE is required)	1 to 10	EA 1**
M.E.	**On-Site Renewable Energy** (Report from M.E. based on ASHRAE is required)	1 to 3	EA 2**
COMM.	**Enhanced Commissioning**	1	EA 3**
M.E.	**Enhanced Refrigerant Management**	1	EA 4**
M.E.	**Measurement & Verification**	1	EA 5**
OWNER	**Green Power**	1	EA 6**

Materials & Resources — 13 Points Maximum

ARCH.	**Storage & Collection of Recyclables**	Required	MR P1**
ARCH.	**Building Reuse**, Maintain 75% of Existing Walls, Floors & Roof	1	MR 1.1**
ARCH.	**Building Reuse**, Maintain 100% of Existing Walls, Floors & Roof	1	MR 1.2**
ARCH.	**Building Reuse**, Maintain 50% of Interior Non-Structural Elements	1	MR 1.3**
CONT.	**Construction Waste Management**, Divert 50% from Disposal	1	MR 2.1**
CONT.	**Construction Waste Management**, Divert 75% from Disposal	1	MR 2.2**
ARCH.	**Materials Reuse**, 5%	1	MR 3.1**
ARCH.	**Materials Reuse**,10%	1	MR 3.2**
ARCH.	**Recycled Content**, 10% (post-consumer + ½ pre-consumer)	1	MR 4.1**
ARCH.	**Recycled Content**, 20% (post-consumer + ½ pre-consumer)	1	MR 4.2**
ARCH.	**Regional Materials**, 10% Extracted, Processed & Manufactured Regionally	1	MR 5.1**
ARCH.	**Regional Materials**, 20% Extracted, Processed & Manufactured Regionally	1	MR 5.2**
ARCH.	**Rapidly Renewable Materials**	1	MR 6**
ARCH.	**Certified Wood**	1	MR 7**

Indoor Environmental Quality — 15 Points Maximum

M.E.	**Minimum IAQ Performance**	Required	EQ P1**
LEED AP	**Environmental Tobacco Smoke** (ETS) **Control**	Required	EQ P2**
M.E.	**Outdoor Air Delivery Monitoring**	1	EQ 1**
M.E.	**Increased Ventilation**	1	EQ 2**
CONT.	**Construction IAQ Management Plan**, During Construction	1	*EQ 3.1***
CONT.	**Construction IAQ Management Plan**, Before Occupancy	1	EQ 3.2**
ARCH.	**Low-Emitting Materials**, Adhesives & Sealants	1	EQ 4.1**
ARCH.	**Low-Emitting Materials**, Paints & Coatings	1	EQ 4.2**
ARCH.	**Low-Emitting Materials**, Carpet Systems	1	EQ 4.3**

ARCH.	**Low-Emitting Materials**, Composite Wood & Agrifiber Products	1	EQ 4.4**
LEED AP	**Indoor Chemical & Pollutant Source Control**	1	EQ 5**
M.E.	**Controllability of Systems**, Lighting	1	EQ 6.1**
M.E.	**Controllability of Systems**, Thermal Comfort	1	EQ 6.2**
M.E.	**Thermal Comfort**, Design	1	EQ 7.1**
M.E.	**Thermal Comfort**, Verification	1	EQ 7.2**
ARCH.	**Daylight & Views**, Daylight 75% of Spaces	1	EQ 8.1**
ARCH.	**Daylight & Views**, Views for 90% of Spaces	1	EQ 8.2**

Innovation & Design Process — 5 Points Maximum

ALL PROFS.	**Innovation in Design**: Provide Specific Title	1	ID 1.1**
ALL PROFS.	**Innovation in Design**: Provide Specific Title	1	ID 1.2**
ALL PROFS.	**Innovation in Design**: Provide Specific Title	1	ID 1.3**
ALL PROFS.	**Innovation in Design**: Provide Specific Title	1	ID 1.4**
	LEED® Accredited Professional	1	ID 2**

Project Totals (Pre-certification estimates) =

* Certified 26- 32 points; Silver 33 - 38 points; Gold 39 - 51 points; Platinum 52 - 69 points

** Refers to LEED Source Book for New Construction for Intent and Requirement of each category

Attachment 4

Planning Commission Resolution Recommending Approval of the Development Agreement

RESOLUTION NO. 1501

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS RECOMMENDING THAT THE CITY COUNCIL APPROVE A DEVELOPMENT AGREEMENT BETWEEN THE CITY OF BEVERLY HILLS AND PROJECT LOTUS, LLC FOR CONSTRUCTION OF LUXURY RESIDENTIAL CONDOMINIUMS, PUBLIC GARDENS AND ANCILLARY COMMERCIAL USES, IN ACCORDANCE WITH THE 9900 WILSHIRE SPECIFIC PLAN FOR PROPERTY AT 9900 WILSHIRE BOULEVARD (THE FORMER ROBINSONS-MAY DEPARTMENT STORE SITE)

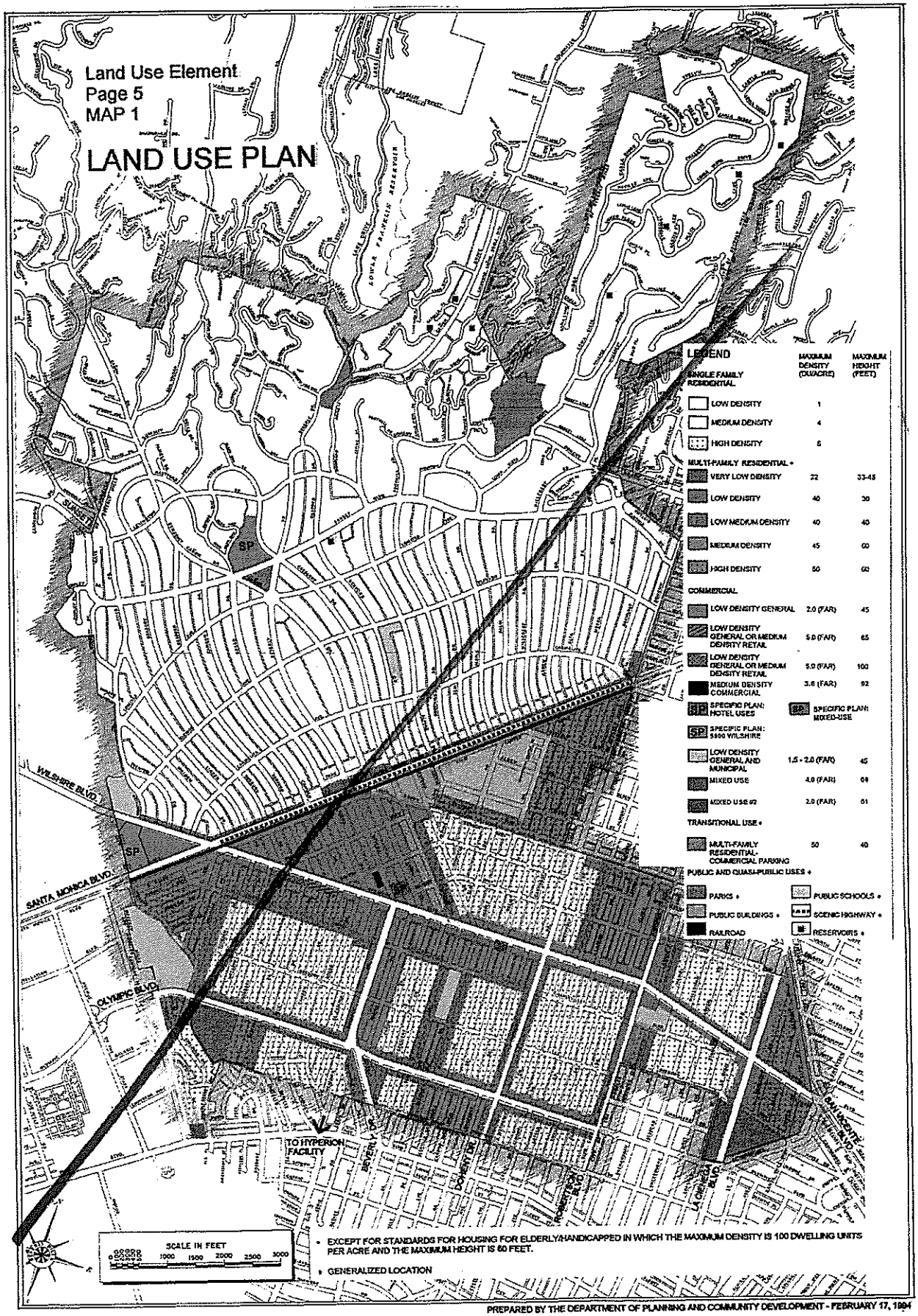
The Planning Commission of the City of Beverly Hills hereby finds, resolves and determines as follows:

Section 1. Project Lotus, LLC ("Developer") proposes to enter into a development agreement (herein, the "Development Agreement"), a draft version of which is attached to this Resolution as Exhibit "A" in connection with the construction of a luxury residential condominium project with ancillary commercial uses and gardens to be located at 9900 Wilshire Boulevard (the "Project").

Section 2. The Project has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Sections 21000, *et seq.* ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000, *et seq.*), and the City's Local CEQA Guidelines. The City prepared an initial study and, based on the information contained in the initial study, concluded that there was substantial evidence that the Project might have a significant environmental impact on several specifically identified resources. Pursuant to CEQA Guidelines Sections 15064 and 15081, and based upon the information contained in the Initial Study, the City ordered the preparation of an EIR for the Project to analyze the Project's potential impacts on the environment. The Planning

Land Use Element
Page 5
MAP 1

LAND USE PLAN



* EXCEPT FOR STANDARDS FOR HOUSING FOR ELDERLY/HANDICAPPED IN WHICH THE MAXIMUM DENSITY IS 100 DWELLING UNITS PER ACRE AND THE MAXIMUM HEIGHT IS 60 FEET.

• GENERALIZED LOCATION

PREPARED BY THE DEPARTMENT OF PLANNING AND COMMUNITY DEVELOPMENT - FEBRUARY 17, 1994

TRANSMITTAL NO. 12

Commission, by separate Resolution No. 1498 which is hereby incorporated by reference, recommended that the City Council (a) make certain CEQA findings and determinations, (b) certify the EIR (c) adopt a Statement of Overriding Considerations and (d) adopt a Mitigation Monitoring and Reporting Program. The documents and other materials that constitute the record on which this recommendation was made are located in the Department of Community Development and are in the custody of the Director of Community Development.

Section 3. On January 24, 2008 and February 7, 2008, the Planning Commission conducted duly noticed public hearings to consider the Development Agreement and the Project. Notices of the time, place and purpose of the public hearings were duly provided in accordance with California Government Code Sections 65867, 65090 and 65091.

Section 4. The Planning Commission finds that the provisions of the Development Agreement are consistent with the City of Beverly Hills General Plan as proposed to be amended and comply with its objectives and policies including the objective of developing large parcels at anchor locations that serve as gateways to the City with a variety of land uses at higher intensities, provided such developments serve as adequate transition to adjacent single family neighborhoods. The Development Agreement implements the terms of the General Plan, the 9900 Specific Plan and City ordinances, including a General Plan Amendment processed in connection with the Project to change the land use designation of the project site from Commercial to 9900 Wilshire Specific Plan, and does not allow development except in conformance with the General Plan, as amended.

Section 5. The Planning Commission hereby recommends that the City Council adopt an ordinance approving a Development Agreement substantially similar to the

draft Agreement attached hereto as Exhibit "A," which incorporates revisions recommended by the Planning Commission with respect to setting aside funds for affordable housing, requiring the Developer to make a school benefit payment to the Beverly Hills Unified School District, and setting aside a portion of the Public Benefit Fee for implementation of improvements to address congestion at the intersection of Santa Monica Boulevard and Wilshire Boulevard.

Section 6. The Secretary shall certify to the adoption of this Resolution, and shall cause this Resolution and his certification to be entered into the Book of Resolutions of the Planning Commission.

Adopted:

Noah D. Furie
Chair of the Planning Commission
of the City of Beverly Hills, California

ATTEST:

Secretary

Approved as to form:

David M. Snow
Assistant City Attorney

Approved as to content:

Vincent P. Bertoni, AICP
Director of Community Development

David D. Gustavson
Director of Public Works & Transportation

EXHIBIT A

DRAFT DEVELOPMENT AGREEMENT

DRAFT Development Agreement

RECORDING REQUESTED BY:
CITY OF BEVERLY HILLS

WHEN RECORDED MAIL TO:

City of Beverly Hills
Attention: City Attorney's Office
455 North Rexford Drive
Room 220
Beverly Hills, CA 90210

DEVELOPMENT AGREEMENT

THIS DEVELOPMENT AGREEMENT (this "Agreement") is made by and between THE CITY OF BEVERLY HILLS, a California municipal corporation (the "City"), and PROJECT LOTUS, LLC, a Delaware Limited Liability Company (the "Developer"). The City and Developer are individually referred to herein as a "Party" and collectively referred to as the "Parties."

RECITALS

This Agreement is made and entered into with regard to the following facts, each of which is acknowledged as true and correct by the Parties to this Agreement.

A. Developer is the fee owner of that certain real property located in the City of Beverly Hills, California and described in Exhibit A attached hereto and incorporated herein by reference.

B. Developer desires to develop the Project (as hereafter defined).

C. Developer has applied to the City for approval of this mutually binding Agreement, pursuant to the provisions of the Development Agreement Act (as hereafter defined) and other applicable laws.

D. In anticipation of the development of the Project, Developer has made or will make application to the City (in its governmental capacity) for certain approvals, entitlements, findings and permits required for the development and construction of the Project, including, without limitation: (1) a general plan amendment, (2) a specific plan, (3) a zoning code amendment, (4) a vesting tentative tract map, and (5) a development agreement for the Project under the Development Agreement Act.

E. Developer has, as of the Reference Date (as hereafter defined), received approval of the Project Approvals (as hereafter defined) allowing the development and construction of the Project.

F. The City Council has specifically considered the advantages and impacts of this Project upon the welfare of the City and believes that the Project will benefit the City.

G. This Agreement eliminates uncertainty in planning and provides for the orderly development of the Project in a manner consistent with the City's Zoning Regulations (as hereafter defined), the Applicable Rules (as hereafter defined) and the General Plan (as hereafter defined).

H. To provide such certainty, the City desires, by this Agreement, to provide Developer with assurance that Developer can proceed with development of the Project with the uses, density and other land use characteristics specified in the Project Approvals. Developer would not enter into this Agreement, or agree to provide the public benefits and improvements described herein, without the City's agreement that the Project can be developed, during the term of this Agreement, with the uses, density and other land use characteristics specified in the Project Approvals.

I. The City has determined that, as a result of the development of the Project in accordance with the Project Approvals and this Agreement, substantial benefits will accrue to the public.

J. On January 24, 2008 and February 7, 2008, pursuant to the requirements of the Development Agreement Act, the Planning Commission of the City of Beverly Hills conducted a hearing on Developer's application for this Agreement.

K. On __[DATE]__, pursuant to the requirements of the Development Agreement Act, the City Council of the City of Beverly Hills (the "City Council") conducted a hearing on Developer's application for this Agreement.

L. The City Council has found and determined that this Agreement is consistent with the City's General Plan and all other plans, policies, rules and regulations applicable to the Project.

M. On ___[DATE]___, 2008, the City Council adopted Ordinance No._____ approving this Agreement, and such ordinance became effective on __[DATE]__, 2008.

N. By Resolution No. _____ adopted by the City Council on __[DATE]__, the City Council reviewed and certified, after making appropriate findings, the EIR (as hereafter defined) that contemplates this Agreement.

AGREEMENT

NOW THEREFORE, pursuant to the authority contained in the Development Agreement Act, as it applies to the City, and in consideration of the mutual promises and covenants herein contained and other valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

1. Definitions. For all purposes of this Agreement, except as otherwise expressly provided herein, or unless the context of this Agreement otherwise requires, the following words and phrases shall be defined as is set forth below:

(a) "Applicable Rules" means the rules, regulations, ordinances, resolutions, codes, guidelines, and officially adopted procedures and official policies of the City governing the use and development of real property, including, but not limited to, the City's Zoning Regulations and building regulations, adopted as of the Effective Date. Among other matters, the Applicable Rules set forth and govern the permitted uses of land, the density or intensity of use, subdivision requirements, the maximum height and size of proposed buildings, parking requirements, setbacks, and development standards, the provisions for reservation or dedication of land for public purposes, and the design, improvement and construction guidelines, standards and specifications applicable to the development of the Property.

(b) "Beverly Hills Public Art Ordinance" means the requirements set forth in Title 3, Chapter 1, Article 8 of the Beverly Hills Municipal Code.

(c) "Building Permit" means a permit issued by the City pursuant to Title 9 of the Beverly Hills Municipal Code to authorize construction of a building or other structure. "Building Permit" shall not include a demolition permit or excavation and shoring permit, but shall include a foundation permit.

(d) "Business Day" means any day other than a Saturday, Sunday or California or Federal holiday on which banks in the City are customarily closed.

(e) "CEQA" means the California Environmental Quality Act (California Public Resources Code Section 21000 et seq.), as it now exists or may hereafter be amended.

(f) "Change of Control" shall refer to a transaction whereby a transferee acquires a beneficial ownership interest in Developer (or in an Existing Owner) such that after such transaction there is a change of identity of the person or entity that has the power to direct or cause the direction of the management and policies of Developer, whether through the ownership of voting securities, by contract or otherwise.

(g) "Conditions of Approval" shall mean those conditions of approval imposed by the City upon the Project Approvals.

(h) "Developer Fees" shall mean those fees established, adopted, or imposed by the City pursuant to Section 66000 et seq., of the Government Code of the State of California or the California Subdivision Map Act to offset the impact of development on the City's capital facilities, including impact fees, linkage fees, exactions, assessments or fair share charges, or other similar impact fees imposed by the City on or in connection with new development. Notwithstanding the foregoing, Developer shall not be obligated to pay any Developer Fees in connection with the Project, as all Developer Fees are included within the "Public Benefit Contribution" (as defined below). Developer Fees do not mean or include Processing Fees.

(i) "Development Agreement" or "Agreement" means this Agreement.

(j) "Development Agreement Act" means Article 2.5 of Chapter 4 of Division 1 of Title 7 (Sections 65864 through 65869.5) of the California Government Code (as the same may be amended and/or re-codified from time to time).

(k) "Discretionary Action(s)" or "Discretionary Approval(s)" means an action which requires the exercise of judgment, deliberation or discretion on the part of the City, including any board, agency, commission or department and any officer or employee thereof, in the process of approving or disapproving a particular activity, as distinguished from a Ministerial Permit or Ministerial Approval (as hereafter defined).

(l) "Effective Date" shall mean the date this Agreement, fully executed, is recorded in the official records of the Los Angeles County Recorder.

(m)"EIR" shall mean the final Environmental Impact Report (SCH No. 2006071107) which addresses the Project and was prepared, circulated and certified in accordance with applicable law, including, without limitation, CEQA.

(n) "EMS Fee" means the fee paid pursuant to the provisions of Section 10(e) of this Agreement, which payments may be used by the City for various public projects and programs.

(o) "General Plan" means the General Plan of the City, as it exists as of the Effective Date.

(p) "Ministerial Permit(s)," or "Ministerial Approval(s)" means a permit or approval, including, but not limited to, building permits, grading permits, zone clearances, and certificates of occupancy, which requires the City, including any board, agency, commission or department or any officer or employee thereof, to determine whether there has been compliance with applicable rules, statutes, ordinances, conditions of approval, and/or regulations, as distinguished from an activity which is included in the definition of Discretionary Action or Discretionary Approval.

(q) "Mortgage" means any mortgage, deed of trust, encumbrance, sale leaseback or other security interest encumbering all or any portion of the Property, given by Developer for the purpose of securing funds to be used for financing the acquisition of the Property or any portion thereof, the construction of improvements thereon and/or any other expenditures reasonably necessary and appropriate to develop the Project.

(r) "Mortgagee" means the holder of the beneficial interest under any Mortgage.

(s) "Processing Fees" means all processing fees and charges required by the City that are applied uniformly to all construction or development related activity including, but not limited to, fees for land use applications, Building Permit applications, Building Permits, grading permits, hauling permits, encroachment permits, demolition permits, subdivision or parcel maps, lot line adjustments, street vacations, inspections, certificates of occupancy and plan check. Processing Fees shall not mean or include Developer Fees.

(t) "Project" means the development project as described in the final EIR, as modified by the Project Approvals.

(u) "Project Approvals" shall include, collectively, a General Plan Amendment, specific plan, zone change, zoning code amendment, and vesting tentative tract map approved by the City with respect to the Project and shall include any Subsequent Project Approvals (as hereafter defined).

(v) "Property" means the real property described in Exhibit "A" attached hereto.

(w) "Public Benefit Contribution" means the payment from the Developer to the City pursuant to Section 10(d) of this Agreement, which payment may be used by the City for various public projects and programs, and which payment includes any and all Developer Fees (as defined above).

(x) "Reserved Powers" means the power and authority of the City to enact regulations and/or take Discretionary Action if the same is expressly found by the City to be necessary to protect residents of the City, those employed in the City, or visitors to the City, from a condition that is dangerous to public health or safety or if the same is required to comply with California or federal laws (whether enacted previous or subsequent to the Effective Date of this Agreement).

(y) "Sales Transaction" means any transaction evidenced by the recording of a conveyance document that conveys the Property, or any subdivided portion of the Property, and which conveyance would be subject to, and not exempt from, the Los Angeles County Documentary Transfer Tax (Los Angeles County Code, Chapter 4.60) or the City of Los Angeles Real Estate Transfer Tax (Los Angeles City Municipal Code, Chapter 2, Article 1.9) as those taxes existed on the Effective Date of this Agreement. A transaction whereby the possession of all or a portion of the Property is transferred but the seller retains the title as security for the payment of the price shall be deemed a Sales Transaction. Notwithstanding the foregoing, a transfer of all or a portion of the Property as a result of a judicial or non-judicial foreclosure, or by deed in lieu of foreclosure, initiated by a Mortgagee, shall not be deemed a Sales Transaction. For the purposes of triggering the EMS Fee only, a Sales Transaction shall include (i) any sale, assignment, or transfer of fifty percent (50%) or more of the beneficial ownership interest in Developer, whether in one transaction or a series of transactions, provided however, that any transfers of ownership interests among the owners (or the beneficial owners of such owners) of any successor Developer hereunder (each an "Existing Owner"), shall not be deemed a Sales Transaction so long as the EMS Fee shall have been paid in connection with the acquisition of the Property by such successor Developer and the transferee was an Existing Owner at the time of such acquisition, or (ii) any Change of Control.

(z) "Subsequent Land Use Regulations" means any change in or addition to the Applicable Rules adopted after the Effective Date of this Agreement, including, without limitation, any change in any applicable general or specific plan, zoning, subdivision, or building regulation, including, without limitation, any such change by means of an ordinance, initiative, resolution, policy, order or moratorium, initiated or instituted for any reason whatsoever by the Mayor, City Council, Planning Commission or any other board, agency, commission or

department of City, or any officer or employee thereof, or by the electorate, as the case may be, which would, absent this Agreement, otherwise be applicable to the Project.

(aa) "Subsequent Project Approvals" shall mean all further Discretionary Actions or Discretionary Approvals, Ministerial Permits and Ministerial Approvals required or requested with respect to the Project, including, without limitation, any tentative subdivision map, whether vesting or non-vesting. Following adoption or approval, a Subsequent Project Approval shall become a Project Approval.

(bb) "Zoning Regulations" shall mean the official zoning regulations of the City adopted as of the Effective Date of this Agreement.

2. Recitals of Premises. Purpose and Intent.

(a) State Enabling Statute. To strengthen the public planning process, encourage private participation in comprehensive planning and reduce the economic risk of development, the Legislature of the State of California adopted the Development Agreement Act which authorizes any city to enter into binding development agreements establishing certain development rights in real property with persons having legal or equitable interests in such property. Section 65864 of the Development Agreement Act expressly provides as follows:

"The Legislature finds and declares that:

> "(a) The lack of certainty in the approval of development projects can result in a waste of resources, escalate the cost of housing and other development to the consumer, and discourage investment in and a commitment to comprehensive planning which would make maximum efficient utilization of resources at the least economic cost to the public.
>
> "(b) Assurance to the applicant for a development project that upon approval of the project, the applicant may proceed with the project in accordance with existing policies, rules and regulations, and subject to conditions of approval will strengthen the public planning process, encourage private participation in comprehensive planning, and reduce the economic cost of development."

Notwithstanding the foregoing, to ensure that the City remains responsive and accountable to its residents while pursuing the benefits of development agreements contemplated by the Legislature, the City accepts restraints on its police powers contained in development agreements only to the extent and for the duration required to achieve the mutual objectives of the Parties.

(b) The Project. The Developer intends to develop the Property as described in the Project Approvals and the final plans submitted to the City, subject to the Applicable Rules, the Project Approvals, and the Conditions of Approval. The Parties hereby agree that, for the term of this Agreement, the permitted uses, the density and intensity of use, the maximum height and size of proposed buildings, parking requirements, setbacks, and development standards, provisions for reservation or dedication of land for public purposes and location of public

improvements, and the design, improvement, construction and other guidelines, standards and specifications applicable to the development of the Property shall be those set forth in the Project Approvals, the Applicable Rules and this Agreement, including the Conditions of Approval.

3. Property Subject to Agreement. This Agreement shall apply to all of the Property.

4. Application of Agreement. This Agreement shall apply to the development and use of the Property. Such development shall be in accordance with the Project Approvals and this Agreement.

5. Term of Agreement. The initial term of this Agreement shall commence on the Agreement Effective Date, and shall continue for two (2) years. If a vesting tentative subdivision map for the Project is approved by the City, then the term of this Agreement shall be extended until expiration of that vesting tentative map or approval and recordation of a final subdivision map for the Project, whichever is earlier. Additionally, if a final subdivision map for the Project is approved by the City, then the term of this Agreement shall be extended until the expiration of the vested rights that accompany the vesting tentative tract map for the Project. In addition to the above, at any time, the term may be extended by Developer for one year or more provided that the total extension period does not exceed three years. An extension by Developer pursuant to the prior sentence shall be effective upon written request of Developer provided to the City at least ten (10) days before the expiration of the term (including any previous extension) and a concurrent payment to the City of the following amounts: for the first year of extension, Developer shall pay five hundred thousand dollars ($500,000), for the second year of extension, Developer shall pay seven hundred fifty thousand dollars ($750,000) and for the third year of extension, Developer shall pay one million dollars ($1,000,000). Notwithstanding the term set forth above, the obligation to pay the Environmental Mitigation and Sustainability Fee pursuant to Section 10 shall continue indefinitely as provided in Sections 10 and 13.

Additionally, in the event of any litigation or referendum initiated by third parties to attack, set aside, modify, void or annul this Agreement, any of the Project Approvals, or the EIR (a "Challenge"), the term of this Agreement shall be tolled for the period during which such Challenge is proceeding until fully and finally resolved.

6. Timing of Development. The Parties acknowledge that Developer cannot at this time predict when or if the Property will be developed. Such decisions depend upon numerous factors that are not within the control of Developer. Because the California Supreme Court held in *Pardee Construction Co. v. City of Camarillo* (1984) 37 Cal. 3d 465, (the Pardee Case) that the failure of the parties therein to provide for the timing of development resulted in a later adopted initiative restricting the timing of development to prevail over such parties' agreement, it is the Parties' intent to cure that deficiency by acknowledging and providing that Developer shall have the right to develop the Property consistent with the Project Approvals and the Conditions of Approval in such order and at such rate and at such times as Developer deems appropriate within the exercise of its sole and subjective business judgment during the term of this Agreement. This provision shall be broadly construed to provide Developer the greatest amount of time and flexibility (in light of the Pardee Case and/or any other similar or distinguishing cases) as necessary or appropriate to permit Developer to complete the development of the project

irrespective of later adopted rules, regulations or initiatives which would otherwise restrict the Developer's time to complete the Project.

7. Permitted Uses; Density; Building Heights and Sizes; Required Dedications. The City and Developer hereby agree that the permitted uses of the Property, the density and intensity of such uses, the maximum heights and sizes of the buildings and improvements to be constructed on the Property, and the reservation and dedication of land for public purposes, if any, required in connection with the development of the Property shall be as set forth in and consistent with the Project Approvals, as they may be lawfully amended from time to time. Developer shall not cause or permit any use of the Property that is not permitted by the Project Approvals, and shall not cause or permit the construction of any building or improvement that exceeds the maximum density, building heights and/or building sizes set forth in or otherwise required by the Project Approvals, as they may be lawfully amended from time to time. In addition, Developer shall not permit the use of the Property for an Adult Entertainment Business or Sexual Encounter Center as defined in the zoning regulations of the City of Beverly Hills.

8. Developer's Rights. Developer shall have and is hereby vested with the rights, during the term of this Agreement, to develop the Project as set forth in the Project Approvals, as they may be lawfully amended from time to time, all of which are hereby incorporated in this Agreement by reference.

9. Changes in Applicable Rules.

(a) Non-Application of Changes in Applicable Rules. The adoption of any Subsequent Land Use Regulations after the Effective Date of this Agreement, or any change in, or addition to, the Applicable Rules (other than changes in Processing Fees as provided in this Agreement), including, without limitation, any changes in the General Plan or the Zoning Regulations (including any regulation relating to the timing, sequencing, or phasing of the Project or construction of all or any part of the Project), adopted after the Effective Date of this Agreement, including, without limitation, any such change by means of ordinance, initiative, resolution, motion, policy, order or moratorium, initiated or instituted for any reason whatsoever and adopted by any board, agency, commission or department of the City, or by the electorate, as the case may be, which would, absent this Agreement, otherwise be applicable to the Project and which would conflict in any way with or be more restrictive than the Applicable Rules or Developer's entitlements under the Project Approvals, shall not be applied to the Project during the term of this Agreement unless such changes represent an exercise of the City's Reserved Powers.

(b) Changes in Uniform Codes. Notwithstanding any provision of this Agreement to the contrary, development of the Project shall be subject to changes occurring from time to time in the provisions of the City's building, mechanical, plumbing and electrical regulations which are based on the recommendations of a multi-state professional organization and become applicable throughout the City, including, but not limited to, the California Building Code, and other similar or related uniform codes.

(c) Changes Mandated by Federal or California Laws or Regulations. Changes in, or additions to, the Applicable Rules adopted or made operative on or after the Effective Date

shall apply to the Project, if such changes or additions are specifically mandated to be applied to developments such as the Project, irrespective of vested rights, by applicable California or federal laws or regulations. Where the City or Developer believes that such a change or addition exists that Party shall provide the other Party hereto with a copy of such California or federal law or regulation and a statement of the nature of its conflict with the provisions of the Applicable Rules and/or of this Agreement. The City's determination as to the applicability of the change or addition to California or federal laws to the Project shall be final and conclusive. However, nothing in this Agreement shall deprive Developer of the rights possessed by any other property owner, absent vested rights, to challenge the appropriateness of the application to the Project of the change or addition.

(d) Changes in Processing Fees Under Applicable Rules. The Project shall be subject to any increase in Processing Fees imposed by the City, provided that such a change is applied on a Citywide basis.

10. Developer's Obligations.

(a) Conditions of Approval. Developer shall comply with the Conditions of Approval.

(b) Reimbursement of Project Approval Costs. No later than the Effective Date, Developer shall reimburse the City for all of its costs to process the Project Approvals, including legal and environmental processing costs related to the Project Approvals and preparation of this Agreement, if any.

(c) Processing Fees. Developer agrees to pay all Processing Fees, including City plan check fees, building inspection fees, and permit fees, at the rate and amount in effect at the time the fee is required to be paid.

(d) Public Benefit Contribution. Subject to adjustment as provided below in subsection (iii), Developer shall pay to the City a Public Benefit Contribution of twenty three million dollars ($23,000,000).

(i) *Timing of Payment.* Developer shall pay to the City ten million dollars ($10,000,000) of the Public Benefit Contribution no later than ninety (90) days after issuance of the first Building Permit for the Project. Developer shall pay to the City an additional five million dollars ($5,000,000) of the Public Benefit Contribution no later than four hundred fifty five (455) days after issuance of the first Building Permit for the Project. Developer shall pay to the City the remaining eight million dollars ($8,000,000) of the Public Benefit Contribution prior to issuance of the first certificate of occupancy (or temporary certificate of occupancy) for any portion of the Project.

(ii) *Security for Payment.* Developer shall secure the payment of the Public Benefit Contribution by arranging for an irrevocable standby letter of credit to be issued to the City, as beneficiary, for twenty three million dollars ($23,000,000) guaranteeing payment of the Public Benefit Contribution in form

and content satisfactory to the city attorney. The standby letter of credit shall be issued to the City before the City issues a Building Permit for the Project. The letter of credit shall be issued by a financial institution acceptable to the City with a presence in California at which the letter of credit may be presented for payment. The City acknowledges that the following prospective issuers are acceptable to the City: Bank of America, Wells Fargo Bank, Citibank, City National Bank, and J.P. Morgan Chase Bank. The letter of credit shall provide that the City may fully draw upon such letter of credit in the event that: (x) the City issues a written statement that, after all applicable notice and cure periods have expired, Developer has failed to make any payment on or before the deadlines set forth in subsection (i) above or (y) the letter of credit has not been renewed or replaced at least thirty (30) days prior to its expiry date and all payments have not been made pursuant to subsection (i) above. The City shall permit adjustment of the amount of the letter of credit upon receipt of payments under subsection (i). The adjustment shall reduce the amount secured by the letter of credit to reflect the payments paid to the City and those payments still owed to the City.

(iii) *Adjustment of Public Benefit Contribution.* The Public Benefit Contribution for the Project is based on development of 948,763 square feet of gross floor area (the "Floor Area"). Thus, the Public Benefit Contribution equals $24.24 for each square foot of the Floor Area. If the maximum permitted development authorized by the Project Approvals exceeds the Floor Area, then the Public Benefit Contribution shall be increased by $24.24 per square foot of difference between the maximum amount of gross floor area permitted by the Project Approvals and the Floor Area. Conversely, if the maximum permitted development authorized by the Project Approvals is less than the Floor Area, then the Public Benefit Contribution shall be reduced by $24.24 per square foot of difference between the Floor Area and the maximum amount of gross floor area permitted by the Project Approvals. If the Public Benefit Contribution is increased or decreased pursuant to this subsection (iii), then each of the payments required under subsection (i) shall be increased or decreased proportionally so that the total of the three payments continues to equal the total amount of the Public Benefit Contribution.

(iv) *Affordable Housing Contribution.* The City Council shall place a portion of the Public Benefit Contribution into an affordable housing fund that shall be used by the City for the purpose of promoting the provision of affordable housing in the City of Beverly Hills, or as otherwise may be permitted by State law. The amount to be placed in the affordable housing fund shall be calculated by multiplying $261,733.00 times ten percent (10%) of the number of dwelling units constructed pursuant to the Project Approvals. For example, if 235 dwelling units were constructed pursuant to the Project Approvals, then the amount of the affordable housing fund contribution would be $6,150,725.50 [$261,733 x (235/10) = $6,150,725.50].

(v) *Funding for Improvement of Intersection of Santa Monica and Wilshire Boulevards.* The City Council shall place the sum of ten percent (10%) of the Public Benefit Contribution into a fund to be used solely for the purpose of implementing improvements to address congestion at the intersection of Santa Monica Boulevard and Wilshire Boulevard.

(e) Environmental Mitigation and Sustainability Fee

(i) *Amount of Fee.* Concurrent with the close of each Sales Transaction, the seller shall pay or cause to be paid to City an Environmental Mitigation and Sustainability Fee ("EMS Fee"). The amount of the EMS Fee shall be equal to $4.50 for each $1,000 of the consideration or value of the interest or property conveyed (exclusive of the value of any lien or encumbrance remaining thereon at the time of sale). The EMS Fee shall be paid from the escrow account set up for the Sales Transaction. The fee shall be paid upon each Sales Transaction by the then current owner.

(ii) *Adjustment of EMS Fee.* If, after the Effective Date of this Agreement, the City adopts or increases a real estate transfer tax or documentary transfer tax for Beverly Hills, so that the combined total of the City's taxes and the County of Los Angeles Documentary Transfer Tax exceeds the current $1.10 per $1000 of City and County documentary transfer taxes, then the EMS Fee imposed upon all subsequent Sales Transactions shall be reduced by the amount of the combined taxes that exceeds $1.10 per $1000. For example, if City adopts a real estate transfer tax of $2.20 per $1000, thus increasing the combined City and County real estate transfer taxes and documentary transfer taxes to $3.30 per $1,000 of sales price, then the EMS Fee on all subsequent Sales Transactions would be $2.30 per $1000 of sales price ($4.50-$2.20= $2.30). If the City increases the documentary transfer tax or adopts a real estate transfer tax so that the combined taxes exceed $5.60 per $1000 of sales price, then no further EMS Fee shall be due or payable.

(f) Liens for EMS Fee Payable Upon Sale. Developer hereby grants to the City, with power of sale, a lien on the Property, each lot or parcel created by the tentative tract map for the Project, including without limitation, following the creation thereof, each condominium unit in the Project, to secure the payment of the EMS Fee payable upon each Sales Transaction. In the event that the EMS Fee secured by such lien is not paid concurrently with and as a condition to the closing of a Sales Transaction, then the City may enforce such lien by sale by the City, its attorney or any other person or entity authorized by the City Manager to conduct the sale. Any such sale shall be conducted in accordance with California Civil Code Sections 2924, 2924b, 2924c, 2924f, 2924g, and 2924h, or in any other manner permitted or provided by law. The City, through its agent authorized by the City Manager, shall have the power to bid on the encumbered property at the sale, using as a credit bid the amounts secured by such lien, its own funds, or funds borrowed for such purpose, and to acquire the lot or parcel. The City is hereby granted, in trust, the applicable lot or parcel and is appointed as trustee for purposes of noticing and effecting any sale pursuant to the provisions of this Section and is

hereby expressly granted a "power of sale" in connection therewith. Developer, or any subsequent owner of the Property or any portion thereof, shall provide notice to City, in a form satisfactory to City, upon any opening of escrow that will result in a Sales Transaction or any other conveyance of the Property or portion thereof. The notice shall include a declaration stating the amount of the EMS Fee due upon closing of any Sales Transaction, or in the case of a conveyance that is not a Sales Transaction, the reason that such conveyance is not a Sales Transaction and therefore not subject to the EMS Fee. Upon receipt of the full amount of the EMS Fee payable with respect to a sale, the City shall execute and deliver such documentation, in recordable form, as Developer, the buyer or the title company may reasonably request to evidence the payment of the EMS Fee and extinguishment of the City's lien rights with respect to such sale (a "Lien Release"). Such Lien Release shall also indicate that payment of the EMS Fee shall not extinguish the City's lien rights with respect to subsequent Sales Transactions. In the event that the City determines that a conveyance is not a Sales Transaction, the City shall execute and deliver to the seller, buyer or title company documentation that the City has determined that the conveyance is not a Sales Transaction and not subject to the EMS Fee.

(g) Public Open Space Easement. Prior to issuance of a Building Permit for the Project, Developer shall execute an open space easement in favor of the City for the public gardens as shown in the Specific Plan, and as shown in Exhibit B attached hereto and incorporated herein by reference. The open space easement shall ensure that the public gardens are maintained as public open space for the life of the Project (which maintenance, once the Project's property owners association (the "**Association**") becomes operational, shall be the responsibility of the Association). The open space easement shall be in form and substance satisfactory to the City Attorney and substantially in the form set forth in Exhibit C.

(h) Gateways. Prior to issuance of a certificate of occupancy (or temporary certificate of occupancy) for the first of the Project's condominium units, Developer shall construct or install two significant "gateway statements" to enhance the significance of the entry to Beverly Hills. One gateway statement shall be located along Wilshire Boulevard and the other gateway statement shall be located along Santa Monica Boulevard. Both gateway statements shall be provided on the Project site in an area that is clearly visible to the general public entering Beverly Hills. The gateway statements may take the form of public art, landscaping, architectural features such as fountains, or other features satisfactory to the City of Beverly Hills.

(i) *Design*. Prior to issuance of a Building Permit for the Project, Developer shall provide conceptual drawings depicting the gateway statements and their location. Prior to issuance of a certificate of occupancy (or temporary certificate of occupancy) for the first of the Project's condominium units, the proposed gateway statements shall be reviewed and approved by the City's Architectural Commission. If the gateway statements include public art, the City's Fine Arts Commission shall review and approve the public art prior to its installation. Decisions of the Architectural Commission and Fine Arts Commission shall be appealable to the Planning Commission, and decisions of the Planning Commission shall be appealable to the City Council, provided that all applicable appeal fees shall be paid. Any appeals shall be filed within ten (10) days of the final decision that is the subject of the appeal. The gateway statements shall be constructed or installed in substantial compliance with the approved drawings.

(ii) *Public Art Requirement.* The gateway statements, combined with a payment of two hundred fifty thousand dollars ($250,000) into the fund established pursuant to Beverly Hills Municipal Code Section 3-1-808 shall satisfy Developer's obligations under the Beverly Hills Public Art Ordinance.

(iii) *Maintenance.* Until the Association becomes operational, Developer shall own the gateway statements and maintain the gateway statements in good condition and repair. Once the Association becomes operational the gateway statements shall be deemed part of the Project's common area and shall be maintained by the Association. Additionally, the Developer, initially, and thereafter the Association, shall maintain insurance satisfactory to the City's Risk Manager and City Attorney and in an amount equal to the value of the gateway statements, which insures the gateway statements against any loss or damage, including vandalism. Upon damage, the party tasked with maintaining the gateway statements shall timely repair or replace the gateway statements, as appropriate, to the reasonable satisfaction of the City's Director of Community Development. Prior to occupancy of the Project's first condominium unit, Developer shall record a covenant in favor of the City (or as part of the Project's recorded declaration of covenants, conditions and restrictions ("**CC&Rs**")) evidencing the obligation to maintain the gateway statements in accordance with this Section 10(h). The covenant shall be in form and substance reasonably satisfactory to the City Attorney and shall not be subject to amendment without the City's reasonable consent.

(i) Bus Turnouts. Prior to issuance of a Building Permit, Developer shall dedicate to the City of Beverly Hills right of way easements along the Project's Wilshire Boulevard frontage and Santa Monica Boulevard frontage sufficient to provide sidewalk area behind bus turnouts in locations as shown on Exhibit D. The dedication shall be in form and substance satisfactory to the City Attorney and substantially in the form set forth in Exhibit D.

(j) Access for City Shuttle. Prior to issuance of a Building Permit for the Project, Developer shall dedicate to the City a non-exclusive easement to allow any City sponsored, financed or operated shuttle service vehicle to access the Project site for the purpose of picking up or dropping off residents and visitors to the site at the valet area for the commercial uses on the Project site (to the extent the Project includes valet parking, or otherwise at the commercial parking entrance area). The easement shall be in form and substance satisfactory to the City Attorney and substantially in the form set forth in Exhibit E.

(k) School Benefit Fee. Prior to the issuance of a Building Permit for the Project, Developer shall pay to the Beverly Hills Unified School District a school benefit fee in the amount of $_____.

(l) Subway Portal. Prior to obtaining a Building Permit for the any part of the Project, Developer shall dedicate an easement to the City substantially in the form set forth in Exhibit F. The easement shall be for the purpose of providing a portal for a subway station under Wilshire Boulevard or Santa Monica Boulevard and shall be assignable to the Metropolitan Transportation Authority or any other governmental entity responsible for constructing or maintaining a subway line. The easement shall provide that the surface area of the portion of the portal on the Property at ground level shall be no more than 300 square feet. The easement shall automatically terminate unless each of the following conditions are met: (i)

the City must accept the easement within twenty (20) years from the Effective Date of this Agreement; and (ii) the Metropolitan Transportation Authority, or other appropriate governmental entity, must have secured funding for construction of the station within twenty years from the Effective Date of this Agreement. The easement shall limit the portal so that it does not materially interfere with or limit access to the Project, materially interfere with the structural integrity of the Property or buildings or structures on the Property, or materially interfere with the operations of the Property or the businesses located on the Property.

11. Issuance of Building Permit. The City shall be under no obligation to issue a Building Permit for the Project until: (i) all the fees and other obligations set forth in Section 10 and due before issuance of a Building Permit have been fully paid or otherwise fulfilled; and (ii) any lender whose lien is prior and superior to the lien created by this Agreement or any conveyance or covenant required by this Agreement shall have agreed to subordinate its lien to the lien, conveyances and covenants created and required by this Agreement.

12. Default. Failure by City or Developer to perform any term or provision of this Agreement for a period of thirty (30) days from the receipt of written notice thereof from the other shall constitute a default under this Agreement, subject to extensions of time by mutual consent in writing. Said notice shall specify in detail the nature of the alleged default and the manner in which said default may be satisfactorily cured. If the nature of the alleged default is such that it cannot reasonably be cured within such thirty (30) day period, the commencement of the cure within such time period and the diligent prosecution to completion of the cure shall be deemed a cure within such period. Notwithstanding the above, failure to make a Public Benefit Contribution payment shall not constitute a default by Developer if the City has presented the standby letter of credit provided pursuant to Section 10 and been paid the amount of the applicable portion of the Public Benefit Contribution by the issuer of the letter of credit.

Subject to the foregoing, after notice and expiration of the thirty (30) day period without cure, the notifying party, at its option, shall have all rights and remedies provided by law and/or may give notice of intent to terminate this Agreement pursuant to Government Code Section 65868. Following such notice of intent to terminate, the matter shall be scheduled for consideration and review by the City Council within thirty (30) calendar days in the manner set forth in Government Code Sections 65867 and 65868. Following consideration of the evidence presented in said review before the City Council and a determination that a default exists, the Party alleging the default by the other Party may give written notice of termination of this Agreement to the other Party. Upon any such termination, the respective rights, duties and obligations of the Parties hereto shall without further action cease as of the date of such termination (except as to duties and obligations that arose prior to the date of such termination). In no event shall monetary damages be available against the City for any alleged default or breach by the City. In no event shall consequential damages be available against Developer or any seller of any portion of the Property for any alleged default or breach of this Agreement.

13. Termination and Expiration. Upon the expiration of the term or termination of this Agreement, this Agreement shall terminate and be of no further force or effect; provided, however, such termination shall not affect Developer's obligations under Section 10, nor the obligation to pay any claim of any Party hereto arising out of the provisions of this Agreement prior to the effective date of such termination. The obligations under Section 10, and the

obligation to pay any claim arising before the effective date of termination shall continue after termination in perpetuity or until completed.

14. Transfers of Interests in Property or Agreement. In the event of a proposed transfer of interest in the Property or in this Agreement by Developer to a transferee other than a retail purchaser of an individual residential condominium unity, Developer agrees to provide the City at least thirty (30) days written notice of such proposed transfer and shall provide satisfactory evidence that the transferee will assume in writing through an assignment and assumption agreement all remaining obligations of Developer under this Agreement. The assignment and assumption agreement shall be in a form satisfactory to the City Attorney. However, Developer has no obligation to obtain the consent of the City to assign this Agreement to a transferee. Notwithstanding the foregoing: (i) the terms, covenants and conditions of this Agreement shall be binding upon any transferee whether or not such an assignment and assumption agreement is signed by the assignee upon acquiring the Property; and (ii) no such transfer shall relieve Developer (transferor) of any obligations under this Agreement.

15. Mortgagee Protection.

(a) *In General.* The provisions of this Agreement shall not prevent or limit Developer's right to encumber the Property or any portion thereof or any improvement thereon by any mortgage, deed of trust or other security device securing financing with respect to such portion. The City acknowledges that Mortgagees may require certain interpretations and modifications of this Agreement and agrees upon request, from time to time, to meet with Developer and representatives of such Mortgagees to negotiate in good faith any such request for interpretation or modification. The City shall not unreasonably withhold its consent to any such requested interpretation or modification provided such interpretation or modification is consistent with the intent and purposes of this Agreement and does not, in the City's sole determination, diminish the City's benefits from this Agreement. Any Mortgagee shall be entitled to the rights and privileges set forth in this Section.

(b) *Notice of Default to Mortgagee.* If a Mortgagee has submitted a request in writing to City in the manner specified herein for giving notices, the City shall exercise its best efforts to provide to such Mortgagee written notification from the City of any failure or default by Developer in the performance of Developer's obligations under this Agreement, which notification shall be provided to such Mortgagee at such time as such notification is delivered to Developer.

(c) *Right of Mortgagee to Cure.* Any Mortgagee shall have the right, but not the obligation, to cure any failure or default by Developer during the cure period allowed Developer under this Agreement, plus an additional sixty (60) days if, in order to cure such failure or default, it is necessary for the Mortgagee to obtain possession of the property such as by seeking the appointment of a receiver or other legal process. Any Mortgagee that undertakes to cure or attempt to cure any such failure or default shall provide written notice to the City that it is undertaking efforts of such a nature; provided that no initiation of any such efforts by a Mortgagee shall obligate such Mortgagee to complete or succeed in any such curative efforts.

(d) *Liability for Past Defaults or Obligations.* Subject to the foregoing, any Mortgagee, including the successful bidder at a foreclosure sale, who comes into possession of the Project or the Property or any part thereof pursuant to foreclosure, eviction or otherwise, shall take such property subject to the terms of this Agreement and in no event shall any such property be released from any obligations associated with its use and development under the provisions of this Agreement. Nothing in this Section shall prevent City from exercising any remedy it may have for a default under this Agreement, provided, however, that in no event shall such Mortgagee personally be liable for any defaults or monetary obligations of Developer arising prior to acquisition of possession of such property by such Mortgagee.

16. Binding Effect. All of the provisions, agreements, rights, powers, standards, terms, covenants and obligations contained in this Agreement shall be binding upon the Parties and their respective heirs, successors (by merger, reorganization, consolidation or otherwise) and assigns, devisees, administrators, representatives, lessees, and all other persons acquiring the Property, or any portion thereof, or any interest therein, whether by operation of law or in any manner whatsoever, and shall inure to the benefit of the parties and their respective heirs, successors and assigns. All of the provisions of this Agreement shall constitute covenants running with the land.

17. Indemnification.

(a) Developer agrees to and shall indemnify, hold harmless, and defend, the City and its respective officers, officials, members, agents, employees, and representatives, from liability or claims for death or personal injury and claims for property damage which may arise from the acts, errors, and/or omissions of Developer or its contractors, subcontractors, agents, employees or other persons acting on its behalf in relation to the Project and/or in any manner arising from this Agreement. The foregoing indemnity applies to all deaths, injuries, and damages, and claims therefor, suffered or alleged to have been suffered by reason of the acts, errors, and/or omissions referred to in this Section 17, regardless of whether or not the City prepared, supplied, or approved plans or specifications, or both. In the event of litigation, the City agrees, at no cost to the City, to cooperate with Developer. This indemnification, hold harmless and defense requirement shall survive the termination or expiration of this Agreement. The City reserves the right, in cases subject to this indemnity, to reasonably approve the attorney selected by Developer to defend Developer and the City in any such action.

(b) In the event of any court action or proceeding challenging the validity of this Agreement, any of the Project Approvals or the EIR prepared and certified for the Project, Developer shall defend, at its own expense, the action or proceeding. In addition, Developer shall reimburse the City for the City's costs in defending any court action or proceeding challenging the validity of this Agreement, any of the Project Approvals or the EIR and Developer shall also pay any award of costs, expenses and fees that the court having jurisdiction over such challenge makes in favor of any challenger and against the City. Developer shall cooperate with the City in any such defense as the City may reasonably request and may not resolve such challenge without the agreement of the City. In the event Developer fails or refuses to reimburse the City for its cost to defend any challenge to this Agreement, the Project Approvals or the EIR, the City shall have the right to terminate this Agreement, subject to the notice and cure requirements of Section 12 above. In all events, the City shall have the right to

resolve any challenge in any manner, in its sole discretion, provided, however, Developer's consent shall be required if the resolution of the challenge shall require a payment by Developer or limit Developer's rights under this Agreement.

In order to ensure compliance with this Section 17(b), within twenty (20) days after notification by the City of the filing of any claim, action or proceeding to attack, set aside, void or annul this Agreement, any of the Project Approvals or the EIR prepared and adopted for the Project, Developer shall deposit with the City cash or other security in the amount of one hundred thousand dollars ($100,000), satisfactory in form to the City Attorney, guaranteeing indemnification or reimbursement to the City of all costs related to any action triggering the obligations of this Section. If the City is required to draw on that cash or security to indemnify or reimburse itself for such costs, Developer shall restore the deposit to its original amount within fifteen (15) days after notice from the City. Additionally, if at any time the City Attorney determines that an additional deposit or additional security up to an additional fifty thousand dollars ($50,000.00) is necessary to secure the obligations of this section, Developer shall provide such additional security within fifteen (15) days of notice from the City Attorney. The City shall promptly notify Developer of any claim, action or proceeding within the scope of this Section and the City shall cooperate fully in the defense of any such claim or action, but shall have the right to resolve any challenge, in any manner, in its sole discretion, provided, however, Developer's consent shall be required if the resolution of the challenge shall require a payment by Developer or limit Developer's rights under this Agreement.

18. Relationship of the Parties. The Parties acknowledge and agree that Developer is not acting as an agent, joint venturer or partner of the City, but each is, in fact, an independent contractual party and not in any way under the control or direction of the City except as is expressly provided to the contrary in this Agreement.

19. Recordation. As provided in Government Code Section 65868.5, the City Clerk shall record a copy of this Agreement with the Registrar-Recorder of the County of Los Angeles within ten (10) days following its execution by both Parties. Developer shall reimburse the City for all costs of such recording, if any.

20. No Third Party Beneficiaries. The only signatories to this Agreement are the City and Developer. There are no third party beneficiaries and this Agreement is not intended and shall not be construed to benefit or be enforceable by any other person whatsoever other than the successors in interest of the signatories.

21. Advice; Neutral Interpretation. Each Party has received independent legal advice from its attorneys with respect to the advisability of executing this Agreement and the meaning of the provisions hereof. This Agreement has been drafted through a joint effort of the Parties and their counsel and therefore shall not be construed against either of the Parties in its capacity as draftsperson, but in accordance with its fair meaning.

22. Certificate of Compliance. At any time during the term of this Agreement, any Mortgagee or other party may request any Party to this Agreement to confirm that (i) this Agreement is unmodified and in full force and effect (or if there have been modifications hereto, that this Agreement is in full force and effect as modified and stating the date and nature of such

modifications) and that (ii) to the best of such Party's knowledge, no defaults exist under this Agreement or if defaults do exist, to describe the nature of such defaults and (iii) any other information reasonably requested. Each Party hereby agrees to provide a certificate to such lender or other party within ten (10) Business Days of receipt of the written request therefor.

23. Consideration. The City and Developer acknowledge and agree that there is good, sufficient and valuable consideration flowing to the City and to Developer pursuant to this Agreement as more particularly set forth in the Recitals and Section 2 of this Agreement. The Parties further acknowledge and agree that the exchanged consideration hereunder is fair, just and reasonable.

24. Periodic Reviews.

(a) Annual Reviews. The City shall conduct annual reviews to determine whether Developer is acting in good faith compliance with the provisions of this Agreement and Government Code Section 65865.1. The reasonable cost of each annual review conducted during the term of this Agreement shall be reimbursed to the City by Developer. Such reimbursement shall include all direct and indirect expenses reasonably incurred in such annual reviews.

(b) Special Reviews. In addition, the City Council of the City may order a special periodic review of Developer's compliance with this Agreement at any time. The cost of such special reviews shall be borne by the City, unless such a special review demonstrates that Developer is not acting in good faith compliance with the provisions of this Agreement. In such cases, Developer shall reimburse the City for all costs, direct and indirect, incurred in conjunction with such a special review.

(c) Procedure for Review. The City's Director of Community Development (the "Community Development Director") shall conduct the review contemplated by this Section 24 to ascertain whether Developer has complied in good faith with the terms and conditions of this Agreement during the period for which the review is conducted. The Community Development Director shall give Developer written notice that any such review has been commenced, and shall give Developer at least twenty (20) days after Developer's receipt of such notice to provide to the Community Development Director such information as Developer deems relevant to such review. In addition, upon the written request of the Community Development Director, Developer shall furnish such documents or other information as requested by the Community Development Director.

(d) Result of Review. If, following such a review, the Community Development Director finds good faith compliance by Developer with the terms and conditions of this Agreement, the Community Development Director shall issue to Developer an executed certificate of compliance, certifying Developer's good faith compliance with the terms and conditions of this Agreement through the period of such review. Such certificate shall be in recordable form, and shall contain such information as may be necessary to impart constructive record notice of the finding of good faith compliance hereunder. Developer shall have the right to record such certificate of compliance in the Official Records of the County of Los Angeles.

If, following such a review, the Community Development Director finds that Developer has not complied in good faith with the terms and conditions of this Agreement, the Community Development Director shall specify in writing the respects in which Developer has failed to so comply. The Community Development Director shall provide Developer with written notice of such noncompliance as provided in Section 12 and the City may follow the default procedures as set forth in Section 12.

(e) Effect on Default. Nothing in this Section 24 shall be interpreted to prevent the City from providing Developer with a notice of default hereunder at any time, including any time other than during a periodic review under this Section 24, or from terminating this Agreement pursuant to the provisions of Section 12 following any event of default by Developer.

25. Future Litigation Expenses.

(a) Payment of Prevailing Party. If the City or Developer brings an action or proceeding (including, without limitation, any motion, order to show cause, cross-complaint, counterclaim, third-party claim or arbitration proceeding) by reason of default, breach, tortious act, or act or omission, arising out of this Agreement, the prevailing party in such action or proceeding shall be entitled to its costs and expenses of suit including, but not limited to, reasonable attorneys' fees and expert witness fees.

(b) Scope of Fees. Attorneys' fees under this Section shall include attorneys' fees on any appeal and, in addition, a party entitled to attorneys' fees shall be entitled to all other reasonable costs and expenses incurred in connection with such action. In addition to the foregoing award of attorneys' fees to the prevailing party, the prevailing party in any lawsuit shall be entitled to its attorneys' fees incurred in any post-judgment proceedings to collect or enforce the judgment. This provision is separate and several and shall survive the merger of this Agreement into any judgment on this Agreement.

26. Headings. The section headings used in this Agreement are for convenient reference only and shall not be used in construing this Agreement. The words "include," "including" or other words of like import are intended as words of illustration and not limitation and shall be construed to mean "including, without limitation."

27. Amendment. This Agreement may be amended from time to time, in whole or in part, by mutual written consent of the Parties or their successors in interest, as follows:

(i) City and Developer, by mutual agreement, may terminate or amend the terms of this Agreement, and the amendment or termination shall be accomplished in the manner provided under California law for the enactment of Development Agreement amendments.

(ii) Except as may be otherwise agreed to by the Parties, no amendment of this Agreement shall be required in connection with the issuance of any Subsequent Project Approval. Any Subsequent Project Approval issued after the Effective Date of this Agreement automatically shall be incorporated into this Agreement and vested hereby.

28. Alterations. No alteration, amendment or modification of this Agreement shall be valid unless evidenced by a written instrument executed by the parties hereto with the same formality as this Agreement, and made in the manner required by the Development Agreement Act.

29. Waiver. The failure of either Party hereto to insist in any one or more instances upon the strict performance of any of the covenants, agreements, terms, provisions or conditions of this Agreement, or to exercise any election or option herein contained, shall not be construed as a waiver or relinquishment for the future of such covenant, agreement, term, provision, condition, election or option, but the same shall continue and remain in full force and effect. No waiver by any Party hereto of any covenant, agreement, term, provision or condition of this Agreement shall be deemed to have been made unless expressed in writing and signed by an appropriate official or officer on behalf of such Party.

30. Severability. If any article, section, subsection, term or provision of this Agreement, or the application thereof to any party or circumstance, shall, to any extent, be invalid or unenforceable, the remainder of the article, section, subsection, term or provision of this Agreement, or the application of the same to parties or circumstances other than those to which it is held invalid or unenforceable, shall not be affected thereby, and each remaining article, section, subsection, term or provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law, except that if any provision of Section 10 is held invalid or unenforceable before approval of a tentative subdivision map for the Project, then this entire Agreement shall be void and unenforceable and of no further force and effect.

31. Force Majeure. Performance by any Party of its obligations hereunder (other than for payment of money) shall be excused during any period of "Permitted Delay," which Permitted Delay shall mean and include delay caused by an event beyond the reasonable control of the Party claiming the delay (and despite the good faith efforts of such Party) that prevents the Party from fulfilling the obligations for which it seeks excuse including without limitation all of the following to the extent that they prevent the Party claiming delay from fulfilling the obligation from which it seeks to be excused: acts of God; civil commotion; riots; strikes; picketing or other labor disputes; shortages of materials or supplies; damage to work in progress by reason of fire, floods, earthquake or other casualties; failure, delay or inability of the other Party to act; terrorism, and litigation brought by a third party attacking the validity of this Agreement, the Project Approvals or the EIR.

32. Notices. All notices, disclosures, demands, acknowledgments, statements, requests, responses and other communications (each, a "Communication") to be given under this Agreement shall be in writing, signed by a signatory hereto (or an officer, agent or attorney of such party) giving such Communication, and shall be deemed effective (i) upon receipt if hand delivered or sent by overnight courier service; or (ii) upon delivery or the date of refusal if sent by the United States mail, postage prepaid, certified mail, return receipt requested, in either case addressed as follows:

To Developer: Project Lotus LLC
Attn: Manager
Rodeo Collection

424 North Rodeo Drive
Third Floor
Beverly Hills, CA 90210

With Copy to: Candy & Candy
100 Brompton Road, Knightsbridge
London
SW3 1ER
United Kingdom

To City: City Manager
City of Beverly Hills
455 North Rexford Drive
Third Floor
Beverly Hills, California 90210

With Copy to: City Attorney
City of Beverly Hills
455 North Rexford Drive
Room 220
Beverly Hills, California 90210

Any signatory hereto may from time to time, by notice given to the other signatories hereto pursuant to the terms of this Section 32 change the address to which communications to such signatory are to be sent or designate one or more additional persons or entities to which communications are to be sent.

33. Applicable Law. This Agreement shall be governed in all respects by the laws of the State of California.

34. Time is of the Essence. Time is of the essence of this Agreement and every term or performance hereunder.

35. Entire Agreement. This Agreement supersedes any prior understanding or written or oral agreements between the Parties hereto respecting the within subject matter and contains the entire understanding between the Parties with respect thereto.

36. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

37. Compliance With Law. Notwithstanding any provision of this Agreement, the Parties agree to comply with all federal, state and local laws and to act in good faith and reasonably in carrying out the terms of this Agreement.

38. Authorization. Each person executing this Agreement represents and warrants that he or she is authorized and has the legal capacity to execute and deliver this Agreement on behalf of the Party for which execution has been made.

IN WITNESS WHEREOF, the parties hereto have entered into this Agreement as of the ____ day of _____, 200___.

CITY OF BEVERLY HILLS,
A Municipal Corporation

_____
JIMMY DELSHAD
Mayor of the City of
Beverly Hills, California

ATTEST:

_____(SEAL)
BYRON POPE
City Clerk

PROJECT LOTUS LLC, a Delaware limited liability company

By: _____
Name: _____
Its: _____

APPROVED AS TO FORM:

_____
LAURENCE S. WIENER
City Attorney

APPROVED AS TO CONTENT:

_____
RODERICK J. WOOD
City Manager

EXHIBIT A

The Property situated in the State of California, County of Los Angeles, City of Beverly Hills described as follows:

9900 WILSHIRE LEGAL DESCRIPTION

That certain real property located in the State of California, County of Los Angeles described as follows:

PARCEL 1:

THAT PORTION OF BLOCK 33 OF BEVERLY, SHEET 2, IN THE CITY OF BEVERLY HILLS, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 13, PAGES 62 AND 63 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWESTERLY CORNER OF LOT 4 OF SAID BLOCK 33; THENCE ALONG THE NORTHERLY LINE OF LOT 4 AND A PORTION OF LOT 3 OF SAID BLOCK 33, NORTH 89° 55' 00" EAST 300.00 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 3 OF SAID BLOCK 33; THENCE SOUTH 0° 05' 00" EAST 177.00 FEET; THENCE SOUTHEASTERLY SOUTH 38° 46' 45" EAST 583.79 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF LOT 7 OF SAID BLOCK 33, DISTANT 431.22 FEET FROM THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE SOUTH 50° 19' 15" WEST 431.22 FEET TO THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33; THENCE ALONG THE SOUTHWESTERLY LINE OF LOTS 6 AND 4 OF SAID BLOCK 33, NORTH 30° 58' 05" WEST 798.43 FEET TO THE MOST SOUTHERLY CORNER OF LOT 5 OF SAID BLOCK 33; THENCE ALONG THE SOUTHEASTERLY LINE OF LOT 5 NORTH 19° 03' 30" EAST 235.27 FEET TO THE POINT OF BEGINNING.

PARCEL 2:

AN EASEMENT FOR PRIVATE ROAD PURPOSES OVER THE EASTERLY 20 FEET OF THOSE PORTIONS OF LOTS 3 AND 7 IN BLOCK 33 OF BEVERLY, IN THE CITY OF BEVERLY HILLS, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 13 PAGES 62 AND 63 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, INCLUDED WITHIN A STRIP OF LAND, 40 FEET WIDE, THE CENTER LINE OF WHICH IS DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTHERLY LINE OF SAID LOT 3, DISTANT NORTH 89° 55' 00" EAST 300 FEET MEASURED ALONG THE NORTHERLY LINE OF SAID BLOCK 33 FROM THE NORTHWEST CORNER OF LOT 4 OF SAID BLOCK 33; THENCE SOUTH 0° 05' 00" EAST 177.00 FEET; THENCE SOUTHEASTERLY SOUTH 38° 46' 45" EAST 583.79 FEET TO A POINT ON THE SOUTHEASTERLY LINE OF LOT 7 OF SAID BLOCK 33, DISTANT 431.22 FEET FROM THE MOST SOUTHERLY CORNER OF LOT 6 OF SAID BLOCK 33, AS GRANTED BY DEED AND AGREEMENT DATED DECEMBER 20, 1950, AND RECORDED DECEMBER 22, 1950, IN BOOK 35141, PAGE 331, OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

DRAFT Development Agreement

EXHIBIT B

Map Exhibit of Public Open Space Area

DRAFT Development Agreement

EXHIBIT C

Form of Open Space Easement

DRAFT Development Agreement

EXHIBIT D

Bus Turnout Location Exhibit

DRAFT Development Agreement

EXHIBIT E

Form of Non-exclusive Easement to Allow Shuttle Service Vehicle Access to Project

DRAFT Development Agreement

EXHIBIT F

Form of Subway Portal Easement

Attachment 5

Planning Commission Staff Reports and Draft Minutes

STAFF REPORT

CITY OF BEVERLY HILLS

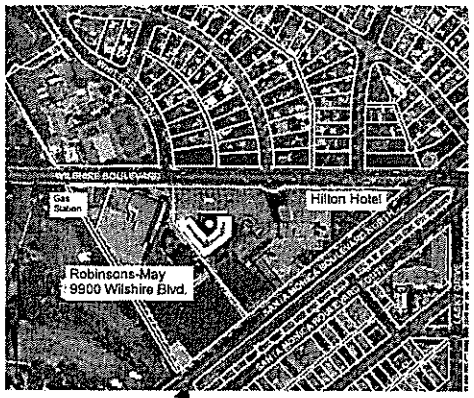
For the Planning Commission Meeting of August 20, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Community Development Director

SUBJECT: Draft Environmental Impact Report for a Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 252 condominium residences in four separate buildings; add approximately 19,856 square feet of commercial space fronting Santa Monica Boulevard; construct a two-level subterranean parking garage containing a total of 956 parking spaces; and provide landscaped garden areas and other open space throughout the project site.

In accordance with the CEQA Guidelines, an initial study was prepared for this proposal and it was determined that an EIR is the appropriate level of analysis for this project as it may have a significant effect on the environment. A Draft Environmental Impact Report (DEIR) was released for public review on August 7, 2007. The period for public comment on the DEIR will run for a minimum of 45 days (at least until September 21, 2007).

The following format is suggested for the August 20th meeting:

- Staff will provide an overview of the project
- The City's environmental consultant for the project, Impact Sciences Inc. will present the DEIR.
- The project applicant's representative will make a brief presentation.
- The public will comment on the DEIR and the project.
- The Planning Commission will be given an opportunity to provide comments and ask questions about the DEIR and the project.
- At the conclusion of the meeting, staff will request direction as to additional information needed by the Commission so that staff can prepare a comprehensive response to

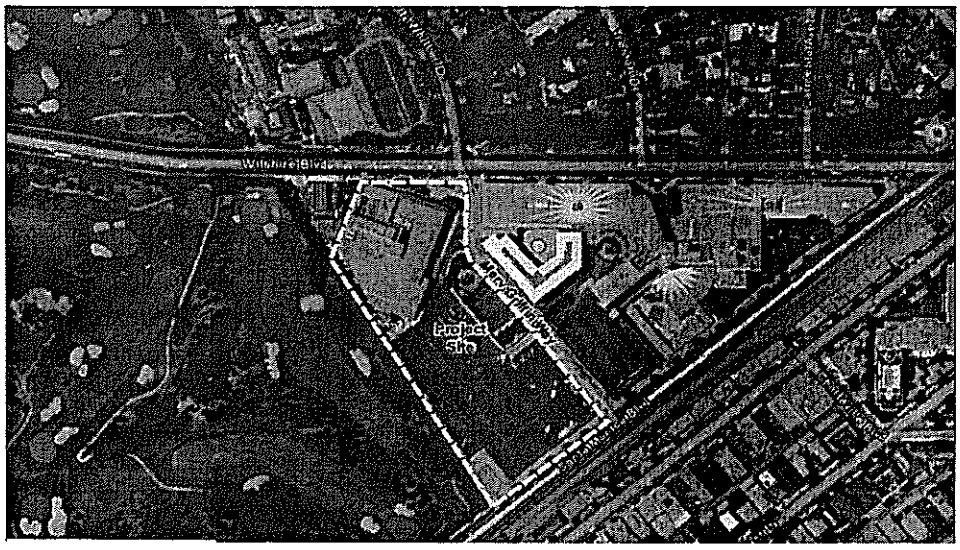
these questions and present it to the Commission (anticipated for September 24, 2007.)

Tentative hearing dates for the project are included at the end of this report. The next scheduled Planning Commission hearing on the project would be September 5, 2007. During this hearing the applicant will make a presentation and be available to answer questions.

PROJECT DESCRIPTION AND AREA CHARACTERISTICS

GENERAL INFORMATION	
Applicant/Project Owner	Project Lotus. LLC
Current Zoning District	C-3 (commercial – three stories/45-foot height)
Site Area/Number of Lots	Approximately 346,124 square feet, or approximately 7.95 acres on 7 lots
Permit Streamlining Act Deadline	Project application involves legislative acts so project decision is outside PSA deadlines

Location



The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The site is currently developed with the former 228,000-square-foot Robinsons-May department store building and an associated two-level, 956-space parking structure.

Land uses located north of the project site and across Wilshire Boulevard include El Rodeo School, one- and two-story single-family homes, and Beverly Gardens Park. Located south of the project site are Santa Monica Boulevard and a former railroad right-of-way immediately south of Santa Monica Boulevard. The property immediately south of the former railroad right-

of-way includes privately owned surface parking, an automotive repair shop, small one- and two-story retail shops and office buildings, and a four-story skin care clinic. Located east of the project site are Merv Griffin Way and the Beverly Hilton Hotel, including the structure that housed the former Trader Vic's Restaurant, the existing above-ground parking structure fronting Santa Monica Boulevard, and ancillary uses. The Los Angeles Country Club and a Union 76 gas station are located directly west of the project site.

The construction of the project would involve several phases, including demolition of asphalt paving, demolition of the existing department store building and associated parking structure, excavation of the site for the underground parking, shoring of this excavation, and construction of the new buildings, parking areas, and related built improvements. This process would occur over a period of approximately 24 months.

Project Description

The major project components are as follows. A site plan is provided on the next page (Page 4) of this report.

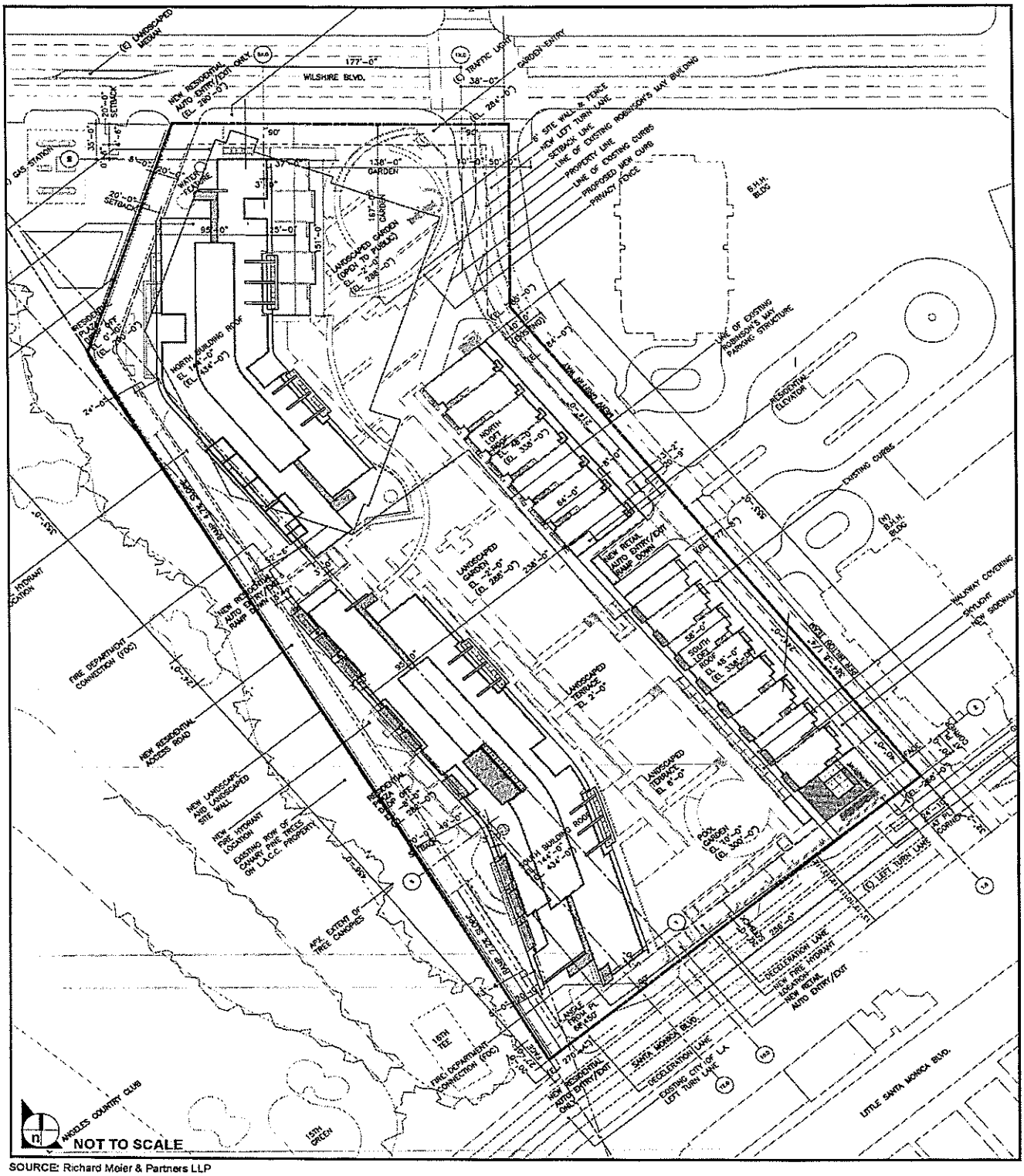
- Two 12-story condominium buildings located on the western (Los Angeles Country Club) border of the site, each approximately 144 feet tall. The north building contains 110 residential units and the south building has a total of 112 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. Sixteen residential units would be located in the North Loft building and 14 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from Santa Monica Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 956 parking spaces. Of the 956 parking spaces provided, 833 would be available to project residents and their visitors, and the remaining 123 spaces would be for the retail and restaurant portions of the project. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would cover the majority of the project site and include an approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.



SOURCE: Richard Meier & Partners LLP

Project Description (Continued)

- The project would incorporate environmentally sensitive and sustainable design features such that the project would potentially qualify for the LEED certification from the U.S. Green Building Council.

- Specific Plan:

  A Specific Plan is proposed for the project. The Specific Plan contains policies, standards and guidelines for development of the site. The Specific Plan would supersede other development regulations and standards set forth in the Zoning Ordinance for the Specific Plan Area. For development standards not established as part of the Specific Plan, the standards in the Zoning Ordinance would apply.

  Elements in the Specific Plan include general land use concepts for the project area, descriptions of the land uses, building placement, traffic circulation and utilities as well the development standards and guidelines for the area, including permitted uses, parking, building height, sign standards and architecture and design. The proposed Specific Plan for the project site reflects the development elements outlined in the project description.

  Chapter 5.0 (Implementation and Administration) establishes the process for amendments and changes to the Specific Plan. Formal amendments to the Specific Plan require the review and approval of both the Planning Commission and the City Council. A formal amendment to the Specific Plan would be required for (a) any proposed modifications that would substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan, including (i) any increase in the total number of residential units or the floor area of the residential or commercial uses or (ii) a reduction in the size of the Entry Garden and (b) an increase in the maximum height of the buildings.

  Modifications to the Specific Plan that do not substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan can be approved by the Director as part of an Administrative Modification. An Administrative Modification would be processed utilizing the same process as utilized for Minor Accommodations. In addition, Chapter 5 lists the items that would not require a formal amendment or an Administrative Modification. These include items such as the relocation of ancillary uses, minor variations between the conceptual plans and the final construction drawings, changes in the number and location of parking spaces provided the total number of spaces meets the requirements set forth in the Specific Plan and changes to the location of the commercial uses as long as the changes don't increase parking demand.

- Proposed Circulation Improvements:

  - Access to proposed subterranean parking structure would be provided from the following locations along the perimeter of the project site:

  - Residential entry and exit along the south side of Wilshire Boulevard. This 25-foot driveway would lead to the private access roadway along the western side of the project site and have two-way flow, with ingress and egress limited to right-turn in and right-turn out

  - A new driveway, approximately 25 feet wide, providing retail and restaurant ingress and egress along Merv Griffin Way

  - A new driveway providing restaurant and retail access along Santa Monica Boulevard. This 25-foot driveway would have two-way flow, with ingress and egress limited to right-turn in and right-turn out;

  - Residential entry and exit along Santa Monica Boulevard. This driveway, approximately 20 feet, would have ingress and egress limited to right-turn in, right-turn out, and left-turn in and lead to the private access roadway along the western side of the project site.

Concurrent with the redevelopment of the site, the project applicant has proposed to contribute a "Fair Share" (i.e., shared with the neighboring Hilton Revitalization Project) of the cost or provide the right-of-way to make several improvements along portions of Merv Griffin Way and Santa Monica Boulevard along the project frontage. These improvements are discussed in further detail below.

  - Contributing a "fair-share" toward the cost of providing a northbound left-turn, through, and right-turn lane at the intersection of Wilshire Boulevard and Merv Griffin Way

  - Contributing a "fair share" towards the cost of signalizing the intersection of Santa Monica Boulevard and Merv Griffin Way;

  - Providing the right-of-way for a third westbound lane on Santa Monica Boulevard in front of the project. The project would be providing the right-of-way for this improvement but will not be funding the improvement.

  - Merv Griffin Way, located along the eastern site of the project site, would be reconfigured at the street's northern intersection with Wilshire Boulevard and Whittier Drive to align the existing off-set intersection of Merv Griffin and Whittier Drive. The reconstructed intersection would include three northbound lanes, including a right-turn lane and two southbound lanes to Santa Monica Boulevard to increase the intersection capacity.

Project Data Summary

Categories	Existing	Proposed	Current C-3 Development Standards
Number of Parcels/Lots	1 parcel	7 lots	N/A
Site Area (sq. ft.)/No. of Lots or Parcels	Approximately 346,124 square feet or approximately 7.95 acres on 1 parcel	Approximately 346,124 square feet, or approximately 7.95 acres on 7 lots	N/A
Floor Area (sq. ft.)/FAR/Dwelling Units per Acre	Commercial Building: 228,000 sq. ft FAR: .66:1 Parking structure: Approx. 232,800 square feet	Residential: 829,686 sq. ft. 1 unit per 1,373 sq. ft. Commercial: 19,856 sq. ft. with 600 sq. ft. outdoor dining Commercial FAR: .057:1 Project FAR: 2.4:1	Residential – Not Allowed 1 unit per 900 square feet of land area would be allowed under R-4 zone – Commercial: 692,248 sq. ft. FAR: 2:1
*Height***	Commercial Building: 75 ft. Parking Structure: Approx. 15 ft.	Condominiums – 144 ft. Lofts – 48 ft. Commercial – 16 ft.	45' as measured from highest point (grade slopes 21 feet, actual permitted height from adjacent grade would be 66')
Number of Stories	Commercial building: 3 plus penthouse Parking Structure:2	Condominiums - 12 Lofts - 4 Commercial - 1	3
Number of Parking Spaces	956	Residential: 833 Commercial: 123 956 total	Commercial: 1 space per 350 square feet of floor area
Number of Loading Spaces	2 loading spaces	2 loading spaces	2 loading spaces

** In accordance with height limitations per Beverly Hills Municipal Code, all building heights on a single parcel are measured from the single highest point at the natural ground level at the perimeter of a building or from the highest point of the public sidewalk adjoining the lot or parcel upon which the building or structure is to be erected. The northwest corner of the site represents the highest elevation and the southeast corner of the site, the lowest elevation.

PROJECT ENTITLEMENTS

The following is a list of reviews and approvals that the Planning Commission will undertake (in the form of a recommendation to the City Council) for the proposed project:

- Environmental considerations, including the adequacy of the DEIR and findings contained therein;

- General Plan Amendment to (1) change the land use designation for the entire project site from "Low Density General Commercial" to "Specific Plan" on the Land Use Map in the Land Use Element of the General Plan, and (2) add text regarding the development of the Specific Plan area that is consistent with the development permitted under the Specific Plan;

- Zone Change to change the zoning designation for the entire project site from "C3" to the "9900 Wilshire Specific Plan" zone;

- Adoption of the "9900 Wilshire Specific Plan" to establish land uses and development, design, and operational standards for the project and the project site;

- Vesting Tentative Tract Map; and

- Development Agreement to address, among other things, project fiscal impacts and development impact fees.

- The final design of the project would require approval from the City's Architectural Commission.

ENVIRONMENTAL ASSESSMENT

The purpose of the EIR is to inform the Planning Commission on the implications of the project on its environment and provide guidance on how the project's impacts can be addressed. As such, the feedback sought from the Commission is whether the Draft EIR satisfies that function or how the Draft EIR might better achieve that function.

The Draft EIR analyzed the environmental impacts associated with implementation of the project. The summary of the DEIR's findings related to impacts is attached as Exhibit A. These impacts are divided into three categories: 1) significant and unavoidable; 2) less than significant with mitigation; and 3) less than significant, and discussed below.

Significant and Unavoidable Environmental Impacts

Five significant and unavoidable impacts were identified in the DEIR. Of these five, the impacts related to Air Quality and Noise would only occur during the project's construction period. Significant impacts are highlighted below.

1. Aesthetics and Views – The proposed project would conflict with two objectives within the Land Use Element of the General Plan such that the visual character of the site and surrounding area would be substantially altered. Project implementation would also adversely affect panoramic views from the guestrooms at the Beverly Hilton Hotel.

2. Air Quality – During project construction the project would have significant unavoidable impacts from nitrogen (NO_x) emissions, dust, and smoke (particulates, PM_{10} and $PM_{2.5}$).

3. Cultural Resources – Demolition of the Robinsons-May building would result in significant and unavoidable impacts to an historic resource, as defined in Section 15064.5 of the *CEQA Guidelines.*

4. Land Use and Planning – The proposed project would conflict with two objectives within the Land Use Element of the General Plan and one program included in the Conservation Element such that significant land use impacts would result from inconsistency with the City's General Plan.

5. Ground borne Vibration – Due to the proximity of sensitive receptors, ground vibrations from project construction would exceed the Federal Railway Administration (FRA) ground borne vibration threshold such that significant unavoidable impacts would result.

Less than Significant Environmental Impacts

Other than the five impacts identified above, the DEIR found that the remaining topics of known concern (potential impact areas) were less than significant either with or without mitigation. Attachment A includes a brief discussion of each of these issue areas and mitigation measures.

One environmental impact area that is typically of interest to the public is traffic impacts. Since the DEIR found that traffic impacts could be mitigated to a less than significant level, staff is providing a more detailed discussion on traffic and parking impacts.

Traffic and Parking:

These issues were extensively studied in the Draft EIR. The developer provided a traffic study with the application; however, an independent traffic consultant was used for the DEIR to conduct independent counts, verify all methodologies used, and add new independent data. In addition to the assessment of area street systems, transit facilities and historical collision data, base operating conditions were used for the nearby intersections.

Project Trip Generation

When compared to the Robinsons-May Department store during its last months of operation, the proposed project is expected to generate a net decrease of approximately 321 weekday daily trips, including a net increase of 132 trips during the AM peak hour, a net decrease of 81 trips during the midday peak hour, and a net decrease 24 trips during the PM peak hour. On Saturday, the project is expected to generate a net decrease of approximately 154 trips during the midday peak hour. Therefore, the analysis concluded that impacts associated with project traffic would be less than significant for signalized intersections within the City.

The existing traffic counts used in the traffic analysis were obtained in December 2006 and January/February 2007. At several intersections, the most recent traffic counts differ and are lower than those taken for the William Morris project EIR. The William Morris project is one of the other projects currently under environmental review by the City. This variance is to be expected as traffic counts can vary on a daily basis for a variety of reasons. Nevertheless, in order to provide readers of this EIR with an additional and more conservative analysis, a supplement to this EIR will be circulated that will add the traffic projected to be generated by this project to the existing volumes at certain intersections as measured by the traffic counts taken for the William Morris EIR. This additional analysis will be performed for those intersections where the existing volumes measured for the William Morris EIR are higher than the volumes measured for this EIR. Thus, for each intersection, the highest measured volumes of existing traffic will be used. A preliminary traffic analysis indicates this will not change the significance of any impacts and that traffic impacts will remain less than significant.

Data on trip generation was generated through locally collected data as well as the Institute of Transportation Engineers (ITE) Trip Generation, 7th Edition. Data was gathered for peak hour periods from nearby condominium projects rather than national trip generation data because luxury condominiums have demonstrated different traffic patterns because they are likely to be used as second homes, and because there are numerous similar luxury condominiums nearby on Wilshire Boulevard to provide a comparable analysis.

The project trip generations included a credit for existing uses on-site in that it used counts taken while the Robinsons-May store was still operating in March 2004, April 2005, and October 2005. The existing conditions analysis includes the Robinsons-May traffic from these dates because the store was still operating during this period. (The store opened in 1952 and closed in mid-2006.) The store is still in existence and, although currently vacant, could still be used by a new tenant and operate without any discretionary approvals from the City. A new store would likely generate more trips than the data used in the traffic study, therefore providing a larger "credit" than the historical data used in the DEIR analysis. In addition, the DEIR's traffic study included analysis concluding that no additional project impacts would occur even if there was no credit provided for the historical uses o the project site.

Parking Demand

The parking demand for the residential and retail uses per Beverly Hills Municipal Code Section 10.3-2730 total 859. The project proposal will provide 956 spaces, 97 spaces more than Code.

Table 4.11-10
Municipal Code Parking Requirements

Land Use	Size	Code Requirement	Required Spaces
Residential			
One Bedroom	36 units	2 spaces/unit	72 spaces
Two Bedroom	98 units	2.5 spaces/unit	245 spaces
Two Bedroom + Den	24 units	3 spaces/unit	72 spaces
Three Bedroom	63 units	3 spaces/unit	189 spaces
Four Bedroom	14 units	3 spaces/unit	42 spaces
Four Bedroom + Den	9 units	4 spaces/unit	36 spaces
Penthouse	8 units	4 spaces/unit	32 spaces
Visitors	--	0.25 spaces/unit	63 spaces
Residential Sub-Total	252 units		751 spaces
Retail			
Retail Sub-Total	15.6 KSF	1 space/350 square feet	45 spaces
Restaurant			
Dining Area	3.0 KSF	1 space/45 square feet	68 spaces
Back-of-house	1.8 KSF	1 space/350 square feet	6 spaces
Restaurant Sub-Total	4.8 KSF		74 spaces
25% Code Allowance[1]			-11 spaces
Restaurant & Retail Sub-Total	20.4 KSF		108 spaces
Project Total			**859 spaces**

Notes: KSF = thousand square feet.

[1] *For a restaurant located in hotel or other commercial building, the municipal code allows for 25 percent reduction in parking requirement for the other commercial uses. Therefore, for this project a 25 percent reduction in parking for the other commercial uses would be 11 spaces (0.25 x 45 = 11).*

The traffic study also estimated the project's likely parking demand based on the following assumptions:

- The parking demand for the condominiums would be similar to the existing parking demand noted at surrounding condominium projects. The traffic study conducted counts at several facilities where trip generation counts were taken.
- The parking demand for the retail and restaurant uses would be similar to standard parking generation rates used by the Institute of Transportation Engineers (ITE).

As shown in Table 4.11-11 below, *Parking Demand Estimates* from the DEIR, the project parking demand is estimated at 635 spaces.

Table 4.11-11
Parking Demand Estimates

Land Use	Size	Demand	Spaces Required
Residential	252 units	2.0 spaces/unit	504 spaces
Retail	15.6 KSF	3.02 spaces/1,000 square feet	47 spaces
Restaurant	4.0 KSF	15.4 spaces/1,000 square feet	74 spaces
Project Total			**635 spaces**

Source: Fehr & Peers, 2007.
Notes: KSF = thousand square feet.

Based on both the City's parking requirement and the parking demand study, the project has sufficient parking to meet demand.

Project Alternatives

The California Environmental Quality Act requires Environmental Impact Reports to evaluate alternatives to the project being assessed by the report. The primary goal of evaluating alternatives is to explore whether there is another way to achieve the objectives of the project which might be better for the environment. The Draft EIR evaluated four alternatives:

- The ***"No Project" alternative***, which assumes that the project would not be implemented and the project site would remain in its current condition.
- The ***"Code-Compliant Office/Retail Alternative"*** alternative which would retain the existing land use and zoning designations for the project site with the existing General Plan and Zoning designations of Low Density General Commercial and Commercial (C-3).
- The ***"Reduced Density"*** Alternative would reduce the principal components of the proposed project by 35 percent.
- The "Preservation/Reuse Alternative" would rehabilitate and reuse the existing building as a museum, the existing parking structure would be demolished, the southern portion of the project site would be redeveloped with three residential buildings, and a restaurant would be provided in the first and second floors of the four-level loft building.
- The ***"Modified Height and Configuration of North/South Buildings"*** would be identical to the project except that the height of the North Building would be reduced by 3 stories and the height of the South building would be increased by 3 stories, the setback of the North Building would increase 10 feet and the distance between the two buildings would increase by 15 feet.

- The ***"Reconfiguration Alternative"*** would include the same number of units, the same amount of residential and retail floor area and the same FAR as the proposed project, but would consist of five buildings that are each 60 feet in height and have five stories.

Summary of Alternatives							
Development Characteristics	**Proposed Project**	**No Project Alternative**	**Code - Conforming Alternative**	**Reduced Density Alternative**	**Preservation/ Reuse Alternative**	**Modified Height & Configuration Alternative**	**Reconfiguration Alternative**
Stories/Height (feet)	North: 12/144 South: 12/144 Lofts: 4/48 Commercial: 1/16	Rob-May: 4/75 (3 plus penthouse)	Commercial: North:3/45 West:3/45 L-Shape: 3/45	North:7/84 South: 8/96 Lofts: 3/36 Commercial: 1/14	Rob/May:4/75 South:12/144 Southeast: 12/144 North Loft: 4/48	North: 9/108 South:15/180 Lofts: 4/48 Commercial: 1/14	Five bldgs. Each: 5/60
Number of Units	252	-0-	-0-	164	176	252	252
Commercial Square Footage	19,856 sf /600 outdoor dining	228, 000 sf	687,000 sf	12,900 sf	228,000 sf	19,856 sf /600 outdoor dining	18,922 sf
FAR	2.4:1	.66:1	2:1	1:6:1	2.4:1	2.4:1	2.4:1
Total Square Footage	849,542 sq. ft.	228,00 sq. ft.	690,000 sq. ft.	552,197 sq. ft.	835,085 sq. ft.	849,542 sq. ft.	849,542 sq. ft.
Parking	956	956	1,952	617	1,202	956	949

Environmentally Superior Alternative

The ***Reduced Density Alternative***[a] would result in fewer environmental impacts than the proposed project. From an environmental perspective, this alternative is superior to the proposed project as it reduces the level of impacts associated with the proposed project; however, while impacts associated with this project alternative are less than those associated with the proposed project, this alternative only avoids two of the significant and unavoidable impacts associated with the proposed project. Specifically, this project alternative would avoid significant aesthetic and view impacts by constructing buildings more consistent in visual character with the project site, the adjacent Beverly Hilton property, and the surrounding land uses. Significant land use and planning impacts would also be avoided by the construction of buildings that are consistent in height with the existing scale of the City and maintaining development sensitive to areas of transitional conflict. However, significant and unavoidable impacts would remain for construction-related air quality, cultural resources, and groundborne vibration. Additionally, while this project alternative does achieve the basic objectives of the proposed project, because fewer residences would be provided under this alterative, project objectives would not be achieved to the same extent as the proposed project.

[a] Where the "No Project" alternative would be the "environmentally-superior" alternative, CEQA then requires another environmentally-superior alternative to be identified.

FINAL ENVIRONMENTAL IMPACT REPORT (EIR)

At the end of the 45-day comment period, the City's EIR consultant, Impact Sciences, Inc., will prepare written responses to substantive comments received on environmental issues. The written responses, which must provide a good faith and reasoned analysis, will describe the disposition of significant environmental issues raised. The Response to Comments along with the DEIR will then become the Draft Final EIR and will be brought back to the Planning Commission for further action (recommendation to City Council).

PUBLIC NOTICE

Notice of the proposed project and public hearing was mailed on August 7, 2007 to all property owners and residential tenants within a 300-foot radius of the property, and all owners of single-family zoned properties within 500 feet from the exterior boundaries of the property, if any including the interested residents. The radius notice was also expanded to include approximately 1400 addresses since the 500-foot radius provided a very limited number of residences due to the large size of the project site. The notice of completion of the draft EIR and notice of this hearing was published in the *Beverly Hills Courier* on Friday, August 10, 2007 and in the *Beverly Hills Weekly* on Thursday August 16, 2007.

RECOMMENDATION

The August 20, 2007 meeting is the first of a series of Planning Commission and City Council meetings on the project. It is recommended that the public hearing be continued to allow time for the public to continue reviewing the Draft EIR, staff to prepare responses to questions and comments from the Commission and public, the EIR consultant to begin preparing responses to public comments, and to allow time for the applicant to consider any remarks and suggestions made at the hearing.

Tentative Planning Commission Review Schedule

August 7, 2007	Draft EIR released
Planning Commission Meeting #1: (August 20, 2007)	Staff Introduction of Project and DEIR Commission raises questions and staff follows up in writing at September 24th meeting
Planning Commission Meeting #2: (September 5, 2007)	Applicant makes presentation Commission asks additional questions and staff follows up in writing at September 24th meeting
September 21, 2007	45-day EIR comment period ends

Planning Commission Meeting #3: (September 24, 2007)	Staff presents responses and verifies key issues
Planning Commission Meeting #4: (October 2007)	Discuss issues/provide staff with further direction
Planning Commission Meeting #5: (October 2007)	Planning Commission follow-up
Planning Commission Meeting: #6: (November 2007)	Adopt resolutions with recommendation to City Council

DONNA JEREX LARRY SAKURAI

Attachments:

Attachment A - Summary Table of Project Impacts and Mitigation Measures (from DEIR)
Attachment B - Project Applications
Attachment C - Public Notice
Attachment D - Draft Specific Plan
Attachment E - Project Plans
Attachment F - Draft EIR (Provided to Planning Commissioners on August 8, 2007)

STAFF REPORT

CITY OF BEVERLY HILLS

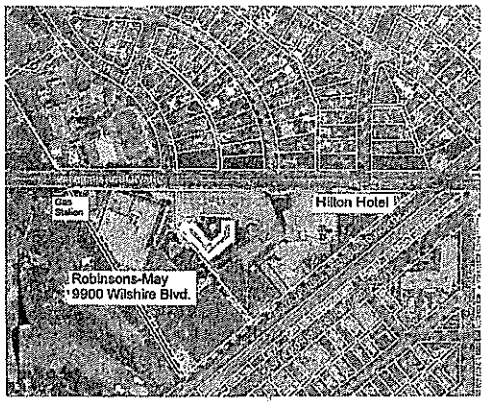
For the Planning Commission Meeting of September 5, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner DJ
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Community Development Director

SUBJECT: Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to receive a presentation on the 9900 Wilshire project from the project applicants and to continue to receive testimony on the project and on the adequacy of the Draft Environmental Impact Report (DEIR) prepared for the project.

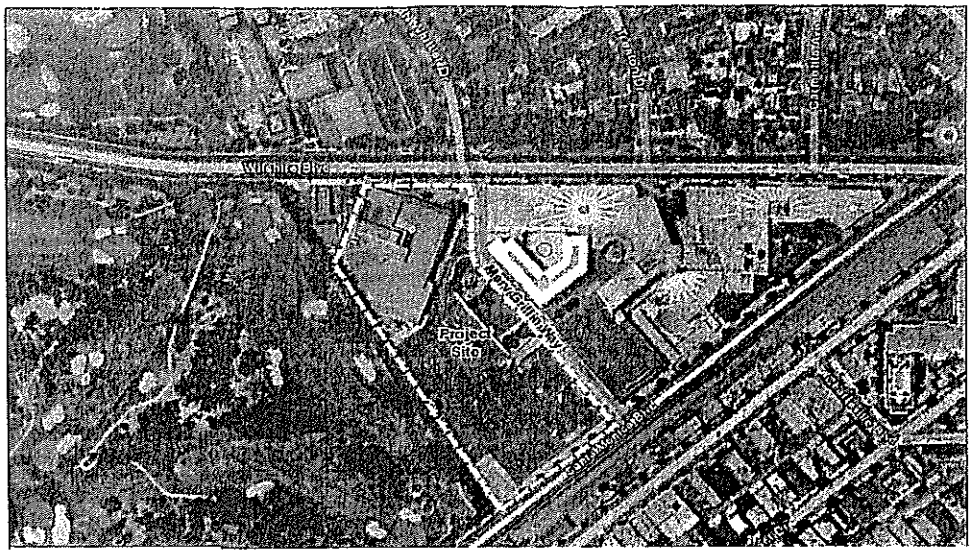
MEETING FORMAT

- Applicant presents project
- Receive public testimony on DEIR and project (public hearing remains open)
- Planning Commission questions applicant
- Planning Commission reviews and verifies list of questions from August 20, 2007 meeting
- Planning Commission continues public hearing to date certain (suggested date: September 24, 2007)

PROJECT DESCRIPTION AND AREA CHARACTERISTICS

GENERAL INFORMATION	
Applicant/Project Owner	Project Lotus. LLC
Current Zoning District	C-3 (commercial – three stories/45-foot height)
Site Area/Number of Lots	Approximately 346,124 square feet, or approximately 7.95 acres on 7 lots
Permit Streamlining Act Deadline	Project application involves legislative acts so project decision is outside PSA deadlines

Location

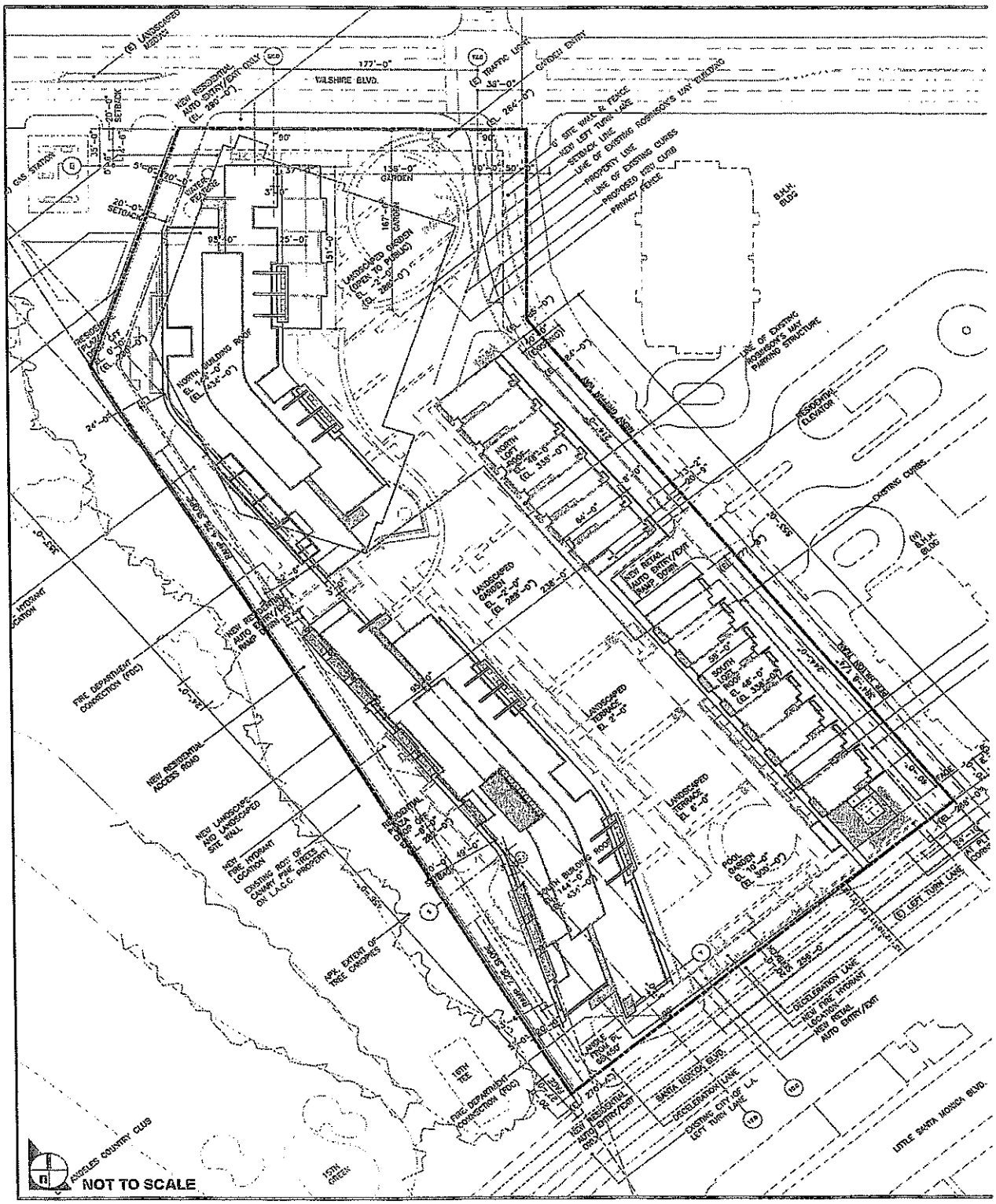


The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The site is currently developed with the former 228,000-square-foot Robinsons-May department store building and an associated two-level, 956-space parking structure.

Land uses located north of the project site and across Wilshire Boulevard include El Rodeo School, one- and two-story single-family homes, and Beverly Gardens Park. Located south of the project site are Santa Monica Boulevard and a former railroad right-of-way immediately south of Santa Monica Boulevard. The property immediately south of the former railroad right-of-way includes privately owned surface parking, an automotive repair shop, small one- and two-story retail shops and office buildings, and a four-story skin care clinic. Located east of the project site are Merv Griffin Way and the Beverly Hilton Hotel, including the structure that housed the former Trader Vic's Restaurant, the existing above-ground parking structure fronting Santa Monica Boulevard, and ancillary uses. The Los Angeles Country Club and a Union 76 gas station are located directly west of the project site.

The construction of the project would involve several phases, including demolition of asphalt paving, demolition of the existing department store building and associated parking structure, excavation of the site for the underground parking, shoring of this excavation, and construction of the new buildings, parking areas, and related built improvements. This process would occur over a period of approximately 24 months.

Project Site Plan



SOURCE: Richard Meier & Partners LLP

Project Description

The major project components are as follows.

- Two 12-story condominium buildings located on the western (Los Angeles Country Club) border of the site, each approximately 144 feet tall. The north building contains 110 residential units and the south building has a total of 112 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. Sixteen residential units would be located in the North Loft building and 14 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from Santa Monica Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 956 parking spaces. Of the 956 parking spaces provided, 833 would be available to project residents and their visitors, and the remaining 123 spaces would be for the retail and restaurant portions of the project. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would cover the majority of the project site and include an approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.

- The project would incorporate environmentally sensitive and sustainable design features such that the project would potentially qualify for the LEED certification from the U.S. Green Building Council.

- Specific Plan:

  A Specific Plan is proposed for the project. The Specific Plan contains policies, standards and guidelines for development of the site. The Specific Plan would supersede other development regulations and standards set forth in the Zoning Ordinance for the Specific Plan Area. For development standards not established as part of the Specific Plan, the standards in the Zoning Ordinance would apply.

  Elements in the Specific Plan include general land use concepts for the project area, descriptions of the land uses, building placement, traffic circulation and utilities as well

the development standards and guidelines for the area, including permitted uses, parking, building height, sign standards and architecture and design. The proposed Specific Plan for the project site reflects the development elements outlined in the project description.

Chapter 5.0 (Implementation and Administration) establishes the process for amendments and changes to the Specific Plan. Formal amendments to the Specific Plan require the review and approval of both the Planning Commission and the City Council. A formal amendment to the Specific Plan would be required for (a) any proposed modifications that would substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan, including (i) any increase in the total number of residential units or the floor area of the residential or commercial uses or (ii) a reduction in the size of the Entry Garden and (b) an increase in the maximum height of the buildings.

Modifications to the Specific Plan that do not substantially alter the distribution, location, extent or density of the uses and buildings permitted in the Specific Plan can be approved by the Director as part of an Administrative Modification. An Administrative Modification would be processed utilizing the same process as utilized for Minor Accommodations. In addition, Chapter 5 lists the items that would not require a formal amendment or an Administrative Modification. These include items such as the relocation of ancillary uses, minor variations between the conceptual plans and the final construction drawings, changes in the number and location of parking spaces provided the total number of spaces meets the requirements set forth in the Specific Plan and changes to the location of the commercial uses as long as the changes don't increase parking demand.

- Proposed Circulation Improvements:

  - Access to proposed subterranean parking structure would be provided from the following locations along the perimeter of the project site:

  - Residential entry and exit along the south side of Wilshire Boulevard. This 25-foot driveway would lead to the private access roadway along the western side of the project site and have two-way flow, with ingress and egress limited to right-turn in and right-turn out

  - A new driveway, approximately 25 feet wide, providing retail and restaurant ingress and egress along Merv Griffin Way

  - A new driveway providing restaurant and retail access along Santa Monica Boulevard. This 25-foot driveway would have two-way flow, with ingress and egress limited to right-turn in and right-turn out;

  - Residential entry and exit along Santa Monica Boulevard. This driveway, approximately 20 feet, would have ingress and egress limited to right-turn in, right-turn out, and left-turn in and lead to the private access roadway along the western side of the project site.

Concurrent with the redevelopment of the site, the project applicant has proposed to contribute a "Fair Share" (i.e., shared with the neighboring Hilton Revitalization Project) of the cost or provide the right-of-way to make several improvements along portions of Merv Griffin Way and Santa Monica Boulevard along the project frontage. These improvements are discussed in further detail below.

- Contributing a "fair-share" toward the cost of providing a northbound left-turn, through, and right-turn lane at the intersection of Wilshire Boulevard and Merv Griffin Way
- Contributing a "fair share" towards the cost of signalizing the intersection of Santa Monica Boulevard and Merv Griffin Way;
- Providing the right-of-way for a third westbound lane on Santa Monica Boulevard in front of the project. The project would be providing the right-of-way for this improvement but will not be funding the improvement.
- Merv Griffin Way, located along the eastern site of the project site, would be reconfigured at the street's northern intersection with Wilshire Boulevard and Whittier Drive to align the existing off-set intersection of Merv Griffin and Whittier Drive. The reconstructed intersection would include three northbound lanes, including a right-turn lane and two southbound lanes to Santa Monica Boulevard to increase the intersection capacity.

The following table provides a project date summary pertaining to the project proposal and development standards required by the current code.

Project Data Summary

Categories	Existing	Proposed	Current C-3 Development Standards
Number of Parcels/Lots	1 parcel	7 lots	N/A
Site Area (sq. ft.)/No. of Lots or Parcels	Approximately 346,124 square feet or approximately 7.95 acres on 1 parcel	Approximately 346,124 square feet, or approximately 7.95 acres on 7 lots	N/A
Floor Area (sq. ft.)/FAR/Dwelling Units per Acre	Commercial Building: 228,000 sq. ft FAR: .66:1 Parking structure: Approx. 232,800 square feet	Residential: 829,686 sq. ft. 1 unit per 1,373 sq. ft. Commercial: 19,856 sq. ft. with 600 sq. ft. outdoor dining Commercial FAR: .057:1 Project FAR: 2.4:1	Residential – Not Allowed 1 unit per 900 square feet of land area would be allowed under R-4 zone – Commercial: 692,248 sq. ft. FAR: 2:1
*Height***	Commercial Building: 75 ft. Parking Structure: Approx. 15 ft.	Condominiums – 144 ft. Lofts – 48 ft. Commercial – 16 ft.	45' as measured from highest point (grade slopes 21 feet, actual permitted height from adjacent grade would be 66')
Number of Stories	Commercial building: 3 plus penthouse Parking Structure:2	Condominiums - 12 Lofts - 4 Commercial - 1	3
Number of Parking Spaces	956	Residential: 833 Commercial: 123 956 total	Commercial: 1 space per 350 square feet of floor area
Number of Loading Spaces	2 loading spaces	2 loading spaces	2 loading spaces

** In accordance with height limitations per Beverly Hills Municipal Code, all building heights on a single parcel are measured from the single highest point at the natural ground level at the perimeter of a building or from the highest point of the public sidewalk adjoining the lot or parcel upon which the building or structure is to be erected. The northwest corner of the site represents the highest elevation and the southeast corner of the site, the lowest elevation.

PROJECT ENTITLEMENTS

The following is a list of reviews and approvals that the Planning Commission will undertake (in the form of a recommendation to the City Council) for the proposed project:

- Environmental considerations, including the adequacy of the DEIR and findings contained therein

- General Plan Amendment to (1) change the land use designation for the entire project site from "Low Density General Commercial" to "Specific Plan" on the Land Use Map in the Land

Use Element of the General Plan, and (2) add text regarding the development of the Specific Plan area that is consistent with the development permitted under the Specific Plan

- Zone Change to change the zoning designation for the entire project site from "C3" to the "9900 Wilshire Specific Plan" zone
- Adoption of the "9900 Wilshire Specific Plan" to establish land uses and development, design, and operational standards for the project and the project site
- Vesting Tentative Tract Map
- Development Agreement to address, among other things, project fiscal impacts and development impact fee
- Architectural Commission approval for final design

AUGUST 20TH PLANNING COMMISSION HEARING

The Planning Commission held a public hearing on the proposed project and the DEIR on August 20, 2007. During this meeting, staff and the City's environmental consultant for the project made a detailed presentation to the Commission on the project and the DEIR. At the conclusion of the presentation and public testimony, the Planning Commission requested further information on the project and related DEIR. A list of questions and requests for additional information is included as Attachment A. The Planning Commission should confirm that the items in Attachment A correctly represent the information requested by the Commission at the August 20th hearing.

Project Alternatives

At the hearing, the Planning Commission requested new project alternatives as part of their review of the DEIR. Staff is seeking confirmation from the Planning Commission on the work that will be completed to accommodate this request. The purpose of providing Alternatives in a DEIR is to determine whether other alternatives, that meet the project objectives, would reduce the level of significant environmental impacts. The DEIR evaluated the following alternatives:

(1) No Project Alternative
(2) Code-Compliant Office/Retail Alternative
(3) Reduced Density Alternative
(4) Preservation/Reuse Alternative
(5) Modified Height and Configuration of North/South Buildings
(6) Reconfiguration Alternative

Staff felt that any new analysis should focus on the Alternatives that would give the Commission the most meaningful information to assist in their decision making. Staff is recommending that additional analysis including visual simulations be completed on the following four alternatives:

(1) Existing Alternative 2 – Code Compliant

(2) A new Alternative 7 that would modify Alternative 5 as follows:

a) Step back the 8th and 9th floors (7 stories/84 feet) at a distance equal to 50 percent of the length of the building.
b) Provide an extra floor on the south building. (16 stories/196 feet)
c) Setback from Wilshire Blvd. should be no closer than the southern point (which represents the largest setback from Wilshire Boulevard) of the existing Wilshire Tower at the Beverly Hilton Project

(3) A new Alternative 8 that would essentially combine Alternatives 3 and 5 as follows:

a) North building would be reduced to 7 stories and 84 feet in height
b) South building would be reduced to 8 stories and 96 feet in height
c) Setback for the North Tower would increase from 35 feet to 45 feet
d) Distance between buildings would increase from 45 feet to 60 feet
e) The loft buildings and the commercial buildings would remain as proposed with no reduction in height or number of units (this would be a modification from the original Alternative 3)

(4) A new Alternative 9 that provides an additional level of public parking (no visual simulations needed)

For the remainder of the existing alternatives (Alt. 3, 4, 5 and 6) no additional analysis would be performed. For the first three alternatives noted above, visual simulations would be provided from across the street in front of El Rodeo School, on the same side of the street directly in front of the project and in three locations in the residential neighborhood to the north. The visual simulations would be completed only with cumulative views (showing the proposed Beverly Hilton project).

Visual Simulations

The Commission also requested other methods for viewing the project including a panoramic view, a fly-thru and drive by (progressive) view. After consulting with the preparers of the visual simulations (VisionScape Imagery), it was determined that a panoramic view would not provide an accurate view of the project because of the distortion that occurs when a person is viewing the project. VisionScape Imagery will instead prepare an animation of the project. The animation would start with a fly over on the project site that would provide the viewer with an idea of the location of the buildings and then the animation would show the project driving east and west on both Wilshire and Santa Monica Boulevards, driving south on Whittier Drive, and north and south on Merv Griffin Way. The animation could be paused at any point. Further information on the animation and the time and cost to prepare the animation will be provided to the Planning Commission at the September 5th hearing.

The new alternatives and associated visual simulations will add additional time and cost to the completion of the DEIR. Staff will have information on the time and cost of the additional work effort for the Commission at their September 5th hearing. Since the new alternatives are new information that was not in the original DEIR, the new alternatives along with the additional traffic analysis will need to be recirculated for 45 days once the analysis is complete.

General Plan Topic Committees

The Planning Commission discussed adding an Alternative that would represent the recommendations from the General Plan Update Topic Committees. Three (Community Standards, Community Character and Residential-Commercial Interface) committees discussed the project site. The notes from each committee are included as Attachment C. Since each committee reviewed the site without the benefit of the comments from the other committees, no consensus was reached. The comments only provide general direction from each individual committee.

In summary, the comments included the following:

- Allow additional height along west side of property
- Upgrade south side of parcel
- The project should be of garden quality
- Buildings should not exceed height of existing Hilton Tower
- Quality architecture & landscaping should be incorporated.

Since these comments are consistent with the existing Alternative 3, staff believes an additional alternative would not be needed.

PUBLIC NOTICE

Notice of the proposed project and public hearing was mailed on August 28, 2007 to all property owners and residential tenants within a 300-foot radius of the property, and all owners of single-family zoned properties within 500 feet from the exterior boundaries of the property, if any including the interested residents. The notice of completion of the draft EIR and notice of this hearing was published in the *Beverly Hills Courier* on Friday, August 10, 2007 and in the *Beverly Hills Weekly* on Thursday August 30, 2007.

RECOMMENDATION

The September 5, 2007 meeting is the second in a series of Planning Commission and City Council meetings on the project. It is recommended that the public hearing be continued to September 24, 2007, to allow time for the public to continue reviewing the Draft EIR, staff to prepare responses to questions and comments from the Commission and public, the EIR consultant to begin preparing responses to public comments, and to allow time for the applicant to consider any remarks and suggestions made at the hearing.

At the next meeting (September 24, 2007), responses to questions raised by the Commission at the previous hearings will be provided except visual simulation and issues pertaining to recirculation of the DEIR.

DONNA JEREX LARRY SAKURAI

consultant to begin preparing responses to public comments, and to allow time for the applicant to consider any remarks and suggestions made at the hearing.

At the next meeting (September 24, 2007), responses to questions raised by the Commission at the previous hearings will be provided except visual simulation and issues pertaining to recirculation of the DEIR.

DONNA JEREX LARRY SAKURAI

Attachments:
Attachment A - Planning Commission Questions
Attachment B - Public Notice
Attachment C – General Plan Topic Committee Excerpts

D - Letter

STAFF REPORT

CITY OF BEVERLY HILLS

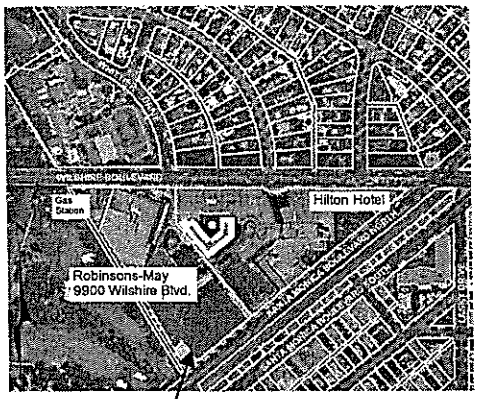
For the Planning Commission
Meeting of September 24, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Director of Community Development

SUBJECT: Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to (1) review answers to questions asked by the Planning Commission during the August 22nd and September 5th hearings, (2) receive a presentation from the applicant, and (3) continue to receive testimony on the project and on the adequacy of the Draft Environmental Impact Report (DEIR) prepared for the project.

At this point in time, responses have been prepared to most of the issues raised by the Planning Commission, which are included as Attachment B to the report. However, there are a few outstanding issues which are still being addressed, particularly:

- New visual simulations for the project
- Additional traffic studies
- Revised alternatives

These issues will be addressed at the next hearing on the project (October 24th is suggested).

SUGGESTED MEETING FORMAT

- Staff makes brief presentation
- Applicant makes presentation on project revisions
- Planning Commission receives public testimony on DEIR and project (public hearing remains open)
- Planning Commission discusses answers to questions asked at August 22nd and September 5th hearings and provides direction to staff

- Planning Commission continues public hearing to date certain (suggested date: October 24th)

PROJECT DESCRIPTION/LOCATION

The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with the following major project components:

- Two 12-story condominium buildings located near the western (Los Angeles Country Club) border of the site, each approximately 144 feet tall. The north building contains 110 residential units and the south building has a total of 112 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with luxury residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. Sixteen residential units would be located in the North Loft building and 14 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from Santa Monica Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 956 parking spaces. Of the 956 parking spaces provided, 833 would be available to project residents and their visitors, and the remaining 123 spaces would be for the retail and restaurant portions of the project. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would cover the majority of the project site and include an

approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.

DISCUSSION

The Planning Commission held public hearings on the proposed project and the DEIR on August 20, 2007 and September 5, 2007. These hearings were held during the 45-day comment period for the DEIR which was to end on September 21, 2007. In the interest of accommodating some requests for more time to comment, the public comment period has been extended to Friday, September 28th. The EIR consultant, Impact Sciences, Incorporated, is in the process of preparing responses to each of the comments received during the 45-day comment period. In addition, as noted in the August 20th staff report, the traffic section of the DEIR will be recirculated since the existing traffic counts used in the traffic analysis differed and were lower than those taken for the William Morris project EIR. The William Morris project is one of the other projects currently under environmental review by the City. While this variation is to be expected as traffic counts can vary on a daily basis for a variety of reasons, staff decided to recirculate the traffic section in the DEIR using the existing volumes at certain intersections as measured by the traffic counts taken for the William Morris EIR. This will provide readers of the DEIR with an additional and more conservative analysis. This additional analysis will be performed for those intersections where the existing volumes measured for the William Morris EIR are higher than the volumes measured for the 9900 Wilshire EIR. Thus, for each intersection, the highest measured volumes of existing traffic will be used. A preliminary traffic analysis indicates this will not change the significance of any impacts and that traffic impacts will remain less than significant. This recirculation period will begin mid-October and end mid-November. The Final EIR which will consist of responses to all the comments received during both circulation periods along with the DEIR is expected to return to the Planning Commission for consideration by December 2007.

In response to the comments received at the last two hearings (August 20th and September 5th), the applicant has made several modifications to the project and they have requested an opportunity to present these modifications to the Planning Commission. In addition to presenting these revised plans, the applicant has indicated they will be providing further information regarding the line of sight from the proposed condominiums into the residential neighborhood to the north of the project site.

One other alternative was suggested at the September 5th meeting, a mixed-use scenario that included a Class A office component. In response, the following alternative will be evaluated which consists of the following components:

252 dwelling units	4,200 square feet of restaurant
175,000 square feet of Class A office	1,449 parking spaces
15,656 square feet of retail	FAR: 2.96

During both the August 20th and the September 5th public hearings, the Planning Commission asked for further information on several project and DEIR issue areas. The environmental consultant, Impact Sciences, Incorporated, with the assistance of staff and the applicant, has prepared responses to these questions and comments. These responses are included as Attachment B. In addition, there were several questions about the sources of traffic data and its application. Responses to these questions are included as Attachment C. Due to the need for additional analysis some of the items requested by the Commission, such as additional traffic studies, visual simulations and revised project alternatives, will not be ready until the next Commission hearing on the project (October 24th). The questions that will be answered at the October 24th hearing are noted in the attachment.

Staff recommends that the Commission discuss the answers provided in Attachment B by issue area and advise staff if additional information is needed. One of the goals of this hearing and the October 24th hearing will be to identify the key issue areas in which further information is needed before the Commission is ready to make a recommendation to the City Council on the project. Since the project application includes a Vesting Tentative Tract Map, for which the Planning Commission is the final decision making body, the Planning Commission will need to certify the Final EIR prior to making a decision on the Vesting Tentative Tract Map. The City Council will be the final decision making body on the other requests including the Specific Plan, General Plan and Zoning Amendments and Development Agreement.

In addition to discussing the remaining questions, staff anticipates that the October 24th hearing will also focus on the requested entitlements which include the 9900 Wilshire Specific Plan, Vesting Tentative Tract Map and the General Plan and Zoning Amendments. The Architectural Commission will be conducting a preliminary review of the project plans at their meeting in October so information from the Architectural Commission will also be available.

RECOMMENDATION

The September 24, 2007 meeting is the third of a series of Planning Commission and City Council meetings on the project. It is recommended that the public hearing be continued to October 24, 2007 to allow time for staff to finalize responses to questions and comments from the Commission and the EIR consultant time to prepare responses to comments on the DEIR.

DONNA JEREX LARRY SAKURAI

Attachments:

Attachment A - New Comment Letters on the EIR
Attachment B - Planning Commission Questions and Responses
Attachment C - Fehr & Peers Trip Generation Documentation

STAFF REPORT

CITY OF BEVERLY HILLS

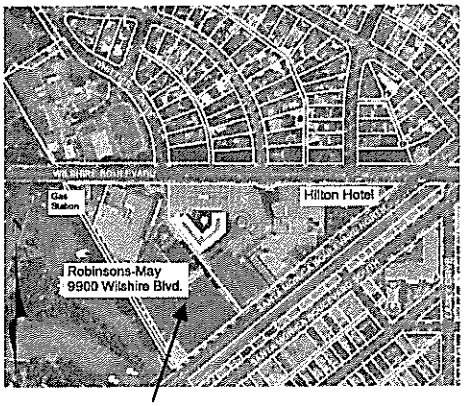
For the Planning Commission
Meeting of October 29, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Director of Community Development

SUBJECT: Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to review the responses to requests from the Planning Commission during the August 22nd, September 5th, and September 24th hearings and to receive comments on the recirculated Draft Environmental Impact Report (DEIR). The responses consist of a presentation of the following items: 1) new project alternatives, 2) visual simulations and a fly-over and drive-by animation of the proposed project, and 3) answers to outstanding Planning Commission questions including traffic on Merv Griffin Way and traffic impacts to El Rodeo School. The public hearing remains open so the Planning Commission will continue to receive testimony on the project and the recirculated DEIR.

SUGGESTED MEETING FORMAT

- Staff makes brief presentation
- City's environmental consultant team make presentations
- Planning Commission receives public testimony on project and recirculated DEIR (public hearing remains open)
- Planning Commission asks questions and provides direction to staff
- Planning Commission continues public hearing to date certain (suggested date: November 8th)

PROJECT DESCRIPTION/LOCATION

The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with the following major project components:

- Two 12-story condominium buildings located near the western (Los Angeles Country Club) border of the site, each approximately 144 feet tall. The north building contains 110 residential units and the south building has a total of 112 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with luxury residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. Sixteen residential units would be located in the North Loft building and 14 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from Santa Monica Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 956 parking spaces. Of the 956 parking spaces provided, 833 would be available to project residents and their visitors, and the remaining 123 spaces would be for the retail and restaurant portions of the project. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would cover the majority of the project site and include an approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.

DISCUSSION

Draft Environmental Impact Report

The Planning Commission held public hearings on the proposed project and the DEIR on August 20th, September 5th and September 24th 2007. During these hearings the Planning Commission requested additional information about the project and the DEIR. The public was also given an opportunity to provide comments about the project and DEIR. While the public hearing remains open, the public comment period for the DEIR ended on September 28, 2007.

As noted in the September 24th staff report, the existing traffic counts used in the traffic analysis for the DEIR were somewhat lower than those taken for the William Morris project EIR which is also currently under review by the Planning Commission. In order to provide readers of the DEIR with a more complete, conservative analysis and to be as consistent as possible with other projects currently under review, certain sections of the DEIR (traffic, noise and air quality) were revised and recirculated. The recirculated document is included as Attachment H. The additional traffic analysis was performed only for those intersections where the existing volumes measured for the William Morris EIR were higher than the volumes measured for the 9900

Wilshire EIR. Thus, for each intersection, the highest measured volumes of existing traffic were used. This provides a very conservative analysis. As discussed in the attached recirculated document, this did not change the significance of any impacts. Traffic impacts, in particular, remain less than significant.

One of the purposes of this hearing is to receive comments on the recirculated document. Since the comment period for the original DEIR has ended, staff is requesting that comments only focus on the recirculated sections (traffic, noise and air quality) of the DEIR. The comment period for the recirculated document ends on November 15, 2007.

The EIR consultant, Impact Sciences, Incorporated, is in the process of preparing responses to each of the comments received from the public during the first comment period and will also respond to any comments received on the recirculated DEIR. The Final EIR will include responses to all comments received during both circulation periods. This document will also include the DEIR and is expected to return to the Planning Commission for consideration by the end of the year.

Outstanding Planning Commission Questions and Comments

At the September 24th hearing, the majority of responses to questions and comments received from the Planning Commission at the August 20th and September 5th hearings were provided to the Commission. Those items requiring additional analysis (project alternatives, traffic and visual simulations) will be discussed at the October 29th meeting.

In addition, during the September 24th meeting, several additional questions were raised. Responses to those issues have been included in the attached response matrices. Responses to the remaining outstanding questions are included as Attachment A. In addition, there were several traffic related questions and these responses are included in both Attachment A and Attachment B.

The main traffic questions that Fehr and Peers addressed (Attachment B) include a discussion of impacts of the proposed Merv Griffin Way improvements vis-à-vis through traffic to Whittier Drive and traffic impacts to El Rodeo School.

Project Alternatives

During both the August 20th and the September 5th public hearings, the Planning Commission asked staff to study several additional or modified project alternatives. The additional analysis included visual simulations (Attachment E) and shade and shadow analysis (Attachment F). A detailed discussion of each of these alternatives is included as Attachment C.

The Planning Commission should be aware that when considering whether to approve a project, its decision is not limited to choosing either the exact project submitted by the applicant or one of the project alternatives in the EIR. When significant environmental impacts are identified in an EIR, CEQA requires the EIR to identify alternatives to the project that reduce or eliminate those significant environmental impacts. If the Planning Commission recommended approval of a project, they could recommend that a project be modified by combining any element (land use, height, setback, parking, etc.) of the proposed project or any of the project alternatives. The key is to make sure the EIR has analyzed the range of impacts of the various project elements. For example, if the EIR analyzed the maximum and minimum height of a building,

the Commission could recommend approval of a building at any height between the maximum and minimum height analyzed in the EIR.

The revised alternatives for which the Commission requested further study are summarized in the table below. Briefly, these include:

- **Alternative 2**, which would allow only commercial uses with all the buildings at 3 stories and 45 feet tall
- **Alternative 7**, which increases the setback of and reduces the height of the North Building while increasing the height of the South Building
- **Alternative 8**, which reduces the height of all the buildings on the site, increases the setback between buildings and increases the setbacks of the North Building
- **Alternative 9**, which provides an additional level of public parking; and
- **Alternative 10**, which provides retail on the first floor, office and residential above that would be located in a building adjacent to Santa Monica Boulevard.

In addition to the revised alternatives requested by the Planning Commission, the applicant made a presentation at the September 24th hearing of proposed revisions to the project. These revisions will be analyzed as part of the DEIR as Alternative 5A, which will be identified as the "applicant's preferred alternative". A summary of the proposed alternatives is provided as Attachment C.

Discussion of Alternative 5A – Applicant's Preferred Project Alternative

Since the applicant has indicated that they would like the Commission to consider this alternative in lieu of the original project, the proposed changes will be discussed in more detail at the November 28th Planning Commission hearing, which will focus on the proposed details of the project. Revised site plans and elevations will be provided to the Commission for that hearing. If the Planning Commission determines it needs additional information on Alternative 5A after reviewing the summary below or Attachment C, staff requests that the Commission direct staff to bring back the specific information to the next hearing.

The major changes proposed in Alternative 5A (those that are different from the original project) include:

1. Change in the height of the North and South Buildings (similar to the height shown in Alternative 5).

2. The mix of bedrooms (this alternative includes 58 studio units).

3. The Loft Buildings would be designed to introduce a 3 story/36 ft high building element directly adjacent to Merv Griffin Way.

4. The Floor Area Ratio would increase due to a new mezzanine that would be added to Parking Level 1 to include resident's storage units and wine storage, back-of-house storage and service (laundry, kitchen and security offices) areas and the resident's spa/fitness area would include a below grade squash court, spa changing rooms and spa storage.

5. Commercial FAR remains the same at 2:1 for 19,856 SF

6. Residential FAR would be 2.68:1 (928,907 SF)

Square Footage, Parking and Setbacks Summary

- Building Information:

Retail Floor Area:	No Change	
Residential Floor Area		
North Building	287,054	(was 348,671)
South Building	480,742	(was 382,191)
North Loft Building	39,328	(was 56,894)
South Loft Building	46,493	(was 41,930)
Other Spaces		
(new, below grade)	75,290	
Back of House (BOH) kitchen	1,200	
BOH laundry	1,700	
Security offices	1,000	
Resident's Spa/fitness		
Squash Court	1,285	
Spa, changing rooms	8,742	
Spa storage	1,297	
Resident's Wine Storage	5,648	
Resident's Storage units	24,350	
BOH Storage/Services	20,879	
Circulation/Lobbies	9,189	
Residential Total	**928,907 (was 829,686)**	

- Building Heights:

South Building
15 stories @ 185'/180', 13 stories @ 161' (was 12 stories @ 144')

North Building
12 stories @ 149', 11 stories @ 137',
10 stories @ 120/125', and 9 stories @ 108' (was 12 stories @ 144')

North Loft Building
4 stories @ 48', 3 stories @ 36' (was 4 stories @ 48')

South Loft Building
4 stories @ 48', 3 stories @ 36' (was 4 stories @ 48')

New Spa Pavilion Roof: elevation at 28'; previously garden deck at elevation 10'

- Residential Unit Counts:

Studios		
(New type)	58	(was 0)
1 Bdrm	14	(was 36)
2 Bdrm	39	(was 84)
2 Bdrm + Den	15	(was 54)
3 Bdrm	43	(was 47)
3 Bdrm + Den	37	(was 0)
4 Bdrm	26	(was 13)
4 Bdrm + Den	9	(was 10)
Penthouses	11	(was 8)
Total:	**252**	**(same)**

Note: Lofts units are included as 30 unit count, same as original project.

- Parking Spaces

Required

Residential:		
Studios	58	(was 0)
1 Bdrm	28	(was 72)
2 Bdrm	98	(was 210)
2 Bdrm + Den	45	(was 162)
3 Bdrm	129	(was 141)
3 Bdrm + Den	111	(was 0)
4 Bdrm	78	(was 39)
4 Bdrm + Den	36	(was 40)
Penthouses	44	(was 23)
Visitors	63	(same 63)
Sub-Total:	**690**	**(was 759)**

- Commercial/Other:

Retail:	108	(same 108)
Other Spaces:	39	(was 0)
BOH Kitchen	4	
BOH Laundry	5	
Security office	3	
Building offices	6	
Amenities staff	12	
Concierge / valet staff	9	
Total:	**837**	**(was 866)**

Total Parking Provided:

Residential & Other	768	(was 833)
Retail:	122	(was 123)
Total:	**890**	**(was 956)**

- Setbacks

North Building	49' (48' to face)	(was 35')
South Building	27'	(same)
Loft Buildings	20' (with 10' top-floor set-back)	

Additional Changes

- South Loft building was reoriented 180 degrees so that the living rooms face the garden.
- Relocated Spa to south end of site and placed under the stepped gardens and pool deck
- Back of House spaces added to North and South Buildings near lobbies
- Amenities revised at North Building: resident's business center/ lounge, 2 screening rooms placed on this level in lieu of previous P1 location and events room re-located to north end of North Building with 'games' (pool, billiards, etc) room added.
- Pool deck on Level 2 reconfigured with fitness rooms/spa pavilion area

Visual Simulations

In addition to the producing visual simulations for the proposed alternatives, VisionScapes Imagery has produced visual simulations of the project along with the adjacent Beverly Hilton Revitalization project. These new visual simulations include three locations in the neighborhood to the north and a visual simulation directly across the street on the north side of Wilshire Boulevard. The visual simulations are included as Attachment E. At the hearing, VisionScapes Imagery will also present an animation of the project and the adjacent Beverly Hilton Revitalization project which will include a fly-over and drive by of the project from Wilshire and Santa Monica Boulevards and Merv Griffin Way.

Additional Attachments

Two additional items are attached to the staff report. Attachment D is a letter from the project applicant which addresses some of the Commission questions from the last hearing and Attachment G is a copy of the presentation presented by the applicant at the September 24th hearing. The Planning Commission had requested copies of the presentation at the prior meeting.

Summary and Next Steps

Staff recommends that the Commission discuss the items provided to the Commission at tonight's hearing including the answers provided in Attachments A and B and advise staff if additional information is needed. One of the goals of this hearing is to confirm that the Planning Commission has all the information they need to move forward in their analysis of the project. The hearing proposed for November 28th will focus on the details of the revised project and solidify the Planning Commission's preferred alternative for recommendation to the City Council and well as the General Plan Amendment and Zoning Amendment.

The hearing after November 28th would focus on the requested entitlements including the 9900 Wilshire Specific Plan, Development Agreement and Vesting Tentative Tract Map. Since the project application includes a Vesting Tentative Tract Map, for which the Planning Commission is the final decision making body, the Planning Commission would need to certify the Final EIR prior to making a decision on the Vesting Tentative Tract Map.

Decisions that will need to be considered by the Planning Commission during their deliberations at this next hearing include whether to recommend approval of a General Plan and Zoning Code Amendment that would 1) change the land use from the existing C-3 commercial use to residential use, and 2) allow additional building height and building intensity (FAR). If the Commission decides to recommend approval of the project or some modified version of the project, the next step would be to focus in more detail on the project (Alternative 5A) including building setbacks, heights, open space, parking, design, etc. As indicated earlier, the Final EIR will not be ready until December so the main objective of the November 28th hearing is to provide an opportunity for the Commission to discuss the project details with a goal towards making a decision on the project at the December hearing. Given the goal of making a decision on the project at the December hearing, staff is requesting that the Commission provide direction on any aspect of the project where the Commission feels additional information would be helpful to meet that goal.

In keeping with this schedule, future hearing dates and action items are proposed as follows:

November 8, 2007 1:30 p.m.	Joint hearing with The Beverly Hilton Revitalization Plan team to consider crossover issues such as traffic, street improvements and design compatibility.
November 28, 2007 7:00 p.m.	Planning Commission discusses proposed General Plan Amendment and Zone Change, details of the proposed project (development standards, land uses, etc.) and provides preliminary direction to staff on elements of project.
December 10, 2007 7:00 p.m.	Planning Commission discusses remaining project approvals including Development Agreement, Specific Plan, and Final EIR.
December 19, 2007 7:00 p.m.	Adopt Resolutions formalizing Planning Commission recommendations to City Council.
January 2007	Begin City Council hearings on Project.

RECOMMENDATION

The October 29, 2007 meeting is the fourth of a series of Planning Commission and City Council meetings on the project. It is recommended that the Planning Commission provide direction to staff on any areas where additional information is needed and the public hearing be continued to November 8, 2007 to continue discussion on the proposed project.

DONNA JEREX LARRY SAKURAI

Attachments:

Attachment A - Final Planning Commission Questions and Responses
Attachment B - Fehr & Peers Traffic Responses
Attachment C - Project Alternatives (Staff Summary and Impact Sciences Expanded Analysis)
Attachment D - Letter from Project Applicant
Attachment E - Visual Simulations
Attachment F – Shade and Shadow Analysis
Attachment G - Copies of Applicant's 9/24/07 Presentation
Attachment H - Recirculated EIR (Traffic, Noise and Air Quality)

STAFF REPORT

CITY OF BEVERLY HILLS

For the Planning Commission
Meeting of November 8, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner

THROUGH: Vincent P. Bertoni, AICP,
Director of Community Development

SUBJECT: Joint Meeting for:

Proposed Condominium and Retail Project
"9900 Wilshire Project"
at 9900 Wilshire Boulevard **and**

Proposed Condominium/Hotel
"Beverly Hilton Revitalization Plan Project"
at 9876 Wilshire Boulevard

EXECUTIVE SUMMARY

The purpose of this meeting is to discuss crossover issues for the 9900 Wilshire and Beverly Hilton Revitalization projects. These issues include traffic and circulation, aesthetics (visual character and shade and shadow) and combined environmental impact issues Please clarify "combined environmental issue areas."

Note: Staff Report attachments will be delivered on Tuesday November 6, 2007.

SUGGESTED MEETING FORMAT

- Staff makes brief presentation
- City's environmental consultant team make presentation
- Applicants make presentations
- Planning Commission asks questions and provides direction to staff
- Planning Commission receives public testimony on both projects (public hearing remains open)
- Planning Commission continues public hearing to date certain (suggested dates: November 28, 2007 (9900 Wilshire) and December 12 or 13, 2007 (The Beverly Hilton)

PROJECT DESCRIPTION/LOCATION

Both projects are located on the 17-acre "Robinsons-May/Beverly Hilton Triangle" which is considered the western gateway to Beverly Hills because of its location at the Beverly Hills-Los Angeles city boundary. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north and Santa Monica Boulevard to the south. The eastern boundary of the site consists of the intersection of Wilshire and Santa Monica Boulevards. Merv Griffin Way separates the two projects with the 9900 Wilshire project located east of Merv Griffin Way and the Beverly Hilton Revitalization project located west of Merv Griffin Way.

The project applicant for the 9900 Wilshire project, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 252 condominium units, a one-story commercial building which would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space and a landscaped entry garden.

The project applicant for the Beverly Hilton Revitalization Plan, Oasis West Realty LLC, proposes to redevelop and reconfigure the property through the addition of 50 guestrooms to the Beverly Hilton hotel as well as new hotel support, retail and office facilities, a conference center, outdoor landscaped areas, a new five-star 120-room Waldorf Astoria Hotel, and 120 condominium units.

The existing Wilshire Tower and its 352 guestrooms would be retained and with upgrades and renovations, including hotel guestrooms, public meeting spaces, restaurants, and spa/salon/fitness facilities, all of which have been recently remodeled. The existing ballrooms and meeting rooms would also be retained.

DISCUSSION

The Planning Commission held public hearings on the 9900 Wilshire project and the Draft Environmental Impact Report (DEIR) on August 20, September 5, September 24, and October 29, 2007. For the Beverly Hilton Revitalization Plan DEIR the Planning Commission held public hearings on August 22, September 10, October 3, and November 1, 2007.

The main purpose of this hearing is to provide the Planning Commission with an opportunity to discuss issues related to both projects. The hearing will be organized in a workshop format. To assist the Planning Commission in their discussion, Impact Sciences (the EIR consultant) has developed several graphics and other documents that address the cumulative project issues. Given the short turnaround time between this hearing and those held last week (October November 1, 2007), these items will be distributed on Tuesday, November 6th. Please note that none of these documents will contain new information. All of the information will be items that were provided to the Commission at previous hearings; however, the information will be consolidated to allow the Commission the ability to see the information side by side. Since existing information will be utilized, some of the documents will still contain information for which the Commission has requested modifications or further information. Any previous requests for changes/additions will be addressed and provided to the Planning Commission at the next hearing for each individual project.

Items to be provided to the Planning Commission under separate cover on November 6 include:

1. Joint access and circulation plan that will show how access and circulation for the two projects will function.
2. Joint roadway improvements plan that will show all the planned roadway improvements on Wilshire Boulevard, Santa Monica Boulevard and Merv Griffin Way.
3. Joint site plan merging the colored site plans for both projects. This will conceptually illustrate how Merv Griffin Way would be designed including sidewalks and adjacent landscaping for both projects. The intent is to provide the Commission with an understanding of how the streetscape design of two projects will be coordinated.
4. Still renderings from the animation presented to the Planning Commission at the 9900 Wilshire and Beverly Hilton hearings. These stills are intended to provide the Commission with a comprehensive view of what the project will look like from surrounding streets.
5. Cumulative visual simulations from the package provided by VisionScape Imagery on October 29 showing the 9900 Wilshire project Alternative 5A with the Beverly Hilton project as proposed.
6. Shade and Shadow exhibits showing the combined impact of 9900 Wilshire project Alternative 5A with the Beverly Hilton project as proposed side-by-side during the various times of the day and during summer and winter.
7. List of all the alternatives for both projects with a brief description of each alternative.
8. A document that summarizes the cumulative discussion in the Draft EIR for each environmental impact area with the focus on only the two projects as proposed (no other related projects) and for the 9900 Wilshire project Alternative 5A in combination with the Beverly Hilton project as proposed.

The large scale models for both projects will be set up at the meeting.

As stated previously, the purpose of the hearing will be to discuss the issues related to both projects. Staff is requesting that the Planning Commission provide direction to staff on any areas where additional information is needed.

NEXT STEPS

Anticipated next steps are outlined in the following chart. Please note the dates have changed slightly to allow for fewer meetings at the end of the year.

November 28, 2007 @ 7:00 p.m. (9900 Wilshire) **December 12 or 13, 2007 @ 7:00 p.m. (The Beverly Hilton)**	Planning Commission discusses proposed General Plan Amendment and Zone Change, details of the proposed project (development standards, land uses, etc.) and provides preliminary direction to staff on elements of project.
December and January 2008 **(Specific Dates to be Determined)**	Planning Commission discusses remaining project approvals including Development Agreement, Specific Plan, and Final EIR.
January 2008	Adopt Resolutions formalizing Planning Commission recommendations to City Council.
February 2008	Begin City Council hearings on Project.

RECOMMENDATION

The November 8, 2007 meeting is the fifth of a series of Planning Commission and City Council meetings on both projects. It is recommended that the Planning Commission provide direction as follows:

1. Any issues requiring additional information needed.
2. Specificcomments/clarifications regarding the visual simulations requested at the October 29, 2007 hearing (Attachment A).
3. Continue the 9900 Wilshire public hearing to November 28, 2007.
4. Continue The Beverly Hilton Revitalization Plan public hearing to December 12 or 13, 2007.

DONNA JEREX

Attachments (to be delivered Tuesday November 6, 2007):

Attachment A – List of Visual Simulation Requests from Commission (for confirmation)
Attachment B - Joint Access and Circulation Plan Exhibit
Attachment C - Joint Roadway Improvements Plan Exhibit
Attachment D – Joint Colored Site Plan Exhibit
Attachment E – List of Alternatives for each project
Attachment F – Cumulative Impacts Summary
Attachment G – Cumulative Visual Simulations
Attachment H – Stills from Animation
Attachment I - Cumulative Shade and Shadow Impacts Exhibits

STAFF REPORT
CITY OF BEVERLY HILLS

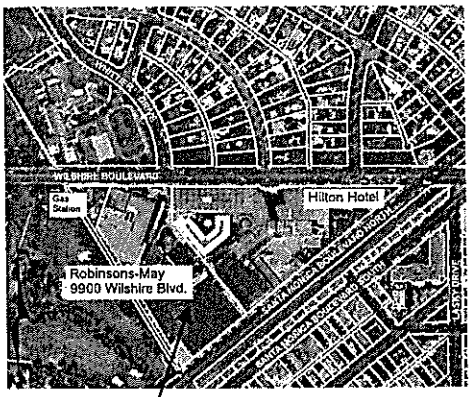
For the Planning Commission
Meeting of November 28, 2007

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP
Director of Community Development

SUBJECT: Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to receive feedback from the Planning Commission on the details of the proposed project. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environmental Impact Report (DEIR) is closed.

The Planning Commission held public hearings on the proposed project and the DEIR on August 20th, September 5th, September 24th, October 29th, and November 8th 2007. The EIR consultant, Impact Sciences, Incorporated, is in the process of preparing responses to each of the comments received during the comment period. The Final EIR, which will consist of responses to all the comments received during the comment periods along with the DEIR, is expected to return to the Planning Commission for consideration in February 2007. New comment letters received are included as Attachment E.

SUGGESTED MEETING FORMAT

- Staff makes presentation
- Applicant makes presentation
- Planning Commission receives public testimony on project (public hearing remains open)
- Planning Commission provides direction to staff
- Planning Commission continues public hearing to date certain (suggested date: January 10, 2008)

PROJECT DESCRIPTION/LOCATION

The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to the south. The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square-foot Robinsons-May department store building and associated parking structure.

Since the original submittal, the applicant has revised the project as detailed below. For purposes of the DEIR, the revised project is known as Alternative 5A. The major changes (from the original submittal) include a change in the height of the North and South Buildings and the bedroom mix would be changed by adding 58 studio units. The floor area ratio has increased due to a new mezzanine that would be added to Parking Level 1 and the Loft Buildings would be designed to introduce a three-story/36-foot high building element directly adjacent to Merv Griffin Way.

The major project components include the following:

- Two condominium buildings located near the western (Los Angeles Country Club) border of the site. The North Building would incorporate a stepped design from Wilshire Boulevard and Merv Griffin Way with heights ranging from nine stories (108 feet) to 12 stories (149 feet). The height of the South Building would range from 13 stories (161 feet) to 15 stories (185 feet). The North Building contains 92 residential units and the South Building has a total of 130 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with luxury residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. A three-story (36 feet) element would be incorporated along Merv Griffin Way). 14 residential units would be located in the North Loft Building and 16 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from the datum point near Wilshire Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 890 parking spaces. Of the 890 parking spaces provided, 768 would be available to project residents, their visitors and staff and the remaining 122 spaces would be for the retail and restaurant portions of the project. 25 of the residential spaces would be tandem. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would include an approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.

KEY ISSUES

The previous Planning Commission hearings have focused on the DEIR and Planning Commission questions and comments. While there are a few outstanding questions and requests for additional information, the majority of questions and comments have been addressed in the previous hearings on the project. The remaining requests for information will be provided to the Planning Commission at the next hearing. For this hearing, staff is requesting that the Commission focus on the project details and provide preliminary feedback to staff on the various project elements. In addition to individual feedback from each Commissioner, staff is requesting that the Commission determine whether there is consensus on the various project elements.

To assist the Commission in their discussion regarding the key questions, staff has organized the staff report first by building and then by areas common to all buildings such as parking and landscaping. Once consensus has been reached on building heights, setbacks and distance between buildings, this will help determine the project density (FAR). Building plans including site plans, elevations, floor plans and cross sections are attached as Attachment F.

As outlined in the key issues, staff is requesting feedback (preliminary consensus) from the Commission on each of the following items.

General Plan Amendment

Question

Does the Planning Commission support a General Plan Amendment and Zoning Code Amendment to 1) change the land use from the existing C-3 commercial use to residential use (with incidental commercial), and 2) allow additional building height and building intensity (FAR)?

Before the Commission discusses the details of the project, one of the first items that should be considered is whether to recommend approval of a General Plan and Zoning Code Amendment that would 1) change the land use from the existing C-3 commercial use to residential use, and 2) allow additional building height (existing height limit is 4 stories and 45 feet) and building intensity (FAR). The City's General Plan proposes that "residential areas remain similar in character to those which now exist" and the "permitted intensity of commercial area development remain as it now exists". The General Plan does acknowledge that there are locations where additional density may be considered. The Plan also emphasizes the importance of "resolving transitional conflicts which occur between abrupt changes in land use or intensity or use". The Planning Commission will need to decide whether the location of the proposed project is suited for higher densities and can adequately address any transitional conflicts. Depending on the decision made on these "underlying" requests, the Commission could either move the project forward to the City Council with a recommendation for denial or approval. If the Commission decides to recommend

approval of the General Plan and Zoning Code Amendment, the next step would be to focus in more detail on the project including building setbacks, heights, open space, parking, design, etc.

North Building

- Original Height: 12 stories @ 149', 11 stories @ 137'
- Current Height: 10 stories @ 120/125' and 9 stories @ 108'
- Proposed Setback: 49' (48' to face)
- Proposed Floor Area: 287,054 (was 348,671)

Questions

1. Should the height of both the North and South buildings be the same, as originally proposed?
2. Should the height of the North Building be stepped back from Wilshire Boulevard and if so, at what height and distance?
3. What should be the maximum height of the North Building?
4. What should be the setback from the property line of the North Building from Wilshire Boulevard?
5. Is the floor area of the North Building acceptable (relates to massing)?

In the original proposal the North Building was proposed at 12 stories and 144 feet. The applicant has since revised the building to provide a stepped design with lower building elements adjacent to Wilshire Boulevard and the residential neighborhood to the north. Past discussions by the Commission have indicated a desire to reduce the height of the building in order to minimize the impacts (visual, privacy, and shade and shadow) on El Rodeo School and the residential neighborhood to the north. In addition, the Planning Commission has discussed the impact of allowing additional height on the overall scale of the City since the existing height limit is 4 stories and 45 feet.

Planning Commission discussions at previous hearings have focused on the setback of the North Building from Wilshire Boulevard. The original submittal proposed a setback of 35 feet from Wilshire Boulevard but the applicant has revised the setback to be consistent with the Hilton's Wilshire Tower. The northern "arm" of the Wilshire Tower sits at an angle to Wilshire Boulevard, with the northeast corner of the arm closer to the property line and Wilshire Boulevard and the northwest corner of the arm slightly to the south. The northeast, or closest, corner of the tower is set back 47.2 feet from the existing property line and 62.5 feet from the Wilshire curb line. The northwest, or more distant, corner is set back 65.5 feet from the existing property line and 80.2 feet from the existing Wilshire curb line.

South Building

- Proposed Height: 15 stories @ 185'/180', 13 stories @ 161'
- Setback (Santa Monica): 27'
- Floor Area: 480,742 (was 382,191)

Questions

1. Should the height of the South Building be higher than the North Building?
2. Should the height of the South Building be stepped back from Santa Monica Boulevard and if so, at what height and distance?
3. What should be the maximum height of the South Building?
4. What should be the setback from the property line of the South Building from Santa Monica Boulevard?
5. Is the floor area of the South Building acceptable?

In the original proposal the South Building was proposed at 12 stories and 144 feet. The applicant has since revised the building by increasing the height by 17 to 41 feet and adding additional floors (1 to 3 additional stories) in order to accommodate the units that would be eliminated by reducing the height of the North Building.

Distance between Buildings

Question

What should be the distance between the North and South Buildings?

At previous hearings, the Commission has also discussed the building heights as they relate to the view from Merv Griffin Way and the Hilton Hotel. Since the buildings are designed in a linear fashion with the narrower portions of the buildings fronting on Wilshire and Santa Monica Boulevards, the majority of the existing views towards the Los Angeles County Club and beyond will be eliminated. The revised project proposes a distance between the two buildings of 40 ft. 6 inches. A description of the why the buildings were designed as proposed and the overall architectural vision for the site is provided in the section on Architecture below.

Loft Buildings

- Proposed Height (both): 4 stories @ 48', 3 stories @ 36'
- Proposed Setbacks (both): 20' (with 10' top-floor set-back)
- North Floor Area: 39,328 (was 56,894)
- South Floor Area: 46,493 (was 41,930)

Questions

1. What should be the maximum height of the Loft Buildings?
2. What should be the distance between the two Loft Buildings?
3. What should be the setback from the property line of the Loft Buildings from Merv Griffin Way?
4. Are the floor areas of the Lofts acceptable?

Since the Loft Buildings were proposed at a height that was only three feet higher than the existing allowed height, the Commission has not focused on the height of these buildings in previous hearings. However, in order to reduce the visual impact of the buildings from Merv Griffin Way, the applicant revised the project to add a three story element along Merv Griffin Way. Additionally at the last hearing on the project, the Commission discussed increasing the

distance between the two Loft Buildings to provide a more open view from the entrance to the Hilton Hotel.

The proposed setbacks for the South Building, Loft Buildings and Retail Building have not changed from the original proposal.

Commercial Space

- Proposed Height: 1 story @16'; New Spa Pavilion Roof: elevation at 28'; previously garden deck at elevation 10'
- Setback 0'

Questions

1. Is the height of the commercial space acceptable?
2. What should be the setback from the property line of the retail building from Santa Monica Boulevard?

The height of the proposed retail building on the northwest corner of Santa Monica Boulevard has not changed and is consistent with typical retail space which is typically located on the ground floor. A new component that was added was a new spa pavilion roof, however; the majority of the roof will be screened by the proposed translucent glazing architectural screen as shown on Sheet A3.1.2 of the attached plans.

As shown on Sheet A4.1.3, while the face of the retail building will be set back 20 feet from the property line, the proposed architectural screen and canopy will project over the sidewalk and terminate at the street (property line).

General Site Planning Issues

Height

Items for Commission consideration include the impact of allowing additional height on (1) the overall scale of the City and view from Santa Monica Boulevard, (2) impacts to Los Angeles County Club, and (3) impacts to adjacent businesses on Little Santa Monica Boulevard, the majority of which are one to two stories in height.

All the heights referenced above are the heights as measured from the datum point. Attachment A includes a site plan that shows the heights from adjacent grade.

Floor Area Ratio

Question

Is the overall Floor Area Ratio for the site acceptable?

The Floor Area Ratio has increased due to a new mezzanine (see Sheets A2.1.1a and A4.1.2) that would be added to Parking Level 1 to include resident's storage units and wine storage, back-of-house storage and service (laundry, kitchen and security offices) areas and the

resident's spa/fitness area would include a below grade squash court, spa changing rooms and spa storage (see Sheets A2.1.2 and A4.1.3).

The commercial FAR would remains the same at 2:1 for 19,856 square feet and the residential FAR would be 2.68:1 for 928,907 SF (submitted was 2.40:1) which includes the square footage of the mezzanine and other areas previously not included. Another way to view the residential square footage would be dwelling units per square foot of site area. The current R-4 zoning allows one unit for 900 square feet. The applicant is proposing one unit per 1,334 square feet (i.e. lower density).

Building Information:

- Retail Floor Area: remains the same
- Residential Floor Area

North Building	287,054 (was 348,671)
South Building	480,742 (was 382,191)
North Loft Building	39,328 (was 56,894)
South Loft Building	46,493 (was 41,930)
Other Spaces (New, below grade)	75,290
Back of House (BOH) kitchen	1,200
BOH laundry	1,700
Security offices	1,000
Resident's Spa/fitness	
Squash Court	1,285
Spa, changing rooms	8,742
Spa storage	1,297
Resident's Wine Storage	5,648
Resident's Storage units	24,350
BOH Storage/Services	20,879
Circulation/Lobbies	9,189
Residential Total	928,907 sq. ft. (was 829,686)

Landscaping

Questions

1. Is there adequate landscaping provided for the project?
2. Is there adequate open space visually accessible to the public?
3. Is there adequate open space physically accessible to the public?
4. Are there areas where additional landscaping should be provided?
5. Should the project have a coordinated landscape palette along Merv Griffin Way, Wilshire Boulevard and Santa Monica Boulevard?

The Planning Commission has discussed open space and landscaping at previous meetings with open space used to describe areas not covered by above ground buildings. However, since the word "open space" often is used to describe either passive or active recreational areas, a more accurate description would divide the site by building coverage (above ground), landscaped areas and roadways. The following is a breakdown of these areas for the proposed project. These percentages are based on the entire parcel which includes the western half of

Merv Griffin Way. Attachment B includes a detailed breakdown of the open space distribution and Attachment C includes a site plan that shows how much of the landscaping will be visible from the surrounding streets and sidewalks. These items were provided to the Planning Commission at previous hearings.

- Building Coverage 34.1%
- Non-Landscaped Areas 21.7%
- Landscaped Areas 44.2%

The landscaped areas includes the public entry garden (6.1%) on the corner of Wilshire Boulevard and Merv Griffin Way and the private landscaped areas including the landscaping proposed around the residential buildings (38.1%). The applicant has indicated that the architectural design is intended to reflect the international standing and "garden city" image of Beverly Hills.

Parking and Circulation

Questions

1. Is adequate parking and loading provided for the parking?
2. Is the circulation plan satisfactory?

The number of parking spaces proposed has been reduced from the original proposal due to the change in unit mix as noted below:

- Residential Unit Type

		Proposed	*Original Submittal*
Studios	(New type)	58 total	(was 0)
1 Bdrm		14	(was 36)
2 Bdrm		39	(was 84)
2 Bdrm + Den		15	(was 54)
3 Bdrm		43	(was 47)
3 Bdrm + Den		37	(was 0)
4 Bdrm		26	(was 13)
4 Bdrm + Den		9	(was 10)
Penthouses		11	(was 8)
Total		252	(same)

- Total Parking Provided

Residential & Other	768	(was 833)
Retail:	122	(was 123)
TOTAL	890	(was 956)

- Total Parking Required

Residential:

Studios	58
1 Bdrm	28
2 Bdrm	98

	2 Bdrm + Den	45
	3 Bdrm	129
	3 Bdrm + Den	111
	4 Bdrm	78
	4 Bdrm + Den	36
	Penthouses	44
	Visitors	63
	SUB-TOTAL:	690
Retail:		108
	Other Spaces:	39
	BOH Kitchen	4
	BOH Laundry	5
	Security offices	3
	Building offices	6
	Amenities staff	12
	Concierge / valet staff	9
	TOTAL:	837

The applicant is proposing to provide 53 additional parking spaces beyond the required 837 spaces. 25 of the residential spaces will be tandem and three loading spaces will be provided for the retail/restaurant portion of the site (See Sheets A2.1.1a and A2.3.1)

All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Vehicular access to the site is designed to separate residential traffic from hotel traffic and through-traffic on Merv Griffin Way. A private driveway for residents at the west property line is accessed from Wilshire and Santa Monica Boulevards.

Architecture

Questions

1. Does the Planning Commission have any comments on the proposed architecture?
2. Does the Planning Commission have any comments on the architectural elements that "front" on Santa Monica Boulevard, Wilshire Boulevard or Merv Griffin Way.

The Planning Commission has not previously discussed the proposed architecture or architectural details of the project. As part of developing the Specific Plan, the applicant provided the following description to describe their vision for the project.

"The architecture of the 9900 Wilshire project is designed to be site-specific, but with a timeless presence that is compatible with the neighboring Beverly Hilton Hotel and sensitive to the open-space setting of the Los Angeles Country Club. The architectural design is intended to reflect the international standing and 'garden city' image of Beverly Hills.

Two midrise residential buildings are positioned at the west property line and raised above the ground to allow light and the golf course landscape to the west to pass below the architecture. These buildings are curvilinear and horizontal to reflect the natural forms and geometry of the open space to the west, and the classic horizontal massing of the Beverly Hilton Hotel. At the

east side of the Site, loft residences are designed to activate the streetscape with balconies, roof terraces and a cadence that reflects a townhouse scale. Many of the residences are designed with two-story spaces and are 'through units' with views east and west.

The buildings are very 'thin' in support of a sustainable design concept to maximize daylight and natural ventilation. Most residences include cantilevered terraces and balconies that shade the 'clear' glass and create depth and scale at the building elevations.

In addition to the residences and gardens, new retail space at Santa Monica Boulevard will help provide an important retail link between Beverly Hills and Century City shopping. Retail facades are designed to be engaging and approachable through materials and scale. At the corner of Santa Monica Boulevard and Merv Griffin Way, retail and/or restaurant architecture offers transparency to the activities inside and provides an animated façade to Santa Monica Boulevard.

Vehicular access to the Site is designed to separate residential traffic from hotel traffic and through-traffic on Merv Griffin Way. A private driveway for residents at the west property line is accessed from Wilshire and Santa Monica Boulevards. In support of the linear massing scheme, multiple small-scale building lobbies are distributed for convenient and private elevator access to each residence. All parking and services are below-grade where retail parking is separate from parking for residents and their guests.

The heart of the Site is developed as landscaped gardens and other open space that includes water features, sculpture, paths and benches. The building footprint is minimized in favor of extending the open space to the west across the Site. The Entry Garden is linked by a crosswalk to the existing linear park on the north side of Wilshire Boulevard. Plant material is selected to be compatible with landscape in the vicinity and street trees are coordinated with the City's master plan for streetscape. Within the private garden areas, plants create color, texture and privacy between neighbors."

NEXT STEPS

Staff recommends that the Commission discuss the details of the project as outlined in the staff report and provide staff with preliminary feedback (consensus) on each of the items. This will help staff finalize the Specific Plan and text for the General Plan Amendment which will be brought back to the Commission at the next hearing. The next hearing on January 10th will focus on the 9900 Wilshire Specific Plan, General Plan Amendment, Zoning Amendment, and Development Agreement. At least one additional meeting will be needed to review the Final EIR and take action on the project.

RECOMMENDATION

The November 28, 2007 meeting is the sixth in a series of Planning Commission and City Council meetings on the project. It is recommended that the Planning Commission provide direction to staff as outlined in the staff report and the public hearing be continued to January 10, 2007 to continue discussion on the proposed project.

DONNA JEREX LARRY SAKURAI

Attachments:

Attachment A - Building Heights from Adjacent Grade
Attachment B - Open Space Distribution
Attachment C - Open Space Perimeter/Interior Viewing
Attachment D - Letter from the Applicant
Attachment E - New DEIR Comment Letters
Attachment F - Building Plans

STAFF REPORT
CITY OF BEVERLY HILLS

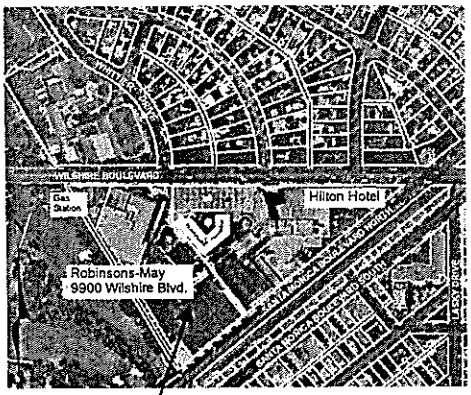
For the Planning Commission
Meeting of January 10, 2008

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Director of Community Development

SUBJECT: Proposed Condominium and Retail Project
9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to review proposed changes to the project based on feedback from the Planning Commission at the last hearing and to review the Draft Specific Plan, Draft General Plan Amendments and Draft Development Agreement. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environmental Impact Report (DEIR) is closed and staff is no longer responding to written and oral comments on the DEIR.

This report also provides a summary of the Architectural Commission's preliminary comments on the project.

SUGGESTED MEETING FORMAT

- Staff makes presentation
- Applicant makes presentation
- Planning Commission receives public testimony on project (public hearing remains open)
- Planning Commission discusses project revisions, Draft Specific Plan, Draft General Plan Amendment and Draft Development Agreement and provides direction to staff
- Planning Commission continues public hearing to date certain (suggested date: February 7, 2008)

PROJECT DESCRIPTION/LOCATION

The project site is located on the south side of the 9900 block of Wilshire Boulevard and north of Santa Monica Boulevard. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north, Merv Griffin Way to the east, and Santa Monica Boulevard to

the south. The project applicant, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure.

Since the original submittal, the applicant has revised the project several times. The major project components now include the following:

- Two condominium buildings located near the western (Los Angeles Country Club) border of the site. The North building would incorporate a stepped design from Wilshire and Merv Griffin Way with heights ranging from 9 stories (108 ft) to 13 stories (161 ft). The height of the South building would range from 13 stories (161 ft) to 15 stories (185 ft). The North building contains 93 residential units and the South building has a total of 130 residential units. The North Building also includes a private events room, a private fitness room, a private screening room, and other amenities associated with luxury residential condominiums. All of these would be shared with the residents in the South Building and Loft buildings.

- Two four-story loft buildings approximately 48 feet tall would be located on the eastern (Merv Griffin Way) edge of the project site. A three-story (36 foot-high) element would be incorporated along Merv Griffin Way. Four residential units would be located in the North Loft building and 16 residential units within the South Loft Building.

- One one-story commercial building approximately 16 feet in height as measured from Santa Monica Boulevard (a maximum 30 feet as measured from adjacent grade). The commercial building, which would front on Santa Monica Boulevard, would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space.

- A two-level subterranean parking garage containing a total of 890 parking spaces. Of the 890 parking spaces provided, 768 would be available to project residents, their visitors and staff and the remaining 122 spaces would be for the retail and restaurant portions of the project. Twenty-five of the residential spaces would be tandem. All of the retail and restaurant parking would be separated from the parking for the residents and their visitors. Valet parking would be provided for residents and their guests, as well as for retail and restaurant patrons.

- Landscaped gardens and other open space throughout the project site. The landscaped gardens would include an approximately 0.42-acre Entry Garden with public access fronting Wilshire Boulevard.

DISCUSSION

The Planning Commission held public hearings on the proposed project on August 20, September 5, September 24, October 29, November 8, and November 28, 2007. The EIR consultant, Impact Sciences, Incorporated, is in the process of preparing responses to each of the comments received during the EIR comment period. The Final EIR, which will consist of responses to all the comments received during the comment period along with the DEIR, is expected to return to the Planning Commission for consideration on February 7, 2008.

Revisions to Proposed Project

At the November 28, 2007 hearing on the project, the Planning Commission provided feedback on various project elements (heights, setbacks, etc.) and indicated a desire to eliminate the twenty (20) loft units proposed along Merv Griffin Way. In addition, the Commission provided direction on several architectural refinements regarding revised setbacks and design. In response to the requests from the Planning Commission, the applicant has made the following changes to the project. These changes and a revised site plan are included in Attachment C. The applicant will make a presentation at the hearing on each of the proposed changes.

- The entire project footprint has been adjusted south, increasing the building setback at the Wilshire Boulevard property line by 9 feet.
- The façade setback at the Santa Monica Boulevard ground level retail has remained the same, 20 feet. However, the facade setback at the 2nd and 3rd floors (resident's spa level) was reduced from 20 feet to 10 feet. The translucent screen wall above the south property line has not moved, but the cantilever is reduced from 20 feet to 10 feet due to the repositioning of the spa façade. The South Condominium Building setback has been reduced from 27 feet to 15 feet.
- The North Loft Building has been reduced to offer more views to the project gardens from Wilshire and from Merv Griffin Way. This results in a reduction of ten 3-bedroom units.
- An additional setback of the North Condominium Building at the 108 foot elevation (Terrace Level) was developed to reduce the scale of the architecture as it approached Wilshire Boulevard.
- To offset part of the reduction in lofts, a partial floor was added to the southwest end of North Building at the 149 foot elevation. This results in the elimination of one 3-bedroom unit and the addition of two 4-bedroom units.
- The proposed changes to the North Loft Building and the North Condominium Building results in a reduction in the overall number of units from 252 to 243 units.
- The addition of a partial floor on the southwest end of the North Building raises the elevation on that portion from 12 stories and 149 feet to 13 stories and 161 feet.
- Additional minor design modifications have been made including revisions to the stair enclosure near Wilshire Boulevard and roadway refinements to improve on-site turning radii.

Revised Visual Sims and Animation

At the October 29, 2007 hearing on the project, the Planning Commission viewed numerous visual simulations for the project as well as an animation showing both the 9900 Wilshire project and the adjacent Beverly Hilton Revitalization project. At that hearing the Commission requested several changes and additions to both the visual simulations and the animation. A list of these proposed revisions was confirmed by the Planning Commission at the joint hearing for both projects on November 8, 2007. These revised visual simulations are included as Attachment B and include the following:

- Revisions to View #7 to capture the entire South Building
- Revisions to View #2 to capture the view of Merv Griffin Way and the 9900 Wilshire Project
- Revisions to View #10 of the North Building to include the entire North Building

- Revisions to View #11, taken on Whittier Drive, to show the view residents will experience when they approach both projects.

The revised fly-over/drive-by animations which will be shown at the hearing include the following:

- 9900 Wilshire as proposed (5A) and proposed Hilton project with landscaping
- 9900 Wilshire as proposed (5A) and proposed Hilton project without landscaping
- 9900 Wilshire as proposed (5A) and existing Hilton site with landscaping
- 9900 Wilshire as proposed (5A) and existing Hilton site without landscaping
- Hilton project as proposed and existing Rob-May site with landscaping
- Hilton project as proposed and existing Rob-May site without landscaping

Draft Specific Plan

The proposed "9900 Wilshire Specific Plan" will establish land uses and development, design, and operational standards for the project and the project site. The draft specific plan is included as Attachment A.

As noted on the cover page of the Specific Plan, the document is intended to demonstrate the overall structure of the Specific Plan based on project details available at the time. The Specific Plan would be revised to reflect any revisions directed by the Planning Commission and City Council before any formal adoption would occur. Portions of the Draft Specific Plan are shaded in yellow to denote information that is likely to change prior to any action on the Specific Plan, although non-highlighted text is also subject to change.

While staff is seeking comments on the contents of the entire Specific Plan, the Planning Commission should review Chapters 4, 5, and 6 in particular as these chapters include development standards and guidelines (Chapter 4) and implementation and administration provisions (Chapter 5) and operational standards for permitted uses (Chapter 6).

Chapter 4 includes a list of uses that would be permitted on the site as well as requirements for parking, building height, outdoor living spaces, signage, and green building standards. Chapter 5 includes provisions for administering the Specific Plan and includes the process and reviewing authority for amendments and modifications to the Plan. Chapter 6 includes items such as the hours of operation for the retail/restaurant portion of the site and standards for the outdoor dining. Operational standards and hours are proposed for the entry garden at the southwest corner of Wilshire Boulevard and Merv Griffin Way.

Draft General Plan Amendments (Land Use and Housing)

As part of the project, the applicant is proposing to amend the General Plan to change the land use designation for the entire project site from "Low Density General Commercial" to "Specific Plan". In addition, the applicant is proposing to change the zoning designation for the entire project site from "C3" to the "9900 Wilshire Specific Plan" zone. The Housing Element also will require an amendment to address the need for additional height and to allow a mix of residential and commercial uses on this site. The following modifications are proposed by staff to address these two issues:

Land Use

The Land Use Plan of the Land Use Element of the General Plan, specifically Map 1 (Land Use Plan), is hereby amended by designating the area in the map that consists of the property described as _____[insert legal description], also known by the street address of 9900 Wilshire Boulevard, as "SP- 9900 Wilshire Specific Plan."

Housing

The text of Program 4.3 of Objective 4.3 of the Housing Element of the General Plan, as that Program is set forth in Section 1.3 (Summary of Housing Program) and Section 3 (Statement of Goals, Objectives and Policies Relative to Maintenance, Preservation, Improvement and Development of Housing for the Next Five Years) of the Housing Element is hereby amended to read as follows:

Program 4.3 Develop standards for mixed residential-commercial structures developments, with and without low income housing components, including additional height, in areas currently zoned for commercial use and consider appropriateness of various areas, such as:

- South side of Wilshire Blvd., east of Beverly Dr. (Between Stanley Dr. and LeDoux Rd., extend to north side of Charleville Blvd.)
- Eastern area of Business Triangle.
- South side of Burton Way (commercially zoned parcels).
- Olympic Boulevard (commercially zoned parcels).
- La Cienega Boulevard north of Wilshire Boulevard.
- City-owned property where some or all of the residential units would be for lower income households.
- East side of South Beverly Drive.
- 9900 Wilshire Boulevard (the former Robinsons-May department store site)."

Draft Development Agreement

A Development Agreement to address, among other things, project fiscal impacts and development impact fees is proposed as part of the overall project approvals under consideration by the Commission and City Council. The Development Agreement will generally follow the format of Development Agreements utilized for other projects in the City. Staff is in the process of beginning negotiations for the financial details that will be included in the Development Agreement with the applicant. These will be provided to the Planning Commission at the February 7, 2008 hearing on the project.

Architectural Commission Comments

On December 16, 2007, the Architectural Commission held a Special Meeting for the applicants of the 9900 Wilshire and Beverly Hilton projects to receive a presentation of the proposals and provide preliminary feedback for the applicants. These comments were also intended to address specific concerns of the Architectural Commission so that they could be cooperatively

addressed along with Planning Commission concerns prior to making a recommendation to the City Council. The Architectural Commission's comments are summarized below.

Building Design/Massing:

- Materials: The Commission's views were based on the model and presentation by the applicants. Although the building materials have not yet been determined, reflective glass was a concern and should not be used.
- Height: Overall, the height was supported. A mix of comments included that "cutting away" portions of the North and South buildings compromised their architectural integrity; that the uniformity of those buildings presented a good offset to the differences in the buildings on The Hilton site; that the buildings are attractively structured against the golf course in a way that hugs the landscape; and that the linear nature of the site blocks views to the golf course.
- The open campus-like feel was supported and commended.
- There was agreement that the lofts are the weakest part and that the more that aspect could open up the inside of the site, the better. This would give a better boulevard type of feeling.

Landscaping:

- Again, the lofts post the weakest point for the site as the opportunity exists to really open up the garden feel of that property. At the same time, concerns were expressed about access and security for the residents while keeping the gardens open.
- Merv Griffin Way is currently very unattractive and landscape upgrades were a major concern. The landscape could show better than proposed and could be opened up and breathe more. The two sides should participate together more to better integrate the landscaping.

Farmers' Market Outreach

On December 16, 2007, staff provided a booth at the City's Farmers' Market with information on the 9900 Wilshire and Hilton projects. Over 100 members of the public stopped by to learn about the proposals and provide feedback. Reviews were mixed – many people were in complete support of the projects and thought 9900 Wilshire was beautiful, while others were opposed on the basis of more development, additional traffic, and too much height and density.

Next Steps

Staff recommends that the Commission discuss the proposed changes to the project, the Draft Specific Plan, and the Draft General Plan Amendments and provide feedback to staff. The next hearing on February 7, 2008 is intended to be the final hearing on the project. At that hearing, in addition to reviewing the Development Agreement and the Final EIR (Responses to Comments on the Draft EIR), staff will provide all the final documents and draft Resolutions for Planning Commission consideration and action.

RECOMMENDATION

The January 10, 2008 meeting is the seventh in a series of Planning Commission and City Council meetings on the project. It is recommended that the Planning Commission provide direction to staff as outlined in the staff report and the public hearing be continued to February 7, 2008 to continue discussion on the proposed project.

Attachments:

Attachment A - Draft Specific Plan
Attachment B - Revised Visual Simulations
Attachment E – Revised Plans from Applicants

STAFF REPORT

CITY OF BEVERLY HILLS

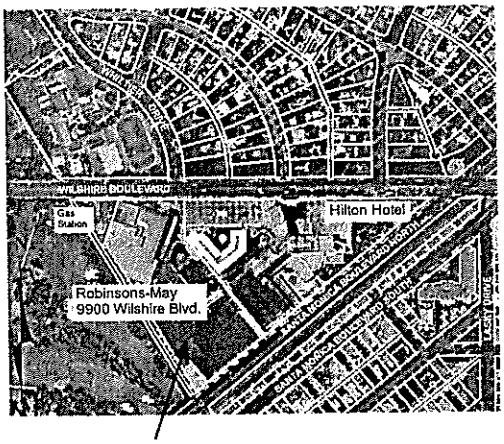
For the Planning Commission Meeting of January 24, 2008

TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Jonathan Lait, AICP, City Planner
Vincent P. Bertoni, AICP,
Director of Community Development

SUBJECT: Proposed Condominium and Retail Project
"9900 Wilshire Project"
at 9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to:

1. Discuss the Draft Development Agreement
2. Discuss the Draft Specific Plan
3. Receive the Ad Hoc Committee's report and discuss modifications to the project

SUGGESTED MEETING FORMAT

- Staff makes brief presentation
- Planning Commission asks questions and provides direction to staff
- Planning Commission receives public testimony on the project (public hearing remains open)
- Planning Commission continues public hearing to date certain (suggested date: February 7th)

PROJECT DESCRIPTION/LOCATION

The project is located on the 17-acre "Robinsons-May/Beverly Hilton Triangle" which is considered the western gateway to Beverly Hills because of its location at the Beverly Hills-Los Angeles city boundary. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north and Santa Monica Boulevard to the south. The eastern boundary of the site consists of the intersection of Wilshire and Santa Monica Boulevards. Merv

Griffin Way separates the two projects with the 9900 Wilshire project located east of Merv Griffin Way and the Beverly Hilton Revitalization project located west of Merv Griffin Way.

The project applicant for the 9900 Wilshire project, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 252 condominium units, a one-story commercial building which would consist of approximately 15,656 square feet of retail space, 2,400 square feet of restaurant dining space, and 1,800 square feet of "back-of-house" restaurant space, for a total of 19,856 square feet of retail and restaurant space, as well as 600 square feet of outdoor dining space and a landscaped entry garden.

DISCUSSION

The City and the project developer, Project Lotus, LLC propose to enter into a Development Agreement for the project. Development agreements are permitted under Section 65865 of the California Government Code. A development agreement essentially grants to the applicant a vested right to proceed with a proposed project for a set period of time. The agreement must be consistent with the objectives, policies, general land uses and programs specified in the General Plan and any applicable Specific Plan. State law requires the Planning Commission to hold a public hearing and recommend to the City Council approval or disapproval of development agreements.

The Development Agreement for the 9900 Wilshire project is still under negotiation and will be provided to the Planning Commission under separate cover.

The Planning Commission was provided a copy of the Draft Specific Plan (Attachment B) as part of the packet for their January 10th hearing. While the Commission provided staff with broad overview comments, they did not have an opportunity to provide detailed feedback. The Commission requested that the 9900 Wilshire Specific Plan be included as part of this packet and if time allowed, further direction would be provided. (Please note that staff acknowledges that the Commission requested the language be refined to be less "flowery" as it appeared in many ways to represent the objectives of the developer rather than the City. Staff agrees that these changes should be made, however, there was not sufficient time to prepare a new draft for this staff report given the quick turnaround time. These changes will be made on the next version.)

At the last hearing, some of the Planning Commissioners indicated that staff should revise the section on General Plan consistency to remove references to a mixed use project since the 9900 Wilshire project was predominantly a residential project. Even though residential uses make up the majority of the site, it would still be classified as a mixed use project because it mixes commercial uses with residential uses on the same site. If the project was being proposed under a residential zone, the proposed commercial use would not be allowed and if the project was being proposed under a commercial zone, the residential uses would not be allowed. Currently there is no "rule of thumb" for mixed use projects regarding the mix of residential and commercial and the General Plan does not address the issue. Staff believes that the findings of General Plan consistency for mixed commercial and residential uses are the appropriate section in the General Plan to find project consistency.

RECOMMENDATION

It is recommended that the Planning Commission provide direction to staff on the Development Agreement and Specific Plan and the public hearing be continued to February 7, 2008.

Attachments:

Attachment A – Draft Development Agreement (To be distributed under separate cover)
Attachment B – Draft Specific Plan

STAFF REPORT

CITY OF BEVERLY HILLS

For the Planning Commission Meeting of February 7, 2008

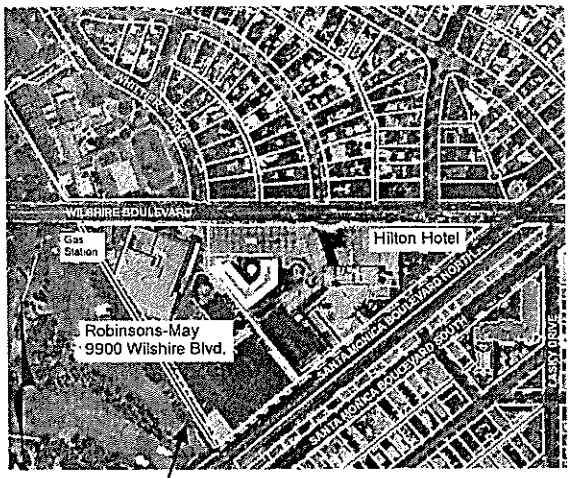
TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP,
Director of Community Development

Jonathan Lait, AICP, City Planner

SUBJECT: Proposed Condominium and Retail Project
"9900 Wilshire Project"
at 9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is for the Planning Commission to review proposed changes to the project, the draft Conditions of Approval, redlines of the Draft Specific Plan and Draft Development Agreement and provide direction to staff. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environmental Impact Report (DEIR) is closed and staff is no longer responding to written and oral comments on the DEIR.

SUGGESTED MEETING FORMAT

- Staff makes presentation
- Applicant makes presentation
- Planning Commission receives public testimony on project (public hearing remains open)
- Planning Commission discusses project revisions, Draft Conditions of Approval and redlines of the Draft Specific Plan and Draft Development Agreement and provides direction to staff
- Planning Commission continues public hearing to date certain (suggested date: February 21, 2008)

PROJECT DESCRIPTION/LOCATION

The project is located on the 17-acre "Robinsons-May/Beverly Hilton Triangle" which is considered the western gateway to Beverly Hills because of its location at the Beverly Hills-Los Angeles city boundary. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north and Santa Monica Boulevard to the south. The eastern

boundary of the site consists of the intersection of Wilshire and Santa Monica Boulevards. Merv Griffin Way separates the two projects with the 9900 Wilshire project located east of Merv Griffin Way and the Beverly Hilton Revitalization project located west of Merv Griffin Way.

The project applicant for the 9900 Wilshire project, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 235 condominium units, a one-story commercial building which would consist of approximately 11,656 square feet of retail space, 2,000 square feet of restaurant dining space, and 2,200 square feet of "back-of-house" restaurant space, for a total of 15,856 square feet of retail and restaurant space, as well as 585 square feet of outdoor dining space and a landscaped entry garden.

DISCUSSION

The Planning Commission held public hearings on the proposed project on August 20, 2007, September 5, 2007, September 24, 2007, October 29, 2007, November 8, 2007, November 28, 2007, January 10, 2007, and January 24, 2008. The EIR consultant, Impact Sciences, Incorporated, is in the process of preparing responses to each of the comments received during the EIR comment period. The Final EIR, which will consist of responses to all the comments received during the comment period along with the DEIR, will return to the Planning Commission for consideration on February 21, 2008. It is anticipated that the Planning Commission will take final action on the project at the February 21st meeting and City Council hearings will begin in March.

At the January 10th hearing on the project, the applicant made a presentation of the proposed changes to the project based on feedback from the Planning Commission Ad Hoc Committee. The Planning Commission Ad Hoc Committee requested further refinements and at the January 24th hearing the applicant made a presentation showing the requested changes. The Ad Hoc Committee has recommended approval of the project to the entire Planning Commission provided that the following changes are made to the project:

1) Utilize Revision 5B1 as the site plan (see Attachment A);

2) Retain the location of the Spa Pavilion on Santa Monica Boulevard;

3) Enhance the pedestrian walkway along Merv Griffin Way and provide additional setback of walkway at the larger public garden;

4) Relocate the restaurant to the north from its current location at the corner, to allow for addition of a garden area and outdoor dining near the southern intersection of Merv Griffin Way and Santa Monica Boulevard; all references in Specific Plan to right-of-way for outdoor dining will be removed;

5) Retain the footprint of the ancillary use building, however, it may contain some lofts and ancillary uses may be relocated;

6) Retain the open space between the buildings and increase the setback of the South Building 9 additional feet from Santa Monica to be utilized for increased landscaping;

7) Retain the parking surplus of approximately 100 spaces, with no restrictions on renting excess spaces; and

8) Place strict conditions for landscaping.

The applicant has now developed a more detailed site plan, landscape plan and data sheet (Attachment A) that outlines the changes made to the project since the 5A submittal. A full set of drawings including elevations and floor plans will not be available until the February 7th hearing. A summary of project changes, provided by the applicant, include the following:

1. The Public Entry Gardens have been expanded to include a series of perimeter gardens that extend south along Merv Griffin Way. These new gardens are terraced to be accessible from Merv Griffin Way and integrate a public sidewalk, water features and variety of landscape. Street trees along Merv Griffin Way have been revised to canopy trees coordinated with the proposed Hilton Hotel landscape plan.

2. Open space on the site has increased from 65% to 73% of the total site area.

3. Public Garden area has increased from .42 acres to .81 acres.

4. Additional Santa Monica Blvd. landscape includes planting along the sidewalk in planter areas and street trees (palm trees) coordinated with street trees planned at Hilton Hotel.

5. The residential buildings have been moved east to increase the buffer to the Los Angeles Country Club. The residential access drive and entry gate areas have been redesigned to improve circulation, signage, landscape and general visibility when entering and exiting the property.

6. In addition to moving the buildings east, the North Residential Building has been set back an additional 9'-0" south to align with the midpoint of the north façade of the north wing of the Hilton Hotel. The setback from Wilshire Blvd. is 57 feet from the north property line and 72 feet from the Wilshire curb.

7. The North Building has been redeveloped to include an additional setback of 90'-0" at the 108' elevation.

8. Building widths have been adjusted from one foot to three feet to coordinate with interior planning and garage structure.

9. A partial floor has been added to the southwest roof of the North Building at Elevation 149. The new top of roof elevation is 161' at this localized area.

10. A partial floor has been added to the southeast roof of the North Building at Elevation 137. The new roof elevation at this localized area is 149'.

11. The ground level residence amenity area has been converted to ground level residences at the north end of the North Building.

12. The residences along Merv Griffin Way have been removed in their entirety.

13. The Restaurant has been moved north and west to create a public garden at the corner of Merv Griffin Way and Santa Monica Blvd.

14. The project refinements noted above result in 38,249 square feet reduction in area.

Staff has prepared Draft Conditions of Approval (Attachment B) for review by the Planning Commission. Included with the Draft Conditions of Approval are the proposed Mitigation Measures from the Draft Environmental Impact Report which are also conditions of approval.

In addition to discussing the revisions to the project at the last hearing, the Planning Commission provided comments on the Draft Specific Plan and Draft Development Agreement and directed staff to return with redline versions of both documents. A redline of the Draft Development Agreement (Attachment C) and the Draft Specific Plan (Attachment D) are attached to the staff report. The Planning Commission Specific Plan Ad Hoc Committee consisting of Vice Chair Reims and Commissioner Marks will be meeting regarding the Draft Specific Plan and will provide the full Planning Commission with a verbal update on February 7th.

RECOMMENDATION

Staff recommends that the Planning Commission accept the changes to the project that the applicant has prepared in response to the Planning Commission Ad Hoc Committee's previous direction and to direct staff to prepare resolutions recommending that the City Council certify the Final Environmental Impact Report and approve the revised project, the Draft Conditions of Approval, the Draft Development Agreement and Specific Plan. Staff recommends that the public hearing be continued to February 21, 2008 for Planning Commission adoption of resolutions and final action.

Attachments:

Attachment A - Applicant Submittal Packet
Attachment B - Draft Conditions of Approval
Attachment C - Redline of Draft Development Agreement
Attachment D - Redline of Draft Specific Plan

STAFF REPORT

CITY OF BEVERLY HILLS

For the Planning Commission
Meeting of February 21, 2008

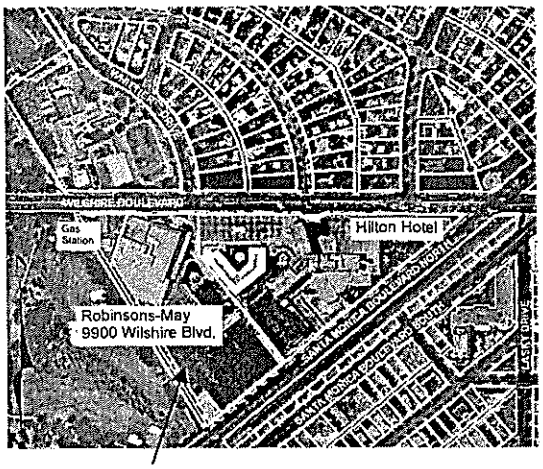
TO: The Planning Commission

FROM: Donna Jerex, Senior Planner
Larry Sakurai, Principal Planner

THROUGH: Vincent P. Bertoni, AICP
Director of Community Development

Jonathan Lait, AICP
City Planner

SUBJECT: Proposed Condominium and Retail Project
"9900 Wilshire Project"
at 9900 Wilshire Boulevard



Project Site

EXECUTIVE SUMMARY

The purpose of this meeting is to review and approve the Resolutions recommending that the City Council certify the Final Environmental Impact Report and approve the Mitigation Monitoring and Reporting Program, the General Plan and Zoning Amendment, the 9900 Wilshire Specific Plan, and the Development Agreement for the 9900 Wilshire project.

SUGGESTED MEETING FORMAT

- Staff makes presentation
- Planning Commission reviews draft resolutions to insure they reflect previous direction of the Planning Commission
- Planning Commission adopts resolutions

PROJECT DESCRIPTION/LOCATION

The project is located on the 17-acre "Robinsons-May/Beverly Hilton Triangle" which is considered the western gateway to Beverly Hills because of its location at the Beverly Hills-Los Angeles city boundary. The site is bound by the Los Angeles Country Club on the west, Wilshire Boulevard to the north and Santa Monica Boulevard to the south. The eastern boundary of the site consists of the intersection of Wilshire and Santa Monica Boulevards. Merv Griffin Way separates the two projects with the 9900 Wilshire project located east of Merv Griffin Way and the Beverly Hilton Revitalization project located west of Merv Griffin Way.

Staff Report
9900 Wilshire Project
For the Planning Commission Meeting of February 21, 2008

The project applicant for the 9900 Wilshire project, Project Lotus, LLC, proposes to demolish the existing 228,000 square foot Robinsons-May department store building and associated parking structure and replace the structures with 235 condominium units, a one-story commercial building which would consist of approximately 11,656 square feet of retail space, 2,000 square feet of restaurant dining space, and 2,200 square feet of "back-of-house" restaurant space, for a total of 15,856 square feet of retail and restaurant space, as well as 585 square feet of outdoor dining space and a landscaped entry garden.

DISCUSSION

The Planning Commission held public hearings on the proposed project on August 20th, September 5th, September 24th, October 29th, November 8th, and November 28th, 2007 and January 10th, January 24th, and February 7, 2008. At the last hearing, the Planning Commission directed staff to bring back Resolutions for final action.

A few items that staff wanted to bring to the Planning Commission's attention are the addition of game rooms in the underground mezzanine. These have been added within the existing back of house square footage so there is no change in the proposed square footage. The project also includes the provision of private roof-top swimming pools and terraces for some of the units. There are a total of five (5) units on the roof top each with their own roof terrace and pool spa (3 on South Building Level 14 and 2 on North Building, Level 12). Again these do not change any project requirements but staff recalled that the Planning Commission had a question about whether private pools were being provided.

As directed by the Planning Commission, staff is currently exploring options for the construction haul route with the City Traffic Engineer. The City Traffic Engineer still believes having a circular route in which all the trucks would turn right into and out of the site instead of left across opposing traffic is the best solution and that there will be minimal impacts to the El Rodeo School since the trucks would not be in lanes directly adjacent to the school. In addition, requiring all the trucks to utilize Santa Monica Boulevard may create traffic congestion on Santa Monica Boulevard thus forcing additional automobile traffic on to Wilshire Boulevard to avoid the congestion. Staff recommends that the Planning Commission accept the construction haul route as designed by the Traffic Engineer with a requirement that the Director of Community Development can modify the construction haul route if significant impacts occur from the route.

Attached to the staff report are the Resolutions recommending that the City Council certify the Final Environmental Impact Report (Attachment B), approve the General Plan and Zoning Amendment (Attachment C), approve the 9900 Wilshire Specific Plan (Attachment D) and approve the Development Agreement (Attachment E). Attached to the Resolutions are the Final 9900 Wilshire Specific Plan, Development Agreement and Mitigation Monitoring and Reporting Program. The Final EIR (Attachment F) and final project plans (Attachment G) are included as separate attachments. While a clean copy of the Draft Specific Plan is attached to the Resolution approving the Specific Plan, staff has also provided a redline version (Attachment A) that shows the changes made from the last hearing.

RECOMMENDATION

The purpose of this meeting is to review and approve the following Resolutions:

Staff Report
9900 Wilshire Project
For the Planning Commission Meeting of February 21, 2008

1) Resolution of the Planning Commission of the City of Beverly Hills recommending that the City Council certify the Environmental Impact Report for the 9900 Wilshire Project consisting of Luxury Residential Condominiums, Public Gardens, and Ancillary Commercial Uses; make Environmental Findings pursuant to the California Environmental Quality Act; adopt a Statement of Overriding Considerations; and adopt a Mitigation Monitoring and Reporting Program; for property known as 9900 Wilshire Boulevard (The Former Robinson-May Department Store Site);

2) Resolution of the Planning Commission of the City of Beverly Hills recommending that the City Council amend the Land Use Element of the Beverly Hills General Plan to establish the 9900 Wilshire Specific Plan designation, add the 9900 Wilshire Specific Plan zoning to City of Beverly Hills Municipal Code, and apply the 9900 Wilshire Specific Plan Zoning in conjunction with the proposal to develop Luxury Residential Condominiums, Public Gardens, and Ancillary Commercial Uses, for the property located at 9900 Wilshire Boulevard (The Former Robinson-May Department Store Site);

3) Resolution of the Planning Commission of the City of Beverly Hills recommending that the City Council adopt the 9900 Wilshire Specific Plan to allow Luxury Residential Condominiums, Public Gardens, and Ancillary Commercial Uses, at 9900 Wilshire Boulevard, (The Former Robinsons-May Department Store Site); and

4) Resolution of the Planning Commission of the City of Beverly Hills recommending that the City Council approve a Development Agreement between the City of Beverly Hills and Project Lotus, LLC for construction of Luxury Residential Condominiums, Public Gardens and Ancillary Commercial Uses, in accordance with the 9900 Wilshire Specific Plan for property location at 9900 Wilshire Boulevard (The Former Robinsons-May Department Store Site).

Attachments:

Attachment A - Redline of Draft Specific Plan
Attachment B - Resolution Recommending Certification of the EIR
Attachment C - Resolution Recommending Approval of General Plan and Zoning Amendment
Attachment D - Resolution Recommending Approval of the Project Specific Plan with Conditions
Attachment E - Resolution Recommending Approval of the Development Agreement
(Note that both "clean" and "redline" versions are provided under this attachment)
Attachment F - Final EIR
Attachment G - Project Plans

DRAFT
PLANNING COMMISSION
MINUTES OF

August 20, 2007

DRAFT

DRAFT

CITY OF BEVERLY HILLS
SPECIAL PLANNING COMMISSION MEETING
City Council Chambers
455 North Rexford, First Floor
Beverly Hills, California 90210

AUGUST 20, 2007
6:00 p.m.

MINUTES

OPEN MEETING

ROLL CALL

The meeting was called to order at 6:03 pm,

Commissioners Present: Bosse, Cole, Marks, and Chair Furie.

Commissioners Absent: Vice Chair Reims.

Staff Present: V. Bertoni, B. Lay, L. Sakurai, D. Jerex, Department of Community Development; D. Snow, City Attorney's Office; J. Parker-Bozylinski, Consultant.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Commissioner Marks.

COMMUNICATIONS FROM THE AUDIENCE

None.

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

1. **Draft Environment Impact Report for a Proposed Condominium and Retail Project**
   9900 Wilshire Boulevard

   The staff report was summarized by Senior Planner Jerex.

   Consultant Ann Doehne with Impact Sciences reviewed EIR Impacts.

   Consultant Chris Gray with Fehr & Peers reviewed traffic issues.

Christian Candy, Candy & Candy and CPC Limited, applicant, described projects developed by the company and said this project will provide a new housing supply and reduce traffic trips. He noted there will be five acres of street level open space and this will be a LEED gold rated building. There are no significant impacts from shade/shadow/glare.

Michael Palladino, Richard Meier Architects, announced a complete presentation would be made on September 5. He stated the project will be a spectacular, quality residential space.

Dr. Edith L. Swerdlow, a resident, expressed concern with air quality impacts on children and asked what remedies are available should conclusions in the report prove erroneous.

Thomas White, Chairman of the Municipal League of Beverly Hills, stated the notice he received did not include the information that tonight was a Planning Commission meeting. He noted that his group is opposed to any height or density increase on this property. Mr. White stated a needs assessment would show a need for low income housing. He expressed concern regarding the applicant's traffic generation numbers stating past history and ambient growth rate should be included and that the intersection's unused capacity should be treated as a proprietary public asset. He expressed concerns with the democratic process and quality of life. Chair Furie requested Assistant City Attorney Snow return with comments at a later meeting.

The consultants responded to Commissioner Marks' questions regarding Level of Service "F" traffic in the future, whether a retail project would bring new cars or add convenience for existing cars, whether peak periods will expand, and midday increases to a significant level.

Commissioner Marks inquired regarding Alternatives with respect to the General Plan Topic Committee proposal and the Planning Commission proposals. Senior Planner Jerex noted that will be brought back at the next meeting. Community Development Director Bertoni noted the proposals included mixed use.

Community Development Director Bertoni noted the Commission can ask for other alternatives or a rework of this project. Assistant City Attorney Snow responded to Commissioner Marks that the cumulative aesthetic analysis in the EIR did look at this in conjunction with the Hilton project.

Commissioner Marks inquired whether there is a higher bar for air quality in close proximity to a school? Was asbestos encapsulation or reducing the project to bring air quality levels down to insignificant looked at? What point would the project need to be reduced down to that level? Staff noted they would return with an answer.

Commissioner Marks inquired regarding views from front and back yards of nearby homeowners. She also inquired regarding shade and shadow on the outdoor space

and entry of the project itself. Staff noted visual simulations, a line of site, from the closest properties to the site (on three different streets halfway through each block) can be created.

Commissioner Bosse requested the traffic study include El Rodeo School from 2:00 – 4:00pm. The consultant explained why 11:00-2:00pm was selected.

Commissioner Bosse requested simulations regarding visual impact, as follows: directly across the street in front of El Rodeo for a better sense of mass and scale; one on same side of street as the north building; and the corner of Whittier and Elevado facing west. Regarding air quality, has the City ever monitored the air periodically during construction? Staff noted conditions in the mitigation monitoring. The consultant noted the air quality is not monitored as it is known, but the actual practices, which are conditions of the project, are monitored. The construction management plan items were highlighted and coordination between projects was noted. They also responded to Commissioner Bosse's inquiry regarding trip patterns for luxury condos, second homes, and the hypothetical appeal to local residents.

Commissioner Cole asked about the trip patterns and counts taken between 11:00-2:00. The consultant responded that he would verify regarding when the counts were taken. He noted they extracted counts from historical studies for 7:00-9:00 and 4:00-6:00 but didn't have 11:00-2:00 and had to provide that data themselves and that is why it is shown in the appendices, but he will verify the source dates and provide any counts used from historical studies. He responded affirmatively that national numbers would be twice as high and reviewed the reasons why.

The consultant responded affirmatively that this plan would reduce queuing on Santa Monica Boulevard due to the added signal at Merv Griffin Way.

Commissioner Cole requested visual simulations – the approach from neighborhoods (at Whittier) and from downtown (Wilshire westbound and eastbound and Santa Monica westbound), a full view of Waldorf Astoria, simulations for Alternatives 3 and 5, as well as a combination of Alternative 3 with the reduced density and Alternative 5 with the greater setback and reduced footprint of the north building.

Commissioner Cole inquired regarding air impacts and the nature of the risks created by elevated nitrogen emissions and asked, as a practical matter, what is the likelihood of harm on a short-term basis; is there any history of harm being created from a three-year construction project, particularly with the proximity to an elementary school and residential properties. A response will be brought back at the next meeting.

Commissioner Cole inquired regarding specific criteria regarding views related to height i.e., building is x times larger than before, or percent of asphalt compared to before.

Commissioner Marks inquired regarding geology & soils impact related to active faults within 10 miles of the project site and the technology that prevents high buildings from falling. Staff discussed Type 1 construction stability and can return with requirements from Building and Safety and the UBC.

Commissioner Marks asked what percentage of the open space will be viewed from outside that project and what percentage of the Hilton's rooms will be impacted by the view.

Commissioner Furie inquired (noting an answer can be brought back at a later date), regarding aesthetic character, what specific project elements contribute to the significant impact on the visual character of the site and the surroundings. At one height there is no visual impact, at one other there is. What are the thresholds? Regarding the basis for determining what alters the visual character of the site and the surroundings, clarify whether CEQA Guidelines or Objectives 3 and 4 of the Land Use Elements were used or is the driver of this determination.

Chair Furie asked what the proposed setbacks are of the north tower on Wilshire and of the existing Wilshire tower at the Hilton project from the property line. The consultant responded affirmatively that the only significant impact was from the panoramic views from the westfacing guestrooms at the Hilton.

Regarding shade and shadow, Chair Furie asked what standards were used for analyzing the project, and are there any standards under the Education Code when dealing with public schools. Regarding cultural resources, he asked if a supplement to photographic and written reports using the Historic American Building Survey and the Historic American Engineering Record Standards be required of the applicant to fund or produce a video documentary to capture history of site and make available on the City website or in the library.

Chair Furie noted that with regard to shade and shadow, Alternative 5 would reduce the impacts on the school and Beverly Gardens Park but increase impacts on the golf course. If this were in the City of Los Angeles, would that trigger significant impacts under Los Angeles standards? Regarding visual character, Alternatives 3 and 5 would reduce the height – what is the number at which the reduction would result in no significant impact. Does Alternative 5 create a visual impact on Santa Monica Boulevard?

Chair Furie also inquired when were the traffic counts taken for the baseline study and how close to the store closure. The consultant responded and noted the counts were taken after the store closed and the historic counts were used to compensate.

Commissioner Furie inquired regarding trip generation counts for condos and the degree of accuracy in the methodology used as opposed to ITE numbers. If ITE numbers were used, what would the net difference would be. The consultant responded noting 6 sites within the area were used as opposed to only 1 or 2. They will return with an analysis of the latter.

The consultant responded to Chair Furie's inquiry that both Santa Monica or Wilshire would be used for export dirt hauling. Commissioner Furie requested the City obtain comments from the School District and attempt to make the route only Santa Monica to reduce school impacts.

Commissioner Furie noted a major project in the hills that had extensive air quality monitoring and requested staff review the requirements placed on it and whether it triggered unexpected particulate levels which would require shutdown.

Commissioner Marks inquired regarding the aesthetics of light and glare, low reflectivity with less than significant impact; however, with the building materials and a major thoroughfare, is that standard tested from pedestrian views or from cars related to traffic danger. Also, whether glare on one windshield would be significant, and whether the impact would be altered if the height of the building were changed. The consultant responded to all questions. Commissioner Marks requested the consultant return with information on gradation quantifying the glare potential.

Commissioner Marks inquired regarding impacts of traffic circulation on pedestrian safety and what mitigations are suggested. The consultant commented on how pedestrian safety was reviewed.

Commissioner Marks inquired regarding the maximum number of lots that can be aggregated, the maximum width allowed, and the reason for that. Staff responded.

Commissioner Cole requested that the next meeting include a review of the open space and how each section fits into the 66% open space calculation.

Chair Furie requested the following:

Staff to provide visual simulations from all viewshed locations for Alternatives 3 and 5 with visual simulations incorporating the Hilton's proposed project.

An analysis of the environmental impacts of Alternative 5 with following modifications: step back the 8 and 9 floors a distance equal to 50% of the length of the building. Provide an extra floor to the south building; set back to be no closer to Wilshire Boulevard than the most southerly point of the existing Wilshire tower base at the Beverly Hilton project. Provide a visual simulation from all the viewsheds of this modified alternative.

Analyze the environmental impacts of providing a third full level of parking for the public as a possible credit against mitigation fees negotiated under the eventual development agreement.

Provide fly through simulation of the proposed project and all of the alternatives and cumulative projects

Provide an impact analysis of providing a pedestrian bridge over Santa Monica Boulevard.

Provide ITE trip generation for Alternatives 3 and 5.

In Summary

Community Development Director Bertoni asked whether there was consensus on the following: Commission requests: additional visual simulations and modifications for additional alternatives – combine Alternatives 3 and 5, and modifications for Alternative 3. Alternative 3 was a 35% reduction and Alternative 5 was a modified project keeping the same FAR but in a modified location.

Commissioner Cole stated Alternative 3 was a 35% reduction in height; Alternative 5 was an adjustment to the footprint of the north building and an increased setback of the north building. She would like to see those combined for a reduced height and footprint and increased setback of the north building.

Community Development Director Bertoni reiterated they would take the portion of Alternative 3 which reduces the overall size and combine it with the portion of Alternative 5 which relocates the location of the buildings to expand the view corridors along Wilshire. Commissioner Cole responded affirmatively with the notation that the relocation is to increase the setback of the north building and reduce the space between the two buildings.

Community Development Director Bertoni continued regarding Alternative 5 - to step back the 8th and 9th floors, add an extra floor on the south building, and increase setbacks. (Chair Furie stated, to not exceed the Wilshire tower face at furthest point on Wilshire.)

Commissioner Marks inquired whether this was still keeping within the framework of residential. Chair Furie responded affirmatively for those alternatives; however, if the Commission wants to look at other alternatives after that, the Commission could hear them.

The Commission reached consensus on the above.

Regarding additional simulations, Chair Furie inquired whether the following would be sufficient: fly-throughs with all alternatives and from all the additional viewpoints requested. Commissioner Marks indicated she would like additional simulations for comparison.

Commissioner Marks requested an alternative related to the General Plan Topic Committees wherein any building on that portion of the property should not exceed the height of the Beverly Hilton. Community Development Director Bertoni will return with the actual wording of what was adopted. Commissioner Marks requested an alternative combining the General Plan Topic Committee and the Planning Commission suggestions. Community Development Director Bertoni noted there was another topic committee that discussed this. It is in the Project Description under 3.0 which lists the General Plan Topic Committee recommendations (see Section 4.1.1). Chair Furie noted there was discussion of additional height on Santa Monica side and west portion of site, but in no case higher than the height of the existing Beverly Hilton, and that could be looked at.

Community Development Director Bertoni reiterated requests for additional visual simulations: across the street on Wilshire in front of El Rodeo School; and on the same side of the street; views from the 3 nearest residential streets at ground level 1/2 block down along the sidewalk; Whittier and El Novato facing west; approaches from neighborhoods and from downtown (he requested clarification on the latter). The difference of the full view from Whittier, Santa Monica westbound, Wilshire eastbound, and videos, with the overall goal to ensure accurate visual simulations and understanding of what residents will see, what will be seen when driving by Santa Monica and Wilshire, and from Rodeo, and in front of the project itself.

Commissioner Cole indicated she would like a video and referred to Figure 4.1.16 noting she would like a more panoramic view in stages along Santa Monica, Wilshire, and Whittier.

Community Development Director Bertoni requested consensus regarding visual simulations of Alternatives 3 and 5 and modified Alternative 5. The Commission reached consensus

Commissioner Bosse requested the hours of 2:00-4:00pm in terms of El Rodeo School impacts be looked at including pedestrian safety and traffic circulation.

The Commission reached consensus on alternatives, visual simulations, and additional information they would like to see. The project shall return on an open hearing basis on September 5, 2007.

COMMUNICATIONS FROM THE DIRECTOR OF COMMUNITY DEVELOPMENT

None.

COMMUNICATIONS FROM THE PLANNING COMMISSION

None.

THE MEETING WAS ADJOURNED AT 8:33 PM.

PASSED AND APPROVED THIS 27th DAY OF SEPTEMBER, 2007.

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Noah Furie, Chair

Submitted by Vince Bertoni, Secretary

DRAFT
PLANNING COMMISSION
MINUTES OF

September 5, 2007

DRAFT DRAFT

CITY OF BEVERLY HILLS
PLANNING COMMISSION SPECIAL MEETING
City Council Chambers
Commission Meeting Room A

SEPTEMBER 5, 2007
1:30 p.m.

MINUTES

OPEN MEETING

ROLL CALL

Commissioners Present: L. Bosse, N. Cole, S. Marks, Vice Chair Reims, and Chair Furie.

Commissioners Absent: None.

Staff Present: V. Bertoni, B. Lay, L. Sakurai, D. Jerex, R. Naziri, B. Baziri, S. Lee, C. Lin, D. Cibian, L. Goor (Department of Community Development); D. Snow (City Attorney's Office) J. Parker-Bozylinski (Consultant)

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Commissioner Cole.

COMMUNICATIONS FROM THE AUDIENCE

None.

1. CONSIDERATION OF MINUTES

- The Planning Commission Meeting of August 9, 2007
- The Planning Commission Meeting of August 20, 2007
- The Planning Commission Meeting of August 22, 2007
- The Planning Commission Meeting of August 23, 2007

The Commission suggested corrections to the minutes. Consideration of the minutes was continued to the meeting on September 27, 2007.

OLD BUSINESS

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

Questions from Vice Chair Reims: When trucks are required to pull ahead and back in, they simply use the alley. I hope parallel will be used for its intended purpose to preserve alley circulation. Is it possible to extend it for an additional van in addition to the two trucks? (Yes.)

Questions from Commissioner Marks: Does parallel not use as much square footage and if so can additional space be used for parking? Staff will take a look at that. Has there ever been a demand study on loading? Staff indicated yes, and the Commission can specify different loading with overlay, such as 2 vans and 1 truck if one is considering parallel parking there.

Questions from Chair Furie: He would like to see i.e., a Fed Ex truck pull directly in (loading docks are often unused). He would like the applicant to look at what could be done with that space for other activities in building and for what Vice Chair Reims and Commissioner Marks indicated. He would like to see enough room for 2 trucks and a van; not 3 trucks.

The applicant team, including Mark Egerman, and Gensler Architects representatives Rob Jernigan and Li Wen, provided a presentation.

After discussion, consideration of this item was continued to a special meeting on September 6, 2007.

The meeting recessed at 6:10 pm for dinner. The following were heard beginning at 6:40 pm.

COMMUNICATIONS FROM THE AUDIENCE

None.

3. 9900 Wilshire Boulevard
Proposed Condominium and Retail Project

The purpose of this meeting is to receive a presentation on the 9900 Wilshire Boulevard project from the project applicants and to continue to receive testimony on the project and on the adequacy of the Draft Environmental Impact Report (DEIR) prepared for the project.

The Commission heard presentations by staff and consultants.

Speakers for the Applicant:

Christian Candy, of Candy & Candy, pro, reviewed the project and goals for Gold Level LEED certification, open space, and revenue for the City.

Michael Palladino, of Richard Mahr Architects, pro, reviewed architecture, shade and shadow studies, the facade, and traffic flow.

Dennis McLade, Landscape Architect, pro, discussed the landscape design concept.

Ed and Joe Font, of Visionscape, pro, provided a presentation on the process, methodology, and the benefits of visual simulations.

Letters of support from Lawrence Field, a resident, pro, Robert Anderson, a resident, pro; were read into the record by Assistant City Attorney Snow.

Speakers, all residents:

Dave Loft for Sherry Hackett, pro, indicated the entry garden and an environmentally responsible building elevates the status of the property.

Stephen Shapiro, a resident and area business owner, pro, stated he believes there will no negative impact on El Rodeo School and will increase property values.

Saul Leonard, Former Commercial Standards Committee Member, pro, stated there was agreement that this large, trophy gateway site should show the prestige of the City and they envisioned a project such as this.

David Kagel, pro, believes this will enhance the City.

Ken Goldman, con, stated Southwest Homeowner's Association has not taken a position and he is speaking only on his own behalf, he is opposed to the height and 'wall.'

Arnold Rosenstein, former owner of the property, pro, stated this will be an architectural landmark with spectacular views, public gardens, and luxury condos.

Joe Tilem, read a letter from Former Planning Commissioner Joan Marcy, pro, (submitted letter).

Gail Silver, read a letter from Former Community Character Committee Member Paul Supnik, pro (submitted letter).

Darian Dojeaux, stated she may start a petition in opposition to the height, she believes it is unattractive, although she is in favor the additional drive.

Chris Bonbright, Former Member of the Architectural Commission Member and General Plan Committee and Team Beverly Hills, pro, and requested it be approved as is.

Gunther Schiff, con height, concurrent construction of major projects, potential loss of City identity with high rises, and he does not believe the public will use the open space.

Ruth Kraft, con traffic, height, and doubts children will use the park.

Matthew Finerman, con height, loss of backyard privacy, decline in quality of life, concerned with City infrastructure and gateway, although he appreciates that the project does not maximize density.

The Commission asked questions and received responses from staff, the Consultants, and the Applicants as follows:

Questions from Commissioner Bosse: What are the heights of Alternative 5 buildings? Regarding the new west lane, is there also an entrance for the lofts on Merv Griffin Way?

Questions from Commissioner Cole: What comprises the 66% open space? The Architect responded. Would that apply to the landscape terraces. The Architect responded; they will provide further clarification.

What views will the public have and where do they have to be to benefit from those views. Can the gardens be seen from Wilshire and from Merv Griffin Way, and will it be blocked by adjacent pending projects What is the setback on Merv Griffin for the loft building? If we wanted to increase setback of the North building from Wilshire, what would your recommendation be? The Architect responded, noting if they come back 10 or 11 feet will make a difference in making the buildings look more justified.

Questions from Commissioner Marks: What type of people will use the gardens? The Architect responded noting those walking in and also the creation of streetscape, frontage landscape, and benefits for those driving by.

If the space is used for landscape as opposed to park space, can that be achieved by setting back the building close to Wilshire, reducing height and using some the public garden space? How deep does landscape relief need to be? The Architect responded and added that this is not just landscaping, it is layering landscape that makes a garden with depth and scale.

How do you define mixed use? Was there consideration of office space? How will privacy on Trenton residential be affected? Was the building elevated to achieve views of the L.A. Country Club, and by how much? The Architect responded affirmatively and also for spatial space light and air, and onshore flow. What percentage of open space is visible from public roads? The applicant team is working on that drawing.

Questions from Vice Chair Reims: What is the distance between the private driveway on the west from the driveway into the gas station? The Architect will get back to the Commission with that. What is depth of garden soil? The Architect responded also noting gardens over structures.

Describe the new method for calculating the 66% open space related to land under buildings. The Architect noted the team is recalculating to specify what space is open to the sky.

Are there any other new methods of calculation? The Architect noted although not new, all height is being measured from the tallest point of the property.

Please provide specific dimensions with a red outline of what will be public gardens.

Questions from Chair Furie: With the intention to be LEED Gold Certified, do you anticipate any problem meeting Title 24 plus 10%? (No.) When you return with alternatives, please provide modulation at the northern end of building from the point closest to the street and the new location to see articulation from street.

Alternatives

Community Development Director Bertoni requested the Commission confirm the revised alternatives they would like simulations for and provide any additional questions. Staff proposes visual simulations for:

Alternative 2 Code Compliant Alternative.

New Alternative 7 modifying Alternative 5 stepping back 8th and 9th floor at a distance equal to 50% of length of building and provide an extra floor on the South building for a total of 16 stories 196 feet setback from Wilshire no closer than southern point of the existing Wilshire building at the Beverly Hilton project, which represents the largest setback along Wilshire.

New Alternative 8 combining Alternatives 3 and 5 North building reduced to 7 stories 84 feet in height, the South building reduced to 8 stories 96 feet in height, the setback for the North building would increase from 35 to 45 feet, the distance between the buildings would be increased from 45 to 60 feet with the loft and commercial buildings to remain the same with no reduction in height or number of units.

Alternative 9, which staff proposes no visual simulation for, is to add another level of public parking below.

They propose no visual simulations to Alternatives 3, 4, 5 or 6 as the Commission has expressed less interest in those.

Commissioner Cole stated for New Alternative 8, she was trying to combine 3 and 5 with a goal to increase setback on Wilshire to determine whether height or setback is the issue. She is less concerned with the distance between buildings and would rather see that increase, or a portion thereof, applied to increased setback along Wilshire. Regarding the loft building, her concern was to allow visual of what elements are we responding to – the height or the feeling the perimeter is barricaded – that is why she proposed reduced height of 3 stories as in the original Alternative 3 for the loft building.

The Commission concurred with reducing the loft building to 3 stories; however, Commissioner Marks stated an alternative could be to retain the height but have landscape relief set back from Merv Griffin.

Chair Furie reiterated Commissioner Cole's suggestion of setting back Alternative 8 the same way we set back Alternative 7, no further than the southernmost point of the Wilshire tower at the Hilton. Does the Commission wish to retain testing of the increase from 45 to 60 feet between the Western building. Yes, put that back in and also test the increased setback on Wilshire 3 stories on the loft building.

Commissioner Marks would like to see the wall effect reduced (reducing Western building width).

Vice Chair Reims stated before making a land use decision, in the future, this project will fold into all the other projects all around the City relative to cumulative traffic. This is the biggest commercial site available. She would like to see a building setback considerably further from Wilshire and would not mind seeing another story which would be totally condos and another building oriented more toward Santa Monica that would have a minimum of 175,000 square feet of Class A office space. The remaining stories could be additional condos above at some significant height. More than one story on Santa Monica should be studied. From General Plan discussions, she heard it should be substantially away from Wilshire with the bulk on Santa Monica, and although she heard some added height, she did not hear this much . added height. So, wrap Santa Monica corner and the new western driveway with retail on the bottom, Class A office single tenant orientation to golf course, Santa Monica and garden, then condos on top. Community Development Director Bertoni suggested that might involve starting with New Alternative 7 with moving the northern building for more setback on Wilshire, transferring some of the height and square footage to the southern building, which would have one story of retail, then office, then condos above.

Commissioner Cole inquired what would the setback on Wilshire be? She would rather see increased setback on Wilshire rather than more space between the buildings (currently 45 feet). Chair Furie stated that would be at least 50 feet from the sidewalk, he requested confirmation; Consultant Morse responded that the building is set back 35 feet from the Wilshire curb; it was noted under proposed alternatives, it is in the 50 feet range from the curb. Commissioner Cole indicated

that is sufficient; Chair Furie stated the additional 15 feet between buildings shall be retained.

Chair Furie inquired regarding timelines. On September 24th the Commission will hear answers to questions; October 25th will be the next meeting.

Additional Questions

Commissioner Marks requested shade and shadow temperature questions for winter months be provided.

Chair Furie requested shade and shadow are also analyzed for all the new alternatives.

Commissioner Cole requested under Viewsheds 6. Open Space 66%, describe exact areas. Traffic Circulation 1. in addition, provide source and date of data of all trip generation information and provide copies of counts from local sources. Same category 3. identify and describe the criteria used to determine ITE rates that should apply, what criteria does ITE set forth for use, i.e., apartment vs. high rise and what constitutes high rise condo by ITE criteria. Miscellaneous 1. Will the pedestrian bridge help mitigate intersection congestion. 4. what evidence was used to corroborate the second home theory. Add under Miscellaneous 10. Comparability of units used in empirical data study.

Commissioner Marks how improvements to Merv Griffin might affect traffic and the use of Merv Griffin as a public thoroughfare. Is it easier to use a straight drive from Sunset to Century City, etc. Has anyone contemplated separating out access and egress possibilities to and from Wilshire and to and from Santa Monica in the event Merv Griffin isn't being used as a private. street with impacts from other projects.

Regarding eastbound traffic onto Wilshire - Commissioner Cole, restated by Chair Furie suggested additional analysis of adding a right turn lane or adjustment to make a right turn safe.

After discussion, consideration of this item was continued to a special meeting on September 10, 2007.

COMMUNICATIONS FROM THE PLANNING COMMISSION

None.

COMMUNICATIONS FROM THE DIRECTOR OF COMMUNITY DEVELOPMENT

Community Development Director Bertoni discussed and requested Commission preferences regarding scheduling of upcoming special meetings.

The meeting was adjourned at 9:20 p.m.

PASSED AND APPROVED THIS DAY OF , 2008.

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Noah Furie, Chair

Submitted by Jonathan Lait, Secretary

DRAFT
PLANNING COMMISSION MINUTES OF

September 24, 2007

NOT PROVIDED AT THIS TIME

DRAFT
PLANNING COMMISSION
MINUTES OF

October 29, 2007

CITY OF BEVERLY HILLS
PLANNING COMMISSION SPECIAL MEETING
City Council Chambers

OCTOBER 29, 2007
7:00 P.M.

MINUTES

OPEN MEETING

The meeting was called to order at 7:03 p.m.

ROLL CALL

Commissioners Present:	L. Bosse, N. Cole, S. Marks, Vice Chair Reims, and Chair Furie
Commissioners Absent:	None.
Staff Present:	V. Bertoni, L. Sakauri, D. Jerex, L. Goor (Department of Community Development) D. Snow (City Attorney's Office) J. Parker-Bozylinski (Consultant)

PLEDGE OF ALLEGIANCE led by Dan Yukelson.

COMMUNICATIONS FROM THE AUDIENCE

None.

OLD BUSINESS

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

1. **9900 Wilshire Boulevard**
   Proposed Condominium and Retail Project at 9900 Wilshire Boulevard
   Receive comments on the recirculated Draft Environmental Impact Report, and review responses to requests from Planning Commission for further information including presentation of new project alter-natives, visual simulations, and a fly-over and drive-by animation. The Public Hearing remains open. (Continued from August 22, September 5, and 24, 2007.)

The Commission heard presentations by consultants and staff as follows: Senior Planner Jerex provided a brief overview. The Environmental Team including Julie Berger of Impact Sciences and Eddie Font, VisionScape Imagery Founding

Principal, presented visual simulations and details of alternatives as well as a review of the recirculated EIR. They, along with Chris Grey and Tom Gael of Fehr-Peers, and others, responded to Commission questions as outlined below.

Commission Questions

Vice Chair Reims asked if the proposed Hilton edited out and the Hilton as it exists today be put in? (Yes.) She would like to see how the Robinson's-May project would fold into the existing environment. (Also the Hilton project proposal without the proposed 9900 project.) She asked whether there is a representation of the gas station.

Commissioner Marks did not see a perspective of 9900 on the easterly portion; can the drive start further west as one approaches Beverly Hills? (Yes.)

Vice Chair Reims stated as it includes Merv Griffin Way, it should include the project driveway on the western boundary as proposed.

Commissioner Marks asked whether there was supposed to be a visual from the residential area approaching the project. Chair Furie stated he thought those were in the stills.

Commissioner Cole indicated the stills are angled so as to avoid 9900.

Commissioner Marks stated going west on Wilshire, it looks very flat; are you starting to go up a hill - ascending with the pinnacle at the Country Club? Would that be a different perspective? (It was based on a flat mass model; elevation change would give possibly a different perspective.) Approaching Beverly Hills, she would like it to see more of the view to the north and to start further back to the west.

Vice Chair Reims would like more representation of the golf course to establish the true context. She would like to see the tops of the buildings. (The Consultant can provide that, there may be some distortion with a wide view.)

Some wanted to see with the landscaping; some wanted to see it with no landscaping.

The island at the proposed right turn on Wilshire onto Santa Monica was discussed regarding consistency in all pictures. The consultants went through still shots of various alternatives.

Additional Views Requested

Commissioner Marks would like two views: one approaching on Wilshire further west of the project and one on Santa Monica Boulevard driving from west to east. Regarding residential – she will reserve that until we have the joint meeting.

Vice Chair Reims concurred and would also like to see it in its existing context, same with the Hilton project. She would also like to see consistency between where driveways actually are and the exactly where the division at Santa Monica and Wilshire is.

Commissioner Bosse concurred.

Commissioner Cole concurred and would like to see the view from number 7 as you cannot see the height of Residence B. The views from Whittier are angled so it is of the Hilton, not 9900. She would like to ensure we see the height of the towers in context.

Chair Furie inquired whether Commissioner Cole wanted Alternative 7 from Whittier. Community Development Director Bertoni suggested the concern is getting the context of the overall height. Commissioner Cole asked that the views from Whittier not be taken two blocks back in a curb cut with trees in front of it. She would like the view residents coming down Whittier will see including the entry park for 9900 as well as the Hilton. Currently, it is angled so one only sees the Hilton.

Commissioner Marks would also like to see the simulation as if driving much more slowly in bumper to bumper traffic (peak hour traffic conditions).

Speakers

Mark Armbruster, of Armbruster & Goldsmith, Land Use Attorney representing the Los Angeles Country Club (LACC), stated their client is not opposed to a development, just this proposal in its original and alternative design due to the impacts on the Club. They want to work with the City and the developer. LACC perceives a lack of attention to the Club; they are the closest neighbor and were not represented in the visual simulations. They believe the DEIR is fatally flawed due to those facts. LACC submitted a letter several weeks ago noting significant impacts to the Club including shade and shadow, glare, land use compatibility, noise, etc.. The building on the South will have the most impact on the Club; increased height worsens the impact. They requested the DEIR be recirculated again. The buildings are very long, linear, and high covering the easterly frontage of the golf course impacting the course, biology, shade, glare, etc.

Barclay Perry, Los Angeles Country Club President, expressed concern with the project and stated they are opposed to it in its present design but want to work with the City, Planning Commission, and the developers to resolve the issues.

Mike McRoskey, Los Angeles Country Club Board of Directors, con, noted the City is charming and gracious and he is concerned with the project's impact on the neighbors, notably from the massing.

Stephen Shapiro, a resident, pro, noted neighborhood meeting with developer and approximately 55 neighbors was positive. Mr. Palladino provided a presentation and attendees approved of the project.

Ruth Kraft, a member of Beverly Hills North, but speaking as on her own behalf as a resident, con, expressed opposition to the height, increases in water use, Police and Fire services, and children living with the effects of the two year construction period. She thanked the Commission for the questions they posed this evening.

Dr. Menashi Cohen, Ph.D., Civil Engineering, Commercial Developer, and Retired Engineering Professor, con, submitted a letter for the record. He stated the impacts of air quality and traffic should be considered in conjunction with the Hilton project as they are being constructed at the same time. Regarding Table 4.2-11, air quality results are based on information provided by the applicant – has the information been provided to a third party for analysis? He suggested several more intersections be selected for traffic counts, notably regarding use of alternate routes through neighborhoods. He proposed a task force consider hiring an independent firm to analyze the summaries and conclusions.

QUESTIONS FROM THE COMMISSION

Aesthetics

Commissioner Cole noted Question 2 references views from the top of the North Tower. Are there any other views looking into the adjacent neighborhoods from the 144 foot height? (Mr. Alexander, representing the applicant, responded that a series of photos were taken, they can provide them.)

Commissioner Marks inquired whether visual perspective from the Los Angeles Country Club (LACC) be inserted and can the entirety of the buildings be captured on stills? (Yes.) She would like a simulation as if driving out of the Beverly Hilton onto Merv Griffin Way as it exists today and as from the proposed driveway proceeding in both directions. There was indication approximately 30 room views would be substantially impacted; which still shows the view? (Shot 9) Does that incorporate the view of all rooms impacted? (Two sides of the west-facing wings have views impacted.) She would like a perspective of those having substantial view impacts. (The Consultant will provide additional photos from west facing Hilton rooms at one level from a different angle [match the language of the DEIR to the photos].)

Vice Chair Reims stated other projects discuss impacts to surrounding properties; Mr. Armbruster indicated LACC impacts are not adequately addressed. (The City's EIR consultant and staff will provide written responses to their September 21, 2007 letter in conjunction with the full response to the EIR.)

Commissioner Marks asked whether the EIR need to be recirculated? (The City makes that determination.)

Commissioner Cole asked for clarification on Page 9 of additional responses, open space distribution for Alternative 5A - the open space at the south end where the new pavilion is proposed. 5A adds almost 100,000 square feet but only 5,000-6,000 square feet in open space. Clarify that schematic and the impact on views. (Michael Palladino provided clarification.)

Vice Chair Reims inquired as to the square footage of the spa? (12,000 sq. ft. all below deck/garden level.)

Commissioner Cole asked what the set back of the loft buildings from Merv Griffin Way is. (In 5A, the top floor is offset; the Consultant will return with the closest and the farthest figures as there is a range.) She asked whether there is a sidewalk. (Yes.)

Vice Chair Reims asked whether the spa is only for the residents of the site. (Yes conceptually) She asked how big the screening room is. (Approximately 2,000 square feet including support space, they will return with their best estimate.)

Commissioner Cole commented regarding the views from Whittier Drive, Views 2 and 11 – View 2 should be angled to include the full view of the entry on Merv Griffin so as to reflect the 9900 project and Viewshed 11 is so far back in a curb cut behind large tree, she would like a view that more fairly reflects what residents will see. Tower views are 7, 4, and 10 – 7 reflects various south side of the south building, 4 is southwest at Wilshire and Santa Monica Boulevard, and10 is trying to get a view of the North Tower – clarify that is from farther back. (yes) She would like that for each of the alternatives as the purpose was to see relative height.

Chair Furie commented regarding Shade and Shadow, the EIR analyzed all of the original alternatives and based on the thresholds used and L.A.'s thresholds and all impacts were less than significant. (Yes, less than 3 hours; the Consultant expanded on the issue.) Chair Furie inquired in analyzing 5A and 7 – are there still no significant impacts on that subject, specifically regarding LACC? (The Consultant responded yes less than significant; however the actual shadows will be longer [in size].) He asked whether the Consultant has an opinion regarding 5A and 7 in relation to El Rodeo School, which would be environmentally superior?

Commissioner Marks inquired regarding shade and shadow on LACC, what other studies can be done? (The Consultant replied none, they have already done that, but will speak with others at the firm and let the Commission know.) Commissioner Marks inquired regarding the Beverly Hilton pool, was any study done on on-site impacts? (Generally it will be shaded in afternoon.) She

requested the 9900 impacts for alternatives that will make more than 3 hours of shade at the pool be parceled out. (The Consultant indicated most of the alternatives do, but will get that information for the Commission.)

Chair Furie stated regarding Visual Character and Quality – all identified significant and unavoidable impacts. Between 5A and 7 which one would be environmentally superior? (5A and related to land use impacts as well). Same question, but only as related to Wilshire. (Same answer.)

Commissioner Marks stated on the EIR Page 15 of Alternatives, the sentence, 'The reduced height of the buildings within this alternative would be less obtrusive than the proposed project and more consistent with surrounding land uses; however, the garden would be eliminated which would reduce the landscaping and aesthetically pleasing character of the proposed project.' is more an opinion of the proponent than fact. (Staff responded regarding trying to give a qualitative answer to a qualitative question; they can alter the language if the Commission desires.)

Commissioner Cole asked on Page 6, Exhibit C, Project Alternatives, analysis and benefits of the step backs – the same question as above and really how significant is a step back at that height for the residents? Does it really create an environmentally superior alternative? (It was noted aesthetics is subjective - the intent is to be objective.)

Commissioner Marks noted on Page 17, Question 3, hotel room rates related to views, this seems to indicate view has nothing to do with rates. Where did Answer 3 come from? (Staff responded regarding where information came from; Chair Furie suggested that question be asked at an upcoming hearing.)

Air Quality

Vice Chair Reims whether any estimates were made with the consideration that construction of both projects may occur simultaneously? (Impact Sciences Air Quality Scientist Alan Tako responded.) Would those that remain significant become more significant? (Yes) Considering the school across the street? (Yes) Any recommendation that certain aspects not overlap? (It could be added to the mitigation measures, if both projects comply to the mitigation measures that were recommended, impacts would be reduced. Staff also responded.)

Commissioner Cole inquired if demolition and excavation could be staggered would that reduce the impacts? (Potentially, but thresholds are based on daily thresholds, so if staggering increases the activity occurring on a particular day, the impacts may not be less.)

Chair Furie asked If the mitigation measures are adopted, would that be adequate to address the concerns identified as significant impacts not to less

than significant, but from a health standpoint. (Yes, not to less than significant, but would have less impact.)

Traffic

Commissioner Bosse inquired on Pages 16 and 14, Questions 6 and 8 – Merv Griffin Way – regarding how many cars a four lane roadway can handle, 20-30,000 cars – what Level of Service is that? (Chris Grey of Fehr & Peers responded in detail.) Merv Griffin Way is only a few blocks with a dead end, will maintain at LOS B? (Yes, he discussed what happens at the intersection end.) Discuss traffic movement related to a signal at Santa Monica Boulevard and Merv Griffin Way. Would you recommend an arrow? (Yes, a protected left.)

Commissioner Marks inquired whether that would back up Wilshire and will fewer people use Merv Griffin Way? (Mr. Grey responded.)

Vice Chair Reims stated left turns from Wilshire would not be allowed into the residential access road, but inquired whether they are currently allowed into the gas station. (Yes.) What is the distance between the proposed driveway to the project and driveway to gas station? (It meets the cities of Beverly Hills and Los Angeles and driveway spacing standards; the Consultant will get that information for the Commission.) Vice Chair Reims stated she believes it is 28 feet apart, but coming down a hill on a curve, with some drivers traveling over 50 mph, the driveways might need to be assessed differently than for a residential street. She requested the Consultant return with that information and discussion. She inquired why is it felt that a left turn into the gas station is safe. (The Consultant ntoed they did not have a say into that and are not in favor of unprotected lefts.) Vice Chair Reims inquired whether mitigation would be necessary? (There may be legal issues. Tom Gael of Fehr & Peers also responded.) Vice Chair Reims inquired whether the safety aspect of that and of whether that is a safe location for the driveway has been studied. (Staff responded that they will consult with the City Traffic Engineer and experts and return with an answer.)

Vice Chair Reims requested the Consultant detail the methodology used to determine trip distribution was indicated DEIR Page 4.1-26, but for residents; purposes, and discuss how those percentages are determined. (Mr. Grey discussed details.) After improvements to Merv Griffin Way are made, will it be easier to turn left, will it become more of a traffic cut through? (No.) Were Century City development cumulative impacts assigned trip distribution numbers? (Yes.) Merv Griffin Way - street or roadway – is there a difference? (Semantics, it is private.) How far is the gate from the curb and sidewalk? (The Consultant responded.)

Commissioner Marks asked that the City of Los Angeles October 24th letter be addressed. (The Consultant responded and noted meeting held with MTA and discussed site specific data). Was the potential of future subway portal discussed? (Staff responded.)

Chair Furie inquired regarding analysis of left turn lane/arrow on Santa Monica Boulevard/Merv Griffin Way – what is the green time and does the City have the ability to change the timing? If permitted instead of protected, would fewer cars use it? (Mr. Grey responded.) He asked as a result of original DEIR, traffic resulting from residential units were less than significant, using empirical or ITE Numbers? (Yes.) Even if you use high rise condos or apartment numbers, still less than significant? (Yes.)

Commissioner Marks stated add to the above, the theatre and the spa. (The Consultant responded they are resident-serving.) Are guests allowed? (Chair Furie indicated that can be looked at and conditioned appropriately.)

Commissioner Cole asked what ITE rates have been used in recent projects for residential condos in Beverly Hills? Would it be inappropriate to apply that rate to this project? (230 or 232 and even 220 had no significant impact.) If the historical use were not used as a credit, would that impact residential? Trip distribution on Whittier - 10% - was a small percentage going both ways taken? She asked whether the fact that it serves as direct path of two canyons Topanga and Cold Water Canyon was taken into consideration. (The Consultant responded; staff referred to Attachment Exhibit B.)

Vice Chair Reims inquired whether there are any added numbers simply from the attractiveness of using Merv Griffin Way. If Merv Griffin Way is more heavily used and the City decided not to allow a left off Santa Monica, how would that affect the project? (The Consultant and staff responded and discussed functional classifications.)

Chair Furie asked whether the signal there an essential element? (No, it does not change any conclusions of the DEIR; they recommend you study before adding signal.)

Commissioner Cole inquired on Page 13, Number 5, proposed to provide fur future widening on Santa Monica Boulevard, but proposing to construct.... Chair Furie noted it was discussed that it will be built and paid for by them and will be a condition of approval. (Mr. Alexander noted a request for State funding, which has not come; they would like to know parameters and financial information and will consider paying. It is likely, but they would like more information.

Alternatives

Commissioner Marks commented on the letter dated October 18th letter from .... & Butler regarding further alternatives and the request to focus on the project as revised. She does not think that is accurate or fair. The Commission looked at the projects individually and will soon see the projects together, but there are a lot of issues that need to be looked at when both projects are seen together. She

inquired whether the Commission is precluded from additional alternatives (Chair Furie and Assistant City Attorney Snow responded.)

Commissioner Marks withheld comments until it is viewed in conjunction with the Hilton project, Chair Furie concurred.

Commissioner Cole commented regarding the letter noted above, testimony from a Manager at Coldwell Banker – the Commission inquired regarding property values of neighborhood to north. Can the commission get objective input of residential property value impacts? (Community Development Director Bertoni and Assistant City Attorney Snow responded.)

Vice Chair Reims commented on Alternative 9, the extra level of parking, in your assessment, under operation '....result in same trip generation of proposed project.' If 572 parking spaces were created in Beverly Hills, it is hard to imagine they wouldn't be used and not be added to trip circulation. (Mr. Grey responded.) Shuttles from Crescent or La Cienega structures have been used. Can that be assessed? (The Consultant will revisit it.)

Commissioner Marks inquired regarding schools, if the makeup of type of units were changed, would that have an impact on the number of students? (The Consultant noted that is possible, they can change the word, 'the same number of students' to 'a similar and possibly fewer students.') (Susan Tebo, Principal at Impact Sciences, discussed the process of analyzing those numbers.)

Miscellaneous

Responses to earlier questions was provided regarding shading at LACC, the Hilton pool and Hilton on site garden with various alternatives. The question of which alternative, 5A or 7, is environmentally superior can be analyzed. The Commission would like that information.

Commissioner Cole deferred questions on specific alternatives to the next meeting.

After discussion, consideration of this item was continued on an open hearing basis to the Regular Meeting at 1:30 p.m. on November 8, 2007, so ordered.

COMMUNICATIONS FROM THE COMMISSION

Chair Furie thanked the City for televising the meeting.

DRAFT
PLANNING COMMISSION
MINUTES OF

November 8, 2007

DRAFT

DRAFT

CITY OF BEVERLY HILLS
PLANNING COMMISSION MEETING
City Council Chambers /
Commission Meeting Room A

November 8, 2007
1:30 p.m.

MINUTES

OPEN MEETING

The meeting was called to order at 1:30 p.m.

ROLL CALL

Commissioners Present:	L. Bosse, N. Cole, S. Marks, Vice Chair Reims, and Chair Furie.
Commissioners Absent:	None.
Staff Present:	V. Bertoni, R. Balderas, L. Sakurai, D. Jerex, D. Reyes, G. Millican, and J. Stevens (Department of Community Development); D. Snow (City Attorney's Office).

PLEDGE OF ALLEGIANCE

The pledge was led by Michael Palladino of Richard Meier & Partners Architects LLP.

APPROVAL OF AGENDA

COMMUNICATIONS FROM THE AUDIENCE

The Chair noted that Item 4 on the agenda would be taken out of order.

4. **Letter of October 25, 2007, to the Planning Commission regarding 1014 Laurel Way.**

   Ms. Levin-Cutler expressed safety concerns related to gated properties in the hillside area. She especially noted that a gate is being placed at 1014 Laurel Way and the construction truck traffic that is using the street. She

AYES: Commissioners Bosse, Cole, Marks, Vice Chair Reims, and Chair Furie.

NOES: None.

ABSENT: None.

CARRIED.

The Chair noted that decisions of the Planning Commission may be appealed to the City Council within fourteen (14) days of the Planning Commission action by filing a written appeal with the City Clerk. Appeal forms are available in the City Clerk's office and an Appeal Fee would be required.

OLD BUSINESS

2. **9900 Wilshire Boulevard**
Proposed Condominium and Retail Project at 9900 Wilshire Boulevard.

and

9876 Wilshire Boulevard
Proposed Condominium/Hotel "Beverly Hilton Revitalization Project" at 9876 Wilshire Boulevard.

Discussion about crossover issues for the 9900 Wilshire and Beverly Hilton Revitalization projects. These issues include traffic and circulation, aesthetics (visual character and shade and shadow) and combined environmental impact issues.

The Chair noted the public hearing on these projects is open.

Senior Planner Jerex noted the public hearing will remain open tonight and reviewed the suggested meeting format.

Anne Doehne, Impact Sciences, noted she was present to answer any questions on the information provided in the Commission packet. She also noted that each applicant had provided a detailed construction plan and she summarized the phases of those plans, describing construction overlap. She stated the construction would take a total of 50 months, barring any unforeseen delays or difficulties. Ms. Doehne explained the EIR had evaluated worst-case impact scenario, assuming simultaneous construction and stated that the applicants would be required to coordinate construction and it would be overseen by the City. Ms. Doehne stated that additional analysis was made on the shade impacts on the Los

Angeles Country Club and that information was part of the Commission packet.

Responding to questions from the Commission, Ms. Doehne stated the Hilton Pool would be shaded starting at 2 pm. She said she could not provide an estimate of construction time based on delays because she was not aware of all the potential delays that could affect construction. She responded that construction outside of business hours was investigated as a possible mitigation measure to shorten the construction phase.

Bijan Vaziri, City Traffic Engineer, expressed concerns for traffic safety which were discussed with the traffic consultants Fehr and Peers, which included the proposed deceleration lane on Wilshire. He stated that there is not much room on Wilshire to take off anything, the lanes at that point are already only 10 feet wide.

Responding to a question regarding left turns from Wilshire, Mr. Vaziri noted a median would be necessary to prevent left turns into the residences. He added it would not be a raised median but by delineation, to prohibit people from making a left.

The Commission requested an analysis of construction trucks being limited to only use of Santa Monica instead of eastbound on Wilshire and then back down Santa Monica to the West. And, a definitive answer on whether a deceleration lane will or will not work.

It was noted that traffic improvements had been designed which would include widening the street so that buses would be out of the through traffic lanes and the bus lane was 130 feet long. The bus stops would also be moved further back from the intersection.

Michael Paladino, of Michael Myers, described the landscape designs and how they would be coordinated between the two projects. He noted that both would be orientated perpendicular to Merv Griffin Way, and the landscape around the perimeter on Wilshire is conceptualized as a landscape that is more residential in nature with canopy trees that can create some screening to the neighborhoods to the north.

The Commission requested models on Alternatives 3, 4, and 6.

Community Development Director Bertoni read a letter for the record from Debra Zucker. The letter expressed concerns for traffic congestion and air quality related to the proposed construction.

No action was taken on these projects. The 9900 Wilshire project was continued to at or after 7:00 p.m. on November 28, 2007, and the 9876 Wilshire Boulevard project was continued to at or after 7:00 p.m. on December 13, 2007. The public hearings remain open.

The following were heard beginning at 7:10 p.m.

NEW BUSINESS

COMMUNICATIONS FROM THE AUDIENCE

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

3. **355 South Rexford Drive**
Consideration of a Development Plan Review and Tentative Parcel Map (PM 62801) for the conversion of an existing four-unit apartment building to a three-unit condominium building located at 353-355½ South Rexford Drive.

Vice Chair Reims disclosed that Mr. Gabbay is her architect but that it would not influence her decision.

Senior Planner Reyes summarized the staff report and it was made a part of the record. He noted this is the first application to come before the Commission under the new Condominium Ordinance and stated that no comments had been received to date.

Plan Review Manager Lee explained how the City's building code would apply to the proposed project and responded to a question from the Commission that a new house of similar size would have an electrical load analysis to determine how many amps would be required.

Hammid Gabbay, the architect, stated that with few exceptions, this project is being treated as a brand new project. The electrical uses will be upgraded as determined by an electrical engineer for the anticipated load. He noted that is usually 100 amps per unit.

The public hearing was closed.

ACTION:

Moved by Commissioner Bosse and seconded by Commissioner Marks.

That the resolution conditionally approving conversion of an existing four-unit apartment building to a three-unit condominium building,

DRAFT
PLANNING COMMISSION
MINUTES OF

November 28, 2007

DRAFT DRAFT

CITY OF BEVERLY HILLS
PLANNING COMMISSION SPECIAL MEETING
City Council Chambers

NOVEMBER 28, 2007
7:00 P.M.

MINUTES

OPEN MEETING

The meeting was called to order at 7:03 p.m.

ROLL CALL

Commissioners Present:	L. Bosse, N. Cole, S. Marks, Vice Chair Reims, and Chair Furie
Commissioners Absent:	None.
Staff Present:	V. Bertoni, L. Sakauri, D. Jerex, L. Goor, (Department of Community Development) D. Snow (City Attorney's Office) J. Parker-Bozylinski (Consultant)

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Commissioner Bosse.

COMMUNICATIONS FROM THE AUDIENCE

None.

COMMUNICATIONS FROM THE COMMISSION

None.

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

1. **9900 Wilshire Boulevard**
   Proposed Condominium and Retail Project

The purpose of this meeting was to receive feedback from the Planning Commission on the details of the proposed project. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environmental Impact Report (DEIR) is closed. (Continued from November 8, 2007.)

Planner Jerex provided a brief overview.

The applicants provided presentations as follows:

Alan Alexander introduced the applicant team.

Michael Meyer, Traffic Engineer, discussed traffic circulation and responded to questions below regarding parking.

Commission Questions

Commissioner Marks inquired regarding circulation, queing, and parking during residents' parties

Vice Chair Reims requested a diagram showing both entrances. She asked the Traffic Engineer to review what would happen to a driver who entered in error and wanted to exit; and what is the turn radius and details of ingress and egress related to driveways. The applicant suggested a more detailed drawing could be provided to answer these questions including lane widths and turn radiuses. It was noted an operations consultant is being hired.

Commissioner Bosse suggested, regarding the driveway and residents' large parties, a potential solution may be to have them use the valet.

Commissioner Cole inquired regarding the off-site effect. The left turn pocket at Santa Monica into the residential units appears to only accommodate two cars. The Traffic Engineer stated there was a conclusion that no offsite impacts would occur, but special events could be analyzed and a special events operations plan could be developed. Guests could be encouraged to enter off Wilshire or Santa Monica in order to enter via a right turn.

Commissioner Marks inquired whether the above should be part of the EIR and receive more analysis. (Staff can look into the issue of more analysis of large events.) She inquired whether increased radius will take away from open space. (No. Fehr & Peers could be asked to simulate a large event to determine rate of arrival results.) She asked that the Santa Monica side be reviewed to determine whether more width is needed there as well. (It was not considered an issue there as the radius is pretty generous.)

Chair Furie stated there appears to be a total of 17 places to stack cars on Wilshire and Santa Monica, 30% of peak hour ability to stack which is much higher than most of the

project. (Yes, this project has more stacking than typical condos.) If the gate were up, more cars could be pulled in and use valet. (Yes.)

Commissioner Marks inquired regarding the typical condo statement – do they have as many units as this one?

Michael Palladino, discussed landscape changes noting they presented a composite of 9900 and Hilton at the last meeting and adjusted several areas following that. At Wilshire, palms will be paired with canopy trees, such as Chinese Elms. They added back palms on Santa Monica Boulevard; landscaping in front of the retail area was added as above ground planters. The pocket garden at the southwest corner of the site has added landscaping. He discussed the spa area and the screen wall and reviewed landscaping at the entrances to residential areas.

Shade or canopy trees were discussed. At the north and south end of Merv Griffin Way; street trees will be the same on both sides of that street. The relationship between the public and private garden is an invisible wall no higher than four feet included in the landscape and waterscape.

He noted photo montages from the 16th fairway Los Angeles Country Club (LACC) looking north and from the middle of the fairway looking east. They are awaiting permission to enter LACC and take more photos for montages.

The loft buildings on Merv Griffin Way were discussed. Alternate 5A with the new proposed landscaping was reviewed, including the setback and potential options regarding a terrace - 5B with either a 30 or 90 foot setback. He responded to Commissioner Cole's questions regarding the exit stair and service elevator height.

Commission Questions

Commissioner Marks requested they remove the overhanging tree from the slide of Merv Griffin Way Santa Monica slide and provide a rendering showing landscaping across the street looking west standing closer to the Beverly Hilton project. (Yes.) Why do trees stop at Santa Monica and Merv Griffin Way? (They are associated with a certain block of landscaping coordinating with those across the street; they could continue to Santa Monica if desired.) Commissioner Marks would prefer that. Looking at Century City from the golf course there is blue sky between buildings; but this appears as just continuous building. (It depends on the vantage point; they would like to take more pictures from the golf course.)

Vice Chair Reims inquired regarding the upstairs spa. (It is support for residential only.) She asked where the Wilshire Tower reference point for the setback is at the tip vs. its left edge, because they are using it as the setback of the entire north building. (18 feet.) She would like to split the difference and make it 9 feet. (Making setback from the curb 73 feet.) The kiosk at Wilshire appears close to the street. (The photo montage may

have the kiosk off by about 15 feet; refer to the actual plan.) Regarding the gas station's orange ball, the juniper may obscure the driveway. Has the gas station been approached to move the ball? (That has not worked out yet; however, there may be opportunity to make it more compatible.)

Commissioner Cole requested a description of south side of project barricade or screen wall. (Mr. Palladino described the spa façade on the upper level and the retail as well as the decorative glass screen wall projected to the property line.)

Commissioner Marks inquired regarding landscaping on Santa Monica and the screen wall. (20 feet exists between the screen wall and the building; it could be less; landscaping could be in-ground or planters.) She would like an image pushing back the screen wall back 10 feet, and seeing it in the daytime. (Yes.)

Mr. Alexander stated they would like approval of Alternate 5B. It is critical to provide luxury view condominiums for this world-class City. It does not create any significant impacts on neighbors. It is impressive, unique, and generates less traffic than the Robinsons May store when in operation. The project exceeds code by 53 parking spaces with no compact spaces. There are no significant shade and shadow impacts or loading problems and density is far less than allowed by code. Mr. Alexander noted numerous other benefits of the project.

Speakers:

Robert Anderson, pro, stated the project should not be looked at in combination with the other project. It is well though-out, and he is in favor of the set-back at Wilshire.

Karl Scheers, a resident, con, Past Boardmember of the Beverly Hills Realty Board, Past President of the Beverly Hills Rotary Club, and Beverly Hills Chamber of Commerce, stated the condos will make traffic impossible and views of buildings will block the sun. He is concerned with the building heights.

Douglas Kazanjian, a resident, con; stated Century City should not be brought into Beverly Hills. He expressed concern with the traffic and would prefer a more appropriate size project.

Dan Chandler, con; concurred with Mr. Scheers and is very concerned with traffic.

Michael L. McRoskey, Los Angeles Country Club (LACC) Board of Directors, con; expressed the opinion that the EIR is significantly flawed. He is concerned with traffic during multiple parties and a deceleration lane that only holds two cars with a restaurant nearby. The photo from the 16th tee at LACC showing the project blocked by trees changes significantly when moving 100-200 yards back. The project then dwarfs the trees by over 100 feet. Front yards on Whittier will see the buildings. It is not traffic negative. Regarding the determination that there are no shade and shadow impacts, he urged the Commission visit LACC.

Jacques Soiret, a resident, partner in a restaurant on Canon, con; expressed opposition to the size of the project stating it will have traffic impacts. Their restaurant's 6:30 p.m. time slot is declining due to traffic.

Kirk Reese, LACC General Manager and Chief Operating Officer, con; requested this development be appropriate for the City; they are opposed to the height. He reviewed the LACC's historical perspective of over 100 years.

Robert Letteau, a resident and retired judge, con, expressed opposition to the height and is concerned with the intrusion of privacy and traffic. He would prefer eight floors.

Richard Rhodes, a resident, con, concurred with the previous speakers in opposition, and urged the City of Beverly Hills to continue with its low-rise style.

Mark Armbruster, Armbruster & Goldsmith representing LACC, con, submitted photos and noted impacts the project will have on shade and shadow. Century City buildings are high but are far away, not 27 feet from the property line. They would like a fair and impartial EIR and urged the buildings be moved to the center of the property, condos on Merv Griffin Way be removed, height be reduced, and the massing be broken up. He commented on what was said during a meeting with the developer.

Donna Letteau, a resident, con, noted she can see Century City from her backyard but it is far away; these buildings will look into her yard and invade her privacy. She urged a softened eight story project and that maintains the character of the City.

Alan Kaye, Beverly Hills Residents Association, urged the Commission to consider the unintended impacts of certain traffic improvements that may actually adversely impact residents by diverting commuter traffic to residential streets. They have not yet asked their members whether they support this project, but they have received general comments expressing concern with large developments. He commented on the decision-making process.

Adam Keefe, con, expressed concern with a rendering showing a fictitious tree blocking out a portion of the building. The model is laid out incorporating Century City, but LACC directly adjacent is not included. This foreign corporation may not know LACC deeded land to the school and other sites, and may be unaware of the area's history. They would like a reduced project moved to the center of the property and something that fits with the community.

Frank Raab, a resident, con, expressed opposition to the height and size which is twice that of the Montage. He suggested the project be set back further from the west side and be no higher than the Montage.

Arnold Rosenstein, pro, former owner of the site, stated the project it is less dense than code allows, generates no more traffic than Robinsons May, and the EIR shows no

adverse shade/shadow or privacy impacts. The Citizens General Plan Committees indicated increased height is acceptable here due to the unique character of the site. The project is intended to be world-class residences and will reflect positively on Beverly Hills without adversely affecting neighbors or traffic.

Joe Tilem, pro, read a letter from Wolfgang Puck who fully supports the project in its architecture and design in the City's gateway. Cut Restaurant, designed by Richard Meyer and Michael Palladino has brought international attention, and this project will do the same. The elegant gardens will be an asset, and sets the standard for the City in a global context.

Don Keene, a resident, con, expressed concern with peak hour traffic. The preferred view from their home is of the golf course and Beverly Hills, not Century City and they would like a reduced project.

William Greene, LACC Board of Directors, con, commented regarding errant balls and urged the building be set back further from the golf course for safety.

Matthew Finerman, M.D., a resident, con, discussed 1952 references to Hilton project variances including an analysis from a Former Mayor. He expressed concern with traffic, and blockage of sky with concrete buildings. Stated as an Otolaryngologist with the American Academy of Otolaryngolic Allergy, he has an interest in respiration issues and is concerned that report data came from the applicants and the footnote that it is unknown what will be put into the air.

Dale Goldsmith, Armbruster & Goldsmith representing LACC, con, stated they are not opposed to development at this site, but have concerns with this project. They disagree with numerous conclusions in the EIR.

Dan Walsh, CEO of Beverly Hills Chamber of Commerce CEO, pro, stated the Board of Directors supports the project. They are in favor of revitalization, world-class luxury housing, the gardens, having a U.S. LEED Gold Rated building which will create less environmental impacts than comparable projects. He stated the developer has worked very hard to mitigate any issues.

Gunther Schiff, a resident, con, expressed the opinion that the EIR is not neutral and highlighted a footnote regarding degradation of the atmosphere. He is concerned with cumulative traffic impacts and quality of life and is opposed to the size of the project.

Gerald Jerejian, a resident, con, stated the residents and LACC will be faced with a large sheer wall and that is unacceptable.

Ben Reznick, partner with Jeffer, Mangel, Butler & Marmaro, Counsel for Project Lotus, took exception to the characterization (by a previous speaker) of what took place at a meeting between his client and LACC and described the conversations that took place at that time.

Assistant City Attorney Snow summarized written comments from Jeffrey Best, pro, member of Beverly Hills North Homeowners Association, but does not agree with their position. The City needs more parking and increased funding for police, fire and teaching staff. If the project is not built here, it will be built in Century City but Beverly Hills will still get traffic and noise but no financial benefits. He is in favor of this LEED Gold certified project.

Assistant City Attorney Snow summarized written comments from Mitch M. Michino, con, regarding negative effects the project will have on LACC's 16th fairway and concern that errant balls may hit the project.

Susan Berk, agent, pro, on behalf of the applicant, noted 250 support cards were received (over 10% of their mailing) as well as many e-mails in support, including a letter from Larry Fields; they will submit a database in the future. She reviewed letters in support of the project from: Margaret Levy, a resident; Andy Lecht, a resident; Warren Grant, a resident; an e-mail from Fran Berger, a resident and a restaurateur in the City; Dr. Nanaz Pimia; and Harrison Latta, M.D.

Written statements were received from Harry Macy, Westwood Hills Property Owners Association Board Member, con; and Shirley Macy Westwood, con.

Community Development Director Bertoni responded to several comments and stated the City does not allow developers to prepare EIRs. The City hires consultants to prepare them, determines the cost and has the developer pay that entire sum to the City up front. He noted certain information must be obtained from the developer, and commented on this project's history with regard to traffic.

Commission Questions

General Plan Amendment and Zoning Code:

Vice Chair Reims urged caution regarding a trend of developers requesting rezoning from commercial to residential. Less traffic is an isolated criterion and if followed to conclusion, then there will be no more commercial development. At eight acres, this is the largest available commercial parcel in the City, located on 2 regional arterials with direct freeway access and existing public transportation with additional regional possibilities. The development will be there for generations and the City needs a healthy commercial component; less than 90% percent City is zoned commercial. Experts say traffic will not improve no matter what goes in and the answer is not to rezone limited commercial to residential. She would not be opposed to some added height and density.

Commissioner Bosse respectfully disagreed with Vice Chair Reims and believes this is a good location for residential and the community would benefit from luxury condos. The applicant listened to the community and modified the project. General Plan Topic

Committees have supported development in the western edge of the City. For residents eventually moving out of homes, it would be nice to keep them in the City and this is the prime location. She would support additional building height and intensity.

Commissioner Cole is willing to consider this for residential provided it is world-class architecture and is carefully thought-through. She would consider additional height and intensity provided it is consistent with surrounding land use.

Commissioner Marks commented on a push for mixed use - taking commercial and creating a residential base. The City will have more expenses than income at some point and commercial brings more revenue. Entertainment brings a lot more money due to ancillary possibilities of restaurants and shopping. This is an opportunity on Wilshire for Class A office space/entertainment. She commented on businesses and their clients moving to new buildings in Century City. If this parcel is taken from the commercial mix, it could the City fiscally. Level F traffic will remain regardless and the City needs to look at the bigger picture. Perhaps the City could buy the 't zone' and possibly create more lanes or build a tunnel under Wilshire/Santa Monica. She could support additional height; support for additional intensity would depend on what will be proposed.

Chair Furie stated this project is an opportunity for the City to acquire, if done correctly, the kind of luxury residential that the City has very little of. It will also give the City an opportunity to fund and provide more affordable housing via in-lieu fees for the affordable housing trust fund. Community input has been studied and this project has a lot of benefits. He supports additional height and FAR in the appropriate spots.

Commissioner Marks asked would the Commission consider a mix of residential and office? Looking at traffic; mixed use reduces traffic as people live and work in the same place.

Chair Furie unless the applicant wants to return with a revised project, he would stay with the options in front of the Commission consistent with the objectives that the applicant is trying to fulfill.

Commissioner Marks asked at what point do Planning Commissioners state what is important to the site and what the community needs?

Chair Furie stated the Commission will get there tonight - so far, three Commissioners have made it clear they support primarily residential with incidental commercial and additional height and FAR. He would like to hear from the rest of the Commission.

Commissioner Bosse stated while she does not have a problem looking at more commercial, the community is concerned with traffic and residential has less traffic.

Commissioner Marks stated with mixed-use, people could walk to work.

Commissioner Bosse stated this project, with some modifications, would be beneficial to the City.

Commissioner Cole stated the General Plan Committees contemplated commercial would create additional traffic congestion; they envisioned residential in this area. It is not sufficiently central for mixed-use to be successful. Where will they walk to work? She would like to see the City draw development for commercial in other parts of the City.

Chair Furie stated the majority would like to move forward with residential and that additional height and density is acceptable.

Height/Setback – North Building

Vice Chair Reims is not opposed to additional height with the proviso that the uniqueness of the site and location is reiterated, and that the Commission is not interested in having this height all over the City. Regarding the North Building, she concurs with Chair Furie regarding attaching the setback to that of the Wilshire Tower of the Hilton. She would like to split the difference of the angle, which would come to 9 feet. (72-73 feet from the curb) Regarding height, she is in favor of the step-back of 5B with the 90 foot option at 108 feet. She would like to see another way of dealing with the outdoor stairway because it looks like the back of a building. The height is okay for rest of building.

Commissioner Bosse concurred with Vice Chair Reims.

Commissioner Cole stated she would have liked to see the 5B option before the meeting. She expressed concern that a good architectural building may appear chopped up. While done to try to meet community concerns, perhaps that could be achieved with setbacks and lower height. She concurs with concerns over the stairway and encourages as much set back as possible from Wilshire; otherwise, she would like the overall height severely limited to nine or ten stories.

Commissioner Marks concurred with remarks regarding setbacks and splitting difference making it 73 feet from the curb, stairway concerns, and a severe cut in height, but suggested it be eight floors.

Chair Furie asked for clarification, Commissioner Reims did not say she would reduce the height of 5B?

Vice Chair Reims stated yes, if set (or stepped?) back that far from Wilshire, the premise is, and if going in the direction of luxury view condos, we should get best product we can and that means views. If the whole building is cut, it limits that unique condo type in the City. If we go for it we should keep height and views.

Commissioner Bosse concurred.

Chair Furie Commissioner Cole would like the height of the North Building reduced to (inaudible) stories? Commissioner Cole – yes.

Commissioner Marks I'm aligned with (inaudible).

Chair Furie so that is sort of a reduction. I like 5B and additional changes suggested by Vice Chair Reims, so there is a majority for that.

Height/Setback - South Building

Vice Chair Reims does not see the same issues for Santa Monica as along Wilshire nor the same need for the set back and step backs as it is not adjacent or near an R1 area, the proximity to Century City, and has a different feel than Wilshire. Although 180 feet is pushing it, she is okay with it. So 5A, which doesn't change with 5B here.

Commissioner Bosse concurred.

Commissioner Cole is concerned the project will look lopsided and if we approach 180 feet we are within the very objections of residents and adjacent landowners. That is too high. I would bump the original 144 feet down to ten stories - approximately 125 feet.

Commissioner Marks would not have as much problem with the height if it were broken up with more towers. It does not matter what Century City looks like because you can't see it. There is a walled-in effect; if I could see sky and open space, which is just as important as grass, I could go with the height up to perhaps 140 feet. I would go back to eight floors or have a redesign to have space between the towers. Adding four times the amount of code, what are we getting in return?

Chair Furie would like to continue to look at 5A for the South Building. Introducing this product with the views is a major part of it. There has been exhaustive review under CEQA and there are no significant impacts in relation to shade and shadow. It is not adjacent to R1. The liner effect is pleasing; the massing and character works and ties buildings together. There is a majority willing to move forward with looking at 5A for the South Building.

Distance Between Buildings

It was noted under 5A, there is an error in the PowerPoint regarding distance. The Consultant clarified terrace and separation information.

Commissioner Marks stated when viewed from a distance, the extra 20 feet or even 40 feet of separation just doesn't matter; it still looks like one building. (Chair Furie - So you would leave it as proposed?) If you add more separation, you are pushing the building more one way or another; the builder is not taking away part of the building. I

would rather have more and higher towers, but if creating that one unified building look, then reduce the height.

Vice Chair Reims stated this big, long, curvilinear building is a huge change and commented on the new skyline/definition at a boundary point of the City. She stated she is okay with the separation as proposed.

Commissioner Bosse does not see it as one wall, there is a stepping effect, set backs, different heights and regarding the proposed distance, and supports 5A.

Commissioner Cole stated the separation issue is not as significant given the other changes, and has no objections.

Chair Furie concurred with the Commissioners.

Loft Buildings

Vice Chair Reims stated the rationale for substantial added height that were persuasive were the creation of new luxury view condos and creating open green space that we would not get if this project were developed as code compliant with no open green space. The green space is largely not visible or accessible and she would like the loft buildings removed. The curvilinear building set in all that green open space would truly be a world-class, unique, unbelievable project.

Commissioner Bosse concurred. Originally she supported the loft buildings on the south side with more open space on the north side, but when giving so much more height on the south, she now supports removal of the loft buildings, for which she cannot make any rationale.

Commissioner Cole pointed out that they have deferred the opportunity to make specific inquiry on specific alternatives and have not had that opportunity yet. (Chair Furie indicated the Commissioners are free to ask questions.) She stated she would be starting back at square one, but since we are supposedly doing this on a preliminary basis, because it was agreed at prior meetings that we would be able to ask questions about specific alternatives and now we are once again answering questions to which we will be quoted, she pointed out they have no visual simulations adequately showing the 3-4 story step proposed with 5A. She had the same reaction to loft buildings, they detract from the architecture, and she would like them removed. She would have considered additional height, but they are not there yet, so she is not committing to additional height. She is not sure if the alternative changes the mix of unit type.

Chair Furie so far it is three for no lofts.

Commissioner Marks stated regarding the objectives of the applicant, the November 8, 2007 letter from Alan Alexander 'view condo principal objective' and the 'world class architectural landmark principal objectives.' That does not go hand in hand with the loft

buildings. I don't see need for them. If eliminated, I can justify more height and I would be more amenable to increased height because now we are getting something for the City by increasing it four fold.

Chair Furie stated the open space and South and North buildings and the way they align looking through to the golf course is an incredible visual. The lofts block that, and take away from that visual. I support my fellow Commissioners in eliminating the lofts.

Commercial Space Along Santa Monica

Commissioner Marks stated she is fine with more floors here. If we can get more retail that will benefit the residents there because I still hope that will keep people from getting in their cars – perhaps a dry cleaner or a bakery for these full service residential condos. (Chair Furie – more intensity as long as it doesn't trip our impact studies in the EIR?) More intensity there and take it out from residential and have that balance.

Vice Chair Reims 19,000 square feet of commercial out of 930,000 it is just an afterthought - almost a nuisance at that limited size. She does not see the benefit of it. (Chair Furie do you want more or do you want it eliminated?) I don't know, what's been described is just nothing. I don't have a strong opinion on it.

Commissioner Bosse supports what is proposed and is open to more retail there. She concurred with Commissioner Marks as long as there is ample parking and we wouldn't trip the EIR in terms of traffic.

Commissioner Cole is willing to consider the spa pavilion roof at (inaudible) feet.

Chair Furie supports what has been proposed with the spa original retail.

Overall FAR

Revisit with the elimination of the lofts.

Landscaping Adequacy/Open Space

Commissioner Cole stated this is premature if given our discussion tonight, the changes are acted upon. Coordinated landscaping along Merv Griffin Way was already discussed as being the best way to pull together the space. If asked in the initial plan, she would have said most landscaping appears to benefit the residents not the community.

Commissioner Bosse stated if the lofts are eliminated, the landscaping will change significantly in a positive way. She concurred that Merv Griffin Way landscaping should be coordinated.

Vice Chair Reims concurred with Commissioner Cole that some of this seems premature. If this will be the most unique luxe condo project, at approximately 930,000 square feet, what is adequate landscaping? A whole lot of green space so that the building seems to be floating in green space and that could be created if the loft buildings weren't there.

Commissioner Marks stated if the loft buildings were gone, should the buildings be set back further? I would like to entertain more landscaping, not just pots, on Santa Monica, in coordination with the Beverly Hilton, trees on Merv Griffin Way that will not be bare part of the year, and dense landscaping.

Chair Furie concurred with most of what was said. If the applicant comes back with a revised plan, I would hope they would put in appropriate landscaping for a luxury, world-class project.

Parking/Loading/Circulation

Chair Furie asked for clarification for the record we are over Code parking and the loading zones comply with standards that we would ask for if this was a project that required loading zones. (Staff indicated yes, exceeds parking requirements by 53 spaces, loading is adequate.)

Vice Chair Reims inquired where a moving van would stage? Could they be there all day leaving the driveway open? (Staff and Michael Palladino responded.) So that would never have to happen on Santa Monica? (No.)

Architecture

Commissioner Marks stated this is a phenomenal architect, but she likes blue sky and would like to see more of it. She is having a hard time with the screen wall and would like a rendition of it 20 feet from the property line.

Vice Chair Reims is okay with the tower, but reiterated her comments on the commercial. That building is not up to par with the residential; it is not a statement building and should be in every way. She does not understand the screen wall.

Commissioner Cole stated it would be nice if Santa Monica Boulevard were made more appealing. She would like more information, visual simulations, on 5B in advance of the next meeting and showing the height differentials. The slides were helpful, she is concerned with the lopsided effect, but will wait.

Chair Furie supports looking at the Santa Monica side. The stairwell going past 108 feet is visible, should be enclosed, access to the penthouses should be from the other one, and he would like to see that changed. Related to errant golf balls, he asked that if the applicant has a glass product they are planning on using that would be more

appropriate than typical glass, please share that so there will not be an ongoing issue with broken windows.

Commissioner Marks suggested setting back the building further from property line may allow for additional dense landscaping and block views and errant balls from the course.

Other

Vice Chair Reims commented on the hydrology report by Former Commissioner Betty Harris. Staff indicated it will be responded to just like all the other comments. It will be reviewed by Public Works and the City Attorney.

Chair Furie noted his interested in a gray water system for irrigation.

Commissioner Marks inquired regarding letters regarding the Beverly Hills Unified School District. (Chair Furie indicated they will be part of the formal comments to the EIR.)

Note for the record: letters provided through Consultant Parker-Bozylinski included: Englekirk & Sabok, Consulting Structural Engineers; General Plan Community Character Topic Committee March 2004, and a Planning Department Memo of November 28 regarding Deceleration Lane Adjacent to Western Entry of Project.

The Commission heard presentations by staff, applicants, and consultants and after hearing from the public and engaging in the discussion noted above, consideration of this item was continued on an open hearing basis, to a special meeting on January 10, 2008 at 7:00 p.m.

COMMUNICATIONS FROM THE DIRECTOR OF COMMUNITY DEVELOPMENT

None.

THE MEETING WAS ADJOURNED AT 11:28 PM.

PASSED AND APPROVED THIS XX DAY OF XX, 2008.

_____

Noah D. Furie, Chair

Submitted by Jonathan Lait, Secretary

DRAFT
PLANNING COMMISSION
MINUTES OF

January 10, 2008

DRAFT DRAFT

CITY OF BEVERLY HILLS
PLANNING COMMISSION SPECIAL MEETING
City Council Chambers
Commission Meeting Room A

JANUARY 10, 2008
3:00 p.m.

MINUTES

OPEN MEETING

ROLL CALL AT 3:04 PM

Commissioners Present:	N. Cole, L. Bosse, S. Marks, Vice Chair Reims, and Chair Furie.
Commissioners Absent:	None.
Staff Present:	V. Bertoni, R. Balderas, L. Sakurai, D. Jerex, P. Noonan, J. Stevens and L. Goor (Department of Community Development); D. Snow (City Attorney's Office).

The Chair noted that Item 2 would be taken before the bus tour because the Chair of the Architectural Commission was present at this time.

BUS TOUR at 3:00 PM
Assemble at the 450 North Crescent Drive entrance to City Hall. *(The bus tour will include projects listed on the agenda.)* The Planning Commission will visit: 350 S. Rodeo.

PLEDGE OF ALLEGIANCE

APPROVAL OF AGENDA

COMMUNICATIONS FROM THE AUDIENCE

COMMUNICATIONS FROM THE COMMISSION

INFORMATION ITEMS

AD HOC COMMITTEE REPORT

1. PLANNING COMMISSION MEETING SCHEDULE

The following were heard beginning at 7:34 p.m.

NEW BUSINESS

COMMUNICATIONS FROM THE AUDIENCE

None.

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

3. 9900 Wilshire Boulevard Hearing
Proposed Condominium and Retail Project

Planner Jerex provided a brief overview noting the next hearing is scheduled for January 24, 2008 for the Development Agreements with final recommendations on February 7, 2008. Public testimony will be heard as the hearing remains open; however, the comment period for the Draft EIR is closed. She noted the Architectural Commission reviewed the project and the December Farmer's Market Outreach had over 100 attendees.

Chair Furie stated for the record, although the meeting noted above is for the Development Agreement; if any other issues remain after this evening, they may also be addressed at that time.

Joe Font, Visionscape Imagery, presented three animations as follows: 1) 9900 Alternative 5A with the Hilton as proposed, 2) 9900 Alternative 5A and the existing Hilton, and 3) the former Robinsons-May may site and Hilton as proposed. All were shown with and without landscaping.

Vice Chair Reims inquired, for purposes of evaluating the EIR and the changes in content and area that would be brought about by this project, is there a simulation of 5A without the proposed Hilton project? (There is one with the existing Hilton.)

Commissioner Bosse recalled the Planning Commission's desire to eliminate all loft units.

The applicant team spoke as follows:

Michael Palladino, reviewed refinements to the position of the buildings. He went over the access road/private drive, staging areas for moving vans, the loading dock, stacking, a full turnaround lane at the kiosk, and noted a letter from Beverly Hills Valet Parking which is in the staff report. He responded to Vice Chair Reims' inquiry by stating they can do a mock-up of a sign on the other side of the driveway (referring to the driveway by the gas station). He further reviewed changes to setbacks, exit stair tower height, the service elevator which has been moved to the other side, and the change in landscaping at the entry drive. He

responded to Commissioner Marks by stating since the buildings at the north end were being moved, they carried that through bringing the buildings closer to the screen. He responded to Commissioner Cole that both the 45 foot or the 60 foot gap between the buildings are legitimate. Chair Furie indicated the Commission will look at both under discussion.

Mr. Palladino discussed landscaping including continuing the line of palm trees on Santa Monica Boulevard and adding planters at the retail entrance. He responded to questions regarding outdoor dining noting it adds to the streetscape of Santa Monica Boulevard and ties in with the architecture. They have coordinated the landscaping on Merv Griffin Way with the same type of canopy tree. He responded to Commission questions regarding the landscaping in that area, the wall or fence separating the gardens, potential restaurant rooftop dining. Mr. Palladino reviewed reasons for placement of the restaurant to create urban life, but responded that it could be moved to the other side (the west end) of the retail portion. He discussed changes to the garden residences, changes to partially offset those changes, and responded to Commission questions.

The applicant team responded to Vice Chair Reims questions regarding private or public events in relation to fencing. The applicant will return with information regarding whether the changes in bedrooms/units will have an effect on parking. Mr. Palladino responded that the trellis at the 108 foot elevation could be removed from the northerly portion of the building. He discussed the protective laminated glass on the west side to protect from errant golf balls, and commented on balconies.

Alan Alexander, responded to the question of ensuring golfers would not be liable for broken windows would be worked out between the property owner and the Los Angeles Country Club (LACC) in the CC&Rs. Chair Furie indicated it must be addressed before final project approval.

John Gautry, IBE Consulting Engineers, discussed the plan to use gray water for irrigation, reducing fresh water use, energy, chemicals, and wastewater. 55,000 gallons per day could be reclaimed. He responded regarding dual piping.

Mr. Palladino responded to a Commissioner that they will provide, before the next meeting, dead-on photos with overlay showing the Wilshire driveway to determine the relation with the gas station driveway. He thanked the Commission for their contributions to the design on behalf of Candy & Candy and the entire design team.

Speaker:

Dale Goldsmith, Armbruster & Goldsmith, representing the Los Angeles Country Club, expressed opposition to the current design's impacts on shade & shadow, noise, air quality, land use, aesthetics, and liability. He stated the view from LACC is not in the report, nor are their concerns; impacts to LACC are not in the EIR and if they are not addressed, they will take whatever action is necessary to

protect their rights. He invited the Commission to visit LACC. Mr. Goldsmith expressed concern with the time it has taken to get documents. They would prefer a modified project with height reduced to 100 feet, length decreased to 175 feet, south building reoriented to an inverted V to reduce mass from LACC, setback increased to 100 feet from LACC, and more buffering landscape added.

The Planning Commission recessed at 9:05 p.m. and reconvened at 9:20 p.m.

Staff provided at letter dated January 9, 2008 from Michael L. McRoskey, Los Angeles Country Club, in opposition.

Mr. Palladino responded to questions regarding what made the original design award-winning, including LEED Gold-rating, American Institute of Architects Gold Award for Design, Green Building Council, and Urban Land Institute. He responded to the question of what were the architectural benefits to Alternative 5A, and whether types of units were redistributed. Mr. Palladino commented on efforts to maintain continuity. He responded to questions on Alternative 5B regarding Floor Area Ratio and visuals of 5B. Chair Furie suggested getting those to staff to give to the Commission before the January 24, 2008 meeting.

Mr. Alexander commented on the unit sizes, bedroom counts, etc. and stated parking is now 78 in excess over code. He provided a rebuttal regarding the public speaker noting views from the golf course. They do not feel changes are needed regarding LACC noting numerous trees, some with heights of 75-80 feet, and Consultant analysis has concluded there are no significant shade and shadow issues. They are putting in special glass and will ensure liability between individuals, club, and homeowners, will be dealt with via CC&Rs.

Mr. Palladino responded to questions regarding open space, as well as make-up of units in relation to parking.

The applicant responded to questions regarding views from the golf course.

The Commission discussed scheduling for a site visit to LACC.

Garden Units:

Vice Chair Reims, Commissioner Marks, and Commissioner Bosse reviewed reasons that they are not in favor of the lofts and discussed the integrity of the site, and the objectives of the City.

Commissioner Cole indicated she has not liked the lofts from the beginning, but does not see the benefit of any additional height beyond 12 stories. She added that the reduction of garden villas has improved the views from the community; she does not want the project towers to go above 12 stories.

Chair Furie indicated he is comfortable with the most southerly five townhomes.

Architectural Refinements Regarding Revised Setbacks and Design:

The Commission discussed the 9 foot shift and the 15 foot setback. They indicated they would like to maintain the setback that was in place on Santa Monica Boulevard before they shifted the building 9 feet.

Commissioner Marks indicated a preference for a project that was broken up into more towers, on the south end, with varied heights and a smaller footprint. The height could be above 15 stories if it were broken up. Vice Chair Reims indicated she would be interested in looking at that if it were possible at this stage.

Commissioner Bosse indicated she likes the architecture, and a couple of towers wouldn't represent Beverly Hills either and would not be special. She would prefer less mass on both buildings to reduce the wall like effect, and less height.

Commissioner Cole indicated her concern is with the height. She would maintain the current setback in 5A – 24 feet instead of 15, and reduce the height.

Chair Furie stated indicated he likes the design but shares the concern regarding overall height. He would be interested in maintaining the 24 foot setback on the southern side, dropping the existing elements in the south building by 2 stories (from 15 to 13) and leaving the north building as is. Commissioner Bosse concurred. Vice Chair Reims stated she concurs with reducing the height in the absence of a third supporter for Commissioner Marks' suggestion. Commissioner Cole expressed support for reduced height, although she is concerned and would like better visuals to determine the cut-off effect of the north building. She inquired whether it could be softened and possibly eliminate the 13th level.

There was majority consensus for removal of the lofts.

The Commission would like the trellis at 108 feet removed.

Commissioner Marks would like the restaurant moved to the west side of Santa Monica, and the landscaping in the area of the restaurant's current placement compliment the landscaping on the other side of Merv Griffin Way, the Commission concurred.

The Commission would not be going through the Specific Plan this evening.

The Commission heard presentations by staff and applicants and comments from the public. After discussion, and reaching consensus on several items, consideration of this item was continued, on an open hearing basis to January 24, 2008.

Commissioner Marks suggested, relative to references to mixed-use, that the Specific Plan be made more reflective of what is actually being built, primarily residential with limited commercial.

Vice Chair Reims requested staff remove any advocacy language, anything not legally required or factually accurate.

Mr. Alexander requested, as with the Hilton project, an Ad Hoc Committee be formed to give them better guidance.

Chair Furie created a 9900 Wilshire Ad Hoc Committee consisting of himself and Vice Chair Reims.

COMMUNICATIONS FROM THE DIRECTOR OF COMMUNITY DEVELOPMENT

Community Development Director Bertoni provided a report on the Beverly Hilton Ad Hoc Committee meeting of December 18, 2007, which was posted. The next Beverly Hilton Ad Hoc Committee meeting is set for January 14, 2008 at 9:30 and is open to the public and will be noticed. A Courier Newspaper article was discussed.

The Commission calendar was reviewed and it was noted the February 14, 2008 meeting shall adjourn no later than 6:00 p.m.

ADJOURNMENT

The meeting adjourned at 11:16 p.m.

DRAFT
PLANNING COMMISSION
MINUTES OF

January 24, 2008

NOT PROVIDED
AT THIS TIME

DRAFT
PLANNING COMMISSION
MINUTES OF

February 7, 2008

DRAFT DRAFT

CITY OF BEVERLY HILLS
PLANNING COMMISSION SPECIAL MEETING
City Council Chambers
Commission Meeting Room A

FEBRUARY 7, 2008
2:30PM

MINUTES

OPEN MEETING

Chair Furie called the meeting to order at 1:40 p.m.

ROLL CALL

Commissioners Present:	S. Marks, L. Bosse, N. Cole, Vice Chair Reims, and Chair Furie
Commissioners Absent:	None
Staff Present:	V. Bertoni, J. Lait, L. Sakurai, D. Jerex, L. Goor (Department of Community Development); D. Snow (City Attorney's Office); S. Miller (Finance); and J. Parker-Bozylinski (Consultant).

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by City Chief Financial Officer Scott Miller.

COMMUNICATIONS FROM THE AUDIENCE

None.

COMMUNICATIONS FROM THE COMMISSION

The Chair noted this item would be moved to the end of the Agenda.

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

1. **Proposed Condominium/Hotel "BEVERLY HILTON REVITALIZATION PROJECT" at 9876 Wilshire Boulevard**
   The purpose of this meeting is to review the revised project submitted by the applicant, the Draft Specific Plan and the proposed General Plan Amendments. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environment Impact Report (DEIR) is closed.

   The report was presented by: Planner Jerex who noted the Resolution would return on February 28, 2008; Scott Miller, City of Beverly Hills CFO who discussed Transient Occupancy Tax for the Waldorf Astoria and revenue - various fees including long-term sustainability fees, property tax, grants, and taxes in comparing the proposed project with a code compliant project; and Chris Gray of Fehr & Peers, Traffic Consultant who discussed intersection improvements for Wilshire and Santa Monica Boulevards which could be installed in the future, notably Concept 3A.

   CFO Miller responded to questions regarding: residential condominium portion fees, a comparison of this project vs. a commercial project of same size, percentage of City services used by commercial projects (currently under study), revenue/EMS fees for various size projects, initial sales vs. average annual income for resales, market downturn in relation to EMS fees, potential tenants, turnover rate.

   Chris Gray of Fehr & Peers responded to questions regarding: additional lane along Wilshire created via donation used to accommodate the metro, grade separation vs. the partial grade separation and would it bring traffic to LOS E, did 5 year old study consider anything else on the Hilton site, is there conflict with hotel loading, would there ever be an intersection improvement, potential over/under in the future, projected left turns (Waldorf), T-zone underpass vs. left turn issue, would entitlement preclude the City from choosing either Concept 3 or 3A if approving the Hilton, and street widths.

   Planner Jerex reviewed responses to Commission requests and issues in relation to RHNA numbers, various visual simulations and variations at 10, 12, and 14 stories, open space site plans, Waldorf Astoria Height recommendations, ingress/egress for Waldorf Astoria (and setbacks), conference center/setbacks and stories/heights, Residence A North height, Residence B South height, Cabana Rooms, loading area, and parking.

   The Applicant Team spoke as follows:

Corinne Verdery, representing the applicant, reviewed changes to their site plan related to the Waldorf Astoria setbacks on Santa Monica, and the Beverly Hilton lobby, and discussed conference center height, views from the community, loading dock, driveways, cabana room, screening, landscaping, and various drawings regarding roads, driveways, and rooftops. She noted an error on the conference center which should read 41 foot setback.

A Commissioner requested the Buildings Driveways and Streets views include the pool but not the rooftop landscaping.

George Milhstein, Latham Watkins, discussed the project which is critically integrated. He reviewed significant revenue that the City will receive, including sales and property tax into the future. Dr. Stuart Gabriel, UCLA Anderson School of Business/Real Estate Institute, provided his point of view via a letter (which was submitted for the record) from which Mr. Milhstein quoted, including substantially improved land use solutions, economically underutilized site should be generating substantially more TOT, and the residential component necessity.

Gunther Schiff, a resident, questions regarding revenue vs. costs and impacts.

Myra Lurie, Beverly Hills Board of Education for the Unified School District, and School Board Vice President Nooshin Meshkaty, discussed collaborative creative solutions to the impacts of these projects and look forward to further conversations with the developers. Noted work with staff that has occurred and a November 15th letter delineating various impacts to students and staff during construction including traffic, air quality, safety, shade and shadow, noise and vibration, and suggested mitigation such as: HPVAC system/HEPA filter, screening via landscaping, alternative recreation on bad days, alternative construction on test days, we had protocols on safety with regard to construction workers, security cameras, ensure overflow parking will not affect the school, difficulty of turning left onto Wilshire; they would like to work directly with the developer or set aside funds to secure those types of mitigations. She responded to Commission questions.

George Mihlstein, resident, noted they have and will continue to meet with the school representative to address their issues.

Community Development Director Bertoni, noted meetings with School District staff and commented on developer fees for the construction of new school facilities, but not for other items. Under CEQA, the EIR has identified potential impacts and potential mitigation measures regarding the school and those are being worked on. Anything above that could be part of the Development Agreement. The Commission discussed this further and Assistant City Attorney Snow responded to related questions.

Ms. Verdery responded to Commission questions regarding: where meeting room space is (copies of that drawing were requested), outdoor event space, loading and capacity, and existing outdoor dining space. A Reciprocal Access Agreement was noted. Ms. Verdery responded to questions regarding the heights and number of rooms at 10, 12, and 14 stories, circulation within the project, and structural columns on Wilshire. Mr. Milhstein responded regarding condo vs. residence numbers with regard to financial feasibility.

R. Lynch, Consulting Engineer, responded to questions regarding the loading dock width.

The Commission recessed at 5:15 p.m.

The following were heard beginning at 7:09 p.m. All Commissioners were present.

Speakers:

Dr. Matthew Finerman, a resident, discussed a public health issue citing asthma incidents at El Rodeo School and requested mitigation for air quality issues that might impact the children.

Joe Hirt, a resident, expressed concern with construction pollution related to a project on Crescent; soil moisture evaluations, soot on his car, his wife's three lung surgeries and stated their double encasement windows did not help their situation.

Community Development Director Bertoni noted staff's position on the issue summary and commented on the project, noting the tourist value to the City in relation to providing hotel rooms and increasing Transit Occupancy Tax. He noted issues such as traffic and height, but stated the project makes sense from a land use standpoint and discussed the need for the condominium component.

Each Commissioner stated their overall view of the project and provided suggestions.

After discussion, Chair Furie noted the following majority positions:

- The Waldorf - 14 stories
- Ingress - Acceptable
- Conference Center - Set back acceptable
- Residence A - Remove Building A
- Residence B - A maximum height of 16 stories
- Cabana - Would look at additional use there
- Loading Area - with proviso City Traffic Engineer looks at the driveway
- Parking - At 2183 spaces

The Public Hearing was continued to February 20, 2008 at 7:00 p.m.

COMMUNICATIONS FROM THE AUDIENCE

None.

PLANNING COMMISSION / BOARD OF ZONING ADJUSTMENTS / PLANNING AGENCY PUBLIC HEARINGS

2. PROPOSED CONDOMINIUM AND RETAIL PROJECT "9900 WILSHIRE PROJECT"

The purpose of this meeting is for the Planning Commission to review proposed changes to the project, the draft Conditions of Approval, redlines of the Draft Specific Plan and Draft Development Agreement and provide direction to staff. The public hearing remains open so the Planning Commission will continue to receive testimony on the project. The comment period for the Draft Environmental Impact Report (DEIR) is closed and staff is no longer responding to written or oral comments on the DEIR.

The staff report was presented by Planner Jerex and made a part of the record. She reviewed the meeting schedule and noted the next hearing date would be February 21, 2008. The revised site plan was reviewed with the loft building removed, restaurant relocation, and pocket park.

The Applicant Team spoke as follows:

Michael Palladino, noted resubmittal of design 5A which has undergone changes and refinements, a summary of which is in the staff report. The applicant has submitted complete technical drawings and backup data today. Two outstanding issues remain - the LACC tour balloons marking building height and adjusted perspectives thereof, and continuation of the public garden - linking them by extending the path to north end of site. He reviewed site changes including residential buildings on Merv Griffin Way, extension of landscaping along Merv Griffin Way with terracing and water features, the restaurant moved northwest creating a pocket garden and outdoor seating area, coordination of trees, offsetting the building to improve the Wilshire entrance, additional setbacks on Wilshire, other setbacks, and offsetting the eliminated lofts.

Mark Armbruster, representing Los Angeles Country Club (LACC), noted Commission comments during the previous Hilton hearing. He discussed the walled effect of the project and its impact on the Club. He commented on additional setbacks which would not affect FAR, especially with the removal of the lofts.

Barclay Perry, representing LACC members who would like the building moved back, stated no progress has been made and expressed concern that the project will impact their grass and the golf ball liability issue has not been resolved.

Mike McRoskey, LACC Board of Directors, noted the height and mass of the Wachovia building compared to this project. The Architect and building are outstanding, but the issue is the height and where the building stands. He inquired whether the EIR shade and shadow section compared the original 145 foot height and the current proposed increased height.

Staff responded the additional shade and shadow information was reviewed and Alternative 5 did not trigger significant impacts.

Myra Lurie, Beverly Hills School District, reiterated the various impacts on El Rodeo and pedestrian traffic to the High School. Any documents should clearly document issues in our letter of November 15th the most significant of which are construction, air quality including nitrous oxide and dust, security, protocols vetting construction workers, truck traffic routes in conflict with drop off/pick up times, noise and vibration notably days for standardized testing, generally May, Constitution Test, and finals. Mitigations could include indoor/outdoor air quality mitigations, screening, cameras or other monitoring technology. They look forward to working with the applicant.

It was noted Developer fees are not meant to mitigate impacts, but to address additional citizens who will be using the school.

Allan Alexander, representing the applicant, noted their desire to continue working with the School; they have had two meetings with the Superintendent and their attorney related to the above issues. Regarding LACC shade and shadow issue, no significant impacts were found from the EIR Consultant. He discussed the view from LACC and what the project will look like coming from the east and west.

Chris Candy, Candy & Candy, thanked the Commission for their hard work related to this LEED Gold Rated, traffic neutral, project and its high percentage of open space.

Assistant City Attorney Snow reviewed the redlined Development Agreement. The Commissioners requested additional changes.

Planner Jerex reviewed the Draft Conditions of Approval; the Commissioners made numerous changes.

The Mitigation Monitoring Plan was discussed and a few changes were made.

The Draft General Plan Amendment was reviewed by Consultant Parker-Bozylinski.

Ms. Parker-Bozylinski reviewed the Redlined Specific Plan. The Commissioners made changes.

Commissioner Cole expressed concern with the height, Commissioner Marks concurred.

Chair Furie closed the Public Hearing.

ACTION:

Moved by Chair Furie and seconded by Commissioner Bosse.

That Resolutions recommending the City Council adopt resolutions approving the draft Conditions of Approval, the Draft General Plan Amendment, the Draft Specific Plan, the Draft Development Agreement, and Final EIR for the proposed Condominium and Retail Project ("9900 Wilshire Project) be prepared for consideration at the meeting on February 21, 2008.

AYES: Commissioner Bosse, Vice Chair Reims, and Chair Furie.

NOES: Commissioners Cole and Marks.

ABSENT: None.

CARRIED.

3. INFORMATION ITEMS

PLANNING COMMISSION MEETING SCHEDULE
Oral Report

BEVERLY HILTON REVITALIZATION AD HOC COMMITTEE REPORT
Project address: 9876 Wilshire Boulevard
Oral Report

BEVERLY HILTON REVITALIZATION SPECIFIC PLAN AD HOC COMMITTEE REPORT
Oral Report

PROPOSED CONDOMINIUM AND RETAIL PROJECT AD HOC COMMITTEE REPORT
Project address: 9900 Wilshire Boulevard
Oral Report

PROPOSED CONDOMINIUM AND RETAIL PROJECT SPECIFIC PLAN AD HOC COMMITTEE REPORT
Oral Report

Assistant City Attorney Snow noted the Ad Hoc Committees had served their purpose and could be disbanded. The Chair so ordered.

DRAFT
PLANNING COMMISSION MINUTES OF

February 21, 2008

NOT PROVIDED AT THIS TIME

Attachment 6

Applicant's Information Packet

Attachment 7

Final EIR

(Under separate cover)

Attachment 8

Project Plans

(Under separate cover)