



STAFF REPORT
CITY OF BEVERLY HILLS

For the Planning Commission
Meeting of December 11, 2008

TO: Planning Commission

FROM: Shena Rojemann
Assistant Planner

THROUGH: Jonathan Lait, AICP
City Planner *Don't know*

SUBJECT: A request for a
Conditional Use Permit to
allow a 2,139 square foot
automobile showroom for
at **121 South Robertson
Boulevard.**



Project Location: 121 S. Robertson Blvd.

RECOMMENDATION

It is recommended that the Planning Commission adopt the attached draft resolution conditionally approving a Conditional Use Permit to allow a 2,139 square foot automobile showroom at 121 South Robertson Boulevard.

EXECUTIVE SUMMARY

A Conditional Use Permit (CUP) application has been submitted for a proposed 2,139 square foot O’Gara Coach Co. Lamborghini automobile showroom located at 121 South Robertson Boulevard. The proposed showroom would be operated in conjunction with the existing O’Gara Coach Co. dealership located in the adjacent 2,250 square foot retail space at 125 South Robertson Boulevard and the existing O’Gara Coach Co. dealership located at 8833 and 8845 Olympic Boulevard.

The O’Gara Coach Co. dealership has been in operation at 8833 Olympic Boulevard since 1987, and expanded operations to an adjacent building at 8845 Olympic Boulevard in 2003. In May of 2007, O’Gara Coach Company requested and received

approval to increase the size of the showroom at 8833 Olympic Boulevard by 591 square feet.

On October 11, 2007, the Planning Commission approved, with conditions, a Conditional Use Permit to allow O’Gara Coach Co. dealership to use the 2,250 square foot retail space at 125 South Robertson Boulevard for a Lamborghini automobile showroom. The applicant is now proposing to use the adjacent 2139 square foot tenant space at 121 South Robertson Boulevard for a Lamborghini automobile showroom. Thus, O’Gara Coach Co. would occupy the entire building at 121 South Robertson Boulevard, totaling 4,389 square feet in area. This building was originally constructed in 1925.

GENERAL INFORMATION	
Applicant	Laurence Allen
Project Owner	Marion N. Levenson Family Trust
Zoning District	Commercial (C-3) Vehicle Sales Use allowed pursuant to Conditional Use Permit
Permit Streamlining Act Deadline	December 15, 2008

PROJECT DESCRIPTION AND AREA CHARACTERISTICS

Site Background. The tenant space in question is located in a one-story, two tenant commercial structure that fronts South Robertson Boulevard. The adjacent tenant space of 2,250 square feet, is currently occupied by O’Gara Coach Co. and operated as a Lamborghini automobile showroom. The former tenant of the subject 2,139 square foot tenant space was a retail establishment, “Robertson Home and Fabric”.

Project Description. The applicant proposes interior renovations of the tenant space to be used as a vehicle showroom, along with a customer lounge/seating area, a desk, an office/work room and a restroom. Any future exterior changes are subject to Architectural Commission (AC) Review at a future date.

Parking for the use is accessible via the drive/parking area along the south side of the building accessed off of Robertson Boulevard and also via the alley along the west side of the building. The total number of parking spaces for the entire building is twelve, one of which will be a required ADA parking space with striped access. No changes to existing structure height or to the size of the building are proposed.

Area Characteristics. The subject site is located in a C-3 zone. Other buildings on this section of South Robertson Boulevard contain a mix of retail, commercial,

restaurant, child care and automobile related uses. To the west, across an alley are existing single family residences. To the north is the very active Wilshire Boulevard commercial corridor.

Dealership Operations. The proposed showroom's activities will be limited to sales only. There will be no servicing of vehicles at this location. O'Gara Coach Co. has existing service facilities located in West Los Angeles. No truck drop-off or pick-up of vehicles is proposed for the project site or on South Robertson Boulevard. It is proposed that truck drop-offs and pick-ups for Lamborghini inventory occur on Olympic Boulevard in the designated truck drop-off areas for the existing O'Gara Coach dealership located at 8833 Olympic Boulevard and then driven to the site.

Consistent with Resolution 1485 approved by the Planning Commission on October 11, 2007, the operating hours are proposed to be 10:00 a.m. to 7:00 p.m., Monday to Friday, 10:00 a.m. to 5:00 p.m. on Saturdays and 11:00 a.m. to 4:00 p.m. on Sundays. All vehicles are proposed to leave the site through the alley behind the dealership. Vehicles leaving the site would turn north onto the alley and then west along another alley and outlet onto Clark Drive.

No changes to the vehicle test drive route previously approved by the Commission on October 11, 2007 are proposed. The test drive vehicles will follow the one way alley north, turn on the alley leading west, then turn right on Clark Drive, take a right onto Wilshire Boulevard and then follow the test drive routes as depicted in the test drive route map attached to this report.

Traffic Analysis. A traffic analysis was prepared for the project by KOA Corporation. A peer review by the City's traffic consultant, DKS Associates, found that the methodology and approach used is consistent with sound transportation analysis practices. Vehicle counts were conducted on the intersection of Wilshire Boulevard and Robertson Boulevard and the two alleys which are proposed to be affected by the project on September 16, 2008. A trip generation survey was also conducted at the existing O'Gara Coach Co. site at 8833 Olympic Boulevard in order to have empirical data on which to base trip generation estimates for the proposed project.

The results of the analysis indicate that the proposed Lamborghini showroom would have a negligible impact on AM peak period traffic because the showroom would not be open for business until 10 AM. The trip generation during the PM peak hour is projected to be twenty three (23) trips. This level of trip generation would be unlikely to impact the critical intersection of Wilshire Boulevard and Robertson Boulevard which is currently operating at a D level of service (LOS) and will continue to operate at LOS D with or without the project. The project is estimated to increase the vehicle count at the intersection by 0.004. The City's adopted significant impact criteria for a LOS D intersection is a project increasing traffic by 0.040 or more.

PROJECT SUMMARY TABLE

Category	Existing	Proposed	Code Requirement
Use	Vacant Retail Space	Showroom for vehicle sales.	Vehicle sales requires approval of a CUP.
Lot Size	Approx. 11695 s.f.	No change	N/A
Building Floor Area	4389 square feet	No change	A max of 8778 SF
Density/FAR	0.389	0.389	Max FAR is 2.0
Stories/Building Height	1-story/23 feet, 8 inches	1-story/23 feet, 8 inches	3-stories/45 feet
Parking Spaces	121 South Robertson currently has 12 parking spaces.	12 spaces	12 spaces required by Code
Bldg. Front Setback	0 feet	0 feet	0 feet
Bldg. Side Setbacks	North: 0 feet South: 34 feet	North: 0 feet South: 34 feet	North: 0 feet South: 0 feet
Bldg. Rear Setback	21 feet	21 feet	6 feet required per 10-3-1952.

ANALYSIS: ZONING AND GENERAL PLAN

Zoning Code: The criteria that the Planning Commission shall consider regarding a Conditional Use Permit for vehicle sales are set forth in BPMC Section 10-3.1613. These are as follows:

- (A) Whether the proposed use is compatible with the area and surrounding uses;
- (B) Whether the proposed use will have adequate buffering between the use and residential areas;
- (C) Whether the proposed use will create an adverse traffic impact or a traffic safety hazard to pedestrians or to vehicles, including, but not limited to, an adverse impact on traffic circulation or parking;
- (D) Whether the proposed use will create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to the activities associated with the proposed use or its hours of operation.

(A) Compatibility with the area and surrounding uses.

The proposed use is currently conditionally permitted by the Zoning Code within the C-3 zoning district and is in conformance with the General Plan. The proposed project will be compatible with the area and surrounding uses as it represents a modest display area for pre-owned vehicles in conjunction with an existing and long-established car dealership. The replacement of a commercial service use with a luxury automotive

retail use would augment the existing vehicle sales showroom in the adjacent tenant space. The hours of operation for the facility are no more intense than the existing retail uses along this portion of South Robertson Boulevard and consistent with the hours of operation for the existing car dealership. Given the very low volume of sales it is not anticipated that the use will generate substantial additional traffic to and from the site. Further, several conditions of approval are proposed to ensure the project is compatible with the area and surrounding uses. As conditioned, all test-driving of vehicles are directed away from residential streets and on to a previously approved test drive route. In addition, although no additional employees are proposed in conjunction with this request, approval of the project is conditioned to require off-street employee parking. Finally; no vehicle servicing is permitted on site. Therefore, as proposed and conditioned, the project is compatible with the area and surrounding uses.

(B) Adequate buffering between the use and residential areas.

There is an alley separating the existing subject commercial structure from the single family residential lots located on Clark Drive. The project is required to comply with the City's Commercial-Residential Transition Ordinance because of the site's proximity to residential properties. Specifically, the placement of mechanical equipment and reflective material not impact residential neighbors. The change of use at the site from personal service to luxury automobile retail will not affect the existing adequacy of the buffering of this site from the nearby residential areas. To ensure the same level of adequacy, approval of the project is conditioned to prohibit the washing of vehicles in the surface parking lot abutting the alley and single-family residences to the west.

(C) Any adverse traffic impact or a traffic safety hazard to pedestrians or to vehicles, including traffic circulation or parking;

The submitted traffic analysis concludes that there will be negligible impacts during AM peak period traffic and very small increases to overall trips in the PM peak period as a result of this project. The project will not result in any change in the level of service at the critical intersection of Wilshire Boulevard and Robertson Boulevard. Therefore no adverse traffic impacts are foreseen to be generated by this project. The low speed movement of vehicles in the alley on their way to exit onto Clark Drive and eventually Wilshire Boulevard should not create additional traffic safety hazards to pedestrians or to vehicles.

Additionally, staff has recommended the following conditions to avoid traffic impacts: 1) The project will be conditioned so that the applicant pays for the installation of a one way sign directing traffic to the right off of the project site and for a one way sign to the left at the T-intersection of the two alleys. Additionally, the applicant will be required to pay for painting the alley with new directional arrows and "15 MPH maximum" speed in the alley. 2) The project will be conditioned with a designated test drive route. All test drives will leave the lot via the two alleys and will be required to turn right at Clark Drive. Left turns by test drive vehicles onto Clark Drive will be expressly prohibited.

This condition should alleviate traffic impacts on the single family residential area located on Clark Drive.

(D) Will the use create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses.

The proposed showroom should not increase noise, fumes or lighting from the location. No vehicle servicing is proposed for the site. Some short term noise impacts are possible during the indoor tenant improvements but will be short-term in nature and after completion should improve the appearance of the existing commercial space.

General Plan. The subject property is designated "Low Density General Commercial" in the City's Land Use Element of the General Plan. The proposed project is permitted subject to a Conditional Use Permit according to current zoning, thus the project is consistent with the General Plan Land Use Element's recommendations for basic commercial zones, in that it is a development within the existing framework of permitted intensity.

PUBLIC NOTICE AND COMMENTS

On December 1, 2008 notice of the proposed project and public hearing was mailed to all property owners and residential tenants within a 300-foot radius of the property, and all single-family zoned properties within a 500-foot radius of the exterior boundaries of the subject property. The hearing notice was also published in the *Beverly Hills Courier* on November 28, 2008 and in the *Beverly Hills Weekly* on November 26, 2008. As of the date of preparation of this staff report, no comments have been received.

ENVIRONMENTAL DETERMINATION

The project has been reviewed pursuant to the California Environmental Quality Act (CEQA), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000 et seq.), and the City's Local CEQA guidelines. A Class 1(e) (15301) Categorical Exemption (Existing Facilities) has been issued.



Shena Rojemann
Assistant Planner

Attachments:

1. Draft Resolution.
2. KOA Traffic Analysis, dated October 8, 2008 and the peer review by traffic consultant DKS Associates dated October 22, 2008.

Planning Commission Staff Report
121 South Robertson Boulevard
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3. Covenant and Agreement accepting conditions of approval for Resolution 1466, adopted by the Planning Commission on October 11, 2007.

Planning Commission Staff Report
121 South Robertson Boulevard
December 11, 2008

Attachment 1:

Draft Resolution

RESOLUTION NO.

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS CONDITIONALLY APPROVING A REQUEST FOR A CONDITIONAL USE PERMIT FOR A 2,139 SQUARE FOOT AUTOMOBILE SHOWROOM AT 121 SOUTH ROBERTSON BOULEVARD (O'GARA COACH CO.)

Section 1. Laurence Allen, on behalf of O'Gara Coach Company, (tenant at 125 South Robertson Blvd) and the Marion N. Levenson Family Trust, (property owner at 121 South Robertson Blvd) (collectively, the "applicant") has submitted an application for a Conditional Use Permit ("C.U.P.") to use the existing 2,139 square foot tenant space, addressed as 121 South Robertson Boulevard as an automobile showroom and sales office. The project does not involve the operation of either vehicle services or a fuel station at the project. Six parking spaces will be provided for the tenant space addressed 121 South Robertson Boulevard. Twelve parking spaces will be provided for the overall building.

The project is located in the C-3 Zone which allows vehicle sales if authorized by a C.U.P.

Section 2. On December 11, 2008, the Planning Commission held a duly noticed public hearing to consider the application. Evidence, both written and oral, was presented at said hearing.

Section 3. The applicant is proposing to locate a 2,139 square foot automobile showroom in one of the two tenant spaces located in the existing building at 121 South Robertson Boulevard. The building was originally constructed in 1925. No expansion of floor-

are, change to structure height or increase in building size is contemplated by the project. There will be no servicing of vehicles at this location. O’Gara Coach Co. has existing service facilities located in West Los Angeles. No truck drop-off or pick-up of vehicles is permitted for the project site or on South Robertson Boulevard. Truck drop-offs and pick-ups occur on Olympic Boulevard in the designated truck drop-off areas for the existing O’Gara Coach dealership located at 8833 Olympic Boulevard.

The project involves the renovation of the interior of the tenant space to vehicles. Also proposed for the interior space is a customer lounge/seating area, a desk, an office/work room and a restroom.

The parking spaces will be accessible via the drive/parking area along the south side of the building accessed off of Robertson Boulevard and also via the alley along the west side of the building. The building is non-conforming with respect to current parking requirements, but will continue to provide a total of 12 parking spaces. All vehicles are proposed to leave the site through the alley behind the dealership. Vehicles leaving the site would turn north onto the alley and then west along another alley and outlet onto Clark Drive.

Section 4. The Project has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Sections 21000, et seq. (“CEQA”), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000, et seq.), and the City’s Local CEQA Guidelines and a Class 1(e) (15301) Categorical Exemption (Existing Facilities) has been issued.

Section 5. In reviewing the request for a C.U.P., the Planning Commission

evaluated whether the proposed location of the use will be detrimental to adjacent property or the public welfare. The Planning Commission also considered:

- (1) Whether the proposed use is compatible with the area and surrounding uses;
- (2) Whether the proposed use will have adequate buffering between the use and residential areas;
- (3) Whether the proposed use will create an adverse traffic impact or a traffic safety hazard to pedestrians or to vehicles, including but not limited to, any adverse impact on traffic circulation or parking; and
- (4) Whether the proposed use will create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation.

Section 6. Based upon the evidence presented, the Planning Commission hereby finds as follows with respect to the application for a C.U.P.:

6.1 As proposed and conditioned, the automobile showroom is compatible with the area and surrounding uses. The use is currently conditionally permitted by the Zoning Code within the C-3 zoning district and is in conformance with the City's adopted General Plan. The project will be compatible with the area and surrounding uses as it represents a modest sales display area for vehicles in conjunction with an existing and long-established car dealership. The replacement of a commercial service use with a luxury automotive retail use would augment the existing vehicle sales showroom in the adjacent tenant space. The hours of operation for the facility are no more intense than the existing retail uses along this portion of South Robertson Boulevard and consistent with the hours of operation for the existing car dealership. Given the low volume of sales, the use will not generate substantial

additional traffic to and from the site. Further, several conditions of approval have been added to the project to ensure its compatibility with the area and surrounding uses. As conditioned, all test-driving of vehicles are directed away from residential streets and on to a previously approved test drive route. In addition, although no additional employees are proposed in conjunction with this request, approval of the project is conditioned to require off-street employee parking. Finally; no vehicle servicing is permitted on site and no washing of vehicles within the surface parking lot abutting the single-family residences to the west of the project site. Therefore, as proposed and conditioned, the project is compatible with the area and surrounding uses

6.2 As proposed and conditioned, the showroom expansion will not result in the need for additional buffering between the Dealership and the neighboring residential area. There is an alley separating the location of the existing commercial structure from the single family residential lots located on Clark Drive. The project is required to comply with the all aspects of the City's Commercial-Residential Transition Ordinance because of the site's proximity to residential properties, including ensuring that the placement of mechanical equipment and reflective material not impact residential neighbors. The change of use at the site from personal service to luxury automobile retail will not affect the existing adequacy of the buffering of this site from the nearby residential areas. To ensure the same level of adequacy, approval of the project is conditioned to prohibit the washing of vehicles in the surface parking lot abutting the alley and single-family residences to the west.

6.3 As proposed and conditioned, the sales showroom will not create an adverse traffic impact or a traffic safety hazard to pedestrians or to vehicles, including but not limited to, any adverse impact on traffic circulation or parking. A traffic analysis has been prepared for the project and reviewed and approved by the City and concludes that there will be negligible

impacts during AM peak period traffic and very small increases to overall trips in the PM peak period as a result of this project. The project will not result in any change in level of service at the critical intersection of Wilshire Boulevard and Robertson Boulevard. Therefore no adverse traffic impacts are foreseen to be generated by this project. The low volume of trips to be generated by the project and low speed movement of vehicles in the alley on their way to exit onto Clark Drive and eventually Wilshire Boulevard should not create additional traffic safety hazards to pedestrians or to vehicles.

6.4 As proposed and conditioned, the showroom expansion will not create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation. No vehicle servicing is proposed for the site. Some short term noise impacts are possible during the indoor tenant improvements but will be short-term in nature and after completion should improve the appearance of the existing commercial space.

For the reasons stated in the above paragraph and those stated in paragraphs 6.1 through 6.3, the Project will not create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation.

Section 7. Based upon the foregoing, the Planning Commission hereby approves the C.U.P. for the Project, subject to the following conditions:

1. The project shall be improved and maintained in substantial conformance to the plans submitted to the Planning Commission for its meeting of December 11, 2008.

2. Exterior changes to subject building shall be subject to architectural review as required by Beverly Hills Municipal Code Section 10-3-3007.
3. All test driving of vehicles shall follow the route prescribed by Condition No. x, of Planning Commission Resolution No. xxx. The approved test drive route is attached hereto as Exhibit "A." The test drive vehicles shall follow the one way alley north, turn on the alley leading west, then turn right on Clark Drive, take a right onto Wilshire Boulevard and then follow the test drive routes as depicted in the test drive route map attached to this resolution. The Planning Commission expressly reserves the jurisdiction relative to impacts associated with the test drive route and the right to impose additional conditions as necessary to mitigate any unanticipated impacts caused by the proposed Project as they arise.
4. The applicant shall provide free off-street parking for all dealership employees during all hours of operation.
5. Truck delivery, service and maintenance of vehicles shall occur off-site at the O'Gara Coach Company service facility, currently located in West Los Angeles. Additionally, limited truck deliveries may occur at the designated vehicle delivery locations authorized in Planning Commission Resolution No. 1466 for O'Gara Coach Company's Olympic Boulevard showroom.
6. Hours of operation are restricted to the following:

Monday to Friday, 10 AM to 7 PM

Saturday, 10 AM to 5 PM

Sunday, 11 AM to 4 PM
7. Intentionally omitted.

8. Prior to the issuance of any construction permits related for the project, the applicant shall submit a bond or other security in a form acceptable to the City Attorney and in an amount acceptable to the Director of the Public Works Department. The purpose of such bond or other security shall be to reimburse the City for its costs associated with the installation of one way directional signs and the painting of speed and directional arrows in the alley adjacent to the project site. The location of signs and painting is subject to approval by the City's Engineering Division.
9. The applicant shall pay the costs of removal and revenue loss of metered parking spaces that are adjacent to the site during the construction phase. This fee will be collected at the time that the applicant applies for issuance of the street use permit and determined by the Director of the Public Works Department or his designee.
10. The validity of this Conditional Use Permit is limited to automobile dealerships with another facility in the City of Beverly Hills. This permit authorizes a vehicle showroom that is an ancillary to a larger dealership facility within the City.
11. This Conditional Use Permit is valid for a period of ten (10) years from the date of the Planning Commission's adoption of this Resolution.
12. This Conditional Use Permit shall expire if there is an interruption of the automobile sales use for a period greater than three (3) months.
13. These conditions of approval shall run with the land and shall remain in full force and effect for the duration of the life of this project.

STANDARD CONDITIONS

14. 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, the owner and their heirs, representatives, successors and assigns shall comply with all such modified or additional conditions.

15. This Resolution approving a C.U.P. shall not become effective until the Applicant signs a statement, satisfactory in form and content to the City Attorney, accepting the conditions of approval set forth in this resolution. The statement shall include a copy of this resolution as an exhibit.

The Applicant shall deliver the executed statement to the Department of Community Development within 60 days of the Planning Commission's adoption of this resolution. If the Applicant fails to deliver the executed statement within the required 60 days, this resolution approving a C.U.P. shall be null and void and of no further effect. Notwithstanding the foregoing, the Director of Planning and Community Development may, upon a request by the Applicant, grant a waiver from the 60-day time limit if, at the time of the request, the Director determines that there have been no substantial changes to any federal, state or local law that would affect the C.U.P..

Section 8. The Secretary of the Planning Commission shall certify to the passage, approval, and 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:

Kathy Reims
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:

Jonathan Lait, AICP
City Planner

Planning Commission Staff Report
121 South Robertson Boulevard
December 11, 2008

Attachment 2:

KOA Traffic Analysis – October 8, 2008
DKS Associates peer review – October 22, 2008

TECHNICAL MEMORANDUM

To: Bruce B. Frederick
Chief Financial Officer
O'Gara Coach Company, LLC

From: Bob Cheung

Date: October 8, 2008

Subject: 121 and 125 South Robertson - Traffic Analysis [JA71215]

Introduction

This technical memorandum summarizes the methodology, results and findings of the traffic study prepared for the proposed Lamborghini and exotic used car dealership (hereafter referred to as Project). The traffic study approach and assumptions were based on discussions and coordination with the City of Beverly Hills Traffic Engineering staff. KOA Corporation has prepared the enclosed analysis to determine potential traffic impacts due to the proposed Project.

Project Description

The proposed Project site is located at 121 and 125 South Robertson Boulevard, just south of Wilshire Boulevard. The proposed Project will be a boutique sales operation of Lamborghini and exotic used sports cars. The facility will hold approximately nine vehicles in the showrooms and approximately five to ten vehicles in the parking lot. The hours of operation are as follows:

- Monday - Friday 10:00 AM to 7:00 PM
- Saturday 10:00 AM to 5:00 PM
- Sunday 11:00 AM to 4:00 PM

The site is limited to sales only. Access to the Project site would be via driveway located along Robertson Boulevard. The Project driveway will connect to the north-south alley which provides egress access. Figure 1 shows the general location of the Project site and access locations.

Current Operations and Historical Sales

Currently, Lamborghini sales are provided at 8833 West Olympic Boulevard in Beverly Hills. In addition to Lamborghini, the exiting sales facility also includes Rolls Royce, Bentley, Aston Martin, Bugatti, Spyker and other used vehicles. Based on sales inquiries and experience from sales managers, Lamborghini averages 3-4 customers on a typical weekday, 2-8 on weekends.

In 2007, a total of 45 new Lamborghinis and 188 used vehicles were sold. All vehicles are delivered from the factory to the service facility in West Los Angeles. Once ready for the sales lot, they are individually driven to the sales lot. Any vehicles requiring pickup for delivery to another location will be delivered to the 8833 West Olympic facility or one of the service facility in West Los Angeles. All office supply deliveries will take place at the corporate offices on Olympic Boulevard and couriered over by employees.

Study Area and Analysis Period

Based on coordination with City staff, the key intersection of Wilshire Boulevard and Robertson Boulevard has been selected for detailed traffic analysis. In addition, the alleys serving the Project site have also been included. Figure 1 also shows the study intersection and roadways. Please note that the north-south alley is designated as one-way in the northbound direction and the east-west alley is designated as a one-way in the westbound direction. As indicated previously, the proposed Project would not be open for business until 10 AM during the weekdays, therefore the enclosed traffic study focused on traffic conditions during the PM peak period (4-6 PM).

Existing Conditions

Traffic counts were conducted on September 16, 2008 (Tuesday). The traffic count data is included as Attachment A. In addition to the intersection traffic counts, KOA conducted counts at the two alleys fronting the Project site. The results of the alley count effort are shown on Attachment B. Figure 2 illustrates the intersection geometry and Figure 3 shows the existing traffic volumes at the key intersection and alleys. Please note that during the count effort at the two alleys, a few vehicles were observed going the wrong way. These wrong-way trips are also noted on Attachment B and Figure 3.

Based on the City of Beverly Hills prescribed traffic analysis methodology, KOA conducted intersection level of service calculations using the Intersection Capacity Utilization (ICU). The analysis indicates that the intersection of Wilshire Boulevard and Robertson Boulevard is currently operating at LOS D ($V/C=0.802$). The LOS calculations are also attached. Attachment C summarizes the LOS results.

Trip Generation and Distribution Estimates

Due to its unique cliental and high-end operations/sales, daily vehicular trips into and out of the site is expected to be much lower than that of typical car dealerships (i.e. BMW, Lexus, Toyota, etc...). KOA Corporation conducted a trip generation survey of the current site on 8833 West Olympic Boulevard. As mentioned previously, the current site also includes sales of five other types of vehicles in addition to Lamborghini and used-cars. In addition, the current site has 19 employees and approximately 35-40 cars. The trip generation survey included any vehicular trips to and from the site via the driveway, alley and any observed on-street parking. The survey was conducted on August 16, 2007 (Thursday). The typical weekday survey was conducted between the hours of 4:00 to 7:00 PM. The summary of the count effort is provided as Attachment D. Based on the observed

count data, the current dealership generates a total of 23 PM peak hour trips (11 in and 12 out) during the observed 5:45 to 6:45 peak hour.

Attachment E provides a comparison of the current dealership on Olympic Boulevard to the proposed facilities on Robertson Boulevard. As shown in Attachment E:

- The current dealership provides sales to six total types of vehicles in addition to used vehicles.
- The current site generates a total of 23 PM peak hour trips.
- The proposed site would only provide sales to Lamborghini and some of the used cars.
- The percent of sales activity at the current site shows Lamborghini and used vehicles comprising of approximately 30% (7%+24%) while the other vehicles make up the remainder 70%.
- Based on conservative estimates, approximately 32% (60 vehicles) of the used-car sales would be relocated to the Robertson site along with all Lamborghini which equates to 14% of current total sales activities. Using this proportion, the new South Robertson facility would generate approximately 3 trips (14% of 23 trips) during the PM peak hour.
- Morning peak hour traffic impacts would be negligible as the dealership would not open until 10:00 AM.

Although it is difficult to estimate exactly how many vehicular trips the proposed Lamborghini and used-cars dealership would generate during the PM peak hour, based on the volume-level of Lamborghini and used-car activities at the current site, it can be concluded that it would be significantly less than 23 total PM peak hour trips observed at the current site.

For the purpose of the traffic analysis KOA utilized a very conservative figure of 23 PM peak hour trips (11 in and 12 out) would be generated by the new facility. This equates to the relocation of the entire Olympic facility to the Robertson Boulevard facility. AM peak hour analysis would not be warranted as the Project would not be open for business until 10 AM.

The trip distribution pattern for the traffic impact analysis assumes the following:

- North - 25%
- South - 25%
- East - 25%
- West - 25%

The trip distribution pattern was developed based on discussions with City staff. Due to the relatively low trip generation volume, (11 trips in and 12 trips out).

Traffic Impact Results

To accurately forecast future traffic conditions with the proposed Project, it is first necessary to develop future traffic conditions without the Project's traffic. This will form the basis to which Project impacts can be measured. For the purpose of impact analysis, future 2009 traffic conditions were developed. The forecast includes a background growth factor of 1% per year and known developments in the area. The PM peak forecast was obtained through the City's traffic model as part of KOA's previous work on 8600 Wilshire Boulevard Project.

Figure 4 shows the project future "without-project" volumes at the study intersection and alleys. Exhibit C also shows the future "without-project" level of service results which indicates that the intersection of Wilshire Boulevard and Robertson Boulevard would continue operate at LOS D at a slightly deteriorated V/C of 0.811.

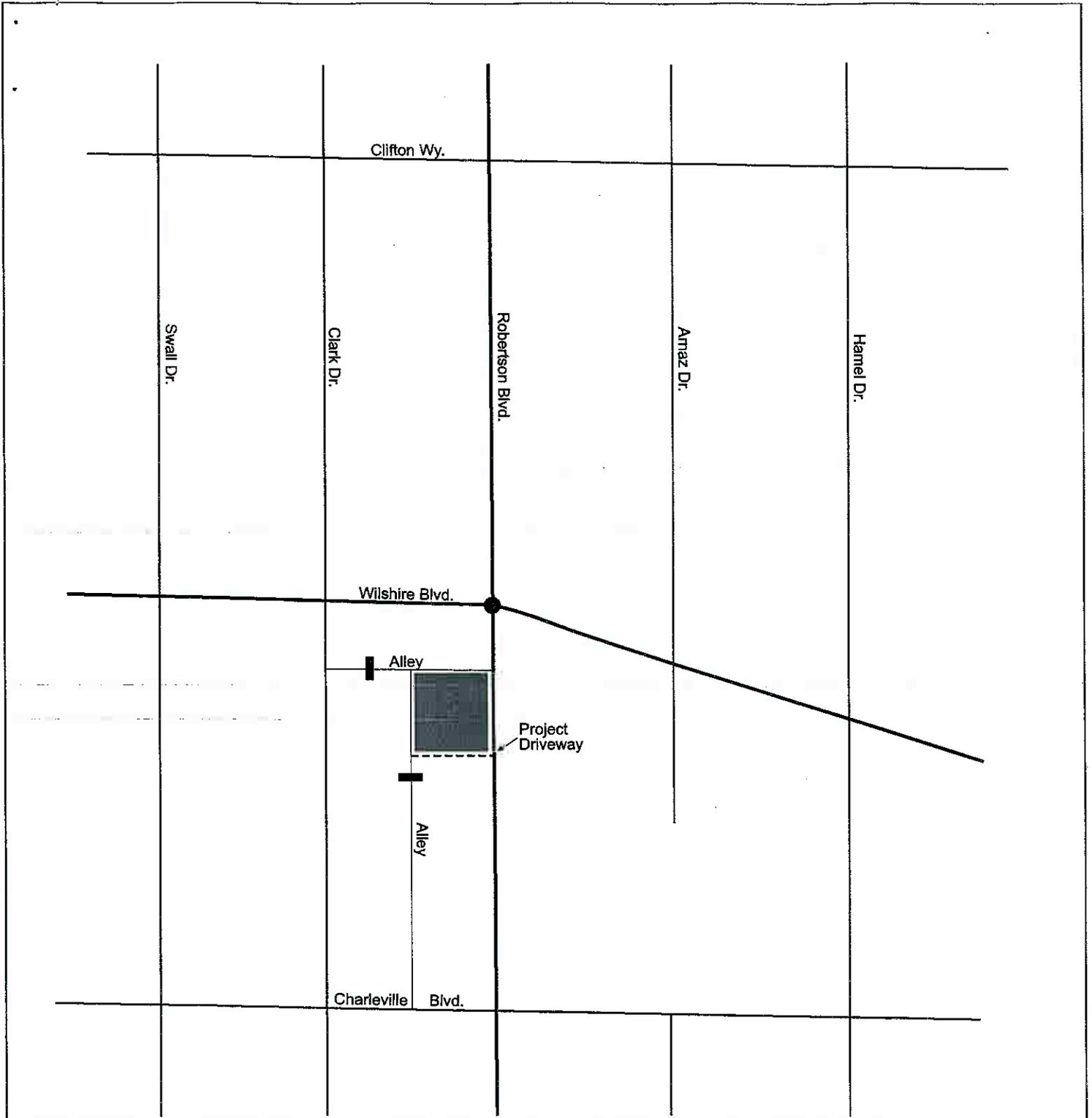
Based on the forecast parameters discussed previously, the Project trips were assigned onto the roadway system. Figure 5 shows the Project-only traffic volumes assignment. As shown, the Project would generate 11 trip inbound and 12 trips outbound. The outbound trips are expected to exit via the north-south alley and continue west towards Clark Drive. The outbound trips were then assigned to eastbound Wilshire Boulevard via Clark Drive to reflect the worst cast conditions as all outbound vehicles would traverse through the study intersection of Wilshire Boulevard and Robertson Boulevard.

Based on the Project traffic assignment, future 2009 with Project traffic were analyzed. Figure 6 illustrates the resultant traffic forecasts and Exhibit C shows the level of service results. The LOS results indicate that the Project would increase the V/C at Wilshire/Robertson by 0.004 with a resultant LOS D (V/C 0.815). Based on City of Beverly Hills significant impact criteria, an intersection operating at LOS D would be significantly impact by a Project if the project's traffic results in an increase of 0.040 or more. Based on this, it can be concluded that the Project would not create any significant traffic impacts at the intersection of Wilshire Boulevard and Robertson Boulevard.

Figure 6 also shows the resultant traffic volumes along the alleys fronting the Project site. With the Project, the north-south alley would carry approximately 18 vehicles during the PM peak hour. The east-west alley would carry approximately 40 vehicles during the PM peak hour. Due to the relatively low volumes on both alleys, it is unlikely the Project would create significant traffic congestion.

Conclusion

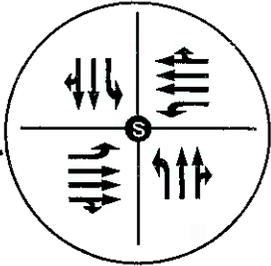
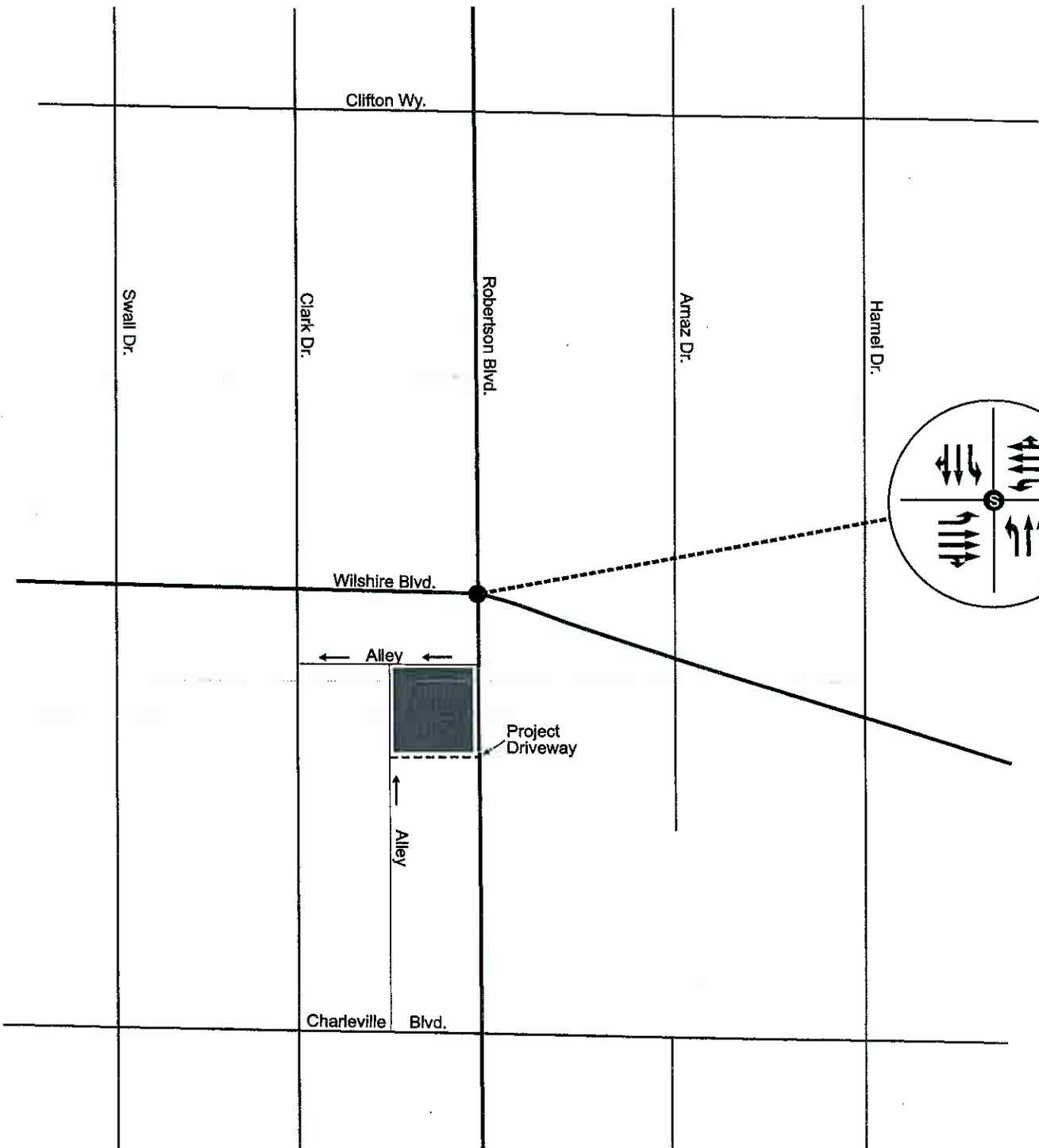
- Due to the unique characteristics of the proposed dealership facility, the estimated trips generated by the Project would be relatively low during the PM peak hour.
- For purpose of traffic analysis, a very conservative assumption of all 23 trips from the Olympic Facility were assigned to the new facility when in actuality, the facility would likely to generate a much lower number of PM peak hour trips.
- The Project would have negligible impacts during the AM peak period of traffic as it would not be open for business until 10 AM.
- Even with a very conservative assumption of 23 PM trips, the Project would unlikely impact the critical intersection of Wilshire Boulevard and Robertson Boulevard which is currently operating at LOS D and will continue to operate at LOS D with or without the Project.



LEGEND

-  Project Location
-  Study Intersection
-  Study Roadway

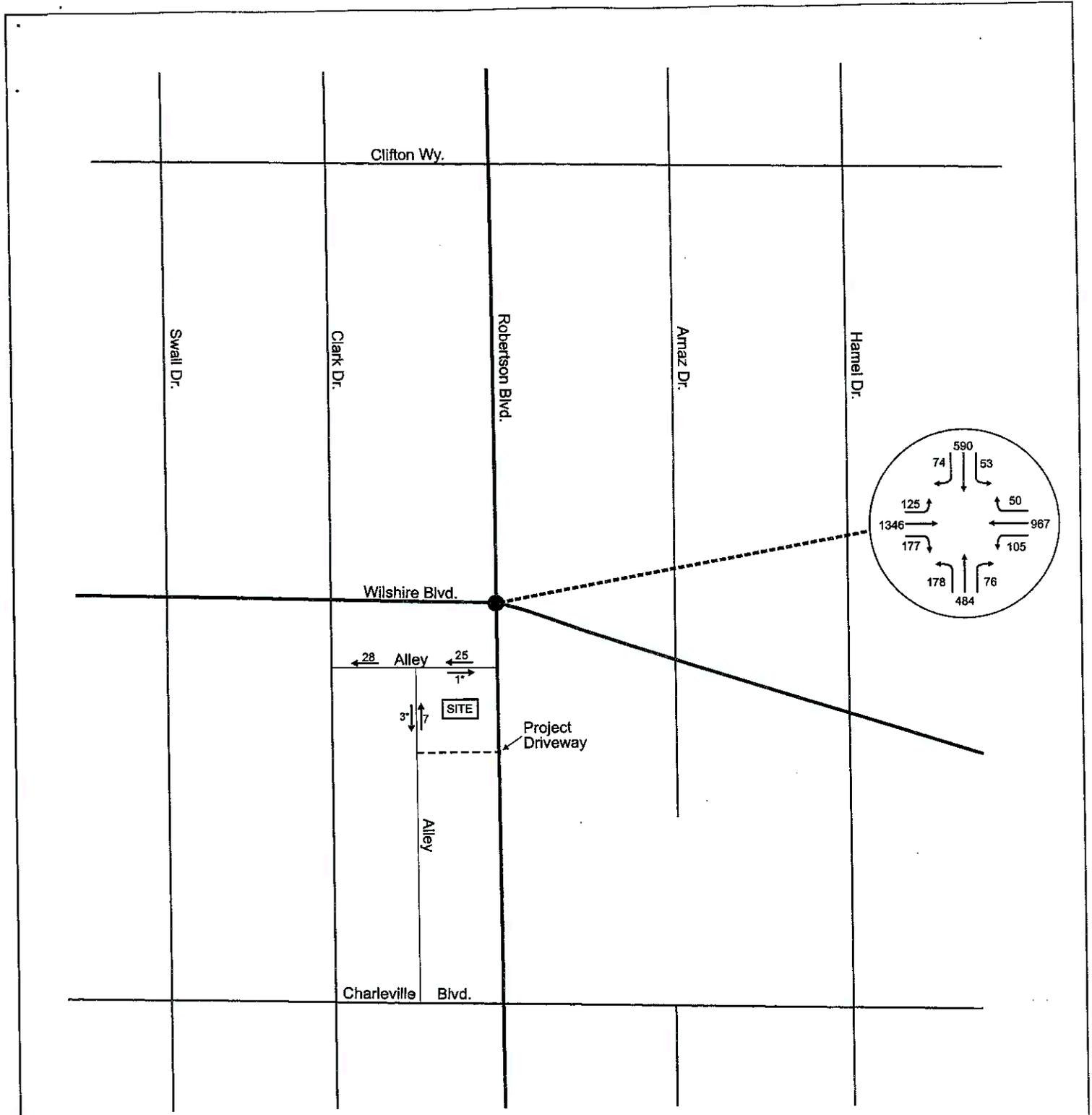




LEGEND

-  Project Location
-  Study Intersection
-  Signalized Intersection
-  Intersection Lane Geometry

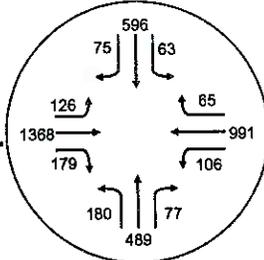
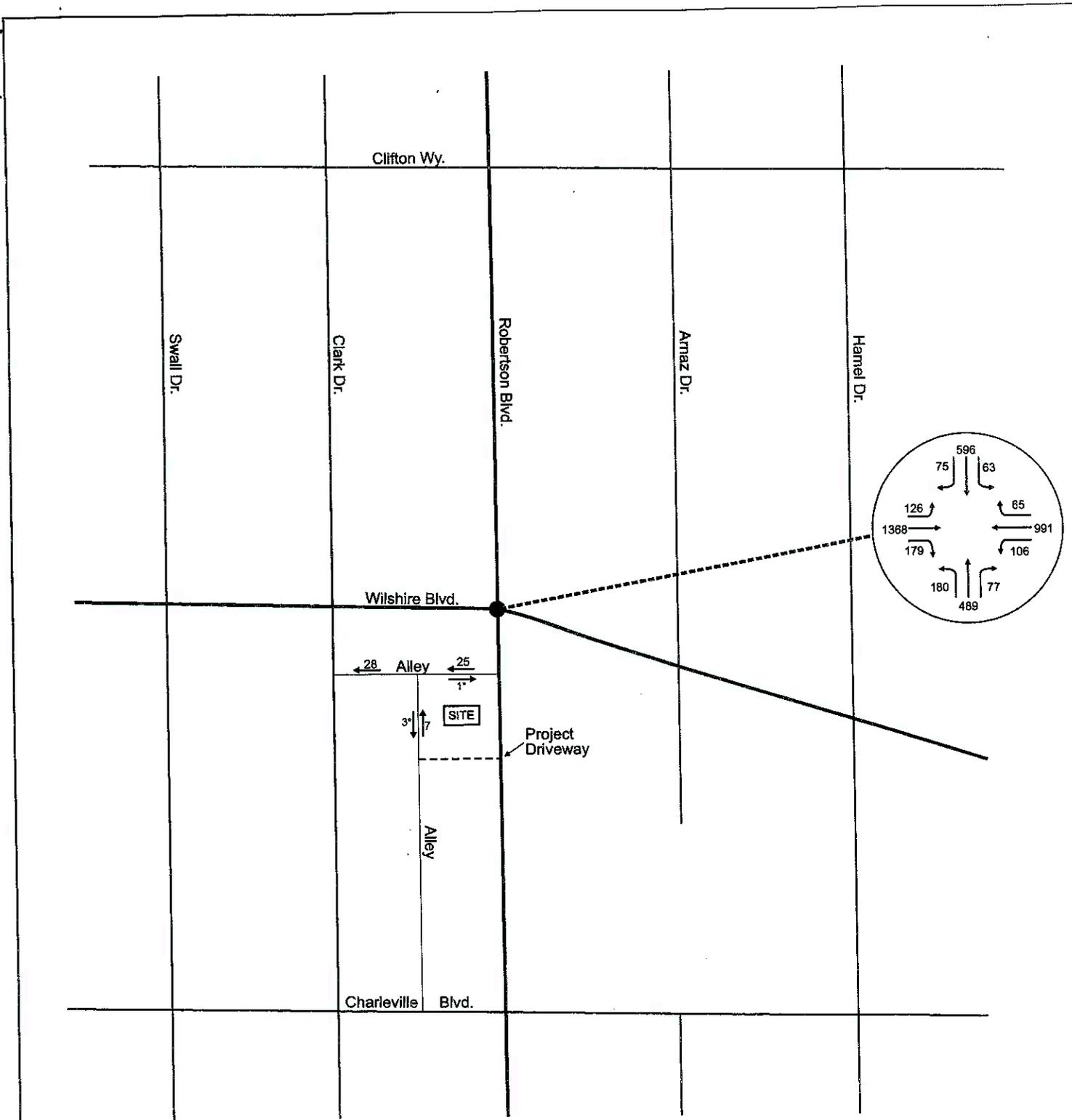




LEGEND

- Project Location
- Study Intersection
- Intersection and Road Volume
- Wrong-Way Movement and Volume



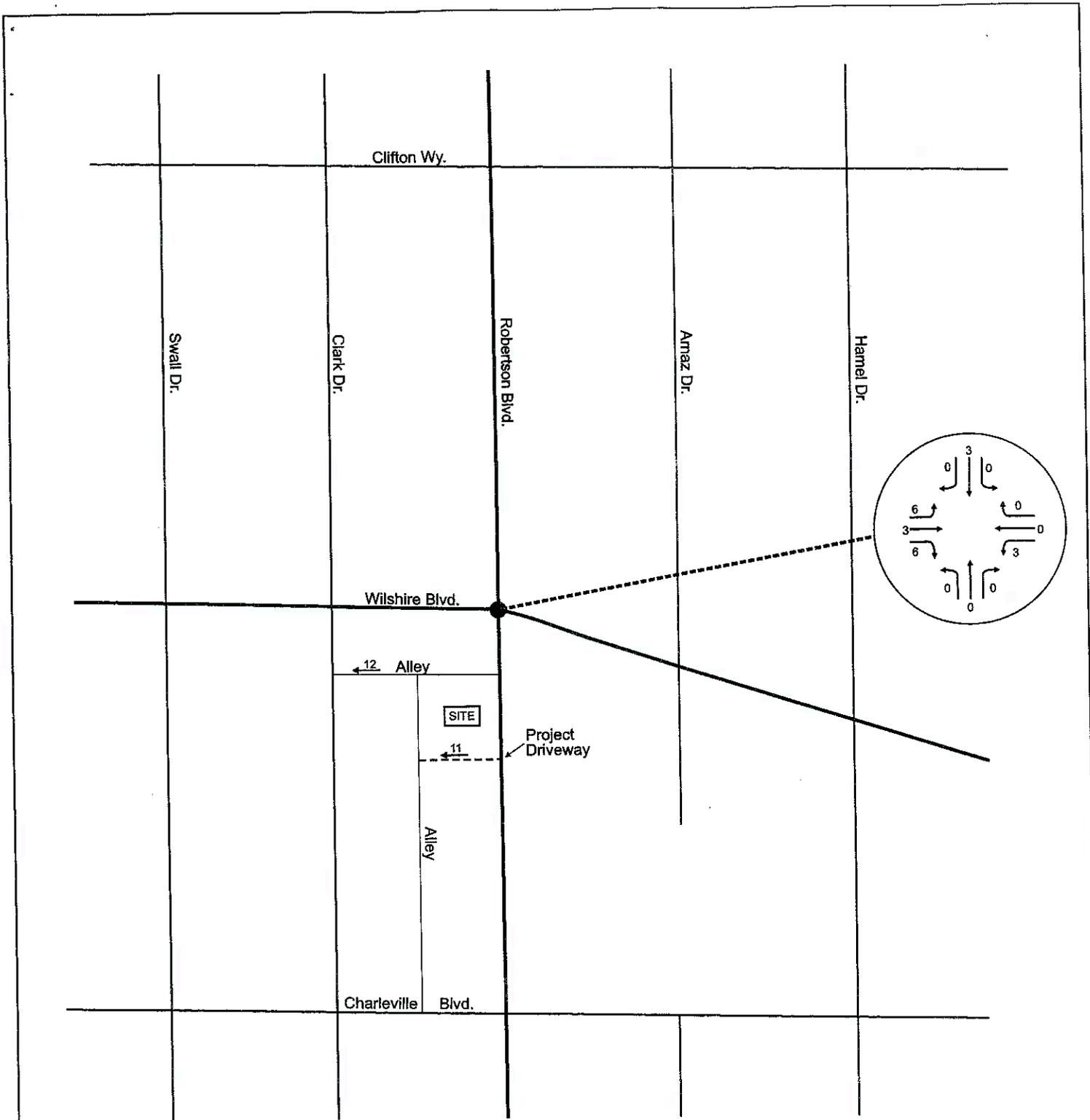


LEGEND

- Project Location
- Study Intersection
- \overrightarrow{xx} Intersection and Road Volume
- \overleftarrow{xx} Wrong-Way Movement and Volume



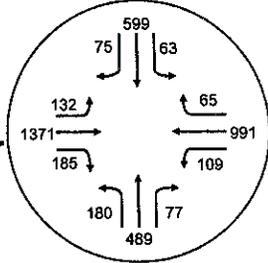
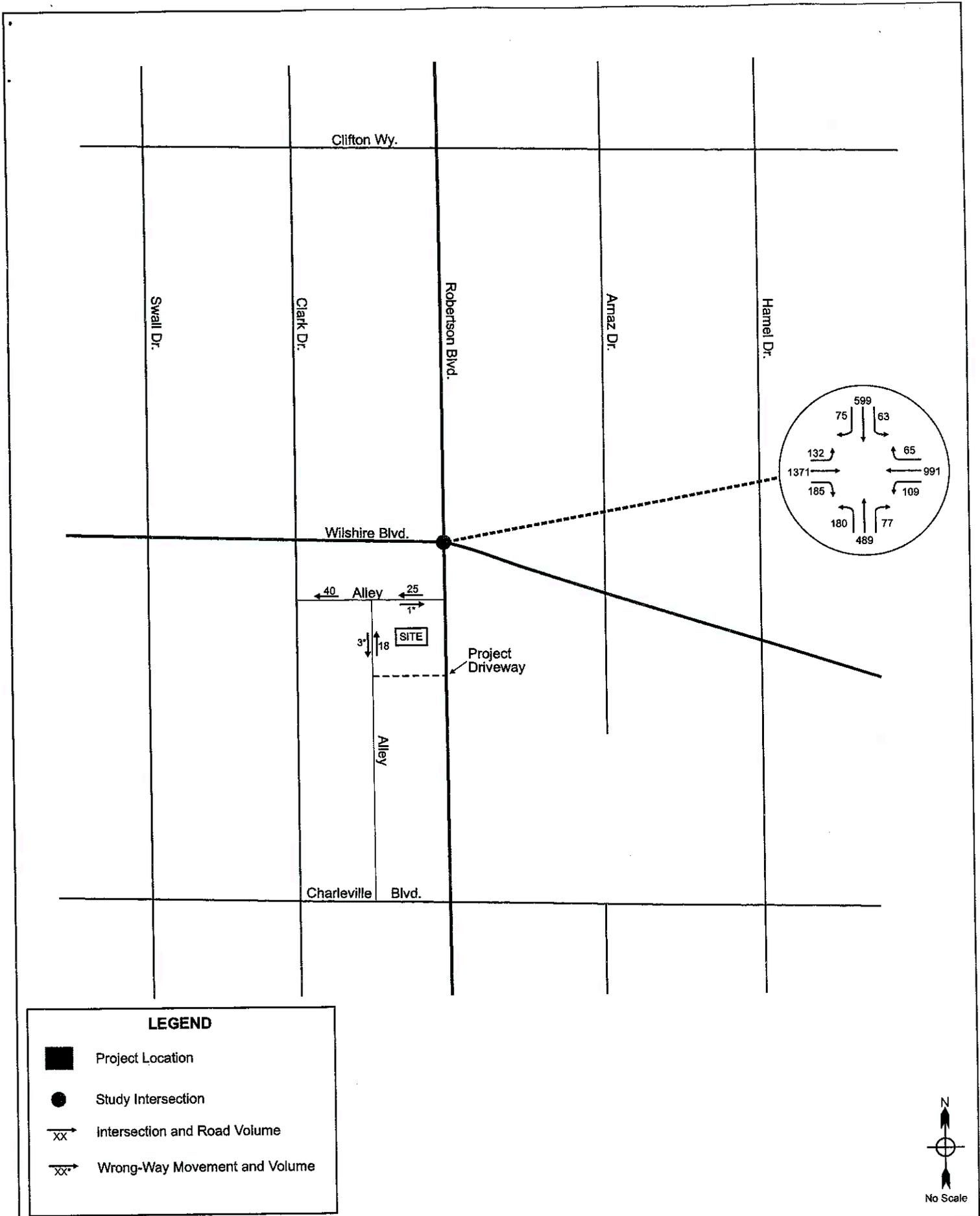
No Scale



LEGEND

- Project Location
- Study Intersection
- \overline{xx} Intersection and Road Volume
- $\overline{xx}^{\rightarrow}$ Wrong-Way Movement and Volume





LEGEND

- Project Location
- Study Intersection
- Intersection and Road Volume
- Wrong-Way Movement and Volume



No Scale

ATTACHMENT A

Intersection Turning Movement

Prepared by:
National Data & Surveying Services

N-S STREET: Robertson Blvd

DATE: 9/16/2008

LOCATION: City of Beverly Hills

E-W STREET: Wilshire Blvd

DAY: TUESDAY

PROJECT# 08-5033-002

LANES:	NORTHBOUND			SOUTHBOUND			EASTBOUND			WESTBOUND			TOTAL
	NL 1	NT 2	NR 0	SL 1	ST 2	SR 0	EL 1	ET 3	ER 0	WL 1	WT 3	WR 0	
1:00 PM													
1:15 PM													
1:30 PM													
1:45 PM													
2:00 PM													
2:15 PM													
2:30 PM													
2:45 PM													
3:00 PM													
3:15 PM													
3:30 PM													
3:45 PM													
4:00 PM	46	139	27	16	141	32	28	321	31	38	222	20	1061
4:15 PM	50	125	26	21	150	30	30	298	36	25	245	12	1048
4:30 PM	37	109	17	17	136	19	25	343	47	26	262	8	1046
4:45 PM	42	106	15	16	126	30	19	286	45	31	239	10	965
5:00 PM	45	104	11	17	133	20	22	278	45	26	177	13	891
5:15 PM	43	112	18	17	145	18	36	316	44	19	266	18	1052
5:30 PM	40	134	21	10	165	14	35	394	44	29	264	10	1160
5:45 PM	50	134	26	9	147	22	32	358	44	31	260	9	1122
6:00 PM													
6:15 PM													
6:30 PM													
6:45 PM													

TOTAL VOLUMES =	NL 353	NT 963	NR 161	SL 123	ST 1143	SR 185	EL 227	ET 2594	ER 336	WL 225	WT 1935	WR 100	TOTAL 8345
-----------------	-----------	-----------	-----------	-----------	------------	-----------	-----------	------------	-----------	-----------	------------	-----------	---------------

PM Peak Hr Begins at: 500 PM

PEAK VOLUMES =	178	484	76	53	590	74	125	1346	177	105	967	50	4225
PEAK HR. FACTOR:		0.879			0.948			0.871			0.926		0.911

CONTROL: Signalized

Attachment B

Alley Counts (Conducted on 10/7/2008 - Tuesday)

Every 15-Minute Interval	N/S Alley			E/W Alley			GRAND TOTAL
	NB	SB *	Total	EB *	WB	Total	
4:00 PM - 4:15 PM	3	2	5	0	5	5	10
4:15 PM - 4:30 PM	7	0	7	1	6	7	14
4:30 PM - 4:45 PM	1	0	1	0	5	5	6
4:45 PM - 5:00 PM	0	1	1	0	3	3	4
5:00 PM - 5:15 PM	2	0	2	0	2	2	4
5:15 PM - 5:30 PM	2	0	2	1	4	5	7
5:30 PM - 5:45 PM	0	3	3	0	10	10	13
5:45 PM - 6:00 PM	3	0	3	0	9	9	12

* Illegal movements were observed.

Peak Hour	N/S Alley			E/W Alley			GRAND TOTAL
	NB	SB *	Total	EB *	WB	Total	
4:00 PM - 5:00 PM	11	3	14	1	19	20	34
4:15 PM - 5:15 PM	10	1	11	1	16	17	28
4:30 PM - 5:30 PM	5	1	6	1	14	15	21
4:45 PM - 5:45 PM	4	4	8	1	19	20	28
5:00 PM - 6:00 PM	7	3	10	1	25	26	36

* Illegal movements were observed.

Attachment C
Level of Service Summary

Study Intersection	Existing 2008		Future 2009 Without-Project			Future 2009 With Project			Change in V/C	Sig Impact?
	PM Peak		PM Peak		PM Peak	PM Peak				
	V/C	LOS	V/C	LOS	V/C	V/C	LOS	LOS		
I Robertson Blvd & Wilshire Blvd	0.802	D	0.811	D	0.815	D	0.815	D	0.004	NO

Attachment D
Existing Site Trip Generation Survey
Conducted on 8/16/2007

Every 15-Minute Interval	On-Street		Parking Lot		Alley (Clark)		Alley (Swall)		TOTAL		
	In	Out	In	Out	In	Out	In	Out	In	Out	Total
4:00pm - 4:15pm	1			1					1	1	2
4:15pm - 4:30pm		1	1	2	3	1		1	4	5	9
4:30pm - 4:45pm					1	3	1		2	3	5
4:45pm - 5:00pm			1			2	1		2	2	4
5:00pm - 5:15pm					1	1			1	1	2
5:15pm - 5:30pm						1	1		1	1	2
5:30pm - 5:45pm			1	1		1	1		2	2	4
5:45pm - 6:00pm	2				1	2	1		4	2	6
6:00pm - 6:15pm	1				1	2	1	1	3	3	6
6:15pm - 6:30pm	1	2							1	2	3
6:30pm - 6:45pm		1	1	1		3	2		3	5	8
6:45pm - 7:00pm		1				1	1		1	2	3

Peak Hour	On-Street		Parking Lot		Alley (Clark)		Alley (Swall)		TOTAL		
	In	Out	In	Out	In	Out	In	Out	In	Out	Total
4:00pm - 5:00pm	1	1	2	3	4	6	2	1	9	11	20
4:15pm - 5:15pm	0	1	2	2	5	7	2	1	9	11	20
4:30pm - 5:30pm	0	0	1	0	2	7	3	0	6	7	13
4:45pm - 5:45pm	0	0	2	1	1	5	3	0	6	6	12
5:00pm - 6:00pm	2	0	1	1	2	5	3	0	8	6	14
5:15pm - 6:15pm	3	0	1	1	2	6	4	1	10	8	18
5:30pm - 6:30pm	4	2	1	1	2	5	3	1	10	9	19
5:45pm - 6:45pm	4	3	1	1	2	7	4	1	11	12	23
6:00pm - 7:00pm	2	4	1	1	1	6	4	1	8	12	20

**Attachment E
Trip Generation Evaluation**

	2007 Sales		
	Current Location (Olympic)	Proposed Location	% of current
<u>Breakdown of Sales Activities</u>			
- Lamborghini	45	45	6%
- Rolls Royce	54	0	-
- Bentley	340	0	-
- Aston Martin	136	0	-
- Bugatti	8	0	-
- Spyker	1	0	-
- Other - Used Vehicles	188	60	8%
<u>Total</u>	<u>772</u>	<u>105</u>	<u>14%</u>
AM Peak Hour Trips [b]	Negligible	Negligible	
PM Peak Hour Trips	23 [c]	14% of 23 = 3	

Notes:

- [a] Includes Rolls Royce, Bentley, Aston Martin, Lamborghini, Bugatti, Spyker and used vehicles.
- [b] Opens at 10 AM, negligible trips during 7-9 AM.
- [c] Based on driveway counts conducted by KOA on 8-16-2007 (Thursday).

Attachment F

Level of Service Calculations

Beverly Hills Lamborghini
Existing Conditions
PM Peak Hour

Level Of Service Computation Report

ICU 1(Loss as Cycle Length %) Method (Base Volume Alternative)

Intersection #1 Robertson Blvd & Wilshire Blvd

Cycle (sec): 100 Critical Vol./Cap.(X): 0.802
Loss Time (sec): 10 (Y+R=4.0 sec) Average Delay (sec/veh): xxxxxx
Optimal Cycle: 67 Level Of Service: D

Street Name:	Robertson Blvd						Wilshire Blvd					
Approach:	North Bound			South Bound			East Bound			West Bound		
Movement:	L	T	R	L	T	R	L	T	R	L	T	R
Control:	Prot+Permit			Prot+Permit			Prot+Permit			Prot+Permit		
Rights:	Include			Include			Include			Include		
Min. Green:	0	0	0	0	0	0	0	0	0	0	0	0
Lanes:	1	0	1	1	1	0	1	0	2	1	0	2

Volume Module:

Base Vol:	178	484	76	53	590	74	125	1346	177	105	967	50
Growth Adj:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Initial Bse:	178	484	76	53	590	74	125	1346	177	105	967	50
User Adj:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
PHF Adj:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
PHF Volume:	178	484	76	53	590	74	125	1346	177	105	967	50
Reduct Vol:	0	0	0	0	0	0	0	0	0	0	0	0
Reduced Vol:	178	484	76	53	590	74	125	1346	177	105	967	50
PCE Adj:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
MLF Adj:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Final Volume:	178	484	76	53	590	74	125	1346	177	105	967	50

Saturation Flow Module:

Sat/Lane:	1600	1600	1600	1600	1600	1600	1600	1600	1600	1600	1600	1600
Adjustment:	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Lanes:	1.00	1.73	0.27	1.00	1.78	0.22	1.00	2.65	0.35	1.00	2.85	0.15
Final Sat.:	1600	2766	434	1600	2843	357	1600	4242	558	1600	4564	236

Capacity Analysis Module:

Vol/Sat:	0.11	0.17	0.18	0.03	0.21	0.21	0.08	0.32	0.32	0.07	0.21	0.21
Crit Moves:	****			****			****			****		

Beverly Hills Lamborghini
Future Base Conditions
PM Peak Hour

Level Of Service Computation Report

ICU 1(Loss as Cycle Length %) Method (Future Volume Alternative)

Intersection #1 Robertson Blvd & Wilshire Blvd

Cycle (sec): 100 Critical Vol./Cap. (X): 0.811
Loss Time (sec): 10 (Y+R=4.0 sec) Average Delay (sec/veh): xxxxxx
Optimal Cycle: 69 Level Of Service: D

Table with columns for Street Name (Robertson Blvd, Wilshire Blvd), Approach (North Bound, South Bound, East Bound, West Bound), Movement (L, T, R), Control (Prot+Permit), Rights (Include), Min. Green, and Lanes.

Volume Module table with columns for Base Vol, Growth Adj, Initial Bse, Added Vol, PasserByVol, Initial Fut, User Adj, PHF Adj, PHF Volume, Reduct Vol, Reduced Vol, PCE Adj, MLF Adj, and Final Volume.

Saturation Flow Module table with columns for Sat/Lane, Adjustment, Lanes, and Final Sat.

Capacity Analysis Module table with columns for Vol/Sat and Crit Moves.

Beverly Hills Lamborghini
Future With Project Conditions
PM Peak Hour

Level Of Service Computation Report

ICU 1(Loss as Cycle Length %) Method (Future Volume Alternative)

Intersection #1 Robertson Blvd & Wilshire Blvd

Cycle (sec): 100 Critical Vol./Cap.(X): 0.815
Loss Time (sec): 10 (Y+R=4.0 sec) Average Delay (sec/veh): xxxxxx
Optimal Cycle: 70 Level Of Service: D

Table with columns for Street Name (Robertson Blvd, Wilshire Blvd), Approach (North Bound, South Bound, East Bound, West Bound), Movement (L, T, R), Control (Prot+Permit), Rights (Include), Min. Green, and Lanes.

Volume Module: Table with columns for Base Vol, Growth Adj, Initial Bse, Added Vol, PasserByVol, Initial Fut, User Adj, PHF Adj, PHF Volume, Reduct Vol, Reduced Vol, PCE Adj, MLF Adj, and Final Volume.

Saturation Flow Module: Table with columns for Sat/Lane, Adjustment, Lanes, and Final Sat.

Capacity Analysis Module: Table with columns for Vol/Sat and Crit Moves.

DKS Associates

TRANSPORTATION SOLUTIONS

October 22, 2008

Mr. Masa Alkire
City of Beverly Hills
455 N. Rexford Drive
Beverly Hills, California 90210

**Subject: Peer Review of Trip Generation Analysis for 121 & 125 S.
Robertson Boulevard: Beverly Hills Lamborghini**

P# 07079-000

Dear Mr. Alkire:

DKS Associates (DKS) appreciates this opportunity to provide peer review services of the trip generation analysis prepared for the Beverly Hills Lamborghini project located at 125 South Robertson Boulevard. This analysis was prepared by Katz, Okitsu & Associates (KOA) on October 8, 2008 and is attached to this letter.

The following presents our findings and recommendations of our peer review.

- We concur with KOA in their request to only analyze the p.m. peak hour given that the hours of operation of the project begin after the a.m. peak hour.
- We concur that the dealership meets special circumstances thereby making the use of ITE trip generation rates for a new car sales center invalid for its analysis.
- KOA's methodology to calculate trip generation for the project site appears to be correct. The trip generation survey conducted at a similar site (8833 West Olympic Boulevard, Beverly Hills) is accurate.
- We also concur with KOA's request to only analyze the intersection of South Robertson Boulevard/Wilshire Boulevard as well as the north-south alley at the western border of the site, seeing as the project will only contribute twenty-nine p.m. peak hour trips to the study area.
- We have previously visited the site and recommend that improved signage be placed to avoid head on collisions in the one-way alley. (i.e. no right turn, one way, or wrong way).



2222 Martin
Suite 150
Irvine, CA 92612

(949) 863-0041
(949) 863-1339 fax
www.dksassociates.com

Mr. Masa Alkire
October 22, 2008
Page 2 of 2

This concludes our peer review of the memorandum prepared for the proposed Beverly Hills Lamborghini dealership in the City of Beverly Hills.

Please contact me at (949) 863-0041 if you have any questions.

Sincerely,

DKS Associates
A California Corporation



Denis Bilodeau, P.E.
Senior Project Manager

Attachment

- Beverly Hills Lamborghini Trip Generation Analysis

Planning Commission Staff Report
121 South Robertson Boulevard
December 11, 2008

Attachment 3:

**Covenant and Agreement – Resolution 1466
Adopted by the Planning Commission – October 11, 2007**

This page is part of your document - DO NOT DISCARD



20080340871

Pages:
018



Recorded/Filed in Official Records
Recorder's Office, Los Angeles County,
California

Fee: 0.00

Tax: 0.00

Other: 0.00

Total: 0.00

02/28/08 AT 08:01AM

1685913 200802270220001 Mail

TITLE(S) :

COVENANT AND AGREEMENT



L E A D S H E E T

Assessor's Identification Number (AIN)

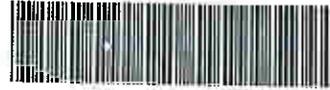
To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

Recording requested by
and when recorded mail to:

City Clerk
City of Beverly Hills
455 North Rexford Drive
Beverly Hills, California 90210-4817

02/28/08



20080340871

[SPACE ABOVE THIS LINE FOR RECORDER'S USE]

Recording Fee: Exempt pursuant to California
Government Code Section 27383

COVENANT & AGREEMENT
(Acceptance of Conditions of)
Conditional Use Permit for a Lamborghini Showroom
at 121 S. Robertson Boulevard

This covenant and agreement is made and entered into as of the 3rd day of December, 2007, by and among the undersigned, Marion N. Levenson, Trustee of the Marion N. Levenson Family Trust, (the "Owner"), Bruce Frederick on behalf of O'Gara Coach Company, an individual, (the "Applicant"), and the City of Beverly Hills, a municipal corporation (the "City"), with respect to the following facts:

RECITALS

A. The Owner hereby represents and warrants that Owner is the record owner of the following described real property (the "Property") located at 121 S. Robertson Boulevard in the City of Beverly Hills, County of Los Angeles, State of California, identified by Los Angeles County Assessor's Parcel Number(s) APN 4333-008-003 and more particularly and legally described as follows:

Lot 5 & 6 of Tract No. 6380 MB 69, Pages 11-20, City of Beverly Hills as recorded in the Records of the County Recorder of the County Los Angeles.

B. The Applicant submitted an application to the City of Beverly Hills for a Conditional Use Permit for a Lamborghini Automobile Showroom at 121 S. Robertson Boulevard.

C. Applicant is the President of the O'Gara Coach Company, the Lessee of the Owner and leases the property from the Owner.

D. On October 11, 2007, Applicant obtained a Conditional Use Permit from the City of Beverly Hills pursuant to the Planning Commission Resolution No. 1485 (the "Resolution"). A copy of the Resolution is attached hereto and incorporated by this reference as Exhibit "A". The Applicant wishes to avail itself of the benefits of the Resolution.

3

E. The Beverly Hills Planning Commission (the "Planning Commission") issued the Conditional Use Permit subject to various conditions set forth in the Resolution. Condition No. 15, set forth in Section 7 of the Resolution, requires recordation of a covenant, in a form satisfactory to the City Attorney, accepting the conditions of approval of the Resolution.

F. The City has a property interest in the streets adjacent to the Property and owns other property within the City.

NOW, THEREFORE, in consideration of the foregoing, and as a condition of the issuance of the necessary permits and certificates in connection therewith, the Owner and the Applicant covenant, promise and agree, on behalf of the Owner and the Applicant, and on behalf of each of their heirs, representatives, successors, and assigns (including, without limitation, each person having any interest in the Property derived through any owner of the Property) (collectively, the "Successors"), for the benefit of the City, the public, the City's property interest in the street commonly known as Robertson Boulevard the sidewalks around it, the City's other public property, and the Property, as follows:

1. The Owner and the Applicant shall accept and abide by all of the conditions of approval set forth in the Planning Commission Resolution No. 1485, Exhibit A.

2. It is the intention hereof that this covenant and agreement shall constitute a covenant running with the land owned by the Owner and running with the property interest possessed by the Applicant. This covenant and agreement shall be enforceable by and shall inure to the benefit of the City and the City's successor and assigns, and shall be jointly and severally binding upon the Owner, the Applicant, and each of their Successors.

3. This covenant and agreement shall remain in effect until released in writing by the order of the Planning Commission or the City Council upon a determination that this covenant and agreement is no longer required.

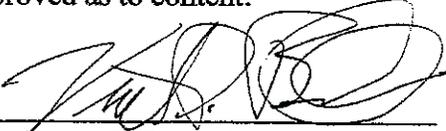
4. Should any provision, section, paragraph, sentence, clause or word of this covenant and agreement be rendered or declared invalid or ineffective by any final action in a court of competent jurisdiction, or by reason of any preemptive legislation, the remaining provisions, sections, paragraphs, sentences, clauses, and words of this covenant and agreement shall remain in full force and effect.

5. This covenant and agreement shall be recorded in the office of the County Recorder for the County of Los Angeles,

Executed this 3 day of December, 2007.

CITY OF BEVERLY HILLS

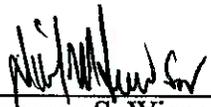
Approved as to content:

By: 
Vincent P. Bertoni, AICP
Director of Community Development

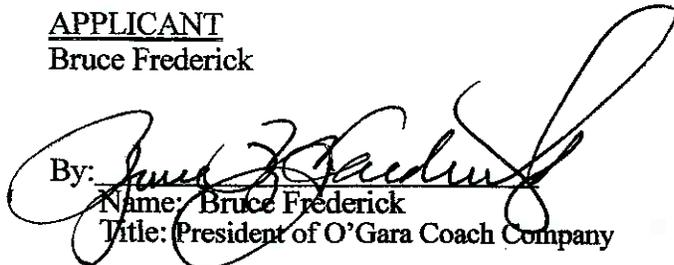
OWNER:
Marion N. Levenson, Family Trust

By: 
Name: Marion N. Levenson
Title: Trustee

Approved as to form:

By: 
Laurence S. Wiener
City Attorney

APPLICANT
Bruce Frederick

By: 
Name: Bruce Frederick
Title: President of O'Gara Coach Company

*** / Attach ALL PURPOSE ACKNOWLEDGMENT**

Note: If the Owner or Applicant is a corporate entity, signatures from two corporate offices are required. One signature must be from any officer in Group A, and one signature must be from any officer if Group B as follows:

- Group A: the chairman of the board, the president, or any vice president
- Group B: the secretary, any assistant secretary, the chief financial officer, or any assistant treasurer of the corporation.

State of California
County of Los Angeles

On Dec 3rd, 2007 before me (insert name and title of the officer), personally appeared Bruce Frederick who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by in his/her/their signature(s) on the instrument, the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Christine L. Rogers (Seal)



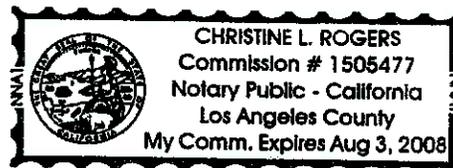
State of California
County of Los Angeles

6

On Dec 3rd, 2007 before me (insert name and title of the officer), personally appeared Marion N. Levenson who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by in his/her/their signature(s) on the instrument, the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Christine L. Rogers (Seal)



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

On February 11, 2008 before me, PATRICIA E. Ogden, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Vincent P. Beeton
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Patricia E. Ogden
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Covenant + Agreement

Document Date: _____ Number of Pages: _____

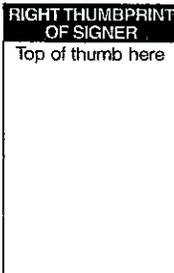
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

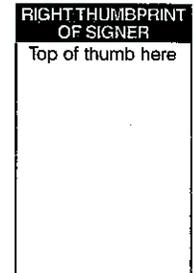
Signer Is Representing: _____



Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____



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EXHIBIT "A"
RESOLUTION NO. 1485

Exhibit "A" consists of 10 pages, excluding this cover page

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RESOLUTION NO. 1485

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BEVERLY HILLS CONDITIONALLY APPROVING A REQUEST FOR A CONDITIONAL USE PERMIT FOR A LAMBORGHINI AUTOMOBILE SHOWROOM AT 121 SOUTH ROBERTSON BOULEVARD (O'GARA COACH CO.)

Section 1. Bruce Frederick, on behalf of O'Gara Coach Company, (tenant at 125 South Robertson Blvd) and the Marion N. Levenson Family Trust, (property owner at 121 South Robertson Blvd) (collectively, the "applicant") has submitted an application for a Conditional Use Permit ("C.U.P.") to use the existing 2250 square foot tenant space, addressed as 125 South Robertson Boulevard as a showroom and sales office for Lamborghini automobiles. The project does not propose the operation of either vehicle services or a fuel station at the project. Six parking spaces will continue to be provided for the tenant space addressed 125 South Robertson Boulevard. Twelve parking spaces will be provided for the overall building.

The project is located in the C-3 Zone which allows vehicle sales and service uses if authorized by a C.U.P.

Section 2. On October 11, 2007, the Planning Commission held a duly noticed public hearing to consider the application. Evidence, both written and oral, was presented at said hearing.

Section 3. The applicant is proposing to locate the automobile showroom in one of the two tenant spaces located in the existing building at 121 South Robertson Boulevard. The building was originally constructed in 1925. No expansion of floor-space, change to

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structure height or increase in building size is proposed. There will be no servicing of vehicles at this location. O'Gara Coach Co. has existing service facilities located in West Los Angeles. No truck drop-off or pick-up of vehicles is proposed for the project site or on South Robertson Boulevard. It is proposed that truck drop-offs and pick-ups for Lamborghini inventory occur on Olympic Boulevard in the designated truck drop-off areas for the existing O'Gara Coach dealership located at 8833 Olympic Boulevard.

The project involves the renovation of the interior of the tenant space to display four vehicles. Also proposed for the interior space is a lounge seating area, an accessories display, a coffee bar, a desk and a restroom. A façade remodel is proposed for the exterior of the structure. The applicant has proposed to update the exterior with new white and grey paint with a black roofline. "Lamborghini Beverly Hills" signage is proposed.

It is proposed to reconfigure six existing parking spaces on the southern portion of the site from diagonal parking oriented for entry from the alley, to angled parking spaces oriented for entry from a new access off of Robertson Boulevard. The building will continue to have a total of 12 parking spaces. A small outdoor vehicle display area is proposed to be located along the fence fronting the lot. All vehicles are proposed to leave the site through the alley behind the dealership. Vehicles leaving the site would turn north onto the alley and then west along another alley and outlet onto Clark Drive.

Section 4. The Project has been environmentally reviewed pursuant to the provisions of the California Environmental Quality Act (Public Resources Code Sections 21000, et seq. ("CEQA"), 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, determined that there was no substantial evidence that approval of the Project may have significant environmental impact. Accordingly, the City prepared a negative declaration in accordance with Section 15070 of the State CEQA Guidelines. Pursuant to Section 15074(b) of said Guidelines, the Planning Commission independently reviewed and considered the contents of the initial study and the negative declaration prior to deciding whether to approve the Project. Based on the initial study, the negative declaration, the comments received thereon, and the record before the Planning Commission, the Planning Commission hereby finds that the negative declaration prepared for the Project represents the independent judgment of the City and that there is no substantial evidence that the approval of the Project may have any significant environmental impact. The documents and other material which constitute the record on which this decision is based are located in the Department of Planning and Community Development at 455 North Rexford Drive in Beverly Hills, California and are in the custody of the Director of Planning and Community Development.

Section 5. In reviewing the request for a C.U.P., the Planning Commission evaluated whether the proposed location of the use will be detrimental to adjacent property or the public welfare. The Planning Commission also considered:

- (1) Whether the proposed use is compatible with the area and surrounding uses;
- (2) Whether the proposed use will have adequate buffering between the use and residential areas;
- (3) Whether the proposed use will create an adverse traffic impact or a traffic safety

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hazard to pedestrians or to vehicles, including but not limited to, any adverse impact on traffic circulation or parking; and

(4) Whether the proposed use will create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation.

Section 6. Based upon the evidence presented, the Planning Commission hereby finds as follows with respect to the application for a C.U.P.:

6.1 As conditioned, the proposed showroom expansion is compatible with the area and surrounding uses. The proposed use is currently allowed by the Zoning Code and is in conformance with the General Plan. It is the replacement of a commercial personal service use with a luxury automotive retail use. The hours of operation for the facility are no more intense than the existing retail uses along this portion of South Robertson Boulevard. O'Gara Coach company sold 70 Lamborghini vehicles in 2006 and does not anticipate a substantial increase in vehicles sales by moving to this location. Given the very low volume of sales it is not anticipated that the use will generate substantial additional traffic to and from the site.

6.2 As conditioned, the proposed showroom expansion will not result in any additional need for buffering between the Dealership and the neighboring residential area. There is an alley separating the location of this existing commercial structure from the single family residential lots located on Clark Drive. The project is required to comply with the City's Commercial-Residential Transition Ordinance because of the site's proximity to residential properties. Specifically, section 10-3-1955 requires that the placement of mechanical equipment and reflective material not impact residential neighbors.

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6.3 As conditioned, the proposed showroom expansion will not change how the existing Dealership operates and it will not create an adverse traffic impact or a traffic safety hazard to pedestrians or to vehicles, including but not limited to, any adverse impact on traffic circulation or parking. The submitted traffic analysis concludes that there will be negligible impacts during AM peak period traffic and very small increases to overall trips in the PM peak period as a result of this project. The project will not result in any change in level of service at the critical intersection of Wilshire Boulevard and Robertson Boulevard. Therefore no adverse traffic impacts are foreseen to be generated by this project. The low speed movement of vehicles in the alley on their way to exit onto Clark Drive and eventually Wilshire Boulevard should not create additional traffic safety hazards to pedestrians or to vehicles.

6.4 As conditioned, the proposed showroom expansion will not create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation. No vehicle servicing is proposed for the site. Some short term noise impacts are possible during the indoor tenant improvement and outdoor façade remodel and parking lot changes but these will be short-term in nature and after completion should improve the appearance of the existing commercial structure. The structure could use some exterior refreshing as the site has been the subject of graffiti enforcement actions by City Code Enforcement in the past.

For the reasons stated in the above paragraph and those stated in paragraphs 6.1 through 6.3, the Project will not create excessive noise, unpleasant odors, noxious fumes, excessive lighting, or substantial interference with neighboring properties or uses due to activities associated with the proposed use or its hours of operation.

Section 7. Based upon the foregoing, the Planning Commission hereby approves the C.U.P. for the Project, subject to the following conditions:

1. The project shall be improved and maintained in substantial conformance to the plans submitted to the Planning Commission for its meeting of October 11, 2007.
2. The project shall be subject to architectural review and approval by the City's Architectural Commission.
3. All test driving of vehicles are required to follow to route prescribed in the submitted test drive route on file with the Planning Division. The Planning Commission expressly reserves the jurisdiction relative to impacts associated with the test drive route and the right to impose additional conditions as necessary to mitigate any unanticipated impacts caused by the proposed Project as they arise.
4. The applicant shall provide free off-street parking for all dealership employees during all hours of operation.
5. Truck delivery, service and maintenance of vehicles must occur off-site at the O'Gara Coach Company service facility, currently located in West Los Angeles. Additionally, limited truck deliveries may occur at the designated vehicle delivery locations authorized in Planning Commission Resolution No. 1466 for O'Gara Coach Company's Olympic Boulevard showroom.
6. Hours of operation are restricted to the following:
 - Monday to Friday, 10 AM to 7 PM
 - Saturday, 10 AM to 5 PM
 - Sunday, 11 AM to 4 PM

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7. The applicant shall adequately protect the existing mature tree located on Robertson Boulevard near the vehicle access to the project site. The location of the curb-cut and ~~access to the site is subject to approval by the City's Urban Forester.~~ The Urban Forester will require the applicant to provide an arborist's report that identifies any long term effects on the stability of the tree in relation to the proposed curb-cut.
 8. The applicant is responsible to pay the City's costs for the installation of one way directional signs and the painting of speed and directional arrows in the alley adjacent to the project site. The location of signs and painting is subject to approval by the City's Engineering Division.
 9. The applicant shall pay the costs of removal and revenue loss of metered parking spaces that are adjacent to the site during the construction phase. This fee will be collected at the time that the applicant applies for issuance of the street use permit. Please contact Public Works/Transportation Department, Permit Desk at 310-285-2506.
 10. The validity of this Conditional Use Permit is limited to automobile dealerships with another facility in the City of Beverly Hills. This permit authorizes a vehicle showroom that is an ancillary location to a larger dealership facility within the City.
 11. This Conditional Use Permit is valid for a period of ten (10) years from the date of the ~~Planning Commission's adoption of this Resolution.~~
 12. This Conditional Use Permit shall expire if there is an interruption of the automobile sales use for a period greater than three (3) months.
 13. These conditions of approval shall run with the land and shall remain in full force and effect for the duration of the life of this project.

STANDARD CONDITIONS

14. 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, the owner and their heirs, representatives, successors and assigns shall comply with all such modified or additional conditions.

15. This Resolution approving a C.U.P. shall not become effective until the Applicant signs a statement, satisfactory in form and content to the City Attorney, accepting the conditions of approval set forth in this resolution. The statement shall include a copy of this resolution as an exhibit.

The Applicant shall deliver the executed statement to the Department of Community Development within 60 days of the Planning Commission's adoption of this resolution. If the Applicant fails to deliver the executed statement within the required 60 days, this resolution approving a C.U.P. shall be null and void and of no further effect. Notwithstanding the foregoing, the Director of Planning and Community Development may, upon a request by the Applicant, grant a waiver from the 60-day time limit if, at the time of the request, the Director determines that there have been no substantial changes to any federal, state or local law that would affect the C.U.P.

16. 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 the filing of the Notice of Determination, along with the appropriate Department of Fish and Game filing fee.

Section 8. The Secretary of the Planning Commission shall certify to the passage,

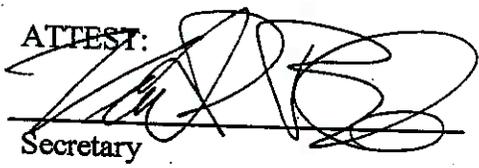
approval, and adoption of this resolution, and shall cause this resolution and his certification to be entered in the Book of Resolutions of the Planning Commission of the City.

Adopted: October 11, 2007

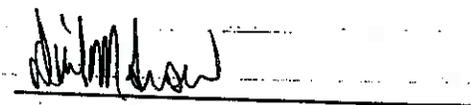


Noah D. Furie
Chair of the Planning Commission
of the City of Beverly Hills, California

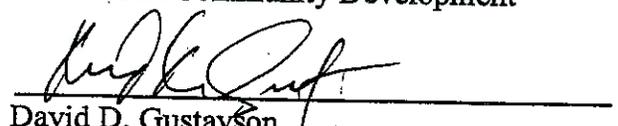
ATTEST:


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 and Transportation

STATE OF CALIFORNIA)

COUNTY OF LOS ANGELES) SS.

CITY OF BEVERLY HILLS)

I, VINCENT P. BERTONI, Secretary of the Planning Commission and Director of Community Development of the City of Beverly Hills, California, do hereby certify that the foregoing is a true and correct copy of Resolution No. 1485 duly passed, approved and adopted by the Planning Commission of said City at a meeting of said Commission on October 11, 2007, and thereafter duly signed by the Secretary of the Planning Commission, as indicated; and that the Planning Commission of the City consists of five (5) members and said Resolution was passed by the following vote of said Commission, to wit:

AYES: Commissioners Bosse, Vice Chair Reims, and Chair Furie.

NOES: None.

ABSTAIN: None.

ABSENT: Commissioners Cole and Marks.



VINCENT P. BERTONI, AICP
Secretary of the Planning Commission/
Director of Community Development
City of Beverly Hills, California