

Image Source: Gensler, May 2008

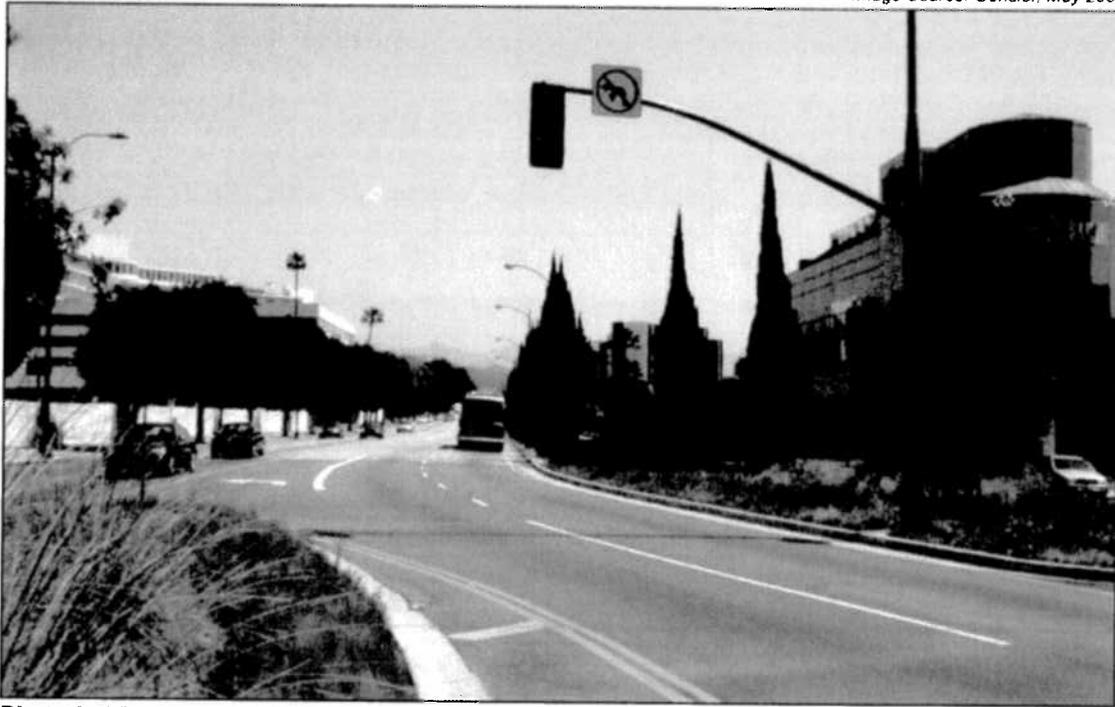


Photo A - View of project site looking east from the Santa Monica Boulevard/Moreno Drive intersection (Viewpoint 4).



Photo B - Same view with project + cumulative development. General massing of proposed Beverly Hilton and 9900 Wilshire projects are shown at left.

Note: These figures illustrate the entire potential area within which buildings could be built, however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Cumulative Massing Model Photosimulation (Including Potential 60-Foot Heights)

Figure 3
City of Beverly Hills



Image Source: Gensler, May 2008 and Jeffrey M. Kalban & Associates, 2008.



Photo A - View of project site looking east on Wilshire Boulevard approaching Santa Monica Boulevard/ Wilshire Boulevard intersection (Viewpoint 2). A portion of Parcel 3 is visible in the left side of the frame, and a portion of Parcel 2 in the right side of the frame.



Photo B - Same view with approximate potential building mass for Parcel 3 shown on the left and proposed building mass for Parcel 2 on the right.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Massing Model Photosimulation (Including Potential 60-Foot Heights)

Figure 4
City of Beverly Hills



Image Source: Gensler, March 2008



Photo A - View looking east at Parcel 3 from the fountain at the northern corner of the Wilshire Boulevard/Santa Monica Boulevard intersection (Viewpoint 1).



Photo B - Same view with potential building mass for Parcel 3 shown.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Massing Model Photosimulation (Including Potential 60-Foot Heights)

Figure 5

City of Beverly Hills



Photo A - View of project site looking north on Charleville Boulevard towards the project site (Viewpoint 6).

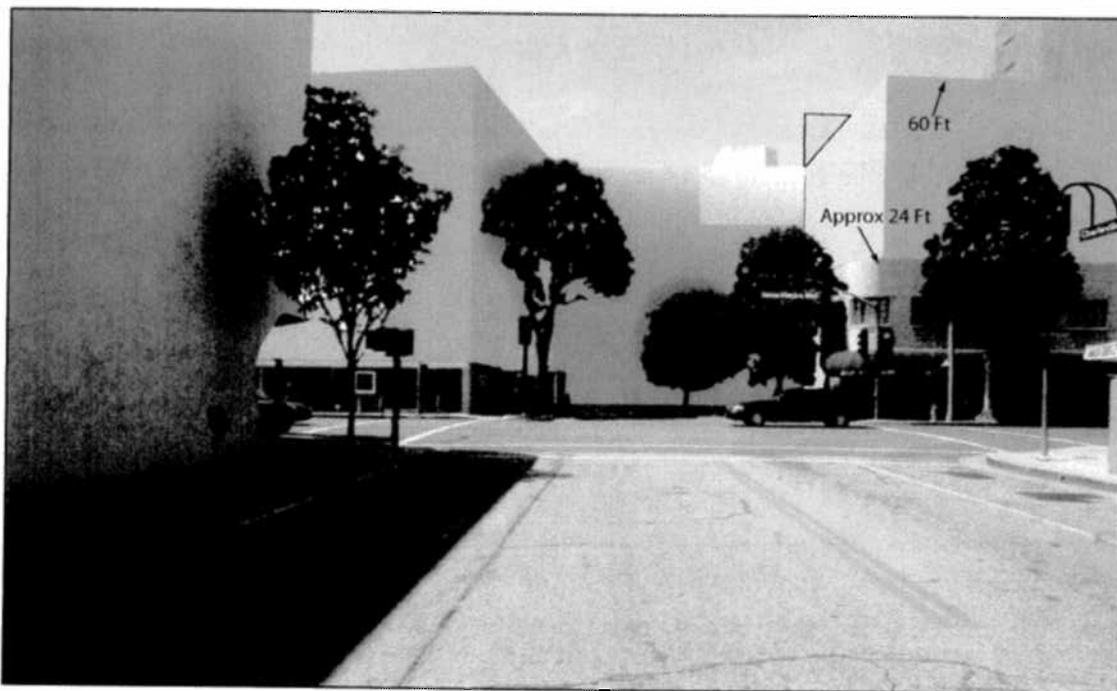


Photo B - Same view with potential overlay massing plus cumulative development showing potential development up to 60 feet.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Cumulative Massing Model Photosimulation (Including Potential 60-Foot Heights)

Figure 6

City of Beverly Hills



Source: Gensler, March 2008.

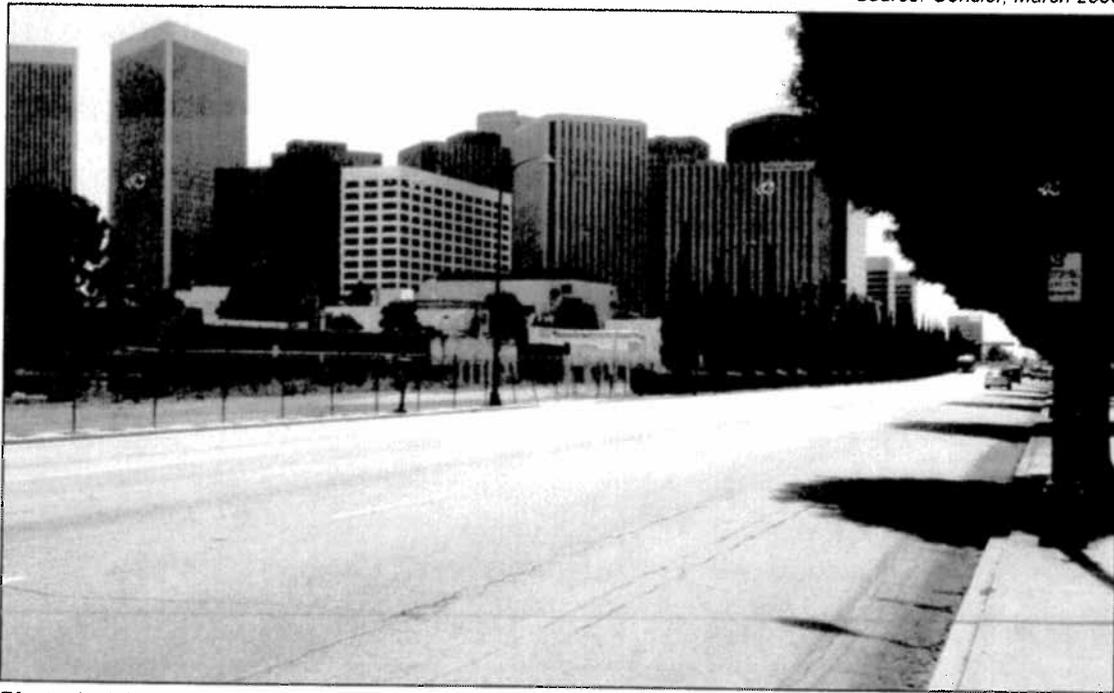


Photo A - View of project site looking west on Santa Monica Boulevard from just west of the Wilshire Boulevard/Santa Monica Boulevard intersection (Viewpoint 5). Parcel 1 and the western portion of Parcel 2 are visible.

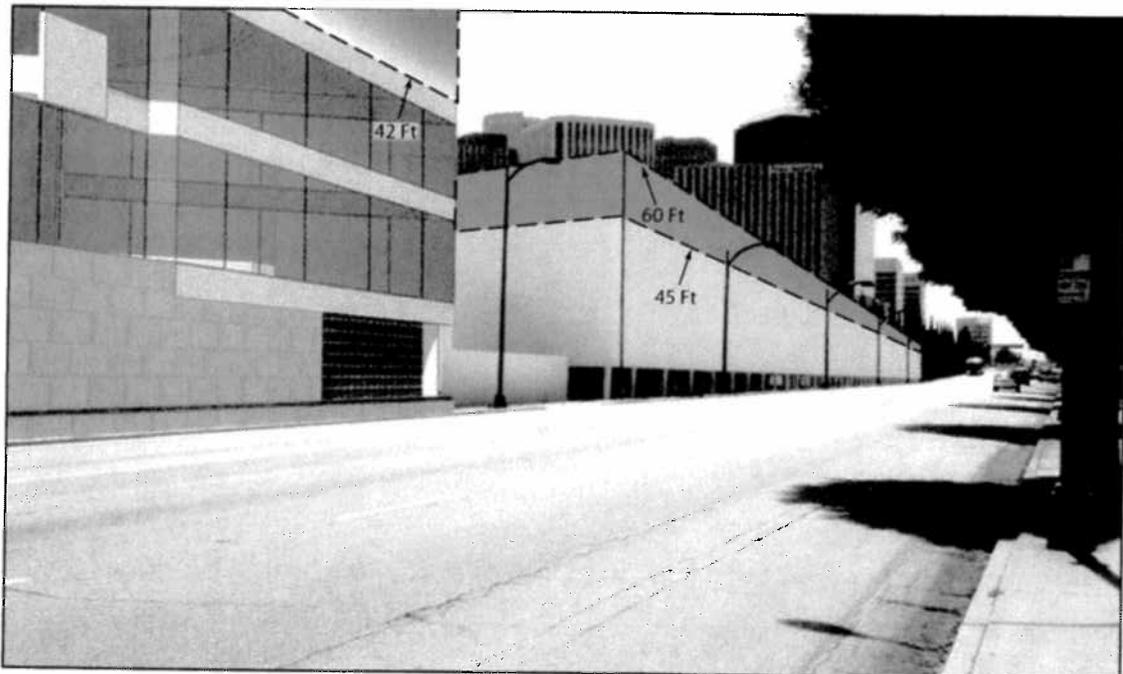


Photo B - Same view with potential building mass for Parcel 2 shown on the left and potential building mass for Parcel 1 on the right.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Massing Model Photosimulation (Including Potential 60-Foot Heights)

Figure 7
City of Beverly Hills



Image Source: Gensler, March 2008.



Photo A - View of project site looking west on Santa Monica Boulevard from east of the Wilshire Boulevard/ Santa Monica Boulevard intersection (Viewpoint 7). Parcel 3 is in the foreground, and parcels 2 and 1 are visible in the distance.

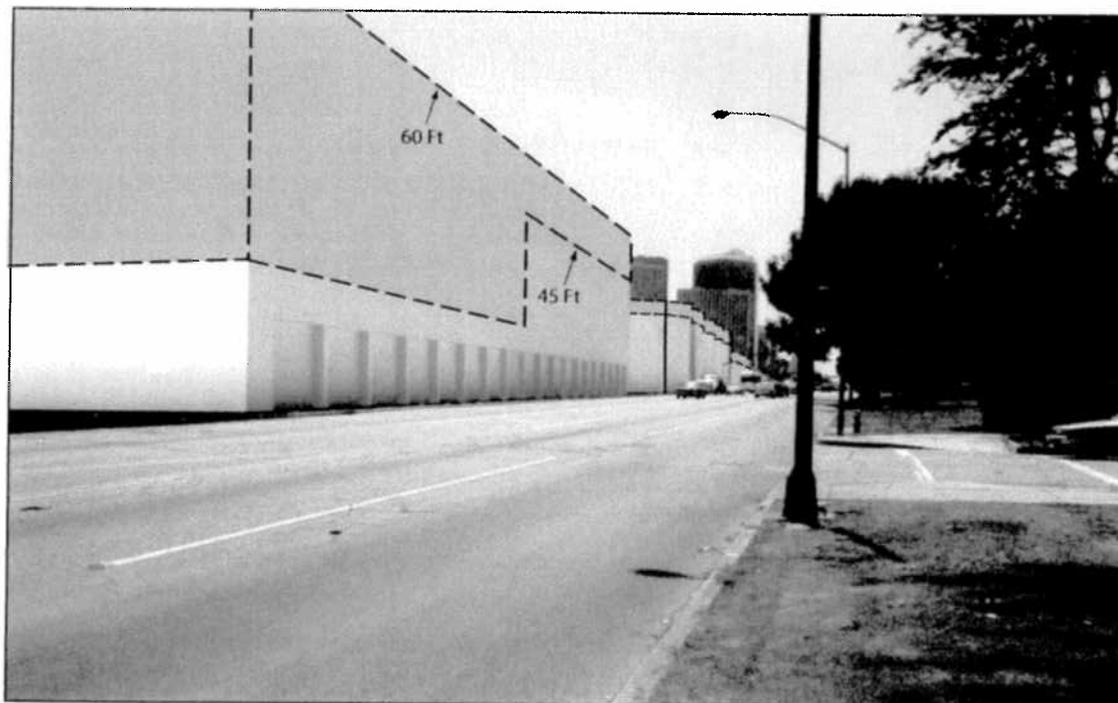


Photo B - Same view with approximate potential building mass for Parcel 3 in the foreground, and Parcel 2 and Parcel 1 in the distance.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Massing Model Photosimulation (Including Potential 60-Foot Heights)



Image Source: Gensler, March 2008



Photo A - View of project site looking west on Wilshire Boulevard from the Wilshire Boulevard/Santa Monica Boulevard intersection (Viewpoint 3). A portion of Parcel 3 is visible in the right side of the frame, and a portion of Parcel 2 in the left side of the frame.



Photo B - Same view with potential overlay plus cumulative development. General massing of proposed Beverly Hilton and 9900 Wilshire projects are shown at left.

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.

Cumulative Massing Model Photosimulation (Including Potential 60-ft Heights)



Similar to the original project analyzed in the March 2011 Final EIR, the revised project would not obstruct views of Beverly Gardens Park from Santa Monica Boulevard, the City's only designated scenic highway. The revised project would not block valued views from adjacent hotels, as most of the high quality views from existing guest rooms, particularly those in the Beverly Hilton, are higher than the potential structures that could be built on the project site. Buildout of the project area, in conformance within the proposed Overlay Zone objectives, would therefore not result in a substantial adverse effect on scenic vistas from important view corridors, or significantly reduce views of important visual resources. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, the proposed Overlay Zone project impacts would be less than significant and no mitigation is required.

Visual Character. The visual character of the project area is currently of low-to moderate quality. Low quality areas primarily include the properties currently zoned T-1 and fronting directly onto Santa Monica Boulevard. The land uses of moderate visual quality include the existing commercial retail uses fronting directly onto South Santa Monica Boulevard. The revised development scenario would limit building heights to 60 feet, in contrast with the maximum 45-foot height limits of the original project, and assumes a buildout FAR of less than 2.0 (combination of 2.0 and 1.5) over the project area, slightly less than the original project. Although the building heights could exceed the 45-foot building height maximum analyzed in the original Gateway Project EIR in some locations, the proposed Overlay Zone objectives require the integration of ample setback areas and building modulation at each project area intersection, along with pedestrian amenities, green space, significant public art, iconic architecture or other elements determined to be appropriate (See Section 2.0 *Project Description* for additional requirements).

Future construction of buildings with a maximum height of 60 feet, designed in conformance with the overlay zone objectives, would be compatible with the surrounding commercial and hotel development, because, among other things, the Beverly Hilton Hotel, Peninsula Hotel, and assorted commercial buildings are similar in height. Although, as shown in the figures above, higher building heights could potentially increase the perception of massing in the project area, required consistency with the proposed objectives and greater FAR limitations would result in a higher-quality development scenario that would have greater compatibility with the surrounding area and a more nuanced and appropriate massing. It should be noted that the project studied in the EIR contemplated a rezone to C-3 for the T-1 parcels, which would have allowed a by-right 2.0 FAR project on those properties. In contrast, the revised project would allow for design and consistency review of projects before the overlay could be applied, and at a lower FAR as well. The single-family residential neighborhoods located across Santa Monica Boulevard and north of Parcel 3 would not be significantly impacted by the proposed project, as they are buffered by Beverly Gardens Park and the busy four lane roadway. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, the proposed Overlay Zone project would not create a visual "transitional conflict" or an abrupt change of scale compared to surrounding development.

Finally, it should be noted that adoption of the proposed Overlay Zone would require each future development application submitted within the project area to undergo review and



approval by the City's Planning Commission and Architectural Commission. The Commission's review process would assess the quality of each project's design, the compatibility of the materials and colors with existing development, and would also determine a project's overall consistency with the proposed Overlay Zone objectives and development standards. The extent to which each specific development project within the proposed Overlay Zone integrates appropriate setbacks, building modulation, pedestrian amenities, green spaces, and iconic architecture (especially on Parcels 2 and 3, pursuant to Overlay Zone Objective No. 9 listed above in Section 2.0 *Project Description*) would be a particular point of emphasis during Planning Commission and Architectural Commission reviews.

Buildout of the revised project would not degrade the aesthetic quality of the project area or result in incompatible development. In addition, compliance with applicable proposed Overlay Zone development objectives and standards would be required in order to allow any property owner or project developer to request development within the project area in accordance with the proposed Overlay Zone development standards (e.g., a project with a FAR of between 1.5 and 2.0 FAR and buildings up to 60 feet in height). Without a formal determination of overlay zone consistency, any project development would be held to the underlying zoning standards. To ensure continuity of pedestrian realm functionality and design, Mitigation measure AES-2 from the March 2011 Final EIR would apply. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, the Overlay Zone project impacts on visual character would be less than significant with mitigation. March 2011 Final EIR. Because of the design flexibility and design objectives introduced by the proposed overlay, aesthetic impacts would likely be reduced overall compared with the project studied in the EIR.

Light and Glare. Development of the proposed Overlay Zone project would eliminate some existing light and glare sources and introduce new ones. Potential new sources of lighting would include the windows of the commercial office and retail space, which would allow spillover of light onto the street and towards neighboring land uses, and from the illumination of exterior building lights. Parking garage ingress and egress points would also be lighted, and headlights of vehicles entering and exiting the structure at night would cast light onto roadways and surrounding properties. In addition, building signs, including those used to identify the ground floor uses, could result in light and glare impacts. The revised project development scenario described in Section 2.0 and the project analyzed in the March 2011 Final EIR would be similar in this regard. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, impacts would be less than significant after implementation of Mitigation Measure AES-3 included in the March 2011 Final EIR.

Shade and Shadow. Maximum building heights under the revised project would be 60 feet, as opposed to 45 feet for the project studied in the Final EIR. This could increase the length of shadows at some locations in comparison to the original project. The projected summer solstice (June 21) shadows for the Overlay Zone project are shown on Figure 10. (Please note that similar to the visual simulations above, the entire project area was modeled at a 60-foot height, even though based on the proposed overlay limitations only portions could actually be built to that height.) During the summer months, shadows would fall primarily on the site and surrounding streets and sidewalks. In the late afternoon, after 5:00 p.m., a small portion of the eastern wing of the Peninsula Hotel would be shaded by the revised development scenario. However, the duration of shading would be under four hours, would be at the very end of the



day, and would shade only a small portion of the hotel. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, March 2011 Final EIR shade and shadow impacts would be less than significant during the summer months.

The estimated winter solstice (December 21) shadows for revised project maximum building heights are illustrated on Figure 11. During winter mornings, two shadow-sensitive uses, the Beverly Hilton Hotel and Beverly Gardens Park, would be shaded by the Overlay Zone development scenario. Shadow-sensitive portions of the hotel and park would be free of project generated shadows shortly after 10:00 a.m., or after approximately three hours. New structures would shade only the western portions of the hotel and only one relatively small area of Beverly Gardens Park. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, March 2011 Final EIR shade and shadow impacts would be less than significant during the winter months.

3.2 Air Quality

Two categories of air quality impacts were evaluated: construction emissions and operational emissions. Construction-related emissions are associated with construction activities such as demolition, earthmoving, use of construction equipment, and application of coatings to surfaces. Operational emissions are primarily associated with mobile sources (e.g. vehicle trips generated by the project).

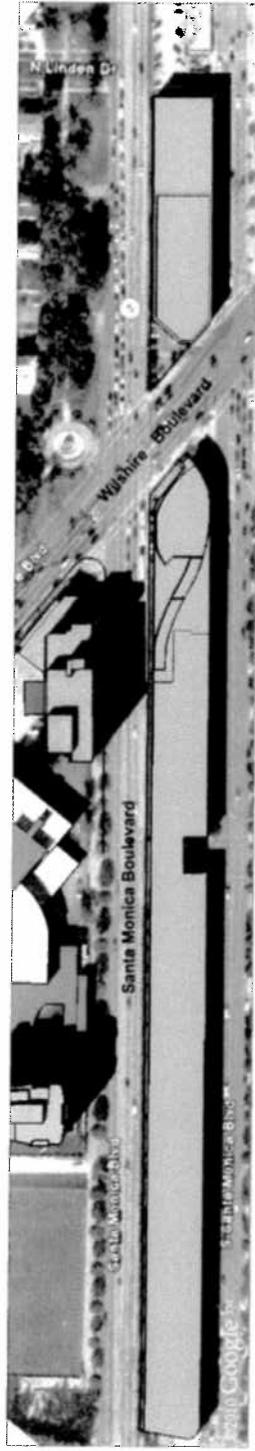
Construction. Temporary air pollutant emissions generated by construction activities associated with buildout of the revised project would be slightly reduced compared to the estimated maximum daily construction emissions for the March 2011 Final EIR development scenario. Although the proposed Overlay Zone project assumes the potential for demolition of all commercial retail structures located along South Santa Monica Boulevard, this does not represent a change from the existing zoning and land use designations, which already allow re-development on these properties up to 2.0 FAR. The revised project buildout FAR of less than 2.0 (combination of 2.0 and 1.5) could generate a slightly larger volume of soil material during the excavation phase when compared to the original project. However, this would be offset by a reduction in total on-site parking requirements related to the reduction in FAR, increased setbacks and landscaping, and improved access to alternative modes of transportation. Similar to the project analyzed in the March 2011 Final EIR, concurrent development within the revised project area is assumed to last approximately 20 months.

As with the original project, estimated temporary construction emissions for the revised project would likely exceed SCAQMD thresholds for ROG, NO_x, PM₁₀ and PM_{2.5} (assuming concurrent buildout). Therefore, similar to the original project, impacts from construction generated emissions would be potentially significant. Mitigation Measures AQ-1(a) and AQ-1(b), as included in the March 2011 Final EIR would be required of the revised project to reduce construction related PM₁₀ and PM_{2.5} emissions below SCAQMD thresholds. However, temporary construction-related NO_x emissions would still exceed the SCAQMD thresholds even after implementation of mitigation measures AQ-1(a) and AQ-1(b). However, the additional potential emissions would be only incrementally higher than those analyzed for the

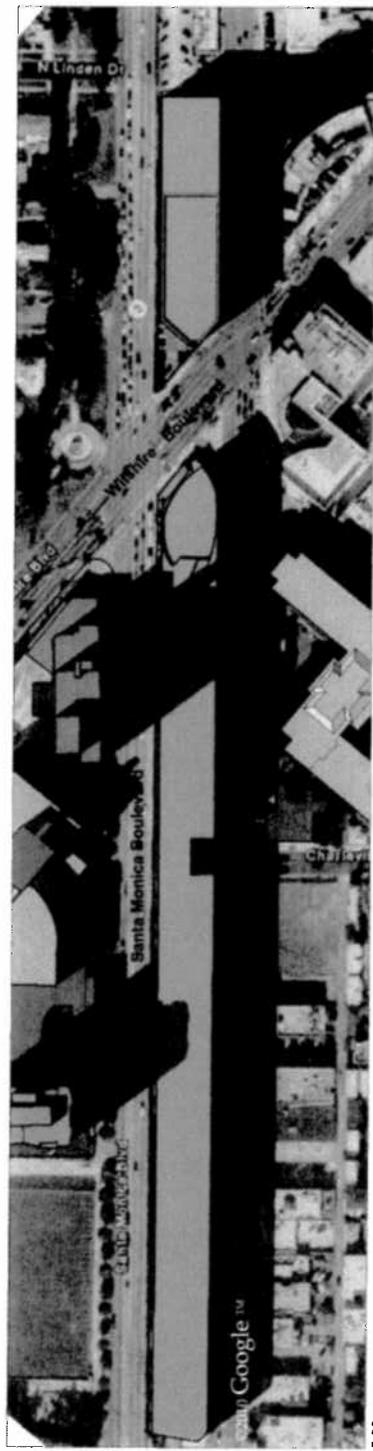




9:00 am
Scale: 1" = 200'



3:00 pm
Scale: 1" = 200'



5:00 pm
Scale: 1" = 200'



Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed FAR limitations would not allow buildout to this volume.



9:00 am
 Scale: 1" = 200'



12:00 pm
 Scale: 1" = 200'



3:00 pm
 Scale: 1" = 200'

Note: These figures illustrate the entire potential area within which buildings could be built; however, the combination of the proposed overlay design standards and the existing and proposed PAR limitations would not allow buildout to this volume.

Aerial Source: Google 2010.
 Rincón Consultants, Inc., April 2012

Winter Solstice Shadow - December 21st

Figure 11
 City of Beverly Hills



9:00 am oblique view looking west
 Scale: 1" = 200'

original project, which itself were based on a maximum (and therefore unlikely) scenario in which all potential development would occur at once. Thus the increase would not be expected to be substantial. After applying the same thresholds of significance discussed in Section 4.2.2(a) of the March 2011 Final EIR, NO_x impacts would remain significant and unavoidable assuming a simultaneous buildout scenario. If concurrent buildout of all three parcels did not occur, NO_x impacts would likely be reduced to less than significant levels after incorporation of Mitigation Measures AQ-1 (a) and AQ-1(b), as included in the March 2011 Final EIR.

Operation. Operation of the revised project would generate air pollutant emissions that are incrementally reduced compared to the emissions estimated for the project analyzed in the March 2011 Final EIR (See EIR Table 4.2-12). The incremental decrease would be a result of the reduction in permitted FAR from 2.0 to an average of 2.0 and 1.5. Although the reduced FAR would reduce the number of vehicle trips attributed to the revised project area when compared to the original project, the emission sources would still be similar (e.g. vehicle trips and the use of electricity, natural gas heating and landscaping maintenance equipment). The incremental decrease in ROC, NO_x, CO, PM₁₀ and PM_{2.5} emissions associated with the revised project would not exceed the SCAQMD thresholds discussed in Section 4.2.2(a) of the March 2011 Final EIR. Impacts would remain less than significant.

CO Hotspot Analysis. The cumulative traffic plus project traffic was used to screen for potential CO impacts. Similar to the original project analyzed in the March 2011 Final EIR, the revised development scenario would have a significant and unavoidable traffic impact at the intersection of South Santa Monica Boulevard/Wilshire Boulevard. This intersection is forecast to operate at LOS F during the weekday a.m., mid-day, and p.m. peak hours under cumulative plus project conditions. The highest estimated one-hour CO concentrations (2.8 ppm) would occur at this intersection. This would not exceed the California one-hour standard of 20 ppm or the federal one-hour standard of 35 ppm. The project would also not exceed the California and federal 8-hour CO standard of 9.0 ppm. After applying the same thresholds of significance discussed in Section 4.2.2(a) of the March 2011 Final EIR, CO impacts would remain less than significant.

3.3 Cultural Resources

San Buenaventura Research Associates (SBRA) prepared a historic resources report in July 2008 for the original Beverly Hills Gateway project. Of the eight properties evaluated in the 2008 Historic Resources Report, only one was found to be eligible for listing on the National Register of Historic Places (NRHP) and California Register of Historical Resources (CRHR) and for designation as a City of Beverly Hills landmark. The building located at 9949 Santa Monica Boulevard was considered a very good example of the Streamline Moderne architectural style and was identified in the *City of Beverly Hills Historic Resources Survey Report, Survey Area 5: Commercial Properties* survey update as a potential contributor to a multiple-resource (noncontiguous) CRHR-eligible historic district composed of six Art Deco/Moderne buildings (Jones & Stokes, 2006).

SBRA prepared an addendum to the original 2008 report to analyze 11 additional buildings present within the expanded project area boundaries (1.46 acres) (Attachment 1 to this



memorandum). Although the revised project does not change the development potential on the C-3 zoned properties where these buildings are located (other than potential building height), the City wished to disclose the potential for historic resources to be affected by future development on those properties. The buildings present in the expanded project area (as shown in Figure 2 of the Historic Resources Report Addendum) were evaluated for their potential eligibility for the National Register of Historic Places (NRHP), California Register of Historical Resources (CRHR) or for designation as City of Beverly Hills landmarks, based primarily upon visual evidence, documentation in previous investigations, and the historical contextual themes developed by Jones & Stokes, 2006. Limited property-specific research was conducted, primarily utilizing building permits.

Based on the addendum to the original historic resources report, eight additional buildings within the project area are considered potentially historic resources. Six properties are considered potentially historic based upon their age and integrity. Two are considered notable examples of the Streamline Moderne architectural style of the late 1930s and “Post World War II Commercial Building” context described by Jones and Stokes (2006), respectively. Table S-3 summarizes these findings.

**Table S-3
 Summary of Historic Resources Present
 Within the Revised Project Area**

Property Address	Historic Determination	Qualifying Historic Criteria
9869-77 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9879 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9985-87 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9901-05 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9935 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9953 Santa Monica Boulevard	Potentially Eligible	Sufficient Age and Integrity
9889-99 Santa Monica Boulevard	Appears Eligible	Typifies the Streamline Moderne architectural style of the late 1930s.
9915 Santa Monica Boulevard.	Appears Eligible	Typifies the “Post World War II Commercial Buildings”

Source: San Buenaventura Research Associates, Historic Resources Report Addendum, April 2012.

Although no specific development is proposed as part of the revised project, it would establish a zoning overlay that could involve future development of the entire project area. Future applicants requesting development on the above referenced properties in conformance with the proposed Overlay Zone could result in impacts to the design integrity of the CRHR-eligible historic district composed of six Art Deco/Moderne buildings as defined and identified in the *City of Beverly Hills Historic Resources Survey Report, Survey Area 5: Commercial Properties* survey update. In addition, future development would likely impact individual structures potentially



eligible under the National Register of Historic Places (NRHP), California Register of Historical Resources (CRHR) or City of Beverly Hills landmark criteria. After applying the same thresholds of significance discussed in Section 4.4.2(a) of the March 2011 Final EIR, the impacts associated with the proposed Overlay Zone project are considered potentially significant and adverse, but mitigable to a less than significant level. Mitigation measures CR-1(a) and CR-1 (b) required in the March 2011 Final EIR would apply to the revised project. In addition, the following additional mitigation measure would be required as part of any future project-specific environmental analysis prepared for any specific project proposed within the revised project area.

CRS-1 Prior to the application of the overlay zone to individual parcels within the revised project area, or to buildings defined in the Historic Resources Report Addendum as Previously Found to be Eligible, Potentially Eligible, or Appears to be Eligible, the City of Beverly Hills shall require the preparation of a Historic Resources Report for the affected property by a qualified historian or architectural historian. This report shall determine if the property is eligible for listing or designation in the NRIIP, CRIIR or as a City of Beverly Hills landmark. For properties that are found to be eligible the findings of the Historic Resources Report shall be included in the project specific environmental document prepared for the development project.

This additional mitigation measure would be adopted as part of the mitigation monitoring and reporting program.

Similar to the original project analyzed in the March 2011 Final EIR, the surface of the project site has been previously disturbed and developed and no archeological or paleontological resources are known to have been discovered. However, excavation required for building foundations and the subterranean parking structure has the potential to disturb previously unknown archaeological or paleontological resources and/or human remains. Similar to the original project studied in the March 2011 Final EIR, this represents a potentially significant impact unless mitigated. After applying the same thresholds of significance discussed in Section 4.4.2(a) of the March 2011 Final EIR, the proposed Overlay Zone project impacts on cultural resources would be less than significant with mitigation, similar to the project analyzed in the March 2011 Final EIR.

3.4 Hazards and Hazardous Materials

Based on the age of the buildings within revised project area, it is possible that asbestos is present in the existing structures on the C-3 properties. Future development within the project area could include demolition of the existing buildings and structures, which could contain asbestos. Demolition could potentially create a significant hazard to the public or the environment through the release of this hazardous material. Asbestos Containing Material (ACM) would require abatement prior to demolition or renovation of any existing building within the project area. Adherence to existing regulations, including SCAQMD Rule 1403, requires that the owner or operator of any demolition or renovation activity have an asbestos survey performed prior to demolition. After applying the same thresholds of significance discussed in Section 4.5.2(a) of the March 2011 Final EIR, impacts related to the release of ACM would be less than significant after compliance with Mitigation Measure HAZ-1, as outlined in



the March 2011 Final EIR. Similar to the original project analyzed in the March 2011 Final EIR, impacts would be less than significant with mitigation.

Construction on each of the parcels may involve the demolition of all or portions of the existing buildings. Due to their age, they may contain lead-based paint. If present, lead-based paint requires abatement prior to demolition or renovation of any existing building. After applying the same thresholds of significance discussed in Section 4.5.2(a) of the March 2011 Final EIR, impacts related to lead-based paint exposure would be less than significant after compliance with Mitigation Measure HAZ-2(a), as outlined in the March 2011 Final EIR. Similar to the original project analyzed in the March 2011 Final EIR, impacts would be less than significant with mitigation.

Phase I and Phase II Environmental Site Assessment reports prepared by Rincon Consultants, Inc. indicate that historic activities on-site have introduced contaminants to the soil, including arsenic. Groundwater contamination may have also occurred due to the historic and ongoing activities. After applying the same thresholds of significance discussed in Section 4.5.2(a) of the March 2011 Final EIR, impacts related to contaminated soil or groundwater exposure would be less than significant after compliance with Mitigation Measures HAZ-3(a) through HAZ-3(d), as outlined in the March 2011 Final EIR. Similar to the original project analyzed in the March 2011 Final EIR, impacts would be less than significant after mitigation.

3.5 Land Use and Planning

The project area has underlying land use designations of Railroad and Commercial - Low Density General, with corresponding zoning designations of T-1 (Transportation) and C-3 (Commercial). Pursuant to Section 10-3-2302 of the City Code, the T-1 District allows railway transportation, stations, depots and related uses. The T-1 zoned areas within the revised project area currently allow surface parking and associated accessory structures (kiosks) to support the nearby commercial businesses in the area through the Transportation Overlay zone process. No commercial uses are currently present or allowed on the T-1 zoned properties. Pursuant to Section 10-3-1601, properties with a zoning designation of C-3 are allowed a wide range of commercial uses, including, but not limited to: café, cinema or theater, exercise club, library, lunchroom, office, parking garage, shop for the conducting of wholesale or retail business, store, studio, tailor, upholsterer or any similar use. Current development standards within the C-3 zone limit building heights to 45 feet and limit the floor area ratio (FAR) to 2.0:1.

The original project analyzed in the March 2011 Final EIR included a formal request for a General Plan Amendment and Zone Change on parcels 1, 2, and 3 from T-1 to C-3. Approval of the requested Zone Change and Land Use Designation as described in the March 2011 Final EIR would essentially allow future development to occur on Parcels 1, 2, and 3, as both the proposed Parcel 2 project and the potential buildout analyzed in the Final EIR for Parcels 1 and 3 would be made consistent with the underlying land and zoning designations of the subject properties. When compared to the original project, the revised development scenario would potentially increase maximum building heights from 45 feet to 60 feet and decrease the maximum F.A.R from 2.0 to a level between 1.5 and 2.0, depending on the relative portions of T-1 and C-3 properties in the specific development project. However, the revised project would not result in any legislative change to the underlying General Plan land use designation or the



zoning designation. Any requested change to the underlying land use or zoning designation would be considered by the City on a case-by-case basis as part of specific future development applications within the Overlay project area.

Under the revised project scenario, the fundamental change to the City's zoning ordinance would be adoption of the Overlay Zone, including objectives listed in Section 1.0 *Introduction*. These objectives most notably encourage: (1) a coordinated approach to the development of parcels zoned C-3 and T-1; (2) the establishment of pedestrian, bicycle, and vehicular access and connectivity within and between Overlay Zone properties, the adjacent C-3 properties, and residential and hotel development built or planned across North Santa Monica Boulevard, and (3) the use of iconic architecture and incorporation substantial area dedicated to green space, public open space, and pedestrian amenities to promote the garden characteristics of the City. The Overlay Project's compliance with these, and other applicable development guidelines listed in Section 2.0 would help ensure that the project would be compatible in scale with any adjacent (existing or planned) land uses. After applying the same thresholds of significance discussed in Section 4.1.2(a) of the March 2011 Final EIR, land use impacts associated with the processing of a General Plan Amendment and Zone Change would be incrementally reduced when compared to the original project analyzed in the March 2011 Final EIR, and would remain less than significant.

The proposed Overlay Zone Project would be consistent with the adopted Beverly Hills General Plan's objectives and recommendations. The proposed Overlay Zone objectives and standards are listed above in Section 2.0. Specifically, the proposed Overlay zone objectives require that development be consistent with the purpose and intent of the proposed Overlay Zone and the General Plan. After reviewing the applicable General Plan policies contained within Table 4.3-2 of the March 2011 Final EIR, the proposed Overlay Zone project would be consistent with the General Plan objectives and recommendations that relate to avoiding or mitigating environmental impacts. The primary objective of the proposed Overlay Zone and the corresponding development standards is to allow broad design flexibility for each future development project proposed within the project area. In addition, the revised project would allow a step-up in building height from 45 feet to 60 feet, but only if a specific development proposal maximizes building setbacks, spaces for pedestrian amenities and landscaping, and includes innovative urban design and building architecture. In this regard, the revised project would further enhance consistency with the General Plan policies, as it would require future project development applications to comply with the following Overlay Zone design objectives:

- *Development shall take advantage of design flexibility incorporated into the Overlay Zone to create iconic architecture that promotes the image of the City and that respects the scale, mass and character of surrounding development in the immediate vicinity. Building facades visible from public streets shall exhibit innovative design and/or distinctive architectural merit.*
- *Project design and site planning shall incorporate substantial area dedicated to green space, public open space, and pedestrian amenities, and balance building height with consideration of step backs and landscaping adjacent to public streets to promote the appearance of a green belt and to minimize the appearance of a canyon effect along North Santa Monica Boulevard; buildings shall be well modulated, with appropriate setbacks on higher floors.*



- *Development shall be designed with pedestrian-oriented amenities and uses at the ground floor that encourage pedestrian activity during daytime and nighttime hours and to promote pedestrian friendly developments that provide essential services to the City's residents.*
- *Development on Parcels 2 and 3 shall provide significant setbacks from the intersection of Wilshire Boulevard and North and South Santa Monica Boulevard to aesthetically complement Beverly Gardens Park and the fountain plaza, and planned open space at the northwest corner of Wilshire Boulevard and North Santa Monica Boulevard. The setback area at the intersections shall include pedestrian amenities, green space, significant public art, or other elements determined to be appropriate by the reviewing authority. The size and shape of the setbacks on Parcel 2 shall be a primary consideration for any approval by the reviewing authority of maximum height allowances on that Parcel.*

Future development proposals would be required comply with all of overlay zone objectives and standards, which would ensure consistency with all General Plan policies. When compared to the original project analyzed in the March 2011 Final EIR, impacts would be incrementally reduced and would remain less than significant.

3.6 Noise

Noise impacts are evaluated in two categories: construction noise sources and operational noise sources. Construction related noise sources are associated with construction activities such as demolition, earthmoving and the use of construction equipment. Operational noise is primarily associated with stationary sources, including rooftop mechanical equipment and mobile sources such as vehicles traveling to and from the project area.

Construction. Similar to the original project analyzed in the March 2011 Final EIR, construction of the revised project would generate temporary noise levels that could affect sensitive receptors near the project site, particularly the residences and hotels across North Santa Monica Boulevard and South Santa Monica Boulevard. Assuming concurrent buildout of projects on parcels 1, 2, and 3 within the proposed Overlay Zone, construction activities could generate noise levels exceeding thresholds for noise and groundborne vibration. Construction noise impacts would be incrementally reduced when compared to the original project analyzed in the March 2011 Final EIR. The primary factor contributing to the potential decrease in construction noise would be the reduction in the permitted project area FAR from 2.0 (as proposed in the original project) to an average between 2.0 and 1.5, which would incrementally reduce parking requirements on-site and would thus reduce the need to excavate beneath the project site for the construction of subterranean parking structures to accommodate future development. Although this reduction would be offset by the proposed overlay zone's requirement that additional public parking be required, the resulting amount of excavation would be generally similar. Similar to the original project, the construction of foundations for these parking structures could require pile-driving activities, which could result in noise levels that exceed thresholds for off-site sensitive uses located northwest and southeast of the project area. All construction activities associated with buildout of the revised project would only be permitted during the hours of 8:00 AM and 6:00 PM in accordance with Beverly Hills Municipal Code Section 5-1-206. After applying the same thresholds of significance discussed in Section 4.6.2(a) of the March 2011 Final EIR, construction noise impacts would be less than significant after compliance with Mitigation Measures N-1(a) through N-1(g) included in the March 2011



Final EIR. Similar to the original project analyzed in the March 2011 Final EIR, impacts would remain less than significant after mitigation.

Operation. Operation of the revised project would increase the number of vehicle trips to and from the project area, which would in turn increase traffic noise on area roadways. As discussed in Section 3.8 *Traffic and Circulation*, traffic related impacts would be similar to the original project analyzed in the March 2011 Final EIR, although slightly reduced. Therefore, the proposed Overlay Zone project would be expected to generate no more than a 1dBA increase in traffic noise along area roadways. Impacts would remain less than significant.

Stationary noise sources associated with the revised project would include light machinery, rooftop ventilation and heating systems, delivery trucks, trash hauling, conversations, door slamming, etc. Existing noise levels measured along Santa Monica Boulevard currently exceed 70 dBA. These elevated levels are due to high activity on the boulevards, including retail and restaurant uses, and consistent traffic along busy streets. Therefore, the revised project's estimated operational noise is not expected to significantly affect nearby sensitive receptors, due to the relatively low frequency and the lower noise sensitivity of receptors during normal business hours (where operational activity would be the most intense and thus operational noise would be the most noticeable). After applying the same thresholds of significance discussed in Section 4.6.2(a) of the March 2011 Final EIR, operational noise related to commercial deliveries or trash pick-up outside of normal business hours was considered a less than significant impact after compliance with mitigation measures N-3(a) and N-3(b) included in the March 2011 Final EIR. Similar to the original project analyzed in the March 2011 Final EIR, impacts would remain less than significant after mitigation.

3.7 Public Services and Utilities

Fire Protection. The revised project could increase the maximum permitted building to 60 feet and would increase the total area available for urban development when compared to the original project. Despite the potential increase in building height, and development area, the BHFD presently responds to emergency calls throughout the City with adequate service and within the response time targets (John Karns, 2008). Three fire stations are between one and two miles from the project site and the project site is within an existing response area. Therefore, fires and medical emergency incidents expected to occur within the project area could be addressed with existing staffing and equipment typically found at City fire stations. The BHFD would complete a specific fire safety review of specific development plans before any development could proceed within the proposed Overlay Zone. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts to fire and emergency services would be less than significant. However, if the BHFD identifies specific fire flow deficiencies during plan review, any proposed project would be required to pay its "fair share" of the cost to upgrade. Therefore, Mitigation Measure PSU-1 included in the March 2011 Final EIR would apply to the revised project. Impacts would remain less than significant after mitigation.

Police Protection. New development facilitated by adoption of the Overlay Zone project would incrementally reduce the overall development potential within the project area. The primary factor contributing to the potential decrease in total building square footage would be



the reduction in the permitted project area FAR from 2.0 (as proposed in the original project) to a level between 1.5 and 2.0. This would in turn incrementally decrease the demand for police protection services. The City is well equipped to handle new development and has adequate levels of protection (Sgt. Perez, 2008). Therefore, development within the Overlay Zone project area would not significantly diminish the ability of the BHPD to provide police services. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts would remain less than significant without mitigation.

Water Demand. New development facilitated by adoption of the Overlay Zone project would incrementally reduce the overall development potential within the project area. This would in turn incrementally decrease water demand, when compared to the original project analyzed in the March 2011 Final EIR. Water demand would be slightly below the 218 Acre-Feet per year (AFY) surplus identified in the Water Supply Assessment through the year 2030. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts on water demand would remain less than significant without mitigation.

Wastewater Demand. New development facilitated by adoption of the Overlay Zone project would incrementally reduce the overall development potential within the project area. This would in turn incrementally decrease wastewater generation when compared to the original project analyzed in the March 2011 Final EIR. The on-site sewage collection and conveyance system has been designed to handle the expected flows from within project area. As part of standard building plan check, the City of Beverly Hills Engineering staff would review any formal development plans to ensure compliance with all design standards. Furthermore, the Hyperion Treatment Plant, which ultimately treats the City's wastewater, is operating below capacity. The Overlay Zone project could be expected to represent slightly less than the 0.039 percent of excess capacity estimated for the original Gateway Project analyzed in the March 2011 Final EIR. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts on wastewater demand would remain less than significant after compliance with Mitigation Measure PSU-4 included in the March 2011 Final EIR.

Stormwater Runoff. The revised project would replace partially permeable surfaces on portions of parcels 1 and 2 with paving, commercial structures, and landscaping.. The revised project's proposed development of additional properties zoned C-3 would incrementally reduce stormwater runoff within parcels 1, 2, and 3. The revised project objectives require the dedication of substantial green space and public open space adjacent to public streets, which would convert these areas developed almost entirely with impervious surfaces into urban spaces capable of capturing and treating stormwater runoff prior to off-site discharge into the City's storm drain system . The additional open space development requirements combined with the City's Storm Water and Urban Runoff Pollution Control regulations (BHMC Article 5) would incrementally reduce impacts to the City's stormwater infrastructure. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts would remain less than significant after compliance with Mitigation Measure PSU-5 included in the March 2011 Final EIR.



Solid Waste. The revised project would incrementally decrease construction related solid-waste impacts when compared to the original project, due to the slight reduction in development potential in the project area compared to that studied in the EIR. Similar to the original project, building demolition would be required. However, the handling of demolition waste would be subject to AB 939 requirements for salvaging, recycling, and reuse of materials from demolition and construction activity occurring within the project area. Disposal and demolition would be a one-time activity and project development would be required to divert at least 50 percent of its waste from landfills. Furthermore, the four landfills serving the City of Beverly Hills have adequate capacity to accommodate the anticipated demolition debris. Similar to the original project analyzed in the Gateway Project EIR, construction related solid waste impacts would be less than significant as long as the applicable ordinances are followed.

Despite the increased land area available for development under the revised project area, it is reasonable to assume that the operational solid waste generation would be similar or incrementally less than the 0.042 percent of the daily solid waste tonnage (after source reduction and recycling programs) estimated for the original project. The decrease in the revised project FAR from 2.0 to a level between 1.5 and 2.0 would reduce the total permitted building square footage within the project area. Moreover, the integration of additional building setbacks and open space areas would be required for any future project proposing buildout up to the allowed maximum FARs. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts would remain less than significant, as the Overlay Zone project would be required to comply with the City's solid waste diversion targets and would include spaces for recycling pursuant to SB 1405.

Energy. The revised project could potentially require alterations to existing energy distribution systems or installation of new facilities or equipment, such as transformers, natural gas pipelines or connections. Each specific development application filed within the revised project area would be responsible for paying the applicable connection fees, which would address any potential impacts. The City Engineer, SCE and the Gas Company would review formal development plans prior to issuance of any building permits. After applying the same thresholds of significance discussed in Section 4.7.2(a) of the March 2011 Final EIR, impacts would remain less than significant without mitigation.

3.8 Transportation and Circulation

No specific development proposal has been submitted for consideration within the Overlay Zone project area. As discussed in Section 2.0 *Project Description*, the revised project represents an estimate of potential development that would be consistent with the objectives and development standards associated with the proposed Overlay Zone. To provide a conservative impact analysis, the proposed Overlay Zone scenario assumes an average buildout FAR of between 1.5 and 2.0 for the combined C-3 and T-1 properties along with a potential mix of uses resulting in the greatest vehicle trip generation - a combination of office and retail/restaurant, rather than other allowable uses such as hotel or museum that would have lower trip generation. The following impact assessment is based upon supplemental transportation and circulation analysis memorandum prepared by Fehr and Peers dated April 30, 2012 (Attachment 2 to this supplemental analysis).



Summary of Impacts.

The March 2011 Final EIR was prepared for a specific development project with a combination of retail and office land uses. As such, it was assessed for impacts directly related to the size and land use mix of the project. Section 4.8, *Transportation and Circulation*, of the March 2011 Final EIR identified significant impacts at three intersections under cumulative conditions:

- Olympic Boulevard & Spalding Drive
- South Santa Monica Boulevard & Moreno Drive
- South Santa Monica Boulevard & Wilshire Boulevard

A summary of the impacted locations and proposed mitigation measures is provided below:

- *Olympic Boulevard & Spalding Drive.* The impact at Olympic Boulevard & Spalding Drive was identified as less than significant with traffic mitigation. The prescribed mitigation was restriping the southbound approach to provide a right turn lane with a separate through/left turn lane. Since the EIR was published, the City of Beverly Hills extended the red curb at the west side of the southbound approach to 180 feet from the intersection. As such, the southbound approach currently operates as a right turn lane with a shared through/left turn lane. With the updated lane configuration, there is no longer a significant impact at the intersection of Spalding Drive & Olympic Boulevard.
- *South Santa Monica Boulevard & Moreno Drive.* The intersection of South Santa Monica Boulevard & Moreno Drive would operate at a sufficient level of service (LOS) of D or better both with and without the addition of the Beverly Hills Gateway project. However, the project-related increase at this intersection exceeded the City's threshold of significance. The southern approach to this intersection would be a driveway for Parcel 1 of the Beverly Hills Gateway project. Mitigation Measure T-2 in the Final EIR was to reconfigure the future project driveway for Parcel 1 to provide two outbound vehicle lanes (to separate vehicles turning left from those traveling through the intersection or making a right turn). With this mitigation in place, the impact at this intersection would be less than significant.
- *South Santa Monica Boulevard & Wilshire Boulevard.* The intersection of South Santa Monica Boulevard & Wilshire Boulevard had an impact that was significant and unavoidable. This intersection was already assumed to be widened to reflect the improvements identified in the William Morris EIR; with implementation of this improvement, the intersection would be built out so no additional improvements would be feasible within the intersection's right of way.

In summary, if the proposed project were assessed under current conditions, there would be two impacts. There would no longer be an impact at Spalding Drive & Olympic Boulevard, there would be an impact that could be mitigated at South Santa Monica Boulevard & Moreno Drive, and there would be a significant and unavoidable impact at South Santa Monica Boulevard & Wilshire Drive. As such, the latter two locations are relevant to assessing potential impacts for the proposed Overlay Zone.



Review of the Proposed Overlay Zone.

Since the Overlay Zone is a program-level plan as opposed to project-level, there is not a direct comparison of square footage available between the Beverly Hills Gateway Project assessed in the EIR and the proposed Overlay Zone. Rather, the zoning allows for individual development projects that would be subject to independent traffic studies as the projects develop. With ultimate buildout of the Overlay Zone, however, the project area would have less intense development and a lower overall FAR than the Gateway Project studied in the March 2011 Final EIR. For C-3 commercial properties, the 2.0 FAR assumed in the Gateway Project would remain, but the FAR for T-1 properties would be reduced from 2.0 to 1.5. Furthermore, the T-1 FAR of 1.5 would only be allowed if a C-3 property were incorporated into the project. Otherwise the T-1 FAR would be limited to 0.5.

The land use proposed in the March 2011 Final EIR was a combination of office and retail space. The Overlay Zone would include the aforementioned land uses, but could also include restaurant, theatre, museum and hotel land uses which as a whole would generate fewer trips than the office and retail land uses. Since the overall development of the Overlay Zone would be less intense and the land use mix would generate (on average) fewer trips per square foot of development, the ultimate buildout of the Overlay Zone is anticipated to generate fewer trips than what was identified in the Beverly Hills Gateway Project EIR. Table S-4 identifies the trip generation rates per square feet of development for proposed land uses in the Beverly Hills Gateway Project and proposed Overlay Zone.

**Table S-4
 Trip Generation Comparison**

Land Use	Trip Generation (per thousand square feet)	
	AM Trip Rate	PM Trip Rate
Beverly Hills Gateway Project		
Office [a]	1.55	1.49
Retail [a]	1.00	3.73
Proposed Overlay Zone		
Office [a]	1.55	1.49
Retail [a]	1.00	3.73
Boutique Hotel [b][c]	0.66	0.72
Museum [b]	0.40	0.39
Movie Theater [a][d]	N/A	0.15
Quality Restaurant [a]	0.81	7.49

Notes:

[a] Trip Generation derived from *Trip Generation (7th ed.)* [Institute of Transportation Engineers]

[b] Trip Generation derived from local empirical traffic studies

[c] Hotel room rate assumes 500 square feet per room

[d] Movie theater peak hour of adjacent street traffic interpolated from peak hour of generator.

Source: Fehr & Peers, April 2012

As previously noted, there are two potentially significant traffic impacts associated with the



Gateway area, as identified in the March 2011 Final EIR. These impacts are at the intersections of South Santa Monica Boulevard & Moreno Drive and South Santa Monica Boulevard & Wilshire Boulevard.

Mitigation Measure T-2 from the March 2011 Final EIR required reconfiguration of the southbound approach at South Santa Monica Boulevard & Moreno Drive, which is incidentally a project driveway for Parcel 1. This impact and subsequent mitigation would therefore be dependent on how the access point for Parcel 1 would be developed as part of the Overlay Zone. The project description notes that the egress point for Parcel 1 would be Moreno Drive. After applying the same thresholds of significance discussed in Section 4.8.2(a) of the March 2011 Final EIR, providing two outbound lanes at the Moreno Drive project driveway is expected to eliminate the significant impact at this intersection.

The March 2011 Final EIR also identified that the impact at South Santa Monica Boulevard & Wilshire Boulevard would be significant and unavoidable as roadway improvements connected to other development projects would yield a buildout intersection with no additional right of way for further improvements. After applying the same thresholds of significance discussed in Section 4.8.2(a) of the March 2011 Final EIR, the less intense development proposed as part of the Overlay Zone project would reduce the impact. However, it would likely still be significant and unavoidable.

In summary, while the Overlay Zone is a development program that allows land use and design flexibility, the ultimate buildout of the Overlay Zone would be less intense in both density and overall trip generation than the land uses contained in the March 2011 Final EIR.

Furthermore, it is important to note that the overlay zone objectives require specific development projects to comply with the following transportation-related objectives:

- *Parking shall be located below-grade, shall be located on properties subject to the Overlay Zone, and vehicle and pedestrian access to parking shall be convenient. Minimal at grade parking may be considered by the reviewing authority. Parking in excess of the minimum required parking set forth in Section 10-3-2730 of the zoning code shall be incorporated into any development and be made available to the public. The excess public parking incorporated into any development on Parcels 1 and 2 shall on a collective basis significantly offset the parking deficiency in the neighborhood.*
- *Development shall incorporate adequate land dedications or easements that may be needed for future transportation and roadway improvements, including possible bike paths, bus shelters, pedestrian bridges or similar improvements; and*
- *Development shall not result in detrimental impacts to existing or planned development in the vicinity with regard to traffic levels, traffic safety, pedestrian-vehicle conflicts, pedestrian safety hazards, parking demand, parking design, loading or manner of operation, unless the reviewing authority finds the development benefits outweigh the detrimental impacts.*

Compliance with these transportation system design objectives could further reduce (but not eliminate) transportation impacts at the study area intersections, as they would promote the use of non-motorized forms of transportation in and around the project area, and promote the use



of mass-transit. The requirement to provide additional parking for the general public within the proposed Overlay Zone could also reduce the number of vehicle trips generated within and adjacent to the project area that are directly associated with vehicles searching for parking spaces (especially during peak hours of operation).

Construction-related Traffic Impacts. Similar to the original project analyzed in the Gateway Project Final EIR, construction-related traffic could potentially cause significant impacts to study area intersections and proximate areas. The potentially significant traffic impacts would be from haul truck traffic, delivery and staging of material, worker traffic, and worker parking needs. Much of the haul truck traffic impacts would be associated with the removal of large volumes of soil material required for construction of below grade parking facilities. Another potential issue associated with haul truck use is the potential for these trucks to divert to other roadways in the area or informally stage equipment near the project site. Material and equipment staging would likely occur on-site during most phases of construction; however, there may be intermittent periods when on-site staging and storage is not available.

Delivery trucks could cause temporary traffic interruptions, as they could lead to temporary lane closures when material is unloaded. Given the layout of the revised project, it is possible that lane closures would be needed, especially during delivery of construction material and equipment.

Construction worker traffic and the lack of adequate construction parking would add vehicles to the roadway infrastructure. Similar to the previous project analyzed under the March 2011 Final EIR, the number of workers required for development of all three parcels would likely be less than the 400-500 peak hour trips generated during the various study traffic study periods. During the majority of any anticipated construction period, worker parking would likely be accommodated on site. However, during the excavation phase, a high number of off-site parking spaces could be required due to the additional area potentially available for development under the revised project.

After applying the same thresholds of significance discussed in Section 4.8.2(a) of the March 2011 Final EIR, impacts would be less than significant after compliance with Mitigation Measures T-4 and T-5(a) through T-5(c). These measures would still be required for future development proposed within the proposed Overlay Zone in order to reduce temporary construction-related traffic impacts to a less than significant level.

Roadway Safety and Design Impacts. The revised project would require the construction of multiple driveways along South Santa Monica Boulevard, primarily to access multi-story parking garages beneath the site or to access surface parking areas. Similar to the original project analyzed in the March 2011 Final EIR, five driveways were assumed to provide entry into or exit from the subterranean parking garages beneath the three parcels. The Final EIR goal is to minimize the number of direct vehicular access points along South Santa Monica Boulevard, however; the five assumed access points are analyzed as a worst case scenario. As long as adequate driveway widths, and turning and curb radii were integrated into the design of each garage entrance/exit and visually obstructive landscaping, signage, and other items were prohibited, roadway safety and design impacts would remain less than significant.



Residential Street Traffic Impacts. The Overlay Zone project would generate a similar volume of traffic when compared to the original project analyzed in the March 2011 Final EIR. As a result, this project would generate an incremental increase in traffic on neighboring residential streets. This incremental increase in residential trips would likely not exceed the City's significance thresholds. Impacts would remain less than significant.

3.9 Greenhouse Gasses

Greenhouse gas emissions from the proposed Overlay Zone project would be similar to the quantity estimated for the original project analyzed in the March 2011 Final EIR. Emission projections for the original project indicated that the majority of the GHG emissions were associated with vehicle travel. As discussed in the Transportation and Circulation analysis of this alternative, vehicle trips associated with buildout of proposed Overlay zone project could be incrementally decreased. Therefore, greenhouse gas emissions could be incrementally decreased. The revised project would require the integration of pedestrian-friendly urban design concepts, such as expanded setbacks for the creation of green spaces, pedestrian friendly sidewalks and adequate land dedications or easements that may be needed for future transportation and roadway improvements, including possible bike paths, bus shelters, pedestrian bridges or similar improvements, into any parcel specific development proposal. The integration of expanded mass-transit infrastructure, pedestrian friendly spaces, a mix of commercial uses, and adequate vehicle parking into each specific development proposal could further reduce project-related vehicle traffic and greenhouse gas emissions. Impacts would remain less than significant.

4.0 Conclusion

Provided below is a summary of the environmental impacts associated with the proposed Overlay Zone project in comparison with those of the project studied in the March 2011 Final EIR:

- **Aesthetics and Views:** Buildout of the revised project, in conformance with the proposed Overlay Zone objectives would alter the visual character of the project site. However, the design and scale would be generally compatible with surrounding development. Because of the design flexibility and design objectives introduced by the proposed overlay, aesthetic impacts would likely be reduced overall compared with the project studied in the March 2011 Final EIR.
- **Air Quality:** Construction-related air quality impacts would remain significant and unavoidable, even after incorporation of the recommended mitigation measures. Mitigation would reduce impacts from PM₁₀ and PM_{2.5}, but NO_x emissions would continue to exceed thresholds, assuming concurrent buildout of all parcels. Operational emissions and CO hotspot impacts would remain less than significant.
- **Cultural Resources:** Buildout of the revised project in conformance with the proposed Overlay Zone objectives could impact up to eight properties potentially considered historic resources. Similar to the previous project analyzed in the March 2011 Final EIR, the impacts associated with the proposed Overlay Zone project are considered potentially significant



and adverse, but mitigable to a less than significant level. Mitigation measures CR-1(a), CR-1 (b), as required in the March 2011 Final EIR, and CRS-1 required as part of this supplemental analysis would apply to the revised project.

- **Hazards and Hazardous Materials:** Development of the three parcels within the proposed Overlay Zone would require demolition of buildings and structures that could contain asbestos and lead-based paint. Groundwater underneath the three parcels also has the potential to be contaminated as a result of historic activity on adjacent parcels. Implementation of the mitigation measures included in the original March 2011 Final EIR would reduce impacts to a less than significant level.
- **Land Use and Planning:** Overall impacts to land use and planning impacts would be reduced when compared to the original project analyzed in the March 2011 Final EIR. Impacts would be less than significant and no mitigation is required for the revised project, due to the fact that no parcel specific General Plan Amendment or Zone change is proposed. In contrast to the project analyzed in the March 2011 Final EIR (which if approved, would permit the proposed commercial development by right within the original project area) each future parcel specific development proposal would be required to submit a development application, which would undergo discretionary review to ensure consistency with the Overlay Zone design objectives. The design objectives would require substantial building setbacks, pedestrian friendly green spaces and amenities, iconic building architecture, and other design elements as described in Section 2.0 *Project Description*.
- **Noise:** Construction and Operational activities would generate noise that would be audible to existing uses near the project area. Noise sources would primarily include excavation, grading, mobile construction traffic, rooftop ventilation and heating systems, trash hauling, and commercial retail activities. Noise impacts would be incrementally reduced when compared to the original project. Implementation of the mitigation measures included in the original March 2011 Final EIR would reduce impacts to a less than significant level.
- **Public Services:** Impacts on BHFD services, BHPD services, water, wastewater, stormwater and energy would be incrementally reduced when compared to the original project analyzed in the March 2011 Final EIR. Implementation of the mitigation measures included in the original March 2011 Final EIR would reduce impacts to a less than significant level.
- **Traffic and Circulation:** Traffic impacts for the revised project would be incrementally reduced when compared to the impacts identified for the original project analyzed in the March 2011 Final EIR. Even after implementation of mitigation measures, impacts at the South Santa Monica Boulevard/Wilshire Boulevard would remain significant and unavoidable, thus requiring the adoption of a Statement of Overriding Considerations should the Overlay Zone proposal be approved.
- **Greenhouse Gasses:** Greenhouse gas emissions from the proposed Overlay Zone project could be incrementally reduced compared to original project analyzed in the March 2011 Final EIR. Impacts would remain less than significant.



Attachment 1

Historic Resources Report Addendum

