



Staff Report

City of Manhattan Beach

TO: Honorable Mayor Montgomery and Members of the City Council

THROUGH: Geoff Dolan, City Manager

FROM: Richard Thompson, Director of Community Development
Laurie B. Jester, Senior Planner

DATE: June 3, 2008

SUBJECT: Consideration of Planning Commission Approval of a Master Use Permit Amendment to Allow On-Site Sales and Consumption of Beer and Wine, and Make the Findings of Public Convenience and Necessity for the Alcohol License at Le Pain Quotidien on the Metlox Plaza at 451 Manhattan Beach Boulevard

RECOMMENDATION:

Staff recommends that the City Council **RECEIVE AND FILE** the Planning Commissions approval of the Master Use Permit Amendment for on-site beer and wine sales and consumption at an existing bakery, Le Pain Quotidien, with no change in the hours of operation and make the findings of public convenience and necessity for the alcohol license.

FISCAL IMPLICATION:

There are no fiscal implications associated with the recommended action.

BACKGROUND:

The Metlox project includes a two-story subterranean public parking structure accommodating approximately 460 cars with a public Town Square on top of the parking deck, as well as a commercial development approximately 63,850 square feet in area. The project was approved by the City Council with a Master Use Permit in July 2002 and opened in December 2005. The commercial development includes a variety of retail sales and service, personal service, office and restaurant uses, as well as a hotel. Le Pain is considered a retail/specialty food service use. Outdoor dining and seating adjacent to the Town Square is allowed within the project.

The proposed project is a modification of the previous Master Use Permit approval for Le Pain Quotidien bakery to allow the sale of beer and wine for on-site consumption only. No amendments to any other conditions of approval are proposed. The current Master Use Permit allows full liquor for on-site consumption for the two restaurants and the hotel on the site, Petros, Sashi, (formerly Deli-boys) and the Shade Hotel, and the limited off-site sale of Greek specialty wine at Petros. Master Use Permit Amendments have been approved for the Shade and Petros. None of these approvals will be modified with this Amendment. The Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission. They have

made the determination on previous applications that an amendment to their Coastal permit is not necessary for changes related to alcohol sales.

DISCUSSION:

On May 14, 2008, the Planning Commission voted (5-0) adopting Resolution No. PC 08-08, approving the Amendment to the Master Use Permit to allow the limited sale of beer and wine for on-site consumption. The existing project is a 1,353 SF bakery that serves breakfast, brunch, and lunch. The menu is very limited and provides pastries, breads, sandwiches, soups, salads and desserts. The bakery is open from 7:00 AM to 7:30 PM, 7 days a week. No changes to the hours of operation are proposed. The dining area provides 42 seats inside and 56 seats outdoors. Railing will be required by the Department of Alcoholic Beverage Control (ABC) to be added around the outdoor dining area. No changes to the bakery other than the outdoor railing are proposed.

The ABC has identified the Downtown area of Manhattan Beach as having an "undue concentration" of alcohol licenses, which is typical for South Bay Cities. The criteria that the ABC uses in their calculations and determination of "undue concentration" takes into account all of Los Angeles County, including areas with very little population. This tends to create areas of "undue concentration" of alcohol licenses in areas where there is concentration of people and businesses, such as Downtown and other commercial areas. Staff believes that the City Council can make the findings of public convenience and necessity for the alcohol license as the license for the bakery use is very limited in scope and is compatible with similar uses that have alcohol licenses, and other Downtown uses and the City Council has reviewed alcohol licenses in the past and has supported alcohol in conjunction with established food service uses.

Several residents spoke expressing concerns that the alcohol would change the family-oriented characteristic of the Metlox Plaza, would create additional noise and a general concern with the increase in alcohol in the Downtown. One e-mail with similar concerns was received after the Planning Commission meeting. The Commission amended the conditions to only allow alcohol service after 10:00 AM, consistent with the ABC proposed conditions. They also expressed concern that alcohol must be served with food at all times and no alcohol would be permitted outside of the fenced patio area.

ALTERNATIVES:

The alternative to the staff recommendation includes **REMOVE** this item from the Consent Calendar, **SET** the item for **PUBLIC HEARING**.

- Attachments:
- A. Approved Planning Commission Resolution No. 08-08
 - B. E-mail dated May 15, 2008
 - C. Planning Commission Minutes (draft), Staff Report and attachments- May 14, 2008 (Plans not available electronically)

cc: Christy LaRosa, Le Pain Quotidien
Jon Tolkin- Tolkin Group

RESOLUTION NO. PC 08-08

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING AN AMENDMENT TO A MASTER USE PERMIT TO ALLOW LIMITED ON-SITE SALES AND CONSUMPTION OF BEER AND WINE AT LE PAIN QUOTIDIEN BAKERY, METLOX SITE, 451 MANHATTAN BEACH BOULEVARD. (PQ MANHATTAN BEACH, INC)

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

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

- A. Le Pain Quotidien, is seeking approval of an Amendment to a Master Use Permit, to allow alcohol sales (limited beer and wine) for on-site consumption at Le Pain Quotidien bakery, 451 Manhattan Beach Boulevard, Suite A-132, Metlox site, in the City of Manhattan Beach.
- B. In accordance with the Master Use Permit approval an Amendment to the existing Master Use Permit approval is required for the project.
- C. The subject property is located within the City of Manhattan Beach Coastal Zone, and the Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission. The California Coastal Commission does not regulate alcohol sales and therefore their review of the project is not required to be processed.
- D. The applicant is PQ Manhattan Beach, Inc. and the property owner is the City of Manhattan Beach.
- E. The following is a summary of some of the key milestones for the Metlox site:
 - 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
 - 1997/98- The City purchased the Metlox property to control development and Master Plan the site
 - 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
 - December 1998- The City selected the Tolkin Group as a development partner
 - April 2001- The City Council certified the EIR
 - April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease



CC 6/3/08

July 2002- Master Use Permit and Coastal Development Permit for the Metlox project approved by the City Council
November 2002- California Coastal Commission denied the appeal of the Coastal Development Permit, and unanimously approved the Permit
February 2003- Groundbreaking for the Metlox parking structure
January 2004- Grand opening of public parking structure with 460 parking spaces
April 2004- Shade Hotel construction commenced
September 2004- Construction of the Metlox commercial buildings started
December 2005- Ribbon cutting and grand opening for the Metlox Center

- F. The Planning Commission of the City of Manhattan Beach conducted a public hearing regarding the project at their regular scheduled meeting of May 14, 2008. The public hearing was advertised pursuant to applicable law and testimony was invited and received.
- G. An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. There have been no substantial changes to the project, the surrounding area or environment, and the facts associated with the project have not substantially changed from those evaluated in the certified EIR from an environmental impact viewpoint. Therefore, the existing certified EIR is a valid environmental document that adequately evaluates the environmental impacts of the project in accordance with the requirements of CEQA and the project can rely upon this document for conformance with the requirements of CEQA. The EIR includes Mitigation Measures and a Mitigation Monitoring and Reporting Program in accordance with the requirements of CEQA. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerk's office, the public Library, and on the City's website.
- H. The property is located within Area District III and is zoned Downtown Commercial. The properties to the west and south are also zoned Downtown Commercial, the property to the north is zoned Public and Semipublic, and the property to the east is zoned Open Space. Further east past Valley/Ardmore and the Veterans parkway is zoned single-family residential.
- I. The General Plan designation for the property is Downtown Commercial.
- J. The proposed project is a modification of the previously approved conditions to amend the Master Use Permit for the Metlox project to allow alcohol sales (limited beer and wine) for on-site consumption only (Condition Nos. 29 and 38, City Council Resolution No. 5770)
- K. The primary use and purpose of Le Pain Quotidien is and will continue to be a bakery. The sale of a limited selection of beer and wine for on-site consumption will be an accessory use. The 1,353 SF bakery serves breakfast, brunch and lunch. The menu is very limited and provides a variety of pastries, breads,

sandwiches, soups, salads and desserts. The bakery is open from 7:00 AM to 7:30 PM, 7 days a week. No changes to the hours of operation are proposed. The dining area provides 42 seats inside and 56 seats outdoors. The total outdoor dining area would not exceed the current area and there would be no increase in the number of seats. No changes to the bakery other than the outdoor railing are proposed. No new signage is proposed.

- L. The project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- M. This Resolution, upon its effectiveness, constitutes the Amendment to the Master Use Permit for the subject property. This Resolution only amends Conditions No's 29 and 38 of Resolution No. 5770, all other conditions remain effective and in full force.
- N. Other Master Use Permit Amendments for the site for the Shade Hotel (Resolution No. PC 05-08 May 25, 2005- Amended Conditions 28 and 38 of Resolution 5770 and added new conditions specifically for the Shade Hotel) and for Petros (Resolution No. PC 06-20 December 13, 2006- Amended Conditions 29 and 38 of Resolution No. 5770 and Condition No. 3 of PC Resolution No. 05-08 for the Shade) shall remain in effect except as modified by this Resolution.
- O. Based upon State law, and MBLCP Section A.84.050, relating to the Amendment to the Master Use Permit application for the proposed project, the following findings are hereby made:
 - 1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed amendment to the 'use permit' for Le Pain Quotidien bakery is consistent with the Commercial Downtown designation. This area is specifically designated for commercial activity and services for residents and out-of-town visitors. The project compliments an existing bakery establishment by offering its customers a limited selection of beer and wine with the service of food. The project will strengthen the City's economic base, but also protect small businesses that serve City residents. The project protects surrounding residential uses from the potential adverse effects of inharmonious uses by minimizing the impact of commercial development on adjacent residential districts due to limited hours, menu, square footage of the overall bakery, kitchen, and dining areas, and limited sales of alcohol as a percentage of the total sales.
 - 2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City since, the proposed amended 'use permit' of this business is consistent with the General Plan for the Commercial Downtown designation, because it is merely the granting of additional privileges to an already approved use

that will result in no fundamental change of that use. Amending the 'use permit' will have no environmental impact and will not be detrimental to the public health, safety, or welfare of persons residing or working in or adjacent to the bakery. There will be no negative impact on properties or improvements in the vicinity, or on the general welfare of the City. Additionally, the project is consistent with the following General Plan Goals and Policies:

GOALS AND POLICIES: LAND USE

Goal LU-6: Maintain the viability of the commercial areas of Manhattan Beach.

Policy LU-6.1: Support and encourage small businesses throughout the City.

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

Goal LU-7: Continue to support and encourage the viability of the Downtown area of Manhattan Beach.

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the issuance of a certificate of occupancy. The proposed amended 'use permit' for Le Pain Quotidien bakery is within the scope of the bakery use.
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the project will all be complied with. Conditions to conform to applicable Code standards will apply. Because the proposed amended use permit will not alter the fundamental use, purpose, or character of the bakery, and because there will be no change in the hours of operation, no change in the dining area, and will not be any significant change in occupancy or intensification of the property, the proposed amended use will not create adverse impacts on traffic or create demands exceeding the capacity of public services and facilities.

SECTION 2. The Planning Commission of the City of Manhattan Beach hereby APPROVES the subject Master Use Permit Amendment subject to the following conditions.

General Conditions

1. The proposed project shall be in substantial conformance with the plans and project description submitted, as approved by the Planning Commission on May 14, 2008, subject to any special conditions set forth below. The layout and details of the railing and seating for the outdoor dining area is subject to further review and approval by the Director of Community Development. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.

Land Use

(This condition replaces Condition No. 29- City Council Resolution No. 5770, and condition No. 2, Resolution No. PC 06-20)

2. The hours of operation for the site shall be permitted as follows:
 - a. Restaurant, food service, retail and personal service: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, with the exception of the restaurant located on the east side of the Town Square, Suite B-110, Petros Greek Restaurant, which is allowed up to 6:00 am to 12:00 am (mid-night) Sunday through Thursday, and 6:00 am to 1:00 am Friday and Saturday, and the bakery Le Pain Quotidien, located at the north end of the Town Square adjacent to the Shade Hotel, Suite A-132, which is limited to 7:00 a.m. to 7:30 p.m. seven days a week .
 - b. Offices: Up to 24 hours
 - c. Town Square and Public Areas: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, seasonal, depending on weather.

Alcohol

(These conditions replace Condition No. 38- City Council Resolution No. 5770, and Condition No. 3-Planning Commission Resolution No. PC 05-08, and Conditions Nos. 4-12 of Resolution No. PC 06-20)

Bakery-Le Pain Quotidien

4. The bakery may provide service of a limited selection of beer and wine, for on-site consumption only, which is incidental to, and in conjunction with, the service of food. Service of beer and wine at the bakery shall only be after 10:00 a.m. and shall be in conjunction with the service of food at all times during all hours of operation.
5. The railing for the outdoor dining area may not extend past the edge of the outdoor patio for the Shade Hotel. The bakery shall be responsible for regular cleaning and maintenance of the patio area within the railing enclosure. Any tables located outside of the railing may not extend past the edge of the large pots with citrus trees, approximately ten additional feet.
6. In the event that the business known as Le Pain Quotidien bakery should vacate the premises, the tenant spaces may be occupied by another similar use, if upon its review,

the Department of Community Development determines that the replacement use has the same use characteristics as Le Pain Quotidien bakery. The intent of this condition is to ensure that any replacement retail/specialty food service uses would be a similar use.

7. The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of operation.
8. The sale of specialty wine for off-site consumption shall be limited to Petros Greek Restaurant, Suite B-110. Off-site sales shall be an accessory use to the primary restaurant use and shall be in conjunction with the adjacent associated retail sales of pre-packaged food for off-site consumption. Sales of wine for off-site consumption may not occur at the restaurant if there is no associated retail shop.
8. The specialty retail Greek store shall not keep or display alcohol. Books or other visual displays may be used to show photographs and descriptions of the alcohol for sale at the restaurant. The wine sales shall be a secondary use to the primary retail use.
9. Display of alcohol at the restaurant that is for sale in the retail shop shall be limited to the bar area. All displays shall be maintained so that alcohol is not directly accessible to the customer.
10. Tastings of alcohol for sale in the retail store may occur at the restaurant, however the primary use of the restaurant shall remain a restaurant and food shall be available to customers at all times during tastings.
11. In the event that the business known as Petros Greek restaurant and the retail specialty Greek store should vacate the premises, the tenant spaces may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as Petros Greek restaurant and the retail specialty Greek store, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant with wine sales would be a similar use.
12. The property owner shall obtain approval from the State Department of Alcoholic Beverage Control and Los Angeles County Health Department, as required, and shall comply with all related conditions of approval.
13. No exterior sign modification and/or additions advertising wine tasting is permitted.
14. The Hotel may provide full liquor service throughout the Hotel, including self-service in room "mini-bars", and a portable bar for special events. The service of alcohol at the Hotel shall be in conjunction with food. The hours of food service, and the associated alcohol service, shall be consistent with the project description, which is generally breakfast, evening appetizers and for special events. The Sale of alcoholic beverages for consumption off-premise is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of

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

Procedural

15. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.
16. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.
17. Lapse of Approval. The Master Use Permit Amendment shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
18. Terms and Conditions are Perpetual. These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
19. Effective Date. Unless appealed to the City Council, the subject Master Use Permit Amendment shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
20. Review. All provisions of the Master Use Permit Amendment are subject to review by the Community Development Department 6 months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Master Use Permit Amendment for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
21. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.
22. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.
21. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit said amount with the

City or enter into an agreement with the City to pay such expenses as they become due.

SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine the reasonableness, legality or validity of any condition attached to this decision shall not be maintained by any person unless the action or proceeding is commenced within 90 days of the date of this resolution and the City Council is served within 120 days of the date of this resolution.

I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of **May 14, 2008**, and that said Resolution was adopted by the following vote:

AYES: Bohner, Fasola, Lesser, Powell, Seville-Jones

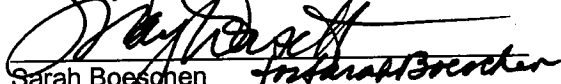
NOES: None

ABSTAIN: None

ABSENT: None



RICHARD THOMPSON
Secretary to the Planning Commission


Sarah Boesch
Recording Secretary

Laurie B. Jester

From: Martha Andreani [MAndreani@scpie.com]
Sent: Thursday, May 15, 2008 5:04 PM
To: David Lesser; Bob Bohner; jfasola@citymb.info; Wayne Powell; Sandra Seville-Jones
Cc: Richard Thompson; Laurie B. Jester
Subject: Last night's Planning Commission Meeting

Chairman Lesser and Commissioners Bohner, Fasola, Powell, and Seville-Jones:

RE: Consideration of a Master Use Permit Amendment for Le Pain Quotidien on May 14

I apologize for running out so quickly after the Planning Commission meeting last night, so let me take this opportunity to thank you for listening to me and for considering my arguments against approving a license for the on-site sale of beer and wine at Le Pain Quotidien bakery in Metlox Plaza. Because I know you are thorough, I listened to you, too. It seems this is just one of those times when we'll have to agree to disagree.

Actually, I hope I'm wrong in feeling that approving yet another beer and wine license in the Metlox Plaza will eventually change the character of the plaza, rather than enhance it. Le Pain Quotidien is a lovely bakery. Perhaps it will remain a lovely bakery, but I think the sale of beer and wine will, eventually, bring a different clientele. And, sorry, but I don't place much stock in General Condition #6 being helpful, if a business other than a bakery replaces Le Pain Quotidien.

In addition to the "character of the Plaza" issue, I didn't hear you make a response to my comments about precedence, and protecting long-time businesses in the Downtown. Will some residents and visitors take their business from Becker's Bakery to Le Pain, so they can have a glass of beer or wine with their sandwich? Will Becker's have to apply for a beer and wine license to compete effectively?

You are thoughtful and considerate Commissioners with, I believe, a true love for our city. (Director Thompson and Laurie, I don't doubt your regard for the city either, but am nevertheless disappointed in your recommendation for approval on this issue.) I'd generally like to see the City Council support your decisions, but this one I hope they overturn.

Sincerely,

Martha Andreani

EXHIBIT B

cc 6/3/08

05/27/2008

CITY OF MANHATTAN BEACH
[DRAFT EXCERPT]
MINUTES OF THE REGULAR MEETING OF THE PLANNING COMMISSION
MAY 14, 2008

1 A regular meeting of the Planning Commission of the City of Manhattan Beach was held on
2 Wednesday, May 14, 2008, at 6:35p.m. in the City Council Chambers, City Hall, 1400 Highland
3 Avenue.

4
5 **ROLL CALL**

6
7 Chairman Lesser called the meeting to order.

8
9 Members Present: Bohner, Fasola, Powell, Seville-Jones, Chairman Lesser

10 Members Absent: None

11 Staff: Richard Thompson, Director of Community Development

12 Laurie Jester, Senior Planner

13 Daniel Moreno, Associate Planner

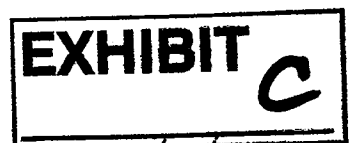
14 Sarah Boesch, Recording Secretary

15
16 **08/0514.2 Consideration of a Master Use Permit Amendment to Allow On-Site Sales**
17 **and Consumption of Beer and Wine at an Existing Bakery on the Metlox**
18 **Plaza at 451 Manhattan Beach Boulevard**

19
20 Senior Planner Jester summarized the staff report. She stated that on site consumption of alcohol
21 is currently permitted at two restaurants and the Shade Hotel within the Metlox development, and
22 limited sales for off site consumption is allowed for a small retail component of Petros restaurant
23 to sell specialty Greek wines. She said that the subject use is a 1,353 square foot bakery with
24 limited hours. She indicated that a list of the existing alcohol licenses in the downtown area has
25 been provided to the Commissioners. She indicated that the list was not originally included with
26 the staff report because staff felt the subject proposal was very different from other operations
27 that serve alcohol which are open until 11:00 p.m. or midnight. She commented that the subject
28 use is a bakery with very limited hours of 7:00 a.m. to 7:30 p.m. She indicated that the bakery is
29 slightly over 1,300 square feet with a very small kitchen. She said that there are 42 inside seats
30 inside and 56 outside seats. She commented that their menu is very limited because of their
31 small size and because they are a bakery rather than a full service restaurant. She indicated that
32 the proposal is to allow for a very limited selection of beer and wine in conjunction with food.
33 She indicated that the percentage of alcohol sales at the applicant's other locations is .3 to 2.2
34 percent of the total sales. She indicated that the only proposed change to the existing businesses
35 is for the alcohol sales and an outdoor railing required by the Alcoholic Beverage and Control
36 (ABC) to enclose the area where alcohol would be served.

37
38 Senior Planner Jester pointed out that no live entertainment is proposed and no changes are
39 proposed for the existing hours of operation. She indicated that alcohol could not be served at
40 the tables outside of the patio area. She said that an amendment to the Coastal Permit is not

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1 required with the proposal. She indicated that staff has determined that the proposal is within the
2 scope of approval of the Disposition and Development Agreement, and an amendment would not
3 be required. She indicated that a notice to the adjacent property owners was sent by the ABC.
4 She said that four letters of protest were received with concerns regarding noise, parking, and the
5 quality of life of the neighborhood. She said that her impression is that the concerns raised in the
6 letters are regarding the other adjacent uses in the area which serve alcohol and not specifically
7 regarding the subject use. She indicated that this hearing was noticed to property owners within
8 500 feet and in the Beach Reporter, and staff did not receive any public comments. She stated
9 that no comments or concerns were raised by the other City departments.

10
11 In response to questions from Chairman Lesser, Senior Planner Jester said that the applicants
12 would inform their patrons that alcohol cannot be served on the tables outside of the patio and
13 that they must sit within the designated area if they wish to order beer or wine. She commented
14 that staff does not have a concern that the proposal would result in a significant increase in noise
15 because the use is very limited and alcohol sales would be a minimal part of the business. She
16 indicated that if the request for alcohol service is approved, the applicant would need to apply for
17 a Use Permit Amendment if they wanted to request any extension of their hours.

18
19 In response to a question from Commissioner Bohner, Senior Planner Jester stated that there is
20 no restriction as to the earliest hour that alcohol can be served in the morning beyond the
21 proposed hours of operation and requirements of the ABC.

22
23 Chairman Lesser pointed out that the Petition for Conditional Lease by the ABC states that sales,
24 service and consumption of alcoholic beverages shall be permitted between the hours of 10:00
25 a.m. and 8:00 p.m.

26
27 Commissioner Bohner said that he would like a condition to be placed on the hour when alcohol
28 service can begin. He said that he feels it may be appropriate to include such a condition in the
29 Resolution even though it is a condition of the lease.

30
31 In response to a question from Commissioner Fasola, Senior Planner Jester said that the ABC has
32 a limited number of alcohol licenses that businesses owners may purchase from a broker or
33 obtain from a previous business which has closed. She indicated that the ABC establishes a ratio
34 of the number of licenses that should be allowed per square mile within Los Angeles County, and
35 downtown Manhattan Beach has more than the average. She said that there is no limit on the
36 number of licenses that is allowed per jurisdiction. She indicated that the City Council must
37 make a finding of public convenience and necessity. She said that alcohol licenses are limited by
38 the requirement for a Use Permit and by their availability for purchase through a broker.

39
40 In response to questions from Commissioner Seville-Jones, Senior Planner Jester stated that she
41 is not aware of complaints regarding noise from the Metlox development within the past two

1 years with the exception of a complaint received over a month ago. She indicated that the
2 resident who talked to her indicated that they had contacted the police regarding the noise several
3 times over the past two years. She said that her understanding is that the complaint was
4 regarding people congregating on the east side after the Shade hotel closes who are loud and
5 disruptive after they had been drinking. She indicated that there is a condition in the draft
6 Resolution that requires any future use to be of the same type and characteristics as the existing
7 business as determined by the Community Development Director. She said that staff does not
8 expect noise to increase as a result of the proposal because alcohol sales would be a very minor
9 part of the business and because of the limited hours of operation.

10
11 In response to a question from Commissioner Powell, Senior Planner Jester indicated that
12 alcohol being served in conjunction of food would be a condition that would need to be enforced
13 by the employees of the bakery.

14
15 Director Thompson pointed out that the condition that alcohol only be served in conjunction with
16 food is not unusual and has worked well for other businesses in the downtown area. He
17 commented that most of the complaints with the Metlox development relate to later hours after
18 8:00 p.m. particularly in the summer. He indicated that staff does not feel the proposal would
19 generate any negative impact.

20
21 Commissioner Fasola commented that he does not foresee a problem with the proposed alcohol
22 permit which would be limited to 7:30 p.m. He indicated that people who live in the downtown
23 understand that they are located near businesses which generate activity and noise until late at
24 night. He said, however, that the Shade Hotel has become more popular than was originally
25 intended, and the neighbors to the east can hear the noise from the balcony of the hotel until
26 11:00 p.m. He asked if there was any review by the City that could help to reduce the noise
27 impacts.

28
29 Senior Planner Jester said that there has been an ongoing review of the Shade, and they have
30 made several revisions to minimize noise impacts and have made modifications to address the
31 neighbors' concerns.

32
33 **Christie Larosa**, representing the applicant, indicated that the amount of alcohol sales would be
34 minimal. She stated that the intent of the proposal for alcohol service is to allow customers to
35 have a glass of wine with cheese rather than for a group of people to order a bottle of wine with
36 their meal while sitting at the large communal table. She commented that people generally will
37 not be drinking wine or beer at early hours in the morning; however, they would like to have the
38 ability to serve mimosas with brunch. She said that their main focus would remain with the
39 service of their breads, pastries, soups and salads.

40
41 **Dieter Pietsch** said that their restaurants are very family oriented. He commented that baking is

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1 a craftsmanship, and their focus is on the bakery rather than on serving wine and beer. He
2 indicated that the request for serving beer and wine is in response to requests from their
3 customers who have indicated that it would be nice to order a glass of wine with cheese or a
4 mimosa with brunch. He said that their concept is for service of breakfast and lunch rather than
5 serving until later hours. He stated that they would be very careful with regulating the service of
6 alcohol. He pointed out that it is important for them to avoid an atmosphere that encourages
7 people become drunk, as one drunken customer can upset a much larger number of patrons.
8

9 In response to a question from Commissioner Bohner, **Ms. Larosa** said that they would like the
10 ability to serve mimosas with brunch. She indicated that they would not object to alcohol service
11 being permitted to start at 10:00 a.m. She commented that they fully train their staff and
12 management regarding serving of alcohol.
13

14 In response to a question from Chairman Lesser, **Ms. Larosa** said that they would inform
15 customers that they are not able to be served alcohol outside of the railing and must sit in the
16 designated area if they wish to order beer or wine.
17

18 In response to a question from Chairman Lesser, **Mr. Pietsch** indicated that they are not
19 proposing to change the number of existing tables at the bakery. He said that they are able to
20 communicate the requirements for serving alcohol to their customers.
21

22 Chairman Lesser opened the public hearing.
23

24 **Martha Andreani** said that the characteristic of the plaza as being family oriented needs to be
25 protected. She said that the bakery is one of the successes of the Metlox development. She
26 asked however, if alcohol service is really necessary for their business and whether it is in the
27 best interests of the City to allow it for an additional business. She commented that allowing
28 alcohol service could result in the bakery attracting a different type of customer than it attracts
29 currently. She pointed out that the license remains with the property, and another business could
30 utilize the license if the bakery leaves the site. She commented that there is the potential that
31 the increased noise from customers at brunch on weekends could carry to the adjacent residences.
32 She stated that approval could set a precedent for other similar businesses that currently do not
33 sell alcohol to apply for a license in order to compete for business.
34

35 **Esther Besbris** commented that the application indicates that the bakery serves breakfast brunch,
36 and lunch; however, hours until 7:30 p.m. seems late for service of lunch. She said that it is
37 possible that an application to allow for later hours could follow in the future. She pointed out
38 that the properties located within 500 feet from the subject site are mainly businesses, and the
39 noticing within that area did not allow for as great a response from nearby residents. She
40 indicated that the noise which impacts the adjacent residents is not only from the Shade but is
41 also from patrons of local bars who walk through the Metlox development. She said that her

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1 understanding is that there have been a number of complaints from the residents regarding noise.
2 She commented that the introduction of beer and wine to an additional establishment may be a
3 means to generate additional business; however, the City should consider the entire Metlox
4 development and whether more alcohol licenses are necessary in order to increase sales.

5
6 **Jacki May** stated that the additional alcohol license being requested is not necessary in order to
7 provide a public convenience or necessity. She said that the future of the City must be
8 considered as to whether it will become more of a bar town with the additional number of
9 businesses receiving licenses for alcohol service. She indicated that the license does stay with
10 the property in the event the applicant leaves the site, and approving the application would set a
11 precedent.

12
13 Chairman Lesser closed the public hearing.

14
15 Commissioner Bohner commented that any new business would need to come before the
16 Commission if the director determines it is not similar in nature to the bakery. He said that the
17 subject use is very small, and the hours of operation are limited. He said that he would support
18 prohibiting alcohol service until after 10:00 a.m. He commented that he does not feel the
19 proposal would result in any significant impact to the adjacent residents because of the limited
20 amount of alcohol service. He indicated that the hours of operation until 7:30 p.m. would not
21 result in the same noise impacts as with other businesses that are open until 10:00 p.m. or 11:00
22 p.m. He indicated that alcohol service would only be a small component rather than the main
23 focus of the business. He said that he does not feel that alcohol service should be permitted as
24 early as 7:00 a.m. and feels it should be restricted until after 10:00 a.m. or 11:00 a.m.

25
26 In response to a question from Commissioner Fasola, Director Thompson commented that staff
27 would carefully look at the project description and the conditions of the existing project in
28 determining whether any future proposal is similar in nature. He said that any new proposal
29 could be approved by staff if it were consistent with the existing business, and otherwise it would
30 need to come back before the Planning Commission to determine consistency with the permit or
31 for a request for an amendment.

32
33 Commissioner Fasola commented that he does not have a problem with the subject proposal
34 because of the closing hour of 7:30 p.m. He stated that issues regarding noise do not arise until
35 later hours. He said, however, that there could potentially be an issue to the neighbors with the
36 afternoon crowd becoming noisy. He said that allowing an alcohol permit does intensify the use,
37 and the character of the City is slowly changed as a result. He commented that the underground
38 parking structure for the Metlox Development has changed the character of the downtown area
39 by allowing in many more cars and increasing traffic and generating more business for local
40 establishments. He indicated that every approval such as the subject proposal does result in a
41 change to the City, and he is very wary of the impact to the quality of life as the City becomes

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1 denser with more intense businesses. He indicated that he does not feel the impact of the subject
2 proposal is an issue; however, it does slightly change the overall character of the City. He stated
3 that he would support the proposal and would support restricting alcohol service until after 10:00
4 a.m. if it is agreeable to the applicant.

5
6 Commissioner Powell commented that the members of the public who spoke raised important
7 concerns. He indicated that the Metlox development was approved as a town plaza where
8 families would congregate. He said that condition 6 of the draft Resolution is very clear that any
9 future use must have the same characteristics as the subject business which would prevent it from
10 becoming a bar or full service restaurant. He commented that providing an enclosed area where
11 alcohol could be served does separate any alcohol consumption from the remaining outdoor
12 dining area. He indicated that the square footage of the bakery is not very large and the hours of
13 operation are rather restricted. He said that he also would support restricting alcohol service until
14 after 10:00 a.m. He stated that he would be in favor of the proposal for the subject business. He
15 stated that he would not support it if it were a full service restaurant or bar.

16
17 In response to a question from Chairman Lesser, Senior Planner Jester said that there are no
18 restrictions on the hours which alcohol can begin to be served in the morning for the Shade or
19 Petros other than the restrictions of the ABC.

20
21 Commissioner Seville-Jones indicated that she agrees with **Ms. Andreani** that great care needs
22 to be given in the issuance of alcohol licenses and that it is important to maintain the existing
23 character of the plaza. She indicated that consideration of the impact to the downtown area and
24 the plaza with an additional alcohol license is very important. She commented that she supports
25 the application because she does not feel it would change the existing character of the business.
26 She indicated that the proposal is for only a small percentage of alcohol sales, and alcohol service
27 would not be the main draw for customers. She stated that the language of condition 6 would
28 prevent any future use from varying greatly to the subject bakery. She said that the amount of
29 space in the bakery is very small and there are limited operating hours. She also commented that
30 the location of the bakery on the east side of the Shade would prevent any noise impacts from
31 reaching neighboring residents, and the proposal would not add to the problems of noise during
32 later hours. She commented that she also would support restricting the sale of alcohol until after
33 10:00 a.m. She suggested that staff consider providing the Commission with an annual report of
34 any complaints that are received regarding businesses or placing the Conditional Use Permits for
35 businesses on line so that any resident can view the requirements to determine whether a
36 particular establishment is in compliance. She commented that the Commissioners expect that
37 applicants will comply with conditions that are enacted for approval of a project. She indicated
38 that it is not reasonable to expect that staff can check compliance of all businesses, and it would
39 be helpful to allow members of the public to determine whether business owners are in fact
40 complying with their permits.

1 Director Thompson stated that staff does conduct an annual review of all Use Permits that are
2 approved to make sure that they are in general compliance.

3
4 Commissioner Seville-Jones said that a report which lists any complaints that are received would
5 be helpful for the Commissioners, as they are typically focused on individual projects before
6 them and are not always able to have a general sense of what is happening in the community.

7
8 Chairman Lesser thanked the members of the community for their comments. He stated that he
9 also has a concern with the cumulative impact of the noise resulting from an additional
10 establishment being permitted to serve alcohol even though it is a very small use with restricted
11 hours. He indicated that the amount of vibrancy that the applicant has brought to the plaza is a
12 great benefit, and the limited nature of the application allows him to support it. He commented
13 that he is persuaded that the impact would be limited because alcohol would only be served
14 within a designated area. He said that the location of the bakery in relation to the Shade would
15 help to mitigate any additional noise from impacting the neighbors. He stated that he has a
16 concern that prohibiting alcohol service before 10:00 a.m. might be restricting a right of the
17 applicant that has been permitted to the other businesses. He commented, however, that he
18 would support such as restriction provided that the applicant is agreeable.

19
20 **Ms. Larosa and Mr. Pietsch** Indicated that they would agree to a restriction of alcohol service
21 before 10:00 a.m.

22
23 A motion was MADE and SECONDED (Fasola/Bohner) to **APPROVE** a Master Use Permit
24 Amendment to Allow On-Site Sales and Consumption of Beer and Wine at an Existing Bakery
25 on the Metlox Plaza at 451 Manhattan Beach Boulevard with the condition that alcohol will not
26 be served before 10:00 a.m.

27
28 AYES: Bohner, Fasola, Powell, Seville-Jones, Chairman Lesser

29 NOES: None

30 ABSENT: None

31 ABSTAIN: None

32
33 Director Thompson explained the 15 day appeal period and stated that the item will be placed on
34 the City Council's Consent Calendar for their meeting of June 3, 2008.

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Richard Thompson, Director of Community Development *RT/ly*

FROM: Laurie B. Jester, Senior Planner *LB*

DATE: May 14, 2008

SUBJECT: Consideration of a Master Use Permit Amendment to allow on-site sales and consumption of beer and wine at an existing bakery on the Metlox Plaza at 451 Manhattan Beach Boulevard (Le Pain Quotidien)

RECOMMENDATION

Staff recommends that the Planning Commission **CONDUCT THE PUBLIC HEARING, DISCUSS, and ADOPT A RESOLUTION** (Exhibit A) approving the amendment for on-site beer and wine sales and consumption at an existing bakery, Le Pain Quotidien, with no change in the hours of operation.

PROPERTY OWNER

City of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266

APPLICANT

PQ Manhattan Beach, Inc.
434 Broadway, 3rd Floor
New York, New York 10013

PROJECT OVERVIEW

The Metlox project, which includes a two-story 460 space subterranean public parking structure with a public Town Square on top, as well as a 63,850 square foot commercial development, was approved by the City Council in July 2002. The commercial development includes a variety of retail sales and service, personal service, office and restaurant uses, as well as a hotel. Le Pain is considered a retail/specialty food service use. Outdoor dining and seating adjacent to the Town Square is allowed within the project.

The proposed project is a modification of the previous Master Use Permit approval for Le Pain Quotidien bakery to allow the sale of beer and wine for on-site consumption only. No amendments to any other conditions of approval are proposed. The current Master Use Permit allows full liquor for on-site consumption for the two restaurants and the hotel on the site, Petros, Sashi, and the Shade Hotel, and the limited off-site sale of Greek specialty wine at Petros. Master Use Permit Amendments have been approved for the Shade and Petros. None of these approvals will be modified with this Amendment. The Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission. They have made the determination on previous applications that an amendment to their Coastal permit is not necessary for changes related to alcohol sales.

BACKGROUND

The Metlox project is the culmination of many years of community participation and input through workshops and meetings. The following is a summary of some of the key milestones for the Metlox site:

- 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
- 1997/98- The City purchased the Metlox property to control development and Master Plan the site
- 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
- December 1998- The City selected the Tolkin Group as a development partner
- April 2001- The City Council certified the EIR.
- April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease
- July 2002- Master Use Permit and Coastal Development Permit for the Metlox project approved by the City Council
- November 2002- California Coastal Commission denied the appeal of the Coastal Development Permit, and unanimously approved the Permit
- February 2003- Groundbreaking for the Metlox parking structure
- January 2004- Grand opening of public parking structure with 460 parking spaces
- April 2004- Shade Hotel construction commenced
- September 2004- Construction of the Metlox commercial buildings started
- December 2005-Ribbon-cutting and grand opening of the Metlox project

DISCUSSION

Project Description

The existing project is a 1,353 SF bakery that serves breakfast, brunch and lunch. The menu, attached as Exhibit B, is very limited and provides a variety of pastries, breads, sandwiches, soups, salads and desserts. The bakery is open from 7:00 AM to 7:30 PM, 7 days a week. No changes to the hours of operation are proposed. The store includes the following square footage:

- 596 SF interior dining area
- 362 SF kitchen, cleaning area, and employee locker room
- 250 SF serving area
- 145 SF restrooms and hallway

The dining area provides 42 seats inside and 56 seats outdoors. Railing will be required by the Department of Alcoholic Beverage Control (ABC) to be added around the outdoor dining area. The submitted plans (Exhibit E) show the railing enclosing the entire existing outdoor dining area. However staff has discussed this proposal with the applicant and indicated that the railing may not extend past the edge of the existing outdoor patio at the Shade Hotel. Currently the outdoor dining area extends about another 10 feet beyond the patio edge, to the edge of the large pots with citrus trees. Dining tables may be added outside of the fenced area, not extending

further out into the Plaza than they currently do, however alcohol may not be served in this area outside of the fencing in accordance with ABC regulations. The total outdoor dining area would not exceed the current area and there would be no increase in the number of seats. No changes to the bakery other than the outdoor railing are proposed. No new signage is proposed.

The applicant indicates in their project description (Exhibit B) that currently there are four other Le Pain Quotidien locations in Los Angeles that have Type 41 alcohol permits. This type of ABC license allows the on-site sale and consumption of beer and wine in conjunction with the operation of a food service facility such as a bakery or restaurant. This type of license would not allow a bar. The existing Le Pain Quotidien locations that serve beer and wine are open generally 7 AM to 7PM, although the Melrose location expanded their hours to 10 PM at the beginning of this year. The alcohol sales as a percentage of the total sales at these four locations ranges from 0.3% (Robertson) to 2.2% (Melrose). The beer and wine offered for sale at these locations is the same menu as proposed for the subject application. Exhibit B provides the wine and beer menu which is a small limited variety of Belgium, French and American selections. Beer and wine will only be served in conjunction with a meal. The food menu for all of the Le Pain Quotidien locations is also the same.

Master Use Permit (MUP) and Disposition and Development Agreement (DDA)

The Master Use Permit (MUP) and the Disposition and Development Agreement (DDA) allow retail/specialty food service uses that are non-destination type establishments such as a bakery, coffee house, ice cream shop, and other similar uses with limited specialty food items. Staff has reviewed the requirements of the MUP and the DDA with the City Attorney as well as the landlord, Tolkin Group and has determined that due to the limited menu, hours of operation, small size of the kitchen and overall square footage, that the use is in compliance with the definition of a specialty food service use as indicated in the MUP and DDA. Findings for conformance with the Use Permit are included within the attached draft Resolution (Exhibit A). Additionally, with the inclusion of the limited specialty beer and wine service on-site the use is still within the scope of a bakery. No entertainment is proposed.

As a comparison, the original Master Use Permit for the project limits the hours for the restaurants Petros and Sashi to 11:00 PM Sunday through Thursday and 12:00 AM (midnight) Friday and Saturday. An amendment for Petros was approved in December 2006 to allow one additional hour seven days a week, as well as the limited sale of specialty Greek wine for off-site consumption. For the Shade Hotel, the Zinc Lobby bar has hours until 11:00 PM daily, the interior courtyard may be open until 12:00 AM (midnight) for special events, and the rooftop deck is open until 10:00 PM daily. These three tenants have full alcohol licenses for on-site consumption.

Noticing and comments

Notices of the public hearing were provided to all property owners within a 500 foot radius of the project site and published in the Beach Reporter. No public comments were received. The application was also circulated to Police, Fire, Public Works and Building Safety for review and comments and none of the Departments had concerns with the proposal. The ABC also provided a notice and received four letters of protest from property owners located to the east of the site on

Ardmore Avenue and Thirteenth Street (Exhibit D). The letters cited concerns with the Metlox site in general with noise from patrons talking loudly outside, and being drunk and disorderly, as well as employees parking in their neighborhood. They feel that the site impacts their quality of life. After the City takes action on the application, the ABC will make a decision and the neighbors may request a hearing with the ABC at that time. The ABC has proposed conditions on the license attached as Exhibit D.

The project is not increasing the hours of operation (7:30 PM closing), is potentially decreasing the square footage of outdoor dining area, and has a limited food and beer and wine menu. It is a bakery that offers a limited menu of beer and wine to compliment their food. Conditions of approval are proposed to address the concerns raised by the neighbors. Additionally the City is in the process of conducting a Downtown Parking Study and one of the items being addressed is employee parking.

Environmental Review

An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. There have been no substantial changes to the project, the surrounding area or environment, and the facts associated with the project have not substantially changed from those evaluated in the certified EIR from an environmental impact viewpoint. Therefore, the existing certified EIR is a valid environmental document that adequately evaluates the environmental impacts of the project in accordance with the requirements of CEQA and the project can rely upon this document for conformance with the requirements of CEQA. The EIR includes Mitigation Measures and a Mitigation Monitoring and Reporting Program in accordance with the requirements of CEQA. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerk's office, the public Library, and on the City's website.

CONCLUSION

Staff recommends that that Planning Commission take the following actions:

1. Conduct the public hearing
2. Discuss the project
3. Adopt the attached Draft Resolution approving the limited sale of beer and wine for on-site consumption.

ATTACHMENTS

- Exhibit A: Draft Planning Commission Resolution No. PC 08-XX
- Exhibit B: Applications with Project Descriptions, Menus, and Findings
- Exhibit C: City Council Resolution No. 5770- Master Use Permit- Metlox
- Exhibit D: Department of Alcoholic Beverage control license information
- Exhibit E: Plans (Not available electronically)

cc: Jon Tolkin- Tolkin Group

RESOLUTION NO. PC 08-xx

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING AN AMENDMENT TO A MASTER USE PERMIT TO ALLOW LIMITED ON-SITE SALES AND CONSUMPTION OF BEER AND WINE AT LE PAIN QUOTIDIEN BAKERY, METLOX SITE, 451 MANHATTAN BEACH BOULEVARD. (PQ MANHATTAN BEACH, INC)

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

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

- A. Le Pain Quotidien, is seeking approval of an Amendment to a Master Use Permit, to allow alcohol sales (limited beer and wine) for on-site consumption at Le Pain Quotidien bakery, 451 Manhattan Beach Boulevard, Suite A-132, Metlox site, in the City of Manhattan Beach.
- B. In accordance with the Master Use Permit approval an Amendment to the existing Master Use Permit approval is required for the project.
- C. The subject property is located within the City of Manhattan Beach Coastal Zone, and the Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission. The California Coastal Commission does not regulate alcohol sales and therefore their review of the project is not required to be processed.
- D. The applicant is PQ Manhattan Beach, Inc. and the property owner is the City of Manhattan Beach.
- E. The following is a summary of some of the key milestones for the Metlox site:
 - 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
 - 1997/98- The City purchased the Metlox property to control development and Master Plan the site
 - 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
 - December 1998- The City selected the Tolkin Group as a development partner
 - April 2001- The City Council certified the EIR
 - April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease



P.C. 5/14/08

July 2002- Master Use Permit and Coastal Development Permit for the Metlox project approved by the City Council
November 2002- California Coastal Commission denied the appeal of the Coastal Development Permit, and unanimously approved the Permit
February 2003- Groundbreaking for the Metlox parking structure
January 2004- Grand opening of public parking structure with 460 parking spaces
April 2004- Shade Hotel construction commenced
September 2004- Construction of the Metlox commercial buildings started
December 2005- Ribbon cutting and grand opening for the Metlox Center

- F. The Planning Commission of the City of Manhattan Beach conducted a public hearing regarding the project at their regular scheduled meeting of May 14, 2008. The public hearing was advertised pursuant to applicable law and testimony was invited and received.
- G. An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. There have been no substantial changes to the project, the surrounding area or environment, and the facts associated with the project have not substantially changed from those evaluated in the certified EIR from an environmental impact viewpoint. Therefore, the existing certified EIR is a valid environmental document that adequately evaluates the environmental impacts of the project in accordance with the requirements of CEQA and the project can rely upon this document for conformance with the requirements of CEQA. The EIR includes Mitigation Measures and a Mitigation Monitoring and Reporting Program in accordance with the requirements of CEQA. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerk's office, the public Library, and on the City's website.
- H. The property is located within Area District III and is zoned Downtown Commercial. The properties to the west and south are also zoned Downtown Commercial, the property to the north is zoned Public and Semipublic, and the property to the east is zoned Open Space. Further east past Valley/Ardmore and the Veterans parkway is zoned single-family residential.
- I. The General Plan designation for the property is Downtown Commercial.
- J. The proposed project is a modification of the previously approved conditions to amend the Master Use Permit for the Metlox project to allow alcohol sales (limited beer and wine) for on-site consumption only (Condition Nos. 29 and 38, City Council Resolution No. 5770)
- K. The primary use and purpose of Le Pain Quotidien is and will continue to be a bakery. The sale of a limited selection of beer and wine for on-site consumption will be an accessory use. The 1,353 SF bakery serves breakfast, brunch and lunch. The menu is very limited and provides a variety of pastries, breads,

sandwiches, soups, salads and desserts. The bakery is open from 7:00 AM to 7:30 PM, 7 days a week. No changes to the hours of operation are proposed. The dining area provides 42 seats inside and 56 seats outdoors. The total outdoor dining area would not exceed the current area and there would be no increase in the number of seats. No changes to the bakery other than the outdoor railing are proposed. No new signage is proposed.

- L. The project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- M. This Resolution, upon its effectiveness, constitutes the Amendment to the Master Use Permit for the subject property. This Resolution only amends Conditions No's 29 and 38 of Resolution No. 5770, all other conditions remain effective and in full force.
- N. Other Master Use Permit Amendments for the site for the Shade Hotel (Resolution No. PC 05-08 May 25, 2005- Amended Conditions 28 and 38 of Resolution 5770 and added new conditions specifically for the Shade Hotel) and for Petros (Resolution No. PC 06-20 December 13, 2006- Amended Conditions 29 and 38 of Resolution No. 5770 and Condition No. 3 of PC Resolution No. 05-08 for the Shade) shall remain in effect except as modified by this Resolution.
- O. Based upon State law, and MBLCP Section A.84.050, relating to the Amendment to the Master Use Permit application for the proposed project, the following findings are hereby made:
 - 1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed amendment to the 'use permit' for Le Pain Quotidien bakery is consistent with the Commercial Downtown designation. This area is specifically designated for commercial activity and services for residents and out-of-town visitors. The project compliments an existing bakery establishment by offering its customers a limited selection of beer and wine with the service of food. The project will strengthen the City's economic base, but also protect small businesses that serve City residents. The project protects surrounding residential uses from the potential adverse effects of inharmonious uses by minimizing the impact of commercial development on adjacent residential districts due to limited hours, menu, square footage of the overall bakery, kitchen, and dining areas, and limited sales of alcohol as a percentage of the total sales.
 - 2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City since, the proposed amended 'use permit' of this business is consistent with the General Plan for the Commercial Downtown designation, because it is merely the granting of additional privileges to an already approved use

that will result in no fundamental change of that use. Amending the 'use permit' will have no environmental impact and will not be detrimental to the public health, safety, or welfare of persons residing or working in or adjacent to the bakery. There will be no negative impact on properties or improvements in the vicinity, or on the general welfare of the City. Additionally, the project is consistent with the following General Plan Goals and Policies:

GOALS AND POLICIES: LAND USE

Goal LU-6: Maintain the viability of the commercial areas of Manhattan Beach.

Policy LU-6.1: Support and encourage small businesses throughout the City.

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

Goal LU-7: Continue to support and encourage the viability of the Downtown area of Manhattan Beach.

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the issuance of a certificate of occupancy. The proposed amended 'use permit' for Le Pain Quotidien bakery is within the scope of the bakery use.
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the project will all be complied with. Conditions to conform to applicable Code standards will apply. Because the proposed amended use permit will not alter the fundamental use, purpose, or character of the bakery, and because there will be no change in the hours of operation, no change in the dining area, and will not be any significant change in occupancy or intensification of the property, the proposed amended use will not create adverse impacts on traffic or create demands exceeding the capacity of public services and facilities.

SECTION 2. The Planning Commission of the City of Manhattan Beach hereby APPROVES the subject Master Use Permit Amendment subject to the following conditions.

General Conditions

1. **The proposed project shall be in substantial conformance with the plans and project description submitted, as approved by the Planning Commission on May 14, 2008, subject to any special conditions set forth below. The layout and details of the railing and seating for the outdoor dining area is subject to further review and approval by the Director of Community Development. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.**

Land Use

(This condition replaces Condition No. 29- City Council Resolution No. 5770, and condition No. 2, Resolution No. PC 06-20)

2. The hours of operation for the site shall be permitted as follows:
 - a. Restaurant, food service, retail and personal service: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, with the exception of the restaurant located on the east side of the Town Square, Suite B-110, Petros Greek Restaurant, which is allowed up to 6:00 am to 12:00 am (mid-night) Sunday through Thursday, and 6:00 am to 1:00 am Friday and Saturday, **and the bakery Le Pain Quotidien, located at the north end of the Town Square adjacent to the Shade Hotel, Suite A-132, which is limited to 7:00 a.m. to 7:30 p.m. seven days a week .**
 - b. Offices: Up to 24 hours
 - c. Town Square and Public Areas: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, seasonal, depending on weather.

Alcohol

(These conditions replace Condition No. 38- City Council Resolution No. 5770, and Condition No. 3-Planning Commission Resolution No. PC 05-08, and Conditions Nos. 4-12 of Resolution No. PC 06-20)

Bakery-Le Pain Quotidien

4. **The bakery may provide service of a limited selection of beer and wine, for on-site consumption only, which is incidental to, and in conjunction with, the service of food. Service of beer and wine at the bakery shall be in conjunction with the service of food at all times during all hours of operation.**
5. **The railing for the outdoor dining area may not extend past the edge of the outdoor patio for the Shade Hotel. The bakery shall be responsible for regular cleaning and maintenance of the patio area within the railing enclosure. Any tables located outside of the railing may not extend past the edge of the large pots with citrus trees, approximately ten additional feet.**

6. **In the event that the business known as Le Pain Quotidien bakery should vacate the premises, the tenant spaces may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as Le Pain Quotidien bakery. The intent of this condition is to ensure that any replacement retail/specialty food service uses would be a similar use.**
7. The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of operation.
8. The sale of specialty wine for off-site consumption shall be limited to Petros Greek Restaurant, Suite B-110. Off-site sales shall be an accessory use to the primary restaurant use and shall be in conjunction with the adjacent associated retail sales of pre-packaged food for off-site consumption. Sales of wine for off-site consumption may not occur at the restaurant if there is no associated retail shop.
8. The specialty retail Greek store shall not keep or display alcohol. Books or other visual displays may be used to show photographs and descriptions of the alcohol for sale at the restaurant. The wine sales shall be a secondary use to the primary retail use.
9. Display of alcohol at the restaurant that is for sale in the retail shop shall be limited to the bar area. All displays shall be maintained so that alcohol is not directly accessible to the customer.
10. Tastings of alcohol for sale in the retail store may occur at the restaurant, however the primary use of the restaurant shall remain a restaurant and food shall be available to customers at all times during tastings.
11. In the event that the business known as Petros Greek restaurant and the retail specialty Greek store should vacate the premises, the tenant spaces may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as Petros Greek restaurant and the retail specialty Greek store, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant with wine sales would be a similar use.
12. The property owner shall obtain approval from the State Department of Alcoholic Beverage Control and Los Angeles County Health Department, as required, and shall comply with all related conditions of approval.
13. No exterior sign modification and/or additions advertising wine tasting is permitted.
14. The Hotel may provide full liquor service throughout the Hotel, including self-service in room "mini-bars", and a portable bar for special events. The service of alcohol at the Hotel shall be in conjunction with food. The hours of food service, and the associated alcohol service, shall be consistent with the project description, which is generally breakfast, evening appetizers and for special events. The Sale of alcoholic beverages

for consumption off-premise is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject Master Use Permit.

Procedural

15. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.
16. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.
17. Lapse of Approval. The Master Use Permit Amendment shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
18. Terms and Conditions are Perpetual. These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
19. Effective Date. Unless appealed to the City Council, the subject Master Use Permit Amendment shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
20. Review. All provisions of the Master Use Permit Amendment are subject to review by the Community Development Department 6 months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Master Use Permit Amendment for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
21. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.
22. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.
21. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action associated with the approval of this project brought against

the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine the reasonableness, legality or validity of any condition attached to this decision shall not be maintained by any person unless the action or proceeding is commenced within 90 days of the date of this resolution and the City Council is served within 120 days of the date of this resolution.

I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of **May 14, 2008**, and that said Resolution was adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

RICHARD THOMPSON
Secretary to the Planning Commission

Sarah Boeschen
Recording Secretary



MASTER APPLICATION FORM

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

<i>Revisions</i>	
<i>Office Use Only</i>	
Date Submitted:	<i>3/6/09</i>
Received By:	<i>UJ</i>
F&G Check Submitted:	<i>3/6/09</i>

451 Manhattan Beach Blvd. #132
Project Address

SCC 11629 C F 218 known as Potentia Depot Grounds of
Legal Description SEC 25 T8S 15W

General Plan Designation _____ Zoning Designation _____ Area District _____

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

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

Submitted Application (check all that apply)

- | | |
|---|---|
| <input type="checkbox"/> Appeal to PC/PWC/BBA/CC _____ | <input type="checkbox"/> Subdivision (Lot Line Adjustment) _____ |
| <input type="checkbox"/> Coastal Development Permit _____ | <input type="checkbox"/> Use Permit (Residential) _____ |
| <input checked="" type="checkbox"/> Environmental Assessment <u>124</u> | <input type="checkbox"/> Use Permit (Commercial) _____ |
| <input type="checkbox"/> Minor Exception _____ | <input checked="" type="checkbox"/> Use Permit Amendment <u>1209</u> |
| <input type="checkbox"/> Subdivision (Map Deposit)4300 _____ | <input type="checkbox"/> Variance _____ |
| <input type="checkbox"/> Subdivision (Tentative Map) _____ | <input checked="" type="checkbox"/> Public Notification Fee / \$65. <u>65</u> |
| <input type="checkbox"/> Subdivision (Final) _____ | <input type="checkbox"/> Park/Rec Quimby Fee 4425 _____ |
| | <input type="checkbox"/> Other _____ |
| | <input type="checkbox"/> Lot Merger/Adjustment/\$15 recordg. fee _____ |

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

Pre-Application Conference: Yes _____ No _____ Date: _____ Fee: _____

Amount Due: \$ 1,398 (less Pre-Application Fee if submitted within past 3 months)

Receipt Number: _____ Date Paid: _____ Cashier: _____

Applicant(s)/Appellant(s) Information

PA Manhattan Beach, Inc.
Name

434 Broadway, 3rd Floor New York, NY 10013
Mailing Address

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

Christy LaRosa - Development Services Mgr, LPA. 310-279-2392
Contact Person (include relation to applicant/appellant) Phone number / e-mail clarosa@pgus.com

434 Broadway, 3rd FL. NY, NY 10013
Address

[Signature] 310-279-2392
Applicant(s)/Appellant(s) Signature Phone number

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

attached

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

MANHATTAN BEACH MUNICIPAL CODE
EXCERPT REGARDING FINDINGS

APPLICANT: PQ MANHATTAN BEACH, INC

PROJECT ADDRESS: 451 MANHATTAN BEACH BLVD, #132
MANHATTAN BEACH, CA 90266

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

The proposed location and use is within a popular shopping center which contains other restaurants and many other retail outlets. The service of beer & wine in conjunction within a restaurant is common and in accord with the Downtown Commercial Zone.

2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the city;

The proposed use will not adversely affect the adjoining land uses or the growth and development of the area because the approval of the conditional use permit will allow area workers, visitors, nearby residents and tourists the opportunity to sample a different type of cuisine, different from what is currently existing in the area. The proposed site for the use is adequate to allow the full development of the proposed use in a manner not detrimental to the particular area or to health and safety as there are many "Le Pain Quotidien" bakery/restaurants, and have always operated in a conscientious and thoughtful manner.

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

The proposed use is an existing and operating bakery/restaurant in the Metlox Block and the operation is allowed within the

existing Master Use Permit and Coastal Development Permit within the Downtown Commercial Zone.

4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated.

Traffic generated by the proposed use will not impose an undue burden upon the streets and highways because the restaurant is located within a large shopping center and not interfere with their efficient use. Granting of this Conditional Use Permit will not be detrimental to health and safety of the citizens of Manhattan Beach because the proposed restaurant will be operated in a conscientious and thoughtful manner, always with sensitivity to any possible detriment. There will not be any more noise, vibration or odors that are already currently existing.



ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: Revised 3/6/08

APPLICANT INFORMATION

Name: PQ Manhattan Beach, Inc Contact Person: Christy LaRosa
 Address: 434 Broadway, 3rd Fl Address: 434 Broadway, 3rd Fl, NY, NY 10013
 Phone number: 212-359-9000 Phone number: 310-279-2392
 Relationship to property: Tenant Association to applicant: Development Services
NY, NY 10013 Mgr.

PROJECT LOCATION AND LAND USE

Project Address: 451 Manhattan Beach Blvd, Ste 132, M.B., CA, 90266
 Assessor's Parcel Number: 4179-003-901
 Legal Description: SCC 11129 CF 218 Known as Potentia Depot Grounds of Sec
 Area District, Zoning, General Plan Designation: 25 T35 15W
 Surrounding Land Uses:
 North Commercial West Commercial
 South Commercial East Residential
 Existing Land Use: Commercial

PROJECT DESCRIPTION

Type of Project: Commercial Residential Other
 If Residential, indicate type of development (i.e.; single family, apartment, condominium, etc.) and number of units: N/A

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

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

	Existing	Proposed	Required	Removed/ Demolished
Project Site Area:	125,000 SF.			
Building Floor Area:	51,000 SF.			
Height of Structure(s)	26 ft.			
Number of Floors/Stories:	1 story			
Percent Lot Coverage:	78.46%			
Off-Street Parking:	430 subterranean			
Vehicle Loading Space:	parking spaces			
Open Space/Landscaping:				

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

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

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

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

N/A

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

Signature: [Signature] Prepared For: _____

Date Prepared: 2/25/08

Project Description

Applicant: PQ Manhattan Beach, Inc.

Project Address: 451 Manhattan Beach Blvd #132
Manhattan Beach, CA 90266

PQ Manhattan Beach, Inc is requesting a Use Permit Amendment to allow the addition of a Department of Alcoholic Beverage Control Type 41 license for on-site sale and consumption of beer and wine in conjunction with the operation of an existing 1,500 sq. ft. bakery/restaurant (596 s.f. dining area, 250 s.f. serving area, 39 s.f. hallway, 106 s.f. restrooms, 314 s.f. kitchen & cleaning area, 48 s.f. of locker room, 200 s.f. outer dining area), seating 57 (42 interior, 15 outdoor) with the hours of operation of 7:00am – 7:00pm. Railing will be added around the exterior patio as shown in our drawing.

Currently, Le Pain Quotidien has four locations in Los Angeles that have alcohol permits. Below is the address of each approved location as well as the percentage of alcohol sold. The addition of alcohol to our menu is to allow our customers the added option of enjoying a glass of wine or beer with their sandwich or salad or even fresh baked bread and cheese. Le Pain Quotidien is a relaxing destination and is not a "hot spot" destination for party-goers.

PQ Beverly Hills, Inc
9630 S. Santa Monica Blvd
Beverly Hills, CA 90201
Alcohol Sales is 0.4% of total sales

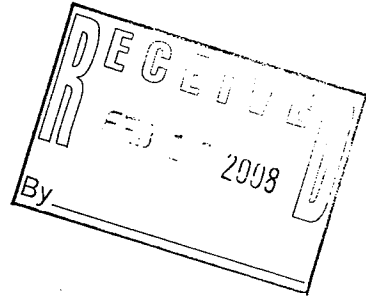
PQ Melrose, Inc
8607 Melrose Ave
W. Hollywood, CA 90069
Alcohol Sales is 2.2% of total sales

PQ Santa Monica, Inc
316 Santa Monica Blvd
Santa Monica, CA 90401
Alcohol Sales is 0.7% of total sales

PQ Robertson, Inc
320 S. Robertson Blvd
Los Angeles, CA 90048
Alcohol Sales is 0.3% of total sales

EXHIBIT B

P.C. 5/14/08



February 12, 2008

City of Manhattan Beach
Community Development
1400 Highland Avenue
Manhattan Beach, CA 90266

To whom it may concern:

Le Pain Quotidien is a Belgian bakery/café that provides a respite from the elements of every day. Our calm and soothing atmosphere allows our clientele to dine in a quiet, restful and rejuvenating place. The communal table is a signature and central part of our dining area which brings everyone together during meal times. In striving to use all organic and local ingredients we hope to make a closer connection with our foods and beverages, bridging the distance from farm to table and lending support to sustainable farming in our communities.

The sales of alcohol in this type of environment would be a minimal part of the business, yet add the offering to the guest that may desire a glass of wine or beer with their lunch or early evening meal. We are currently open from 7:30 a.m. to 7:30 p.m., serving breakfast, brunch, lunch and early evening snacks. Beer and Wine will only be served with meals in the dining areas. Customers coming in for pastries and organic breads will not be allowed to purchase beer and wine. Le Pain Quotidien is a respectable and good neighbor that never attracts a clientele that would not act responsibly.

The issuance of a license to Le Pain Quotidien would not aggravate police problems or add to crime in the area. Again, we are a bakery and café – a place where a particular clientele will enjoy a beverage with an early meal amongst friends enjoying the patio and communal environment.

Le Pain Quotidien being the responsible entity that it is, would take the necessary steps to train and educate staff on the legal requirements for serving our clientele and also provide education to ensure consumption is legal.

If you have any further questions please don't hesitate to contact me at 212-359-9000 ext. 308.

Sincerely,

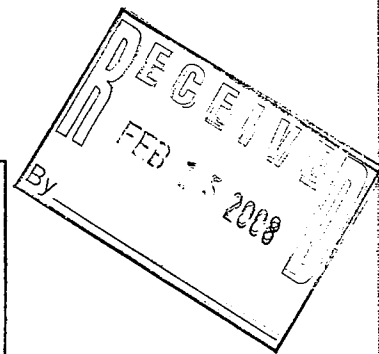
Corinne Yarns
Project Coordinator

Le Pain Quotidien
434 Broadway, 3rd Floor
Tel:(212) 359-9000 Fax:(212) 359-9029
New York, New York 10013
www.painquotidien.com



Le Pain Quotidien

The idea behind "Le Pain Quotidien" is simply to make a good daily bread, a handmade bread with a good crust and a firm slice, the kind of bread that makes great tartines. Bread not only to nourish the body, but the spirit as well. A bread best shared around a table, to be savored among friends.



Breakfast

↖ All our Breads are made with Organic Flour, Seeds, Nuts, Grains & Raisins ↗

Choice of baked goods served with butter, organic jams & praliné spread:

Organic Baker's Basket: A basket of all our organic breads (served until 2pm) 6.95
Serving of our Baguette, Wheat, Rye, Walnut, Spelt, Five-Grain or Flûte 3.25

Croissant	2.95	Apple - Pear Turnover	3.25
Pain au Chocolat	3.25	Belgian Brownie	3.75
Couque Suisse	3.25	Banana Chocolate Chip Muffin	3.25
Brioche	2.95	Organic Apple Cinnamon Muffin	3.25
French Rolls (2)	2.95	↖ Organic Blueberry Muffin	3.25

Belgian sugar waffle (Gaufre de Liège au sucre) 4.75

↖ Fresh Fruit Salad Small 4.75 Large 5.95

Organic Yogurt (low fat) 3.95

Organic Soft Boiled Egg with bread (served until 12pm, 2pm on weekends) 3.75

Two Organic Soft Boiled Eggs with bread (served until 12pm, 2pm on weekends) 6.95

Side order of Paris Ham, Hummus, Organic Cheddar or Gruyère 4.95

Side order of Smoked Atlantic Salmon or Prosciutto 6.95

Homemade Organic Multigrain Granola (served with organic soy milk or milk) 4.95

Granola "Parfait" with Organic Yogurt & Berries 6.95

Beverages

Our Coffees are 100% Organic Peruvian Single Estate "Villa Rica"

	<u>Single</u>	<u>Double</u>		
Pot of Coffee	2.75	---	Iced Coffee or Iced Tea	2.50
Refill Pot of Coffee	1.25	---	Iced Green Tea	2.75
Espresso	2.60	3.25	Iced Cappuccino / Latte	3.75
Cappuccino / Latte	3.75	4.75	Organic Milk or Soy Milk	2.75
Café au Lait	2.95	3.75	Mineral Water & Perrier	3.50
Hot Chocolate	3.75	4.50	Organic Fresh Orange Juice	3.95
Mochaccino	3.75	4.75	Organic Apple Cider	3.75
Organic Teas	3.25	---	Homemade Organic Lemonade	2.95
			Organic Mint Lemonade	3.25
			Organic Montmorency Cherry Cider	3.25
			Organic Lemonade/Iced Tea	2.95
			Soft Drinks	2.75

(Choice of: Brussels Breakfast, Chamomile, Lapsang Souchong,

Peppermint, Earl Grey, Green, Red Fruit or Fresh Mint)

All our milk, soy milk,
coffee & teas are Organic

↖ Vegan

Gratuities & taxes not included - Servicio no incluido. - 18% gratuity added to parties of 8 or more.
Credit Cards Welcome: Amex Visa MasterCard JCB (Please 2 cards or payments maximum per check)

Tartines - Sandwiches

All our Sandwiches are made with Organic Wheat Bread, Greens & Fresh Herbs

<i>Jambon de Paris – Paris Ham with 3 mustards</i>	8.95
<i>Organic Egg Salad with olive oil, wild capers and anchovies</i>	8.95
<i>Aged Gruyère with cornichons & 3 mustards</i>	8.95
<i>Roast Beef with wild caper mayonnaise</i>	9.25
<i>Grilled Chicken and Smoked Mozzarella with arugula and basil pesto</i>	9.50
<i>Crevettes, Avocat – Atlantic Shrimp, avocado & salsa</i>	13.95
<i>Saumon Fumé et aneth – Atlantic Smoked Salmon with dill</i>	13.25
<i>Tuna Salad with black olive tapenade & roasted peppers</i>	9.25
<i>Dinde rôtie et sauce aux herbes – Roasted Turkey with herb dressing</i>	9.25
<i>Prosciutto & Mozzarella di Bufala with sun-dried tomatoes and basil pesto</i>	11.95
<i>Avocado with nori seaweed & scallions</i>	8.75
<i>Chicken Curry Salad with side of harissa-cranberry chutney</i>	9.50
<i>Organic Black Bean Hummus with avocado & spicy tahini spread</i>	8.95
<i>Ricotta with mission fig, black pepper & honey</i>	8.95

Soup

<i>Soup of the day with Organic Bread</i>	Bowl 6.95
<i>(non-dairy & made with organic vegetables when available)</i>	Cup 4.95

Specialties

Please check our Lunch Special Menu

<i>Mediterranean Platter (Hummus, Babaganoush, Taboulé & assorted organic bread)</i>	11.50
<i>Tuscan Platter – Assiette Toscane (Parmesan, tapenade, basil pesto, sun-dried tomatoes, ricotta, prosciutto & assorted organic bread)</i>	12.50
<i>Board of fine cheeses & assorted organic bread (Chavignol, Brie, Fourme Bleu, Organic Aged Cheddar & Aged Gruyère) selection may vary</i>	12.95
<i>Quiche Lorraine or Vegetarian with organic mesclun & vegetables</i>	
<i>Lorraine - (Gruyère, Paris ham & leeks), Vegetarian - (Gruyère, spinach, mushrooms & leeks)</i>	11.50

Salads

All our Salads are made with Organic Greens & served with Organic Bread

<i>Grilled Chicken Cobb Salad with avocado & lapsang souchong vinaigrette</i>	13.95
<i>Organic Tofu Salad, mixed greens & 3 savory dressings</i>	10.75
<i>Atlantic Shrimp Salad with avocado, mango, salsa</i>	15.95
<i>Salade Végétarienne - Vegetarian Salad (organic greens, cheeses & vegetables)</i>	11.95
<i>Mozzarella di Bufala, plum tomatoes, basil pesto and virgin olive oil</i>	12.25
<i>Goat Cheese & Arugula Salad, Parmesan, pine nuts, virgin olive oil & lemon</i>	11.95
<i>Organic Mesclun Salad with cantaloupe, tomato, basil pesto and vinaigrette</i>	6.95
<i>Seaweed Salad with Miso dressing (add tofu 3.95, add smoked salmon 6.95)</i>	6.95

Desserts

All our Pastries are made with Organic Eggs, Sugar, Flour, Seeds & Raisins

<i>“Le Pain Quotidien” Tarts, Pastries & Cookies (see dessert menu)</i>	3.00 to 6.50
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Vegan

Wine & Beer

Beer

<i>Stella Artois</i>	<i>Belgium - blonde</i>	5.50
<i>Hoegaarden</i>	<i>Belgium - white</i>	6.25
<i>Wolaver's Organic</i>	<i>USA - Pale Ale</i>	6.00

Hard Cider

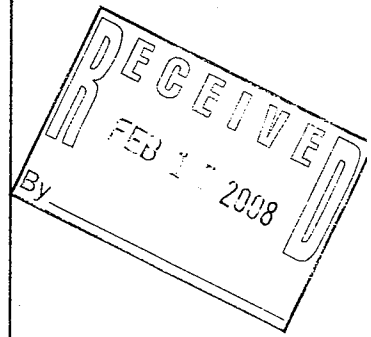
<i>J.K. Scrumpy's Organic</i>	<i>USA</i>	<i>bottle (22oz)</i>	14.00
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Wine

Organic and Biodynamic Agriculture

"Enjoy the good life, save the planet"

		<u>Glass</u>	<u>Bottle</u>
<i>Mimosa - prosecco and organic orange juice</i>		5.95	
<i>Prosecco Perlage Italy</i>	'06 200mL		12.00
<u>RN 13 VDP South of France</u>	<i>A. Coumont</i>		
<i>Blanc Sauvignon/viognier</i>	'06	5.50	22.00
<i>Rose Syrah/Cinsault</i>	'06	5.50	22.00
<i>Red Cabernet/Syrah</i>	'05	5.50	22.00
<i>Badger Mountain Chardonnay</i>	'07	6.50	26.00
<i>Badger Mountain Riesling</i>	'06	6.50	24.00
<i>Frey Cabernet Sauvignon</i>	'04	6.50	32.00



RESOLUTION NO. 5770

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AND COASTAL DEVELOPMENT PERMIT TO ALLOW THE CONSTRUCTION OF A NEW COMMERCIAL DEVELOPMENT, PUBLIC AREAS, AND RELATED IMPROVEMENTS, AT THE METLOX SITE- 1200 MORNINGSIDE DRIVE (Metlox, LLC c/o Tolkin Group)

THE CITY COUNCIL OF THE CITY OF MANHATTAN BEACH, CALIFORNIA, DOES HEREBY RESOLVE AS FOLLOWS:

SECTION 1. The City Council of the City of Manhattan Beach, California, hereby makes the following findings:

- A. Metlox, LLC c/o Tolkin Group is seeking approval of a Master Use Permit and Coastal Development Permit, to allow the construction of a new commercial development, public areas, and related improvements, at the Metlox site- 1200 Morningside Drive in the City of Manhattan Beach.
- B. In accordance with the Manhattan Beach Local Coastal Program (MBLCP) a Use Permit approval is required for the project in the Downtown Commercial Zone.
- C. The subject property is located within the City of Manhattan Beach Coastal Zone, in the non-appealable area, and is subject to a Coastal Development Permit.
- D. The applicant is Metlox, LLC c/o Tolkin Group and the property owner is the City of Manhattan Beach.
- E. The following is a summary of some of the key milestones for the Metlox site:
- 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
 - 1997/98- The City purchased the Metlox property to control development and Master Plan the site
 - 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
 - December 1998- The City selected the Tolkin Group as a development partner based on a project consisting of 141,000 square feet - project size reduced several times over the years due to public concern and the project proposed is 63,850 square feet
 - April 2001- The City Council certified the EIR and directed Staff and the Tolkin Group to work together to revise the project to:
 - Reduce the size to 60-65,000 square feet
 - Reduce the height to 26 feet, and
 - Consider reducing the height or eliminating the Lookout Tower
 - April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease
 - May 2002- The City Council approved two levels of public parking on the Metlox site
 - June 2002- Application for a Master Use Permit and Coastal Development Permit for the Metlox site submitted
- F. The Planning Commission of the City of Manhattan Beach conducted a public hearing regarding the project at their regular scheduled meeting of June 26, 2002 and continued the public hearing to July 10, 2002. The public hearings were advertised pursuant to applicable law and testimony was invited and received. At the meeting of July 10, 2002, the Planning Commission adopted Resolution No. PC 02-17 determining compliance with the California Environmental Quality Act (CEQA) and a previously certified Environmental Impact Report which includes Mitigation Measures and a Mitigation Monitoring Program, and adopting a Statement of Overriding Considerations, Resolution No. PC 02-18, approving the Master Use Permit and Coastal Development Permit for the commercial development and the public areas, and Resolution No.

EXHIBIT C

P.C. 5/14/08

PC 02-19, approving the Master Use Permit and Coastal Development Permit for the subterranean public parking structure. All decisions set forth in those resolutions are based upon substantial evidence received at said public hearings.

- G. The City Council of the City of Manhattan Beach conducted a public hearing regarding the project at their regular scheduled meetings of July 16, 2002. The public hearing was advertised pursuant to applicable law and testimony was invited and received. All decisions set forth in this resolution are based upon substantial evidence received at said public hearing.
- H. An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerks office, public Library and on the City's website. On June 26 and July 10, 2002 the Planning Commission held public hearings to discuss the proposed project, including the Master Use Permit, Coastal Development Permit, and compliance with the requirements of CEQA. On July 10, 2002 the Planning Commission adopted Resolution No. PC 02-17 determining the project is in compliance with CEQA, and adopting a Statement of Overriding Considerations with regard to unavoidable significant impacts.
- H. The property is located within Area District III and is zoned Downtown Commercial. The properties to the west and south are also zoned Downtown Commercial, the properties to the north are zoned Downtown Commercial and Public and Semipublic, and the properties to the east are zoned Open Space.
- I. The General Plan designation for the property is Downtown Commercial.
- J. The proposed project will provide a new approximate 63,850 square foot commercial development and approximately 40,000 square feet of public areas. A separate Master Use Permit and Coastal Development Permit for approximately 430 subterranean public parking spaces on the project site is proposed. Street improvements were approved with the Public Safety Facility Use Permit and Coastal Development Permit, including the extension of 13th Street as a two-way street from Morningside Drive east to Valley Drive, conversion of Valley Drive from one-way southbound traffic to two-way traffic between 13th and 15th Streets, and conversion of Morningside Drive to one-way northbound traffic between Manhattan Beach Boulevard and 13th Street.
- K. The existing surface parking lot at 1148 Morningside Drive, approximately 400 square feet in area and located south of the Metlox loading area, may be added to the project site to provide a pedestrian and/or vehicular entryway into the project from Morningside Drive. The City is currently in the process of negotiating the purchase of the parking lot site. This may result in more than three buildings being included in the project however the total approved square footage (63,850 square feet) would not be exceeded. The total parking provided in the subterranean public parking structure would increase by approximately 28 spaces.
- L. Construction of the commercial buildings and public areas are anticipated to take approximately 10 months beginning in October 2003, with completion in August 2004. Prior to construction of the commercial building and the public areas, the subterranean parking structure will be constructed, with construction anticipated from January 2003 through October 2003.
- M. The project will not individually nor cumulatively have an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.
- N. This Resolution, upon its effectiveness, constitutes the Master Use Permit and Coastal Development Permit for the subject property.
- O. Based upon State law, and MBLCP Section A.84.050, relating to the Master Use Permit application for the proposed project, the following findings are hereby made:
 - 1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed Metlox project is consistent with the Downtown Commercial (CD) Zone purpose in that the appearance and

effect of the buildings are harmonious with the character of the area in which they are located. The building materials, scale, roof pitches, and details are compatible with the existing Downtown environment, the Civic Center, and the surrounding commercial and residential uses. The scale and articulation of the façade of the proposed structures is consistent with the surrounding residential and commercial area, which has 1 to 3 story buildings, approximately 30 feet in height. The Metlox project is primarily 2-story, 26 feet in height with limited architectural features up to 30 feet in height, with the possibility of a limited 3rd story for the Inn.

The parking and loading facilities are adequate in that they will expand the existing onsite parking and will exceed the parking demand. The buildings are also pedestrian oriented, providing doors and windows at the sidewalk and Plaza, and maintaining pedestrian links within the site and to the Civic Center and other surrounding sites which then link to parks, open space and the beaches.

The project provides a full range of office, retail commercial, and service commercial uses needed by residents of, and visitors to, the city and region. Metlox will strengthen the city's economic base, but also protect small businesses that serve city residents. The project is intended to create a suitable environment for various types of commercial uses, and protect surrounding residential uses from the potential adverse effects of inharmonious uses by minimizing the impact of commercial development on adjacent residential districts. Additionally the Metlox project is intended to accommodate a broad range of community businesses and serves beach visitors.

2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City since, the Metlox project is consistent with the following General Plan Goals and Policies. Additionally, since the project is consistent with the Local Coastal Program (LCP), as discussed below, and since the LCP is consistent with the General Plan, the project is also consistent with the General Plan.

GOALS AND POLICIES: LAND USE

GOAL 1: MAINTAIN THE LOW PROFILE DEVELOPMENT AND SMALL TOWN ATMOSPHERE OF MANHATTAN BEACH.

Policy 1.1: Limit the height of new development to three stories where the height limit is 30 feet or to two stories where the height limit is 26 feet, in order to protect the privacy of adjacent properties, reduce shading, protect views of the ocean, and preserve the low profile image of the community.

Policy 1.2: Require the design of all new construction to utilize notches, or balconies, or other architectural details to reduce the size and bulk.

Policy 1.3: Require the use of landscaping and setbacks to reduce the bulk in new buildings and add visual interest to the streetscape.

Policy 2.3: Protect public access to and enjoyment of the beach while respecting the privacy of beach residents.

GOAL 3: ENCOURAGE THE PROVISION AND RETENTION OF PRIVATE LANDSCAPED OPEN SPACE.

Policy 3.1: Develop landscaping standards for the Downtown which serve as a unifying and humanizing theme for the area.

Policy 3.3: Encourage the replacement of mature trees removed by new construction activity throughout the City with specimen trees.

Policy 4.1: Protect all small businesses throughout the City which serve City residents.

Policy 5.1: The City recognizes the need for a variety of commercial development types and has designated areas appropriate for each. The City shall encourage development proposals which meet the intent of these designations.

Policy 5.2: Require the separation or buffering of low-density residential areas from businesses which produce noise, odors, high traffic volumes, light or glare, and parking through the use of landscaping, setbacks, and other techniques.

GOAL 6: CONTINUE TO SUPPORT AND ENCOURAGE THE VIABILITY OF THE "DOWNTOWN" AREA OF MANHATTAN BEACH.

Policy 6.1: Encourage the upgrading and expansion of business in the Downtown area to serve as a center for the community and to meet the needs of beach area residents.

Policy 6.2: Develop and encourage the use of design standards for the Downtown area to improve its visual identification as a unique commercial area.

GOAL 7: PROTECT EXISTING RESIDENTIAL NEIGHBORHOODS FROM THE INTRUSION OF INAPPROPRIATE AND INCOMPATIBLE USES.

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the issuance of a certificate of occupancy.

4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the Metlox commercial development and public areas portion of the EIR will all be complied with. Conditions to conform to applicable Code standards will apply. A temporary construction plan will ensure that construction impacts will be minimized to the extent feasible.

P. Based on the MBLCP Sections A.96.150 the following findings are made:
That the project, as described in the application and accompanying materials, as modified by any conditions of approval, conforms with the certified Manhattan Beach Local Coastal Program, since the project is consistent with the following applicable policies from Chapter 4 of the Local Coastal Program:

COASTAL ACCESS POLICIES

A. Access Policies

Policy I.A.1: The City shall maintain the existing vertical and horizontal accessways in the Manhattan Beach Coastal Zone.

Policy I.A.3: The City shall preserve pedestrian access systems including the Spider Web park concept (Spider Web park concept: a linear park system linking the Santa Fe railroad right-of-way jogging trail to the beach with a network of walkstreets and public open spaces. See Figure NR-1 of the General Plan).

B. Transit Policies

Policy I.B.3: The City shall encourage pedestrian and bicycle modes as a transportation means to the beach.

II. COASTAL LOCATING AND PLANNING NEW DEVELOPMENT POLICIES

Policy II.1: Control Development within the Manhattan Beach coastal zone.

A. Commercial Development

Policy II.A.2: Preserve the predominant existing commercial building scale of one and two stories, by limiting any future development to a 2-story maximum, with a 30' height limitation as required by Sections A.04.030, A.16.030, and A.60.050 of Chapter 2 of the Implementation Plan.

Policy II.A.3: Encourage the maintenance of commercial area orientation to the pedestrian.

Policy III.3: The City should continue to maintain and enforce the City ordinances that prohibit unlawful discharges of pollutants into the sewer system or into the tidelands and ocean. (Title 5, Chapter 5, Article 2; Chapter 8).

Policy III.14: City Storm Water Pollution Abatement Program: The City of Manhattan Beach has initiated a storm water pollution abatement program that involves not only several of the City departments working together, but also the other cities in the Santa Monica Bay watershed. The initial action plan was to create a new ordinance regarding illegal dumping to catch basins and the storm drain systems. In the process it was found that a number of ordinances already exist on the books that cover most of the original concerns. It was determined that those significant codes contain strong enforcement capabilities and that the present city staff needs to be educated and made aware of those existing codes, some of which date back to the 1920's but are still enforceable. The program is to develop codes and building standards to implement the Good Housekeeping requirement and the Best Management Procedures of the Santa Monica Bay Restoration Project Action Plan, educate staff, eliminate potential loopholes within the existing code sections, and initiate supplemental ordinances regarding storm water pollution abatement giving the County the right to prosecute polluters to the County storm drain system (a requirement of the Santa Monica Bay storm way discharge permit).

The Final EIR for the Civic Center/Metlox project also provides a discussion on consistency with the policies of the LCP.

SECTION 2. The City Council of the City of Manhattan Beach hereby APPROVES the subject Master Use Permit and Coastal Development subject to the following conditions.

General Conditions

- 1. The proposed project shall be in substantial conformance with the plans submitted and the project description, as approved by the City Council on July 16, 2002, subject to any special conditions set forth below. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.

Site Preparation/Construction

- 2. A Traffic Management and Construction Plan shall be submitted in conjunction with any construction and other building plans, to be approved by the Police and Public Works Departments prior to issuance of building permits. The plan shall provide for the management of all construction related traffic during all phases of construction, including but not limited to delivery of materials and parking of construction related vehicles.

3. During the demolition and construction phases of development, a daily clean-up program for all areas affected by the project shall occur, including the pickup of all debris (utilizing an approved trash dumpster or other trash control method) at day's end and the sweeping and continued watering down of the site to assist in mitigating the movement of dirt and dust upon adjoining properties.
4. All electrical, telephone, cable television system, and similar service wires and cables shall be installed underground to the appropriate utility connections in compliance with all applicable Building and Electrical Codes, safety regulations, and orders, rules of the Public Utilities Commission, the serving utility company, and specifications of the Public Works Department. Existing utility poles and lines on the project site and immediately adjacent to the project site, not including any across any street, must be placed underground pursuant to the requirements of Public Works.

Operational

5. Operations shall comply with all South Coast Air Quality Management District Regulations and shall not transmit excessive emissions or odors across property lines.
6. Plans shall be submitted to the Director of Community Development for review and approval that shows all proposed rooftop mechanical equipment screened from the public right-of-way in accordance with the requirements of the MBMC. Equipment and screening may be incorporated into the architectural features allowed on the buildings. Equipment shall be installed per the approved plans prior the building permit final.
7. Post construction (operational) noise emanating from the site shall be in compliance with the Manhattan Beach Municipal Code Noise Ordinance, Chapter 5.48.
8. Delivery operations shall be conducted in such a manner so as not to be in violation of the city's noise ordinance. The term "delivery activities" shall include, vehicles or delivery equipment being started or idled, playing of radios, tape players or other devices, loud talking, and unloading of materials. Business delivery doors shall not be opened before hours of permitted deliveries as specified herein. Delivery vehicles shall park in designated commercial loading areas only and shall not obstruct designated fire lanes.
9. Landscaping and maintenance activities (including, but not limited to parking lot cleaning, grounds-keeping, and outdoor equipment cleaning) shall occur in accordance with a Landscape Maintenance Plan to be approved by the Director of Community Development. The Maintenance Plan shall establish permitted hours of operation for specific maintenance activities and areas of site, based on compatibility with nearby land uses, both on and adjacent to the center.
10. All landscaping materials shall be maintained to the satisfaction of the Director of Community Development.
11. Routine trash collection on the entire site shall be consistent with the hours that are specified in the City's trash contract (which is currently after 7:30 a.m. and before 6:00 p.m.), unless other hours are approved by the Public Works Director. Construction material trash collection activities (drop off and pick-up) shall be limited to hours of permitted construction as specified in the City's Noise Ordinance, which is between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.
12. All trash storage areas shall be screened, secured and maintained in a sanitary condition and all tenants/business owners shall take appropriate measures to prevent prohibited or undesirable activities as defined in the Municipal Code (Sec. 5.24.060) including but not limited to, scavenging, excessive accumulation of refuse, and allowing any portion of the property to become a breeding ground for flies, wild rodents or other pests. Trash storage areas shall be designated and bins shall be maintained within the designated areas.
13. The facility operator shall prohibit employees from parking personal vehicles on the surrounding public streets. Employees must park on-site or be transported to the site from other off-street parking

facilities subject to Community Development Department approval. The property owner shall include prohibitions against employee parking on local streets in any lease and/or rental agreements.

14. The operators of the facility shall police the property, and all areas immediately adjacent to the businesses, during the hours of operation to keep it free of litter.
15. The operators of the facility shall provide adequate management and supervisory techniques to prevent loitering and other security concerns outside the subject businesses.
16. Public bicycle parking shall be incorporated into the design of the project. Plans shall be submitted to the Director of Community Development for review and approval showing the bicycle parking.
17. Safety and security features shall be incorporated into the design of the project. The Security Plan shall be submitted to the Police Chief and Director of Community Development for review and approval. The Security Plan shall include but not be limited to, security lighting.
18. The applicant shall make every effort to provide shower facilities for use by the office tenants. The facilities shall be shown on the plans and installed prior to the issuance of a Certificate of Occupancy.
19. The applicant is required to eliminate any Congestion Management Plan (CMP) debits created by the project prior to the issuance of a Building Permit for the Commercial buildings.
20. All tenants in the project are encouraged to join the Downtown Business Association.

Public Works

21. The plans shall be checked and stamped for approval by the Public Works Department before the building permit is issued. Project must comply with all Public Works requirements. All Public Works notes and corrections must be printed on the plan and all requirements must be completed per the approved plans prior to the issuance of a building final.
22. The new trash enclosure(s) shall meet all Public Works requirements. Trash must be picked up by a refuse company as often as necessary to ensure that the trash enclosure has adequate space to accommodate the needs of the entire site. No trash storage/disposal shall be placed in the public right-of-way on Manhattan Beach Boulevard, Morningside Drive, 13th Street or Valley Drive.
23. No outside cleaning of kitchen floor mats or other items will be permitted on the site. All kitchen floor mats and other items shall be cleaned in such a manner that the run-off wastewater drains only to a private sewer drain on the premises.
24. There shall be no discharge of construction wastewater, building materials, debris, or sediment from the site.

Land Use

25. The following land uses and maximum square footages, as defined and approved by the DDA/Ground Lease, and shall allowed:
 - A) Retail Sales and services, including food service uses, 20,000 square feet total maximum, including:
 - a) Retail sales;
 - b) Personal Services;
 - c) Retail/specialty food service uses that are non-destination type establishments such as a bakery, tea salon, coffee house, ice cream shop, yogurt, candy, cookies, juices, and other similar limited specialty food items. Each business is limited to a maximum of 300 square feet of outdoor seating area, including table, chairs and benches, within the Town Square and Public Areas; and,
 - d) Similar uses identified as permitted (by right) in the underlying zoning district (CD) which are not included in this Master Use Permit shall be left to the discretion of the Director of Community Development.

- B) Eating and Drinking Establishments (restaurants), two (2) total maximum, 8,000 square feet total maximum, (including 6,400 square feet maximum dining/seating area regardless of whether located indoors or outdoors).
- C) Offices, however no offices shall be permitted on the first floor, and Personal Services, 17,500 square feet total maximum, including;
- Offices, Business and Professional;
 - Personal Services; and,
 - Similar uses identified as permitted (by right) in the underlying zoning district (CD) which are not included in this Master Use Permit shall be left to the discretion of the Director of Community Development.
- D) Visitor Accommodations (Bed and Breakfast Inn), 35 to 40 rooms, 26,000 square feet total maximum.
26. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CD) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted in this Resolution.
27. There shall be no drive-through service allowed in conjunction with any Eating and Drinking Establishment (restaurant) or any other use.
28. The Inn may provide wedding, party, and other special event services in their Courtyard, Meeting Room, and Living Room, as a secondary service to the primary Inn use. These types of events are limited to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday. Events are limited to a maximum of 60 people, or whatever the maximum occupancy is as determined by the Building or Fire Code limits, whichever is less. The Director of Community Development may approve Temporary Use Permits for events which exceed 60 people, not to exceed the maximum occupancy as allowed by the Building or Fire Code limits. Events may not use the Town Square or other Public Open Areas unless prior approval is granted by the City. The availability of the Inn for special events shall not be marketed as the primary use.
29. The hours of operation for the site shall be permitted as follows:
- Restaurant, food service, retail and personal service: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday.
 - Offices: Up to 24 hours
 - Town Square and Public Areas: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, seasonal, depending on weather.
30. The second floor roof deck with the jacuzzi at the Inn shall be redesigned. The floor level of the roof deck may not exceed 21 feet in height, and the deck area must be properly screened. The deck area may only be open for use from 6:00 am to 10:00 pm, seven days per week
31. Any outdoor uses in the Town Square and Public Areas shall meet all access and safety requirements of the Uniform Building and Fire Codes and any other similar safety regulations. Retail and food service carts or kiosks may be allowed subject to review and approval of the City Manager. Standard liability insurance naming the City as additionally insured shall be provided and subject to approval of the Director of Community Development. Insurance shall meet approval of the City's Risk Manager and shall be as set forth in the DDA/Ground Lease (currently a minimum \$3 million insurance endorsement). Tenants with said outdoor uses shall be responsible for maintaining the area clean and free of trash and debris.
32. A restroom shall be available to the public at all times when the non-office uses are open to the public. Adequate signage to direct the public to the restroom(s) shall be provided throughout the Town Square and public areas, subject to review and approval of the Director of Community Development. The tenant or building owner, not the City, shall be responsible for maintaining and securing the restroom(s).

Design Review

33. The applicant shall submit plans, material boards, color samples, renderings, and other visual displays for Design Review to the Planning Commission at a noticed public hearing prior to issuance of building permits for the commercial buildings. The general location of the building footprints, as shown on the plans approved by the Planning Commission on July 10, 2002, are approved with this Master Use Permit and Coastal Development Permit and are not subject to Design Review. The plans shall address the following design issues and details:

- Facades/elevations
- Colors, textures, and materials
- Landscaping, lighting, signage, and public art
- Gateway treatment
- Town Square, 13th Street Garden and Public areas
- Civic Center linkage, relationship and compatibility
- Streetscape design- pavement treatment, sidewalks, pedestrian crosswalks, street furniture
- Pedestrian orientation
- Incorporation of the Metlox sign

The plans and details shall address linkage to the Downtown and the Civic Center, pedestrian orientation, the Downtown Design Guidelines, the City's vision for the site, access from Morningside Drive near 12th Street (12th Walk), and other design details of the project. The possibility of limited 3rd story rooms for the Inn will be considered.

34. A sign program in accordance with the requirements of the MBMC shall be submitted for review and approval of the Director of Community Development. Signage shall be consistent with the Downtown Design Guidelines and the conceptual plans submitted for Design Review. Signs shall be installed per the approved plans prior the building permit final.
35. An outdoor lighting program shall be submitted for review and approval of the Director of Community Development. Outdoor lighting shall be shielded and meet all other requirements of the MBMC and shall be consistent with the plans submitted for Design Review. Lighting shall be installed per the approved plans prior the building permit final.
36. A site landscaping plan, utilizing drought tolerant plants to the extent feasible, shall be submitted for review and approval. The landscaping shall be in compliance with the Downtown Design Guidelines and the requirements of the MBMC. All plants shall be identified on the plan by the Latin and common names. The current edition of the Sunset Western Garden Book contains a list and description of drought tolerant plants suitable for this area. This plan shall be reviewed and approved by the Public Works and Community Development Departments. Landscaping shall be installed per the approved plans prior to the building permit final.
37. A low pressure or drip irrigation system shall be installed in landscaped areas. Details of the irrigation system shall be noted on the landscape plans. The type and design shall be subject to the approval of the Public Works and Community Development Departments. Irrigation shall be installed per the approved plans prior to the building permit final.

Alcohol

38. The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of operation. The Inn may provide beer and wine service for its guests only, and may also provide full liquor self-service in room "mini-bars". Sale of alcoholic beverages for consumption off-premise is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject Master Use Permit.
39. Restaurant uses, including the service of alcoholic beverages, shall be limited in their operation to the hours between 6:00 a.m. to 11:00 pm, Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday.

Entertainment

40. Dancing and amplified live music is prohibited within the business establishments. Non-amplified live music or entertainment, limited to background-type music, with a maximum of 2 entertainers is permitted. Any live entertainment proposed in conjunction with any use (with exception of background music, television and no more than 3 games or amusements per business establishment) shall require a Class I annual Entertainment Permit consistent with the provision of Section 4.20.050 of the Manhattan Beach Municipal Code. The Entertainment Permit shall be submitted to the Director of Community Development for review and approval, with input from the Police and Fire Departments. Appropriate conditions shall be placed on the Permit to minimize potential negative impacts. These conditions shall include, but not be limited to, hours, size and location of performance or dance area, size of band and number of performers, numbers of performance days per week, type and location of amplification, speakers and soundproofing, and volume of amplification. The Permit will be reviewed annually to determine if it is appropriate to renew the permit, deny the permit, or modify the conditions of approval.

Procedural

41. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.
42. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.
43. Lapse of Approval. The Master Use Permit shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
44. Terms and Conditions are Perpetual. These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
45. Effective Date. Unless appealed to the City Council, the subject Master Use Permit and Coastal Development Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
46. Review. All provisions of the Use Permit are subject to review by the Community Development Department 6 months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Use Permit for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
47. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.
48. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.
49. Assignment. Pursuant to Section A.96.220 of the City's certified Local Coastal Program (Implementation Program), the Coastal Development Permit may be assigned to any qualified persons subject to submittal of the following information to the Director of Community Development.
50. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action

is filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

Mitigation Measures (CEQA)

The following Mitigation Measures as identified in the EIR, and as discussed within Resolution No. 5769 adopted July 16, 2002, determining compliance with CEQA, are applicable to the Metlox project.

51. AESTHETICS/VIEWS

The project shall be developed in conformance with the following City of Manhattan Beach Downtown Design Guidelines:

- A. Where feasible, incorporate landscaped areas into new development and existing development. Such landscaped areas could utilize window boxes and similar landscape amenities. Landscaping should be designed to enhance and accentuate the architecture of the development.
- B. Signs should be designed at a scale appropriate to the desired village character of downtown. The size and location of signs should be appropriate to the specific business. Pre-packaged "corporate" signs should be modified to a scale and location appropriate to the desired village character of downtown Manhattan Beach. Signs should not block, or obliterate, design details of the building upon which they are placed. Pedestrian oriented signage is encouraged. Such signs may be located on entry awnings, directly above business entrances, and "hanging signs" located adjacent to entrances.
- C. Low level ambient night lighting shall be incorporated into the site plans to minimize the effects of light and glare on adjacent properties.

52. Air Quality

- A. The construction area and vicinity (500-foot radius) shall be swept and watered at least twice daily.
- B. Site-wetting shall occur often enough to maintain a 10 percent surface soil moisture content throughout all site grading and excavation activity.
- C. All haul trucks shall either be covered or maintained with two feet of free board.
- D. All haul trucks shall have a capacity of no less than 14 cubic yards.
- E. All unpaved parking or staging areas shall be watered at least four times daily.
- F. Site access points shall be swept/washed within thirty minutes of visible dirt deposition.
- G. On-site stockpiles of debris, dirt, or rusty material shall be covered or watered at least twice daily.
- H. Operations on any unpaved surfaces shall be suspended when winds exceed 25 mph.
- I. Car-pooling for construction workers shall be encouraged.

53. PUBLIC SAFETY

Although no significant impacts upon public safety (police services) have been identified, the following mitigation measures shall be implemented to further reduce the risk to public safety.

- A. Prior to the issuance of building permits, project site plans should be subject to review by the Manhattan Beach Police Department and Manhattan Beach Fire Department. All recommendations made by the Manhattan Beach Police Department and Manhattan Beach Fire

Department relative to public safety (e.g. emergency access) should be incorporated into the project prior to project completion.

- B. Prior to the approval of the final site plan and issuance of each building permit, plans shall be submitted to the Manhattan Beach Police Department for review and approval for the purpose of incorporating safety measures in the project design, including the concept of crime prevention through environmental design (i.e., building design, circulation, site planning, and lighting of parking structure and parking areas). Design considerations should include an evaluation of electronic surveillance systems, emergency call boxes and lighting systems in addition to architectural elements that allow direct vertical and horizontal views outside of the structure.
- C. The provision of an on-site valet attendant and/or patrol by private security officers during operation of the project shall be considered at peak parking demand times, as needed. This mitigation measure shall be incorporated into the conditions of project approval (i.e., Master Land Use Permit or Development Agreement) at the discretion of the City Council.

54. RISK OF UPSET

Potential impacts associated with the release of potentially hazardous substances during demolition activities can be mitigated to a level of insignificance by the following mitigation measure:

- A. Comprehensive surveys for asbestos containing materials (ACMs), lead based paint, and Poly Chlorinated Biphenyls (PCBs) shall be conducted by a registered environmental assessor for each existing on-site structure to be demolished or renovated under the proposed project. ACMs, lead based paint, or PCBs found in any structures shall be stabilized and/or removed and disposed of in accordance with applicable laws and regulations including, but not limited to, SCAQMD Rule 1403 and Cal OSHA requirements.
- B. If during construction of the project, soil contamination is suspected, construction in the area should stop and appropriate Health and Safety procedures should be implemented. The Department of Toxic Substances Control (DTSC) Voluntary Cleanup Program (VCP) should be contacted at (818) 551-2866 to provide the appropriate regulatory oversight.

55. TRANSPORTATION AND CIRCULATION

REQUIRED MITIGATION MEASURES

The following traffic-related mitigation measures are required to mitigate potentially significant project-related traffic impacts:

- A. Prior to any construction activities, a Construction Plan, which shall include phasing of construction of the project, shall be submitted for review and approval to the City of Manhattan Beach Public Works Department and Community Development Department. Construction Plans shall address parking availability and minimize the loss of parking for existing on-site Civic Center operations that will continue to operate throughout the construction period, as well as provide parking for Civic Center visitors and construction workers. To minimize potential adverse impacts upon the Downtown Commercial District construction workers shall not be permitted to park within in the adjacent public parking structures or street parking spaces. The parking plans shall provide adequate on-site parking areas for construction workers and/or consider providing additional construction parking at off-site parking lot locations and providing bussing or car-pool services to the construction site. The proposed construction plan shall designate appropriate haul routes into and out of the project area. Truck staging areas shall not be permitted on residential roadways or adjacent to any school site.
- B. Manhattan Beach Blvd. & Sepulveda Blvd. -Contribute to the installation of dual left-turn lanes in the northbound and eastbound directions. A fair-share contribution will be required. The City is currently actively pursuing implementation of this Mitigation Measure. These projects are identified in the City's 2004-2005 Capital Improvement Program (CIP). The City is currently in the process of having engineering studies conducted for the design of the dual left-turn lanes. A

Grant application will be submitted to the Metropolitan Transportation Authority (MTA) in their Call- for- Projects after completion of the engineering study.

- C. Highland Avenue & 13th Street -Install a two-phase signal at this intersection if warranted based on actual traffic counts taken after the project is developed. The implementation of peak-hour southbound left-turn restrictions at this intersection is another option to mitigate project impacts as this restriction would improve traffic flow through this intersection, as it would reduce northbound through and southbound left-turn conflicts, and allow for the free flow of southbound traffic. In addition, the conversion of 13th Street to a one-way eastbound scheme is another option.
- D. Manhattan Beach Blvd. & Valley Drive/Ardmore Ave. -Install a dual southbound left-turn lane at this intersection at such a time that two left turn lanes are warranted based on actual traffic counts.
- E. The City Traffic Engineer shall conduct secondary "post-project" traffic assessments at the intersections of Highland Avenue & 13th Street, and Manhattan Beach Boulevard & Valley Drive/Ardmore Avenue to determine the actual traffic impacts of the proposed project. Should the results of this assessment verify significant impacts are realized, the mitigation measures recommended in the Draft EIR, or measures of equivalent effectiveness shall be implemented.
- F. An employee parking program shall be required for the Metlox commercial establishments to alleviate the parking demands within the Downtown Commercial District. Potential mitigation options may include satellite parking programs and/or providing tandem parking stalls designated for employees only.

RECOMMENDED MITIGATION MEASURES

Although the proposed project will meet the shared parking demand anticipated for the planned development, the following parking mitigation measures are recommended to further increase parking availability on the project site, reduce traffic congestion, and to promote shared parking within the Downtown Commercial District:

- G. Valet parking operations should be considered during peak demand times, as needed. Valet parking operations should utilize tandem parking methods within the parking garage(s) to increase parking availability for the project site.

56. HYDROLOGY/WATER QUALITY

The following mitigation measures would ensure water quality impacts would be less than significant:

- A. The project shall comply with the requirements of the National Pollution Discharge Elimination System (NPDES) General Permit for stormwater discharge. Such compliance shall include submittal of a drainage plan to the City of Manhattan Beach Department of Public Works in accordance with the minimum applicable requirements set forth in the Los Angeles County Standard Urban Stormwater Mitigation Plan (SUSMP).
- B. Design criteria for the project should, to the extent feasible, minimize direct runoff to the adjacent streets and alleys by directing runoff from roofs and impervious surfaces to landscaped areas. In addition to reducing runoff volumes, due to infiltration into the soil, landscaped areas may also filter some pollutants from stormwater, such as particulate matter and sediment.
- C. Commercial trash enclosures must be covered so that rainwater cannot enter the enclosure and the trash enclosure must be connected to the sanitary sewer system.

57. NOISE

The following mitigation measures are recommended to reduce noise impacts during the construction phases of the proposed project:

- A. Use noise control devices, such as equipment mufflers, enclosures, and barriers.
- B. Erect a temporary sound barrier of no less than six feet in height around the construction site perimeter before commencement of construction activity. This barrier shall remain in place throughout the construction period.
- C. Stage construction operations as far from noise sensitive uses as possible.
- D. Avoid residential areas when planning haul truck routes.
- E. Maintain all sound-reducing devices and restrictions throughout the construction period.
- F. When feasible, replace noisy equipment with quieter equipment (for example, a vibratory pile driver instead of a conventional pile driver and rubber-tired equipment rather than track equipment).
- G. When feasible, change the timing and/or sequence of the noisiest construction operations to avoid sensitive times of the day.
- H. Adjacent residents shall be given regular notification of major construction activities and their duration.
- I. A sign, legible at a distance of 50 feet, shall be posted on the construction site identifying a telephone number where residents can inquire about the construction process and register complaints.
- J. An annual City permit in accordance with Chapter 4.20 of the MBMC shall be required prior to the installation/setup of any temporary, or permanent, PA or sound system.
- K. The maximum allowable sound level shall be in conformance with Chapter 5.48 of the MBMC.

SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine the reasonableness, legality or validity of any condition attached to this decision shall not be maintained by any person unless the action or proceeding is commenced within 90 days of the date of this resolution and the City Council is served within 120 days of the date of this resolution.

SECTION 4. This resolution shall take effect immediately.

SECTION 5. The City Clerk shall certify to the adoption of this resolution; enter it into the original records of the City and thenceforth and thereafter the same shall be in full force and effect.

SECTION 6. The City Clerk shall make this Resolution reasonably available for public inspection within thirty (30) days of the date this Resolution is adopted.

PASSED, APPROVED AND ADOPTED this 16th day of July 2002.

Ayes:
Noes:
Absent:
Abstain:

Mayor, City of Manhattan Beach, California

ATTEST:

City Clerk



August 29, 2007

Joan Mueller
1220 Ardmore Ave
Manhattan Beach, CA 90266

PQ MANHATTAN BEACH INC
Le Pain Quotidien
451 Manhattan Beach Blvd Suite 132
Manhattan Beach, CA 90266
File: 455910


Dear Protestant:

Your protest has been received and accepted. A copy has been sent to the applicant.

If the application is approved, you will be contacted to see if you wish to request a protest hearing. If the Department denies issuance of the license, and the applicant requests a hearing, the protest hearing will be held at the same time. You will be notified of the date, time and place of the hearing. You will be expected to attend the hearing and to testify regarding your protest. If you are unable to attend the hearing, you may appoint someone of your choice to represent you at the hearing. Failure to do so will result in the dismissal of your protest by the Administrative Law Judge. If you cannot or choose not to attend the hearing, please notify the Inglewood District Office at (310) 412-6311.

If the applicant does not request a hearing, you will receive no further notice from the Department.

Sincerely,


Elana R. Chambliss
Legal Analyst

Identical letters sent to all on
attached list.

ERC: db

cc: Inglewood District Office
Applicant w/Enclosure

EXHIBIT D

P.L. 5/14/08

PQ MANHATTAN BEACH INC

File: 455910

August 29, 2007

Page 1

Joan Mueller
1220 Ardmore Ave
Manhattan Beach, CA 90266

Ralph Mueller
1220 Ardmore Ave
Manhattan Beach, CA 90266

Laura Muenchow
1304 N. Ardmore Ave
Manhattan Beach, CA 90266

Carolyn Trump
520 Thirteenth St
Manhattan Beach, CA 90266

William Trump
520 Thirteenth St
Manhattan Beach, CA 90266

Dana Weiser
515 13th St
Manhattan Beach, CA 90266

MB

Department of Alcoholic Beverage Control
**PROTEST AGAINST ALCOHOLIC
BEVERAGE LICENSE APPLICATION**

State of California

Please print legibly or type.

I hereby protest the issuance of a license under the Alcoholic Beverage Control Act to:

PQ Manhattan Beach Inc (dba) LePain Quotidien

RECEIVED

(Name(s) of Applicant(s))

AUG 03 2007

For premises at:

451 Manhattan Beach Suite 132 Manhattan Beach, CA 90266

Hearing and Legal Unit
Dept. of Alcoholic Beverage Control
SACRAMENTO

(Exact address of proposed premises)

on the grounds that:

The location of this establishment is located very close to my home. We are all ready impacted by another establishment that sells alcohol. This is located next door to "LePain Quotidien" that is applying for a 41-on sale beer & wine license. We are disturbed nightly with noise from the area and I feel allowing this license will only make a very difficult situation worse.

Our quality of life has all ready been extremely impacted. The LePain Quotidien is a nice breakfast/lunch Bakery restaurant, which seems to do a fairly good business. I have ate there on several occasions. It is mainly outdoor dining so the noise from the eatery has nothing to block it. But the main problem is the patrons hanging around and talking in very loud voices, which carries directly to the residents across the street. Another problem is the parking. Many patrons park on the residential streets as do the employees, besides causing a parking problem, we are also disturbed by the loud conversation and sometimes their loud vehicles next to our homes.

I am definitely opposing and protesting the application of this license. Please keep me informed.

Thank You

Check here if additional sheets attached

I, Joan Mueller & Ralph Mueller, declare under penalty of perjury:

PRINT (Name of Protestant)

(1) That I am the protestant herein; (2) That I have read the above protest and know the contents thereof; and (3) That the same is true of my own knowledge except as to those matters which are therein stated on information and belief, and as to those matters I believe to be true.

PROTESTANT'S SIGNATURE

Joan Mueller & Ralph Mueller

PROTESTANT'S TELEPHONE NUMBER (Optional)

(310) 546-5980

SIGNED AT (City and state)

1220 Ardmore Ave Manhattan Beach, CA 90266

DATE SIGNED

7-30-07

PROTESTANT'S ADDRESS (Street number and name, city, state, zip code)

+2 ✓

MB

Department of Alcoholic Beverage Control
**PROTEST AGAINST ALCOHOLIC
BEVERAGE LICENSE APPLICATION**

RECEIVED

State of California

AUG 22 2007

Hearing and Legal Unit
Dept. of Alcoholic Beverage Control
SACRAMENTO

Please print legibly or type.

I hereby protest the issuance of a license under the Alcoholic Beverage Control Act to:

P.O. Manhattan Beach (dba) Le Pain Quotidien

(Name(s) of Applicant(s))

For premises at:

451 Manhattan Beach Blvd. Ste. 132 Manhattan Beach, CA

(Exact address of proposed premises)

on the grounds that:

This business is very close to our home. The patrons of this complex and employees activities directly affect our quality of life. We have put up with so much - Drunk, disorderly, LOUD people, parking issues, and noise pollution. We don't need any more intoxicated people around - no extended hours either. Why does a bakery need to serve alcohol???

Check here if additional sheets attached

I, Laura Muenchow, declare under penalty of perjury:

PRINT (Name of Protestor)

(1) That I am the protestant herein; (2) That I have read the above protest and know the contents thereof; and (3) That the same is true of my own knowledge except as to those matters which are therein stated on information and belief, and as to those matters I believe to be true.

PROTESTANT'S SIGNATURE <u>Laura Muenchow</u>	PROTESTANT'S TELEPHONE NUMBER (Optional) <u>(310) 991-0598</u>
SIGNED AT (City and state) <u>1204 No. Ardmore Ave.</u>	DATE SIGNED <u>8/17/2007</u>
PROTESTANT'S ADDRESS (Street number and name, city, state, zip code) <u>MB 90266</u>	

RECEIVED

AUG 21 2007

✓ E

Department of Alcoholic Beverage Control
**PROTEST AGAINST ALCOHOLIC
BEVERAGE LICENSE APPLICATION**

State of California

MB

Please print legibly or type.

I hereby protest the issuance of a license under the Alcoholic Beverage Control Act to:

PQ Manhattan Beach, Inc. dba LePain Quotidien

(Name(s) of Applicant(s))

For premises at:

Suite 132, 451 Manhattan Beach, CA 90266

(Exact address of proposed premises)

on the grounds that:

There are numerous business in the same block that have beverage - alcohol - licenses. The noise and disruption from these establishments have disturbed the peaceful neighborhood. I feel another business selling any kind of liquor is not a solution but a hinderance and strongly protest any more beverage liquor/alcohol licenses being issued in the city.

RECEIVED

RECEIVED

AUG 20 2007

AUG 20 2007

Dept. of Alcoholic Beverage Control
Inglewood Office

Check here if additional sheets attached

I, Carolyn and William Trump, declare under penalty of perjury:

PRINT (Name of Protestant)

(1) That I am the protestant herein; (2) That I have read the above protest and know the contents thereof; and (3) That the same is true of my own knowledge except as to those matters which are therein stated on information and belief, and as to those matters I believe to be true.

PROTESTANT'S SIGNATURE

Carolyn Trump William E. Trump

PROTESTANT'S TELEPHONE NUMBER (Optional)

(310) 546-4441

SIGNED AT (City and state)

Manhattan Beach, CA 90266

DATE SIGNED

8/13/07

PROTESTANT'S ADDRESS (Street number and name, city, state, zip code)

520 Thirteenth Street, Manhattan Beach, CA 90266

RECEIVED

AUG 21 2007

ABC-510-A (11/03)

Hearing and Legal Unit
Dept. of Alcoholic Beverage Control
SACRAMENTO

VE

Department of Alcoholic Beverage Control
**PROTEST AGAINST ALCOHOLIC
BEVERAGE LICENSE APPLICATION**

State of California

MB

Please print legibly or type.

I hereby protest the issuance of a license under the Alcoholic Beverage Control Act to:

PQ Manhattan Beach Inc (dba) LePain Quotidien

(Name(s) of Applicant(s))

For premises at:

451 Manhattan Beach Suite 132 Manhattan Beach, Ca. 90266

(Exact address of proposed premises)

on the grounds that:

The noise generated by intoxicated patrons at other establishments within the Metlox retail / entertainment complex is already intolerable. During the spring, summer and early fall, the constant din echoing across the streets into the immediate surrounding neighborhood, has ruined the tranquil evenings that this neighborhood once enjoyed.

Add to this unfortunate development, the daily invasion of employees and customers who clog up what little parking there is to be had - the subsidized underground parking is too "expensive" for customers and employees are not told of the agreement between the city and Metlox businesses that prohibit their workers from parking in adjacent neighborhoods.

When the people living in the area surrounding the Metlox development were polled as to what the land should be used for, the sentiment did not include building more establishments that serve alcohol outdoors; there are more than enough in the area...we do not need anymore, especially, so close to our homes.

I am firmly against the granting of a license to serve alcohol for LePain Quotidien.

Check here if additional sheets attached

I, Dana Weiser, declare under penalty of perjury:

PRINT (Name of Protestor)

(1) That I am the protestant herein; (2) That I have read the above protest and know the contents thereof; and (3) That the same is true of my own knowledge except as to those matters which are therein stated on information and belief, and as to those matters I believe to be true.

PROTESTANT'S SIGNATURE <u>Dana Weiser</u>	PROTESTANT'S TELEPHONE NUMBER (Optional) ()
SIGNED AT (City and state) <u>Manhattan Beach, Ca.</u>	DATE SIGNED <u>8/12/07</u>
PROTESTANT'S ADDRESS (Street number and name, city, state, zip code) <u>515 13th St. Manhattan Beach, Ca. 90266</u>	

RECEIVED

AUG 21 2007

**BEFORE THE
DEPARTMENT OF ALCOHOLIC BEVERAGE CONTROL
OF THE STATE OF CALIFORNIA**

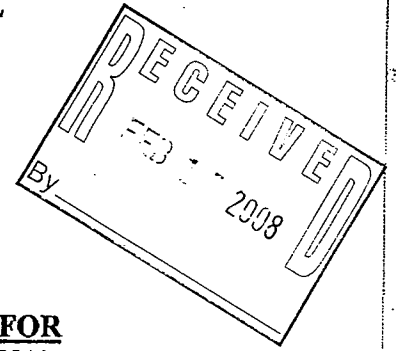
In the Matter of the Application of:

PQ MANHATTAN BEACH INC
Le Pain Quotidien
451 Manhattan Beach Blvd., Ste 132
Manhattan Beach, CA 90266-5345

File: 41-455910

Reg:

**PETITION FOR
CONDITIONAL
LICENSE**



For issuance of an *On-Sale Beer and Wine Eating Place License*

Under the Alcoholic Beverage Control Act

WHEREAS, petitioner(s) has/have filed an application for the issuance of the above-referred-to license(s) for the above-mentioned premises; and,

WHEREAS, protestant(s) has protested the issuance of the applied-for license; and,

WHEREAS, the protest(s) deal(s) with the proposed operation of the applied-for premises; and,

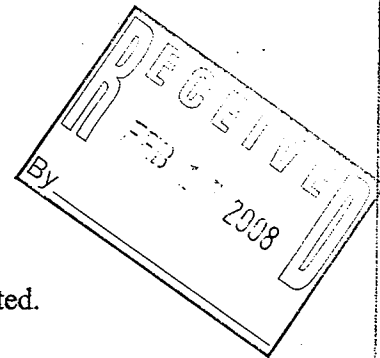
WHEREAS, pursuant to Section 23958 of the Business and Professions Code, the Department may deny an application for a license where issuance would result in or add to an undue concentration of licenses; and,

WHEREAS, the proposed premises is located in Census Tract 6203.02 where there presently exists an undue concentration of licenses as defined by Section 23958.4 of the Business and Professions Code; and,

WHEREAS, the petitioner(s) stipulate(s) that by reason of the aforementioned over concentration of licenses, grounds exist for denial of the applied-for licenses(s); and,

NOW THEREFORE, the undersigned petitioner(s) do/does hereby petition for a conditional license as follows, to-wit:

1. Sales, service and consumption of alcoholic beverages shall be permitted only between the hours of 10:00 a.m. and 8:00 p.m., each day of the week
2. There shall be no bar or lounge area upon the licensed premises maintained for the purpose of sales, service or consumption of alcoholic beverages directly to patrons for consumption.
3. The use of any amplifying system or device is prohibited on the patio, and the use of any such system or device inside the premises shall not be audible outside the premises.
4. The quarterly gross sales of alcoholic beverages shall not exceed the gross sales of food during the same period. The licensee shall at all times maintain records which reflect separately the gross sales of alcoholic beverages of the licensed business. Said records shall be kept no less frequently than on a quarterly basis and shall be made available to the Department on demand.



- 5. The sale of alcoholic beverages for consumption off the premises is strictly prohibited.
- 6. The petitioner shall be responsible for maintaining free of litter the area adjacent to the premises over which they have control as depicted on the ABC-257 dated 12/11/06 and ABC-253 12/11/06 dated.

This petition for conditional license is made pursuant to the provisions of Sections 23800 through 23805 of the Business and Professions Code and will be carried forward in any transfer at the applicant-premises.

Petitioner(s) agree(s) to retain a copy of this petition on the premises at all times and will be prepared to produce it immediately upon the request of any peace officer.

Petitioner(s) stipulate(s) and agree(s) that he/she/it will not apply to the Department for removal of the condition as herein set forth unless sufficient changes occur to justify reconsideration of the need for the continuation of such conditional restrictions.

The petitioner(s) understand(s) that any violation of the foregoing condition(s) shall be grounds for the suspension or revocation of the license(s).

DATED THIS 23rd DAY OF April, 2007



Applicant/Petitioner

Applicant/Petitioner

SURVEY OF DOWNTOWN EATING AND DRINKING ESTABLISHMENTS

Establishment	Address	Hours of Operation	Alcohol License	Date
900 Manhattan Club/Sidedoor	900 Manhattan Ave.	M-Th 11am-12 am F 11am-1 am Sat 9am-12am Sun 9am-12am	Full Liquor	
Coco Noche	1140 Highland Ave.	Su-Th 6am-10pm F-Sa 6am-11pm	Beer and Wine	
Beaches	117 Manhattan Beach Blvd.	M-F 10am-1am Sa-Sun 8 am-1am	Full Liquor	
Café Pierre	317 Manhattan Beach Blvd.	Su-Sa 9am-1am	Full Liquor	
Pasta Pomodoro	401 Manhattan Beach Blvd.	Sun-Wed 9am-11pm Thu-Sat 7am-12am	Beer and Wine	03/05
Ebizio	229 Manhattan Beach Blvd.	M-Th 6am - 11pm F-Sa 6am-12am	Beer and Wine	
El Sombrero	1005 Manhattan Ave.	Su-Th 7am-11pm F-Sa 7am-12am	Beer and Wine	
Ercoles	1101 Manhattan Ave.	Su-Sa 11am-2am	Full Liquor	
Fonzs	1017 Manhattan Ave.	Su 9am-9pm M-Th 5:30am-10pm F-Sa 5:30am-11pm	Full Liquor	
Creperie	1209 Highland Ave.	Sun-Th 7am-11pm F-Sat 7am-12am	Beer and Wine	05/07
Hennesseys	313 Manhattan Beach Blvd.	Su-Sa 11am-2am	Full Liquor	
Fusion Sushi	1150 Morningside Dr.	Su-W 9am -11pm Th-Sa 7am-12am	Full Liquor	
Kettle	1138 Highland Ave.	Su-Sa 24 Hours	Beer and Wine	
Mama D's	1125 A Manhattan Ave.	Su-Sa 7am-2am	Beer and Wine	
Mangiamo	128 Manhattan Beach Blvd.	Su-Sa 8am-12am	Full Liquor	
Manhattan Brewing Company	124 Manhattan Beach Blvd.	Su-Sa 7am-12am F-Sat 7am-1am	Full Liquor	
Sharks Cove	309 Manhattan Beach Blvd.	Su-Sa 7am-2am	Full Liquor	
Manhattan Pizzeria	133 Manhattan Beach Blvd.	No Reso	Beer and Wine	
Mucho	903 Manhattan Ave.	Su-T 11am-12am F-Sat 11am-2am	Full Liquor	
Octopus	1133 Highland Ave.	M-F 11:30am-2:30pm to 5:30pm-11pm F-Sa 5:30pm-12am	Beer and Wine	
Old Venice/El Sombrero	1001 Manhattan Ave.	Sun-Thu 7am-11pm Fri-Sat 7am-12am	Beer and Wine	07/07
Penny Lane	820 Manhattan Ave.	Su-Th 7am-10:30pm F-Sa 7am-11:30pm	Beer and Wine	
Rock N Fish	120 Manhattan Beach Blvd.	Su-Th 7am-12am F-Sa 7am-1am	Full Liquor	
Shellback	116 Manhattan Beach Blvd.	No Reso	Full Liquor	
Sun & Moon Café	1131 Manhattan Ave.	Su-Th 6am-11pm F-Sa 6am-12am	Beer and Wine	

Talia's	1148 Manhattan Ave.	Su-W 7am-11pm Th-Sa 7am-12am	Full Liquor	11/01
Towne	1142 Manhattan Ave.	M-W 11am-11pm Th-F 11am-12am Sa 7am-12am Su 7am-11pm	Full Liquor	
12th+Highland	304 12th Street	Su-Th 10am-12am F-Sa 10am-1am	Full Liquor	
Wahoo's	1129 Manhattan Ave.	Su-Th 6am-11pm F-Sa 6am-12am	Beer and Wine	
Avenue	1141 Manhattan Ave.	Su-Th 11am-11pm F-Sa 11am-12am	Full Liquor	
Shade Hotel	1221 Valley Drive	Lobby Bar- daily 5pm-11pm Courtyard Su-Th 6am-11pm F-Sat 6am-12am Roofdeck daily 6am-10pm	Full Liquor	
Petro's	451 Manhattan Beach Blvd Suite B-110	Su-Th 6am-12 am F-Sa 6am-1am Off-site specialty wine	Full Liquor	12/06
Sashi	451 Manhattan Beach Blvd Suite D-126 1200 Morningside	Su-Th 6am-11pm F-Sa 6am-12am	Full Liquor	