



Agenda Item #: _____



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, Planning Manager

DATE: December 2, 2008

SUBJECT: Consideration of Planning Commission Approval for Clarification that 3500 Sepulveda Boulevard is part of the Manhattan Village Shopping Center Master Use Permit, and a Master Use Permit Amendment to allow Alcohol Service at a New Restaurant

RECOMMENDATION:

Staff recommends that the City Council **UPHOLD** the Planning Commissions approval of the project.

FISCAL IMPLICATION:

There are no fiscal implications associated with the recommended action.

BACKGROUND:

The subject property is a separate legal parcel, known as the Hacienda or Haagen Building, located within the Manhattan Village Shopping Center. The property is one of the outlying buildings along the perimeter of the Center adjacent to Sepulveda. This parcel has a different owner (Mark Neumann); the rest of the Shopping Center property is owned or represented by RREEF. In 2001 the Manhattan Village Shopping Center (3200 Sepulveda) received approval of a Master Use Permit (MUP) for the renovation of the existing Shopping Center. The application description, plans and tenant/building square footage list included the 3500 Sepulveda property, however, the application was not signed by the Hacienda property owner. The two property owners have met with staff a number of times over the past two years regarding the issues of the site entitlements, and separately they have been negotiating a settlement. They recently reached an agreement regarding the existing entitlements on the properties, which then allowed this MUP Amendment to be completed.

On November 12, 2008 the Planning Commission adopted Resolution PC 08-15 confirming that the site is included as part of the Manhattan Village Shopping Center and subject to the existing MUP and related entitlements, and amending the MUP to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro). The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.

DISCUSSION:

Master Use Permit

The MUP Amendment is required since conditions 10-17, page 6 of Resolution PC 01-27 allows the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 MUP approval that already have beer and wine service may convert to full alcohol service without an Amendment. Total site restaurant square footage with full alcohol may not exceed 68,000 square feet. Since the Tin Roof Bistro is a new restaurant with full alcohol a MUP Amendment is required.

The project includes clarification and confirmation that the site is included within the existing Shopping Center site and governed by the MUP. The attached Resolution (Exhibit A) includes conditions on the property (Sepulveda dedication-condition No. 11, page 7 and Theater sign-condition No. 14, page 8) to address the City's requirements for including the property in the Shopping Center MUP. These are conditions that are typically required in a MUP.

Tin Roof Bistro

The proposed restaurant would be located on the first floor of the existing two-story building on the south side with the main entry on the east side off of the Shopping Center perimeter road. All parking would be off-site to the east of the perimeter road on the Shopping Center property. Valet parking for the restaurant on the adjacent bank site to the south may be added in the future. This will require approval of the property owner as well as review and approval by the City Traffic Engineer (condition No. 13, page 8).

The project would convert 4,250 sf of interior vacant office area to restaurant, plus convert 800 sf of common courtyard to outdoor dining area. The interior dining area would provide 142 seats, while the outdoor dining area provides 38 seats. The restaurant is proposed to be open seven days a week from 11:00 am to 12:00 am (midnight). No new signage is shown on the plans, however any new signage would be required to be consistent with the existing Master Sign Program.

Planning Commission Discussion

The Planning Commission voted 4:1 approving the project, adopting Resolution PC 08-15. There was no public testimony at the hearing other than the applicants and representatives from the Shopping Center. The Shopping Center owners submitted a letter (Exhibit C) at the public hearing raising concerns about a few of the conditions in the Resolution. Their concerns focused on the counting of the outdoor dining area as part of the restaurant square footage (condition No. 8), the requirement for the City traffic engineer to review the valet parking (condition No. 13), and the requirement that the two property owners work cooperatively together in the future and be a party to any future MUP Amendments that affect both parties, such as the proposed EIR (condition No. 7). They also requested clarification on the history of the Shopping Center ownership. The representative for the Hacienda building also initially expressed concerns with the Sepulveda dedication requirement (condition No. 11), and counting the outdoor dining area towards the square footage.

The Commission discussed the Sepulveda dedication and the majority felt that it was an appropriate condition, but modified staffs proposed language by eliminating the requirement for

a fair share contribution for future widening, since the condition will be included in the future expansion project. Some of the Commission expressed that more information and input from staff regarding the basis for the dedication should be provided, and there was concern that the objections by the two owners were submitted at the last minute. The Commission felt that the outdoor dining should be included as part of the overall restaurant square footage as it is a large area and not just a few seats like the current outdoor dining areas in the Shopping Center. Regarding the valet parking, the Commission felt it was appropriate to have the City traffic engineer review any proposal to ensure that it did not impact circulation and fire lanes. The Commission felt that it was appropriate to have both owners be party to any MUP Amendments that affect both parties in the future. Lastly, the Commission had concerns about the hours since the MUP would allow the restaurant to operate until 2:00 am, so a condition was imposed (condition No. 17) to limit the hours to 11:00 am to 12:00 am (midnight).

After the public hearing was completed and several of the conditions were revised by the Planning, the applicant agreed to accept the conditions of the MUP Amendment as amended.

CONCLUSION:

The appeal period for the project ends on Thursday November 27th, 2008, Thanksgiving, and since that day and Friday are Holidays the appeal period rolls over until 5:00 on Monday December 1st. If an appeal is filed after this report is distributed but prior to the appeal deadline staff will pull the item from the consent calendar and schedule it for a public hearing.

ALTERNATIVES:

Other than the stated recommendation, the City Council may:

1. **APPEAL** the Planning Commissions' approval of the project and set the project for a public hearing.

Attachments: A. PC Resolution 08-15
B. Draft Planning Commission Minute Excerpts- November 12, 2008
C. Letter from Latham and Watkins- November 12, 2008
D. Staff report and attachments- November 12, 2008
E. Staff reports, attachments, and minute excerpts (duplicates deleted)- September 24, and October 8, and 22, 2008.

cc: Mark Neumann, Columbia Development Group
Mike Simms, Tin Roof Bistro
Beth Gordie, Latham and Watkins
John Rosenfeld, jarlaw90290
Charles Fancher, Fancher Partners

RESOLUTION NO. PC 08-15

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH CONFIRMING THAT THE SITE IS PART OF THE MANHATTAN VILLAGE SHOPPING CENTER MASTER USE PERMIT AND ASSOCIATED ENTITLEMENTS AND APPROVING A MASTER USE PERMIT AMENDMENT TO ALLOW A NEW RESTAURANT WITH OUTDOOR DINING AND ON-SITE CONSUMPTION OF ALCOHOL IN AN EXISTING OFFICE BUILDING (HACIENDA OR HAAGEN BUILDING) AT 3500 SEPULVEDA BOULEVARD AVENUE (MARK NEUMANN AND MIKE SIMMS)

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

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

- A. The Planning Commission of the City of Manhattan Beach conducted public hearings on September 24, October 8 and 22, and November 12, 2008 to consider a--applications for Master Use Permits on the property. Said hearings were advertised pursuant to applicable law, testimony was invited and received.
- B. The subject property is legally described as Lot 12, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 3500 Sepulveda Boulevard in the City of Manhattan Beach. The property owner is 3500 Sepulveda LLC, 13th & Crest Associates LLC, and 6220 Spring Associates, LLC. On April 4, 2008, the property owner submitted an application for a Master Use Permit for the property. On April 17, 2008, TRB, LLC submitted an application for a Master Use Permit for a new alcohol license at a proposed restaurant called Tin Roof Bistro on the ground floor of the existing building located on the property.
- C. The subject site is 29,621 square feet in area, with a 2-story building approximately 42 feet in height and 19,840 square feet in area. The building has a central courtyard, mature landscaping and no access or parking on the site. All access, parking and loading and other shared uses are on the adjacent Manhattan Village Mall property.
- D. The project consists of the following: 1) clarification that the property is included as part of the existing Master Use Permit (Resolution PC 01-27) and all other related entitlements for the Manhattan Village Shopping Center (Shopping Center Master Use Permit), and 2) allow on-site alcohol consumption for a proposed new restaurant, Tin Roof Bistro, which requires an Amendment to the Shopping Center Master Use Permit.
- E. The Master Use Permit Amendment is required since Conditions 10-17 of Resolution PC 01-27 allows the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 Use Permit approval that already have beer and wine service may convert to full alcohol service without an

EXHIBIT
CC 12/2/08 **A**

Amendment. The Master Use Permit Amendment is also required pursuant to Section 10.16.020(L) of the Manhattan Beach Municipal Code, which requires a use permit amendment for any new alcohol license.

- F. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.
 2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).
 3. Subsequent use permits were approved for individual uses within the shopping center.
 4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the Shopping Center and subject property.
 5. On April 5, 1994 the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
 6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the Shopping Center and subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
 7. On December 12, 2001 the Planning Commission adopted Resolution No. PC 01-27 which superseded and replaced all the previous approvals on the Manhattan Village Shopping Center site. Although the project description, plans and tenant/building square footages list submitted by the Shopping Center owner at the time (Madison Marquette) included the subject site (Hacienda or Haagen building) the property owner at the time did not sign the application and it is not clear if they were notified or aware of the pending application. The property owner at the time did not participate in the public hearing process. The current owner of the subject property (3500 Sepulveda LLC) purchased the property in 2005.
 8. On February 27, 2002 the Planning Commission adopted Resolution No. PC 02-07 approving a Master Sign Program and Sign Exception for the Manhattan Village Shopping Center. The Resolution includes conditions for removal of the theater sign that is located on the subject site as well as standards and conditions for signage throughout the Shopping Center and subject site.
 9. The subject Master Use Permit application was submitted in April 2008 to request the approvals described in D. above.

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10. The subject property owner recently entered into a Settlement Agreement with RREEF American REIT II Corp. BBB, current owner of the Manhattan Village Shopping Center, in October 2008 regarding the existing Master Use Permit entitlements on the properties, as well as other private issues. The property owner and RREEF have notified the City that the Settlement Agreement indicates that pursuant to the Shopping Center Master Use Permit, some or all of the 11,902 square feet on the ground floor of the building on the property may be used for office, medical, and/or retail use under Master Use Permit Condition No. 7, and that such space may be converted to restaurant use under Shopping Center Master Use Permit Condition No. 10, and that pursuant thereto, 5,890 square feet of the ground floor of the building may be immediately converted to restaurant use. Therefore, a Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses is not required. Confirmation, acknowledgement and clarification that the Master Use Permit applies to the site is required as well as an Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro) is required in accordance with the existing Master Use Permit for the Shopping Center. Additionally, the City has determined that with this clarification the Master Use Permit applies to the 3500 Sepulveda Property and accordingly, the property owner application will be administratively withdrawn.

11. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.

G. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center and the subject property was a part. Mitigation measures were identified and adopted in several issue areas.

H. In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.

I. 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.

J. This Resolution, upon its effectiveness, 1) confirms, clarifies, and acknowledges that the Master Use Permit and other entitlements for the Shopping Center apply to the property, and 2) amends the Shopping Center Master Use Permit to allow on-site consumption of alcohol at the proposed new restaurant, Tin Roof Bistro.

K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit application:

1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel,

durable goods and specialty items generally having a citywide market area. Support facilities such as entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. A portion of the building and outdoor common courtyard and patio areas will be converted to restaurant use with service of alcohol for on-site consumption which is consistent with other uses within the Shopping Center. The use is allowed with an Amendment to the Master Use Permit and is permitted by the underlying Community Commercial zoning district with a Use Permit. Confirming, clarifying and acknowledging that the parcel is part of the Master Use Permit for the Shopping Center also requires that broader conditions related to street dedication, signage and parking/loading be required to ensure the objectives of the code are satisfied. With these conditions the application is consistent with the purpose of the district and zone. 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, as conditioned.

2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as a portion of the largest retail development in the City. The modifications, as conditioned, are consistent with the following General Plan Goals and Policies:

Goal Lu-2: Encourage the provision and retention of private landscaped open space.

Policy LU-2.4: Support appropriate stormwater pollution mitigation measures.

Policy LU-3.2: Promote the use of adopted design guidelines for new construction in Downtown, along Sepulveda Boulevard, and other areas to which guidelines apply.

Policy LU- 3.5: Ensure that the sign ordinance provides for commercial signage that is attractive, non-intrusive, safe, and consistent with overall City aesthetic goals.

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.

Policy LU- Recognize the need for a variety of commercial development types and designate areas appropriate for each. Encourage development proposals that meet the intent of these designations.

Goal LU-8: Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial areas of Manhattan Village as regional-serving commercial districts.

Policy LU- 8.2: Support the remodeling and upgrading needs of businesses as appropriate within these regional-serving commercial districts.

Policy I-1.8 Require property owners, at the time new construction is proposed, to either improve abutting public right-of-way to its full required width or to pay in-lieu fees for improvements, as appropriate.

Policy I-1.9 Require property owners, at the time of new construction or substantial remodeling, dedicate land for roadway or other public improvements, as appropriate and warranted by the project.

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2 Policy I-3.5 Encourage joint-use and off-site parking where appropriate.

3 The new use will be within the existing floor area and outdoor areas and is consistent with
4 the existing uses on the site and other nearby commercial properties. The proposed project
5 is an upgrade of an existing commercial building. The proposed restaurant increases traffic,
6 and is a more intense use of site since it is a conversion from office to a destination-type
7 restaurant use. The restaurant site is physically separated from mall, more than 380 feet
8 from the main mall, and 260 feet from any retail/restaurant uses, so there is not as much
9 joint or shared traffic as other uses on site. Shared parking with the Manhattan Village mall
10 site is compatible due to the remote location of the subject site, it does not conflict with the
11 main Mall parking demand. However, this new use increases traffic on Sepulveda. If the
12 subject parcel was included as part of the original 2001 Mall master Use Permit then
13 dedication on Sepulveda would have been required at that time. Due to all these factors,
14 confirming that the parcel is part of the Master Use Permit for the Shopping Center also
15 requires that broader conditions related to Sepulveda Boulevard street dedication, signage
16 and parking/loading be required to ensure consistency with the General Plan, as indicated
17 above, and so the use of the site will not be detrimental to the public health, safety or
18 welfare of persons residing or working in or adjacent to the neighborhood of such use and
19 will not be detrimental to properties or improvements in the vicinity or to the general
20 welfare of the City. Therefore the project, as conditioned, the project will meet these
21 findings.

22 3. The conversion to restaurant with on-site sale and consumption of alcohol is permitted
23 by the underlying zoning district and Master Use Permit, with the clarification that the
24 subject site is part of the Master Use Permit, and with a Use Permit Amendment for the
25 alcohol. The proposed renovation will comply with applicable performance and
26 development standards. Therefore the proposed use will comply with the provisions of
27 Title 10 of the Municipal Code (Zoning Ordinance), including any specific condition
28 required for the proposed use in the CC zoning district in which it is located. Standards
29 including but not limited to containment of glare and noise in that the conversion will
30 be within an existing building and the outdoor courtyard is the center and the east side
31 shielded from residential to the west across Sepulveda, State Highway 1. The subject
32 site is at an elevation significantly lower (approximately 20-30 feet) than Sepulveda and
the single family residential properties to the west, and these residential uses are over
450 feet to the west of the site. Additionally, confirming that the parcel is part of the
Master Use Permit for the Shopping Center also requires that specific conditions related
to Sepulveda Boulevard street dedication, signage and parking/loading be required to
comply with the provisions of the Code.

4. The proposed use, as conditioned, will not adversely impact nor be adversely impacted
by nearby properties, which are a mix of commercial and residential uses. The
additional proposed area with alcohol sales will largely be located within the existing
building footprint, and out of line-of-sight of the nearest residential use and therefore, as
conditioned, is not expected to cause any noise, glare, vibration, security and safety,
odors or aesthetic visual impacts. The proposed conversion from office to a destination
type restaurant with alcohol will result in an increase in traffic, and therefore dedication
along Sepulveda is required. Since the building is located on the perimeter away from
the main Mall and any other restaurant or retail uses, the project will provide adequate
parking off-site, subject to City verification, to serve the new use. The restaurant use

will have increased demands for trash and loading that the office tenant did not have, and conditions will be required to ensure these facilities are adequate. Clarifying and confirming that the parcel is part of the Master Use Permit for the Shopping Center also requires that broader conditions related to street dedication, signage and parking/loading be required to ensure that any potential impacts related to traffic, parking, and aesthetics be mitigated.

- L. A determination of public convenience and necessity is made for the proposed Type 47 alcohol license (as conditioned below), which shall be forwarded to the California Department of Alcohol Beverage Control upon City Council acceptance of this project approval.
- M. A de minimis impact finding is hereby made that the project will not individually or 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, together with existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, constitutes the entitlements for the subject site, and the State required Determination of Public Convenience and Necessity for the currently proposed Type 47 alcohol licenses.

SECTION 2. The Planning Commission of the City of Manhattan Beach hereby **CONFIRMS and CLARIFIES** that the subject parcel is included as part of the Manhattan Village Shopping Center Master Use Permit and related entitlements and **APPROVES** the subject Master Use Permit Amendment, subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The project shall be in compliance with the plans and project description submitted to and approved by the Planning Commission on November 12, 2008. All development must occur in compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and project description, except as provided in this approval, shall require review by the Director of Community Development and a determination if Planning Commission review and an amendment to the Master Use Permit is required.
2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *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.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.

- 1 5. *Legal Fees.* The applicant agrees, as a condition of approval of this project, to pay all
2 reasonable legal and expert fees and expenses of the City of Manhattan Beach in defending
3 any legal action associated with the approval of this project brought against the City. In the
4 event such a legal action is filed against the project, the City shall estimate its expenses for
5 the litigation. The Applicant shall deposit said amount with the City or enter into an
6 agreement with the City to pay such expenses as they become due.
- 7 6. The project shall comply with all conditions, standards and other requirements of the
8 existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the
9 Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27,
10 2002.
- 11 7. The property owners request for a new Master Use Permit is administratively withdrawn as
12 it is no longer necessary with the approval of this clarification that the subject site is include
13 with the Manhattan Village Mall entitlements. The property owner shall also be required to
14 be an applicant in the EIR for the three-phase expansion plan that is currently being
15 processed, as well as work cooperatively with the Mall owner in future applications that
16 affect both parties and sign any Master Use Permit Amendment or other entitlement
17 applications that affect both parties as required by the Municipal Code.
- 18 8. Upon submittal of any request for business license, or application for building permit,
19 which involves the alteration or enlargement of any tenant space, or the introduction of any
20 new business within an existing tenant space, including but not limited to the proposed
21 subject application for Tin Roof Bistro, the applicant shall provide an up to date site-wide
22 tenant space study which includes the subject site as well as all of the tenants and properties
23 within the Manhattan Village Shopping Center. The space study shall include detailed area
24 breakdowns subject to the review and approval of the Director of Community
25 Development. The required space study shall be consistent in format, and information
26 provided with Exhibit A (Manhattan Village Shopping Center Area Analysis dated 9-23-
27 03) attached hereto. The space study shall also include any outdoor dining areas. The
28 information shall include tenant street addresses, existing and proposed tenants, and
29 evidence that the proposed alteration / tenant will provide adequate parking and loading as
30 required by applicable parking standard.
- 31 Fire Department and Public Works
- 32 9. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse
storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities
must be screened from public view and be either constructed within the building structure
or in a screened enclosure. Trash areas shall subject to review and approval of the
Departments of Public Works, Community Development and Fire, and shall include, but
not be limited to, a roof enclosure, drainage to the sanitary sewer, adequate room for
recyclables, and adequate vehicular access which does not impact adjacent property access
or Fire lanes.
- 10. Erosion and sediment control devices BMP's (Best Management Practices) must be
implemented as required by the Department of Public Works. Control measures shall be
taken to prevent erosion from the site and street surface water from entering the site.
- 11. The property owner shall submit an irrevocable offer to dedicate right-of-way at no cost to
the City for future street and bridge widening, and associated construction, as required by

and subject to approval of the Director of Public Works, for future road widening along Sepulveda Boulevard. Said dedication shall provide a minimum 3 foot distance from the west wall of the existing building. The irrevocable offer to dedicate shall be submitted prior to the issuance of a building permit on the site. The approved irrevocable offer to dedicate shall be recorded prior to issuance of a Certificate of Occupancy, or building final. The property owner shall cooperate fully with the City in the future roadway widening.

12. A mop sink will be required to be installed in accordance with Public Works standards.

Parking and Circulation

13. The minimum amount of parking and loading required for the project shall be located on the subject site and/or the Shopping Center site. A parking and loading covenant or other agreement to maintain required parking on any off-premise lot, including but not limited to the Shopping Center site, shall be required subject to review and approval of the Director of Community Development. Any proposed valet parking shall require review and approval by the City Traffic Engineer, as well as written approval from any other property owners where the parking is located.

Signage

14. The City shall bear none of the cost of the removal of the existing Theater sign. Any new site signage shall be consistent with the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002, or an Amendment shall be required.

Special Conditions

15. Any off-site improvements (including but not limited to those on the Shopping Center site) shall require written approval of the property owner whose property the improvement is located upon prior to the issue of a permit or approval for the improvement.
16. Prior to the issuance of a Certificate of Occupancy or a building final the applicant shall obtain approval from the State Department of Alcoholic Beverage Control (ABC) for the sale and on-site consumption of alcohol at the restaurant. The applicant shall comply with all conditions of the approval.
17. The hours of operation for the Tin Roof Bistro restaurant shall be limited to 11:00 AM to 12:00 AM (midnight) seven days a week.

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. The City Clerk shall send a certified copy of this resolution to the applicant, and if any, the appellant at the address of said person set forth in the record of the proceedings and such mailing shall constitute the notice required by Code of Civil Procedure Section 1094.6.

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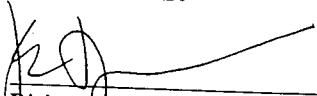
I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of November 12, 2008 and that said Resolution was adopted by the following vote:

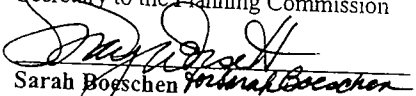
AYES: Fasola, Paralusz, Powell,
Chairman Lesser

NOES: Seville-Jones

ABSTAIN: None

ABSENT: None


Richard Thompson
Secretary to the Planning Commission


Sarah Boeschen
Recording Secretary

**CITY OF MANHATTAN BEACH
[DRAFT] PLANNING COMMISSION
MINUTES OF REGULAR MEETING
NOVEMBER 12, 2008**

The Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 12th day of November, 2008, at the hour of 6:30 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

A. ROLL CALL

Present: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
Absent: None
Staff Present: Richard Thompson, Community Development Director
Laurie Jester, Planning Manager
Michael Robque, Assistant Planner
Recording Secretary: Sarah Boeschen

B. APPROVAL OF MINUTES – October 22, 2008

Commissioner Powell requested that page 10, paragraph 2, line 13 of the October 22 minutes be revised to read: "... neighborhood or create a detriment to the health safety or public welfare of the community."

A motion was MADE and SECONDED (Paralusz/Powell) to approve the minutes of October 22, 2008, as amended.

AYES: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
NOES: None.
ABSENT: None.
ABSTAIN: None.

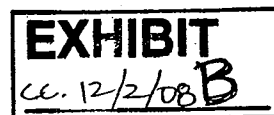
C. AUDIENCE PARTICIPATION

None.

D. PUBLIC HEARINGS (CONTINUED)

Consideration of a Master Use Permit to Allow Conversion of an Existing Office to Restaurants or Other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) With a New Outdoor Dining Patio and On-Site Consumption of Alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center

Planning Manager Jester summarized the staff report. She said that a revised draft Resolution has been provided to the Commissioners. She indicated that the words "paid in full" should be deleted from Condition 11 on page 9 of the revised draft Resolution. She said that the applicant also has proposed a change to Condition 7. She commented that the subject parcel is separate from the Manhattan Village Shopping Center with separate ownership. She indicated that there is a private settlement agreement to bring the site under the existing Master Use Permit with the Mall. She indicated that the proposal is to clarify and confirm that the subject property is part of the Master Use Permit for the mall and to allow alcohol service for the proposed restaurant. She pointed out that the Mall does allow for beer and wine service, but full alcohol service



requires an amendment. She said that the proposal is for interior and exterior improvements to an existing building currently utilized for office use and would not include any additions. She indicated that the proposal is for a 4,250 square foot restaurant plus 800 square feet of outdoor courtyard dining. She indicated that the proposed hours would be from 11:00 a.m. to 11:00 p.m. She said that no entertainment is proposed.

Planning Manager Jester stated that staff received one comment with concerns regarding light spillover with the change of use and hours which can be mitigated with standard conditions. She commented that staff recommends that the Commission adopt the revised resolution with conditions. She said that the site would be subject to all of the conditions that are applicable to the existing Master Use Permit and sign program for the Mall. She said that Condition 7 requires a dedication for the Sepulveda Boulevard right-of-way for the bridge widening project. She said that the condition also includes that the applicant would pay a fair share cash contribution that would be assessed in the future when the mall is redeveloped. She commented that the applicant is also requesting to provide valet parking, and it would need to be determined that it would not impact circulation and access, and the fire lanes.

In response to a question from Chairman Lesser, Planning Manager Jester indicated that the Mall would still be below the amount of footage allowed for restaurant use by approximately 13,000 square feet if the application is approved. She commented that there is a condition that an updated list of the current tenants and square footage be provided as part of the plan check process.

Chairman Lesser asked if any further study needs to be done regarding the safety of pedestrians crossing the service road from the parking area to access the proposed restaurant.

Planning Manager Jester said that there are handicapped access ways marked across the service road. She indicated that the change in use would result in an increase in pedestrian traffic. She said that additional conditions regarding pedestrian safety could be added if it is felt appropriate by the Commission.

In response to a question from Chairman Lesser, Planning Manager Jester said that staff's understanding is that the applicant is agreeable to allowing the dedication for the future widening of Sepulveda Boulevard and a future cash payment for a fair share contribution as this condition has been discussed with the applicant for two years.

Commissioner Seville-Jones asked the reason for the applicant's fair share contribution to be included with the future EIR assessment for the Mall rather than with the subject application.

Planning Manager Jester said that staff felt it was reasonable to require the payment at the time of the future EIR. She indicated, however, that the Commission can change the wording of the condition if they feel it would be more appropriate for it to be provided sooner. She commented that staff does not anticipate that the Sepulveda Boulevard widening project would occur within the next year. She said that staff felt the dedication was an immediate need, whereas the cash contribution is a future consideration.

Director Thompson said that staff felt there was an equity issue. He commented that the purpose of the fair share contribution is because of the location of the property being adjacent to the bridge. He indicated that it was felt that if the subject property should be assessed at the same time as the Mall since it would be considered part of the same permit.

Commissioner Seville-Jones commented that she has a concern that the applicant would not be

subject to the fair share contribution for the widening project if the Mall remains in its existing configuration and an EIR for any expansion is not brought forward.

Director Thompson pointed out that it is difficult to determine the fair share for the applicant if the larger site for the Mall is not also assessed.

Planning Manager Jester said that staff felt that the restaurant complies with parking, as it is within the cap for the square footage permitted for restaurant use within the Mall. She said that staff also felt the proposed use would have less of an impact on the parking for the Mall since it would be located along the perimeter.

Commissioner Seville-Jones pointed out that the movie theater is also located at the perimeter of the main Mall and it has a large impact on the parking.

In response to a question from Commissioner Seville-Jones, Director Thompson said that the Commission does not have discretion over the parking requirement with the subject application. He indicated that the determination for allowing the subject site to become a restaurant use has been negotiated between the property owners and the owners of the mall. He said that the issue has been clarified and the City Attorney is satisfied that the site is included with the mall. He indicated that the issue before the Commission is the alcohol license.

Commissioner Paralusz pointed out that section 1(L) on page 6 of the revised draft Resolution refers to a type 47 alcohol license, and 1(N) refers to a type 42 license.

Planning Manager Jester said that section 1(N) should also refer to a type 47 license.

Commissioner Fasola said that his main concern is regarding parking. He commented that it is almost impossible to find a parking space at the Mall during the Christmas season or during lunch hours. He indicated, however, that parking is not an issue before the Commission. He commented that the existing pole sign for the theater is useful for informing of the shows currently playing. He asked whether the pole sign is related to the project.

Planning Manager Jester said that there is a sign exception with the Master Use Permit for the mall approved in 2002 indicating that the theater sign needs to be removed. She said that the intent was that the sign be removed when the theaters leave the site. She indicated that staff's understanding is that the applicant would potentially like to modify the sign or have it be relocated. She said that staff wanted to acknowledge that the applicant would be under the existing sign exception for the Mall which would need to be amended if they were to choose to revise the sign. She stated that the project would not directly affect the sign, and the applicant would be required to apply for an exception if they wish to change it. She indicated that no changes are proposed to the sign with the current application.

Commissioner Powell commented that there was a letter in the packet from the applicant to the City dated August 7, 2007, which raised a question regarding whether the theater sign would be grandfathered in as part of the Master Use Permit for the Mall.

Planning Manager Jester indicated that the original proposal from the applicant was for the sign to become grandfathered in as part of the site incorporated into the Use Permit for the Mall. She said that staff was not able to agree to allow the sign to remain, as there was a sign exception which would have to be amended in order for the sign to remain. She stated that the dedication would impact the sign when the roadway is widened.

In response to a question from Commissioner Powell, Planning Manager Jester indicated that the City Attorney is satisfied that the language of the settlement agreement between the applicant and the owner of the Mall addresses the City's issues with the use of the property in relationship to the Master Use Permit.

Mike Simms, representing the applicant, said that they are looking forward to opening the restaurant. He commented that the process could be delayed if Condition 11 is included as part of the draft Resolution as worded. He indicated that the wording of Condition 11 could be a potential delay to their opening the restaurant. He said that since there is an agreement between the City and property owner, he would prefer that the condition not delay obtaining a building permit for the subject restaurant. He commented that they intent to operate the business as a family restaurant.

In response to a question from Commissioner Fasola, Director Thompson said that there is a condition that requires the irrevocable offer to dedicate to happen at a particular time; however, it should not delay the issuance of a building permit. He said that there is already a draft document prepared which only needs to be finalized, signed and recorded.

In response to a question from Commissioner Powell, **Mr. Simms** said that the restaurant will employ approximately 80 people, with a maximum of approximately 20 working at any one time.

In response to a question from Commissioner Seville-Jones, **Mr. Simms** said that he would prefer to not be restricted to selling alcohol only until 11:00 p.m. He said that they would not serve until 2:00 a.m., but they would prefer to have flexibility to allow for later patrons or for events until midnight.

In response to a question from Commissioner Powell, **Mr. Simms** said that they would not have an objection to alcohol service beginning at 11:00 a.m.

Mark Neumann, the property owner, said that they have been working on the project for the past three years. He commented that the subject property is owned by a group of local families. He said that when they purchased the property they were told that the Master Use Permit for the Mall applies to their property and were then later told that it does not apply to their property. He stated that with the draft Resolution, their property would be incorporated into the Use Permit for the Mall only if the Mall is permitted to expand to the extent they wish. He said that he does not feel it is fair to force a property owner to give up their entitlements. He said that they previously agreed with staff to provide to the City for the dedication if they would be permitted to open their business. He indicated that after 2 ½ years they have lost a great amount of revenue in rent for the site.

Mr. Neumann said that they have had to provide soundproofing for the building because with the dedication, it would be located very close to Sepulveda Boulevard once the street is widened. He said that they have now lost a deal with Starbucks to locate on the site because of the delay. He commented that the widening of Sepulveda Boulevard would not be an advantage to their property but rather a disadvantage because they would be located only 3 feet from the roadway. He indicated that they were agreeable to making a dedication of the property with the conditions included in their letter of August 7, 2007, which are not included as part of the draft Resolution. He stated that they have been working with the City, but it has been a long process. He indicated that there is no nexus between granting an alcohol permit for the restaurant and determining that an existing entitlement applies to the property. He indicated that they are not pleased with being required to dedicate the land and also being asked to give

up future rights in order to allow the Mall to expand. He stated that the conditions included in their August 7, 2007, letter should be included. He commented that they should not be forced to give up land and also to give the City an unspecified amount for a fair share payment. He said that they are not opposed to the City acquiring the land; however, they would like for the condition regarding the dedication to be removed. He said that they would also request that consideration be given to soundproofing the building.

In response to a question from Commissioner Paralusz, **Mr. Neumann** indicated that a portion of the land that is to be dedicated is encumbered by a ground lease for the Theater sign. He said that the dedication cannot be made without informing the City that the dedication is subject to the rights, terms and conditions of an unrecorded ground lease between the property owners and RREEF. He commented that they also had a deal with the City to use part of the theater sign off of Sepulveda Boulevard to advertise their building, which should be included as part of the subject draft Resolution.

In response to a question from Commissioner Seville-Jones, Director Thompson pointed out that the delay is a result of a challenge by the owner of the Mall regarding concerns with the applicant's property being included as part of the Master Use Permit. He also indicated that the parking for the subject property is completely on the Mall property.

Commissioner Fasola commented that although the dedication would be up to 3 feet from the subject building, Sepulveda Boulevard would not necessarily be built up to that point.

Director Thompson said that the dedication is to within 3 feet of the subject property; however the configuration of the roadway has not been finalized. He stated that they are requiring a dedication necessary to install the additional lane that would match up to the bridge.

In response to a question from Chairman Lesser, Director Thompson indicated that a dedication request is typically negotiated between the City and the property owner and also may be part of an approval for an entitlement. He said that such dedication can be included with entitlements, although it is unusual for one to be included as part of an approval for alcohol service. He stated that the applicant has always told staff that he is willing to provide the dedication, and he is surprised that the applicant now has an issue with including the dedication as part of the subject draft Resolution. He indicated that staff is suggesting that the dedication be included with the request for alcohol service given the history of the proposal.

Planning Manager Jester pointed out that the August 2007 dedication and agreement letter from the applicant was not finalized because it included a request that the City replace the existing theater sign along Sepulveda Boulevard. Staff was unable to agree to this because of the existing Sign Exception, and the applicant was fully aware of this.

In response to a question from Commissioner Seville-Jones, Director Thompson stated that the applicant would have the ability to open a restaurant without alcohol, without the draft Resolution being approved, as they have already entered into an agreement with the Mall to be included in their Master Use Permit.

In response to a question from Chairman Lesser, Director Thompson said that he does not believe that a dedication of land has ever been included as part of an application for alcohol service as with the subject proposal.

Chairman Lesser opened the public hearing.

Audience Participation

Beth Gordie, Latham & Watkins, representing RREEF, said that RREEF supports the acknowledgement in the revised draft Resolution that the subject property is part of the Master Use Permit for the mall and that the applicant be permitted to have full service of alcohol. She stated that they are requesting a few modifications to the draft Resolution. She said that RREEF shares staff's concerns regarding safety and requests that the provisions included in Condition 13 regarding valet parking be struck. She commented that valet parking is a private matter that can be worked out between RREEF and the applicant. She said that RREEF has employees who address issues regarding parking on a daily basis who understand the parking demand. She indicated that they have a concern with the language in Condition 8 that outdoor area be included as square footage. She commented that this is a new condition in the subject draft Resolution that is not part of the Master Use Permit for the Mall. She indicated that her understanding is that the City typically does not include outdoor dining area as gross leasable area, and they are requesting that the language be stricken. She commented that they agree with the language in Condition 7 that the property owner shall also be required to be an applicant in the EIR and entitlement application for the mall. She indicated, however, that they have a concern with the language stating "...and sign any Master Use Permit Amendment or other entitlement applications that affect both parties as required by the Municipal Code." She indicated that RREEF is concerned with the requirement that the subject property owner sign the other entitlement applications that affect both parties. She said that Section 10.84 of the Code clearly sets forth the circumstances in which an entitlement must be signed by a property owner, and they feel that the Code should dictate when the applicant is required to sign any entitlements for the Mall.

In response to a question from Chairman Lesser, **Ms. Gordie** said that RREEF is remaining neutral regarding the issue of the dedication of land by the property owner to the City.

Commissioner Paralusz commented that the Commission only received the letter from RREEF with the suggested revisions as it was passed out at the meeting by **Ms. Gordie**, which does not allow a sufficient opportunity to review and consider the suggested changes. She commented that it could have been submitted at least a day before the meeting which would have allowed more time to review RREEF's concerns.

Ms. Gordie commented that they only received the staff report at the end of the day Friday and worked with staff and the property owner to address the issues. She said that after the holiday on Monday, they had a conference call on Tuesday to discuss the concerns with the parties which have been included in their proposed changes.

Director Thompson indicated that staff stands by its recommendations and the revised draft Resolution. He said that if the Commission would like for the staff to do further research, he would recommend that the item be tabled until a later time and renoticed.

Richard Rizika, representing the property owner, and a resident of the 800 block of 18th Street, said that Mike Simms has been attempting to open his restaurant in the community and has proven himself to be a good corporate citizen. He commented that it is a shame that the restaurant has been delayed. He indicated that it would seem that the issue of the dedication can be included as part of the future EIR for the expansion of the mall. He commented that there are issues regarding safety and soundproofing of the building with the expansion of Sepulveda Boulevard. He indicated that he has a concern with the requirement for a future financial impact with the fair share of the dedication that is uncertain as to the amount. He

commented that the expansion will not be a benefit for the property owners through additional income or square footage. He indicated that the subject property was permitted to use the parking for the mall in common with the other users and tenants previously which would not change with the subject application. He said that safety regarding the adjacent access road is a preexisting condition that would not change as a result of the subject proposal.

Chairman Lesser closed the public hearing.

Discussion

Commissioner Fasola indicated that he is in favor of approving the revised draft Resolution as proposed by staff. He said that he would support including the dedication language in Condition 7, and he would suggest that the item be tabled if any changes were proposed to the condition. He commented that any valet service for the proposed restaurant should be reviewed by the City. He commented that the outdoor patio would be substantial and should be counted as part of the square footage of the restaurant because there is an issue with parking. He commented that converting an office space to a restaurant is very difficult because of the increase in the intensity of the use. He commented, however, that there is some flexibility with the subject property being located within the Mall area. He said that he would like for the hours of operation to remain until 2:00 a.m. He commented that there is not a problem in the area, and later hours are the time when parking is not an issue. He pointed out that the theaters operate until 1:00 a.m. He commented that he feels the draft Resolution is fair as written.

Commissioner Paralusz said that she also is in favor of approving the revised draft Resolution as written. She said that she is in favor of clarifying the hours permitted for selling alcohol until midnight, as the applicant is agreeable and it is consistent with the other uses in the Mall. She stated that she is in favor of keeping the language for the dedication in the draft Resolution after weighing the costs and benefits to the owner and the public at large. She indicated that it is important to recognize that the City is asking for the dedication of the right-of-way. She said that she is concerned that the objections from RREEF were only presented at the very last minute before the meeting which demonstrates a lack of respect for the process, the applicant, the staff, and the Commissioners. She said that she cannot comment on issues without hearing staff's opinion and having an opportunity to consider them. She commented that she also feels the applicant's project should not be held up because of last minute objections by RREEF. She requested that page 3 section 10 of the revised draft Resolution be changed to read: "Therefore a Master Use Permit to allow a conversion of a portion of the existing office to restaurants or other commercial uses is not be required . . ." She requested "type 42" be changed to read "type 47" on page 7, paragraph N of the revised draft Resolution. She requested that the words "paid in full" be struck on page 9, paragraph 11.

Commissioner Seville-Jones indicated that she recognizes that the situation is complicated and involves three parties that have been trying to work through the situation over the past several years; however, the City has become trapped by the fact that the private parties have not been able to reach an agreement. She said that she does not have sufficient information regarding the dedication. She said that the owner objects to the dedication, and she is not certain whether there is a legal basis for the City to impose that the land to be dedicated to widen the street. She indicated that she is concerned that the property owner is requesting that the wording regarding the dedication be stricken, and she would like further information from the City Attorney regarding the legal basis for it to be required by the City. She stated that she also would like further information on the outdoor square footage being counted toward the restaurant use. She commented that she feels the comments from RREEF should be considered although they were received at the last minute. She indicated that staff is simply requesting that they have an

opportunity to review any agreement between the private parties regarding valet parking. She said that permitted hours for alcohol service until 12:00 a.m. is consistent with the hours for other uses in the Mall, and she would not be in favor of allowing alcohol to be served until 2:00 a.m.

Commissioner Powell stated that the restaurant is a great proposal, and the Commission does not want to hold up the project unreasonably. He said that the hours for alcohol service should be permitted from 11:00 a.m. to 11:00 p.m. in order to be consistent with the hours of the other operations in the Mall. He stated that the project meets the required findings as detailed in the draft Resolution, and he would support the proposal.

Chairman Lesser said that he is sympathetic to the lessee who simply would like to start his business and to the property owner who has been without rent while the issue has remained unresolved. He indicated, however, that he has concerns with language being changed without a sufficient opportunity for review, and he needs more information to consider the requests by RREEF. He said that he needs more input from staff regarding their position. He said that staff has made a cohesive point regarding the dedication; however he would want more information before it moves forward. He said that he also would like further information regarding the outdoor dining area being included toward restaurant use, as it would have implications for the future expansion of the Mall. He said that he would be sorry for the item to be delayed further because of the burden on the applicant. He stated that he supports the language in the revised draft Resolution as written regarding valet service. He indicated that he does see issues regarding public safety regarding traffic on the adjacent ring road, and he would want further information regarding the impact that the restaurant would have on parking. He indicated that any valet parking would be within the jurisdiction of the City, and he would not support removal of the condition. He indicated that he would also want further information on the removal of Condition 7. He said that he would support allowing the applicant to serve alcohol until midnight.

Commissioner Fasola said that tabling the item in order to review RREEF's requests brought at the last minute would penalize the applicant.

Chairman Lesser commented that he would like further information regarding the dedication. He said that the application was presented with a suggestion that the applicant had agreed to the language and the condition related to the dedication, and it now appears that the applicant is opposed.

Mr. Neumann indicated that they are not opposed to the City acquiring the land for the dedication; however, there are other means for the dedication rather than including it as part of a request for an alcohol permit. He indicated that he does not feel there is a nexus between the granting of an alcohol permit and a dedication of land. He commented that he does not feel it is fair for him to be required to give up a portion of his property and also be required to pay to improve the bridge. He requested that the requirement for the fair share payment be removed, as they are already paying for the road by dedicating a portion of their property which is very valuable. He pointed out that the General Plan requires a dedication of land with new construction or substantial renovation, and they are only proposing changing existing structures. He stated that it would not be fair for them to be required to pay an amount that has not yet been determined. He pointed out that Macy's also is a property owner as part of the Mall and will be involved with the future EIR for the Mall expansion.

Commissioner Seville-Jones said that she does not want for property owners to feel forced into an agreement as part of an application. She said that she feels strongly that the item should be

tabled for a future meeting. She commented that the applicant has delayed the hearing a number of times, and she does not feel another delay would be too much to ask. She said that the Commission has given the applicant time on their agenda which they have not taken an opportunity to use.

Chairman Lesser said that he agrees with the comments of Commissioner Seville-Jones and feels that he would need further information regarding the nexus between the granting of an alcohol permit and a dedication of land.

Commissioner Fasola pointed out that the City of Los Angeles does require dedications as well as payments for improvements for change of uses. He also pointed out that the restaurant would be an intensification of use from office space.

In response to a question from Commissioner Paralusz, Director Thompson indicated that staff would be willing to remove the requirement in the draft Resolution for payment of the fair share contribution, as it will be addressed when the EIR for the Mall expansion is brought forward. He said that staff is not willing to change its position on the dedication and feels it is necessary to clarify that it is the appropriate action.

Commissioner Fasola asked the reason it is felt that all of the restaurants in the Mall should close at the same time and that one should not be permitted to remain open later.

Commissioner Paralusz said that she would prefer to provide for consistency with restaurant hours since the subject property is located in the same parcel as the other restaurants in the Mall. She indicated that she would want to prevent other restaurants from using the subject proposal as a precedent for requesting later hours. She said that she is more comfortable with applying the standard that is currently in place for the other restaurants in the Mall.

Commissioner Seville-Jones said that she also is more comfortable with limiting the operation of the restaurant to midnight. She said that she also would not want for the subject proposal to set a precedent for other restaurants in the Mall that might also request to remain open until 2:00 a.m.

Commissioner Paralusz said that if the purpose of the restaurant remaining open later is to serve more alcohol, she has a concern with encouraging people to drink until 1:00 a.m. or 2:00 a.m.

Director Thompson pointed out that the Master Use Permit allows for hours of operation between 6:00 a.m. and 2:00 a.m., and the proposal is only regarding the hours permitted for alcohol service.

Commissioner Powell said that he would like to see consistency for the subject restaurant with the hours of alcohol service with the other restaurants in the mall. He indicated that he also has a concern with people who are drinking at late hours exiting the restaurant and driving on Sepulveda Boulevard.

Commissioner Seville-Jones indicated that she does not think the Commission should make a decision where an applicant feels they are being forced to make concessions. She said that she would support the item being continued.

Mr. Neumann said that they would be comfortable with the elimination of the requirement in the draft Resolution for a fair share contribution. He commented that the dedication needs to include that the property is subject to an unrecorded ground lease.

Director Thompson said that he is not aware of an unrecorded ground lease for the property, and he is certain that evidence would have been brought forward previously if such a lease were an issue. He said that the issue will be addressed if the language in the condition cannot be implemented. He commented that issues regarding the theater sign will be addressed with the sign exception.

Action

A motion was MADE and SECONDED (Fasola/Paralusz) to **APPROVE** the revised draft Resolution for a Master Use Permit to Allow Conversion of an Existing Office to Restaurants or Other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) With a New Outdoor Dining Patio and On-Site Consumption of Alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center with the deletion of the wording regarding the requirement for a fair share contribution in Condition 11; with the change of the words "applicant" to "property owner" in the last sentence of Condition 11; with a limit of the hours permitted for alcohol service between 11:00 a.m. and 12:00 a.m.; with a revision to page 3 section 10 of the revised draft Resolution to read: "Therefore a Master Use Permit to allow a conversion of a portion of the existing office to restaurants or other commercial uses is not be required . . ." ; with the changing of "type 42" to "type 47" on page 7, paragraph N; and with the removal of the words "paid in full" on the fifth sentence of paragraph 11 on page 9.

AYES: Fasola, Paralusz, Powell, and Chair Lesser
NOES: Seville-Jones
ABSENT: None.
ABSTAIN: None.

Director Thompson explained the 15-day appeal period and stated that the item will be placed on the City Council's Consent Calendar for their meeting of December 2, 2008.

At 8:30 p.m., a 10 minute recess was taken.

E. PUBLIC HEARINGS (NEW)

1. Consideration of a Comprehensive Update to the City's General Plan Housing Element

Assistant Planner Rocque commented that the City's Housing Element is one of seven mandated elements that must be included in the City's Local Plan and functions as the City's long range plan for housing. He indicated that the purpose of the Housing Element is to ensure that cities assist in implementing a state wide housing goal and that local governments adequately plan to meet the housing needs of all economic segments of the community. He indicated that the law acknowledges that in order for private markets to adequately address housing needs and demand that cities must attain land use plans and regulatory systems that provide opportunities for and do not restrain housing development. He commented that State law requires that cities update their Housing Element every five years, and the most recent update to the City's Housing Element was 2003. He indicated that the City Council authorized a contract with Sandra Genis to prepare the updated Housing Element. He stated that staff will make the appropriate changes as suggested by the Commission and forward the document to the City Council for their review and approval. He said that once approval is received from the City Council, the Housing Element will be sent to the State Department of Housing and

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November 12, 2008

VIA HAND DELIVERY

Chair and Commissioners
Planning Commission
City of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266

Agenda Item No. 6

Re: 08/1008.-1; Consideration of a Master Use Permit to Allow Conversion of an Existing Office to Restaurants or Other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) at 3500 Sepulveda Boulevard (Hacienda/Haagen Building)

Dear Honorable Chair and Commissioners:

We are writing on behalf of our client RREEF America REIT II Corp. BBB ("RREEF"), the owner and operator of the Manhattan Village Shopping Center ("Shopping Center"), to comment on the above-referenced applications related to the property located at 3500 Sepulveda Boulevard ("3500 Sepulveda Property") and the proposed Tin Roof Bistro. RREEF appreciates the hard work of the Staff and Commission in analyzing the issues involved in this matter.

The Staff has recommended that the Planning Commission adopt the "Draft Resolution" attached to the City of Manhattan Beach Community Development Department Recommendation Report dated November 12, 2008 ("Staff Report"). RREEF does not oppose Staff's recommendation that the Planning Commission take the following two actions: (1) clarify and acknowledge that the 3500 Sepulveda Property is subject to Resolution PC 01-27, the Manhattan Village Shopping Center Master Use Permit (the "Shopping Center MUP"); and (2) authorize Tin Roof Bistro to serve a full line of alcoholic beverages consistent with the October 21, 2008, joint letter RREEF and 3500 Sepulveda submitted to the City. However, for the reasons set forth below, RREEF requests that the Planning Commission modify the Draft Resolution. In addition, RREEF seeks to clarify several important issues raised in the Staff Report and Draft Resolution.

Distributed at
11/12/08
P.C. meeting

EXHIBIT cc 12/2/08

A. Valet Parking

RREEF requests that the Planning Commission strike in its entirety the sentence in Draft Resolution Condition No. 13 regarding the proposed valet parking. Draft Resolution Condition No. 13 addresses parking and circulation. It states, in part, that “[a]ny proposed valet parking shall require review and approval by the City Traffic Engineer, as well as written approval from the other property owners where the parking is located.” The Staff Report notes that the “applicant has indicated verbally to staff that they would also like to have to [sic] flexibility to add valet parking for the restaurant on the adjacent bank site in the future.”

The “valet parking restrictions” in Manhattan Beach Municipal Code Section 14.36.170 only apply to valet parking businesses parking vehicles in a publicly owned parking facility, on a publicly owned parking lot, or in any public parking space. The “adjacent bank site” is part of the private Shopping Center property. Under the Code, the City does not have authority to regulate any proposed valet parking on private at the Shopping Center. Valet parking on private property is a matter which should be left to be resolved by the private parties.

B. Future Shopping Center Entitlement Applications

Manhattan Beach Municipal Code Chapter 10.84 governs the circumstances under which an entitlement application must be signed by a property owner. Draft Resolution Condition No. 7 reads in part that “[t]he property owner shall also be required to be an applicant in the EIR three-phase expansion plan that is currently being processed, as well as work cooperatively with the Mall owner in future applications that affect both parties and sign any Master Use Permit Amendment or other entitlement applications that affect both parties as required by the Municipal Code.” The language regarding signing entitlement application should be struck from the Draft Resolution as those circumstances under which the property owner should sign an application are governed by the Code.

C. Outdoor Square Footage

Draft Resolution Condition No. 8 requires that upon submittal of an application for a building license and/or building permit the applicant provide an up to date site-wide tenant space study. Condition No. 8 requires that “[t]he space study shall also include any outdoor dining areas.” The Staff Report states that “[s]quare footage of any outdoor restaurant areas would be counted towards the maximum total allowed restaurant use.” The Shopping Center MUP does not require outdoor dining areas to be included within the required space studies. *See* Shopping Center MUP Condition No. 9. In addition, the City has not historically counted outdoor restaurant area as gross leasable area or towards the maximum total allowed restaurant use. RREEF requests that this language be struck from the Draft Resolution.

D. Clarifications Regarding Shopping Center History

The Staff Report incorrectly states the ownership information at the Shopping Center and should be revised. The Shopping Center is comprised of twenty-three parcels (Lots 1 through 23 of Parcel Map 12219 Map Book 122, pages 33-34 of Los Angeles County) once owned in their

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entirety by Alexander Haagen. On or about the early 1980s, Mr. Haagen sold individual parcels, at different times, to the current owners' predecessors-in-interest. RREEF owns Shopping Center Lots 1 through 9, 11, and 12 through 23. Bullocks, Inc. owns Lot 10, which is presently developed with as retail use (Macy's Women). 3500 Sepulveda owns Lot 12, the property located 3500 Sepulveda Boulevard in Manhattan Beach (the "3500 Sepulveda Property").

E. Conclusion

RREEF appreciates the hard work of the Staff and Commission in analyzing the issues involved in this matter. Given the importance of the issues raised above, RREEF requests that the Planning Commission revise the Draft Resolution.

Very truly yours,



Beth P. Gordie
of LATHAM & WATKINS LLP


Attachment

cc: Sally Blatt, RREEF
Ruth Tewalt, RREEF
Charles E. Fancher, Fancher Partners
Richard Thompson, Direction of Community Development
Laurie B. Jester, Planning Manager
Geoff Dolan, City Manager
Robert Wadden, City Attorney
John A. Rosenfeld, Esq.
George J. Muhlsten, Esq., Latham & Watkins LLP
Peter J. Gutierrez, Esq., Latham & Watkins LLP

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Richard Thompson, Director of Community Development

FROM: Laurie B. Jester, Planning Manager 

DATE: November 12, 2008

SUBJECT: Consideration of a Master Use Permit Amendment to allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol and clarification/acknowledgement that the site is part of the Manhattan Village Shopping Center Master Use Permit, at 3500 Sepulveda Boulevard, Hacienda/Haagen building (Mike Simms and Mark Neumann).

RECOMMENDATION

Staff recommends that the Planning Commission **CONDUCT THE CONTINUED PUBLIC HEARING AND ADOPT THE ATTACHED RESOLUTION (EXHIBIT A) APPROVING THE PROJECT WITH CONDITIONS.**

PROPERTY OWNER

Mark Neumann- 3500 Sepulveda, LLC
620 Manhattan Beach Boulevard
Manhattan Beach, CA 90266

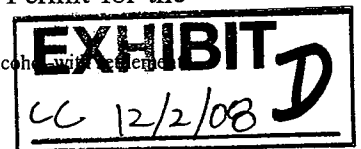
APPLICANT

Mark Neumann- 3500 Sepulveda, LLC and
Mike Simms, Tin Roof Bistro
121 20th Street, B
Manhattan Beach, CA 90266

BACKGROUND

The subject property is a separate legal parcel, known as the Hacienda or Haagen Building, located within the Manhattan Village Shopping Center. The property is one of the outlying buildings along the perimeter of the Center adjacent to Sepulveda. It is the only parcel with a different owner; the rest of the Mall property is owned by RREEF. Staff and the City Attorney met with the property owners attorney and were advised that they are in the process of negotiating an agreement with RREEF regarding the existing Master Use Permit entitlements on the properties. The applications were continued from the September 24th Planning Commission meeting to the October 8th meeting, and then from the October 8th meeting to tonight's meeting at the applicants request.

Staff has been informed that these two property owners have now reached an agreement regarding the existing entitlements and therefore a Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses is not be required. Clarification and acknowledgment from the Planning Commission that the site is included as part of the Manhattan Village Mall and subject to the existing Master Use Permit and related entitlements is required. An Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro) is also required in accordance with the existing Use Permit for the



Shopping Center. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.

PROJECT OVERVIEW

LOCATION

<u>Location</u>	3500 N. Sepulveda Boulevard .
<u>Legal Description</u>	Parcel 12 of Parcel Map No. 12219
<u>Area District</u>	II

LAND USE

<u>General Plan</u>	Manhattan Village	
<u>Zoning</u>	CC, Community Commercial	
<u>Land Use</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	Office (vacant)	Restaurant

Neighboring Land Uses/Zoning

North, South and East, Commercial Manhattan Village Shopping Center, West across Sepulveda Boulevard (State Highway 1) Commercial, and Veterans Parkway Open Space with Residential Senior Citizen and Single Family Residential beyond.

PROJECT DETAILS

<u>Parcel Size:</u>	29,621 sf	
<u>Building Height:</u>	<u>Existing</u> 42' 2-story (legal non-conforming)	<u>Proposed</u> No change
<u>Building Area and Uses:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	4,250 sf office (vacant)	4,250 sf restaurant
Total interior	19,840 sf	19,840 sf
Exterior courtyard	3,000 sf approx. common area	2,200 sf approx. common area
	No restaurant dining	800 sf conversion to outdoor restaurant dining

Note: Square footage of any outdoor restaurant areas would be counted towards the maximum total allowed restaurant area.

<u>Parking and Loading:</u>	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>
3500 Sepulveda	None on site	No change	Per Use Permit

Note: Private Agreements on site- Common Area Agreement/Parking Easement (COREA) with Manhattan Village Shopping Center- approximately 2,393 parking stalls provided on Shopping Center site as well as loading at rear of Shopping Center. Access provided at front of 3500 Sepulveda building via private road on Shopping Center site. Settlement Agreement also addresses shared off-site parking and loading.

<u>Hours of Operation:</u>	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>
Tin Roof Bistro	M-F 8:30am-5:30 pm (offices)	11am to 11 pm 7 days a week	Reso PC 01-27 Condition No 16 6:00 am to 2:00 AM 7 days a week

<u>Entertainment:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	None	None

<u>Alcohol:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	None	Full service on-site consumption restaurant

Note: Some of the square footages and parking numbers provided by the applicant conflict slightly with the numbers in the Shopping Center Master Use Permit (Resolution PC 01-27) and provided by the Shopping Center owner and are subject to verification.

PROJECT DESCRIPTION

Project Site

In 2001 the Manhattan Village Shopping Center (3200 Sepulveda) received approval of a Master Use Permit (MUP) for the renovation of the existing Shopping Center. This approval replaced the 1995 Master Use Permit which governed development on the Center, including the Hacienda Building site. Madison Marquette was the Shopping Center owner at the time; RREEF is the current owner. This project provided a complete joint parking study that was prepared by a traffic engineer and the square footages and mix of uses allowed were based on this detailed parking analysis. The application was approved with Resolution PC 01-27, attached as Exhibit C.

The application description, plans and tenant/building square footage list included the 3500 Sepulveda (Hacienda Building) property, which was and continues to be a separate legal parcel with separate ownership. However, the application was not signed by the Hacienda building owner and it appears that they were not notified of the pending application.

The 2001 MUP approval (Conditions 10 and 11-page 5) allows the conversion of up to 13,005 square feet of vacant, retail, or office space to restaurant use, for a total of 75,000 square feet gross leasable area of restaurant uses on the site. The 75,000 square foot maximum is based on an overall parking demand and supply of 4.1 parking stall per 1,000 square feet of gross leasable

area, which was recommended by the traffic engineer and approved with Resolution PC 01-27. Conditions 13 and 14 allow beer and wine at restaurants in the Center without an Amendment. Additionally, any restaurants that were in existence in 2001 at the time of the approval of Resolution PC 01-27 are allowed to expand from beer and wine service to full alcohol service without a public hearing as long as their square footage is not increased and the total 68,000 square feet of restaurant use with alcohol on the site is not exceeded.

A Master Use Permit to allow all of the uses allowed by the Master Use Permit for the Shopping Center Resolution PC 01-22 on the 3500 Sepulveda property is no longer necessary as the separate owners have agreed that the 3500 Sepulveda parcel is included within the Shopping Center entitlements. The attached draft Resolution (Exhibit A) includes conditions on the property (Sepulveda dedication-condition No. 11, page 8 and Theater sign- condition No. 14, page 9) to address the City's requirements for including the property in the Shopping Center Master Use Permit.

Tin Roof Bistro

The proposed restaurant would be located on the first floor of the existing two-story building on the south side with the main entry on the east side off of the Mall perimeter road. All parking would be off-site to the east of the perimeter road. This parking is governed by the Construction, Operation, and Reciprocal Easement Agreement (COREA) which is a private recorded agreement between the property owner of the subject site, the Hacienda building, and the Shopping Center, RREEF, as well as the Settlement Agreement. The property owner also indicates that all 2,393 parking spaces are available to the building through the COREA, portions of which are attached as part of the project application (Exhibit F).

The project would convert 4,250 sf of interior vacant office area previously occupied by Platinum Capital Group to restaurant, plus convert 800 sf of common courtyard to outdoor dining area. The interior dining area would provide 142 seats, while the outdoor dining area provides 38 seats. A lounge area towards the rear of the restaurant provides 18 additional seats with ten seats at the bar and an additional eight seats at tables.. The dining area is 2,200 square feet in area, the kitchen is 1,450 square feet and the balance of the square footage is service and restroom areas. A new trash and recycling area is proposed on the south side of the building to the west of the existing trash enclosure as shown on the plans, Exhibit H.

The restaurant is proposed to be open seven days a week from 11:00 am to 11:00 pm, with peak hours anticipated to be lunch and dinner between 12:00 pm to 2:00 pm and 6:00 pm to 8:00 pm. The restaurant would employ approximately 20 people, while the previous tenant had approximately 45 employees. No new signage is shown on the plans, however staff would condition that any new signage would be required to be consistent with the Shopping Center signs. The existing large Theater sign is an off-site sign and a schedule for future removal of this sign will be required.

The applicant has indicated verbally to staff that they would also like to have flexibility to add valet parking for the restaurant on the adjacent bank site in the future. This will require approval of the property owner as well as review and approval by the City Traffic Engineer. Minor site and

landscaping revisions may be contemplated also which staff will review through the plan check process.

ENVIRONMENTAL DETERMINATION

In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.

DISCUSSION

Parking and Loading

Although the project site is a legal separate parcel with separate ownership it was built as part of the original Shopping Center. The property was designed, built and used by the original Center owner, Haagen, for their offices. Over the years the parcel was split off and the joint parking, access and maintenance agreement (COREA) was recorded. The building, patios and landscaping take up the entire site; all access is from surrounding properties. The draft conditions of approval (conditions 8, 13 and 15) would require the applicant to ensure to the satisfaction of the Director of Community Development that adequate parking and loading facilities are provided.

Use Permit

The Master Use Permit Amendment is required since conditions 10-17 of Resolution PC 01-27 allows the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 Use Permit approval that already have beer and wine service may convert to full alcohol service without an Amendment.

The Planning Commission must make the following findings in accordance with Section 10.84.060 for the Use Permit, if the project is approved:

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;
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 the public health, safety or welfare of persons residing or working on the proposed project site or in 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;
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
4. The proposed use will not adversely impact or 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.

The Planning Commission, as part of approving the use permit for the subject project, in accordance with Section 10.84.070 can impose reasonable conditions as necessary to:

- A. Achieve the general purposes of this ordinance or the specific purposes of the zoning district in which the site is located, or to make it consistent with the General Plan;
- B. Protect the public health, safety, and general welfare, or
- C. Ensure operation and maintenance of the use in a manner compatible with existing and potential uses on adjoining properties or in the surrounding area.
- D. Provide for periodic review of the use to determine compliance with conditions imposed, and Municipal Code requirements.

Staff believes that all of the findings to approve the Master Use Permit Amendment can be met with conditions. The proposed use is compatible with the surrounding area and the original Master Use Permit for the Shopping Center, is consistent with the Zoning and General Plan designations and there would be no anticipated impacts from the proposed uses as conditioned. The attached Draft Resolution details the required findings and conditions.

Public input and Commission comments

As of the writing of this report staff has not received any written comments from the public. One residential neighbor to the west called and expressed concerns with any new proposed exterior lighting. Any new lighting would need to be oriented downwards and shielded to prevent off-site illumination (Section 10.60.120) and would be reviewed through plan check.

At the October 8th meeting the Planning Commission requested information on the hours of the existing restaurants on the site. Attached as Exhibit C is a chart that lists the restaurant uses with and without alcohol and their hours of operation. Condition No 16 of the Shopping Center Master Use Permit allows restaurants to operate from 6:00 am to 2:00 PM seven days a week. This same condition would apply to the Tin Roof Bistro unless the Commission conditions the application.

Other Departments Input

The plans and applications were distributed to other departments for their review and comments and are attached as Exhibit F. The City Engineer commented that Sepulveda and the bridge will be widened in the future. He recommends that right-of-way be dedicated at no cost to the City to accommodate the widening and that an appropriate cash contribution also be required. Fire and Building Safety indicated that plans would be reviewed through plan check and handicapped, disabled access, and fire requirements would need to be met. The Police Department had no comments. The Department of Public Works had standard comments. All specific Department conditions are included in the attached draft resolution as appropriate and requirements will be addressed during the plan check process.

CONCLUSION

Staff recommends that the Planning Commission conduct the continued public hearing and adopt the attached draft Resolution approving the project with conditions.

ALTERNATIVES

Other than the stated recommendation, the Planning Commission may:

1. **DENY** the project subject to public testimony received, based upon appropriate findings, and **DIRECT** Staff to return with a draft Resolution.

EXHIBITS:

- A. Draft Resolution PC 08-XX
- B. Chart of restaurants in the Manhattan Village Mall
- C. Resolution PC 01-27 and Manhattan Village Shopping Center Area Analysis 9-23-2003
- D. Project applications
- E. Other Department Comments
- F. Plans

RESOLUTION PC 08-XX

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AMENDMENT TO ALLOW A NEW RESTAURANT WITH OUTDOOR DINING AND ON-SITE CONSUMPTION OF ALCOHOL IN AN EXISTING OFFICE BUILDING (HACIENDA OR HAAGEN BUILDING) AND CONFIRMING THAT THE SITE IS PART OF THE MANHATTAN VILLAGE SHOPPING CENTER MASTER USE PERMIT AND ASSOCIATED ENTITLEMENTS AT 3500 SEPULVEDA BOULEVARD AVENUE (MARK NEUMANN AND MIKE SIMMS)

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

- A. The Planning Commission of the City of Manhattan Beach conducted public hearings on September 24, October 8 and 22, and November 12, 2008 to consider a applications for Master Use Permits on the property. Said hearings were advertised pursuant to applicable law, testimony was invited and received.
- B. The subject property is legally described as Lot 12, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 3500 Sepulveda Boulevard, in the City of Manhattan Beach. The project property owner is Mark Neumann, 3500 Sepulveda LLC and the applicant is Mike Simms, Tin Roof Bistro.
- C. The subject site is 29,621 square feet in area, with a 2-story building approximately 42 feet in height and 19,840 square feet in area. The building has a central courtyard, mature landscaping and no access or parking on the site. All access, parking and loading and other shared uses are on the adjacent Manhattan Village Mall property.
- D. The project consists of the following: 1) clarification that the site is included as part of the Master Use Permit (Resolution PC 01-27), and all other related entitlements, for the Manhattan Village Shopping Center, and 2) allow on-site alcohol consumption for a new restaurant, Tin Roof Bistro, which requires the Master Use Permit Amendment.
- E. The Master Use Permit Amendment is required since Conditions 10-17 of Resolution PC 01-27 allows the conversion from office to restaurant, as well as beer and wine at the restaurants, but only restaurants existing at the time of the 2001 Use Permit approval that already have beer and wine service may convert to full alcohol service without an Amendment.
- F. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
 1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan



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Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.

2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).
3. Subsequent use permits were approved for individual uses within the shopping center.
4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the Shopping Center and subject property.
5. On April 5, 1994 the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the Shopping Center and subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
7. On December 12, 2001 the Planning Commission adopted Resolution No. PC 01-27 which superseded and replaced all the previous approvals on the Manhattan Village Shopping Center site. Although the project description, plans and tenant/building square footages list submitted by the Shopping Center owner at the time (Madison Marquette) included the subject site (Hacienda or Haagen building) the property owner at the time did not sign the application and it is not clear if they were notified or aware of the pending application. The property owner at the time did not participate in the public hearing process. The current owner of the subject property (3500 Sepulveda LLC) purchased the property in 2005.
8. On February 27, 2002 the Planning Commission adopted Resolution No. PC 02-07 approving a Master Sign Program and Sign Exception for the Manhattan Village Shopping Center. The Resolution includes conditions for removal of the theater sign that is located on the subject site as well as standards and conditions for signage throughout the Shopping Center and subject site.
9. The subject Master Use Permit application was submitted in April 2008 to request the approvals described in D. above.

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10. The subject property owner recently entered into a Settlement Agreement with RREEF (current owner of the Manhattan Village Shopping Center) in October 2008 regarding the existing Master Use Permit entitlements on the properties, as well as other private issues, and therefore a Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses is not be required. Confirmation, acknowledgement and clarification that the Master Use Permit applies to the site is required as well as an Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro) is required in accordance with the existing Master Use Permit for the Shopping Center.
 11. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.
- G. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center and the subject property was a part. Mitigation measures were identified and adopted in several issue areas.
- H. In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.
- I. 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.
- J. This Resolution, upon its effectiveness, confirms, clarifies and acknowledges that the Master Use Permit and other entitlements for the Shopping Center applies to the site as well as provides an Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro), as required in accordance with the existing Master Use Permit for the Shopping Center.
- K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit application:
1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. Support facilities such as entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. A portion of the building and outdoor common courtyard and patio areas will be converted to restaurant use with service of alcohol for on-site consumption which is consistent with other uses within the Shopping Center.

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The use is allowed with an Amendment to the Master Use Permit and is permitted by the underlying Community Commercial zoning district with a Use Permit. Confirming, clarifying and acknowledging that the parcel is part of the Master Use Permit for the Shopping Center also requires that broader conditions related to street dedication, signage and parking/loading be required to ensure the objectives of the code are satisfied. With these conditions the application is consistent with the purpose of the district and zone. 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, as conditioned.

2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as a portion of the largest retail development in the City. The modifications, as conditioned, are consistent with the following General Plan Goals and Policies:

Goal Lu-2: Encourage the provision and retention of private landscaped open space.

Policy LU-2.4: Support appropriate stormwater pollution mitigation measures.

Policy LU-3.2: Promote the use of adopted design guidelines for new construction in Downtown, along Sepulveda Boulevard, and other areas to which guidelines apply.

Policy LU- 3.5: Ensure that the sign ordinance provides for commercial signage that is attractive, non-intrusive, safe, and consistent with overall City aesthetic goals.

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.

Policy LU- Recognize the need for a variety of commercial development types and designate areas appropriate for each. Encourage development proposals that meet the intent of these designations.

Goal LU-8: Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial areas of Manhattan Village as regional-serving commercial districts.

Policy LU- 8.2: Support the remodeling and upgrading needs of businesses as appropriate within these regional-serving commercial districts.

Policy I-1.8 Require property owners, at the time new construction is proposed, to either improve abutting public right-of-way to its full required width or to pay in-lieu fees for improvements, as appropriate.

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Policy I-1.9 Require property owners, at the time of new construction or substantial remodeling, dedicate land for roadway or other public improvements, as appropriate and warranted by the project.

Policy I-3.5 Encourage joint-use and off-site parking where appropriate.

The new use will be within the existing floor area and outdoor areas and is consistent with the existing uses on the site and other nearby commercial properties. The proposed project is an upgrade of an existing commercial building. The proposed restaurant increases traffic, and is a more intense use of site since it is a conversion from office to a destination-type restaurant use. The restaurant site is physically separated from mall, more than 380 feet from the main mall, and 260 feet from any retail/restaurant uses, so there is not as much joint or shared traffic as other uses on site. Shared parking with the Manhattan Village mall site is compatible due to the remote location of the subject site, it does not conflict with the main Mall parking demand. However, this new use increases traffic on Sepulveda. If the subject parcel was included as part of the original 2001 Mall master Use Permit then dedication on Sepulveda would have been required at that time. Due to all these factors, confirming that the parcel is part of the Master Use Permit for the Shopping Center also requires that broader conditions related to Sepulveda Boulevard street dedication, signage and parking/loading be required to ensure consistency with the General Plan, as indicated above, and so the use of the site 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. Therefore the project, as conditioned, the project will meet these findings.

3. The conversion to restaurant with on-site sale and consumption of alcohol is permitted by the underlying zoning district and Master Use Permit, with the clarification that the subject site is part of the Master Use Permit, and with a Use Permit Amendment for the alcohol. The proposed renovation will comply with applicable performance and development standards. Therefore the proposed use will comply with the provisions of Title 10 of the Municipal Code (Zoning Ordinance), including any specific condition required for the proposed use in the CC zoning district in which it is located. Standards including but not limited to containment of glare and noise in that the conversion will be within an existing building and the outdoor courtyard is the center and the east side shielded from residential to the west across Sepulveda, State Highway 1. The subject site is at an elevation significantly lower (approximately 20-30 feet) than Sepulveda and the single family residential properties to the west, and these residential uses are over 450 feet to the west of the site. Additionally, confirming that the parcel is part of the Master Use Permit for the Shopping Center also requires that specific conditions related to Sepulveda Boulevard street dedication, signage and parking/loading be required to comply with the provisions of the Code.

RESOLUTION PC 08-XX

4. The proposed use, as conditioned, will not adversely impact nor be adversely impacted by nearby properties, which are a mix of commercial and residential uses. The additional proposed area with alcohol sales will largely be located within the existing building footprint, and out of line-of-sight of the nearest residential use and therefore, as conditioned, is not expected to cause any noise, glare, vibration, security and safety, odors or aesthetic visual impacts. The proposed conversion from office to a destination type restaurant with alcohol will result in an increase in traffic, and therefore dedication along Sepulveda is required. Since the building is located on the perimeter away from the main Mall and any other restaurant or retail uses, the project will provide adequate parking off-site, subject to City verification, to serve the new use. The restaurant use will have increased demands for trash and loading that the office tenant did not have, and conditions will be required to ensure these facilities are adequate. Clarifying and confirming that the parcel is part of the Master Use Permit for the Shopping Center also requires that broader conditions related to street dedication, signage and parking/loading be required to ensure that any potential impacts related to traffic, parking, and aesthetics be mitigated.
- L. A determination of public convenience and necessity is made for the proposed Type 42 alcohol license (as conditioned below), which shall be forwarded to the California Department of Alcohol Beverage Control upon City Council acceptance of this project approval.
- M. A de minimis impact finding is hereby made that the project will not individually or 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, together with existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, constitutes the entitlements for the subject site, and the State required Determination of Public Convenience and Necessity for the currently proposed Type 42 alcohol licenses.

Section 2. The Planning Commission of the City of Manhattan Beach hereby **APPROVES** the subject Master Use Permit Amendment, and **CONFIRMS and CLARIFIES** that the subject parcel is included as part of the Manhattan Village Shopping Center Master Use Permit and related entitlements, subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The project shall be in compliance with the plans and project description submitted to and approved by the Planning Commission on November 12, 2008. All development must occur in compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and project description, except as provided in this approval, shall require review by the Director of Community

RESOLUTION PC 08-XX

Development and a determination if Planning Commission review and an amendment to the Master Use Permit is required.

2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *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.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *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. The Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.
6. The project shall comply with all conditions, standards and other requirements of the existing Master Use Permit (Resolution PC 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002.
7. The property owners request for a new Master Use Permit is administratively withdrawn as it is no longer necessary with the approval of this clarification that the subject site is include with the Manhattan Village Mall entitlements. The property owner shall also be required to be an applicant in any future entitlements that affect shared/joint uses on the sites including but not limited to the EIR for the three-phase expansion plan that is currently being processed.
8. Upon submittal of any request for business license, or application for building permit, which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, including but not limited to the proposed subject application for Tin Roof Bistro, the applicant shall provide an up to date site-wide tenant space study which includes the subject site as well as all of the tenants and properties within the Manhattan Village Shopping Center. The space study shall include detailed area breakdowns subject to the review and approval of the Director of Community Development. The required space study shall be consistent in

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format, and information provided with Exhibit A (Manhattan Village Shopping Center Area Analysis dated 9-23-03) attached hereto. The space study shall also include any outdoor dining areas. The information shall include tenant street addresses, existing and proposed tenants, and evidence that the proposed alteration / tenant will provide adequate parking and loading as required by applicable parking standard.

Fire Department and Public Works

9. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities must be screened from public view and be either constructed within the building structure or in a screened enclosure. Trash areas shall subject to review and approval of the Departments of Public Works, Community Development and Fire, and shall include, but not be limited to, a roof enclosure, drainage to the sanitary sewer, adequate room for recyclables, and adequate vehicular access which does not impact adjacent property access or Fire lanes.
10. Erosion and sediment control devices BMP's (Best Management Practices) must be implemented as required by the Department of Public Works. Control measures shall be taken to prevent erosion from the site and street surface water from entering the site.
11. The applicant shall submit an irrevocable offer to dedicate right-of-way at no cost to the City for future street and bridge widening, and associated construction, as required by and subject to approval of the Director of Public Works, for future road widening along Sepulveda Boulevard. Said dedication shall provide a minimum 3 foot distance from the west wall of the existing building. The applicant shall also pay a fair share contribution for the future widening as determined by the Director of Public Works. The irrevocable offer to dedicate shall be submitted prior to the issuance of a building permit on the site. The approved irrevocable offer to dedicate shall be recorded and fair share contribution paid in full prior to issuance of a Certificate of Occupancy, or building final. The applicant shall cooperate fully with the City in the future roadway widening.
12. A mop sink will be required to be installed in accordance with Public Works standards.

Parking and Circulation

13. The minimum amount of parking and loading required for the project shall be located on the subject site and/or the Shopping Center site. A parking and loading covenant or other agreement to maintain required parking on any off-premise lot, including but not limited the Shopping Center site, shall be required subject to review and approval of the Director of Community Development. Any proposed valet parking shall require review and approval by the City Traffic Engineer, as well as written approval from any other property owners where the parking is located.

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Signage

14. A schedule for removal of the off-premise theater sign shall be submitted to the Director of Community Development for review and approval and the sign shall be removed in accordance with the approved schedule. The City shall bear none of the cost of the removal of the existing Theater sign. Any new site signage shall be consistent with the Master Sign Program and Sign Exception (Resolution PC 02-07), approved February 27, 2002, or an Amendment shall be required.

Special Conditions

15. Any off-site improvements (including but not limited to those on the Shopping Center site) shall require written approval of the property owner whose property the improvement is located upon prior to the issue of a permit or approval for the improvement.
16. Prior to the issuance of a Certificate of Occupancy or a building final the applicant shall obtain approval from the State Department of Alcoholic Beverage Control (ABC) for the sale and on-site consumption of alcohol at the restaurant. The applicant shall comply with all conditions of the approval.
17. The applicant shall provide the City with a signed final copy of the Settlement Agreement between the property owner and RREEF. Staff shall determine if the agreement is adequate to address certain off-site and other conditions of the site entitlements, or if further agreements or Amendments are required.

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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 November 12, 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

Manhattan Village Dining Locations - 10/2008

Tenant	Alcohol Served	Full	M - Th; Hours of Operation	Fri & Sat	Sat	Sun	Address	Square footage	Notes
California Pizza	Yes	No	11a - 10p	11a - 11p		11a - 10p	3280	5,750	
Kitchen Chili's Grill & Bar	Yes	Yes	11a - 11p	11a - 12p		11a - 11p	2620-B	6,520	02-03363
China Grill	Yes	No	11a - 9:30p	11a - 10p	12p - 10p	12p - 9p	3282	2,000	
Coco's	Yes	No	7a - 10p	7a - 10p		7a - 10p	2620	7,345	
Island's Fine Burgers	Yes	Yes	11a - 10p	11a - 11p		11a - 10p	3200/D1	5,222	
Joeey's Smokin' BBQ	Yes	No	11a - 9pm	11a - 9:30p		11a - 9p	3564	1,105	
LA Food Show	Yes	Yes	11a - 10p	11 - 10:30		11a - 9:30	3212-A	7,000	02-04119-outdoor dining
Olive Garden	Yes	Yes	11a - 10p	11a - 11p		11a - 10p	2610	8,500	
Open Sesame (Formerly Reeds)	Yes	Yes	Not Known	Not Known	Not Known	Not Known	2640	2,217	Currently in plan Check

EXHIBIT B
P.C. 11/12/08

RESOLUTION PC 01-27

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AND HEIGHT VARIANCE FOR THE RENOVATION AND REMODELLING OF AN EXISTING ENCLOSED MALL AND PARKING LOT WITHIN THE MANHATTAN VILLAGE SHOPPING CENTER, LOCATED AT 3200 SEPULVEDA BOULEVARD AVENUE (MADISON MARQUETTE)

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

- A. The Planning Commission of the City of Manhattan Beach conducted a public hearing on November 28, and December 12, 2001 to consider applications for a Master Use Permit and Variance on the property commonly known as the Manhattan Village Shopping Center. Said hearing was advertised pursuant to applicable law, testimony was invited and received.
- B. The subject shopping center property is legally described as Lots 1 - 23, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 2600 through 3562 Sepulveda Boulevard (3200 Sepulveda being the enclosed mall) and 1220 Rosecrans Avenue, in the City of Manhattan Beach. The project applicant and property owner is Madison Marquette.
- C. The project consists of the following: 1) conversion of approximately 16,000 square feet of food court area to retail area within the enclosed mall (square foot increase from 266,168 to 282,168 for enclosed mall and from 509,410 to 525,410 square feet for total center); 2) general remodel and refurbishment of enclosed mall, including roof and exterior architectural elements, these being maximum 34-foot high trellis features at north and south mall entrances, and a 38-foot high, 2,500 square foot clerestory skylight over fountain court; 3) re-striping of mall parking lots (including leased city-owned lot) to increase the number of large car versus compact parking spaces and bring all other compact spaces into conformity with stall dimensions; 4) provision of 4.1 per 1,000 gfa parking standard for entire shopping center; 5) construction and/or reconfiguring of traffic calming features along "Magnolia Way" private roadway located adjacent to the east property line, 6) construction/implementation of improvements or operational measures intended to address existing noise problems near the rear of the existing grocery/drug stores near the south end of the center and 7) future potential conversion of up to 13,005 square feet of existing retail or vacant space to restaurant.
- D. The Master Use Permit is required because the proposed actions would result in: 1) increase in leased square feet; 2) re-striping of parking lot and change in total number of parking spaces serving the site and 3) establishment of parking requirement of 4.1 parking spaces per 1,000 square feet gla. A Variance is required because proposed roof elements at two entries and above the fountain court exceed the applicable height limit of 22 feet.
- E. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:
 1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.
 2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).



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3. Subsequent use permits were approved for individual uses within the shopping center.
 4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the subject property.
 5. On (date) the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
 6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
- F. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center was a part. Mitigation measures were identified and adopted in several issue areas.
- G. An Initial Study has been prepared in compliance with the California Environmental Quality Act (CEQA) and City of Manhattan Beach CEQA Guidelines to determine whether the project would have adverse effects on the environment. The study concluded that the project would not have any significant adverse effects, and a Proposed Negative Declaration has been prepared that finds that the project will not have significant environmental effects. The Planning Commission has reviewed the Initial Study and approves the Negative Declaration together with comments received in the public hearing and finds that there is no substantial evidence that the project will have a significant effect on the environment. Any non-compliance with the City's Noise Ordinance will be addressed through proposed actions and implementation of appropriate conditions of approval.
- H. 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.
- I. This Resolution, upon its effectiveness, constitutes the Master Use Permit for the project and replaces all previous site-wide (Ordinances 3685, 3757, City Council Resolution 5142 and Planning Commission PC 92-14) and individual land use approvals. This Resolution incorporates all relevant conditions of approval and operational requirements of all past approvals.
- J. Pursuant to Section 84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Use Permit application:
1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers, such as Manhattan Village, which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. The additional leased floor area will be devoted to retail uses, which are permitted by the existing Master Use Permit and underlying Community Commercial zoning district. The additional floor area will assist in attracting high-quality tenants, therefore helping to ensure the success of the renovation of the mall which is being undertaken concurrently with this project. Accordingly, 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.
 2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as the largest retail development in the City. The proposed addition of new retail area is consistent with Goal Number 4 of the Land Use Element, which is to support and encourage the viability of the commercial areas of Manhattan Beach and Goal Number 5, which is to encourage

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high quality, appropriate investment in commercial areas. The additional floor area will be within the enclosed mall in the Manhattan Village Shopping Center, is consistent with the existing uses of the site and other nearby commercial properties and is well within the maximum development capacity of the property. The proposed project is a significant upgrade of a major component of the city's retail environment, which will also by design, blend with the city's unique small beach town identity. The proposed modifications to the site's main parking lot will result in a more effective use of the parking supply. Therefore the project 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. By attracting high quality tenants the project will ensure the success of the mall renovation, which is being undertaken concurrently with the floor area addition.

3. The additional floor area will be devoted to retail uses, which are permitted by the existing Master Use Permit for the center and underlying zoning district. The proposed renovation and remodel/floor area addition will comply with applicable performance and development standards with the exception of height (subject of an accompanying variance). Therefore the proposed use will comply with the provisions of Title 10 of the Municipal Code (Zoning Ordinance), I including any specific condition required for the proposed use in the CC zoning district in which it is located. standards including but not limited to containment of glare and noise in that the new area will
 4. The proposed use will not adversely impact nor be adversely impacted by nearby properties, which are a mix of commercial and residential uses. The additional proposed area will be located within the existing mall building footprint, and the proposed roof clerestory windows will be located sufficient distance (approximately 200 feet) and out of line-of-sight of the nearest residential use and therefore is not expected to cause any noise, glare or aesthetic visual impacts. The proposed conversion from food court and public seating areas to retail will not result in any significant traffic impacts, the project will provide adequate parking to serve the additional floor area and the parking lot re-striping to provide standard sized parking stalls will more effectively serve the center customers.
- K. Pursuant to Section 84.060 B. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Variance application:
1. The project site is developed with a regional shopping center that is unique in that it is the largest retail building in the City. The project site, approximately 40 acres in size makes it one of the largest properties in the City. The site is appropriately zoned Community Commercial due to its size, variety of uses and market area. The increase in height for the specific roof and entry elements will define the character and aid access to the mall stores and will have no adverse impacts on adjoining properties. As such the absence of such architectural elements, due to an unusually constraining height limit would result in a peculiar hardship and difficulty for the property owner who seeks to renovate and improve the site.
 2. The height of the existing anchor department stores at the north and south ends are approximately 40 feet tall and the central portion of the mall is approximately 27 feet tall. The current height limit for structures in the Community Commercial district is 22 feet, where the roof slope is less than 4: 12 (vertical rise to horizontal distance). The project proposes the construction of two new architectural elements at the existing flat-roofed north and south entrances to the mall, adjacent to the anchor department stores. These elements will be at a height of between 31.5 feet and 34 feet. In addition the project proposes to construct a new 2,500 square foot clerestory window/skylight feature on the mall roof approximately 38 feet above the ground, or 8 feet above the existing mall roofline. All of the new elements will be below the

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height of the existing anchor department store buildings. The new entrance elements will be adjacent to the taller department stores and will serve as a transition between them and the lower mall roofline.

The granting of the variance to allow the three roof elements will not be a substantial detriment to the public good, or impairment of affected natural resources, or be injurious to property or improvements in the vicinity of the site, or to the public health safety or general welfare in that the proposed roof/entry structures will not obstruct views or result in shadow impacts on surrounding properties, and there will be no new exterior lighting fixtures producing glare to nearby residential units.

3. The subject property is the largest single retail oriented development in the City. There are no other similar properties in the same zoning and area district. The additional height needed for these three minor structures is an integral part of the mall renovation. Therefore, approval of the application is consistent with the purposes of Title 10 of the City's Municipal Code and will not constitute a grant of special privilege inconsistent with limitations on other properties in the vicinity and in the same zoning area district.

Section 3. The Planning Commission of the City of Manhattan Beach hereby **APPROVES** the subject Master Use Permit and Variance subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The Master Use Permit is based upon the site area analysis and site plan dated November 28, 2001 as submitted by the applicant. (The site area analysis is attached hereto as Exhibit A). Said plans shall become part of the Master Use Permit and are incorporated herein by reference. All development must occur in strict compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and proposed site area analysis, except as provided in this approval shall require an amendment to the Master Use Permit.
2. *Lapse of Approval.* The Use Permit and Variance shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *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.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit and Variance shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *Review.* 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.
6. 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. The Applicant shall deposit said amount with the City or enter into an

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agreement with the City to pay such expenses as they become due.

Land Use

7. The land uses approved for the Manhattan Village Mall shall include:
 - a) Retail Sales;
 - b) Personal Services;
 - c) Personal Improvement Services;
 - d) Travel Services;
 - e) Food and Beverage Sales (including Grocery Stores);
 - f) Offices, Business and Professional;
 - g) Commercial Recreation and Entertainment (including Indoor Movie Theaters);
 - h) Banks, Savings and Loans; and,
 - i) Eating and Drinking Establishments (restaurants).
 - j) Uses identified as permitted (by right) in the underlying zoning district (CC) which are not included in this Master Use Permit shall be left to the discretion of the Planning Commission.
8. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CC) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted in this Resolution.
9. Upon submittal of any request for business license, or application for building permit, which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, the applicant shall provide a site-wide tenant space study, including detailed area breakdown subject to the review and approval of the Director of Community Development. The required space study shall be consistent in format, and information provided, with Exhibit A attached hereto. The information shall include tenant street addresses, existing and proposed tenants, and evidence that the proposed alteration / tenant will provide adequate on-site parking as required by applicable parking standard.
10. Under the provisions of this Master Use Permit the Shopping Center may convert up to 13,005 square feet of vacant, retail, or office space to restaurant use, for a total of 75,000 square feet gross leasable area of restaurant uses on the site. (75,000 square feet is the maximum restaurant square footage given an overall parking supply of 4.1 stalls per 1,000 square feet gla.) Conversion to restaurant uses in excess of 75,000 square feet will require amendment of the Master Use Permit. X
11. Once there is a total of 68,000 square feet of restaurant usage on-site providing alcohol service (as specified in conditions 13 and 14), no additional restaurants may seek to provide full alcohol service without approval obtained in a duly noticed public hearing before the Planning Commission.

Eating and Drinking Establishments (Restaurants)

12. There shall be no drive-through service allowed in conjunction with any existing or proposed Eating and Drinking Establishment.
13. Any restaurant may provide service of beer and wine which is incidental to, and in conjunction with, the service of food provided that such use does not include full alcohol service or a retail bar, to a maximum area of 68,000 square feet site-wide as set forth in condition 11. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol. 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.

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14. Any existing restaurant currently providing beer and wine service may expand to provide full alcohol service without a public hearing if said restaurant maintains its current size. An existing restaurant currently providing beer and wine service shall not be able to expand to full alcohol service without a duly noticed public hearing if said restaurant:
 - (a) seeks to expand beyond its present square footage; and,
 - (b) if the 68,000 square foot limit described in condition No. 11 has been reached.
15. No outside cleaning of kitchen floor mats or shopping carts will be permitted on the site. All kitchen floor mats shall be cleaned in such a manner that the run-off wastewater drains only to a private sewer drain on the premises.
16. Restaurant uses, including the service of alcoholic beverages, shall be limited in their operation to the hours between 6:00 a.m. to 2:00 a.m., seven days a week.
17. Any entertainment proposed in conjunction with a restaurant use (with exception of background music, television and no more than 3 games or amusements) shall require approval obtained in a duly noticed public hearing before the Planning Commission; and, shall be required to obtain a Class I entertainment Permit consistent with the provision of Section 4.20.050 of the Manhattan Beach Municipal Code.

Site-wide Operational

18. Delivery activities to the businesses contiguous to residentially zoned and improved properties shall be limited to between 7:00 a.m. and 10:00 p.m. Monday through Friday and between 8:00 a.m. and 10:00 p.m. on Saturdays, Sundays and major holidays, including New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, and Christmas Day. Delivery operations shall be conducted in such a manner so as not to exceed applicable residential noise standards. The term "delivery activities" shall include, but not be limited to the presence of workers or delivery trucks at the business site even if not actual delivery work or unloading is being done. It shall also 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.
19. Landscaping and maintenance activities (including, but not limited to parking lot cleaning, grounds-keeping and outdoor equipment and shopping cart cleaning) shall occur in accordance with a Landscape Maintenance Plan ("The Maintenance Plan") approved by the Director of Community Development. The Maintenance Plan shall establish permitted hours of operation for specific maintenance activities and areas of the shopping center, based on compatibility with nearby land uses, both on and adjacent to the center.
20. All landscaping materials shall be maintained to the satisfaction of the Director of Community Development.
21. Routine trash collection on the entire site shall occur after 9:00 a.m. and before 10:00 p.m. 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, or between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.
22. 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

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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.

Fire Department and Public Works

23. Commercial establishments are required (MBMC 5.24.030 (C)(2) to have sufficient refuse storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities must be screened from public view and be either constructed within the building structure or in a screened enclosure subject to review and approval of the Public Works Department and Community Development Department.
24. There shall be no discharge of construction wastewater, building materials, debris or sediment from the site.
25. The applicant shall consider various SUSMP (Standard Urban Stormwater Mitigation Plan for Los Angeles County) measures and/or improvements as suggested by the Department of Public Works in its memorandum dated October 31, 2001 as determined to be relevant and reasonable based on the proposed construction.
26. The applicant shall replace displaced sidewalk adjacent to the site on Village Drive. All sidewalk, curb and gutter or driveway construction on public property shall be completed per Public Works Department specifications. (See Public Works Standard Plans ST1, ST-2, and ST-3.)
27. Backflow preventers for fire and domestic water services shall be installed per Public Works Department requirements.
28. Sandbags shall be placed around the construction site to prevent erosion from the site and street surface water from entering the site.
29. The applicant shall work cooperatively with the Fire Department to implement as feasible, several suggested improvements for public safety, including, but not necessarily limited to: 1) smoke evacuation (e.g. automated atrium window/clerestory opening system in fountain area); 2) addition of an additional standpipe for fire connection near the east passageway into the central mall area; 3) updating of existing mall fire alarm system; 4) activation of public address system currently in place for mall personnel and City Fire Department use; 5) upgrading fire/life safety components within individual mall tenant spaces as condition of occupancy as improvements occur (eventually bringing all tenant spaces into conformity), and 6) provision of pedestrian ramp or at-grade access at the rear of the mall to facilitate the safe removal of patients from that location.

Parking and Circulation

30. Minimum parking shall be provided at a ratio of 4.1 spaces per 1,000 square feet of gross leasable floor area (gla). A total of 2,154 parking spaces shall be provided for the development program shown on Exhibit A.
31. Prior to issuance of the mall remodeling permit, the applicant shall submit a detailed site-wide parking lot striping plan that shall comply with all applicable ADA (American Disabilities Act) requirements and that will result in a more effective parking supply. The parking layout shall be designed to 1) maximize available on-site space for parking; 2) convert compact to large-car stalls as shown on a plan dated October 25, 2001 prepared by Kaku Associates, Inc. and 3) increase the width of all other on-site compact spaces to 8.0 feet (located in the south sector of the center). The purpose of this condition is to provide a more efficient and effective on-site parking supply.
32. The minimum amount of parking required for the project shall be located on the subject site

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or may be located off-premise on a suitably located parcel. Project required parking shall not be located on the parcel of land owned by the City that is leased on a short-term basis to the applicant. The subject City parcel shall function as an "over flow" parking lot and not part of the required parking due to its location, several feet below the grade of and at the rear of the mall, away from the main public entrances. The applicant shall record a parking covenant to maintain required parking on an off-premise lot, subject to review and approval of the Director of Community Development.

33. Any deviation from the provisions of the approved parking plan, as established in the Master Use Permit (see condition 31), shall require review by the Planning Commission to determine if the proposed change necessitates an Amendment to the Master Use Permit.
34. Under the provisions of this Master Use Permit no action which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, which exceeds the total number of on-site parking spaces shall be approved without an amendment to the Master Use Permit.
35. Any action that alters the number of required parking spaces shall be reviewed by the Building Division of the Community Development Department for compliance with the requirements for disabled access parking. Such review shall include the number, size and location of disabled access parking spaces.
36. The applicant shall implement proposed traffic-calming measures as identified in the October 2001 Traffic and Parking Analysis prepared by the firm Kaku and Associates, Inc. prior to issuance of a Certificate of Occupancy for the new tenant space that replaces the food court. The applicant shall conduct a test of the proposed "neck-down" and a test of Alternative 2 (roadway with adjacent parking) to determine their effectiveness prior to their construction, subject to review and approval of the City of Manhattan Beach, Community Development Department and Fire Department.
37. All existing speed "bumps" shall be removed and no new speed bumps installed along "Magnolia Way", the private drive located at the rear of the mall. Stop signs may be implemented, subject to review and approval of the City Department of Community Development, Fire Department and Police Department. The applicant shall implement pedestrian safety improvements as determined by the Department of Community Development on the subject site at the intersection of "Magnolia Way" and "30th Way" where a pedestrian gate provides access to Manhattan Village homes (at the rear of 2970 Sepulveda Boulevard).

Signage

38. All permitted exterior signage existing as of the effective date of this permit shall be regarded as approved and consistent with the Master Use Permit. All new proposed signage shall conform to all applicable requirements of Title 10 of the Manhattan Beach Municipal Code. New signage shall be submitted as a Master Sign Program subject to the review and approval of the Planning Commission. Pursuant to the "Sepulveda Boulevard Development Guide" dated January 27, 1998, signs and sign copy should be compatible with their related buildings and not be crowded within their locations or backgrounds. Harsh plastic or illuminated backgrounds shall be avoided, and low profile (less than 6-feet in height) monument signs are encouraged.

Special Conditions

39. The applicant shall dedicate and convey to the city in fee simple title, a strip of land approximately 12.5 feet in width, running parallel to Marine Avenue, for a distance of approximately 178 feet from the property corner at Sepulveda Boulevard. This dedication,

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subject to review of the City Engineer, will facilitate a future widening of Marine Avenue to relieve traffic congestion on Marine Avenue adjacent to the project. The dedication will offset project-related debits that the City will incur in the County of Los Angeles Congestion Management Program. This condition shall be met prior to issuance of Certificate of Occupancy.

40. All outdoor mobile storage containers shall be permanently removed within six months of the date of this approval.
41. Noise emanating from the property shall be within the limitations prescribed by the City of Manhattan Beach Noise Ordinance and shall not create a nuisance to nearby property owners. This would include construction and activity hours (MBMC 5.48.060). See also condition #19 regarding Landscaping and Maintenance activity (MBMC 5.48.275). To reduce existing noise:
 - a) The applicant shall commission an acoustical engineering firm to study noise issues and recommend measures to bring the shopping center site into compliance with the City's Noise Ordinance, both in terms of applicable levels of noise, and nuisance noise as based on a "reasonable person" standard (the "Noise Study"). The Noise Study shall focus on the noise issues along the project site's easterly property line, adjacent to "RPD" zoned properties within the Manhattan Village residential community. Staff shall determine the parameters of the Noise Study, and the applicant shall bear the cost of the Noise Study and also fund a peer review performed by an acoustical engineer retained by the City of Manhattan Beach. The Noise Study and a noise reduction plan shall be completed and approved by the City prior to the issuance of a Certificate of Occupancy for the mall renovation. Noise reduction measures set forth in the Noise Study and noise reduction plan may include, but not necessarily be limited to, the installation of a sound wall as specified in Condition No. 41 (c). Construction and/or implementation of all noise reduction measures shall be completed no later than one year from the date of Master Use Permit approval.
 - b) To confirm that compliance with the City's Noise Ordinance is achieved, the applicant shall fund a noise monitoring program (the "Noise Monitoring Program"), whose implementation shall occur under the direction of an acoustical engineer retained by the City. The Noise Monitoring Program will consist of 24-hour noise measurements at the most affected locations identified in the Noise Study. The Noise Monitoring Program shall be implemented on a quarterly basis for minimally a one-year time period. The Noise Monitoring Program concludes once compliance with the City's Noise Ordinance is demonstrated for a period of four continuous quarters.
 - c) The applicant shall post a bond with the City in the amount of \$125,000 (one hundred twenty five thousand) for the cost to construct 640 lineal feet of a maximum 12-foot tall solid sound wall between the shopping center car gate and pedestrian gate located on the project site east property line to the rear of the grocery and drug stores. The construction shall include replacement of an existing open-wrought-iron fence on the east property line in the vicinity of the aforementioned pedestrian gate. The purpose of the bond is to ensure that minimally a sound wall or other recommended noise reduction measures will be constructed should such measures not be undertaken by the applicant in a timely fashion. The bond shall be subject to review by the City Attorney.
42. A Traffic Management and Construction Plan shall be submitted in conjunction with the building plans, to be approved by the Police, Public Works and Community Development Departments prior to issuance of building permits. The plan shall provide for the management of all construction traffic during all phases of construction, including delivery

RESOLUTION PC 01-27

of materials and parking of construction related vehicles. Driver-less vehicles blocking neighbors' driveways without written authorization, and overnight storage of materials in the roadway shall be prohibited. This plan may also regulate and limit the hours of construction deliveries on weekend mornings where such activities including driving, parking and loading/unloading in areas adjacent to residential uses.

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 December 12, 2001 and that said Resolution was adopted by the following vote:

AYES: Kirkpatrick, Kuch, Milam, Ward,
Chairman Simon

NOES: None

ABSTAIN: None

ABSENT: None

RICHARD THOMPSON
Secretary to the Planning Commission

Sarah Boeschen
Recording Secretary

Manhattan Village Shopping Center Area Analysis

09/23/2003

Tenant	Address/ Tenant Space	Permit No.	Area	Comments
<i>Large Retail</i>				
Macy's Women's	3400		108,977	
Macy's Men/Home	3100		67,077	
Sub-Total			176,054	
<i>Mid Size Retail</i>				
Ralphs	2700		43,400	
Savon	2900		25,500	
Sub-Total			68,900	
<i>Small Retail</i>				
MV Florist	3292A		1,500	
South shell	3208	02-01929		owner work, 8,490 total
North shell	3212	02-01929		owner work, 8,500 total
Tommy Bahama	3208-A	02-00232	3,643	sign permit 03-00992
Corner Bakery (see restar)	3208-B	02-04008		
Coach store	3208-C	03-01507	2,580	combined 2 spaces
LA Food Show (see restar)	3212-A			
vacant	3212-B		600	
MALL SHOPS				
T-Mobile	3200/A1	03-00721	1,910	gla from 0 plan
Sam Goody Musicland	3200/A2		2,149	
Wolf Camera	3200/A4		1,074	
Secret to Beauty	3200/A5	03-01679	2,145	
Express/Ltd.	3200/A6		6,592	
Williams-Sonoma	3200/A9-A/10	01-06074	5,365	
Pottery Barn	3200/B1	02-00878	10,452	
Pottery Barn Kids	3200/B2	02-00879	7,291	
B. Dalton Bookseller	3200/C2		4,420	
Harry and David	3200/C3	02-02237	2,127	lease 2/1/11
Kucy's	3200/C4	02-03085	2,200	lease 2/1/11
Baby Style	3200/C5	02-03167	2,158	lease plan 7/24/02
Ann Taylor Loft	3200/C8	01-05729	5,428	
Victoria's Secret	3200/C10		6,000	
Walking Store	3200/C12	03-00255	1,382	
Geri's Hallmark	3200/C14		3,021	
Matt & Allie	3200/C15	02-03656	1,637	lease plan/childrens store
Kiosk - Sunglass Hut	3200/C300	01-06172	216	gla 18' x 12' lease lines
Gigi	3200/D3		955	
Lerner's	3200/D6		7,500	
Bath & Body	3200/D8		2,000	
Lady Foot Locker	3200/D9		1,709	
Francesca's Collection	3200/D10	03-00506	873	
Corner Cottage	3200/D11		582	
Origins	3200/D12		900	
Village Shoe Repair	3200/D13		309	not on 7/25/02 lease plan
Thee Cutlery	3200/E1		294	
Prestige Jewelers	3200/E2	03-02168	812	confirm gla
Dr. Stein Optometric	3200/E4		1,885	
Godiva Chocolatiers	3200/E3	02-02402	635	
Clair's Boutique	3200/E5		726	
White House/Black Market	3200/E6	02-01319	1,491	
Bombay Trading Company	3200/E8	02-01316	1,577	new location
Gap	3200/E10		8,431	
Chicos	3200/E14	02-02012	2,563	
Vacant	3200/E15			merged with E18 Talbots
Vacant	3200/E16			merged with E18 Talbots
Talbots	3200/E18	02-03266	6,401	gla by permit
Great Earth Vitamins	3010		608	

Manhattan Village Shopping Center Area Analysis

09/23/2003

See's Candy	3004		1,216	
Jenny Craig	2970		2,000	
Super Sports	2930		4,973	
Supercuts	2920		1,220	
Fazio Cleaners	2660		2,042	
Sub-Total			127,592	
<u>Medical Office</u>				
Sub-Total			19,066	
<u>Financial/General Office</u>				
Haagen Building	3500		18,758	
Pacific Century Bank	3300		5,000	
Wells Fargo	3110		8,000	
Bank of America	3016		7,650	
Union Bank	2910		6,250	
Glendale Federal	2710		4,661	
Hawthorne Savings	2600		4,590	
Sub-Total			54,909	
<u>Theater</u>	3560			
Sub-Total			17,500	
<u>Restaurant</u>				
Surf City Squeeze	3564		1,210	no alcohol
Bar	3564		1,210	no alcohol
Koo Koo Roo	3294		2,869	no alcohol
China Grill	3294		2,869	no alcohol
Buffalo Wild Wings	3294		2,869	no alcohol
Islands	3294		2,869	no alcohol
LaCocotte restaurant	3294	02-01-15	411	200 sq remote storage
LA Wood Fire	3294	02-01-15	2,000	type 4 alcohol, outdoor dining
East Coast Bagel	3012		1,406	no alcohol, outdoor dining
Coffee Bean & Tea Leaf	3008		608	no alcohol
Robeks	3008		1,106	no alcohol
Red Robin	3008		1,106	no alcohol
Chili's	3008		2,212	type 4 alcohol
Chili's	3008		2,212	no alcohol
Dirigible Garden	3008		1,106	no alcohol
Corner Bakery	3008	02-04-08	2,999	outdoor dining, no alcohol
Sub-Total			58,702	
TOTAL ACTUAL			522,723	
TOTAL PERMITTED BY MUP			525,410	
BALANCE REMAINING			2,687	

Parking for Total Actual:

522,723	@ 4.1/1000 =	2143
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Psomas Parking plan "As-built"
2,193 spaces, including 212 on

(1,981 on main lot)



MASTER APPLICATION FORM

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Office Use Only
Date Submitted: 4/4/08
Received By: SP
F&G Check Submitted:

3500 North Sepulveda Boulevard
Project Address

Parcel 12 as shown on PARCEL MAP Number 12219 AS PER BOOK 122 Pages 33-35. APN 4138-020-014
Legal Description

Manhattan Village General Commercial/Community Commercial
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 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 (Mapping Deposit) | <input type="checkbox"/> Variance |
| <input type="checkbox"/> Subdivision (Tentative Map) | <input checked="" type="checkbox"/> Public Notification Fee <u>65</u> |
| <input type="checkbox"/> Subdivision (Final) | <input type="checkbox"/> Other: _____ |

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

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

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

Receipt Number: _____ Date Paid: _____ Cashier: _____

Applicant(s)/Appellant(s) Information

3500 Sepulveda, LLC, 13th & Crest Associates, LLC, 6220 Spring Associates, LLC
Name

620 Manhattan Beach Blvd, Manhattan Beach, CA 90266
Mailing Address

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

Mark Neumann, Managing Member of Owner
Contact Person (include relation to applicant/appellant)

620 Manhattan Beach Blvd, Manhattan Beach, CA 90266
Address, and Phone Number

Applicant(s)/Appellant(s) Signature address Fax Number and e-mail

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

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)

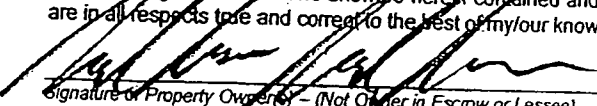
EXHIBIT D
PC 11/12/08

CASHIER
APR 04 2008
01-02506
PA

OWNER'S AFFIDAVIT

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

I/We 3500 Sepulveda, LLC, 13th & Crest Associates, LLC, 6220 Spring Associates, LLC being duly sworn, depose and say that I am/we are the owner(s) of the property involved in this application and that the foregoing statements and answers herein contained and the information herewith submitted are in all respects true and correct to the best of my/our knowledge and belief(s).


Signature of Property Owner(s) - (Not Owner in Escrow or Lessee)

Mark Neumann, Mark Neumann, Richard Rizika
Print Name

620 Manhattan Beach Blvd, Manhattan Beach, CA 90266
Mailing Address

310-318-6190
Telephone

Subscribed and sworn to before me,
this _____ day of _____, 20____

in and for the County of _____
State of _____

Notary Public

Fee Schedule Summary²

Below are the fees typically associated with the corresponding applications. Additional fees not shown on this sheet may apply. Contact the Planning Department for assistance. Fees are subject to annual adjustment in January.

Submitted Application (circle applicable fees, apply total to Fee Summary on application)

Coastal Development Permit

Filing Fee (public hearing - no other discretionary approval required):	\$ 1,824 ☒
Filing Fee (public hearing - other discretionary approvals required):	\$ 124 ☒
Filing Fee (no public hearing required):	\$ 124

Use Permit (Master)

Residential Filing Fee:	\$ 2,420 ☒
Commercial Filing Fee:	\$ 3,005 ☒
Amendment Filing Fee:	\$ 1,209 ☒

Variance

Filing Fee:	\$ 3,005 ☒
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Minor Exception

Filing Fee:	\$ 966 ☒
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Subdivision

Tentative Parcel/Tract Map	
Filing Fee:	\$ 585 ☒
Final Parcel Map/Tract Map	
Filing Fee:	\$ 585
Mapping Deposit:	\$ 473
Quimby Parks and Recreation Fee (new lot/unit):	\$ 1,817
Certificate of Compliance	
Filing Fee:	\$ 564.50

Environmental Review (contact Planning Division for applicable fee)

Environmental Assessment:	\$ 124 ☒
Environmental Assessment (if Initial Study is prepared):	\$ 1,557
Fish and Game County Clerk Fee ³ :	\$ 25

² Refer to the City of Manhattan Beach 2001-02 Resolution of Fees for a complete list of fees.

CALIFORNIA JURAT WITH AFFIANT STATEMENT

- See Attached Document (Notary to cross out lines 1-6 below)
 See Statement Below (Lines 1-5 to be completed only by document signer[s], not Notary)

~~_____
Signature of Document Signer No. 1

Signature of Document Signer No. 2 (if any)~~

State of California

County of LOS ANGELES

Subscribed and sworn to (or affirmed) before me on this

4TH day of APRIL, 2008, by
Date Month Year

(1) MARK NEUMANN
Name of Signer

proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (.)

(and
(2) RICHARD RIZIKA
Name of Signer

proved to me on the basis of satisfactory evidence to be the person who appeared before me.)

Signature Natalie Spencer
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

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

Further Description of Any Attached Document

Title or Type of Document: OWNER'S AFFIDAVIT

Document Date: UNDATED Number of Pages: 1+

Signer(s) Other Than Named Above: NONE

RIGHT THUMBPRINT OF SIGNER #1
Top of thumb here

RIGHT THUMBPRINT OF SIGNER #2
Top of thumb here

Legal Description

PARCEL 12, IN THE CITY OF MANHATTAN BEACH, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON PARCEL MAP NO. 12219, IN BOOK 122 PAGES 33 TO 35 INCLUSIVE OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

Master Use Permit Findings

Request:

In connection with the current operation of the Manhattan Village Shopping Center ("Shopping Center"), which The 3500 North Sepulveda Boulevard Building ("3500") is a part of, the applicant is requesting approval by the City of Manhattan Beach of a MUP for 3500 allowing for the following uses currently permitted by the existing Master Use Permit (Resolution PC 01-27) and the potential conversion of up to 13,005 square feet of existing retail or vacant space to restaurant as currently permitted by the existing Master Use Permit (Resolution PC 01-27) ;

Retail Sales, Personal Services, Personal Improvement Services, Travel Services, Food and Beverage Sales (including Grocery Stores), Offices, Business and Professional, Commercial Recreation and Entertainment, Banks, Savings and Loans; and, Eating and Drinking Establishments (restaurants) some of which may include the incidental onsite consumption of alcoholic beverages. Uses identified as permitted (by right) in the underlying zoning district (CC) which are not included in this Master Use Permit shall be left to the discretion of the Planning Commission. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CC) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted.

Project Information

The 3500 North Sepulveda Boulevard Building is an existing 19,840 square foot building on project site area of 29,621 square feet. Parking for the building is provided through a common area agreement for the Manhattan Village Shopping Center titled, The Construction, Operation and Reciprocal Easement Agreement, dated November 1, 1980 (COREA) recorded as instrument 80-1188655. The COREA provides 3500 a parking easement over all of the parking areas of the Shopping Center. Currently parking is provided at 4.1 spaces per 1,000 square feet of gross leasable floor area (gla) in the Shopping Center.

1. The proposed location of the use is in accord with the objectives of Title 10 (Planning and Zoning) of the City of Manhattan Beach Municipal Code and the purposes of the district in which the site is located.

The property is located in a commercial district in the City of Manhattan Beach. The specific purposes of commercial district regulations include, among others:

- A. Provide appropriately located areas consistent with the General Plan for a full range of office, retail commercial, and service uses needed by the residents of, and visitors to, the City and region; and
- B. Strengthen the City's economic base, but also protect small businesses that serve City residents.

The purpose of the Community Commercial district is to “provide sites for planned commercial centers, such as Manhattan Village and the 3500 North Sepulveda Building, which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods, and specialty items and generally having a City-wide market area. Support facilities such as entertainment and eating-and-drinking establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses.”

The new uses are consistent with the existing retail shops and restaurant uses on-site, and are permitted by Condition No.7 of the existing Master Use Permit (Resolution PC 01-27) for the site (“MUP”) and the underlying Community Commercial zoning district. The project will continue to support the local tax base and economic needs of the community of Manhattan Beach. Accordingly, the proposed location of the use is in accord with the objectives of Title 10 (Planning and Zoning) of the City of Manhattan Beach Municipal Code and the purposes of the district in which the site is located.

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 Manhattan Village Shopping Center is designated as “Manhattan Village Commercial” and “General Commercial” by the Land Use Element of the City of Manhattan Beach General Plan. This designation reflects the unique nature of the subject property as the largest retail development in the City. In addition, the proposed Project is consistent with the following goals and policies of the Land Use Element:

Goal Number 6: “maintain the viability of the commercial areas of Manhattan Beach.”

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 Number 8: “Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial areas of Manhattan Village as regional-serving commercial districts.”

Policy LU-8.1: Ensure that applicable zoning regulations allow for commercial uses that serve a broad market area, including visitor serving uses.”

Policy LU-8.2: Support the remodeling and upgrading needs of businesses as appropriate within these regional serving commercial districts.”

An important objective of the project is to create an inviting, pedestrian friendly environment consistent with the goals of the Manhattan Beach General Plan. The project is located in an urbanized setting, in a developed commercial center, which attracts a substantial working and visiting population. The Project would allow the remodeling and

upgrading of an existing building and would serve as convenient location for meeting, shopping and dining activities. The project would also provide increased opportunities in quality retail and dining offerings, reducing the need for local customers to travel long distances to enjoy these types of uses. The tenants sought for the project would offer product lines consistent with the demographics and needs of the residents and visitors to the City of Manhattan Beach and ensure the continued success of the 3500 Sepulveda Building.

The Project is located in a developed commercial area, on a property designated for Manhattan Village Commercial and General Commercial uses by the Land Use Element of the General Plan. The project is pedestrian in scale, and compatible with the character and architecture of the buildings in the surrounding area. All adjacent residential, and commercial uses are widely separated by distance and/or physical development. Access to on site parking is readily available from Sepulveda Boulevard. Based on these circumstances, the Project will not be out of character with, nor detrimental to the uses in the immediate neighborhood.

The Project has a sufficient amount of parking provided through a common area agreement for the Manhattan Village Shopping Center titled, The Construction, Operation and Reciprocal Easement Agreement, dated November 1, 1980 (COREA) recorded as instrument 80-1188655. The COREA provides 3500 a parking easement over all of the parking areas of the Shopping Center. Currently parking is provided at 4.1 spaces per 1,000 square feet of gross leasable floor area (gla) in the Shopping Center as permitted by the existing Master Use Permit (Resolution PC 01-27).

The Project is an existing building in the Manhattan Village Shopping Center containing 19,840 square feet of gross leasable floor area (gla). The building is currently occupied by a locally owned business, Platinum Capital Group and has 5,571 square feet of vacant space. Per the terms of the existing Master Use Permit (Resolution PC 01-27) the project includes converting the existing vacant space to restaurant use, a portion of this restaurant use may include incidental onsite consumption of alcoholic beverages in connection with the sale of food. However, Condition No. 11 of the existing Master Use Permit (Resolution PC 01-27) permits a total of 68,000 square feet of restaurant uses in the Manhattan Village Mall to provide alcohol service. Accordingly, in compliance with Condition No. 11, new alcohol serving uses within the Project together with existing uses on site will not exceed the 68,000 square foot limit. The diversity of food service is desired and expected, and the selling of alcoholic beverages provides a desired amenity for patrons. In addition, ample on-site parking is accessible and the service of alcoholic beverages will only be incidental to the principal restaurant operations, these establishments will not take on the negative characteristics of a tavern or bar, nor attract undesirable elements into the neighborhood. Additionally, it should be recognized that the serving of alcoholic beverages has come to be accepted as a normal and desirable complement to food service in fine quality restaurants.

Because of the reasons stated above, the Project 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.

3. The proposed use will comply with the provisions of Title 10 of the City of Manhattan Beach Municipal Code, including any specific condition required for the proposed use in the district in which it would be located.

The Project in an existing building will be devoted to the uses currently approved by the existing Master Use Permit (Resolution PC 01-27) including office, retail shops and restaurant uses (which may include the incidental onsite consumption of alcoholic beverages), and permitted by the underlying General Commercial and Community Commercial zoning district. All other requirements of the Zoning Code and the existing MUP will be complied with. Therefore, the proposed use will comply with the provisions of Title 10 of the City of Manhattan Beach Municipal Code, including any specific condition required for the proposed use in the district in which it would be located.

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 capacity of public services and facilities which can not be mitigated.

The Project is located in a developed commercial area, on a property designated for Manhattan Village Commercial and General Commercial uses by the Land Use Element of the General Plan. The project is pedestrian in scale, and compatible with the character and architecture of the buildings in the surrounding area. All adjacent residential and commercial uses are widely separated by distance and/or physical development. Access to on site parking is readily available from Sepulveda Boulevard. Based on these circumstances, the Project will not be out of character with, nor detrimental to the uses in the immediate neighborhood.



ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: _____

APPLICANT INFORMATION

Name: 3500 Sepulveda, LLC et al.

Contact Person: Mark Neumann

Address: 620 Manhattan Beach Blvd

Address: 620 Manhattan Beach Blvd

Phone number: 310-318-6190

Phone number: 310-318-6190

Relationship to property: Owners

Association to applicant: Managing Member

PROJECT LOCATION AND LAND USE

Project Address: 3500 North Sepulveda Boulevard

Assessor's Parcel Number: 4138-020-014

Legal Description: Parcel 12 as shown on PARCEL MAP Number 12219 AS PER BOOK 122 Pages 33-35.

Area District, Zoning, General Plan Designation: General Commercial/Community Commercial

Surrounding Land Uses:

North Commercial, Industrial

West Commercial

South Commercial

East Commercial, Residential, Parks

Existing Land Use: Regional Shopping Center

PROJECT DESCRIPTION

Type of Project: Commercial X Residential _____ Other _____

If Residential, indicate type of development (i.e.; single family, apartment, condominium, etc.) and number of units: _____

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: _____

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

Removed/

	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>	<u>Demolished</u>
Project Site Area:	<u>29,621</u>	<u>29,621</u>	<u>10,000 sf. min.</u>	_____
Building Floor Area:	<u>19,840</u>	<u>No Change</u>	_____	_____
Height of Structure(s)	<u>42 feet</u>	<u>No Change</u>	_____	_____
Number of Floors/Stories:	<u>Two</u>	<u>No Change</u>	_____	_____
Percent Lot Coverage:	<u>N/A</u>	<u>N/A</u>	_____	_____
Off-Street Parking:	<u>2,393</u>	<u>No Change</u>	_____	_____
Vehicle Loading Space:	<u>One</u>	<u>One</u>	_____	_____
Open Space/Landscaping:	<u>No Change</u>	<u>No Change</u>	_____	_____

Proposed Grading:

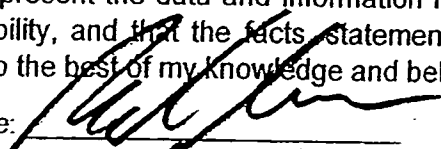
Cut _____ Fill _____ Balance _____ Imported _____ Exported _____

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

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

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

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:  Prepared For: _____

Date Prepared: 4-4-08

Revised 7/97

5/2/08

80-1188655

RECORDING REQUESTED BY:
AND WHEN RECORDED MAIL TO:

Federated Department Stores, Inc.
c/o McCutchen, Black, Verleger & Shea
3435 Wilshire Boulevard, 30th Floor
Los Angeles, California 90010
Attention: Byron Hayes, Jr., Esq.

RECEIVED METROPOLITAN RECORDS
OF LOS ANGELES COUNTY, CA
NOV 25 1980 AT 8 A.M.
Recorder's Office

DOCUMENTARY SERVICES TAX \$ 2.00
COUNTY OF LOS ANGELES
APPROPRIATE TO THE STATE OF CALIFORNIA
APPROPRIATE TO THE COUNTY OF LOS ANGELES
APPROPRIATE TO THE CITY OF LOS ANGELES
APPROPRIATE TO THE COUNTY OF LOS ANGELES
APPROPRIATE TO THE CITY OF LOS ANGELES

CONSTRUCTION, OPERATION AND RECIPROCAL
EASEMENT AGREEMENT
(Manhattan Beach, California)

04 00
FEE \$ 181 M
181

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- EXHIBIT E - RULES AND REGULATIONS

/ ' /

ARTICLE 1
DEFINITIONS

As used hereinafter in this REA, the following terms shall have the following meanings:

1.1 ACCOUNTING PERIOD. The term "Accounting Period" refers to any period commencing January 1 and ending on the next following December 31, except that Bullock's first Accounting Period shall commence, on (i) a date 30 days prior to the date Bullock's first opens for business in its Store (as hereinafter defined), or (ii) the date of completion of the common improvement work described in Article 6 hereof, whichever date occurs later, and shall end on and include the next following December 31, and Bullock's last Accounting Period shall end on the last day that the Common Area shall be maintained by the Operator (as hereinafter defined) pursuant to this REA. Any portion or portions of the Common Area Maintenance Cost (as hereinafter defined) relating to a period of time only part of which is included within Bullock's first Accounting Period or Bullock's last Accounting Period shall be prorated on a daily basis.

1.2 ALLOCABLE SHARE. The term "Allocable Share" refers to that part of Common Area Maintenance Cost allocable to Bullock's for each Accounting Period, all as provided in that certain Unrecorded Agreement dated as of November 1, 1980, between Bullock's and Developer (hereinafter referred to as the "Unrecorded Agreement").

1.3 AUTOMOBILE PARKING AREA. The term "Automobile Parking Area" refers to all Common Area (as hereinafter defined) used for the parking of motor vehicles, including incidental and interior roadways, pedestrian stairways, walkways and tunnels, bicycle paths, equestrian trails, curbs and landscaping within or adjacent to areas used for parking of motor vehicles,

together with all improvements which at any time are erected thereon for such purposes. Such areas shall not include truck ramps and loading and delivery areas.

1.4 COMMON AREA. The term "Common Area" refers to all areas within the exterior boundaries of the Shopping Center Site to be made available as required by this REA for the general use, convenience and benefit of Developer and all Occupants (as hereinafter defined), and Permittees (as hereinafter defined), including employee parking areas, if any, located upon land outside the Shopping Center Site which may from time to time be provided with the written approval of the Prime Parties.

Such Common Area shall include, but not be limited to, utility lines and systems, Automobile Parking Area, access roads, driveways, Perimeter Sidewalks (as hereinafter defined), malls, including the Enclosed Mall (as hereinafter defined), rest rooms not located within the premises of any Occupant, and similar areas, and in addition a Common Area maintenance office and Common Area equipment sheds. The Common Area shall include, but not be limited to, all items of Common Area shown on Exhibit B.

Common Area shall not include truck parking, turn-around and dock areas, the depressed portions of truck tunnels or ramps serving the Developer Improvements (as hereinafter defined), the Hacienda Building, or the Stores, or emergency exit corridors or stairs as defined in Article 1.12.

1.5 COMMON AREA MAINTENANCE COST. The term "Common Area Maintenance Cost" refers to and means the total of all monies paid out by Operator for reasonable costs and expenses directly relative to the maintenance, repair, Operation (as hereinafter defined), payment of taxes and assessments on, and management of, the Common Area, as provided in Article 10,

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ARTICLE 2

EASEMENTS

2.i NONEXCLUSIVE EASEMENTS FOR AUTOMOBILE PARKING AND INCIDENTAL USES. Each Party hereby grants to each of the other Parties, for their respective use, and for the use of their respective Permittees, in common with all others entitled to use the same, nonexclusive easements over the Common Area of its respective Tract, for the passage and accommodation of pedestrians and vehicles, on such portions of such Common Area as are set aside, maintained and authorized for such use pursuant to this REA, and for the doing of such other things as are authorized or required to be done on said Common Area pursuant to this REA on such portions of the Common Area set aside pursuant to this REA for the doing of such other things. Each such Party further reserves to itself the right to grant such easements over the Common Area of its respective Tract, for the purposes hereinabove enumerated, to such other Persons as may from time to time be entitled thereto.

Each Party hereby reserves the right to eject or cause the ejection from the Common Area of its Tract of any Person or Persons not authorized, empowered or privileged to use the Common Area of such Tract. Notwithstanding the foregoing, each Party reserves the right to close off the Common Area of its Tract for such reasonable period or periods of time as may be legally necessary to prevent the acquisition of prescriptive rights by anyone; provided, however, that prior to closing off any portion of the Common Area, as herein provided, such Party shall give written notice to each other Party of its intention so to do, and shall coordinate such closing with all other Parties so that no unreasonable interference with the Operation of the Shopping Center shall occur. Notwithstanding the reservation herein provided for, and the right to grant easements,

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it is expressly understood and agreed that such reservation and the right to grant easements is limited to nonexclusive use of the surface. No Floor Area shall be erected and constructed within any portion of the Common Area of any Tract except as shall have been approved by the Prime Parties.

2.2 UTILITIES

2.2.1 Separate Utility Lines. Bullock's, Developer, and Hacienda each hereby grant to all of the Parties, respectively, nonexclusive easements in, to, over, under and across the Common Area of its respective Tract for the installation, operation, flow and passage, use, maintenance, repair, relocation and removal of sanitary sewers, storm drains, water and gas mains, electrical power lines, telephone lines and other utility lines, all of such sewers, drains, mains and lines to be underground, serving the respective Tracts of each of the Parties.

2.2.2 Common Utilities Lines. Bullock's Developer, and Hacienda each hereby grants to all of the Parties, respectively, nonexclusive easements in, to, over, under and across the Common Area of its respective Tract for the installation, operation, flow and passage, use, maintenance, repair, relocation and removal of sanitary sewers, storm drains, water and gas mains, electrical power lines, cable T.V., telephone lines and other utility lines, all of such sewers, drains, mains and lines to be underground, for the service of Common Area and for use in common with other Parties. Each such granting Party further reserves to itself the right to grant such easements in, to, over, under and across its respective Tract, for the purposes hereinabove enumerated, to such other Persons as may from time to time be entitled thereto.

2.2.3 Location of Easements. The location of all easements of the character described in this Article 2.2

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shall be subject to the prior written approval of the Party in, to, over and under whose Tract the same is to be located. Upon completion of construction of such utility facilities the Parties shall join in the execution of an Agreement, in recordable form, appropriately identifying the type and location of such respective utility facilities.

2.3 CONSTRUCTION EASEMENTS. Each Party with respect to its Tract hereby grants to all other Parties nonexclusive easements in, to, over, under and across the Common Area of each such respective Tract for the purpose of the development and construction thereof, pursuant to the provisions of Articles 5, 6, and 7 of this REA, and for the construction, reconstruction, erection and removal and maintenance on, to, over, under and across each such respective Tract of Common Building Components and to a maximum lateral distance of six feet in respect of footings, foundations, supports and walls, and 14 feet in respect of canopies, flag poles, roof and building overhangs, awnings, alarm bells, signs, lights and lighting devices and other similar appurtenances to the building, or beneath the surface of such Common Area for electrical or similar vaults to a maximum lateral distance of 14 feet into such Tract of any Party, as the case may be, the location of which shall be subject to the approval of the Party whose Tract is burdened by such easements, or pursuant to any other written agreement hereafter executed between such Parties. Each Party covenants and agrees, respectively, that its exercise of such easements shall not result in damage or injury to the buildings or other improvements of any other Party, and shall not interfere with the business operation conducted by any other Party in the Shopping Center. The exercise of the rights referred to in this Article 2.3 shall be in conformity with the Article 3 of this REA. Upon completion of the construction elements referred

to above, the Parties shall join in the execution of an agreement, in recordable form, appropriately identifying the nature and location of each such construction element.

2.4 DOMINANT AND SERVICENT ESTATES. Each easement granted pursuant to the provisions hereof is expressly for the benefit of the Tract of the grantee, and the Tract so benefited shall be the dominant estate and the Tract upon which such easement is located shall be the servient estate, but where only a portion thereof is bound and burdened, or benefited by a particular easement, only that portion so bound and burdened, or benefited, as the case may be, shall be deemed to be the servient or dominant tenement, as the case may be. Any easement granted pursuant to the provisions of this Article 2 may be abandoned or terminated by execution of an agreement so abandoning or terminating the same, by the owners of the dominant and servient estates.

2.5 PROHIBITION AGAINST GRANTING EASEMENTS. No Party shall grant an easement or easements of the type set forth in this Article 2 for the benefit of any property not within the Shopping Center without the prior written approval of each other Party.

10.2.11 Perform such maintenance as may be required by the Development Permit of the City of Manhattan Beach referred to in Article 5.5.

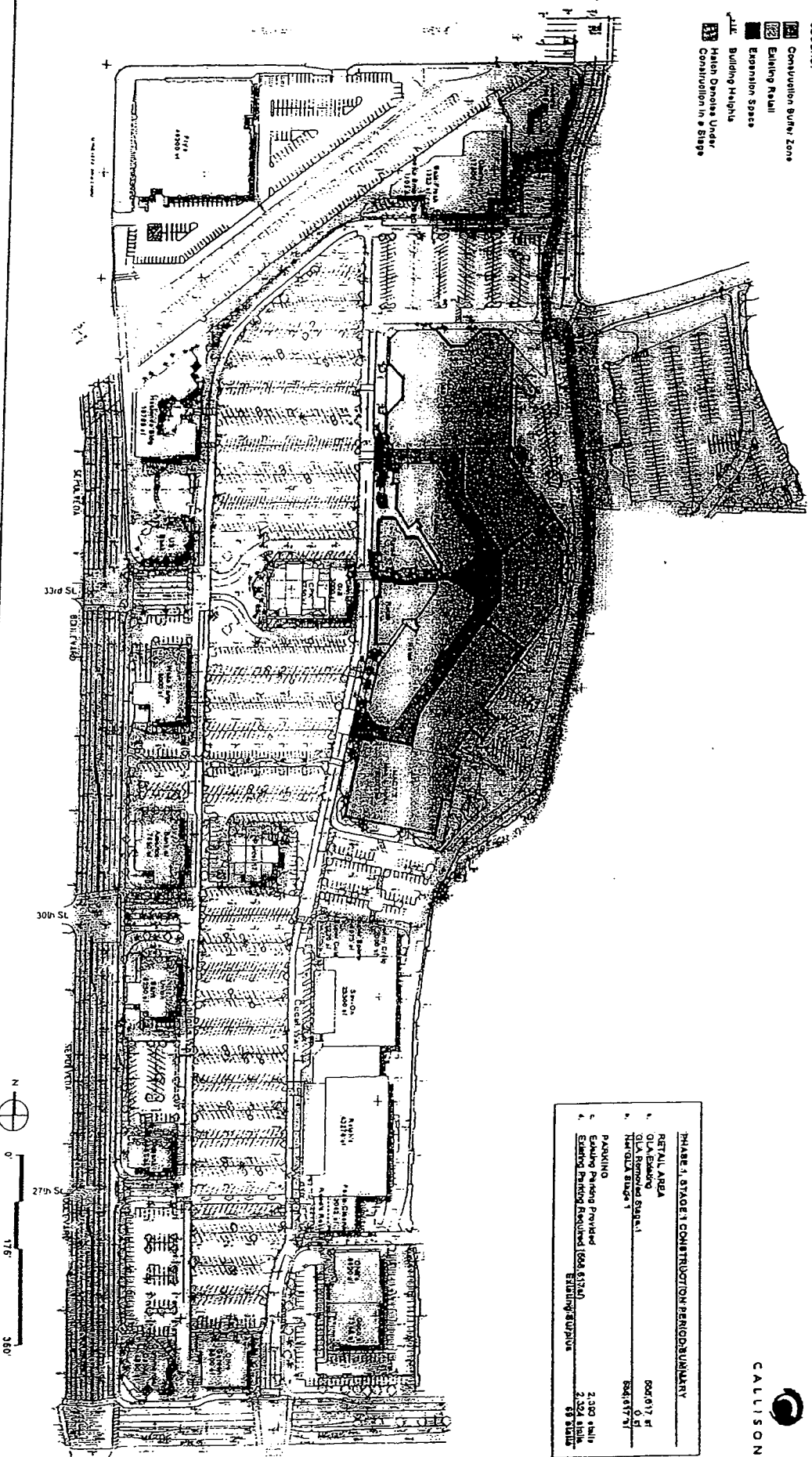
10.3 AUTOMOBILE PARKING. Subject to Article 15.1, Developer hereby covenants (i) that there shall be available within the Common Area located in the Shopping Center Phase 2, at all times from and after the completion of the construction thereof, not less than 1246 parking spaces and (ii) that there will be located within the Common Area, at all times from and after the completion of the construction thereof, no less than 1957 parking spaces. Subject to the applicable requirements of any governmental agency having jurisdiction over the Shopping Center, each parking space, regardless of angles of parking, shall have a width of nine feet on center, except for employee parking which may be 8.5 feet on center, measured at right angles to the side line of the parking space without overlapping spaces. Parking lanes or bays (which include two rows of parking spaces and incidental one-way driveways) shall have the following minimum and preferred widths at the angle of the parking designated below:

DEGREES	MINIMUM	PREFERRED
45°	49'	50'
52-1/2°	55'	52'
60°	54'	55'
90°	62'	65'

Each Party severally agrees with the others to take no action which would reduce the number of parking spaces below the requirements set forth above in this Article.

10.4 INDEMNITY. Operator agrees to indemnify, defend, and hold harmless all Parties, and their respective

- LEGEND:
- Construction Buffer Zone
 - Existing Retail
 - Expansion Space
 - Building Height
 - Main Dringles Under Construction in a Stage



PHASE 1, STAGE 1 CONSTRUCTION PERIOD SUMMARY

RETAIL AREA	
1. G.L.A. Existing	666,617 sq ft
2. G.L.A. Removed Stage 1	0 sq ft
3. New G.L.A. Stage 1	564,617 sq ft
PARKING	
4. Existing Parking Provided	2,330 stalls
5. Existing Parking Required (666,617 sq ft)	2,332 stalls
6. Existing Surplus	68 stalls



MANHATTAN
VILLAGE



Manhattan Village Expansion
May 1, 2008 Project #206340.01



Site Plan: Existing

NV-248





MB Hacienda, LLC

January 31, 2007

Laurie B. Jester
Senior Planner
City of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266

RE: 3500 Sepulveda, Manhattan Beach

Dear Laurie,

MB Hacienda, LLC as the authorized agent for; 3500 SEPULVEDA LLC, a Delaware limited liability company, 13th & CREST ASSOCIATES, LLC, a California limited liability company and 6220 SPRING ASSOCIATES, LLC, a California limited liability company, as Tenants in Common, the owners of 3500 Sepulveda is working on an agreement with the City of Manhattan Beach for the dedication of a strip of land adjacent to Sepulveda Boulevard and our building. The purpose of the agreement is to allow the widening of Sepulveda Boulevard. We anticipate finalizing this agreement soon.

If you or anyone else has questions about the proposed agreement, please feel free to call me with any questions.

Sincerely,

MB Hacienda, LLC

Mark A. Neumann



MB Hacienda, LLC

January 31, 2007

Laurie B. Jester
Senior Planner
City of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266

RE: 3500 Sepulveda, Manhattan Beach

Dear Laurie,

MB Hacienda, LLC as the authorized agent for; 3500 SEPULVEDA LLC, a Delaware limited liability company, 13th & CREST ASSOCIATES, LLC, a California limited liability company and 6220 SPRING ASSOCIATES, LLC, a California limited liability company, as Tenants in Common, the owners of 3500 Sepulveda is working on an agreement with the City of Manhattan Beach for the dedication of a strip of land adjacent to Sepulveda Boulevard and our building. The purpose of the agreement is to allow the widening of Sepulveda Boulevard. We anticipate finalizing this agreement soon.

If you or anyone else has questions about the proposed agreement, please feel free to call me with any questions.

Sincerely,

MB Hacienda, LLC

Mark A. Neumann



MB Hacienda, LLC

August 7, 2007

Draft

City of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266
Attention: Laurie Jester

Dear Laurie:

In connection with the dedication of land executed by us and delivered to you concurrently with this letter (the "Dedication"), the undersigned owners (collectively, "Owners") agree to execute the necessary right of entry documents and/or temporary construction easements that may be required by Caltrans to facilitate the construction of certain roadway improvements to be installed in conjunction with the acquisition of the above described right of way and the planned widening of Sepulveda Boulevard, provided there is not material adverse effect on the use of the existing building and related parking areas as a result thereof.

All costs of preparing documents to facilitate the Dedication and plans and specifications and the construction of the street and appurtenances, shall be solely the responsibility of The City of Manhattan Beach ("City"), Caltrans or their authorized agents, and not Owners.

The scope of work shall include, but not be limited to the street, curb and gutter, sidewalks, retaining walls, replacement of landscaping ~~and signs~~ and any modifications to the existing signage on the property. Construction of the improvements shall not impair access to the building or parking.

No permit for the modification of the theater sign on the dedicated property shall be granted by the City unless the owners of this Parcel 12 are granted 250 square feet of signage on each face of the sign on the top panel of the sign for use by their tenants.

The dedication is made subject to the rights, terms and conditions of a certain unrecorded Ground Lease between Manhattan Hacienda Property Co. as Lessor, and Manhattan Beach Commercial Properties, a general partnership as Lessee, said Ground Lease dated March 10, 1981, and such rights as the successors to Manhattan Beach Commercial Properties claim in substitution or replacement thereof.

Please have this letter executed by the City where indicated below, evidencing the City's agreement to the foregoing.

Very truly yours,

3500 SEPULVEDA LLC,
a Delaware limited liability company
as to an undivided 45.056% interest

By: _____
Mark A. Neumann as Trustee of the
Neumann Family Trust dated July 4,
2000, its sole member

13th & CREST ASSOCIATES, LLC,
a California limited liability company
as to an undivided 26.609% interest

By: _____
Cris Bennett, Trustee of the Bennett
Family Revocable Trust dated April 3,
2003, its managing member

By: _____
Carolyn Bennett, Trustee of the
Bennett Family Revocable Trust dated
April 3, 2003, its managing member

By: Twin El Segundo, LLC,
a Delaware limited liability company,
its managing member

By: _____
Mark A. Neumann as Trustee of
the Neumann Family Trust
dated July 4, 2000, its sole
member

6220 SPRING ASSOCIATES, LLC,
a California limited liability company
as to an undivided 28.335% interest

By: _____
Richard S. Rizika, Trustee of the
Rizika Family Trust, its member, and
Chief Executive Officer

The foregoing is accepted and agreed to.

CITY OF MANHATTAN BEACH

By _____

Name: _____

Title: _____

Recording Requested By:
City Clerk
City Of Manhattan Beach
1400 Highland Avenue
Manhattan Beach, CA 90266

SPACE ABOVE THIS LINE FOR RECORDER'S USE

IRREVOCABLE OFFER TO DEDICATE

The undersigned hereby certifies that we are the Fee Title owners of or are parties having an interest in the hereinafter described real property, and the undersigned, for themselves, their heirs, successors and assigns, do hereby designate and set aside for future street purposes and other uses appurtenant thereto and irrevocably offer to dedicate to The City of Manhattan Beach, without warranty as to the rights of others, a grant for public street purposes and other uses appurtenant thereto, in, over along, upon and across the hereinafter described real property located in The City of Manhattan Beach, County of Los Angeles, State of California, described in Exhibit A and Exhibit B.

This irrevocable offer to dedicate is made pursuant to and subject to all of the provisions of Government Code Section 7050 and shall continue in full force and effect until the time of acceptance by The City Council.

Such offer of dedication may be terminated and the right to accept such offer abandoned in the same manner as is prescribed for the summary vacation of streets or highways by Section 8300 and following of the Streets and Highways Code.

EXECUTED this _____ day of _____ 2007

3500 SEPULVEDA LLC,
a Delaware limited liability company
as to an undivided 45.056% interest

By: _____
Mark A. Neumann as Trustee of the
Neumann Family Trust dated July 4,
2000, its sole member

13th & CREST ASSOCIATES, LLC,
a California limited liability company
as to an undivided 26.609% interest

By: _____
Cris Bennett, Trustee of the Bennett
Family Revocable Trust dated April 3,
2003, its managing member

By: _____
Carolyn Bennett, Trustee of the
Bennett Family Revocable Trust dated
April 3, 2003, its managing member

By: Twin El Segundo, LLC,
a Delaware limited liability company,
its managing member

By: _____
Mark A. Neumann as Trustee of
the Neumann Family Trust
dated July 4, 2000, its sole
member

6220 SPRING ASSOCIATES, LLC,
a California limited liability company
as to an undivided 28.335% interest

By: _____
Richard S. Rizika, Trustee of the
Rizika Family Trust, its member, and
Chief Executive Officer

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On August __, 2007, before me, _____, a Notary Public in and for said state, personally appeared Mark A. Neumann, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On August __, 2007, before me, _____, a Notary Public in and for said state, personally appeared Cris Bennett, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On August __, 2007, before me, _____, a Notary Public in and for said state, personally appeared Carolyn Bennett, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On August __, 2007, before me, _____, a Notary Public in and for said state, personally appeared Mark A. Neumann, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On August __, 2007, before me, _____, a Notary Public in and for said state, personally appeared Richard S. Rizika, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said State

(SEAL)

Exhibit A

DESCRIPTION OF THE PROPERTY

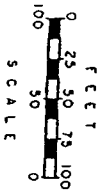
That portion DESCRIBED BELOW of PARCEL 12, IN THE CITY OF MANHATTAN BEACH, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON PARCEL MAP NO. 12219, FILED IN BOOK 122 PAGES 33 TO 35 INCLUSIVE OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

A variable width strip of land along the Sepulveda Boulevard (Route 1) frontage of the said parcel which will be defined accurately by a metes and bounds description that will be created by The State of California Department of Transportation (Caltrans) or their authorized agents. The areas to be dedicated are shown on the attached Exhibit B "Certification Map Of Sepulveda Bl", dated 11-14-96, DETAIL "A" as Parcel No. P27-11, P27-11F.1, and 27-11P.1

EXHIBIT B

SEE SHEET 6

CITY OF EL SEGUNDO
ROSECRANS AV
CITY OF MANHATTAN BEACH



PAGE NO.	PROPERTY OWNER	ESTIMATED VALUE	ACQ. DATE	EXCESS	REMR	DOC. RECORDING DATA
21-59-1	HONTERY PARK ASSOCIATES	12360				
22-7-3	MANHATTAN BEACH ASSOCIATES	1380				
22-7-3-1		1380				
22-7-3-1		200				
22-7-3-1		400				
22-7-3-1		7				
22-7-3-1	CHEVON U.S.A. INC.	1100				
22-7-3-1		184				
22-7-3-1	THE HEIRS OR DEVISEES OF GEORGE B. WIDEMER	780				
22-7-3-1	MANHATTAN BEACH COMMERCIAL ASSOCIATES	720				
22-7-3-1	NORTHERN TRUST OF CALIFORNIA, N.A.	1308				
22-7-3-1		330				
22-7-3-1		500				
22-7-3-1	MANHATTAN BEACH COMMERCIAL ASSOCIATES	380				
22-7-3-1		370				

PM NO 18890
PMB 212-23-24

TR NO 1638
MB 21-46-47

VALLEY DR
LOT B
MB 21

4185 RR

46-47

SEPULVEDA BL
22ND ST TO EL SEGUNDO BL
CASH CONTRACT NO
COUNTY OF LOS ANGELES
DEPARTMENT OF PUBLIC WORKS
MAPPING AND PROPERTY MANAGEMENT DIVISION

PRELIMINARY
SUBJECT TO CHANGE

APPROVED BY: _____

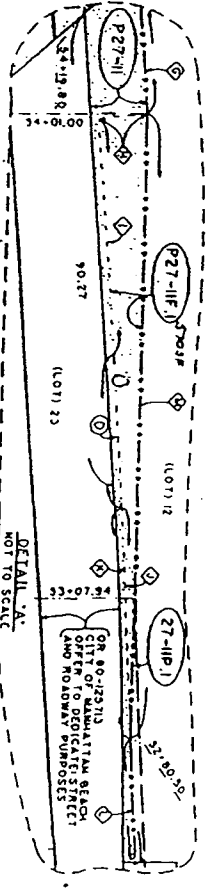
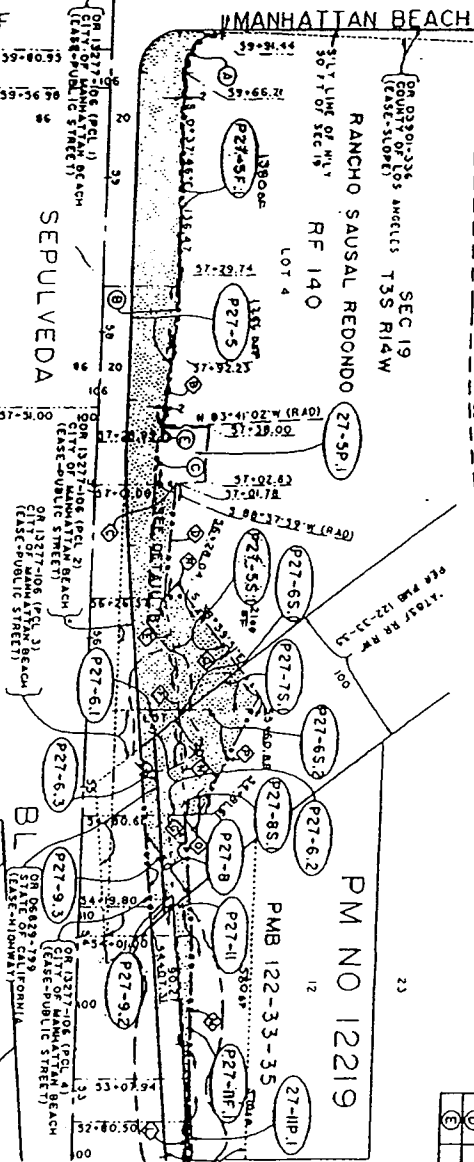
DATE: 11-14-96

CHECKED BY: _____

BY DIRECTION OF: _____

PROJECT NAME: SEPULVEDA BL

SHEET 3 OF 11 SHEETS



LEGEND
RECORD DISTANCES SHOWN IN FEET UNLESS OTHERWISE INDICATED.
DISTANCES SHOWN IN FEET UNLESS OTHERWISE INDICATED.
OVERSHOOTS IN SQUARE FEET UNLESS OTHERWISE INDICATED.
AREAS NOT SHOWN ARE ACTUAL EXISTING CONDITIONS FOR EXISTING EASEMENTS.
PROPOSED ROAD RIGHT OF WAY (EASEMENT) IS SHOWN BY A DASHED LINE.
PROPOSED TEMPORARY EASEMENT IS SHOWN BY A DOTTED LINE.
FROM COMPLETE RECORDING SEE TITLE REPORT.

CURVE	CENTRAL ANGLE	RADIUS	LENGTH
A	90°35'39"	27	42.69
B	6°56'44"	308	37.34
C	7°40'39"	292	39.16
D	1°08'03"	1506.30	29.82
E	2°10'20"	232	110.7

LINE	BEARING	DISTANCE
1	S 07°01'47"E	50.00
2	S 6°18'58"W	32.81
3	N 84°43'29"E	15.00
4	S 3°39'09"W	75.50
5	S 12°28'51"E	47.32
6	S 3°12'47"E	48.92
7	S 3°47'17"E	130.08
8	S 84°12'43"W	10.00
9	S 3°47'17"E	44.96
10	S 4°39'14"E	36.77
11	S 4°39'14"E	43.21
12	S 4°39'14"E	51.58
13	S 3°47'17"E	120.51
14	S 3°47'17"E	50.07
15	N 84°12'43"E	10.00
16	N 26°00'38"E	88.23
17	N 38°39'09"W	83.71
18	N 84°12'43"E	15.00

SEE SHEET 4

CERTIFICATION MAP
OF
SEPULVEDA BL

FEDERAL PROJECT NO

MAPPING & PROPERTY MANAGEMENT DATE

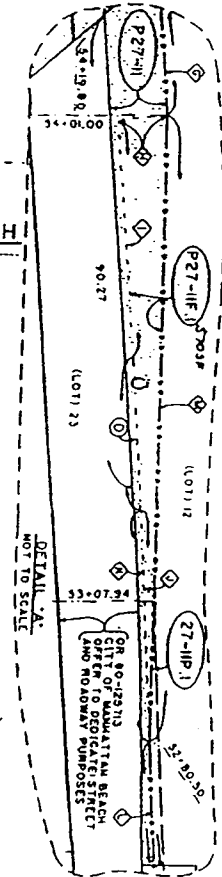
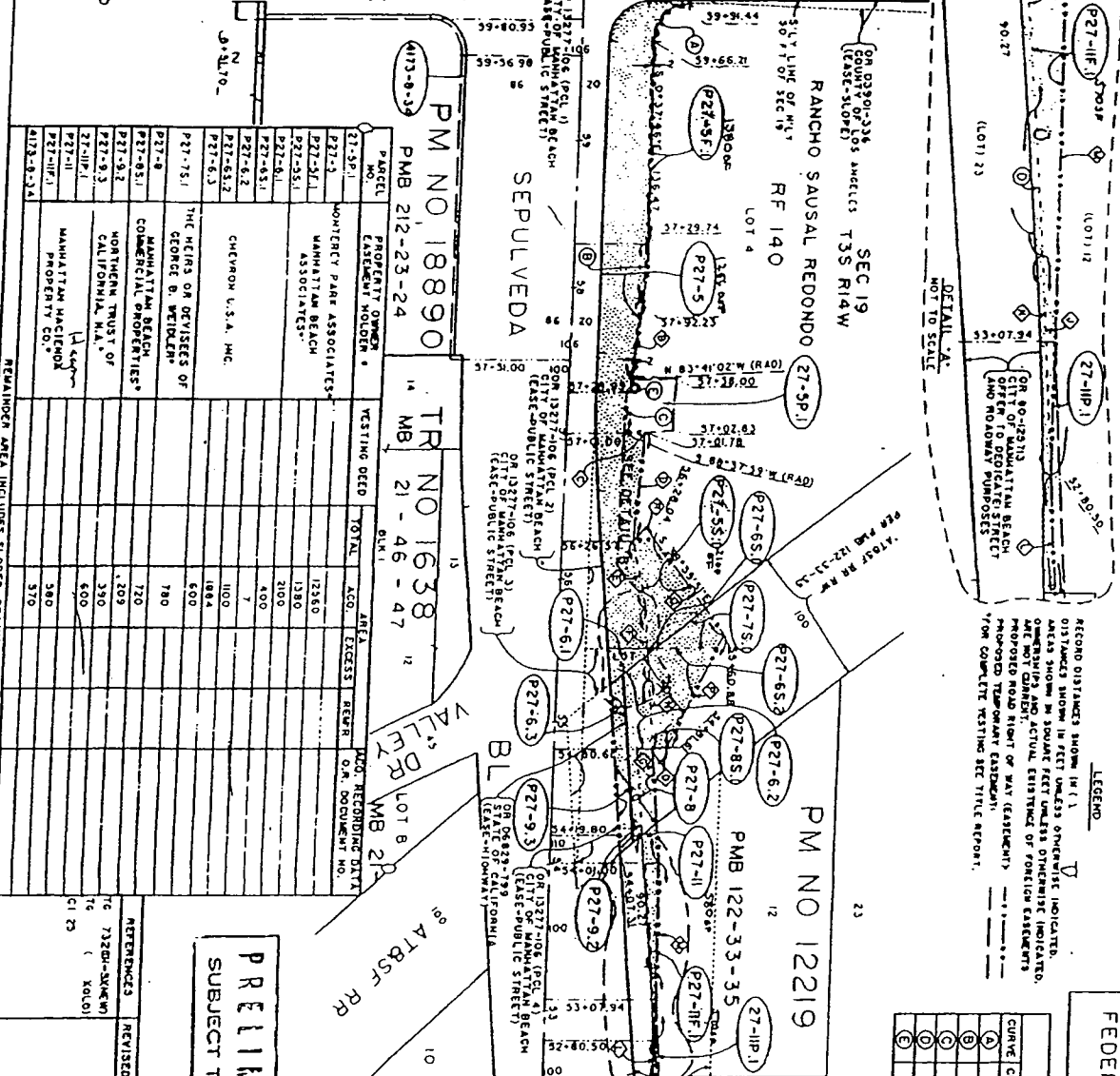
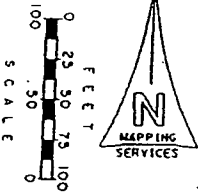
EXHIBIT B

SEE SHEET 6

CITY OF EL SEGUNDO

ROSECRANS AV

CITY OF MANHATTAN BEACH



LEGEND
 RECORD DISTANCES SHOWN IN ()
 DISTANCES SHOWN IN FEET UNLESS OTHERWISE INDICATED.
 AREAS SHOWN IN BOLD FACE FEET UNLESS OTHERWISE INDICATED.
 DIMENSIONS AND ACTUAL EXISTING OR PROPOSED EASEMENTS
 DIMENSIONS AND ACTUAL EXISTING OR PROPOSED EASEMENTS
 PROPOSED ROAD RIGHT-OF-WAY (EASEMENT)
 PROPOSED TEMPORARY EASEMENT
 FOR COMPLETE VESTING SEE TITLE REPORT.

FEDERAL PROJECT NO

CURVE	CENTRAL ANGLE	RADIUS	LENGTH
(A)	90°33'59"	27	42.69
(B)	5°58'44"	308	37.34
(C)	7°40'59"	292	39.16
(D)	1°08'03"	1506.30	29.82
(E)	2°10'20"	292	11.07

LINE	BEARING	DISTANCE
1	S 0°01'47"E	50.00
2	S 8°19'38"W	32.81
3	N 86°43'29"E	19.00
4	S 37°39'03"W	75.50
5	S 12°29'31"E	47.32
6	S 51°47'E	48.92
7	S 21°47'17"E	150.08
8	S 84°17'17"E	44.48
9	S 4°39'14"E	96.77
10	S 43°39'14"E	45.21
11	S 43°39'14"E	51.56
12	N 07°27'35"W	120.51
13	S 54°17'17"E	50.07
14	N 84°17'43"E	10.00
15	N 26°00'38"E	88.22
16	N 58°39'51"W	85.71
17	N 64°17'43"E	15.00

PARCEL NO.	PROPERTY OWNER	VESTING DEED	TOTAL ACQ.	AREA	REAR	REG. RECORDING DATA
P27-5P1	MONTEREY PARK ASSOCIATES-					
P27-5L1	MANHATTAN BEACH ASSOCIATES-			12580		
P27-5S1				1280		
P27-5B1				2100		
P27-6S1				400		
P27-6S2	CHEVRON U.S.A. INC.			7		
P27-6S3				1884		
P27-7S1	THE HEIRS OR DEVISEES OF			600		
P27-8	GEORGE B. WIDENH-			780		
P27-8S1	MANHATTAN BEACH			720		
P27-9S1	COMMERCIAL PROPERTIES*			209		
P27-9S2	NORTHERN TRUST OF			390		
P27-9S3	CALIFORNIA NAT.			500		
P27-10P1	MANHATTAN BEACH			380		
P27-10P2	PROPERTY CO.			370		
P27-10P3						

PROPERTY OWNER	REVISIONS	DATE
MANHATTAN BEACH ASSOCIATES-	1	11-14-96
CHEVRON U.S.A. INC.	2	
THE HEIRS OR DEVISEES OF GEORGE B. WIDENH-	3	
MANHATTAN BEACH COMMERCIAL PROPERTIES*	4	
NORTHERN TRUST OF CALIFORNIA NAT.	5	
MANHATTAN BEACH PROPERTY CO.	6	

PRELIMINARY
 SUBJECT TO CHANGE

SEE SHEET 4

46 - 47

SEPULVEDA BL
 22ND ST TO EL SEGUNDO BL

CASH CONTRACT NO

COUNTY OF LOS ANGELES

DEPARTMENT OF PUBLIC WORKS

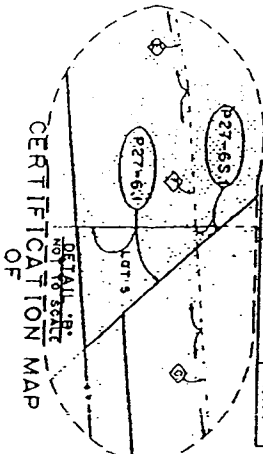
MAPPING AND PROPERTY MANAGEMENT DIVISION

APPROVED BY: _____

MAPPING & PROPERTY MANAGEMENT

PROJECT NAME: SEPULVEDA BL

SHEET 3 OF 11 SHEETS



SEE SHEET 6

CITY OF EL SEGUNDO

ROSECRANS AV

CITY OF MANHATTAN BEACH

RANCHO SAUSAL REDONDO SEC 19

RANCHO SALSAL REDONDO TR NO 1638

SEPULVEDA

VALLEY DR

AT&T RR

MANHATTAN BEACH

SEE SHEET 4

SEE DETAIL 'A'

SEE DETAIL 'B'

NOT TO SCALE

DETAIL - A

NOT TO SCALE

LEGEND

FEDERAL PROJECT NO

CURVE DATA

LINE DATA

PROPERTY OWNER

VESTING DEED

TOTAL ACQ.

AREA

REAR

REG. RECORDING DATA

PRELIMINARY

SUBJECT TO CHANGE

SEE SHEET 4

46 - 47

SEPULVEDA BL

22ND ST TO EL SEGUNDO BL

CASH CONTRACT NO

COUNTY OF LOS ANGELES

DEPARTMENT OF PUBLIC WORKS

MAPPING AND PROPERTY MANAGEMENT DIVISION

APPROVED BY:

MAPPING & PROPERTY MANAGEMENT

PROJECT NAME

SEPULVEDA BL

SHEET 3 OF 11 SHEETS



MASTER APPLICATION FORM

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Office Use Only
Date Submitted: 4/17/08
Received By: SD
F&G Check Submitted: [Signature]

3500 N Sepulveda Blvd
Project Address
TR=Parcel Map as per BK 122P 33-35 of PM Lot 12

Manhattan Village CC MBV
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 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) <u>2</u> |
| <input type="checkbox"/> Minor Exception | <input checked="" type="checkbox"/> Use Permit Amendment <u>1209</u> |
| <input type="checkbox"/> Subdivision (Mapping Deposit) | <input type="checkbox"/> Variance |
| <input type="checkbox"/> Subdivision (Tentative Map) | <input type="checkbox"/> Public Notification Fee <u>65</u> |
| <input type="checkbox"/> Subdivision (Final) | <input type="checkbox"/> Other: _____ |

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

Pre-Application Conference: Yes _____ No X Date: _____ Fee: _____
1274.00 1398.00
Amount Due: \$ 2605.00 (less Pre-Application Fee if submitted within past 3 months)
Receipt Number: _____ Date Paid: _____ Cashier: _____

Applicant(s)/Appellant(s) Information

TBB, LLC TBB, LLC
Name
7985 Santa Monica Blvd. #200, West Hollywood, CA 90046
Mailing Address

Tenant

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

Mike Simms - Owner

Contact Person (include relation to applicant/appellant)

121 20th Street Apt B, Manhattan Beach, CA 90266 (310) 487-0222
Address, and Phone Number

[Signature] (323) 656-7898 mike@simmsrestaurants.com
Applicant(s)/Appellant(s) Signature Fax Number and e-mail address

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

See Attached Full Service
Beer, Wine, & Alcohol

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)

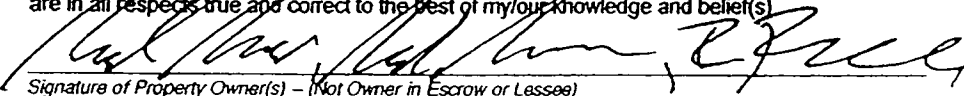
CASHIER:
APR 17 2008
-10
176

OWNER'S AFFIDAVIT

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

6220 SPRING ASSOCIATES LLC

I/We 3500 SEPULVEDA, LLC, 13TH CROSS ASSOCIATES, LLC being duly sworn, depose and say that I am/we are the owner(s) of the property involved in this application and that the foregoing statements and answers herein contained and the information herewith submitted are in all respects true and correct to the best of my/our knowledge and belief(s).


Signature of Property Owner(s) - (Not Owner in Escrow or Lessee)

MARK NEUMANN, MARK NEUMANN, RICHARD RIZIKA
Print Name

620 MANHATTAN BEACH BLVD, MANHATTAN BEACH, CA 90266
Mailing Address

310-546-5151
Telephone

Subscribed and sworn to before me,
this 16th day of April, 2008
in and for the County of Los Angeles
State of CA

Notary Public T. Slepcevic



Fee Schedule Summary²

Below are the fees typically associated with the corresponding applications. Additional fees not shown on this sheet may apply. Contact the Planning Department for assistance. Fees are subject to annual adjustment in January.

Submitted Application (circle applicable fees, apply total to Fee Summary on application)

Coastal Development Permit

Filing Fee (public hearing - no other discretionary approval required): \$ 1,824
Filing Fee (public hearing - other discretionary approvals required): \$ 124
Filing Fee (no public hearing required): \$ 124

Use Permit (Master)

Residential Filing Fee: \$ 2,420
Commercial Filing Fee: \$ 3,005
Amendment Filing Fee: \$ 1,209

Variance

Filing Fee: \$ 3,005

Minor Exception

Filing Fee: \$ 966

Subdivision

Tentative Parcel/Tract Map
Filing Fee: \$ 585
Final Parcel Map/Tract Map
Filing Fee: \$ 585
Mapping Deposit: \$ 473
Quimby Parks and Recreation Fee (new lot/unit): \$ 1,817
Certificate of Compliance
Filing Fee: \$ 564.50

Environmental Review (contact Planning Division for applicable fee)

Environmental Assessment: \$ 124
Environmental Assessment (if Initial Study is prepared): \$ 1,557
Fish and Game County Clerk Fee³: \$ 25

² Refer to the City of Manhattan Beach 2001-02 Resolution of Fees for a complete list of fees.

Applicant: TRB ~~Inc~~, LLC
Project: 3500 N. Sepulveda Blvd.
Contact: Mike Simms, Owner (310) 487-0222

Written Description:

The Tin Roof Bistro will be a 4,250 square foot restaurant with an 800 foot Patio comprised of 142 seats inside with an additional 38 seats on the interior courtyard. It is the second restaurant operated by the Simms Family in Manhattan Beach, the Kettle being the first and operated by Mr. Simms's Father and Uncle.

The Tin Roof Bistro will focus on serving healthy food to the surrounding neighborhood with an incidental sale of alcohol. This restaurant will help grow the neighborhood, elevate the quality of life, create jobs, activate the street, and promote community involvement by serving fresh food in a casual, clean, comfortable atmosphere. The Tin Roof Bistro will be the neighborhood's casual bistro. The hours of operation will be seven days a week, 11am to 11pm. The peak hours will be everyday between the hours of 12pm and 2pm as well as 6pm and 8pm.

All of the aspects of the restaurant are in conformance with the goals, policies, and objectives of the general and specific plans.

Findings:

1. Support facilities such as entertainment and eating-and-drinking establishments are permitted under "CC" Districts, subject to certain limitations to avoid adverse effects on adjacent uses. The adjacent uses are primarily other businesses and a limited number of homes. There are no foreseeable adverse effects.
2. The Tin Roof Bistro is consistent with the General Plan for the Manhattan Beach Village land use. It will serve as an additional service to the village and as an employer for eighty persons.
3. The Tin Roof Bistro does and will comply with the provisions of Title 10.
4. There are no adverse impacts to nearby properties. Traffic, parking and noise increases will be negligible compared to its present use. Cooking odors will be emitted thirty feet in the air with the predominant winds carrying them into the parking lot and away from other businesses. Resident security and personal safety will not be changed. We are a restaurant that serves alcohol, not a bar. We will not be open late. Between the outdoor dining and high end interior design, the aesthetics will be dramatically increased. The restaurant will not exceed the capacities of public services and facilities.



ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: _____

APPLICANT INFORMATION

Name: ~~TRB, LLC~~ ~~TRB~~ ~~LLC~~ Contact Person: Mike Simms
Address: 7985 Santa Monica Blvd., 90046 Address: 121 20th St. Apt B, 90266
Phone number: (323) 656-0874 Phone number: (310) 487-0222
Relationship to property: Tenant Association to applicant: Owner

PROJECT LOCATION AND LAND USE

Project Address: 3500 N Sepulveda Blvd.
Assessor's Parcel Number: 4138-020-014
Legal Description: TR= Parcel Map as per BK 122P 33-35 of PM Lot 12
Area District, Zoning, General Plan Designation: Manhattan Village Mall, CC
Surrounding Land Uses:
North CG - Fry's West CG/RS - Hotel then Homes
South CC - Mall East PD/RPD/CC - Mall then Home
Existing Land Use: Office - Financial

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: _____

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: _____

Neighborhood, Eating Drinking Establishment, Mon-Sun 11am to 11pm, 20
Employees, 142 seats in/32 out, 1450 ft Kit, 2200 ft. seating, \$4M

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

Removed/

	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>	<u>Demolished</u>
Project Site Area:	18,758	18,758		
Building Floor Area:	4,250	4,250		
Height of Structure(s)	30 feet	30 feet		
Number of Floors/Stories:	2	2		
Percent Lot Coverage:				
Off-Street Parking:	Mall Prk	Mall Prk		
Vehicle Loading Space:				
Open Space/Landscaping:				

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

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

- | <u>Yes</u> | <u>No</u> | |
|-------------------------------------|-------------------------------------|--|
| <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 checked="" type="checkbox"/> | <input 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):
 Restaurants require more electricity and gas

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: DM Prepared For: _____

Date Prepared: 12/12/07

Revised 7/97

CITY OF MANHATTAN BEACH
DEPARTMENT OF COMMUNITY DEVELOPMENT

TO: See Distribution Below
FROM: May Dorsett, Planning Secretary
DATE: May 20, 2008
SUBJECT: Review Request for Proposed Project at:

3500 N. SEPULVEDA BLVD.
(MANHATTAN VILLAGE MALL)

The subject application has been submitted to the Planning Division. Please review the attached material(s) and provide specific comments and/or conditions you recommend to be incorporated into the draft Resolution for the project. Conditions should be primarily those which are not otherwise addressed by a City Ordinance. If no response is received by MAY 27, 2008, we will conclude there are no conditions from your department.

Comments/Conditions (attach additional sheets as necessary):

5/20/08 The City will be widening Sepulveda (and the bridge) in the future. One condition should be the dedication of the necessary R/W for the project at no cost to City - Also an appropriate cash contribution would be helpful.

Distribution :

- Dana Greenwood
- Engineering (Roy / Lee)
- Fire Dept.
- Building Official
- Police Dept.

EXHIBIT E
PC 11/1408

CITY OF MANHATTAN BEACH
DEPARTMENT OF COMMUNITY DEVELOPMENT

TO: See Distribution Below
FROM: May Dorsett, Planning Secretary
DATE: April 18, 2008
SUBJECT: Review Request for Proposed Project at:

Diag

3500 N. SEPULVEDA BLVD.
(*Tin Roof Bistro*)

The subject application has been submitted to the Planning Division. Please review the attached material(s) and provide specific comments and/or conditions you recommend to be incorporated into the draft Resolution for the project. Conditions should be primarily those which are not otherwise addressed by a City Ordinance. If no response is received by APRIL 28, 2008, we will conclude there are no conditions from your department.

disabled access

Comments/Conditions (attach additional sheets as necessary):

COMPLY W/ 2007 CALIFORNIA CODES
PLUMBING FIXTURE COUNT
H/C REQUIREMENTS
~~H/C~~
DIA

Distribution:

- X Police Dept.
- X Engineering (Roy / Lee)
- X Fire Dept.
- X Building Official

177

CITY OF MANHATTAN BEACH
DEPARTMENT OF COMMUNITY DEVELOPMENT

TO: See Distribution Below
FROM: May Dorsett, Planning Secretary
DATE: April 18, 2008
SUBJECT: Review Request for Proposed Project at:

3500 N. SEPULVEDA BLVD. Alcohol
Tin Roof
Bistro

The subject application has been submitted to the Planning Division. Please review the attached material(s) and provide specific comments and/or conditions you recommend to be incorporated into the draft Resolution for the project. Conditions should be primarily those which are not otherwise addressed by a City Ordinance. If no response is received by APRIL 28, 2008, we will conclude there are no conditions from your department.

Comments/Conditions (attach additional sheets as necessary):

NOTHING SPECIAL NOTED.
4/22 FIRE PREV. JLS.

Distribution:

- X Police Dept.
- X Engineering (Roy / Lee)
- X Fire Dept.
- X Building Official



City of Manhattan Beach
Department of Public Works
Memorandum

To: May Dorsett, Planning Division Secretary
Through: Jim Arndt, Director of Public Works *JAC*
From: Dana Greenwood, City Engineer *DA*
Lee Morlet, Public Works Inspector (310) 802-5305
Roy Murphy, Public Works Inspector (310) 802-5306 *RM*
3621 Bell Avenue, Manhattan Beach CA 90266
Subject: 3500 N. Sepulveda Blvd. *Tin Roof Bistro*
Date: April 28, 2008

Entered on
Page or
Sheet #

ALL THE PUBLIC WORKS NOTES AND CORRECTIONS MUST BE PRINTED ON THE PLAN. NO EXCEPTIONS.

This property was inspected by Public Works staff on April 28, 2008 and the following items are required and must be added to the plans. Indicate location of correction on blanks at left.

1. No discharge of construction wastewater, building materials, debris, or sediment from the site is permitted.
2. A property line cleanout must be installed on the sanitary sewer lateral. See City Standard Plan ST-5. Cleanout must be added to the plumbing plan.
3. A backwater valve is required on the sanitary sewer lateral if the discharges from fixtures with flood level rims are located below the next upstream manhole cover of the Public sewer. See City Standard Plan ST-24. Must be shown on the plan if applicable.
4. If any existing sewer lateral is used, it must be televised to check its structural integrity. The tape must be made available for review by the Public Works Department. The Public Works Department will review the tape and determine at that time if the sanitary sewer lateral needs repairing, replaced, or that it is structurally sound and can be used in its present condition. The lateral must not be cleaned before it is video taped.
5. A mop sink must be installed and shown on the plumbing plan.
6. Commercial enterprises must comply with the National Pollution Discharge Elimination System (NPDES) clean water requirements. Discharge of mop water, floor mat washing, trashcan cleaning and washing out trash enclosures into the street or storm drain system is prohibited. M.B.M.C. 5.84.060, 5.84.090.
7. Any unused water or sanitary sewer laterals must be shown on the plans and abandoned at the City main.
8. A grease interceptor must be installed and placed into a maintenance program with regular inspections and removal of grease buildup.

Mike Simmons

- _____ 9. All trash enclosures shall be enclosed, have a roof, built in such a manner that stormwater will not enter, and a drain installed that empties into the sanitary sewer system. Floor drain or similar traps directly connected to the drainage system shall be provided with an approved automatic means of maintaining their water seals. See 1007.0 Trap seal Protection in the Uniform Plumbing Code. Contact the City's refuse contractor for sizing of the enclosure. **Drawings of the trash enclosure must be on the plan, and must be approved by the Public Works Department before a permit is issued. See Standard Plan ST-25.**
- _____ 10. Commercial establishments are required, by municipal code 5.24.030 (C)(2) to have a sufficient refuse and recycling storage space to enclose a commercial lift container(s). The refuse storage space or facility must be screened from public view and be either constructed within the building structure or in a screened enclosure on private property. Please read the code section for further clarification
- _____ 11. Backflow preventers for fire and domestic water services must be installed per Public Works Department requirements.
- _____ 12. Water meters shall be placed near the property line and out of the driveway approach whenever possible. Water meter placement must be shown on the plans.
- _____ 13. If the water meter box is replaced, it must be purchased from the City, and must have a traffic rated lid if the box is placed in the driveway.
- _____ 14. Erosion and sediment control devices BMPs (Best Management Practices) must be implemented around the construction site to prevent discharges to the street and adjacent properties. BMPs must be identified and shown on the plan. Control measures must also be taken to prevent street surface water entering the site.
- _____ 15. Plan holder must have the plans rechecked and stamped for approval by the Public Works Department before the building permit is issued

cc: Roy Murphy
Lee Morlet

0 Application-newcommercial

MANHATTAN
VILLAGE

Manhattan Village

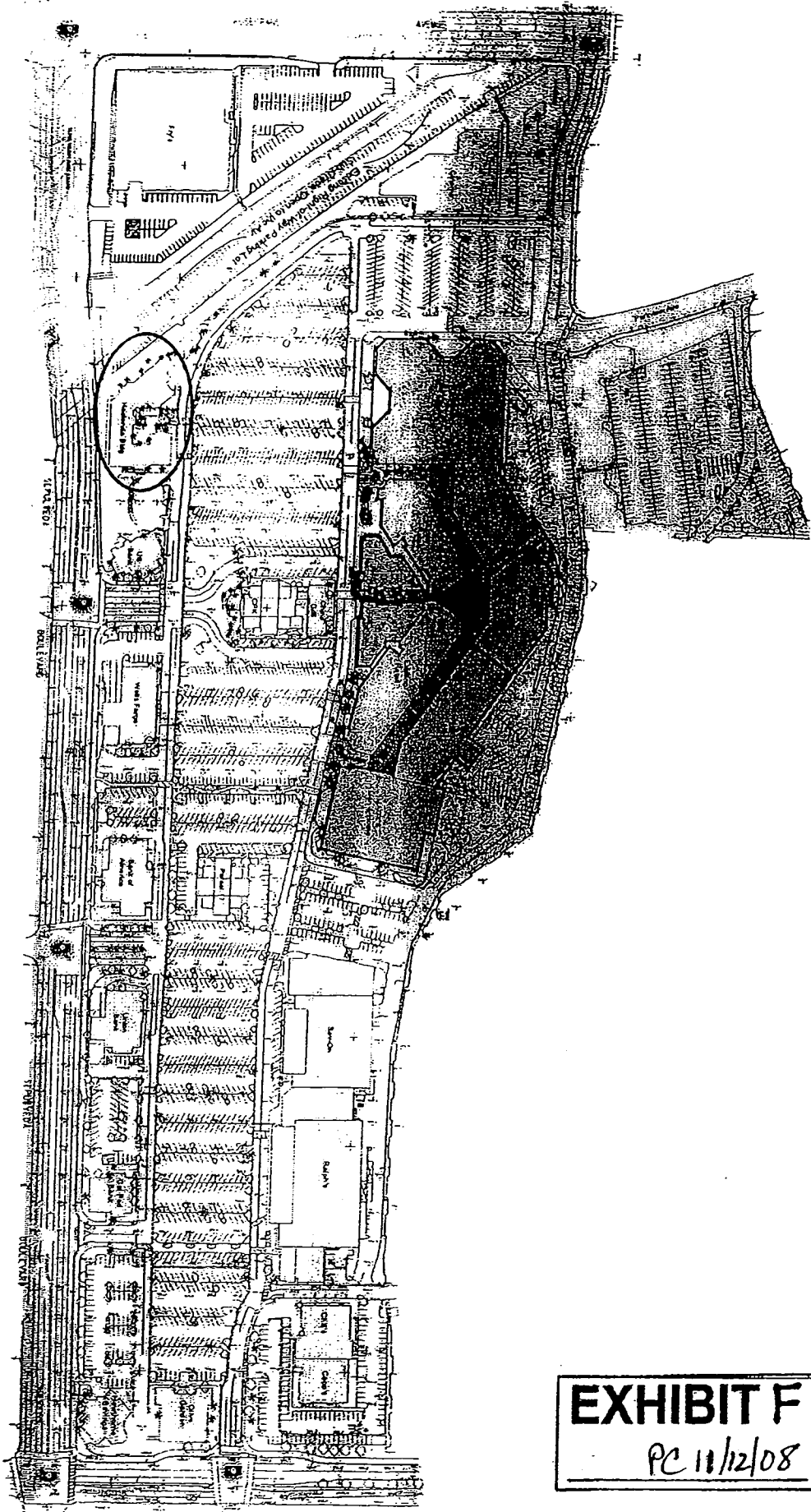
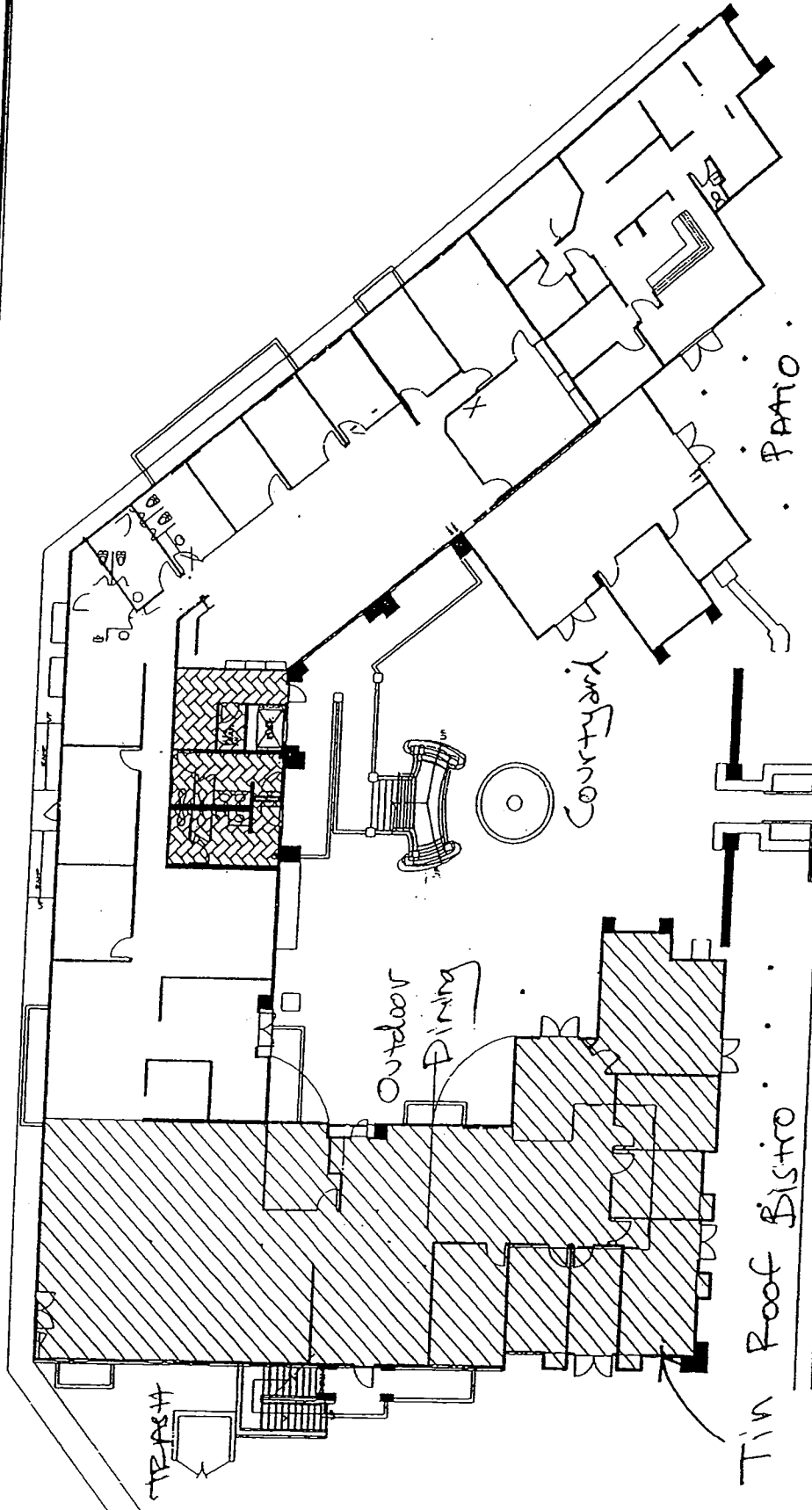


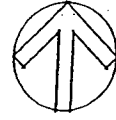
EXHIBIT F
PC 11/12/08

Site Plan
Existing Conditions

SEPULVEDA BEYOND



Mail Perimeter Drive



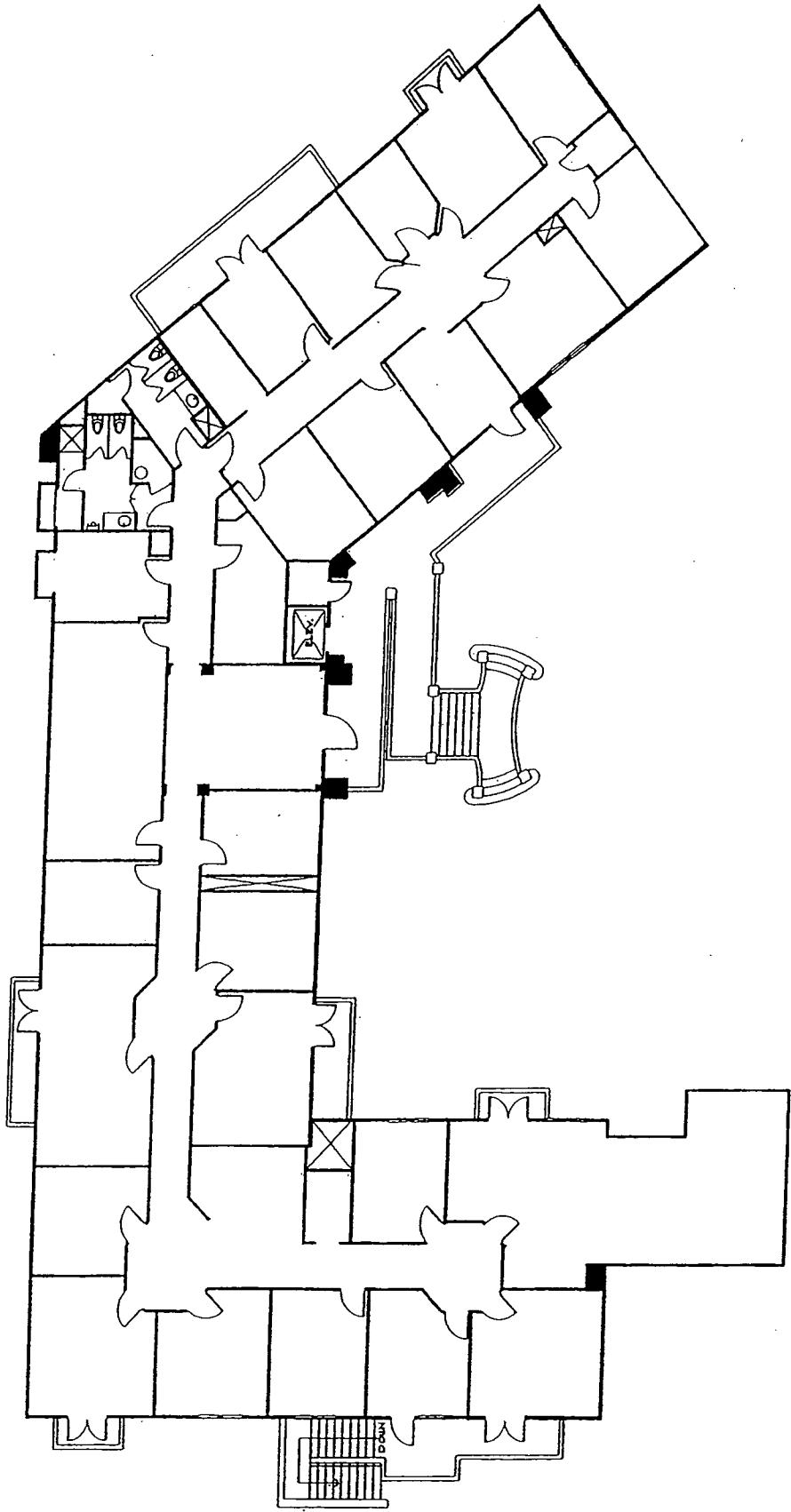
SIAA
 SHLEMMER+ALGAZE+ASSOCIATES
 INTERIORS AND ARCHITECTURE

6041 Bristol Parkway | 3300 Irvine Ave., Suite 130
 Los Angeles, CA 90028 | Newport Beach, CA 92660
 T (310) 553-3232 | T (949) 724-0958
 F (310) 553-3449 | F (949) 724-1981

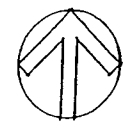
3500 SEPULVEDA BLVD.
 MANHATTAN BEACH, CALIFORNIA

FIRST FLOOR

11/28/05



SIAA
SHEMMER+ALGAZE+ASSOCIATES
INTERIORS and ARCHITECTURE



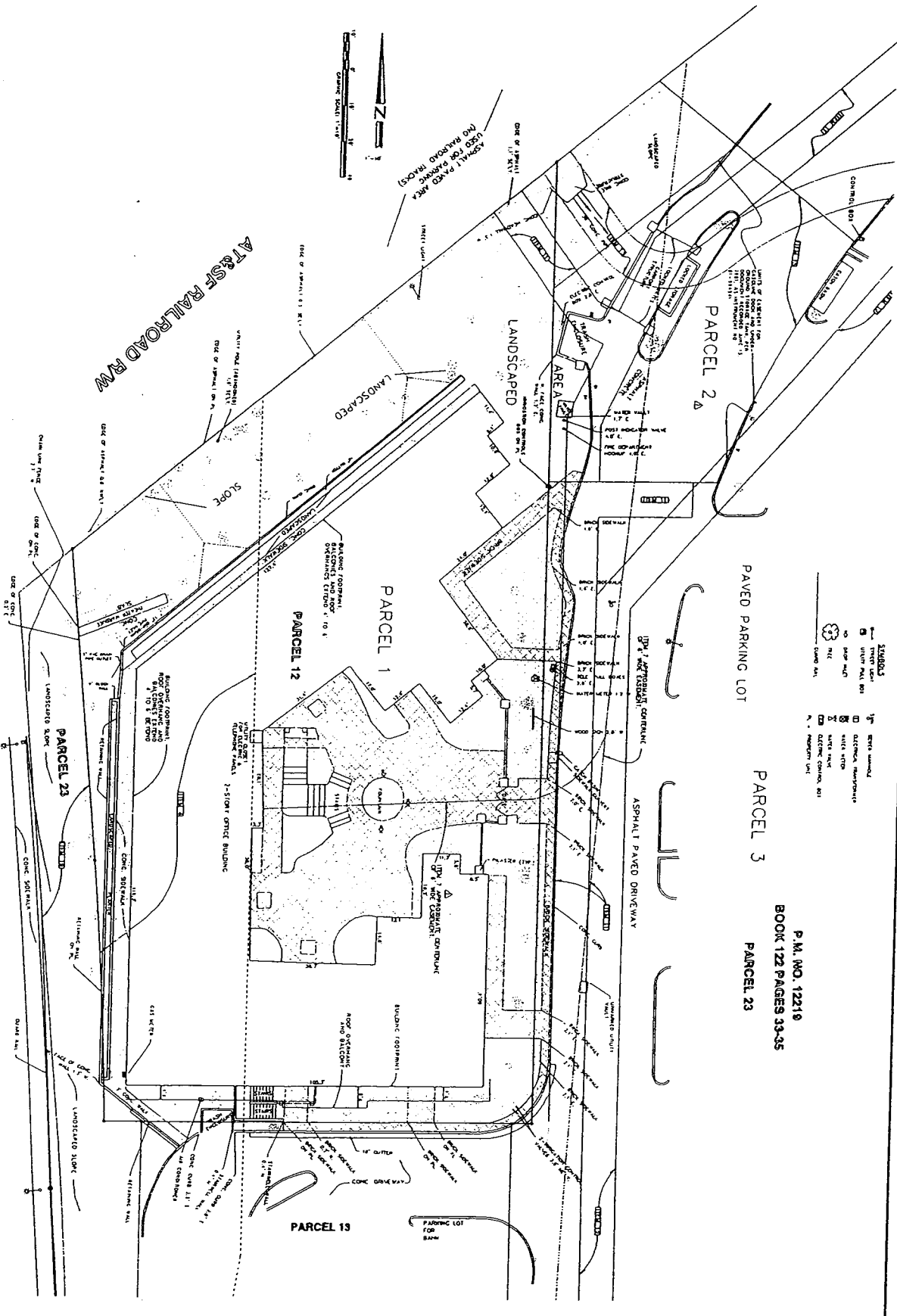
6041 Bristol Parkway
Los Angeles, CA 90026
T (310) 553-3322
F (310) 553-9449

3300 Irvine Ave., Suite 130
Newport Beach, CA 92660
T (949) 724-8958
F (949) 724-1981

SECOND FLOOR

**3500 SEPULVEDA BLVD.
MANHATTAN BEACH, CALIFORNIA**

12/01/05



- LEGEND**
- ASPHALT PAVED DRIVEWAY
 - CONCRETE DRIVEWAY
 - LANDSCAPED
 - SLOPE
 - ASPHALT PAVED DRIVEWAY (with lane markings)
 - CONCRETE DRIVEWAY (with lane markings)
 - PAVED PARKING LOT (with parking spots)

PARCEL 1

PARCEL 2

PARCEL 3

PARCEL 4

PARCEL 5

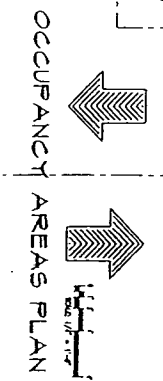
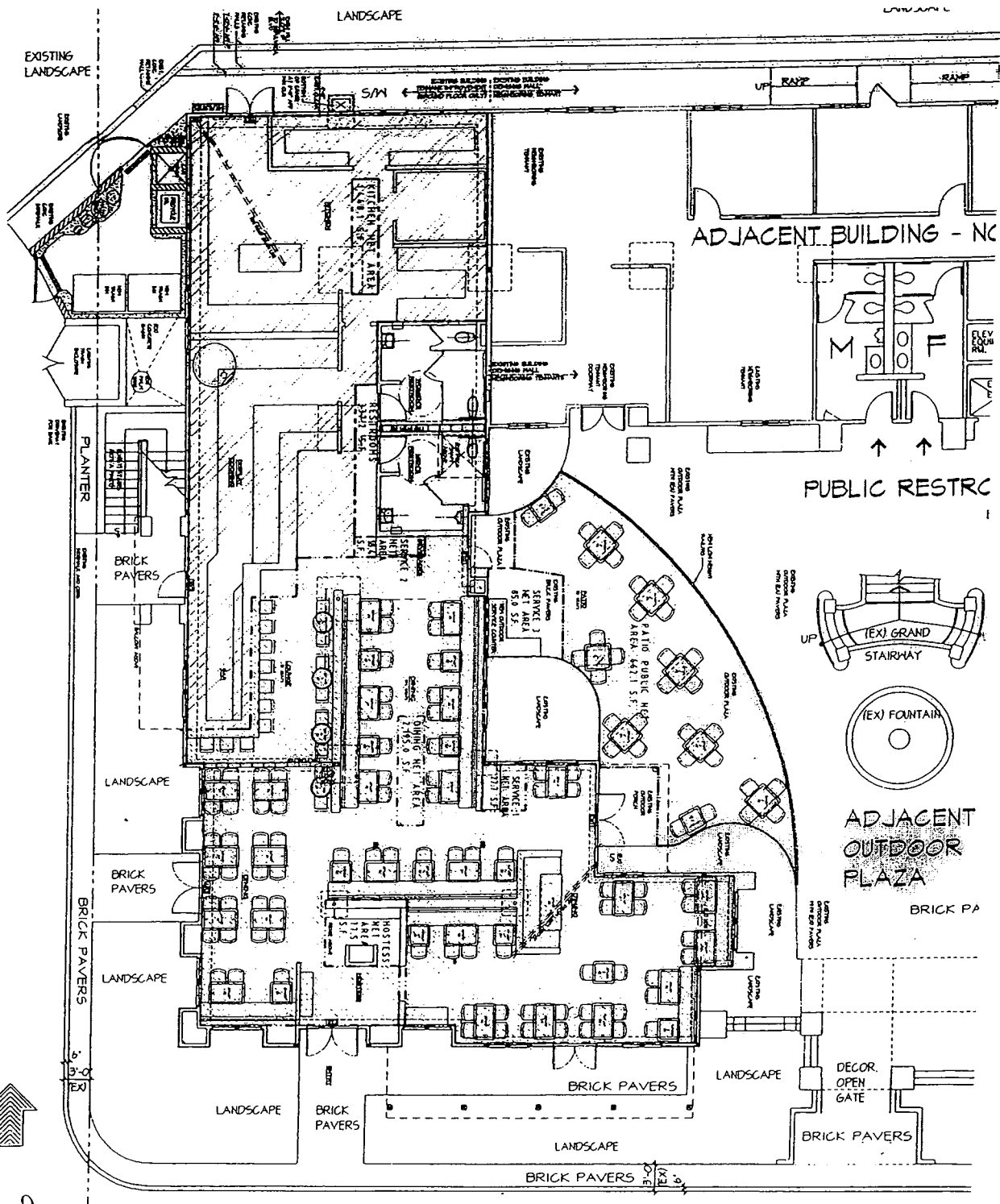
P.M. NO. 12219
 BOOK 122 PAGES 33-35

NO.	DESCRIPTION	DATE	BY
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ALTA / ACSM LAND TITLE SURVEY
 FOR
 CENTER TRUST
 MANHATTAN BEACH CALIFORNIA

Sheet No. 2



OCCUPANT AREAS SCHEDULE

Spatial Group Areas	Net Area	Use/Type	Occupant Factor	Occupant
1. DRINKING	2,195.0 SF	PUBLIC	90 SF	73 OCC
2. PATIO	662.1 SF	PUBLIC	90 SF	22 OCC
TOTAL	2,857.1 SF	PUBLIC		95 OCC
3. KITCHEN	1,448.1 SF	IMPROV	200 SF	7 OCC
4. HOSTESS	77.3 SF	IMPROV	200 SF	1 OCC
5. SERV 1	77.3 SF	IMPROV	200 SF	1 OCC
6. SERV 2	14.4 SF	IMPROV	200 SF	1 OCC
7. SERV 3	65.0 SF	IMPROV	200 SF	1 OCC
TOTAL	1,657.3 SF	IMPROV		11 OCC
8. RESTRM	387.2 SF	IMPROV	N/A	N/A

EXHIBIT
"D" AC 10/8/08

MALL PERIMETER DRIVE LANE

**CITY OF MANHATTAN BEACH
PLANNING COMMISSION
MINUTES OF REGULAR MEETING
SEPTEMBER 24, 2008**

The Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 24th day of September, 2008, at the hour of 6:35 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

A. ROLL CALL

Present: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
Absent: None
Staff Present: Richard Thompson, Eric Haaland
Recording Secretary: Sarah Boesch

B. APPROVAL OF MINUTES – September 10, 2008

Commissioner Fasola requested that the second sentence of the third paragraph on page 12 of the September 10 minutes be revised to read: "He said that it seems that it seems that a 50 percent increase in the number of students would require at least 50 percent more parking."

Commissioner Powell requested that the wording of the last sentence of paragraph 7 on page 4 be revised to read: "He said that he supports the Variance for the height and the Use Permit because the project application meets all of the required findings."

Commissioner Powell requested that the last paragraph on page 16 be revised to read: "Commissioner Powell stated that he originally supported the project before it was revised."

Chairman Lesser requested that the fourth sentence of paragraph 4 on page 12 be revised to read: "He stated that he also has concerns with limiting the number of employees in order to reduce the number of parking spaces, as the requirements of Social Services for the number of staff members in relation to the number of children may change."

Chairman Lesser requested that the last sentence of paragraph 4 on page 12 be revised to read: "He said that he also would like further information regarding the loading area as well as parking requirements to determine how traffic could be impacted on Manhattan Beach Boulevard if the number of students increased."

A motion was MADE and SECONDED (Paralusz/Powell) to approve the minutes of September 10, 2008, as amended.

AYES: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
NOES: None.
ABSENT: None.
ABSTAIN: None.

C. AUDIENCE PARTICIPATION

None.

D. PUBLIC HEARINGS



1. **Consideration of a Master Use Permit Amendment to Allow Conversion of an Existing Office to Restaurants or Other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) With a New Outdoor Dining Patio and On-Site Consumption of Alcohol at 3500 Sepulveda Boulevard**

Director Thompson commented that staff has met with the applicant's attorney since the hearing was advertised in the Beach Reporter. He said that the applicant's attorney has indicated that they are working to reach an agreement with the property owner of the mall and that it was understood that this hearing would be continued to October 22. He said that staff is recommending that the hearing be opened and continued to October 22.

Chairman Lesser opened the public hearing.

Mark Newman, the applicant, said that they never asked for a continuance. He said that the subject property at 3500 Sepulveda Boulevard is owned by a small group of local families. He stated that they have been patient in working with the City over the past three years to use the property within the zoning that was previously established for the site. He asked that the Commission read the Master Use Permit which includes their property as well as the mall and Macy's. He said that they are being denied the use of their property. He commented that their attorney met with the City Attorney in an attempt to resolve disputes that they have been forced into with the neighboring property owner, and they are in a gridlock. He indicated that they have waited for three years to resolve the issue. He requested that it be continued to October 8 rather than October 22. He said that their application was deemed complete by the Planning Department and has received no comments from staff.

Audience Participation

Beth Gordie, Latham & Watkins, representing the owner of the Manhattan Village, said that they concur with the staff's recommendation to continue the hearing to October 22. She stated that they are working with an agreement with the subject property owner regarding the existing Master Use Permit entitlements. She said that if an agreement is reached, the amendments to the Master Use Permit would not be required and a public hearing would not be necessary.

Discussion

Director Thompson said that staff was in the process of preparing the staff report and intended to present the item at this hearing. He said that the City Attorney met with **Mr. Newman's** attorney, and it was felt that it would be beneficial to continue the hearing to October 22 to allow time for an agreement to be reached. He said that staff would be prepared with a staff report if the hearing is continued to October 8.

Commissioner Seville-Jones said that she would support scheduling the item for October 8 since it has been requested by the applicant and there is no objection by staff.

Action

A motion was MADE and SECONDED (Seville-Jones/Powell) to **REOPEN** and **CONNTINUE** a Master Use Permit Amendment to allow conversion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard to October 8, 2008.

AYES: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
NOES: None.
ABSENT: None.
ABSTAIN: None.

E. BUSINESS ITEMS

1. Consideration of a Sign Exception Regarding the Installation of Two Ground Based Electronic Changeable Copy Signs Totaling 648 Square Feet of Area at the Manhattan Beach Studios Facility at 1600 Rosecrans Avenue

Associate Planner Haaland summarized the staff report. He said that the proposal is for two 18.5 feet tall and 324 square foot programmable LED sign cabinets on a monument sign base, each with still text and images. He commented that the signs would include still text and images and not video. He indicated that the signs are intended to provide business identification, promotion of community events, and third party advertising. He commented that the proposal is the first in the City to allow for third party advertising, and it is a unique request by the applicant. He indicated that the Sign Code specifies that a sign exception is required for any sign with changeable copy. He indicated that there was a previously a proposal for an electronic changeable copy sign for the American Martyrs church to display community events and church announcements, which was denied by the Planning Commission and later approved by the City Council upon appeal. He said that 670 square feet would be permitted for the subject site, and the proposed sign area is 744 square feet which is then required to be doubled because it is considered pole sign. He commented that sign faces are limited to 150 square feet, and the proposal is for 324 square feet for each sign face. He indicated that the Sign Code specifically prohibits off-premise or billboard type advertising.

Associate Planner Haaland stated that the area is in a commercial oriented location away from residences. He pointed out that it may be difficult to make the determination that the project meets the intent of the Sign Code that signs only provide business identification, as the proposal is to allow for third party advertising. He said that the applicant is proposing to possibly remove three existing trees to provide better visibility for the sign to the west along Rosecrans Avenue.

In response to a question from Chairman Lesser, Associate Planner Haaland said that staff is not aware of any exceptions that have been granted to section 10.72.070.b of the Municipal Code to allow billboards in the City.

In response to a question from Commissioner Seville-Jones, Associate Planner Haaland indicated that the existing sign is well under the maximum that would be permitted for the site.

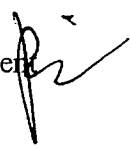
In response to a question from Commissioner Powell, Associate Planner Haaland said that the Traffic Engineer has looked at the proposal and did not have any concerns regarding impacts to traffic.


Commissioner Fasola said that he cannot see that the required findings can be met considering the extent that it violates the ordinance regarding pole signs and the size of the signs.

In response to a question from Commissioner Fasola, Associate Planner Haaland said that the Commission may give consideration to the large size of the site and the fact that it is located

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Richard Thompson, Director of Community Development 

FROM: Laurie B. Jester, Senior Planner 

DATE: September 24, 2008

SUBJECT: Consideration of a Master Use Permit Amendment to allow conversion of a portion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard, Manhattan Village Shopping Center (Mark Neumann and Mike Simms).

RECOMMENDATION

Staff recommends that the Planning Commission **CONTINUE THE PUBLIC HEARING TO OCTOBER 22ND**.

PROPERTY OWNER

Mark Neumann- 3500 Sepulveda, LLC
620 Manhattan Beach Boulevard
Manhattan Beach, CA 90266

APPLICANT

Same and Mike Simms, Tin Roof Bistro
121 20th Street, B
Manhattan Beach, CA 90266

DISCUSSION

The subject property is a separate parcel located within the Manhattan Village Shopping Center. It is the only parcel with an different owner; the rest of the Mall property is owned by REEFE. Staff and the City Attorney met with the property owners attorney and was advised that they are in the process of negotiating an agreement with REEFE regarding the existing Master Use Permit entitlements on the properties. At that time it was it was agreed that the hearing should be continued to allow time to complete the negotiations. If these two property owners reach an agreement regarding the existing entitlements then a Master Use Permit Amendment to allow conversion of a portion of the existing office to restaurants or other commercial uses will not be required. An Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro) will still be required in accordance with the existing Use Permit, and will be presented to the Commission at a later date.

CONCLUSION

Staff recommends that that Planning Commission continue the item to October 22, 2008.

**CITY OF MANHATTAN BEACH
PLANNING COMMISSION
MINUTES OF REGULAR MEETING
OCTOBER 8, 2008**

The Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 8th day of October, 2008, at the hour of 6:30 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

A. ROLL CALL

Present: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
Absent: None
Staff Present: Richard Thompson, Eric Haaland
Recording Secretary: Sarah Boesch

B. APPROVAL OF MINUTES – September 24, 2008

Commissioner Paralusz requested that the seventh line of the first paragraph on page 7 of the September 24 minutes be revised to read: “She indicated that she is concerned with the scope of the sign in relation to the surrounding area . . .”

Chairman Lesser requested that the third paragraph of page 7 be revised to read: “Chairman Lesser commented that the studio is a unique ~~aspect of the~~ community asset which should be supported.”

A motion was MADE and SECONDED (Seville-Jones/Fasola) to **APPROVE** the minutes of September 24, 2008, as amended.

AYES: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
NOES: None.
ABSENT: None.
ABSTAIN: None.

C. AUDIENCE PARTICIPATION

None.

D. PUBLIC HEARINGS (CONTINUED)

1. **Consideration of a Master Use Permit to Allow Conversion of an Existing Office to Restaurants or Other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) With a New Outdoor Dining Patio and On-Site Consumption of Alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center**

Director Thompson said that staff received a letter late in the afternoon before this meeting from the applicant requesting a continuance to October 22. He commented that staff would support the applicant’s request for a continuance. He said that it would be appropriate to allow anyone in the audience an opportunity to speak on this issue.

Chairman Lesser opened the public hearing.

There being no one wishing to speak, Chairman Lesser closed the public hearing.

Discussion

Commissioner Seville-Jones asked whether the mall received notice and whether they have stated any position regarding the proposal.

Director Thompson said that representatives of the mall have are tracking the hearings but have not provided any written comments to staff.

Commissioner Paralusz requested that staff provide comparable hours of operation for other restaurants in Manhattan Village Shopping Center to the subject proposal. She commented that the subject restaurant is proposed to be open until 11:00 p.m. daily, and she would be interested in a comparison with the operating hours for the other restaurants at the mall.

Commissioner Powell requested information regarding whether any restaurants in Manhattan Village Shopping Center have differing hours for serving alcohol as opposed to their general operating hours.

Action

A motion was MADE and SECONDED (Paralusz/Powell) to **CONTINUE** Consideration of a Master Use Permit to allow conversion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center to the meeting of October 22, 2008.

AYES: Fasola, Paralusz, Powell, Seville-Jones and Chair Lesser
NOES: None.
ABSENT: None.
ABSTAIN: None.

In response to a question from Commissioner Fasola, Director Thompson commented that it is unusual for staff to receive a request to continue an item the same day as the hearing is scheduled.

E. BUSINESS ITEMS

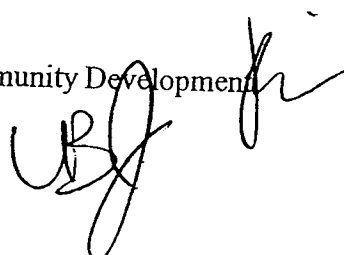
Consideration of a Sign Exception Regarding the Installation of Two Ground Based Electronic Changeable Copy Signs Totaling 648 Square Feet of Area at the Manhattan Beach Studios Facility at 1600 Rosecrans Boulevard

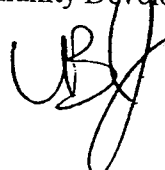
Director Thompson indicated that the Planning Commission did not support the subject proposal after the applicant's presentation at the last meeting. He said that the applicant has chosen not to revise the proposal in order to address the concerns that were raised but rather to appeal the denial of the Commission to the City Council.

Vernon Chin, representing the applicant, stated that Marvel Studios has signed a deal which will make Manhattan Beach Studios the base for their productions. He commented that they

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Richard Thompson, Director of Community Development 

FROM: Laurie B. Jester, Planning Manager 

DATE: October 8, 2008

SUBJECT: Consideration of a Master Use Permit to allow conversion of a portion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen building at Manhattan Village Shopping Center (Mark Neumann and Mike Simms).

RECOMMENDATION

Staff recommends that the Planning Commission **CONDUCT THE CONTINUED PUBLIC HEARING AND ADOPT THE ATTACHED RESOLUTION (EXHIBIT A) APPROVING THE PROJECT WITH CONDITIONS.**

PROPERTY OWNER

Mark Neumann- 3500 Sepulveda, LLC
620 Manhattan Beach Boulevard
Manhattan Beach, CA 90266

APPLICANT

Mark Neumann- 3500 Sepulveda, LLC and
Mike Simms, Tin Roof Bistro
121 20th Street, B
Manhattan Beach, CA 90266

BACKGROUND

The subject property is a separate legal parcel, known as the Hacienda or Haagen Building, located within the Manhattan Village Shopping Center. The property is one of the outlying buildings along the perimeter of the Center adjacent to Sepulveda. It is the only parcel with a different owner; the rest of the Mall property is owned by REEFE. Staff and the City Attorney met with the property owners attorney and was advised that they are in the process of negotiating an agreement with REEFE regarding the existing Master Use Permit entitlements on the properties. Based on that meeting the applications were continued from the September 24th Planning Commission meeting to tonight's meeting to allow time for the owners to complete their negotiations.

If these two property owners reach an agreement regarding the existing entitlements then a Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses will not be required. An Amendment to allow on-site consumption of alcohol at the new restaurant (Tin Roof Bistro) is still required in accordance with the existing Use Permit for the Shopping Center. Since the negotiations are not complete as of the writing of this report the applicant has requested that the Planning Commission review the requests. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.

PROJECT OVERVIEW

LOCATION

<u>Location</u>	3500 N. Sepulveda Boulevard .
<u>Legal Description</u>	Parcel 12 of Parcel Map No. 12219
<u>Area District</u>	II

LAND USE

<u>General Plan</u>	Manhattan Village
<u>Zoning</u>	CC, Community Commercial

<u>Land Use</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	Office (vacant)	Restaurant
Other portions of building	Office	Future Restaurant or other Commercial Uses

Neighboring Land Uses/Zoning

North, South and East, Commercial Manhattan Village Shopping Center, West across Sepulveda Boulevard (State Highway 1) Commercial, and Veterans Parkway Open Space with Residential Senior Citizen and Single Family Residential beyond.

PROJECT DETAILS

<u>Parcel Size:</u>	29,621 sf	
<u>Building Height:</u>	<u>Existing</u> 42' 2-story (legal non-conforming)	<u>Proposed</u> No change
<u>Building Area:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	4,250 sf office (vacant)	4,250 sf restaurant
Other office area	15,590 sf office	8,755 sf restaurant (future)
Total interior	19,840 sf	6,835 sf office or commercial 19,840 sf
Exterior courtyard	3,000 sf approx. common area No restaurant dining	2,200 sf approx. common area 800 sf conversion to outdoor restaurant dining

Note: Square footage of any outdoor restaurant areas would be counted towards the maximum total allowed restaurant area.

<u>Uses:</u>	<u>Existing</u> Offices	<u>Proposed</u> Up to 13,005 sf of restaurants inside and outside plus other commercial uses	
<u>Parking and Loading:</u> 3500 Sepulveda	<u>Existing</u> None on site	<u>Proposed</u> No change	<u>Required</u> Per Use Permit

Note: Common Area Agreement/Parking Easement (COREA) with Manhattan Village Shopping Center- approximately 2,393 parking stalls provided on Shopping Center site as well as loading at rear of Shopping Center. Access provided at front of 3500 Sepulveda building via private road on Shopping Center site.

<u>Hours of Operation:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	N/A	11am to 11 pm 7 days a week
Offices	M-F 8:30am-5:30 pm	Same

<u>Entertainment:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	None	None

<u>Alcohol:</u>	<u>Existing</u>	<u>Proposed</u>
Tin Roof Bistro	None	Full service on-site consumption restaurant

Note: Some of the square footages and parking numbers provided by the applicant conflict slightly with the numbers in the Shopping Center Master Use Permit (Resolution PC 01-27) and provided by the Shopping Center owner and are subject to verification.

PROJECT DESCRIPTION

Project Site

In 2001 the Manhattan Village Shopping Center (3200 Sepulveda) received approval of a Master Use Permit (MUP) for the renovation of the existing Shopping Center. This approval replaced the 1995 Master Use Permit which governed development on the Center, including the Hacienda Building site. Madison Marquette was the Shopping Center owner at the time; REEFE is the current owner. This project provided a complete joint parking study that was prepared by a traffic engineer and the square footages and mix of uses allowed were based on this detailed parking analysis. The application was approved with Resolution PC 01-27, attached as Exhibit B.

The application description, plans and tenant/building square footage list included the 3500 Sepulveda (Hacienda Building) property, which was and continues to be a separate legal parcel with separate ownership. However, the application was not signed by the Hacienda building owner and it appears that they were not notified of the pending application.

The 2001 MUP approval (Conditions 10 and 11-page 5) allows the conversion of up to 13,005 square feet of vacant, retail, or office space to restaurant use, for a total of 75,000 square feet gross leasable area of restaurant uses on the site. The 75,000 square foot maximum is based on an overall parking demand and supply of 4.1 parking stall per 1,000 square feet of gross leasable

area, which was recommended by the traffic engineer and approved with Resolution PC 01-27. Conditions 13 and 14 allow beer and wine at restaurants in the Center without an Amendment. Additionally, any restaurants that were in existence in 2001 at the time of the approval of Resolution PC 01-27 are allowed to expand from beer and wine service to full alcohol service without a public hearing as long as their square footage is not increased and the total 68,000 square feet of restaurant use with alcohol on the site is not exceeded.

The Hacienda building owner has requested a Master Use Permit to allow all of the uses allowed by the Master Use Permit for the Shopping Center Resolution PC 01-22 on the 3500 Sepulveda property, as detailed in Conditions 7 through 11. The attached application (Exhibit C) details the request and provides the Use Permit findings. The immediate plans include converting a portion of the building and the central common courtyard to a restaurant, Tin Roof Bistro, and in the future possibly converting more of the building to commercial uses or more restaurants up to the maximum allowed square footage. Plans were submitted last year to allow Starbucks to occupy the vacant office on the north side of the building. This space is approximately 1,400 square feet in area plus a small outdoor seating area in front, and was previously occupied by a dental office. These plans were never finalized, but if this Use Permit is approved then Starbucks or another restaurant use would be allowed.

Tin Roof Bistro

The proposed restaurant would be located on the first floor of the existing two-story building on the south side with the main entry on the east side off of the Mall perimeter road. All parking would be off-site to the east of the perimeter road. This parking is governed by the Construction, Operation, and Reciprocal Easement Agreement (COREA) which is a private recorded agreement between the property owner of the subject site, the Hacienda building, and the Shopping Center, REEFE. The applicant indicates that all 2,393 parking spaces are available to the building through the COREA, portions of which are attached as part of the project application (Exhibit C).

The project would convert 4,250 sf of interior vacant office area previously occupied by Platinum Capital Group to restaurant, plus convert 800 sf of common courtyard to outdoor dining area. The interior dining area would provide 142 seats, while the outdoor dining area provides 38 seats. A lounge area towards the rear of the restaurant provides 18 additional seats with ten seats at the bar and an additional eight seats at tables. The dining area is 2,200 square feet in area, the kitchen is 1,450 square feet and the balance of the square footage is service and restroom areas. A new trash and recycling area is proposed on the south side of the building to the west of the existing trash enclosure as shown on the plans, Exhibit E.

The restaurant is proposed to be open seven days a week from 11:00 am to 11:00 pm, with peak hours anticipated to be lunch and dinner between 12:00 pm to 2:00 pm and 6:00 pm to 8:00 pm. The restaurant would employ approximately 20 people, while the previous tenant had approximately 45 employees. No new signage is shown on the plans, however staff would condition that any new signage would be required to be consistent with the Shopping Center signs. The existing large Theater sign is an off-site sign and a schedule for future removal of this sign will be required.

ENVIRONMENTAL DETERMINATION

In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.

DISCUSSION

Parking and Loading

Although the project site is a legal separate parcel with separate ownership it was built as part of the original Shopping Center. The property was designed, built and used by the original Center owner, Haagen, for their offices. Over the years the parcel was split off and the joint parking, access and maintenance agreement (COREA) was recorded. The building, patios and landscaping take up the entire site; all access is from surrounding properties. The draft conditions of approval (conditions 9, 16 and 27) would require the applicant to ensure to the satisfaction of the Director of Community Development that adequate parking and loading facilities are provided.

Use Permit

The Master Use Permit is required because 1) the building provides multiple uses and exceeds 5,000 sf and the site exceeds 10,000 sf (Section 10.84.105), 2) it is unclear if the existing entitlements (Resolution PC 01-27) for the adjacent Manhattan Village Shopping Center property owned by REEFE are applicable to the property, 3) new restaurants and new alcohol licenses require approval of a Use Permit (Section 10.16.020 (L), and, 4) the site has no on-site parking and loading, and standards and off-site use needs to be established (Sections 10.64.020 F., G. and H. and 10.64.050 B.).

The Planning Commission must make the following findings in accordance with Section 10.84.060 for the Use Permit, if the project is approved:

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;
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 the public health, safety or welfare of persons residing or working on the proposed project site or in 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;
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
4. The proposed use will not adversely impact or 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.

The Planning Commission, as part of approving the use permit for the subject project, in accordance with Section 10.84.070 can impose reasonable conditions as necessary to:

- A. Achieve the general purposes of this ordinance or the specific purposes of the zoning district in which the site is located, or to make it consistent with the General Plan;
- B. Protect the public health, safety, and general welfare, or
- C. Ensure operation and maintenance of the use in a manner compatible with existing and potential uses on adjoining properties or in the surrounding area.
- D. Provide for periodic review of the use to determine compliance with conditions imposed, and Municipal Code requirements.

Staff believes that all of the findings to approve the Master Use Permit can be met with conditions. The proposed use is compatible with the surrounding area, is consistent with the Zoning and General Plan designations and there would be no anticipated impacts from the proposed uses as conditioned. The attached Draft Resolution details the required findings and conditions.

Public input

As of the writing of this report staff has not received any written comments from the public. One residential neighbor to the west called and expressed concerns with any new proposed exterior lighting. Any new lighting would need to be oriented downwards and shielded to prevent off-site illumination (Section 10.60.120) and would be reviewed through plan check. REEFE, the Shopping Center owner, has indicated verbally that they have concerns that the new restaurant square footage would limit their ability to potentially expand restaurants within the Shopping Center in the future.

Other Departments Input

The plans and applications were distributed to other departments for their review and comments and are attached as Exhibit C. The City Engineer commented that Sepulveda and the bridge will be widened in the future. He recommends that right-of-way be dedicated at no cost to the City to accommodate the widening and that an appropriate cash contribution also be required. Fire and Building Safety indicated that plans would be reviewed through plan check and handicapped and disabled access requirements would need to be met. The Police Department had no comments. The Department of Public Works had standard comments. All specific Department conditions are included in the attached draft resolution as appropriate and requirements will be addressed during the plan check process.

CONCLUSION

Staff recommends that the Planning Commission conduct the public hearing and adopt the attached draft Resolution approving the project with conditions.

ALTERNATIVES

Other than the stated recommendation, the Planning Commission may:

1. **DENY** the project subject to public testimony received, based upon appropriate findings, and **DIRECT** Staff to return with a draft Resolution.

EXHIBITS:

- A. Draft Resolution PC 08-XX
- B. Resolution PC 01-27 and Manhattan Village Shopping Center Area Analysis 9-23-2003
- C. Project applications
- D. Other Department Comments
- E. Plans

RESOLUTION PC 08-XX

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT FOR THE CONVERSION OF A PORTION OF AN EXISTING OFFICE BUILDING (HACIENDA OR HAAGEN BUILDING) TO RESTAURANTS AND OTHER COMMERCIAL USES AND ALLOW A NEW RESTAURANT WITH OUTDOOR DINING AND ON-SITE CONSUMPTION OF ALCOHOL AND OFF-SITE PARKING AT 3500 SEPULVEDA BOULEVARD AVENUE (MARK NEUMANN, 3500 SEPULVEDA. LLC AND MIKE SIMMS)

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

- A. The Planning Commission of the City of Manhattan Beach conducted a public hearing on September 24, and October 8, 2008 to consider an application for a Master Use Permit on the property. Said hearing was advertised pursuant to applicable law, testimony was invited and received.
- B. The subject property is legally described as Lot 12, of Parcel Map 12219, Map Book 122, pages 33-35 and is addressed as 3500 Sepulveda Boulevard, in the City of Manhattan Beach. The project property owner is Mark Neumann, 3500 Sepulveda LLC and the applicants are the same and Mike Simms, Tin Roof Bistro.
- C. The subject site is 29,621 square feet in area, with a 2-story building approximately 42 feet in height and 19,840 square feet in area. The building has a central courtyard, mature landscaping and no access or parking on the site.
- D. The project consists of the following: 1) conversion of approximately 13,000 square feet of office and outdoor common courtyard and patio areas to restaurant use 2) allow on-site alcohol consumption for a new restaurant (Tin Roof Bistro) 3) provision of 4.1 per 1,000 gfa parking standard with off-site parking, and 4) potential conversion of all office use to other allowed commercial uses.
- E. The Master Use Permit is required because 1) the building provides multiple uses and exceeds 5,000 sf and the site exceeds 10,000 sf (Section 10.84.105), 2) it is unclear if the existing entitlements (Resolution PC 01-27) for the adjacent Manhattan Village Shopping Center property owned by REEFE are applicable to the property, 3) new restaurants and new alcohol licenses require approval of a Use Permit (Section 10.16.020 (L), and, 4) the site has no on-site parking and loading and standards and off-site use needs to be established (Sections 10.64.020 F. G and H. and 10.64.050 B.).
- F. The Manhattan Village Shopping Center planning/zoning entitlement history is as follows:



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1. On March 6, 1979 the Manhattan Beach City Council adopted Resolution 3685, establishing the Commercial Planned Development (CPD) District for the First Phase construction and operation of a community shopping center (Manhattan Village Mall) consisting of approximately 150,000 square feet of retail establishments providing community convenience goods and services, and approximately 300,000 square feet of retail establishments providing goods and services customarily found in malls associated with department stores.
2. On December 18, 1979 the Manhattan Beach City Council adopted Resolution 3757, approving the Second Phase construction and operation of a community shopping center (Manhattan Village Mall).
3. Subsequent use permits were approved for individual uses within the shopping center.
4. On December 18, 1990 the Manhattan Beach City Council adopted Ordinance 1832, repealing the CPD zoning District and establishing the CC (Community Commercial) zoning district for the Shopping Center and subject property.
5. On April 5, 1994 the Manhattan Beach City Council adopted Ordinance 1902, establishing a provision for a Master Use Permit for multiple tenant projects to replace obsolete Commercial Planned Development (CPD) Permits.
6. On January 3, 1995 the Manhattan Beach City Council adopted Resolution 5142, approving the conversion of all previous Commercial Planned Development and individual Use Permit entitlements for the Shopping Center and subject property to a Master Use Permit consistent with provisions of Ordinance 1902.
7. On December 12, 2001 the Planning Commission adopted Resolution No. PC 01-27 which superseded and replaced all the previous approvals on the Manhattan Village Shopping Center site. Although the project description, plans and tenant/building square footages list submitted by the Shopping Center owner at the time (Madison Marquette) included the subject site (Hacienda or Haagen building) the property owner at the time did not sign the application and it is not clear if they were notified or aware of the pending application. The current owner of the subject property (3500 Sepulveda LLC) purchased the property in 2005.
8. The subject property owner is in the process of negotiating an agreement with REEFE (current owner of the Manhattan Village Shopping Center) regarding the existing Master Use Permit entitlements on the properties. Since the negotiations are not complete the applicant has requested that the Planning Commission review the request for a separate Master Use Permit for the subject site. The subject Master Use Permit applications were submitted in April 2008 to request the approvals described in C. above.

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9. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and it is anticipated that 3500 Sepulveda will be included in this entitlement.
- G. An Environmental Impact Report (EIR) was prepared (1978) and certified for a phased project, of which Manhattan Village Shopping Center and the subject property was a part. Mitigation measures were identified and adopted in several issue areas.
- H. In accordance with the provisions of the California Environmental Quality Act (CEQA) as amended by the City of Manhattan Beach CEQA Guidelines, the Community Development Department found that the subject project is exempt from CEQA as a Class 32 In-fill Development project.
- I. 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.
- J. This Resolution, upon its effectiveness, constitutes the Master Use Permit for the project site and replaces any and all previous land use approvals for the subject site, including but not limited to, Ordinances 3685, 3757, City Council Resolution 5142 and Planning Commission PC 92-14. This Resolution incorporates all relevant conditions of approval and operational requirements of all past approvals.
- K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Use Permit application:
 1. The property is located within Area District II and is zoned CC, Community Commercial. The proposed location is in accord with the purpose of this zoning district, which is to provide sites for planned commercial centers which contain a wide variety of commercial establishments, including businesses selling home furnishings, apparel, durable goods and specialty items generally having a citywide market area. Support facilities such as entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. A portion of the building and outdoor common courtyard and patio areas will be converted to restaurant use and the interior of the building to potentially retail or other commercial uses in the future which are permitted by the underlying Community Commercial zoning district. 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.
 2. The General Plan designation for the property is Manhattan Village Commercial. This designation reflects the unique nature of the subject property as a portion of the largest retail development in the City. The modifications are consistent with the following General Plan Goals and Policies:

Goal Lu-2: Encourage the provision and retention of private landscaped open space

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Policy LU-2.4: Support appropriate stormwater pollution mitigation measures.

Policy LU-3.2: Promote the use of adopted design guidelines for new construction in Downtown, along Sepulveda Boulevard, and other areas to which guidelines apply

Policy LU- 3.5: Ensure that the sign ordinance provides for commercial signage that is attractive, non-intrusive, safe, and consistent with overall City aesthetic goals.

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

Policy LU- Recognize the need for a variety of commercial development types and designate areas appropriate for each. Encourage development proposals that meet the intent of these designations.

Goal LU-8: Maintain Sepulveda Boulevard, Rosecrans Avenue, and the commercial areas of Manhattan Village as regional-serving commercial districts.

Policy LU- 8-1: Ensure that applicable zoning regulations allow for commercial uses that serve a broad market area, including visitor-serving uses

Policy LU- 8.2: Support the remodeling and upgrading needs of businesses as appropriate within these regional-serving commercial districts

The new uses will be within the existing floor area and outdoor areas and is consistent with the existing uses of the site and other nearby commercial properties. The proposed project is an upgrade of an existing commercial building. Therefore the project 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.

3. The conversion will be to restaurant and other commercial uses which are permitted by the underlying zoning district. The proposed renovation will comply with applicable performance and development standards. Therefore the proposed use will comply with the provisions of Title 10 of the Municipal Code (Zoning Ordinance), including any specific condition required for the proposed use in the CC zoning district in which it is located. Standards including but not limited to containment of glare and noise in that the conversion will be within an existing building and the outdoor courtyard is the center and the east side shielded from residential to the west across Sepulveda, State Highway 1. The subject site is at an elevation significantly lower (approximately 20-30 feet) than Sepulveda and the

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single family residential properties to the west, and these residential uses are over 450 feet to the west of the site.

4. The proposed use will not adversely impact nor be adversely impacted by nearby properties, which are a mix of commercial and residential uses. The additional proposed area will largely be located within the existing building footprint, and out of line-of-sight of the nearest residential use and therefore is not expected to cause any noise, glare or aesthetic visual impacts. The proposed conversion from office to restaurant and other commercial uses will not result in any significant traffic impacts, as the square footage conversion was evaluated with the previous approvals for the Shopping Center and the building is located on the perimeter away from the main Mall and any other restaurant or retail uses, the project will provide adequate parking off-site, subject to City verification, to serve the new uses.

Section 2. The Planning Commission of the City of Manhattan Beach hereby **APPROVES** the subject Master Use Permit subject to the following conditions:

General/procedural Conditions

1. *Compliance.* The Master Use Permit is based upon the Manhattan Village Shopping Center Area Analysis November 23, 2003 (portion of Exhibit B of staff report) and plans (Exhibit E of staff report) as on file with the City and as submitted by the applicant. Said plans shall become part of the Master Use Permit and are incorporated herein by reference. All development must occur in strict compliance with the proposal as set forth in the application for said permit, subject to any special conditions set forth below. Any substantial deviation from the approved plans and proposed site area analysis, except as provided in this approval, shall require an amendment to the Master Use Permit.
2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
3. *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.
4. *Effective Date.* Unless appealed to the City Council, the subject Use Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
5. *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

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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. The Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

Land Use

6. The land uses approved for the Hacienda/Haagen Building shall include:
 - a) Retail Sales;
 - b) Personal Services;
 - c) Personal Improvement Services;
 - d) Travel Services;
 - e) Food and Beverage Sales (including Grocery Stores);
 - f) Offices, Business and Professional;
 - g) Commercial Recreation and Entertainment (including Indoor Movie Theaters);
 - h) Banks, Savings and Loans; and,
 - i) Eating and Drinking Establishments (restaurants).
 - j) Uses identified as permitted (by right) in the underlying zoning district (CC) which are not included in this Master Use Permit shall be left to the discretion of the Director of Community Development.
7. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CC) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted in this Resolution.
8. Upon submittal of any request for business license, or application for building permit, which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, including but not limited to the proposed subject application for Tin Roof Bistro, the applicant shall provide a site-wide tenant space study which includes the subject site as well as all of the tenants and properties within the Manhattan Village Shopping Center. The space study shall include detailed area breakdowns subject to the review and approval of the Director of Community Development. The required space study shall be consistent in format, and information provided with Exhibit A (Manhattan Village Shopping Center Area Analysis dated 9-23-03) attached hereto. The space study shall also include any outdoor dining areas. The information shall include tenant street addresses, existing and proposed tenants, and evidence that the proposed alteration / tenant will provide adequate parking and loading as required by applicable parking standard.
9. Under the provisions of this Master Use Permit the subject site (3500 Sepulveda Hacienda/Haagen building) and the Manhattan Village Shopping Center, as combined sites, may convert up to 13,005 square feet to restaurant use, for a total of 75,000 square feet gross leasable area of restaurant uses on the combined sites. (75,000 square feet is the maximum restaurant square footage given an overall parking supply of 4.1 stalls per 1,000 square feet gla.). The applicant shall submit information to the satisfaction of the Director of Community Development that ensures that the required

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parking and loading is provided. Conversion to restaurant uses in excess of 75,000 square feet will require an amendment of the Master Use Permit.

10. Once there is a total of 68,000 square feet of restaurant usage providing alcohol service on the combined sites (as specified in condition 12), no additional restaurants may seek to provide full alcohol service without approval obtained in a duly noticed public hearing before the Planning Commission.

Eating and Drinking Establishments (Restaurants)

11. There shall be no drive-through service allowed in conjunction with any existing or proposed Eating and Drinking Establishment.
12. Any restaurant may provide service of beer and wine which is incidental to, and in conjunction with, the service of food provided that such use does not include full alcohol service or a retail bar, to a maximum area of 68,000 square feet on the combined sites as set forth in condition 10. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol. 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.
13. No outside cleaning of kitchen floor mats, shopping carts or similar items will be permitted on the site. All kitchen floor mats and similar items shall be cleaned in such a manner that the run-off wastewater drains only to a private sewer drain on the premises. A mop sink will be required to be installed in accordance with Public Works standards.
14. Restaurant uses, including the service of alcoholic beverages, shall be limited in their operation to the hours between 6:00 a.m. to 2:00 a.m., seven days a week.
15. Any entertainment proposed in conjunction with a restaurant use (with exception of background music, television and no more than 3 games or amusements) shall require approval obtained in a duly noticed public hearing before the Planning Commission; and, shall be required to obtain a Class I Entertainment Permit consistent with the provision of Section 4.20.050 of the Manhattan Beach Municipal Code.

Site-wide Operational

16. Delivery operations shall be conducted in such a manner so as not to exceed applicable residential noise standards. The term "delivery activities" shall include, but not be limited to the presence of workers or delivery trucks at the business site even if not actual delivery work or unloading is being done. It shall also include vehicles or delivery equipment being started or idled, playing of radios, tape players or other devices, loud talking, and unloading of materials. Delivery vehicles shall park in designated commercial loading areas only and shall not obstruct designated fire lanes.

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17. Landscaping and maintenance activities (including, but not limited to, grounds-keeping and outdoor equipment and shopping cart cleaning) shall occur in accordance with a Landscape Maintenance Plan ("The Maintenance Plan") approved by the Director of Community Development. The Maintenance Plan shall establish permitted hours of operation for specific maintenance activities and areas, based on compatibility with nearby land uses, both on and adjacent to the subject property.
18. All landscaping materials shall be maintained to the satisfaction of the Director of Community Development.
19. Routine trash collection on the entire site shall occur after 7:00 a.m. and before 10:00 p.m. 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, or between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.
20. 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.

Fire Department and Public Works

21. Commercial establishments are required (MBMC 5.24.030 (C)(2)) to have sufficient refuse storage space to enclose a commercial lift container(s). Refuse storage spaces or facilities must be screened from public view and be either constructed within the building structure or in a screened enclosure. Trash areas shall subject to review and approval of the Departments of Public Works, Community Development and Fire, and shall include, but not be limited to, a roof enclosure, drainage to the sanitary sewer and adequate room for recyclables.
22. There shall be no discharge of construction wastewater, building materials, debris or sediment from the site.
23. Erosion and sediment control devices BMP's (Best Management Practices) must be implemented as required by the Department of Public Works. Control measures shall be taken to prevent erosion from the site and street surface water from entering the site.
24. The applicant shall submit an irrevocable offer to dedicate right-of-way at no cost to the City for future street and bridge widening, and associated construction, as required by the Director of Public Works, for future road widening along Sepulveda Boulevard. Said dedication shall provide a minimum 3 foot distance from the west wall of the existing building. The applicant shall also pay a fair share contribution for

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the future widening as determined by the Director of Public Works. This condition shall be met prior to issuance of Certificate of Occupancy. The applicant shall cooperate fully with the City in the future roadway widening.

25. Backflow preventers for fire and domestic water services shall be installed per Public Works Department requirements.

Parking and Circulation

26. Minimum parking shall be provided at a ratio of 4.1 spaces per 1,000 square feet of gross leasable floor area (gla).
27. The minimum amount of parking required for the project shall be located on the subject site or the combined site, as defined above. Project required parking shall not be located on the parcel of land owned by the City that is leased on a short-term basis to the Shopping Center. The subject City parcel shall function as an "over flow" parking lot and not part of the required parking due to its location, several feet below the grade of and at the rear of the Shopping Center, away from the main public entrances. The applicant shall record a parking covenant or other agreement to maintain required parking on an off-premise lot, subject to review and approval of the Director of Community Development.
28. Under the provisions of this Master Use Permit no action which involves the alteration or enlargement of any tenant space, or the introduction of any new business within an existing tenant space, which exceeds the total number of on-site parking spaces shall be approved without an amendment to the Master Use Permit.
29. Any action that alters the number of required parking spaces shall be reviewed by the Building Division of the Community Development Department for compliance with the requirements for disabled access parking. Such review shall include the number, size and location of disabled access parking spaces.

Signage

30. All permitted exterior signage existing as of the effective date of this permit shall be regarded as approved and consistent with the Master Use Permit. All new proposed signage shall conform to all applicable requirements of Title 10 of the Manhattan Beach Municipal Code. New signage shall be submitted as a Master Sign Program subject to the review and approval of the Director of Planning, and shall be consistent with the Shopping Center Master Sign Program. Pursuant to the "Sepulveda Boulevard Development Guide" signs and sign copy should be compatible with their related buildings and not be crowded within their locations or backgrounds. Harsh plastic or illuminated backgrounds shall be avoided, and low profile (less than 6-feet in height) monument signs are encouraged. A schedule for removal of the off-premise theater sign shall be submitted to the Director of Community Development for review and approval and the sign shall be removed in accordance with the approved schedule.

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Special Conditions

31. Noise emanating from the property shall be within the limitations prescribed by the City of Manhattan Beach Noise Ordinance and shall not create a nuisance to nearby property owners. This would include construction and activity hours (MBMC 5.48.060). See also condition No. 17 regarding Landscaping and Maintenance activity (MBMC 5.48.275).

32. A Traffic Management and Construction Plan shall be submitted in conjunction with the building plans, to be approved by the Police, Public Works and Community Development Departments prior to issuance of building permits. The plan shall provide for the management of all construction traffic during all phases of construction, including delivery of materials and parking of construction related vehicles. Driver-less vehicles blocking driveways without written authorization, and overnight storage of materials in the roadway shall be prohibited.

33. Any off-site improvements shall require written approval of the property owner whose property the improvement is located upon prior to the issue of a permit or approval for the improvement.

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 October 8, 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

**CITY OF MANHATTAN BEACH
[DRAFT] PLANNING COMMISSION
MINUTES OF REGULAR MEETING
OCTOBER 22, 2008**

The Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 22nd day of October, 2008, at the hour of 6:30 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

A. ROLL CALL

Present: Fasola, Powell, Seville-Jones and Chair Lesser
Absent: Paralusz
Staff Present: Richard Thompson, Director of Community Development
Laurie Jester, Planning Manager
Angelica Ochoa, Assistant Planner
Erik Zandvliet, City Traffic Engineer
Recording Secretary: Sarah Boeschen

B. APPROVAL OF MINUTES – October 8, 2008

A motion was MADE and SECONDED (Seville-Jones/Powell) to **APPROVE** the minutes of October 8, 2008.

AYES: Fasola, Powell, Seville-Jones and Chair Lesser
NOES: None
ABSENT: Paralusz
ABSTAIN: None

C. AUDIENCE PARTICIPATION

None.

D. PUBLIC HEARINGS, CONTINUED

Director Thompson indicated that staff is recommending that the two public hearing items be discussed out of order with the second item being heard first, as it is being recommended that the item be continued.

- 2. Consideration of a Master Use Permit to allow Conversion of an Existing Office to Restaurants or other Commercial Uses and Allow a New Restaurant (Tin Roof Bistro) With a New Outdoor Dining Patio and On-Site Consumption of Alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center**

Discussion

Director Thompson said that staff's understanding is that an agreement has been reached between the applicant and the owner of the mall; however, staff has not yet received the necessary documentation of the agreement. He commented that the City Attorney will review the letter that staff received from Latham and Watkins. He indicated that staff is recommending that the item be continued to the next meeting.

Commissioner Seville-Jones asked regarding granting a further continuance, as the item has been continued from the previous two meetings. She asked whether it would be more appropriate to reschedule the hearing once the agreement has been received.

Director Thompson commented that the item would be further delayed if it is rescheduled once the documentation is received rather than continued, as it would need to be renoticed once it is rescheduled.

In response to a comment from Commissioner Seville-Jones, Director Thompson indicated that if the agreement satisfies the issues identified by staff, the applicant would be able to withdraw their application for a restaurant and move forward with their application for an alcohol license.

Chairman Lesser opened the public hearing.

There being no one wishing to speak regarding the issue, Chairman Lesser closed the public hearing.

Action

A motion was MADE and SECONDED (Powell/Fasola) to **REOPEN** and **CONTINUE** the public hearing for a Master Use Permit to allow conversion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen Building, Manhattan Village Shopping Center to November 12, 2008.

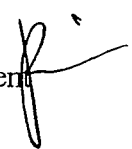
AYES: Fasola, Powell, Seville-Jones and Chair Lesser
NOES: None
ABSENT: Paralusz
ABSTAIN: None


- 1. Consideration of a Use Permit for an Expansion at 1826-1832 Manhattan Beach Boulevard, of an Existing School (Manhattan Academy) Located at 1740 and 1808 Manhattan Beach Boulevard**

File

**CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT**

TO: Planning Commission

THROUGH: Richard Thompson, Director of Community Development 

FROM: Laurie B. Jester, Planning Manager 

DATE: October 22, 2008

SUBJECT: Consideration of a Master Use Permit to allow conversion of a portion of an existing office to restaurants or other commercial uses and allow a new restaurant (Tin Roof Bistro) with a new outdoor dining patio and on-site consumption of alcohol at 3500 Sepulveda Boulevard, Hacienda/Haagen building at Manhattan Village Shopping Center (Mark Neumann and Mike Simms).

RECOMMENDATION

Staff recommends that the Planning Commission **CONDUCT THE CONTINUED PUBLIC HEARING AND CONTINUE THE HEARING.**

PROPERTY OWNER

Mark Neumann- 3500 Sepulveda, LLC
620 Manhattan Beach Boulevard
Manhattan Beach, CA 90266

APPLICANT

Mark Neumann- 3500 Sepulveda, LLC and
Mike Simms, Tin Roof Bistro
121 20th Street, B
Manhattan Beach, CA 90266

BACKGROUND

The subject property is a separate legal parcel located within the Manhattan Village Shopping Center. It is the only parcel with a different owner; the rest of the Mall property is owned by RREEF. Staff and the City Attorney met with the property owners attorney and were advised that they are in the process of negotiating an agreement with RREEF regarding the existing Master Use Permit entitlements on the properties. The applications were continued from the September 24th Planning Commission meeting to the October 8th meeting, and then from the October 8th meeting to tonight's meeting at the applicants request.

Staff has been verbally informed that these two property owners have now reached an agreement regarding the existing entitlements, however as of the completion of this report we have not received anything in writing to confirm this. Staff requested a letter withdrawing the application for the conversion of a portion of an existing office to restaurants or other commercial uses and a copy of the Settlement Agreement between the property owners that confirms that the existing Master Use Permit for the Shopping Center site applies to the subject site. Without these documents staff would suggest that the applications be continued until we have receive the letter and the Agreement, and have had adequate time to review the documents. As an alternative the Planning Commission could review and take action on the applications as presented in the October 8th staff report which is attached.

EXHIBITS:

- A. Planning Commission Staff report and attachments- October 8, 2008