



Agenda Item #: \_\_\_\_\_

# Staff Report

## City of Manhattan Beach

**TO:** Honorable Mayor Tell and Members of the City Council

**THROUGH:** David N. Carmany, City Manager

**FROM:** Richard Thompson, Director of Community Development  
Angelica Ochoa, Assistant Planner

**DATE:** March 6, 2012

**SUBJECT:** Planning Commission Approval of a Master Use Permit Amendment to Allow the Expansion of the Existing Restaurant to Add a Private Dining Room/Event Space Area with On-Site Consumption of Beer and Wine at 3500 Sepulveda Boulevard (Tin Roof).

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### **RECOMMENDATION:**

Staff recommends that the City Council receive and file the decision of the Planning Commission to approve a Master Use Permit Amendment to allow the expansion of the existing restaurant to add a private dining room/event space area with on-consumption of beer and wine.

### **FISCAL IMPLICATION:**

There are no fiscal implications associated with the recommended action.

### **BACKGROUND:**

The Planning Commission, at its regular meeting of February 8, 2012, conducted a public hearing, discussed the project and adopted Resolution PC 12-02 (5-0) (Attachment A). The Resolution approved an amendment to a Master Use Permit to allow a conversion of office to a private dining room/event space with on-site consumption of beer and wine. Tin Roof Bistro currently has a Type 47 alcohol license which allows service of full alcohol. This Use Permit Amendment will limit the existing alcohol license to beer and wine only for the event space. RREEF, the Manhattan Village Mall management, under a private agreement allows Tin Roof Bistro to expand their restaurant use to the proposed event space with on-site consumption of beer and wine only, not full alcohol.

The current Master Use Permit (PC 01-27) for the Manhattan Village Shopping Center allows restaurants and other commercial uses, and the conversion of office to private dining/event space with no Use Permit Amendment. However, the subject proposal to allow the on-site consumption of beer and wine for the private dining/event space requires amending the Master Use Permit. The City Council made the required State Alcoholic Beverage Control (ABC) findings for a determination of public convenience and necessity when the Use Permit (PC 08-15) was originally approved for Tin Roof Bistro.

**DISCUSSION:**

The proposed project is the conversion of an existing interior office space of 1,252 square feet to a private dining room/event space with on-site consumption of beer and wine for special occasions, private parties and large gatherings. The proposed hours of operation will be 8am to 11pm. The event space will consist of a dining room, wine cellar and small office with access through the exterior courtyard. No interior access will be provided from the existing restaurant. The applicant is modifying his current Type 47 full alcohol license to include the proposed event space with service of beer and wine only.

The Planning Commission discussed the project, heard testimony and approved the project with conditions. The discussion involved whether the required parking for the Manhattan Village Shopping Center would be sufficient to accommodate more restaurant space with the expansion of the private dining room/event space. Another issue was whether the addition of the private event space would exceed the total amount of restaurant allowed under the Master Use Permit (PC 01-27) for the Manhattan Village Shopping Center. The Center is allowed over 15,000 additional square feet of restaurant use with beer and wine under the existing Master Use Permit.

After receiving public testimony, the Planning Commission stated that the addition of the private dining room/event space is a good mix with the other existing commercial businesses in the Manhattan Village Shopping Center and that the existing Tin Roof Bistro restaurant is a good addition to the surrounding community. The Commission stated that since the addition of the private dining room event space is under the total amount allowed for restaurant and alcohol square footage and that there is sufficient parking as addressed in the Master Use Permit, the project could be approved. There was no public testimony at the Planning Commission meeting.

The Planning Commission approved (5-0) the subject application and adopted Resolution No. PC 12-02 at its regular meeting on February 8, 2012. The staff report and draft minute excerpts from the Planning Commission's proceedings are attached to this report for reference.

Attachments:

- A. Resolution No. PC 12-02
- B. Planning Commission 'Draft' Minutes excerpt, dated 02/08/12
- C. Planning Commission Staff Report and attachments, dated 02/08/12
- D. Plans (separate- not available electronically)

cc: Mike Simms, Jr., Applicant



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 owners of the subject property (3500 Sepulveda, LLC, 13<sup>th</sup> & Crest Associates, LLC and 6220 Spring Associates, 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. A Master Use Permit application was submitted on April 4, 2008, to request the approvals for: 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 required an Amendment to the Shopping Center Master Use Permit.
10. The Master Use Permit Amendment was required in April 2008 since Conditions 10-17 of Resolution PC 01-27 allow 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 Master Use Permit Amendment was 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.
11. The subject property owners 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 owners and RREEF notified the City that the Settlement Agreement indicates that pursuant to the Shopping Center Master Use Permit (PC Resolution 01-27), 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 (PC Resolution 01-27) Condition No. 7, and that such space may be converted to restaurant use under Shopping Center Master Use Permit (PC Resolution 01-27) 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 separate Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses was not required. Confirmation, acknowledgement and clarification that the Master Use Permit (PC Resolution 01-27) applies to the site was required, as well as an Amendment to allow on-site consumption of alcohol at the restaurant (Tin Roof Bistro) in accordance with the existing Master Use Permit for the Shopping Center (PC Resolution 01-27). Additionally, the City determined that with the clarification of PC Resolution

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08-15, the Master Use Permit (PC Resolution 01-27) applies to the 3500 Sepulveda Property and accordingly, the property owner application for a separate Master Use Permit was administratively withdrawn.

12. On November 12, 2008, the Planning Commission adopted PC Resolution 08-15 which confirmed, clarified, and acknowledged that the Master Use Permit (PC Resolution 01-27) and other entitlements for the Shopping Center apply to the property, and b) amended the Shopping Center Master Use Permit (PC Resolution 01-27) to allow on-site consumption of alcohol at the proposed new restaurant, Tin Roof Bistro. The facts and findings for those actions are included in PC Resolution 08-15, and are still valid.

13. On June 23, 2010, the Planning Commission adopted PC Resolution 10-03, approving a new retail wine and beer shop, Vintage Wine Shoppe, to allow beer and wine for off-site consumption with on-site consumption of beer and wine for tastings only. The facts and findings for those actions are included in PC Resolution 10-03, and are still valid.

14. 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 allows the expansion of an existing restaurant, Tin Roof, to add a separate dining area with on-site consumption of beer and wine. These conditions supersede all previous site approvals (PC Resolution 08-15 and PC Resolution 10-03).

K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit Amendment 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 retail, entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. The proposed use is allowed within the existing Master Use Permit and is permitted by the underlying Community Commercial zoning district. With 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.

Goal LU-4: Support and encourage the viability of the commercial areas of Manhattan Beach.

Goal LU-5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.

Policy LU-2.4: Support appropriate storm water 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-6.3: 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.

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

The new dining area is an expansion of an existing restaurant, is consistent with the existing uses on the site and other nearby commercial properties and the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions No. 13 and 14 of the Master Use Permit (PC 01-27). The proposed project is an upgrade of an existing commercial building. 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. The project, as conditioned will meet the findings.

3. The conversion from office to restaurant is permitted by the underlying zoning district and Master Use Permit (PC Resolution 01-27) and the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions 13 and 14 of the Master Use Permit; and a Use Permit Amendment for an expansion of the restaurant with on-site consumption of beer and wine is required. 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 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.
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

1 area for a private dining room/event space with on-site consumption of beer and wine will be  
2 located within the existing building footprint in an existing area that was previously an office, and  
3 out of line-of-sight of the nearest residential use and therefore, as conditioned, is not expected  
4 to cause any noise, glare, vibration, security and safety, odors or aesthetic visual impacts.  
5 Since the building is located on the perimeter away from the main Mall and any other restaurant  
6 or retail uses, the project will provide adequate parking off-site, subject to City verification,  
7 to serve the new use. The use will have increased demands for trash and loading that the office  
8 tenant did not have, and conditions will be required to ensure these facilities are adequate.

9 L. A de minimis impact finding is hereby made that the project will not individually or cumulatively have  
10 an adverse effect on wildlife resources, as defined in Section 711.2 of the Fish and Game Code.

11 M. This Resolution, upon its effectiveness, together with existing Master Use Permit (Resolution PC  
12 01-27) approved December 12, 2001, and the Master Sign Program and Sign Exception  
13 (Resolution PC 02-07), approved February 27, 2002 constitutes the entitlements for the subject  
14 site.

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

19 General/procedural Conditions

- 20 1. *Compliance.* The project shall be in substantial compliance with the plans and project description  
21 submitted to and approved by the Planning Commission. All development must occur in compliance  
22 with the proposal as set forth in the application for said permit, subject to any special conditions set  
23 forth below. Any substantial deviation from the approved plans and project description, except as  
24 provided in this approval, shall require review by the Director of Community Development and a  
25 determination if Planning Commission review and an amendment to the Master Use Permit are  
26 required.
- 27 2. *Lapse of Approval.* The Use Permit shall lapse two (2) years after its date of approval unless  
28 implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section  
29 10.84.090.
- 30 3. *Terms and Conditions are Perpetual.* These terms and conditions shall be perpetual, and it is the  
31 intention of the Director of Community Development and the permittee to bind all future owners and  
32 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. 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, Tin Roof, 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 format, and information provided with Exhibit A (Manhattan Village Shopping Center Area Analysis as of April 2011) 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.

8. 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 the EIR for the 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 (PC Resolution 08-15).

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.

Parking and Circulation

11. 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.

Signage

12. 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 – Tin Roof (PC Resolution 08-15)

13. 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.
14. 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 private dining room/event space. The applicant shall comply with all conditions of the approval.
15. 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.



1 16. The property owner shall submit an irrevocable offer to dedicate right-of-way at no cost to the City  
2 for future street and bridge widening, and associated construction, as required by and subject to  
3 approval of the Director of Public Works, for future road widening along Sepulveda Boulevard. Said  
4 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 (recorded 3/12/2009). The property owner shall cooperate fully with  
the City in the future roadway widening.

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

6 **Special Conditions – Vintage Shoppe (PC Resolution 10-03)**

7 18. The project shall be in substantial conformance with the plans and project description submitted to,  
8 and approved by the Planning Commission on June 23, 2010, except as modified by these  
conditions.

9 19. In the event that the business known as Vintage Shoppe should vacate the premises, the tenant  
10 space Suite 140 at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its  
11 review, the Department of Community Development determines that the replacement use has the  
12 same use characteristics as the wine shop, including type of service provided, and peak hours of  
activity. The intent of this condition is to ensure that any replacement retail tenant, if exercising a  
Type-42 ABC license for on-site consumption of beer and wine and Type-20 ABC license for sale  
of beer and wine for off-site consumption, would be a use similar to the Vintage Shoppe.

13 20. The on-site wine tasting shall be conducted only in the designated area (maximum area of 100 square  
14 feet) from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday and shall have no  
15 seating furniture, tables or fixtures. No exterior tables or seating will be allowed. The wine counter  
16 shall be the only level surface for placing wine glasses, and other wine tasting items. The "wine  
sampling designated area" shall include customers, employees, serving, sampling and associated  
support use. Wine tasting shall be limited to a maximum of five (5) one ounce sips per person. Sips  
shall be poured only by store employees. No direct exterior access from the wine sampling area shall  
be allowed. No special events, wine tasting parties or similar functions will be allowed, with the  
exception of winemaker events, visits and presentations.

17 21. The wine tasting and area will be restricted only to patrons at least 21 years in age and not become a  
18 "wine bar" use. Persons under 21 years of age are not allowed within the wine cellar.

19 22. The applicant shall obtain approval from the State Department of Alcoholic Beverage Control and shall  
comply with all related conditions of approval.

20 23. Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any  
21 outside sound or amplification system or equipment is prohibited.

22 24. The project will comply with all other conditions and remain effective as stated in this Master Use  
Permit Amendment (PC 10-03) approved June 23, 2010.

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

24 **Special Conditions – Tin Roof – Separate private dining room/event space with beer and wine**

25 26. The project shall be in substantial conformance with the plans and project description submitted to,  
26 and approved by the Planning Commission on February 8, 2012 except as modified by these  
conditions.

27 27. In the event that the business known as Tin Roof should vacate the premises, the adjacent event  
28 space at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review,  
29 the Department of Community Development determines that the replacement use has the same  
30 use characteristics as the event space, including type of service provided, on-site consumption of  
31 beer and wine only, peak hours of activity and is in conjunction with the main restaurant. The  
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intent of this condition is to ensure that any replacement use would be part of the main restaurant and would only be allowed to serve beer and wine for on-site consumption in the event space.

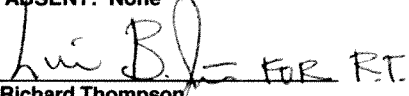
28. The on-site consumption of beer and wine for the private dining room/event space shall be limited to 8:00 AM to 12:00 AM (midnight) seven days a week and with food service only.
29. Prior to the issuance of a Certificate of Occupancy or a building final the applicant shall obtain approval from the State Department of Alcoholic Beverage Control (ABC) for the on-site consumption of beer and wine at the private dining room/event space. The applicant shall comply with all conditions of the approval. Although, the existing Tin Roof restaurant has a full liquor (Type 47) license, regardless of the type of alcohol license issued by the ABC for the new private dining room, the new area shall be limited to service of beer and wine only.
30. Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any sound or amplification system or equipment is prohibited outside.


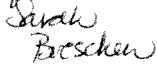
**SECTION 3.** Pursuant to Government Code Section 65009 and Code of Civil Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to such decision or to determine 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.

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 **February 8, 2012** and that said Resolution was adopted by the following vote:

**AYES: Andreani, Conaway, Gross,  
Seville-Jones, Chairperson Paralusz**

**NOES: None  
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  
FEBRUARY 8, 2012**

A Regular Meeting of the Planning Commission of the City of Manhattan Beach, California, was held on the 8th day of February, 2012, at the hour of 6:30 p.m., in the City Council Chambers of City Hall, at 1400 Highland Avenue, in said City.

**1. ROLL CALL**

Present: Andreani, Conaway, Gross, Seville-Jones, Chairperson Paralusz  
Absent: None  
Staff Present: Laurie Jester, Planning Manager  
Angelica Ochoa, Assistant Planner  
Recording Secretary, Sarah Boeschen

**2. APPROVAL OF MINUTES – January 25, 2012**

Commissioner Andreani requested that paragraph 1 on page 3 of the January 25 minutes be revised to read: “She said that the average numbers of assignees for corporate memberships is ~~2-5~~ 5 persons.”

Commissioner Andreani requested that wording be added to the last sentence of the fifth paragraph on page 4 of the minutes to read: “She said that the staff report is made available to the public at a relatively late date before hearings; however, it is available to the public at the same time it is available to Commissioners, and ~~include~~ includes a great deal of information.”

A motion was MADE and SECONDED (Seville-Jones/Gross) to **APPROVE** the minutes of January 25, 2012, as amended.

AYES: Andreani, Conaway, Gross, Seville-Jones, Chairperson Paralusz  
NOES: None  
ABSENT: None  
ABSTAIN: None

**3. AUDIENCE PARTICIPATION**

**4. PUBLIC HEARINGS**

**02/08/12-2 Consideration of a Master Use Permit Amendment to Allow the Expansion of the Existing Restaurant to Add a Private Dining Room/Event Space Area with On-Site Consumption of Beer and Wine at 3500 North Sepulveda Boulevard**

Assistant Planner Ochoa summarized the staff report.

In response to a question from Commissioner Gross, Assistant Planner Ochoa commented that the revised proposal for operating hours beginning at 8:00 a.m. for the proposed use is consistent with the Master Use Permit for the Manhattan Village mall.

In response to a question from Commissioner Conaway, Planning Manager Jester indicated that the 200 spaces leased from the City are not included in the count of 2,393 parking spaces

provided on the mall site. She commented that the mall parking lot has been restriped since the 2001 Resolution was adopted for the mall, which resulted in a change in the amount of parking.

In response to a question from Commissioner Conaway, Assistant Planner Ochoa indicated that the conditions in Maser Use Permits PC 01-27, PC 08 15 and PC 10 03 will transfer to the new Use Permit. She stated that the additional conditions that specifically apply to the private event space in the proposed draft Resolution are Conditions 26-30 on pages 7 and 8.

Planning Manager Jester pointed out that Section K, Items 1-4 in the draft Resolution reference the findings for the event space use.

In response to a question from Commissioner Conaway, Assistant Planner Ochoa said that staff feels the existing trash facilities are sufficient to accommodate the proposed special event space.

In response to a question from Commissioner Seville-Jones, Assistant Planner Ochoa stated that there is a cap included in the Master Use Permit for the mall on the amount of restaurant space and on the allowance for full alcohol service.

In response to a question from Commissioner Seville-Jones, Assistant Planner Ochoa commented that the subject area currently is built out as private event space.

In response to a question from Commissioner Seville-Jones, Planning Manager Jester indicated that the proposal is for the subject area to be used only for private events. She said, however, the space could be converted to restaurant use in the future provided that the mall has not reached the limit on the amount of restaurant space that is permitted under the Master Use Permit. She pointed out that there is not a separate designation in the Zoning Code for event space. She commented that a future proposal for restaurant use on the subject space would not necessarily come back before the Commission if it were consistent with the Master Use Permit and limited to beer and wine service only.

Commissioner Andreani pointed out that page 3 of the staff report indicates that the proposal is to convert 1,252 square feet of office space into a private event space; however, the letter from Mark Neumann to REEF included as Exhibit "B" in the staff report indicates that the proposal is to convert 1,240 square feet of office space. She commented that she would like further clarification on the exact amount of square footage that would be included for the event space.

In response to a question from Commissioner Andreani, Planning Manager Jester indicated that the A2 occupancy rating for the Tin Roof Bistro and the B occupancy rating for the existing office space are Building Code specifications which the Building and Safety Division uses to determine the number of restrooms that are required, access, and type of construction.

In response to a question from Chairperson Paralusz, Assistant Planner Ochoa said that outdoor seating is not proposed for the private event space.

Chairperson Paralusz suggested possibly clarifying the wording of the second sentence of Condition 30 which states that any outside sound or amplification system or equipment is prohibited. She said that the wording is ambiguous as to the definition of an outside sound.

Planning Manager Jester pointed out that the word "sound" is modifying the word "system" in Condition 30. She said that the wording is stating that any outdoor sound system is prohibited.

Chairperson Paralusz suggested that the wording of Condition 30 be changed to state that that any sound or amplification system or equipment is prohibited outside rather than that any outside sound or amplification system or equipment is prohibited.

In response to a question from Chairperson Paralusz, Assistant Planner Ochoa stated that a change to full alcohol service for the subject space in the future would require an amendment to the Use Permit.

In response to a question from Chairperson Paralusz, Assistant Planner Ochoa said that it would be possible to include a condition that any future request for a change of the private event space to restaurant space would come before the Commission.

In response to a question from Commissioner Gross, Assistant Planner Ochoa indicated that the reason the proposal is before the Commission is because of the expansion of the liquor license rather than because of the expansion of dining area.

Chairperson Paralusz opened the public hearing.

### **Public Input**

**Michael Simms, Jr.**, representing the applicant, said that the space as proposed would be used strictly for private events upon contract with individuals or companies. He pointed out that the special event space would be restricted to special functions and would be restricted to service of beer and wine only.

In response to a question from Commissioner Andreani, **Mr. Simms** said that the discrepancy in the measurements of the proposed event space is because the architect measures the space of the interior area and the landlord and lender measure the space from the exterior walls.

In response to a question from Chairperson Paralusz, **Mr. Simms** commented that the request for operating hours to begin at 8:00 a.m. is to accommodate breakfast meetings. He indicated that he would not have an objection to a condition requiring that any proposed change of the event space to restaurant use come before the Commission. He commented, however, that his understanding is that the Master Use Permit for the mall would allow for restaurant space that includes only beer and wine service to be permitted. He pointed out that the reason the proposal is before the Commission is because the ABC (Department of Alcoholic Beverage Control) would not allow a beer and wine license adjacent to a restaurant with a license for full alcohol service. He said that their solution to satisfy the requirements of the ABC was to request an extension of the type 47 license with a condition allowing only beer and wine only for the event space. He said that he cannot speak for the management of the mall regarding a requirement to come before the Commission with any future proposal to change the event space to restaurant use.

In response to a question from Commissioner Seville-Jones, **Mr. Simms** commented that they do not intend to schedule breakfast meetings before 8:00 a.m., and they would be comfortable with operating hours beginning at 8:00 a.m.

In response to a question from Commissioner Gross, **Mr. Simms** said that the arrangement of tables for the event space would be flexible to accommodate the needs of different groups.

In response to a question from Commissioner Gross, **Mr. Simms** said that the restrooms outside of the subject site that would be used for the event space require a code entry. He

indicated that any staff member would be able to provide guests with the code for the restrooms.

There being no member of the audience wishing to speak, Chairperson Paralusz closed the public hearing.

### **Commission Discussion**

In response to a question from Commissioner Seville-Jones, Planning Manager Jester stated that the parking ratio that is approved as part of the Master Use Permit for the mall would be sufficient to accommodate a restaurant use for the subject space. She said that the mall has more than 15,000 square feet of space that could be converted to restaurant use from retail or office use while not exceeding the cap for parking. She commented that the parking ratio is based on a mix of restaurant, retail, and office uses.

Chairperson Paralusz pointed out that the Commission will be evaluating the draft Environmental Impact Report for renovations to the mall in the near future. She commented that she expects that parking will be a large component of the draft EIR report, which would include parking for the subject property.

Commissioner Gross indicated that he is in favor of the project. He said that he likes the idea of the Master Use Permit which allows private property owners to work out details provided that they meet overall requirements. He commented that providing some flexibility allows businesses to more easily make changes to conduct business in the rapidly changing market. He commented that he supports allowing operating hours for the event space to begin at 8:00 a.m.

Commissioner Andreani stated that she supports the project and feels the draft Resolution is well written. She commented that she appreciates having the background information that was included with the staff report. She suggested that the date of the public hearing referenced in Section 1, Item A on page 1 and in Item 26 under "Special Conditions" on page 7 of the draft Resolution be changed from February 8, 2011 to February 8, 2012. She said that she would not object to changing the wording of Condition 30 on page 8 of the draft Resolution to state that that any sound or amplification system or equipment is prohibited outside. She commented that the applicant has been a good community neighbor. She said that it is preferable to have vacant commercial space become occupied.

Commissioner Conaway indicated that he echoes the comments of Commissioner Gross. He pointed out that the only reason the proposal is before the Commission is because of the proposed expansion of the alcohol permit. He indicated that parking is addressed by the Master Use Permit, which was one of his major concerns with the proposed conversion of office space to private event space. He commented that any possible additional noise does not appear to be a great concern, as the proposed private event space would be within an interior courtyard. He pointed out that staff is satisfied that any additional trash resulting from the proposed use can be contained within the existing trash area. He commented that he would support the draft Resolution as written. He said that he would echo the comments of Commissioner Andreani that the applicant has been a good community neighbor, and he is pleased to see additional investment in the community. He said that the proposed use would be a good addition to the commercial base of the City.

Commissioner Seville-Jones stated that the Tin Roof Bistro has been a great addition and has been well embraced by the community. She said that the subject property is complicated because of the separate ownership and the shared parking with the mall. She stated that it is

important that the Commission comply with the agreements that were made under the existing Master Use Permit. She indicated that she is comfortable that the proposal will not exceed the parking caps that are included under the Master Use Permit. She said that it is not the purpose of the Commission to request that all of the parking ratios for the mall be reexamined for such a small proposal, as people have relied on the existing parking ratios in making investments in that property. She commented that she feels the findings can be met to support the proposal. She indicated that she supports operating hours for the event space beginning at 8:00 a.m. She said that she would support the request of Chairperson Paralusz to change the wording of Condition 30 on page 8 of the draft Resolution to state that that any sound or amplification system or equipment is prohibited outside. She indicated that she supports the proposal.

Chairperson Paralusz indicated that she also supports the project. She commented that approval of Tin Roof Bistro was one of the first projects that she considered as a Planning Commissioner, and it has far exceeded her expectations in becoming a vibrant addition to the community. She indicated that the restaurant has blended seamlessly and has enhanced the mall property. She commented that the applicant has been a great neighbor and corporate citizen. She pointed out that there has been no opposition expressed for the subject proposal, and the restaurant has not been cited for any alcohol related violations. She stated that she agrees that the proposal meets the required findings. She said that she would support operating hours for the proposed event space beginning at 8:00 a.m. She indicated that she would like for the wording of Condition 30 on page 8 of the draft Resolution to be changed to state that that any sound or amplification system or equipment is prohibited outside in order to provide clarification.

### **Action**

A motion was MADE and SECONDED (Seville-Jones/Andreani) to **APPROVE** a Master Use Permit Amendment to allow the expansion of the existing restaurant to add a private dining room/event space area with on-site consumption of beer and wine at 3500 North Sepulveda Boulevard, with a change to allow opening at 8:00 a.m., a change to the wording of the second sentence of Condition 30 on page 8 of the draft Resolution to state: “Any ~~outside~~ sound or amplification system or equipment is prohibited outside.”; and with a change to the date of the public hearing referenced in Section 1, Item A on page 1 and in Item 26 under “Special Conditions” on page 7 of the draft Resolution from February 8, 2011 to February 8, 2012.

AYES: Andreani, Conaway, Gross, Seville-Jones, Chairperson Paralusz  
NOES: None  
ABSENT: None  
ABSTAIN: None

Planning Manager Jester 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 March 6, 2012.

### **5. DIRECTORS ITEMS**

### **6. PLANNING COMMISSION ITEMS**

In response to a question from Commissioner Gross, Planning Manager Jester indicated that staff is in the process of working with the consultant and the applicant on preparing the EIR for the renovations to the mall. She stated that public hearings will be held before the Commission and the City Council, but dates have not been set. She commented that the property owners plan to keep the existing parking ratios and still provide adequate parking for the mall. She commented that the Fry’s property is included as part of the Master Use Permit for the mall.

She said that the Fry's property was originally under separate ownership and was eventually purchased by the property owners of the mall.

**7. TENTATIVE AGENDA February 22, 2012**

A. Rotation of Planning Commissioners

**8. ADJOURNMENT**

The meeting was adjourned at 7:25 p.m. to Wednesday, February 22, 2012, in the City Council Chambers, City Hall, 1400 Highland Avenue.

SARAH BOESCHEN  
Recording Secretary


ATTEST:

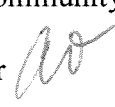
\_\_\_\_\_  
RICHARD THOMPSON  
Community Development Director



**CITY OF MANHATTAN BEACH  
COMMUNITY DEVELOPMENT DEPARTMENT**

**TO:** Planning Commission

**THROUGH:** Richard Thompson, Director of Community Development 

**FROM:** Angelica Ochoa, Assistant Planner 

**DATE:** February 08, 2012

**SUBJECT:** Consideration of a Master Use Permit Amendment to allow the expansion of the existing restaurant to add a private dining room/event space area with on-site consumption of beer and wine at 3500 N. Sepulveda Boulevard (Tin Roof)

**RECOMMENDATION**

Staff recommends that the Planning Commission conduct the 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  
1148 Manhattan Avenue, #1  
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. This property and the Manhattan Village Shopping Center have two different property owners. In November 2008, a new restaurant, Tin Roof Bistro was approved by the Planning Commission (PC 08-15). This Resolution also clarified that the subject property is included within the Manhattan Village Shopping Center entitlements. The existing Master Use Permit (PC 01-27) for the Manhattan Village Shopping Center allows future restaurants or other commercial uses at 3500 Sepulveda Boulevard with no Master Use Permit Amendment, however, the expansion of a restaurant use with alcohol requires a Use Permit Amendment. The Shopping Center is also in the process of preparing an EIR for a three phase renovation and expansion and 3500 Sepulveda is required by Resolution PC 08-15 to be included in this entitlement.

A new event space is being proposed by the applicant, Tin Roof Bistro, as an expansion of their current restaurant use. This space is a conversion of existing office space and will be used for private parties, business meetings, and special occasions. Tin Roof Bistro currently has a Type 47 alcohol license which allows service of full alcohol. This Use Permit Amendment will limit the existing alcohol license to beer and wine only for the event space. RREEF, the Manhattan Village Mall management, under a private agreement (Exhibit B), is allowing Tin Roof Bistro to expand their restaurant use to the proposed event space with on-site consumption of beer and wine only.

**EXHIBIT C  
CC MTG 3-6-12**

The following chart details the maximum square footage of restaurant and alcohol use allowed under the Master Use Permit (PC Resolution 01-27) for the Manhattan Village Shopping Center. This shows that the proposed event space of 1,252 square feet is under the amount allowed for restaurant and alcohol square footage:

<b>Restaurants:</b>	
Total Restaurants Cap	75,000
Existing Restaurants	59,933
<b>Total Available Restaurant Balance:</b>	<b>15,067</b>

<b>Alcohol:</b>	
Total liquor cap	68,000
Restaurants serving liquor	50,034
<b>Total Available Liquor Balance</b>	<b>17,966</b>

Since the subject applicant, Tin Roof, currently has a Type 47 full alcohol license and is expanding their restaurant use to include an event space with beer and wine, a use permit amendment is required per Conditions No. 13 and 14 in the Master Use Permit (PC 01-27) of the Manhattan Village Shopping Center.

**PROJECT OVERVIEW**

**LOCATION**

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

**LAND USE**

General Plan Manhattan Village  
Zoning CC, Community Commercial  
Land Use Existing Office (vacant) Proposed Expansion of restaurant to add event space with beer and wine

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> 1,252 sf office (previously vacant) under renovation) 4,375 sf restaurant (Tin Roof)	<u>Proposed</u> 1,252 sf event space  No change	
<b>Total interior</b>	19,840 sf	19,840 sf	
<u>Parking and Loading:</u>	<u>Existing</u> None on site	<u>Proposed</u> No change	<u>Required</u> 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> M-F 8:30am-5:30 pm (previously vacant office currently under renovation)	<u>Proposed</u> 11am to Midnight daily	<u>Required</u> Per Use Permit
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<u>Alcohol:</u> Restaurant (Tin Roof)	<u>Existing</u> Type 47 – Full Alcohol	<u>Proposed</u> No change	
<b>Event Space</b> of beer (Proposed)	None	Type 47 – Limited to on-site consumption of beer and wine only	

## PROJECT DESCRIPTION

### Project Site

The 3500 N. Sepulveda Boulevard building was confirmed to be included within the Master Use Permit for the Shopping Center on November 12, 2008. Additionally, a new 4,375 square foot restaurant, Tin Roof Bistro was approved by the Planning Commission (PC 08-15) and by the City Council on December 2, 2008 at the subject property. Also, a new Vintage Wine Shoppe which sells beer and wine with on-site consumption of beer and wine tastings was approved by the Planning Commission (PC 10-03) and by the City Council on July 20, 2011.

### **Tin Roof – Event Space**

The applicant, Mike Simms is proposing to expand his current restaurant, Tin Roof Bistro to an adjacent space on the first floor, to the west of the existing restaurant. The main entry is on the east side off of the Mall perimeter road with a second entry off the interior courtyard. 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.

The project would convert 1,252 square feet of interior office area to an event space for private parties, special occasions and large gatherings and will seat 68 guests by reservation only. The proposed hours of operation would be the same as for the restaurant, 11am to Midnight daily. The event space area will consist of a dining area, wine cellar and a small office. The entry to the event space area is located through the exterior courtyard. No interior access will be provided from the existing restaurant. The applicant currently has a Type 47 alcohol license which allows on-site consumption of full alcohol. The applicant would like to request to modify his current Type 47 alcohol license to include the proposed event space. The Use Permit amendment will restrict the proposed event space of 1,252 square feet to only allow on-site consumption of beer and wine consistent with the property owners private agreement with RREEF (Exhibit B).

No new signage is proposed on the plans, however, staff would condition that any new signage would be required to be consistent with the Shopping Center signs. 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**

#### **Use Permit**

The conversion of ground floor space to restaurant use is allowed per Master Use Permit Condition # 10 (PC 01-27) under the approved land uses for the subject property and per a private agreement between RREEF and the property owner. A Master Use Permit Amendment is required since the applicant is modifying the existing Type 47 alcohol license to include the event space.

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;*

The proposed project is located within the (CC) Community Commercial district. The business is in accord with the objectives of this title, and the purpose of the district in

which it is located since the proposed project is a commercial use consistent with Section 10.16.010 of the Manhattan Beach Zoning Code which states that the district is intended to provide opportunities for commercial retail uses and support facilities such as entertainment and eating and drinking establishments.

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;*

The expansion of the existing restaurant to include an event space with beer and wine, as proposed, poses no detrimental effects to the public health, safety, or welfare of persons residing or working on the proposed project site, or to the adjacent neighborhood; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the city as the site will continue to operate with mixed commercial, retail and restaurant uses, since the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions No. 13 and 14 of the Master Use Permit (PC 01-27).

The proposed location of the use and the proposed conditions under which it will be operated or maintained will be consistent with the General Plan, since the project site is classified as Manhattan Village which allows for a diverse mix of complementary commercial and business uses. Specifically, the project is consistent with the following Goals of the General Plan:

*Goal 4: Support and encourage the viability of the commercial areas of Manhattan Beach.*

*Goal 5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.*

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

The expansion of an existing restaurant to include an event space with beer and wine in an existing mix of commercial retail site is determined to be in compliance with applicable provisions of the (CC) Community Commercial zone, and the required notice, hearing and findings for the amendment to the Master Use Permit, since the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions No. 13 and 14 of the Master Use Permit (PC 01-27).

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 proposed change in use from office to event space for a restaurant will not adversely impact nearby properties as other similar uses currently exist at the site. The proposed change in use poses no increase to the parking demand in the Community Commercial zone. It is not anticipated that the addition of an event space in the existing commercial site will exceed the capacity of public services and facilities, and conditions and limitations will mitigate any potential impacts.

The Planning Commission, as part of approving the use permit amendment 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 (PC 12-02) details the required findings and conditions. This Resolution will supersede and replace all of the existing Resolutions on the site (PC 08-15 and PC 10-03). The specific conditions for this use are on page 8 of the Resolution.

### **Public Input**

A notice of the public hearing for this application was mailed to all property owners within 500 feet of the project site and was published on January 19, 2012 in the Beach Reporter. As of the writing of this report staff has not received any comments from the public.

### **Other Departments Input**

The plans and applications were distributed to other departments for their review and comments and are attached as Exhibit C. 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 Alcohol License Division stated that the service of beer and wine in the proposed event space be allowed with food service until midnight only. Also, that any entertainment not be audible beyond the subject property. 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.

## **EXHIBITS:**

- A. Draft Resolution PC 12-02
- B. Private Agreement between property owner and RREEF dated July 19, 2011
- C. Other Department Comments
- D. Project Description and plans
- E. Resolution PC 01-27 and Manhattan Village Shopping Center Area Analysis  
09-23-2003
- F. Site Inventory last updated April 2011

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**RESOLUTION NO. PC 12-02**

**RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING A MASTER USE PERMIT AMENDMENT TO ALLOW THE EXPANSION OF AN EXISTING RESTAURANT TO ADD A PRIVATE DINING ROOM/EVENT SPACE WITH ON-SITE BEER AND WINE IN AN EXISTING OFFICE BUILDING AND INCORPORATING ALL PREVIOUS SITE APPROVALS (HACIENDA OR HAAGEN BUILDING) AT 3500 SEPULVEDA BOULEVARD AVENUE (TIN ROOF)**

**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 a public hearing on February 8, 2011 to consider an application for a Master Use Permit Amendment to allow an expansion of an existing restaurant to add a private dining room, by converting an existing office space, with on-site consumption of beer and wine at subject 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 property owners are 3500 Sepulveda LLC, 13<sup>th</sup> & Crest Associates LLC, and 6220 Spring Associates, LLC.
- 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. According to the April 2011 site inventory, (attached as Exhibit F), there is 566,215 square feet of gross leasable area which requires 2,321 parking spaces. There are 2,393 parking spaces on-site, while 2,321 spaces are required leaving a surplus of 72 spaces.
- D. The subject project consists of the following: 1) Allow sale of beer and wine for on-site consumption at a separate dining area, converted from existing office space, of an existing restaurant, Tin Roof, which requires an Amendment to the Shopping Center Master Use Permit and all previous site approvals. The existing Tin Roof restaurant has a full liquor (Type 47) license, however the separate dining room/event space will be limited to beer and wine.
- E. 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.

**EXHIBIT A  
PC MTG 2-8-12**

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 owners of the subject property (3500 Sepulveda, LLC, 13<sup>th</sup> & Crest Associates, LLC and 6220 Spring Associates, 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. A Master Use Permit application was submitted on April 4, 2008, to request the approvals for: 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 required an Amendment to the Shopping Center Master Use Permit.
10. The Master Use Permit Amendment was required in April 2008 since Conditions 10-17 of Resolution PC 01-27 allow 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 Master Use Permit Amendment was 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.
11. The subject property owners 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 owners and RREEF notified the City that the Settlement Agreement indicates that pursuant to the Shopping Center Master Use Permit (PC Resolution 01-27), 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 (PC Resolution 01-27) Condition No. 7, and that such space may be converted to restaurant use under Shopping Center Master Use Permit (PC Resolution 01-27) 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 separate Master Use Permit to allow conversion of a portion of the existing office to restaurants or other commercial uses was not required. Confirmation, acknowledgement and clarification that the Master Use Permit (PC Resolution 01-27) applies to the site was required, as well as an Amendment to allow on-site consumption of alcohol at the restaurant (Tin Roof Bistro) in accordance with the existing Master Use Permit for the Shopping Center (PC

Resolution 01-27). Additionally, the City determined that with the clarification of PC Resolution 08-15, the Master Use Permit (PC Resolution 01-27) applies to the 3500 Sepulveda Property and accordingly, the property owner application for a separate Master Use Permit was administratively withdrawn.

12. On November 12, 2008, the Planning Commission adopted PC Resolution 08-15 which confirmed, clarified, and acknowledged that the Master Use Permit (PC Resolution 01-27) and other entitlements for the Shopping Center apply to the property, and b) amended the Shopping Center Master Use Permit (PC Resolution 01-27) to allow on-site consumption of alcohol at the proposed new restaurant, Tin Roof Bistro. The facts and findings for those actions are included in PC Resolution 08-15, and are still valid.
  13. On June 23, 2010, the Planning Commission adopted PC Resolution 10-03, approving a new retail wine and beer shop, Vintage Wine Shoppe, to allow beer and wine for off-site consumption with on-site consumption of beer and wine for tastings only. The facts and findings for those actions are included in PC Resolution 10-03, and are still valid.
  14. 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 allows the expansion of an existing restaurant, Tin Roof, to add a separate dining area with on-site consumption of beer and wine. These conditions supersede all previous site approvals (PC Resolution 08-15 and PC Resolution 10-03).
- K. Pursuant to Section 10.84.060 A. of the Manhattan Beach Zoning Ordinance, the following findings are made regarding the Master Use Permit Amendment 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 retail, entertainment and eating and dining establishments are permitted, subject to certain limitations to avoid adverse effects on adjacent uses. The proposed use is allowed within the existing Master Use Permit and is permitted by the underlying Community Commercial zoning district. With 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.  
  
Goal LU-4: Support and encourage the viability of the commercial areas of Manhattan Beach.

Goal LU-5: Encourage high quality, appropriate private investment in commercial areas of Manhattan Beach.

Policy LU-2.4: Support appropriate storm water 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-6.3: 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.

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

The new dining area is an expansion of an existing restaurant, is consistent with the existing uses on the site and other nearby commercial properties and the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions No. 13 and 14 of the Master Use Permit (PC 01-27). The proposed project is an upgrade of an existing commercial building. 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. The project, as conditioned will meet the findings.

3. The conversion from office to restaurant is permitted by the underlying zoning district and Master Use Permit (PC Resolution 01-27) and the proposed event space of 1,252 square feet is under the allowed amount of total restaurant square footage of 75,000 square feet and allowed alcohol of 68,000 square feet per Conditions 13 and 14 of the Master Use Permit; and a Use Permit Amendment for an expansion of the restaurant with on-site consumption of beer and wine is required. 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 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.
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 for a private dining room/event space with on-site consumption of beer and wine will be located within the existing building footprint in an existing area that was previously an office, 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. 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 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.

- L. 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.
- M. 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, 2002 constitutes the entitlements for the subject site.

**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 substantial compliance with the plans and project description submitted to and approved by the Planning Commission. 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 are 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. 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, Tin Roof, 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 format, and information provided with Exhibit A (Manhattan Village Shopping Center Area Analysis as of April 2011) 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.

8. 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 the EIR for the 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 (PC Resolution 08-15).

#### 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.

#### Parking and Circulation

11. 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.

#### Signage

12. 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 – Tin Roof (PC Resolution 08-15)**

13. 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.
14. 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 private dining room/event space. The applicant shall comply with all conditions of the approval.
15. 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.

16. 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 (recorded 3/12/2009). The property owner shall cooperate fully with the City in the future roadway widening.
17. A mop sink will be required to be installed in accordance with Public Works standards.

**Special Conditions – Vintage Shoppe (PC Resolution 10-03)**

18. The project shall be in substantial conformance with the plans and project description submitted to, and approved by the Planning Commission on June 23, 2010, except as modified by these conditions.
19. In the event that the business known as Vintage Shoppe should vacate the premises, the tenant space Suite 140 at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as the wine shop, including type of service provided, and peak hours of activity. The intent of this condition is to ensure that any replacement retail tenant, if exercising a Type-42 ABC license for on-site consumption of beer and wine and Type-20 ABC license for sale of beer and wine for off-site consumption, would be a use similar to the Vintage Shoppe.
20. The on-site wine tasting shall be conducted only in the designated area (maximum area of 100 square feet) from Monday to Saturday 11am to 9pm and 11am to 8pm on Sunday and shall have no seating furniture, tables or fixtures. No exterior tables or seating will be allowed. The wine counter shall be the only level surface for placing wine glasses, and other wine tasting items. The “wine sampling designated area” shall include customers, employees, serving, sampling and associated support use. Wine tasting shall be limited to a maximum of five (5) one ounce sips per person. Sips shall be poured only by store employees. No direct exterior access from the wine sampling area shall be allowed. No special events, wine tasting parties or similar functions will be allowed, with the exception of winemaker events, visits and presentations.
21. The wine tasting and area will be restricted only to patrons at least 21 years in age and not become a “wine bar” use. Persons under 21 years of age are not allowed within the wine cellar.
22. The applicant shall obtain approval from the State Department of Alcoholic Beverage Control and shall comply with all related conditions of approval.
23. Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any outside sound or amplification system or equipment is prohibited.
24. The project will comply with all other conditions and remain effective as stated in this Master Use Permit Amendment (PC 10-03) approved June 23, 2010.
25. A mop sink will be required to be installed in accordance with Public Works standards.

**Special Conditions – Tin Roof – Separate private dining room/event space with beer and wine**

26. The project shall be in substantial conformance with the plans and project description submitted to, and approved by the Planning Commission on February 8, 2011 except as modified by these conditions.

27. In the event that the business known as Tin Roof should vacate the premises, the adjacent event space at 3500 Sepulveda Boulevard, may be occupied by another similar use, if upon its review, the Department of Community Development determines that the replacement use has the same use characteristics as the event space, including type of service provided, on-site consumption of beer and wine only, peak hours of activity and is in conjunction with the main restaurant. The intent of this condition is to ensure that any replacement use would be part of the main restaurant and would only be allowed to serve beer and wine for on-site consumption in the event space.
28. The on-site consumption of beer and wine for the private dining room/event space shall be limited to the hours of operation as the main restaurant, 11:00 AM to 12:00 AM (midnight) seven days a week and with food service only.
29. 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 on-site consumption of beer and wine at the private dining room/event space. The applicant shall comply with all conditions of the approval. Although, the existing Tin Roof restaurant has a full liquor (Type 47) license, regardless of the type of alcohol license issued by the ABC for the new private dining room, the new area shall be limited to service of beer and wine only.
30. Noise emanating from the site shall be in compliance with the Municipal Noise Ordinance. Any outside sound or amplification system or equipment is prohibited.

**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.

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 **February 8, 2012** and that said Resolution was adopted by the following vote:

**AYES:**  
**NOES:**  
**ABSTAIN:**  
**ABSENT:**

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**Richard Thompson**  
Secretary to the Planning Commission

---

**Sarah Boeschen**  
Recording Secretary





July 19, 2011

VIA E-MAIL

Mr. Mark English  
RREEF America REIT II CORP BBB  
101 California Street, Suite 2600  
San Francisco, CA 94111-5836

RE: 3500 Sepulveda Blvd., Manhattan Village Mall, Manhattan Beach, CA

Dear Mark,

The City of Manhattan Beach would like your acknowledgement that beer and wine only is allowed to be served under the terms of our settlement agreement, dated October 8, 2008, in the 1,240 square foot private dining room area of the Tin Roof Bistro, per the terms of our settlement agreement summarized below;

*Use of Ground Floor Space of Hacienda Building for Office, Medical, Retail and/or Restaurant Use.* As a means of avoiding potential litigation between the Parties, and between the Parties and the City, RREEF agrees not to object to the use of some or all of the 11,902 square feet on the ground floor of the Hacienda Building as office, medical, and/or retail use pursuant to Condition 7 of the MUP, and not to object to the conversion of the use of such ground floor space for Restaurant Use pursuant to Condition 10 of the MUP; provided, however, that such agreement shall not be construed as an acknowledgement by RREEF that, in the absence of this Agreement, 3500 Sepulveda is entitled to utilize either Condition 7 of the MUP or the MUP Conversion Provision. 3500 Sepulveda agrees that not more than 4,375 square feet of the ground floor space approved for Restaurant Use herein may have full alcohol service, and that not more than an additional 1,515 square feet of the ground floor space approved for Restaurant Use herein may provide service of beer and wine only, which is incidental to, and in conjunction with, the service of food.

Sincerely,

3500 SEPULVEDA LLC, 13th & CREST ASSOCIATES, LLC, and 6220 SPRING ASSOCIATES, LLC, as tenants-in-common.

Mark Neumann  
Authorized Agent

Acknowledged:


By: Mark English  
Its: Vice President  
Dated: 7/21/2011

**EXHIBIT B**  
PC KH. 2/8/2012

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**Manhattan Beach Police Department**  
**MEMORANDUM**

September 6, 2011

**To:** Laurie Jester, Planning Manager  
**From:** Chris Vargas, Sergeant   
**Subject:** Tin Roof, 3500 N Sepulveda Blvd.

As part of the review process for proposed changes to the Use Permit for the Tin Roof, located at 3500 N. Sepulveda Blvd., the Police Department was asked to evaluate the request.

The applicant is requesting the City to approve a change in the Use Permit to allow expansion of the location and to allow beer and wine sales in the expanded area. The location is currently licensed by the Department of Alcoholic Beverage as a type 47 establishment, which authorizes the sale of beer, wine and distilled spirits for consumption on the licensed premises and must operate and maintain as a bono fide eating place. Minors are allowed on the premises.

It is Staff's opinion that if the request is approved, the number of customers will not increase measurably, the change will not have an impact on traffic, parking or the quality of life in the adjoining residential or commercial area. There are no schools in the area.

An inquiry with the Department of Alcoholic Beverage Control revealed that the business has not had any alcohol related violations since the original license issue date of May 2009. This business does not have a record of being detrimental to the public health, safety or welfare of persons residing or working in or adjacent to the neighborhood.

Based on the above, the Manhattan Beach Police Department does not oppose the approval of the proposed application for Tin Roof and does not recommend any changes to the proposed use permit but would propose the following conditions;

- Entertainment is not to be audible beyond the licensed premises
- Service of alcohol shall be with food service during all hours of operation
- Hours of operation should not be later than midnight, daily.



**CITY OF MANHATTAN BEACH  
DEPARTMENT OF COMMUNITY DEVELOPMENT**

**TO:** See distribution below

**FROM:** Angela Soo, Executive Secretary  
(Angelica, Planner)

**DATE:** August 30, 2011

**SUBJECT:** **Review Request for Proposed Project at:**  
**3500 N SEPULVEDA BLVD.**

**Master Use Permit Amendment / Expansion of Restaurant to the  
Private Dining Room to Allow Beer & Wine Sales**

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 **SEPTEMBER 14, 2011** we will conclude there are no conditions from your department.

**Comments/Conditions (attach additional sheets as necessary):**

- 1. ALL WORK IS TO COMPLY W/ 2010 CBC, CPC, CMC, CEC, CFC & CAL Green Code Amendments
- 2. ENSURE PLUMBING FIXTURES MEET 2010 CPC REQUIREMENTS.

<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Building Div.	<input type="checkbox"/> Yes / <input type="checkbox"/> No	City Attorney
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Fire Dept	<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Police Dept.:
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Public Works (Roy)	<input type="checkbox"/>	Traffic
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Engineering (Steve F)	<input type="checkbox"/>	Detectives
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Waste Mgmt (Anna)	<input type="checkbox"/>	Crime Prevention
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Traffic Engr.(Jack)	<input checked="" type="checkbox"/>	Alcohol License (Chris Vargas)

3. Proposed Area is TO BE FULLY H/C ACCESSIBLE.

*Jan K*

9/20/11

City of Manhattan Beach  
Department of Public Works  
Memorandum

AD

**To:** Angela Soo, Planning Division Secretary  
**Through:** Jim Arndt, Director of Public Works *JA*  
**From:** Steve Finton, City Engineer *SF*  
Roy Murphy, Public Works Inspector (310) 802-5306 *RM*  
3621 Bell Avenue, Manhattan Beach CA 90266  
**Subject:** 3500 N. Sepulveda Blvd.  
**Date:** September 16, 2011

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 September 16, 2011 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 mop sink must be installed and shown on the plumbing plan.
- \_\_\_\_\_ 3. 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.
- \_\_\_\_\_ 4. A grease interceptor must be installed and placed into a maintenance program with regular inspections and removal of grease buildup.
- \_\_\_\_\_ 5. 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.**
- \_\_\_\_\_ 6. 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
- \_\_\_\_\_ 7. 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

**CITY OF MANHATTAN BEACH  
DEPARTMENT OF COMMUNITY DEVELOPMENT**

**TO:** See distribution below

**FROM:** Angela Soo, Executive Secretary  
( \_\_\_\_\_, **Planner**)

**DATE:** August 30, 2011

**SUBJECT:** **Review Request for Proposed Project at:**  
  
**3500 N SEPULVEDA BLVD.**

**Master Use Permit Amendment / Expansion of Restaurant to the  
Private Dining Room to Allow Beer & Wine Sales**

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 **SEPTEMBER 14, 2011** we will conclude there are no conditions from your department.

Comments/Conditions (attach additional sheets as necessary):

*- Will changes trigger a T.I. for fire suppression?  
9/1/11*

<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Building Div.	Yes / No	City Attorney
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Fire Dept	<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Police Dept.:
<input checked="" type="checkbox"/> Yes / <input type="checkbox"/> No	Public Works (Roy)	_____	Traffic
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Engineering (Steve F)	_____	Detectives
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Waste Mgmt (Anna)	_____	Crime Prevention
<input type="checkbox"/> Yes / <input type="checkbox"/> No	Traffic Engr.(Jack)	<input checked="" type="checkbox"/>	Alcohol License (Chris Vargas)

# Simms Restaurants

1148 Manhattan Avenue, #1 | Manhattan Beach | California | 90266 | Ph: 310-546-6250 | Fax 310-546-6188

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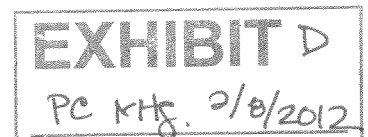
City of Manhattan Beach Use Permit Application Item #7:  
Complete written description.

Tin Roof Bistro is a casual Wine Country Bistro. Tin Roof Bistro is located in the Northwest corner of the Manhattan Village Mall at 3500 N. Sepulveda Blvd in Manhattan Beach, California.

Tin Roof Bistro serves lunch daily from 11 am to 4 pm. Dinner is served from 4pm to midnight. Peak hours are 11:30 to 2:30 and 6:00 to 9:00 daily.

The private dining room is available by reservation only during normal business hours and seats up to 68 guests. The private dining room can be used for private parties, business meetings, and other large groups and special occasions. The room is separated from the main dining room and the outside patio, and doors remain closed to allow for privacy and minimize disruption to guests.

The private dining room located at Tin Roof Bistro will make all the required findings under 10.84.060 (A) by making it a priority as part of the daily business plan.





# ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH  
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: \_\_\_\_\_

### APPLICANT INFORMATION

Name: MIKE SIMMS  
Address: 3500 N. Sepulveda Blvd.  
Phone number: 310-546-6250  
Relationship to property: Leasee

Contact Person: Amy Wade  
Address: 1148 Manhattan Ave #1  
Phone number: 310-546-6250  
Association to applicant: Assistant

### PROJECT LOCATION AND LAND USE

Project Address: 3500 N. Sepulveda Blvd. #100

Assessor's Parcel Number: 4138-020-014

Legal Description: Restaurant

Area District, Zoning, General Plan Designation: M N C C

Surrounding Land Uses:

North Vacant, Commercial

West Commercial, Utility Pump

South Commercial

East Commercial (misc.)

Existing Land Use: Office building, Commercial

### PROJECT DESCRIPTION

Type of Project: Commercial  Residential \_\_\_\_\_ Other \_\_\_\_\_

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

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: \_\_\_\_\_

restaurant, private dining room, 11:00am-midnight daily, seats 252 total (4 areas), wine cellar/room, kitchen = 1500 SF, 2216 Interior / 40 employees, \$4.5 m SALED annually, interior storage

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:	3500 Scpulveda Blvd			
Building Floor Area:	5379 SF			
Height of Structure(s)	31'-5"			
Number of Floors/Stories:	2			
Percent Lot Coverage:	N/A			
Off-Street Parking:	N/A			
Vehicle Loading Space:	N/A			
Open Space/Landscaping:	N/A			
Proposed Grading:	N/A			
Cut				
Fill				
Balance				
Imported				
Exported				

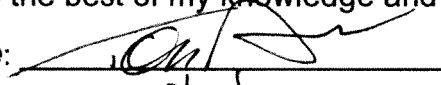
Will the proposed project result in the following (check all that apply):

- | <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 type="checkbox"/> | <input checked="" type="checkbox"/> | An increase in fuel consumption?   |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | A relationship to a larger project, or series of projects?   |

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

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

**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: 8/23/11  
 Revised 7/97

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**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.
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 “30<sup>th</sup> 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,

## RESOLUTION PC 01-27

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**

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**RICHARD THOMPSON**  
Secretary to the Planning Commission

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**Sarah Boeschen**  
Recording Secretary

**Manhattan Village Shopping Center Area Analysis**

09/23/2003

<u>Tenant</u>	<u>Address/ Tenant Space</u>	<u>Permit No.</u>	<u>Area</u>	<u>Comments</u>
<i>Large Retail</i>				
Macy's Women's	3400		108,977	
Macy's Men/Home	3100		67,077	
<b>Sub-Total</b>			<b>176,054</b>	
<i>Mid Size Retail</i>				
Ralphs	2700		43,400	
Savon	2900		25,500	
<b>Sub-Total</b>			<b>68,900</b>	
<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 prmit 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	
<b>MALL SHOPS</b>				
T-Mobile	3200/A1	03-00721	1,910	gla from ti 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 2111
Lucy's	3200/C4	02-03085	2,200	lease 2,111
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	3,577	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	gfa 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	
<b>Sub-Total</b>			<b>127,592</b>	
<u>Medical Office</u>				
<b>Sub-Total</b>			<b>19,066</b>	
<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	
<b>Sub-Total</b>			<b>54,909</b>	
<u>Theater</u>	3560			
<b>Sub-Total</b>			<b>17,500</b>	
<u>Restaurant</u>				
Surf City Squeeze	3564		1,210	no alcohol
Baja Fresh	3562		1,323	alcohol
Koo Koo Roo	3294		2,869	no alcohol
China Grill	3282		2,416	alcohol
California Pizza Kitchen	3280		7,250	alcohol
Islands	3200/D1		5,910	alcohol
Tacone restaurant	3200/B-3	02-01315	441	200 sf remote storage
L.A. Food Show	3212-A	02-04119	7,000	type 47 alcohol, outdr din
East Coast Bagel	3012		1,406	no alcohol, outdoor dining
Coffee Bean & Tea Leaf	3008		608	no alcohol
Robeks	3000		1,106	no alcohol
Reed's Restaurant	2640	03-01717	2,217	alcohol
Chili's	2620-B	02-03363	6,520	type 47 alcohol
Coco's	2620		6,927	alcohol
Olive Garden	2610		8,500	alcohol
Corner Bakery	3208-B	02-04008	2,999	outdoor dining, no alcohol
<b>Sub-Total</b>			<b>58,702</b>	
<b>TOTAL ACTUAL</b>			<b>522,723</b>	
<b>TOTAL PERMITTED BY MUP</b>			<b>525,410</b>	
<b>BALANCE REMAINING</b>			<b>2,687</b>	

**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)

**Manhattan Village Shopping Center**

**Leasable Area Tabulation**

Tenant	Space Number	square feet
<b>Macy's Buildings</b>		
Macy's Main Store	M1	108,977
Macy's Men's & Home	M2	67,077
<b>Sub Total Macy's</b>		<b>176,054</b>
<b>Mall Shops</b>		
Janie & Jack	A1	1,895
Gymboree	A2	2,144
Aerosoles	A4	1,086
Secret to Beauty	A5	2,158
Express	A6	6,592
Williams Sonoma	A10	5,332
Pottery Barn	B1	10,452
Pottery Barn Kids	B2	7,271
Sephora	C2	4,420
Harry & David	C3	2,111
Lucy's	C4	2,200
Vacant	C5	2,158
Ann Taylor Loft	C8	5,428
Victoria's Secret	C10	6,000
The Walking Co.	C12	1,379
Hallmark	C14	2,917
Angl	C15	1,624
Gigi's	D3	955
J. Jill	D4	2,907
Apple	D6	3,985
Bath & Body	D8	2,818
Lady Footlocker	D9	1,709
Francesca's	D10	870
Origins	D12	900
Thee Cutlery	E1	294
Prestige Jewelers	E2	815
Godiva	E3	627
Stein Optical	E4	1,885
Claire's	E5	726
White House Black Market	E6	1,498
Vacant	E8	3,594
The Gap	E10	8,431
Vacant	E14	2,571
Talbot's/Talbot's Petites	E18	6,470
Engravable U	W1	200
Sunglass Hut	W3	150
<b>Mall Shops</b>		<b>106,572</b>
Tacone	B3	R 305
Islands	D1	L 5,222
Viki Café (prior Veneto)	D11	R 580
<b>Mall Restaurants</b>		<b>6,107</b>
<b>Village Shops</b>		
<u>Retail</u>		
UNA	3212 (Suite B)	744
Tommy Bahama's	3208 (Suite A)	3,700
Coach	3208 (Suite B)	2,580
<i>Sub Total</i>		<i>7,024</i>
<u>Restaurants</u>		
LA Food Show	3212 (Suite A)	L 7,000
Corner Bakery	3208 (Suite C)	R 3,000
<i>Sub Total</i>		<i>10,000</i>
<b>Sub Total Village Shops</b>		<b>17,024</b>
<b>Total Macy's, Mall and Village</b>		<b>299,650</b>

Tenant	Space Number	square feet
<b>Neighborhood Center</b>		
<u>Anchors</u>		
Ralph's	2700	43,278
Sav-On	2900	25,500
<i>subtotal</i>		<i>68,778</i>
<u>Retail</u>		
Corner Cleaners	2660 (M2)	2,042
Jenny Craig	2970 (K1)	2,000
Super Sports	2930 (K2)	4,973
SuperCuts	2920 (K6)	1,220
<i>subtotal</i>		<i>10,235</i>
<u>Restaurants</u>		
Open Sesame (was Reeds)	2640 (M1)	L 2,217
<b>Sub Total Neighborhood Center</b>		<b>81,230</b>
<b>Freestanding Commercial</b>		
<u>Retail</u>		
Great Earth Vitamins	3010 (S1)	1,106
See's Candies	3004 (S2)	1,216
Diane's Swimwear	(H1)	1,500
<i>subtotal</i>		<i>3,822</i>
<u>Restaurants</u>		
Coffee Bean & Tea Leaf	3008 (S3)	R 1,216
California Pizza Kitchen	3280 (J1)	L 5,750
China Grill	3282 (H2)	L 2,000
Koo Koo Roo	3294 (J2)	R 2,369
East Coast Bagel	3012 (S4)	R 1,106
<i>subtotal</i>		<i>12,441</i>
<b>Sub Total Freestanding Commercial</b>		<b>16,263</b>
<b>Out Parcels - Commercial</b>		
<u>Anchors</u>		
Cinema	3560 (X2)	17,500
Fry's		46,200
<i>subtotal</i>		<i>63,700</i>
<u>Commercial</u>		
US Bank	3300 (V)	5,000
Wells Fargo	3110 (U)	8,000
Bank of America	3016 (T)	7,650
Union Bank	2910 (R)	6,250
Citibank	2710 (Q)	4,661
Chase	2600 (P)	4,590
<i>subtotal</i>		<i>36,151</i>
<u>Restaurants</u>		
Baja Fresh	3562 (X3)	R 1,323
Joey's Smokin' BBQ	3564	L 1,105
Olive Garden	2610 (O)	L 8,500
Coco's	2620 (N1)	L 7,345
Chili's	2622 (N2)	L 6,520
<i>subtotal</i>		<i>24,793</i>
<b>Sub Total Out Parcels</b>		<b>124,644</b>
<b>Out Parcels - Office / Food</b>		
Medical Bldg.	(X1)	19,965
Hacienda Office Bldg.	3500	13,981
Tin Roof Bistro	restaurant	L 4,375
Susie cakes	retail	1,484
<b>Sub Total OP's</b>		<b>39,805</b>
<i>Inventory as of April, 2011</i>		

TOTALS	by bldg cluster:
Macy's, Mall and Village Shops	299,650
Neighborhood Center	81,230
Commercial Out Parcels	140,907
Office Out Parcels	39,805
<b>Total Manhattan Village GLA</b>	<b>561,592</b>

By user type:	
Macy's Buildings	176,054
Retail Anchors (3)	114,978
Cinema	17,500
Retail Shops	127,653
Restaurants **	59,933
Banks Outparcels	36,151
Office	33,946
<b>Total Manhattan Village GLA</b>	<b>566,215</b>

Restaurants	
Liquor serve SF cap:	68,000
Restaurants serving liquor	50,034
Liquor serve SF balance:	17,966
Not serving liquor max SF	24,966
Not serving liquor current	9,899
Non-liquor avail SF balance:	15,067

** Restaurants serving liquor	50,034
Restaurants not serving liquor	9,899
<b>Restaurant SF:</b>	<b>59,933</b>
Total Rest SF Cap:	75,000
Restaurant SF:	59,933
<b>Restaurant SF balance:</b>	<b>15,067</b>