

## Mark Neumann

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**From:** Mark Neumann <mark@columbiadevelopmentgroup.com>  
**Sent:** Wednesday, June 26, 2013 4:51 PM  
**To:** 'qbarrow@citymb.info'  
**Cc:** 'Laurie B. Jester'; 'Richard Thompson'; Rizika (Richard.Rizika@cbre.com)  
**Subject:** Manhattan Village Mall Expansion

**Importance:** High

Tracking:	Recipient	Read
	'qbarrow@citymb.info'	
	'Laurie B. Jester'	
	'Richard Thompson'	Read: 6/26/2013 4:51 PM
	Rizika (Richard.Rizika@cbre.com)	
	Quinn M. Barrow	Read: 6/26/2013 4:51 PM

Mr. Barrow,

The public notice for Tonight's Planning Commission was mailed on 6-12-13. A revision to the Master Land Use Application Form and the Environmental Information Form, dated 6-19-13, is referenced in the agenda for Hearing item 6.

Manhattan Village Shopping Center Enhancement Project, Final Environmental Impact Report (FEIR), Master Use Permit Amendment, Variance Building Height), and Sign Exception/Sign Program, located on the east side of Sepulveda Boulevard between Rosecrans Avenue and Marine Avenue (2600-3600 North Sepulveda Boulevard, and 1220 Rosecrans Avenue).

This is a violation of the notice requirements for this hearing. Written comments were required by June 17, 2013. Two days before the date of the Applicant's the Master Land Use Application Form and the Environmental Information Form, dated 6-19-13.

**I request that you delay tonight's hearing** on this matter until proper public notice has been given on;

the Manhattan Village Shopping Center Enhancement Project, Final Environmental Impact Report (FEIR), Master Use Permit Amendment, Variance Building Height), and Sign Exception/Sign Program, located on the east side of Sepulveda Boulevard between Rosecrans Avenue and Marine Avenue (2600-3600 North Sepulveda Boulevard, and 1220 Rosecrans Avenue).

Thank you,



Mark Neumann  
3500 Sepulveda, LLC & 13<sup>th</sup> & Crest Associates, LLC  
PO BOX 3357  
Manhattan Beach, CA 90266-1357  
V 310-546-5151  
F 310-546-7676

Distributed AT  
June 26, 2013  
PC meeting



June 26, 2013

Mr. Charles Fancher

Fancher Partners LLC

Newport Plaza

895 Dove Street, 3<sup>rd</sup> Floor

Newport Beach, CA 92660

Re: Manhattan Village Shopping Center

Dear Chuck:

Macy's has received a copy of the Manhattan Village Staff Report dated June 26, 2013, in which Ms. Jester recommends to Planning Commission the relocation of 50 parking spaces from the North Deck to the Northeast Deck, which deck would be constructed as part of RREEF's phase II development. Macy's is concerned about diminished parking to the North Deck. As indicated in Harry Koehler's (Macy's VP, Site Planning and Traffic) letter to you on May 22, 2013, parking along the Sepulveda Boulevard side of the project is already designed at less than 3.75 parking stalls per 1,000 square feet of building area. The reduction of another 50 stalls from the Sepulveda facing North Deck, further diminishes this ratio. As such, any recommendations to redistribute parking without consideration to planned building areas and parking ratios, will result in inadequate parking availability. Thus Macy's believes a reduction in parking stalls to the North Deck will have a detrimental impact on the business operation and shopping experience at the Manhattan Village Shopping Center.

Sincerely,

Kelvin Peyton

Macy's Real Estate

7 West Seventh Street, Cincinnati, OH 45202

Distributed  
at June 26, 2013  
Planning  
Commission  
meeting

## Chuck Fancher

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**From:** Amber Richane <Amber.Richane@callison.com>  
**Sent:** Wednesday, June 26, 2013 11:40 AM  
**To:** 'Mark English'; 'Chuck Fancher'  
**Subject:** RE: MVSC - Commission questions

Also, we don't expect the footings to be more than 5' probably 3-4' down.

**Amber L.G. Richane, CSBA, LEED AP (BD+C & ND)**  
Director  
[amber.richane@callison.com](mailto:amber.richane@callison.com)

**CALLISON**  
1453 THIRD STREET PROMENADE #400  
SANTA MONICA, CALIFORNIA 90401  
T 1 310 394 8460 F 1 310 394 4970

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**From:** Laurie B. Jester [<mailto:ljester@citymb.info>]  
**Sent:** Wednesday, June 26, 2013 10:58 AM  
**To:** 'Mark English'; 'Chuck Fancher'; Amber Richane  
**Subject:** MVSC - Commission questions

Please be prepared to respond tonight

thanks

How deep will foundations for new parking structures go? I am not sure of the depth of the footings. I will ask the developer to address that at the meeting

S. 2. h. (page 13) "The proposed maximum height of 56 feet is limited to a few elevator overruns...." How many elevators? The Building Code will require 1 per structure, maybe 2 or 3. I will need to ask the architect.

**Laurie B. Jester**  
Planning Manager  
P: (310) 802-5510  
E: [ljester@citymb.info](mailto:ljester@citymb.info)



Distributed  
at 6/26/13  
P.C. meeting

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This message is private or confidential. If you are not the person for whom this message is intended, please delete it, notify me immediately, and do not copy or send this message to anyone else.

## Chuck Fancher

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**From:** Amber Richane <Amber.Richane@callison.com>  
**Sent:** Wednesday, June 26, 2013 11:31 AM  
**To:** 'Mark English'; 'Chuck Fancher'  
**Subject:** RE: MVSC - Commission questions

Answers for question 2 as the plans currently show:

VSC = North Deck = ~~1~~<sup>2</sup> (at Macy's Fashion) *Do we need one near Hacienda or the VSC entry corridor between Bldg B and C?*

South Deck = 1 (Near Macy's Mens) *unless we want another near the valet??*

NEC = Northeast Deck = ~~1~~<sup>2</sup> (Connects Lower Level with the deck) *Do we want one at Macy's Fashion Bridge??*

Macy's Bldg Expansion = 1 (wherever Macy's wants it when they store plan)

Even though NWC is not a part...the Northwest Deck = 1 (to connect the levels)

Let me know what else you need.

-A

**Amber L.G. Richane, CSBA, LEED AP (BD+C & ND)**  
Director  
[amber.richane@callison.com](mailto:amber.richane@callison.com)

**CALLISON**  
1453 THIRD STREET PROMENADE #400  
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S. 2. h. (page 13) "The proposed maximum height of 56 feet is limited to a few elevator overruns...." How many elevators? The Building Code will require 1 per structure, maybe 2 or 3. I will need to ask the architect.

**Laurie B. Jester**  
Planning Manager  
P: (310) 802-5510

Distributed at  
6/26/13  
P.C. meeting

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
**Planning Commission Hearing | June 26, 2013**

	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
4	<p><b>Review.</b> All provisions of the Master Use Permit, Variance, and/or Sign Program/Exception are subject to review by the Community Development Department six months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Master Use Permit, Variance, and/or Sign Program/Exception for the purposes of revocation or modification, subject to the provisions in Chapter 10.84.090 - Lapse of approval—Transferability—Discontinuance—Revocation of the Manhattan Beach Municipal Code. <del>If the Director of Planning Commission [sic] determines that the project is creating traffic or land use impacts that were not anticipated in the EIR, additional conditions may be impose after providing notice to the applicant and a public hearing thereon.</del></p>	<ul style="list-style-type: none"> <li>• Delete strikethrough portion of Condition No. 4               <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's impacts to traffic and land use are less than significant</li> <li>○ The Conditions impose additional requirements on development and use of the Property</li> <li>○ The need for further environmental review of traffic and land use impacts after a project is approved is only triggered if additional discretionary approvals are required</li> </ul> </li> </ul>
13a	<p><b>Phase I (Village Shops)</b> can only proceed if:</p> <p>a. The North parking structure is revised to reduce the size and visual impact of the appearance of the parking</p>	<ul style="list-style-type: none"> <li>• Delete Condition No. 13a               <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's parking</li> </ul> </li> </ul>

<sup>1</sup> This matrix provides a summary of certain of RREEF's proposed, substantive modifications to the draft Conditions of Approval. This matrix is not an exhaustive summary of the proposed, substantive modifications to the draft Conditions of Approval. Rather, provides a summary of the most significant, substantive modifications. RREEF has many additional, substantive modifications to draft Conditions of Approval that are not reflected in this matrix. RREEF respectfully request that the Planning Commission direct Staff to work with the Applicant on modifications to the draft Conditions of Approval.

<sup>2</sup> If only a portion of the draft Condition language is proposed to be deleted, that portion of the Condition language is in ~~strikethrough~~. If only a portion of the draft Condition language is proposed to be modified, that portion of the Condition language is underlined.

*Distributed at  
 June 26, 2013  
 Planning Commission meeting*

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
**Planning Commission Hearing | June 26, 2013**

	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>structure by stepping the top level back on the west side, away from Sepulveda Boulevard, adjacent to the 3500 Sepulveda Boulevard building, or other design as determined by the Director of Community Development to minimize the impact and reduce on-site parking in Phase I. This shall reduce the size of the parking structure by a minimum of 50 spaces. The parking should be added to Phase II- Northeast Corner, and this parking structure may be constructed as a 3-level structure as part of Phase II.</p>	<p>and aesthetic impacts are less than significant</p> <ul style="list-style-type: none"> <li>○ Analysis by the Applicant and the City's traffic consultant neither recommended a reduction in the number of parking spaces in Phase I nor a reduction in the number of parking spaces in the Phase I north parking structure by 50 parking spaces</li> <li>○ The 50 parking spaces proposed to be reduced in Phase I are required in the Phase I north parking structure to provide sufficient parking spaces for existing and new tenants within the Core portion of the Shopping Center property <ul style="list-style-type: none"> <li>▪ A further reduction of the 3.7 parking spaces per 1,000 square feet of gross leasable area would be harmful to the Shopping Center parking</li> </ul> </li> <li>○ Staff previously proposed a reduction of 100 parking spaces, which was not supported by several Planning Commissioners</li> </ul>
14c	<p><b>Phase II (Northeast corner)</b>, can only proceed if:  c. An additional approximate 50 parking spaces (removed from Phase I) are added to the parking structure adjacent to the north side of the new Macy's Department store. This could include the addition of a third level on the structure.</p>	<ul style="list-style-type: none"> <li>• Delete Condition No. 14c <ul style="list-style-type: none"> <li>○ See summary of proposed, substantive modifications to Condition No. 13c</li> </ul> </li> </ul>
14f	<p><b>Phase II (Northeast corner)</b>, can only proceed if:</p>	<ul style="list-style-type: none"> <li>• Delete Condition No. 14f</li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
**Planning Commission Hearing | June 26, 2013**

	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>f. The Master Use Permit Amendment and any other required land use applications for Phase III-Northwest corner, including a construction schedule, shall be approved by the City prior to the issuance of building permits for Phase II.</p>	<ul style="list-style-type: none"> <li>○ Pursuant to Condition No. 15, Phase III is not a part of this approval; accordingly, the Conditions should not impose requirements on the Applicant related to Phase III</li> <li>○ The Applicant, as a private property owner, should be entitled to develop and use the property pursuant to the EIR and the Conditions based on market factors and in accordance with the Use Permit timeframes</li> <li>○ Requiring that a future Phase III be approved by the City prior to issuance of building permits for Phase II makes the Macy's Expansion / Consolidation materially less feasible given the potential uncertainties in the public process and the timeline and expense for the Applicant and Macy's to complete architectural design and engineering for Phase II</li> </ul>
32	<p><b>Package Holding and Delivery.</b> The Project shall provide a package holding and delivery service for customer use for purchases at all tenants throughout the Mall. The Plan for the secure location and operation of the service shall be subject to the City Police Department review and comments and the Community Development Department review and approval. The intent of this condition is for security and convenience as well as to promote walking, biking and transit use by giving customers options for transporting purchases to their destination. The applicant shall submit Plans to the City</p>	<ul style="list-style-type: none"> <li>● Delete Condition No. 32 <ul style="list-style-type: none"> <li>○ The Applicant, as the Shopping Center owner, and Jones Lang LaSalle, the Shopping Center manager, have determined – based on their experience owning and operating shopping centers – that a package holding and delivery service would not be sufficiently utilized to warrant a package holding and delivery service for the Shopping Center</li> <li>○ The Applicant is not qualified to provide logistics</li> </ul> </li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
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	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>Police and Community Development Departments with the submittal of plans for Phase I. The City will review and comment/approve the Plan, and the applicant shall install the improvements per the approved Plan prior to the issuance of the first building final for Phase I.</p>	<ul style="list-style-type: none"> <li>○ or services for package holding and delivery</li> <li>○ Provision of package holding and delivery services would impose an unreasonable economic impact</li> </ul>
38	<p><b>Electric Vehicle (EV) Charging.</b> The applicant shall install and maintain for public use, EV parking/charging stations throughout the parking lots and/or parking structures, provided at a ratio of a minimum of 2% of the total on-site parking spaces. The stations shall provide a Level 2 charging capacity (208-240 volts), may charge prevailing rates for the purchase of the energy, and the parking spaces will be designated for the exclusive use of EV charging. <u>The applicant shall install and maintain solar panel structures for energy generation and to provide shaded parking on upper parking deck levels or in surface parking in areas that will not significantly limit views of the site signage. The applicant shall submit plans including a construction schedule to the Community Development Department with the submittal of plans for Phase I. The City will review and approve the Plan, and the applicant shall install the improvements per the approved Plan with each Phase.</u></p>	<ul style="list-style-type: none"> <li>● Modify the underlined portion of Condition No. 38 (solar panel structures) <ul style="list-style-type: none"> <li>○ This Condition is written so broadly that it could be interpreted to require the Applicant to install and maintain solar panel structures across the entirety of the top level of each parking structure and all surface parking at the Shopping Center property <ul style="list-style-type: none"> <li>▪ Such a broad interpretation would present a detrimental economic impact to Project feasibility</li> </ul> </li> <li>○ The Applicant is committed to sustainability, and the Project will comply with the Manhattan Beach Sustainable Building Ordinance and Water Conservation Ordinance, and new development will achieve LEED Sliver or equivalence <ul style="list-style-type: none"> <li>▪ As part of this commitment to sustainability, the Applicant will consider installation of solar panel structures if economically feasible</li> </ul> </li> </ul> </li> </ul>
41	<p><b>Rosecrans Avenue Median.</b> The existing median break and left-turn pocket from westbound Rosecrans Avenue,</p>	<ul style="list-style-type: none"> <li>● Delete Condition No. 41</li> </ul>



**Manhattan Village Shopping Center Enhancement Project**  
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	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>southbound into the existing Fry's driveway that accesses the Northwest corner parcel shall be closed and restored/reconstructed as a median when Fry's vacates the site. The existing median break and left-turn pocket from eastbound Rosecrans Avenue, northbound into an existing curb-cut and driveway apron on the north side of Rosecrans Avenue shall be closed and restored/reconstructed as a median prior to the issuance of building permit finals for Phase I. The applicant shall submit plans for the improvements to the Public Works, Fire, Police and Community Development Departments and the City Traffic Engineer, as well as the City of El Segundo if any of the improvements are located within that City, for review and approval, with the submittal of plans for Phase I and shall include a schedule for the completion of the improvements. The City will review and approve the Plan, and the applicant shall construct the improvements, or cause the improvements to be constructed, per the approved Plans.</p>	<ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts are less than significant <ul style="list-style-type: none"> <li>▪ The Rosecrans Avenue median is not required mitigation for the Project</li> </ul> </li> <li>○ Pursuant to Condition No. 42, the Applicant will install no left turn signage at the driveways exiting the property onto Rosecrans Avenue upon the installation of the Rosecrans Avenue median by the developer of The Point</li> </ul>
43	<p><b>Sepulveda Boulevard and Rosecrans Avenue Corner.</b> The applicant shall provide an irrevocable offer to dedicate (IOD), for future road and sidewalk widening, corner improvements, ADA access, traffic signal and utility modifications and other improvements as needed to transition and tie together the Sepulveda and Rosecrans improvements, and upgrade the area to current standards, prior to the issuance of permits for Phase I. The applicant shall submit plans for the improvements to the Public Works, Fire, Police</p>	<ul style="list-style-type: none"> <li>● Modify Condition No. 43 <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts are less than significant <ul style="list-style-type: none"> <li>▪ The IOD and improvements required as part of this Condition are not required mitigation for the Project; however, the Applicant has agreed to dedicate certain Shopping Center property and make certain improvements to contribute to the</li> </ul> </li> </ul> </li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
**Planning Commission Hearing | June 26, 2013**

	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>and Community Development Departments, the City Traffic Engineer, and Caltrans for review and approval, with the submittal of plans for Phase I, and shall include a schedule for the completion of the improvements. The schedule for completion of the improvements shall be coordinated with the Sepulveda bridge widening, Fry's Sepulveda driveway, the Rosecrans improvements and other applicable improvements in the area. The City will review and approve the Plan and schedule, and the applicant shall dedicate the property and construct the improvements per the approved Plan.</p>	<p style="text-align: center;">enhancement of roads in the vicinity of the Shopping Center property</p> <ul style="list-style-type: none"> <li>○ This Condition is written so broadly that it could be interpreted to require the Applicant to dedicate an indeterminate amount of property and install unlimited improvements at the intersection of Sepulveda Boulevard and Rosecrans Avenue</li> <li>○ The Applicant understands that the City seeks a strip of property at the southeast corner of Sepulveda Boulevard and Rosecrans Avenue upon completion of the Sepulveda Bridge Widening project for the City to construct sidewalk and ADA access improvements <ul style="list-style-type: none"> <li>▪ The Applicant is agreeable to dedicating such property for such City improvements</li> </ul> </li> </ul>
44	<p><b>Village Drive at Rosecrans Avenue.</b> The applicant shall provide an irrevocable offer to dedicate (IOD) at the southwest corner of Rosecrans and Village, to accommodate improvements for future dual-left turn lanes and improved truck-turning radii, from Westbound Rosecrans Avenue to Southbound Village Drive, prior to issuance of permits for Phase I. The applicant shall submit plans for the improvements to the Public Works and Community Development Departments, and the City Traffic Engineer, with the submittal of plans for Phase I, and shall include a schedule for the completion of the improvements. The schedule for completion of the improvements shall be</p>	<ul style="list-style-type: none"> <li>● Modify Condition No. 44 <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts are less than significant <ul style="list-style-type: none"> <li>▪ The IOD and improvements required as part of this Condition are not required mitigation for the Project; however, the Applicant has agreed to dedicate certain Shopping Center property and make certain improvements to contribute to the enhancement of roads in the vicinity of the Shopping Center property</li> </ul> </li> </ul> </li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
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	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
	<p>coordinated with other planned improvements for the area. The City will review and approve the Plan, and the applicant shall dedicate the property and construct the improvements with the construction of Phase II, per the approved Plan.</p>	<ul style="list-style-type: none"> <li>○ If the developer of The Point submits plans to install these improvements at Village Drive at Rosecrans Avenue, the Applicant agrees to provide an IOD at the southwest corner of Rosecrans Avenue and Village Drive to accommodate these improvements</li> <li>○ The Applicant agrees to make a fair share contribution towards these improvements</li> </ul>
45	<p><b>Village Drive at Rosecrans Avenue (future).</b> The applicant shall provide an irrevocable offer to dedicate (IOD), to provide for future road and sidewalk widening including a minimum of a six foot dedication on Village, a 40 foot diagonal corner cut off, and a 12 foot dedication on Rosecrans Avenue, to accommodate a wider (6 foot to 8 foot) sidewalk, landscaping, disabled access ramps, traffic signal and utility modifications and other improvements on Village Drive and Rosecrans Avenue, prior to issuance of permits for Phase 1. This will accommodate a total of two lanes Northbound and two lanes Southbound on Village Drive and the required corner transition improvements at Rosecrans Avenue and Village Drive. If the Medical Building at 1200 Rosecrans Avenue no longer occupies the site, or when there is adequate room to accommodate the improvements, the land shall be dedicated and the applicant shall provide a fair-share contribution to fund the construction of the improvements.</p>	<ul style="list-style-type: none"> <li>● <b>Modify Condition No. 45</b> <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts are less than significant           <ul style="list-style-type: none"> <li>▪ The IOD required as part of this Condition are not required mitigation for the Project; however, the Applicant has agreed to dedicate certain Shopping Center property and make certain improvements to contribute to the enhancement of roads in the vicinity of the Shopping Center property</li> </ul> </li> <li>○ If the Medical Building at 1200 Rosecrans Avenue no longer occupies the Shopping Center property, the Applicant agrees to provide an IOD to accommodate these improvements</li> <li>○ The Applicant agrees to make a fair share contribution towards these improvements</li> </ul> </li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
**RREEF's Proposed, Substantive Modifications to Draft Conditions of Approval<sup>1</sup>**  
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	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
48	<p><b>Marine Avenue-Cedar Way.</b> The existing driveway access at Marine Avenue and Cedar Way shall be widened to provide two inbound lanes and three outbound lanes, and shall be designed to accommodate the largest trucks anticipated to make deliveries to the site as well as emergency vehicle access. The widening shall include all related public and private improvements, and dedication of land if necessary, to accommodate the improvements. The applicant shall submit plans for the improvements to the Public Works, Fire, Police, and Community Development Departments and the City Traffic Engineer, for review and approval, with the submittal of plans for Phase I. The City will review and approve the Plan, and the applicant shall construct the improvements per the approved plans prior to the issuance of a building permit final for Phase I.</p>	<ul style="list-style-type: none"> <li>• Modify Condition No. 48               <ul style="list-style-type: none"> <li>○ The Applicant has submitted plans to improve the existing driveway access at Marine Avenue and Cedar Way to provide one inbound lane and three outbound lanes accommodate, among other things, truck and emergency vehicle access at the Shopping Center property</li> <li>○ If it is determined that a greater radius is required to accommodate truck access or at the election of the Applicant, the Applicant will submit plans to make additional improvements to the driveway access at Marine Avenue and Cedar Way to accommodate truck and emergency vehicle access</li> </ul> </li> </ul>
50c	<p><b>Traffic, Circulation, and Parking Plan.</b> A Plan for all parking and roadway striping, signage, pavement treatment (including sharrow markings), pedestrian and bike access shall be provided throughout the 44-acre Mall site. The Plans shall include but not be limited to the following:</p> <p style="padding-left: 40px;">c. Parking structures <u>shall have a minimum of two vehicle entry-exit points and three if over 400 spaces, and</u> shall provide parking occupancy systems with permanent electronic displays showing unoccupied spaces on each level.</p>	<ul style="list-style-type: none"> <li>• Modify underlined portion of Condition No. 50c               <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts, including internal circulation within the Shopping Center property, are less than significant                   <ul style="list-style-type: none"> <li>▪ The additional entry and exit points at parking structures are not required mitigation for the Project</li> <li>▪ The City's traffic consultant has stated that the additional entry and exit points for the proposed parking structures are neither necessary nor industry standard</li> </ul> </li> </ul> </li> </ul>

**Manhattan Village Shopping Center Enhancement Project**  
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	<b>Draft Condition of Approval<sup>2</sup></b>	<b>Summary of Proposed, Substantive Modifications</b>
		<ul style="list-style-type: none"> <li>▪ Nevertheless, the Applicant agrees that a parking structure shall have a minimum of three entry and exit points if over 600 spaces</li> </ul>
50g	<p><b>Traffic, Circulation, and Parking Plan.</b> A Plan for all parking and roadway striping, signage, pavement treatment (including sharrow markings), pedestrian and bike access shall be provided throughout the 44-acre Mall site. The Plans shall include but not be limited to the following:</p> <p style="padding-left: 40px;">g. Any intersection improvements anticipated to be completed in the EIR traffic study that are not completed prior to the completion of Phase I shall be completed by the applicant.</p>	<ul style="list-style-type: none"> <li>• Delete Condition No. 50g               <ul style="list-style-type: none"> <li>○ The EIR determined that the Project's traffic impacts are less than significant                   <ul style="list-style-type: none"> <li>▪ The intersection improvements referred to in this Condition are not required mitigation for the Project</li> </ul> </li> <li>○ The intersection improvements referred to in this Condition will be completed by other developers in conjunction with those developments to mitigate traffic impacts associated with those projects</li> </ul> </li> </ul>

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**Manhattan Village Shopping  
Center Enhancement Project  
Sepulveda Boulevard between  
Rosecrans and Marine**

**Planning Commission**

**June 26, 2013**

# **Background**

- **2006**
  - **Master Use Permit (MUP) Amendment and Variance**
  - **Environmental Impact Report (EIR)**
- **2009**
  - **EIR Scoping meeting**
- **2012-2013**
  - **Draft and Final EIR**
  - **MUP, Variance, Sign Program/Exception and Development Agreement (Withdrawn)**
  - **Planning Commission noticed public hearings**
    - **June and October 2012**
    - **March, April, May and June 2013**





Manhattan Village Shopping Center Enhancement Project



Figure II-2  
Aerial Photograph of Site

# **Project Overview**

- **44 acre total Shopping Center**
- **18.4 acre Development Area**
- **Existing**
  - **572,837 SF- 2,393 parking spaces**
- **Proposed- (Maximums-with Equivalency)**
  - **Master Use Permit- Phases I and II**
    - **Additional 99,589 SF**
    - **Total 672,426 SF**
    - **Total 2,757 parking spaces**
  - **EIR- All 3 Phases**
    - **Additional 133,389 SF**
    - **Total 706,226 SF**
    - **Total 3,142 parking spaces**

# **EIR vs. MUP Project**

- **Final EIR**
  - **Three Components/Phases**
  - **Phase III- Northwest Corner included**
  - **EIR certification based on the determination that no significant environmental impact**
  - **Mitigation Measures in the Final EIR**
  - **Final EIR includes all comments on DEIR, responses to comments and changes and additions to the project**

# **EIR vs. MUP Project**

- **MUP**

- **Two Components/Phases**
- **No Phase III- Northwest Corner**
  - **Future Amendment and public hearings**
- **Master Use Permit Amendment**
- **Variance- Building Height**
- **Sign Exception/Program**
- **Land Use applications purpose, criteria, and findings in Municipal Code separate and different from EIR standards and certification**
- **City Departments comments incorporated into conditions**







# **Size of Development**

- **General Plan- Consistent with Goals and Policies**
  - **Sepulveda Boulevard- Regional-serving commercial district**
  - **Maintain viability of commercial areas**
  - **Encourage a diverse mix of businesses to support the economic base that serve a broad market area**
  - **Support remodeling and upgrading**

# Size of Development

- **Zoning**

- **Community Commercial (CC)- majority of 44 acres**
- **General Commercial (CG)- 3.6 acre Fry's site**
- **Largest commercial site in City; only site zoned CC**
  - **Wide variety of commercial uses**
  - **Opportunity for businesses that may not be appropriate in other commercial districts**
  - **Strengthen the economic base**
  - **Minimize impacts on adjacent residential districts**
  - **Create harmonious architecture**
  - **Provide adequate parking and loading**



# Size of Development

- **Size**
  - No significant impacts under CEQA
  - Conditions-provide consistency with Use Permit findings
  - CC allows 1.5 FAR =2.87 million SF
  - Proposed 0.37 FAR=706,000 SF

# Design

- **Three Phased Design/Site Integration**
  - EIR includes all three Phases
  - Land use applications only Phases I and II
  - Entire 44-acre site to be integrated; on and off-site
  - Landscaping, hardscaping, decorative pavement, architectural design, lighting, signage, pedestrian, bicycle and transit linkages, circulation and parking
- **Phase III-Northwest corner- Fry's**
  - Approval before Phase II is permitted

# Design

- **Development Area Envelopes and Circulation**
  - Building envelopes and roadways linkage of Cedar Way to Rosecrans Avenue approved
- **Architectural Design**
  - Contemporary Spanish/Mediterranean
  - Preliminary plan check- quality design and materials
  - Reflect the vision of Manhattan Beach
  - Sustainable features-LEED silver certification
- **Landscaping- Exceed Code**
  - Drought tolerant, mature trees, screen and shade parking
- **Parking Structures- Design to look like commercial retail shops**
  - Phase I South structure two buildings on west side to partially screen
  - Architectural details on all exposed sides
  - Landscape screening of exposed perimeters
  - Step back Phase I North deck

# Traffic

- **Traffic volumes**
  - EIR traffic study found no significant impact
  - High traffic generating tenants leaving site
  - New tenants with off-peak hours
  - Robust Employee Parking Program
- **Residential Cut-through**
  - EIR traffic study found no significant increase on Oak Avenue and other areas.
  - “White paper” also addresses

# Traffic

- **Street upgrades- Proposed for Code and General Plan consistency**
  - Dedication of right-of-way and future fair share contributions
  - Improve regional roadway networks surrounding and servicing site
  - Needed for safety for emergency vehicles
  - Improves traffic flow
  - Sepulveda-adjacent to Fry' driveway and bridge widening
  - Rosecrans and Sepulveda corner-sidewalks and ADA access
  - Rosecrans Avenue-sidewalks, acceleration/declaration lane, median closure at Fry's driveway
  - Village Drive-truck-turning movements
  - Marine at Cedar-emergency vehicle and truck access

# Parking

- **Structured parking-Three above grade structures**
  - **Phase I- two 3 level structures**
    - 140 extra spaces-reduce parking by 50 spaces, step back north deck and add to Phase II
    - Provides architectural relief and reduces visual impact
  - **Phase II- 2 levels, north of Macy's**
    - Add 3<sup>rd</sup> level and expand by 50 spaces minimum
    - Direct Macy's bridge connection; no long ramps and stairs
    - North core parking ratio does not change

# Parking

- **Parking spaces**
  - 4.1 spaces/1,000 square feet
  - Medical and Dental offices and Restaurants- Amendment for increased parking
- **Compact spaces**
  - None; unless approved Director
- **Electric vehicle (EV) charging stations**
  - 2-5% total typical
  - Minimum 2% of the total parking spaces plus solar panel shade structures
- **ADA Parking**
  - Disabled parking exceeds minimum

# **Soil Condition**

- **Subterranean parking**
  - Historically Chevron oil tank farm
  - Large quantities of oil and other petroleum products stored on site
  - 1970's and 80's site remediated; different than current standards, most oily soil mixed with clean soil and left on site
  - Grading down, below 5-10 feet, exposes oily soil releasing methane and petroleum hydrocarbons
  - Air quality, health, and hazard issues
- **Responsible agencies**
  - The Los Angeles Regional Water Quality Control Board (LARWQCB) key agency



# Circulation

- **Automobiles**

- Main entrances enhanced
- **Carlotta/Cedar Ring Road- key intersection improvements**
  - Stops signs at 30<sup>th</sup> and 33<sup>rd</sup> on Carlotta
  - Left-turn pockets for north-bound traffic on Carlotta at 27<sup>th</sup> and 30<sup>th</sup> Street
  - Driveway at 30<sup>th</sup> direct two-way access between Carlotta and Cedar
- Culvert parking connected
- Valet parking and passenger loading and unloading
- **Rosecrans- Acceleration/deceleration lane, median closure and left-turn prohibition out of un-signalized driveways;**  
**Sepulveda- Fry's driveway, Village at Rosecrans- widening and Cedar at Marine Avenue- driveway widening**

# Circulation

- **Transit**
  - Transit stop on site
  - Work with transit providers to improve off-site
- **Bicycles**
  - Bikeways provided throughout
  - Connections under Sepulveda, at Village to Parkway and at Marine
  - Veterans Parkway Linkage- Lighting, signage and other improvements
- **Pedestrians**
  - Pedestrian walkways provided throughout
  - Pedestrians separated from bicycles and vehicles
  - Crosswalks with pedestrian activated flashing beacons
  - Pedestrian bridges from parking structures
  - Veterans Parkway Linkage and connect to Rosecrans
  - “Walk to The Mall” Program

# **Lighting**

- **Parking Lot Lights**
  - **Fully shielded-no off-site glare**
  - **LED fixtures-highly efficient and directional, no off-site illumination**
  - **Light fixtures at the top dim automatically after hours if feasible**
  - **Replace existing fixtures with off-site illumination if feasible**

# **Safety and Security**

- **Fire Emergency Response**

- Emergency Response Plan- Fire lanes, minimum heights, turning radii, sprinklers, fire hydrants, FDC, Opticom upgrades, improved parking structure access, gurney sized elevators and gurney transport vehicle

- **Police requirements**

- Secure holding office for interviewing victims and witnesses
- Unmanned security cameras throughout the parking
- Special Events/Security and Cedar Way Plan
- Package holding and delivery service

# Allowed Square Footages

- **Applicants request**

- 89,872 square feet plus Equivalency factor of 16,204 square feet
- 106,076 square feet total maximum.
- Restaurant-109,000 square feet- parking ratio of 6.7 parking spaces per 1,000 square feet for over 89,000 square feet
- Offices- 69,300 square feet including Medical and Dental

- **Staff recommendation**

- 89,872 square feet plus EIR Equivalency factor of 9,717 square feet
- 99,589 square feet total maximum, with staff traffic and parking review
- Any Equivalency increase requires a future EIR revision
- Restaurant-89,000 square feet- increase with MUP Amendment
- Offices-69,300 square feet with Medical/Dental offices cap of 21,800 square feet since parking doubles with more square footage- increase with MUP Amendment

# Miscellaneous

- **Prior site approvals**
  - 3500 Sepulveda building (Hacienda)
  - Separate parcel and property owner
  - Use Permits for Tin Roof Bistro restaurant and Vintage Shoppe- Retail Wine Shop and tasting
  - Conditions of prior approvals incorporated
- **Sign Exception/Program**
  - Conditions limit allowed signage for consistency
  - Removal of Fry's three large pole signs required
    - First one on Sepulveda Boulevard with bridge widening and the other two when Fry's vacate)

# **Public Review and Comments**

- **Notices mailed to owners and residential non-owners (500 feet), Cities and agencies**
- **Published in paper**
- **E-mailed to interested parties**
- **Website**
- **Police station**
- **City Hall**
- **Comments attached to report plus late distribution**

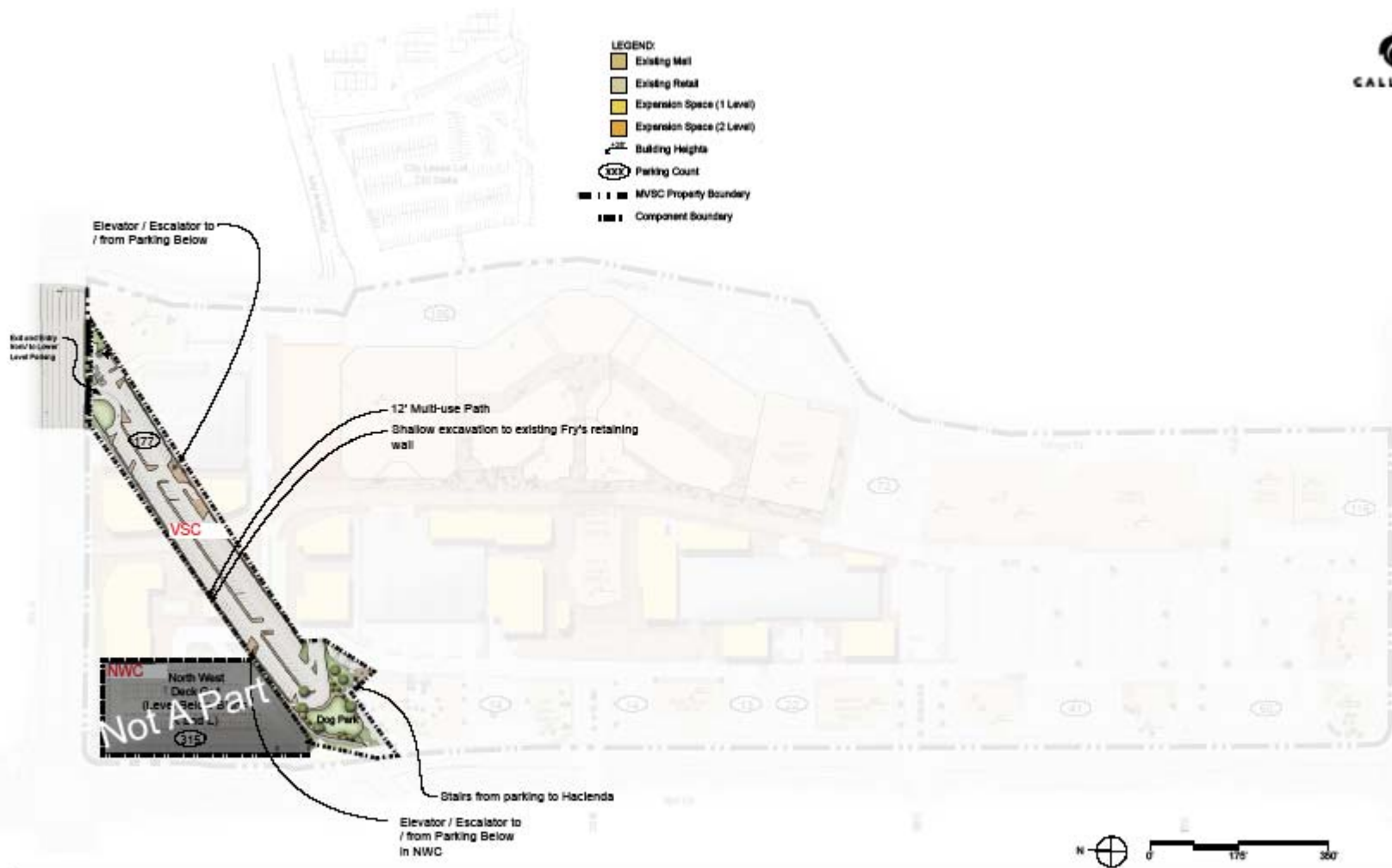
# **Conclusion**

- **Conduct Public Hearing**
- **Accept Economic consultants presentation**
- **Accept Applicants presentation**
- **Discuss, provide comments and revisions**
- **Adopt Resolutions**
  - **Approving Project with conditions**
  - **Certifying EIR and adopting Mitigation Monitoring and Reporting Program**



**Manhattan Village Shopping  
Center Enhancement Project  
Sepulveda Boulevard between  
Rosecrans and Marine**

**Planning Commission  
June 26, 2013**



Manhattan Village Heights Table				Adds:			
Village Shops				Bldgs: Adds to roof height Decks: Adds to top deck level			
	Floors	Roof or deck floor	Parapet or Deck rail	Mechanical	Elevator Overrun	Arch Feature	Light Poles
Buildings	A - G (not C)	1	22	4	4	NA	10
	cumulative height:		22	26	26	NA	32
	Bldg C	1	28	4	4	NA	10
	cumulative height:		28	32	32	NA	38
Decks	NDeck G + 2	2	22	4	4	18	10
	cumulative height:		22	26	26	40	32
	SDeck G + 2	2	22	4	4	18	10
	cumulative height:		22	26	26	40	32

Northeast Component (Macy's Expansion)				Adds:			
	Floors	Roof or deck floor	Parapet or Deck rail	Mechanical	Elevator Overrun	Arch Feature	Light Poles
Building	2	38	4	4	18	6	NA
	cumulative height:		38	42	42	56	44
Deck	NEDeck G+1	2	11	4	4	18	6
	cumulative height:		11	15	15	29	17

Northwest Component (Fry's Expansion)				Adds:			
	Floors	Roof or deck floor	Parapet or Deck rail	Mechanical	Elevator Overrun	Arch Feature	Light Poles
Building	1	22	4	4	18	6	NA
	cumulative height:		22	26	26	NA	28
	max height / 2 floors:		36	40	40	54	42
Deck	NWD G+2	2	26.5	4	4	18	6
	cumulative height:		26.5	30.5	30.5	44.5	32.5
Deck	NEDeck G+3	3	31	4	4	18	6
	cumulative height:		31	35	35	49	37

Not A Part





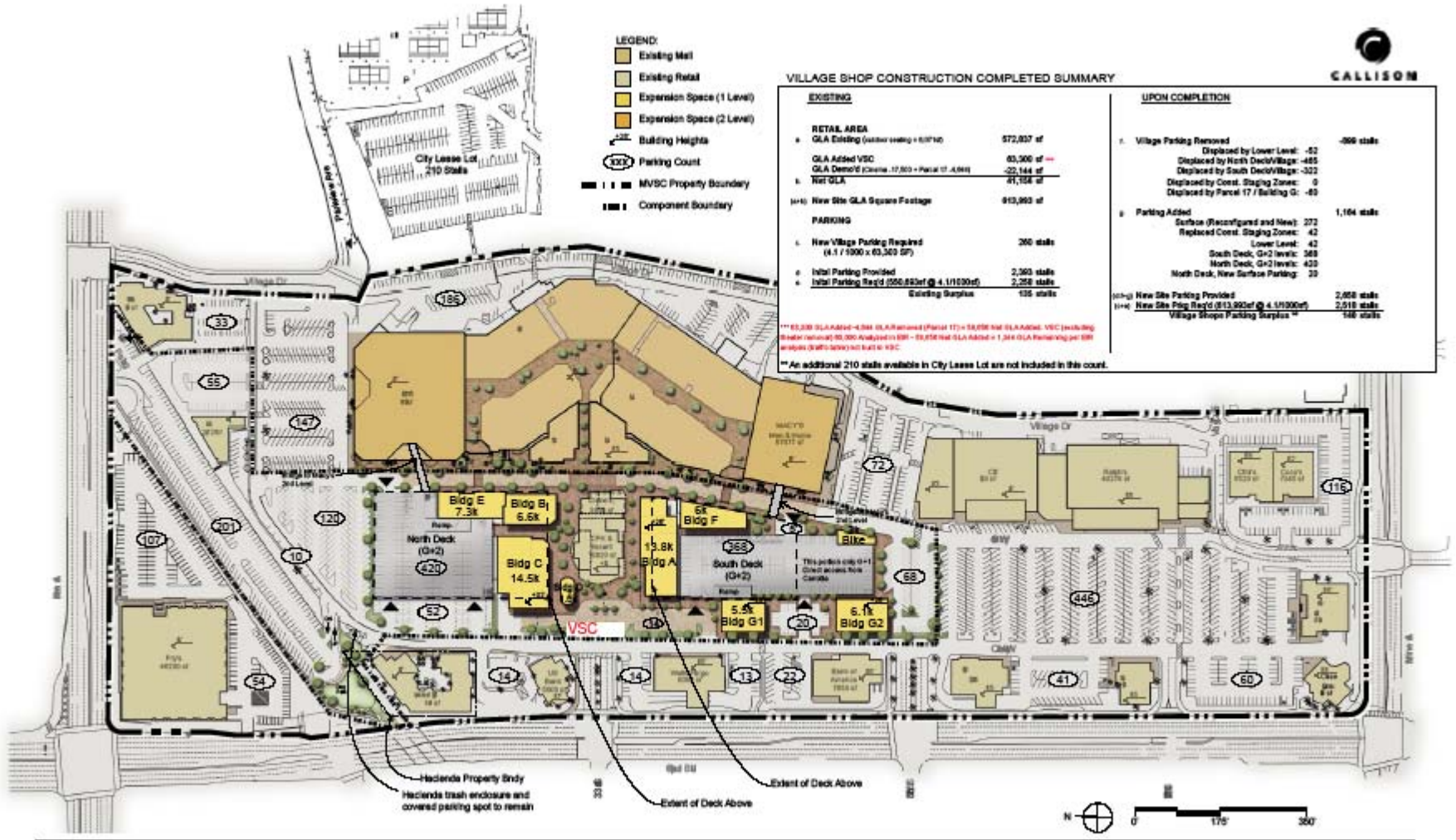
- LEGEND**
- Existing Mall
  - Existing Retail
  - Expansion Space (1 Level)
  - Expansion Space (2 Level)
  - Building Heights
  - Parking Count
  - MVSC Property Boundary
  - Component Boundary

**VILLAGE SHOP CONSTRUCTION COMPLETED SUMMARY**

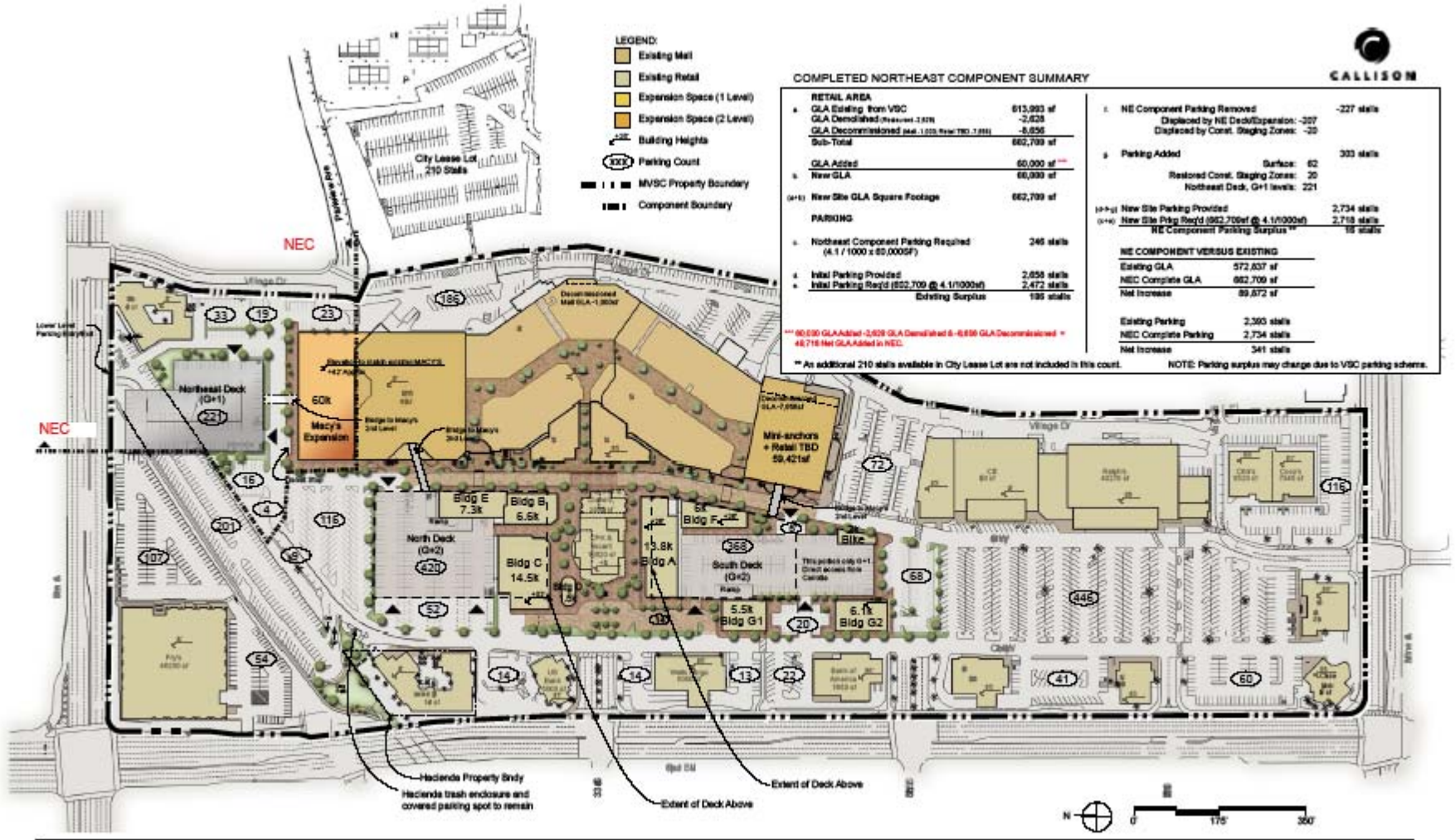
EXISTING		UPON COMPLETION	
<b>RETAIL AREA</b>			
• GLA Existing (existing retail) = 637,740	572,807 sf	1. Village Parking Removed	-266 stalls
• GLA Added VSC	83,300 sf	Displaced by Lower Level:	-62
• GLA Demol (existing - 17,803 + Parcel 17 - 4,844)	-22,144 sf	Displaced by North Deck/Village:	-485
• Net GLA	493,953 sf	Displaced by South Deck/Village:	-322
(+) New Site GLA Square Footage	613,993 sf	Displaced by Const. Staging Zones:	0
		Displaced by Parcel 17 / Building G:	-65
<b>PARKING</b>			
• New Village Parking Required (4.1 / 1900 x 63,303 SF)	260 stalls	2. Parking Added	1,164 stalls
• Total Parking Provided	2,363 stalls	Surface (Reconfig and New):	272
• Total Parking Req'd (556,853 sf @ 4.1/1900sf)	2,258 stalls	Replaced Const. Staging Zones:	42
Existing Surplus	105 stalls	Lower Level:	42
		South Deck, G+2 levels:	368
		North Deck, G+2 levels:	420
		North Deck, New Surface Parking:	29
		(+) New Site Parking Provided	2,058 stalls
		(+) New Site Pkg Req'd (613,993 sf @ 4.1/1900sf)	2,518 stalls
		Village Shops Parking Surplus**	168 stalls

\*\* 63,303 GLA Added - 4,844 GLA Removed (Parcel 17) = 58,459 Net GLA Added. VSC (including Bldg) (including) 83,300 Analyzed in SF - 59,459 Net GLA Added = 1,244 GLA Remaining per SF analysis (6470 sqft) not used in VSC.

\*\* An additional 210 stalls available in City Lease Lot are not included in this count.







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# CITY OF MANHATTAN BEACH

## Economic and Market Summary Manhattan Village Shopping Center ("MVSC") Revitalization



*June 26, 2013*

Prepared By:  
*Kosmont Companies*

***DRAFT***

# *Presentation Outline*

- I. Kosmont Companies Overview
- II. Evolution of Retail Market
- III. Deficiencies & Opportunities of MVSC
- IV. Economics of Revitalization
- V. Summary



# *I. Kosmont Companies Overview*

Kosmont Companies is a nationally-recognized real estate and economics advisory firm specializing in public + private transactions for over 26 years.

Retained by City to assist in evaluating MVSC proposal.

The firm specializes in a full range of economic and real estate advisory services including:

- Market and Fiscal Analyses
- Economic Development Strategies
- Retail, Mixed-use, TOD and In-fill Projects
- Real Estate Transactions and Redevelopment
- Land Use and Entitlements
- Public/Private Transaction Structuring and Negotiation

## *II. Evolution of Retail Market*

- Loss of over 200 credit tenants in recession
  - Circuit City
  - Linens N' Things
  - Mervyns
  - Borders Books
- Overall, competition for tenants is increasing given loss of tenants and surviving tenants that are downsizing formats
  - Best Buy was 45k sq. ft. at peak, now 30k sq. ft. and getting smaller
  - Petsmart 27,000 sq. ft. prototype recently took over former Borders Books @ 18,000 sq. ft. of space
- Retail strategies for mall owners include physical and internet

## *II. Evolution of Retail Market*

- Importance of improving shopper experience is more important than ever given increasing online sales
- Even stores like Fry's performing well today are challenged without very low rent – (Fry's will leave MVSC)
- Direct competition with expanding and renovating retail centers
  - Federal Realty-owned shopping center across the street in market looking for similar tenants to fill ~ 70,000 sq. ft.
  - Redondo Harbor Waterfront potentially 300k in next 5 to 7 years
  - Del Amo Fashion Center, Torrance (Simon Malls) re-tenanting started with Nordstrom as lead anchor

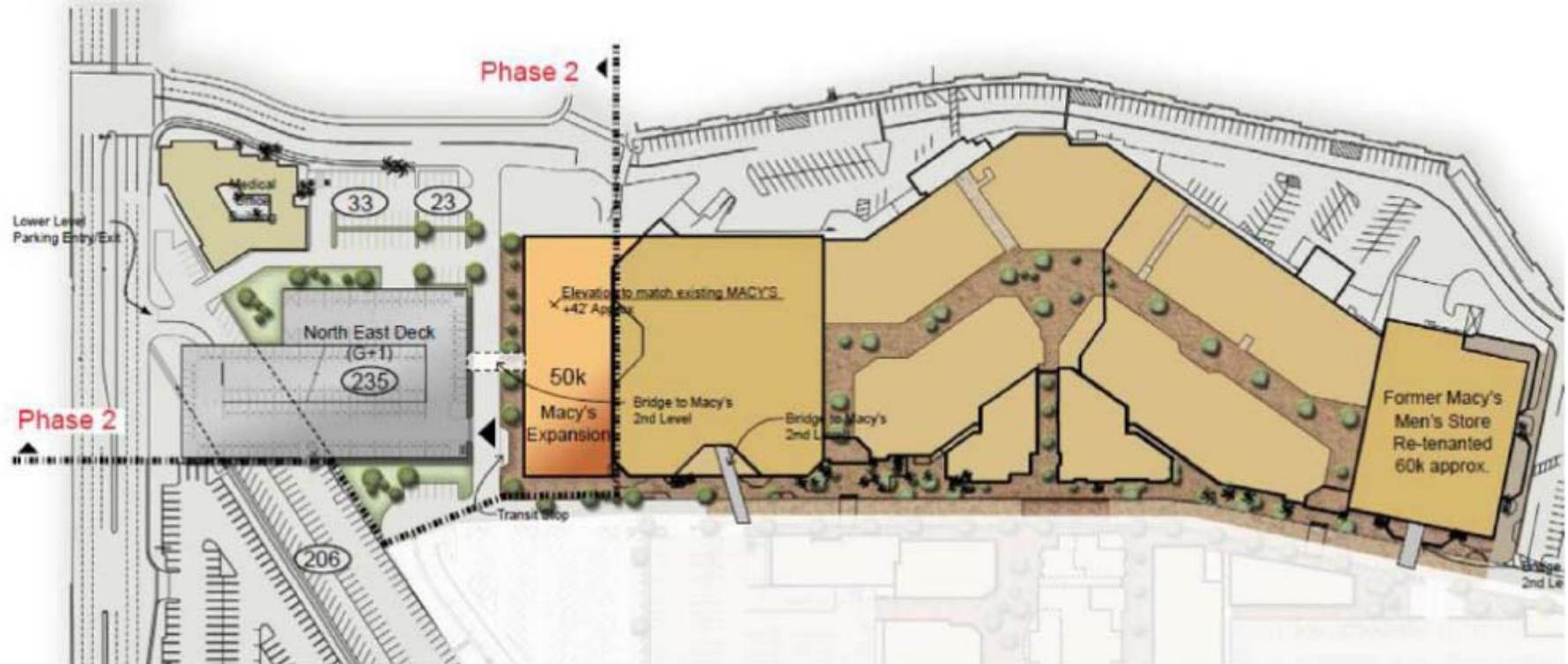
# *III. Deficiencies & Opportunities of MVSC*

- Need to improve MVSC's competitive ability to act as regional and local attractor (identified in General Plan as Regional Mall)
- Low-traffic generating banks at front of mall limits retail synergy
  - Banking is different today – increasingly electronic
  - Means space logistics for existing center reorganization is tight
- Without mall improvements, key tenant mix can shift adversely yielding lower sales tax revenues and induce more tenant loss
  - If drops below \$450/sq. ft. (ICSC average for US regional malls) likely sale to owner not interested redeveloping property
  - Passive ownership can cause sales and tenant quality to deteriorate over time

# III. Deficiencies & Opportunities of MVSC

- Competition for sub-anchors is stiff and broad based
  - Home Furnishings: Crate & Barrel / Restoration Hardware
  - Fashion: Forever 21 / TJ Maxx / Ross
- Closing of antiquated movie theater yields an opportunity as does the consolidation of Macy's
  - Macy's consolidation opens south to sub-anchors that can drive activity
- Timely availability of attractive space for tenants is a primary competitive advantage for a retail center
  - other locations become available and pursue existing/potential tenants
  - significant if stores have a presence in Santa Monica and Del Amo, may conclude market coverage is sufficient & skip over MVSC

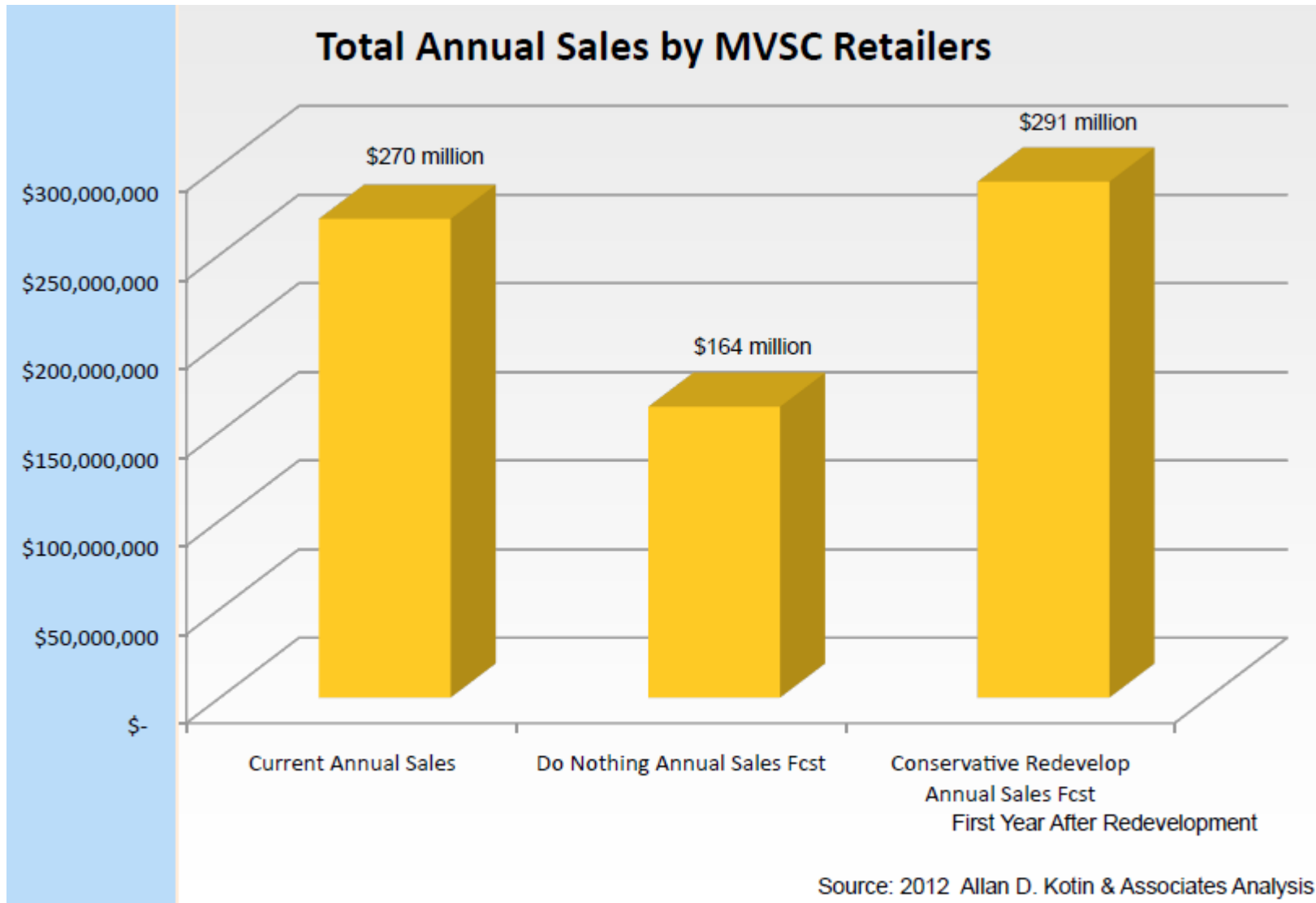
# Macy's Consolidation (Phase 2)



## *IV. Economics of Revitalization*

- Without revitalization, tenants will continue to leave
  - ability to attract new tenants will become more difficult
  - leads to decreased sales revenues
- Fry's slated to leave in 2016 when lease is up
- Movie theater space currently empty
- Macy's
  - Men's Store underperforms in current split format and inhibits livelier mix of tenants in a key mall location
  - Overall, Macy's performance strong

# Projected Sales at MVSC





## *IV. Economics of Revitalization*

- Advantage of project moving forward on a timely basis:
  - In past Macy's not willing to commit to consolidation
  - Today, with improving economy, Macy's is supportive of consolidation and willing to pursue it in near-term (Phase 2 as opposed to Phase 3)
    - Allows owner to release former Macy's Men's store space creating value on an accelerated schedule
    - Macy's requires sufficient parking
- Parking levels at 4.1 per 1000 meets tenant demands, needed to achieve competitive rent levels

## V. Summary

- Evolution in the retail industry is a key driver for the necessity of revitalizing MVSC
- Currently empty tenant spaces and upcoming lease terminations are also driving need for revitalization
- Without revitalization, MVSC sales revenues expected to drop significantly over time
- Macy's willingness to be an active partner in the revitalization has enhanced potential for early success
- Timing is key due to competitive projects looming and need to be in the market with approved and ready space