

RESOLUTION NO. 5770

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

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

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

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

Permit and Coastal Development Permit for the commercial development and the public areas, and Resolution No. PC 02-19, approving the Master Use Permit and Coastal Development Permit for the subterranean public parking structure. All decisions set forth in those resolutions are based upon substantial evidence received at said public hearings.

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

1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed Metlox project is consistent with the Downtown Commercial (CD) Zone purpose in that the appearance and effect of the buildings are harmonious with the character of the area in which they are located. The building materials, scale, roof pitches, and details are compatible with the existing Downtown environment, the Civic Center, and the surrounding commercial and residential uses. The scale and articulation of the façade of the proposed structures is consistent with the surrounding residential and commercial area, which has 1 to 3 story buildings, approximately 30 feet in height. The Metlox project is primarily 2-story, 26 feet in height with limited architectural features up to 30 feet in height, with the possibility of a limited 3rd story for the Inn.

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

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

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

GOALS AND POLICIES: LAND USE

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the issuance of a certificate of occupancy.
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the Metlox commercial development and public areas portion of the EIR will all be complied with. Conditions to conform to applicable Code standards will apply. A temporary construction plan will ensure that construction impacts will be minimized to the extent feasible.

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

COASTAL ACCESS POLICIES

A. Access Policies

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

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

B. Transit Policies

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

II. COASTAL LOCATING AND PLANNING NEW DEVELOPMENT POLICIES

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

A. Commercial Development

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

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

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

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

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

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

General Conditions

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

Site Preparation/Construction

2. A Traffic Management and Construction Plan shall be submitted in conjunction with any construction and other building plans, to be approved by the Police and Public Works Departments prior to issuance of building permits. The plan shall provide for the management of all construction related traffic during all phases of construction, including but not limited to delivery of materials and parking of construction related vehicles.
3. During the demolition and construction phases of development, a daily clean-up program for all areas affected by the project shall occur, including the pickup of all debris (utilizing an approved trash dumpster or other trash control method) at day's end and the sweeping and continued watering down of the site to assist in mitigating the movement of dirt and dust upon adjoining properties.
4. All electrical, telephone, cable television system, and similar service wires and cables shall be installed underground to the appropriate utility connections in compliance with all applicable Building and Electrical Codes, safety regulations, and orders, rules of the Public Utilities Commission, the serving utility company, and specifications of the Public Works Department. Existing utility poles and lines on the project site and immediately adjacent to the project site, not including any across any street, must be placed underground pursuant to the requirements of Public Works.

Operational

5. Operations shall comply with all South Coast Air Quality Management District Regulations and shall not transmit excessive emissions or odors across property lines.
6. Plans shall be submitted to the Director of Community Development for review and approval that shows all proposed rooftop mechanical equipment screened from the public right-of-way in accordance with the requirements of the MBMC. Equipment and screening may be incorporated into the architectural features allowed on the buildings. Equipment shall be installed per the approved plans prior the building permit final.
7. Post construction (operational) noise emanating from the site shall be in compliance with the Manhattan Beach Municipal Code Noise Ordinance, Chapter 5.48.
8. Delivery operations shall be conducted in such a manner so as not to be in violation of the city's noise ordinance. The term "delivery activities" shall include, vehicles or delivery equipment being started or idled, playing of radios, tape players or other devices, loud talking, and unloading of materials. Business delivery doors shall not be opened before hours of permitted deliveries as specified herein. Delivery vehicles shall park in designated commercial loading areas only and shall not obstruct designated fire lanes.

9. Landscaping and maintenance activities (including, but not limited to parking lot cleaning, grounds-keeping, and outdoor equipment cleaning) shall occur in accordance with a Landscape Maintenance Plan to be approved by the Director of Community Development. The Maintenance Plan shall establish permitted hours of operation for specific maintenance activities and areas of site, based on compatibility with nearby land uses, both on and adjacent to the center.
10. All landscaping materials shall be maintained to the satisfaction of the Director of Community Development.
11. Routine trash collection on the entire site shall be consistent with the hours that are specified in the City's trash contract (which is currently after 7:30 a.m. and before 6:00 p.m.), unless other hours are approved by the Public Works Director. Construction material trash collection activities (drop off and pick-up) shall be limited to hours of permitted construction as specified in the City's Noise Ordinance, which is between 7:30 and 6:00 p.m. Mondays through Fridays, and between 9:00 a.m. and 6:00 p.m. on Saturdays.
12. All trash storage areas shall be screened, secured and maintained in a sanitary condition and all tenants/business owners shall take appropriate measures to prevent prohibited or undesirable activities as defined in the Municipal Code (Sec. 5.24.060) including but not limited to, scavenging, excessive accumulation of refuse, and allowing any portion of the property to become a breeding ground for flies, wild rodents or other pests. Trash storage areas shall be designated and bins shall be maintained within the designated areas.
13. The facility operator shall prohibit employees from parking personal vehicles on the surrounding public streets. Employees must park on-site or be transported to the site from other off-street parking facilities subject to Community Development Department approval. The property owner shall include prohibitions against employee parking on local streets in any lease and/or rental agreements.
14. The operators of the facility shall police the property, and all areas immediately adjacent to the businesses, during the hours of operation to keep it free of litter.
15. The operators of the facility shall provide adequate management and supervisory techniques to prevent loitering and other security concerns outside the subject businesses.
16. Public bicycle parking shall be incorporated into the design of the project. Plans shall be submitted to the Director of Community Development for review and approval showing the bicycle parking.
17. Safety and security features shall be incorporated into the design of the project. The Security Plan shall be submitted to the Police Chief and Director of Community Development for review and approval. The Security Plan shall include but not be limited to, security lighting.
18. The applicant shall make every effort to provide shower facilities for use by the office tenants. The facilities shall be shown on the plans and installed prior to the issuance of a Certificate of Occupancy.
19. The applicant is required to eliminate any Congestion Management Plan (CMP) debits created by the project prior to the issuance of a Building Permit for the Commercial buildings.
20. All tenants in the project are encouraged to join the Downtown Business Association.

Public Works

21. The plans shall be checked and stamped for approval by the Public Works Department before the building permit is issued. Project must comply with all Public Works requirements. All Public Works notes and corrections must be printed on the plan and all requirements must be completed per the approved plans prior to the issuance of a building final.
22. The new trash enclosure(s) shall meet all Public Works requirements. Trash must be picked up by a refuse company as often as necessary to ensure that the trash enclosure has adequate space to

accommodate the needs of the entire site. No trash storage/disposal shall be placed in the public right-of-way on Manhattan Beach Boulevard, Morningside Drive, 13th Street or Valley Drive.

23. No outside cleaning of kitchen floor mats or other items will be permitted on the site. All kitchen floor mats and other items shall be cleaned in such a manner that the run-off wastewater drains only to a private sewer drain on the premises.
24. There shall be no discharge of construction wastewater, building materials, debris, or sediment from the site.

Land Use

25. The following land uses and maximum square footages, as defined and approved by the DDA/Ground Lease, and shall allowed:
 - A) Retail Sales and services, including food service uses, 20,000 square feet total maximum, including:
 - a) Retail sales;
 - b) Personal Services;
 - c) Retail/specialty food service uses that are non-destination type establishments such as a bakery, tea salon, coffee house, ice cream shop, yogurt, candy, cookies, juices, and other similar limited specialty food items. Each business is limited to a maximum of 300 square feet of outdoor seating area, including table, chairs and benches, within the Town Square and Public Areas-; and,
 - d) Similar uses identified as permitted (by right) in the underlying zoning district (CD) which are not included in this Master Use Permit shall be left to the discretion of the Director of Community Development.
 - B) Eating and Drinking Establishments (restaurants), two (2) total maximum, 8,000 square feet total maximum, (including 6,400 square feet maximum dining/seating area regardless of whether located indoors or outdoors).
 - C) Offices, however no offices shall be permitted on the first floor, and Personal Services, 17,500 square feet total maximum, including:
 - a) Offices, Business and Professional;
 - b) Personal Services; and,
 - c) Similar uses identified as permitted (by right) in the underlying zoning district (CD) which are not included in this Master Use Permit shall be left to the discretion of the Director of Community Development.
 - D) Visitor Accommodations (Bed and Breakfast Inn), 35 to 40 rooms, 26,000 square feet total maximum.
26. Uses identified as conditionally permitted (use permit required) in the underlying zoning district (CD) shall require an amendment to the Master Use Permit at a duly noticed public hearing, unless otherwise permitted in this Resolution.
27. There shall be no drive-through service allowed in conjunction with any Eating and Drinking Establishment (restaurant) or any other use.
28. The Inn may provide wedding, party, and other special event services in their Courtyard, Meeting Room, and Living Room, as a secondary service to the primary Inn use. These types of events are limited to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday. Events are limited to a maximum of 60 people, or whatever the maximum occupancy is as determined by the Building or Fire Code limits, whichever is less. The Director of Community Development may approve Temporary Use Permits for events which exceed 60 people, not to exceed the maximum occupancy as allowed by the Building or Fire Code limits. Events may not use the Town Square or other Public Open Areas unless prior approval is granted by the City. The availability of the Inn for special events shall not be marketed as the primary use.

29. The hours of operation for the site shall be permitted as follows:
- Restaurant, food service, retail and personal service: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday.
 - Offices: Up to 24 hours
 - Town Square and Public Areas: Up to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday, seasonal, depending on weather.
30. The second floor roof deck with the jacuzzi at the Inn shall be redesigned. The floor level of the roof deck may not exceed 21 feet in height, and the deck area must be properly screened. The deck area may only be open for use from 6:00 am to 10:00 pm, seven days per week
31. Any outdoor uses in the Town Square and Public Areas shall meet all access and safety requirements of the Uniform Building and Fire Codes and any other similar safety regulations. Retail and food service carts or kiosks may be allowed subject to review and approval of the City Manager. Standard liability insurance naming the City as additionally insured shall be provided and subject to approval of the Director of Community Development. Insurance shall meet approval of the City's Risk Manager and shall be as set forth in the DDA/Ground Lease (currently a minimum \$3 million insurance endorsement). Tenants with said outdoor uses shall be responsible for maintaining the area clean and free of trash and debris.
32. A restroom shall be available to the public at all times when the non-office uses are open to the public. Adequate signage to direct the public to the restroom(s) shall be provided throughout the Town Square and public areas, subject to review and approval of the Director of Community Development. The tenant or building owner, not the City, shall be responsible for maintaining and securing the restroom(s).

Design Review

33. The applicant shall submit plans, material boards, color samples, renderings, and other visual displays for Design Review to the Planning Commission at a noticed public hearing prior to issuance of building permits for the commercial buildings. The general location of the building footprints, as shown on the plans approved by the Planning Commission on July 10, 2002, are approved with this Master Use Permit and Coastal Development Permit and are not subject to Design Review. The plans shall address the following design issues and details:
- Facades/elevations
 - Colors, textures, and materials
 - Landscaping, lighting, signage, and public art
 - Gateway treatment
 - Town Square, 13th Street Garden and Public areas
 - Civic Center linkage, relationship and compatibility
 - Streetscape design- pavement treatment, sidewalks, pedestrian crosswalks, street furniture
 - Pedestrian orientation
 - Incorporation of the Metlox sign
- The plans and details shall address linkage to the Downtown and the Civic Center, pedestrian orientation, the Downtown Design Guidelines, the City's vision for the site, access from Morningside Drive near 12th Street (12th Walk), and other design details of the project. The possibility of limited 3rd story rooms for the Inn will be considered.
34. A sign program in accordance with the requirements of the MBMC shall be submitted for review and approval of the Director of Community Development. Signage shall be consistent with the Downtown Design Guidelines and the conceptual plans submitted for Design Review. Signs shall be installed per the approved plans prior the building permit final.
35. An outdoor lighting program shall be submitted for review and approval of the Director of Community Development. Outdoor lighting shall be shielded and meet all other requirements of the MBMC and shall be consistent with the plans submitted for Design Review. Lighting shall be installed per the approved plans prior the building permit final.

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

Alcohol

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

Entertainment

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

Procedural

41. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.
42. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.
43. Lapse of Approval. The Master Use Permit shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.

44. Terms and Conditions are Perpetual. These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.
45. Effective Date. Unless appealed to the City Council, the subject Master Use Permit and Coastal Development Permit shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
46. Review. All provisions of the Use Permit are subject to review by the Community Development Department 6 months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Use Permit for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
47. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.
48. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.
49. Assignment. Pursuant to Section A.96.220 of the City's certified Local Coastal Program (Implementation Program), the Coastal Development Permit may be assigned to any qualified persons subject to submittal of the following information to the Director of Community Development.
50. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

Mitigation Measures (CEQA)

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

51. AESTHETICS/VIEWS

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

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

52. Air Quality

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

53. PUBLIC SAFETY

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

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

54. RISK OF UPSET

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

- A. Comprehensive surveys for asbestos containing materials (ACMs), lead based paint, and Poly Chlorinated Biphenyls (PCBs) shall be conducted by a registered environmental assessor for each existing on-site structure to be demolished or renovated under the proposed project. ACMs, lead based paint, or PCBs found in any structures shall be stabilized and/or removed and disposed of in accordance with applicable laws and regulations including, but not limited to, SCAQMD Rule 1403 and Cal OSHA requirements.

- B. If during construction of the project, soil contamination is suspected, construction in the area should stop and appropriate Health and Safety procedures should be implemented. The Department of Toxic Substances Control (DTSC) Voluntary Cleanup Program (VCP) should be contacted at (818) 551-2866 to provide the appropriate regulatory oversight.

55. TRANSPORTATION AND CIRCULATION

REQUIRED MITIGATION MEASURES

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

- A. Prior to any construction activities, a Construction Plan, which shall include phasing of construction of the project, shall be submitted for review and approval to the City of Manhattan Beach Public Works Department and Community Development Department. Construction Plans shall address parking availability and minimize the loss of parking for existing on-site Civic Center operations that will continue to operate throughout the construction period, as well as provide parking for Civic Center visitors and construction workers. To minimize potential adverse impacts upon the Downtown Commercial District construction workers shall not be permitted to park within in the adjacent public parking structures or street parking spaces. The parking plans shall provide adequate on-site parking areas for construction workers and/or consider providing additional construction parking at off-site parking lot locations and providing bussing or car-pool services to the construction site. The proposed construction plan shall designate appropriate haul routes into and out of the project area. Truck staging areas shall not be permitted on residential roadways or adjacent to any school site.
- B. Manhattan Beach Blvd. & Sepulveda Blvd. -Contribute to the installation of dual left-turn lanes in the northbound and eastbound directions. A fair-share contribution will be required. The City is currently actively pursuing implementation of this Mitigation Measure. These projects are identified in the City's 2004-2005 Capital Improvement Program (CIP). The City is currently in the process of having engineering studies conducted for the design of the dual left-turn lanes. A Grant application will be submitted to the Metropolitan Transportation Authority (MTA) in their Call- for- Projects after completion of the engineering study.
- C. Highland Avenue & 13th Street -Install a two-phase signal at this intersection if warranted based on actual traffic counts taken after the project is developed. The implementation of peak-hour southbound left-turn restrictions at this intersection is another option to mitigate project impacts as this restriction would improve traffic flow through this intersection, as it would reduce northbound through and southbound left-turn conflicts, and allow for the free flow of southbound traffic. In addition, the conversion of 13th Street to a one-way eastbound scheme is another option.
- D. Manhattan Beach Blvd. & Valley Drive/Ardmore Ave. -Install a dual southbound left-turn lane at this intersection at such a time that two left turn lanes are warranted based on actual traffic counts.
- E. The City Traffic Engineer shall conduct secondary "post-project" traffic assessments at the intersections of Highland Avenue & 13th Street, and Manhattan Beach Boulevard & Valley Drive/Ardmore Avenue to determine the actual traffic impacts of the proposed project. Should the results of this assessment verify significant impacts are realized, the mitigation measures recommended in the Draft EIR, or measures of equivalent effectiveness shall be implemented.
- F. An employee parking program shall be required for the Metlox commercial establishments to alleviate the parking demands within the Downtown Commercial District. Potential mitigation

options may include satellite parking programs and/or providing tandem parking stalls designated for employees only.

RECOMMENDED MITIGATION MEASURES

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

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

56. HYDROLOGY/WATER QUALITY

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

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

57. NOISE

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

- A. Use noise control devices, such as equipment mufflers, enclosures, and barriers.
- B. Erect a temporary sound barrier of no less than six feet in height around the construction site perimeter before commencement of construction activity. This barrier shall remain in place throughout the construction period.
- C. Stage construction operations as far from noise sensitive uses as possible.
- D. Avoid residential areas when planning haul truck routes.
- E. Maintain all sound-reducing devices and restrictions throughout the construction period.
- F. When feasible, replace noisy equipment with quieter equipment (for example, a vibratory pile driver instead of a conventional pile driver and rubber-tired equipment rather than track equipment).
- G. When feasible, change the timing and/or sequence of the noisiest construction operations to avoid sensitive times of the day.

- H. Adjacent residents shall be given regular notification of major construction activities and their duration.
- I. A sign, legible at a distance of 50 feet, shall be posted on the construction site identifying a telephone number where residents can inquire about the construction process and register complaints.
- J. An annual City permit in accordance with Chapter 4.20 of the MBMC shall be required prior to the installation/setup of any temporary, or permanent, PA or sound system.
- K. The maximum allowable sound level shall be in conformance with Chapter 5.48 of the MBMC.

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

SECTION 4. This resolution shall take effect immediately.

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

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

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

Ayes:
 Noes:
 Absent:
 Abstain:

 Mayor, City of Manhattan Beach, California

ATTEST:

 City Clerk

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RESOLUTION NO. PC 05-08

RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MANHATTAN BEACH APPROVING AN AMENDMENT TO A MASTER USE PERMIT FOR MODIFICATIONS TO THE PREVIOUSLY APPROVED ALCOHOL SALES AND SPECIAL EVENTS AT THE SHADE HOTEL, METLOX SITE, 1221 NORTH VALLEY DRIVE (MANHATTAN INN OPERATION COMPANY, LLC- MICHAEL A. ZISLIS, PRESIDENT)

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

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

- A. Manhattan Inn Operation Company, LLC is seeking approval of an Amendment to a Master Use Permit, to allow modifications to the previously approved alcohol sales and special events at the Shade Hotel, Metlox site, 1221 North Valley Drive in the City of Manhattan Beach.
- B. In accordance with the Master Use Permit approval an Amendment to the existing Master Use Permit approval is required for the project.
- C. The subject property is located within the City of Manhattan Beach Coastal Zone, and the Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission and therefore they will review the project and make a determine if an amendment to the Permit will be required to be processed.
- D. The applicant is Manhattan Inn Operation Company, LLC and the property owner is the City of Manhattan Beach.
- E. The following is a summary of some of the key milestones for the Metlox site:
 - 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
 - 1997/98- The City purchased the Metlox property to control development and Master Plan the site
 - 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
 - December 1998- The City selected the Tolkin Group as a development partner
 - April 2001- The City Council certified the EIR
 - April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease
 - July 2002- Master Use Permit and Coastal Development Permit for the Metlox project approved by the City Council
 - November 2002- California Coastal Commission denied the appeal of the Coastal Development Permit, and unanimously approved the Permit
 - February 2003- Groundbreaking for the Metlox parking structure
 - January 2004- Grand opening of public parking structure with 460 parking spaces
 - April 2004- Shade Hotel construction commenced
 - September 2004- Construction of the Metlox commercial buildings started
- F. The Planning Commission of the City of Manhattan Beach conducted a public hearing regarding the project at their regular scheduled meeting of May 25, 2005. The public hearing was advertised pursuant to applicable law and testimony was invited and received.

**ATTACHMENT B
PC MTG 2-12-14**

- G. An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. There have been no substantial changes to the project, the surrounding area or environment, and the facts associated with the project have not substantially changed from those evaluated in the certified EIR from an environmental impact viewpoint. Therefore, the existing certified EIR is a valid environmental document that adequately evaluates the environmental impacts of the project in accordance with the requirements of CEQA and the project can rely upon this document for conformance with the requirements of CEQA. The EIR includes Mitigation Measures and a Mitigation Monitoring and Reporting Program in accordance with the requirements of CEQA. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerks office, the public Library, and on the City's website.
- H. The property is located within Area District III and is zoned Downtown Commercial. The properties to the west and south are also zoned Downtown Commercial, the property to the north is zoned Public and Semipublic, and the property to the east is zoned Open Space.
- I. The General Plan designation for the property is Downtown Commercial.
- J. The proposed project is a modification of the previously approved alcohol sales for the Shade Hotel to provide high quality service to their customers consistent with the business plan for the four-star hotel, as well as to provide consistency with the State Alcoholic Beverage Control (ABC) regulations. The previous approval (Condition No. 38- City Council Resolution No. 5770) allows full liquor in self-service in-room mini-bars and beer and wine throughout the Hotel facility for guests only. The State Alcoholic Beverage Control (ABC) regulations require a full liquor license throughout the Hotel facility (Type 47 license) that is open to the general public and includes the service of food in order to allow the in-room mini-bar license (Type 66 license). There is no ABC license, or series of licenses that would allow beer and wine only for guests, and full liquor for the mini-bars. A portable bar with full liquor (Type 68 license), for special events, is also proposed. Full liquor is proposed throughout the Hotel including the Courtyard, the Living Room which includes the Lobby and Wine Bar, the Porch, the Meeting Room and the rooftop Sun Deck. Alcohol is only allowed to be consumed on the site, it may not be taken off-site for consumption.
- K. The previous approval (Condition No. 28- City Council Resolution No. 5770) also limits special events (weddings, parties, etc.) to 60 people, and the modification requests a maximum of 99 people, without approval of a Temporary Use Permit.
- L. No changes to the previously approved hours of operation are proposed for either the alcohol sales or the special events. Breakfast Service in the Living Room, Porch, and/or Courtyard is proposed from 6:00 AM to 10:00 AM Monday-Friday and 6:00 AM-11:00 AM Saturday and Sunday. The "Wine Bar" is proposed to operate in the evenings from 5:00 PM to 11:00 PM daily, although flexibility for earlier hours based on the needs of the customer is desired. Although the emphasis of the "Wine Bar" will be on providing a wide selection of premium wines, full liquor will be available. Additionally, the Wine Bar will provide a variety of appetizers in order to qualify as an eating establishment as required by the ABC. Mid-day (lunch) food service will not be provided, except for room service.
- M. The primary use and purpose of Shade Hotel is and will continue to be to serve the community as a hotel offering first-class accommodations to visitors. The changes will make the hotel a better, more attractive facility for Manhattan Beach and a more sustainable business for its owners and investors and the city. All services of the hotel will be focused directly on its guests and event clients. All

advertising, marketing and promotions will be focused on potential hotel guests and not the general public.

- N. As part of the ABC license application process completed in February 2005 public notices were mailed to the neighbors located within a 500 yard radius of the property, the application sign was posted on the exterior of the property for thirty days, and the application was advertised publicly in the newspaper three times. Not one neighbor or citizen protested the application.
- O. Potential noise concerns will be addressed through the review of the annual Entertainment Permit as well as a retractable partition in the Living Room will be installed which is capable of separating the Wine Bar/Living Room facility from the reception area. The walls and partition of the Living Room will insulate the sound produced by events as the room will have a STC (Sound Transmission Code) rating of 50. The Sun Deck is designed to minimize noise and maximize privacy. The Sun Deck will be enclosed by decorative walls on all four sides: the walls stand eight feet to the east and six feet in all others directions.
- P. The ABC has identified the Downtown area of Manhattan Beach as having an "undue concentration" of alcohol licenses, which is typical for South Bay Cities. The criteria that the ABC uses in their calculations and determination of "undue concentration" takes into account all of Los Angeles County, including areas with very little population. This tends to create areas of "undue concentration" of alcohol licenses in areas where there is concentration of people and businesses, such as Downtown and other commercial areas. The Planning Commission makes the findings of public convenience and necessity for the alcohol license as the license for the hotel use is compatible with similar uses that have alcohol licenses, and other Downtown uses and the City Council has reviewed alcohol licenses in the past and has supported alcohol in conjunction with food service and hotel uses.
- Q. 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.
- R. This Resolution, upon its effectiveness, constitutes the Amendment to the Master Use Permit for the subject property. This Resolution only amends Conditions No's 28 and 38 of Resolution No. 5770, all other conditions remain effective and in full force.
- S. Based upon State law, and MBLCP Section A.84.050, relating to the Amendment to the Master Use Permit application for the proposed project, the following findings are hereby made:
 - 1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed amendments to the 'use permit' of Shade Hotel are consistent with the Commercial Downtown designation. This area is specifically designated for commercial activity and services for residents and out-of-town visitors. Several other business operations in the area already engage in similar uses. The project provides a full range of services needed by residents of, and visitors to, the city and region. The project will strengthen the city's economic base, but also protect small businesses that serve city residents. The project protects surrounding residential uses from the potential adverse effects of inharmonious uses by minimizing the impact of commercial development on adjacent residential districts.
 - 2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City since, the proposed amended 'use permit' of this

business property is consistent with the General Plan for the Commercial Downtown designation, because it is merely the granting of additional privileges to an already approved use that will result in no fundamental change of that use. Amending the 'use permit' to comply with ABC regulations and the approval of larger special events will have no environmental impact and will not be detrimental to the public health, safety, or welfare of persons residing or working in or adjacent to the location of the boutique hotel. There will be no negative impact on properties or improvements in the vicinity, or on the general welfare of the city. Additionally, the project is consistent with the following General Plan Goals and Policies:

GOALS AND POLICIES: LAND USE

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

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

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

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

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the issuance of a certificate of occupancy. The proposed amended 'use permit' for the boutique hotel is consistent with the already approved primary and secondary uses of the facility. The new uses will comply with the provisions and conditions of this title.
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the project will all be complied with. Conditions to conform to applicable Code standards will apply. Because the proposed amended use permit will not alter the fundamental use, purpose or character of the boutique hotel, and because there will not be any change in occupancy or intensification of the property, the proposed amended use will not create adverse impacts on traffic or create demands exceeding the capacity of public services and facilities.

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

General Conditions

1. The proposed project shall be in substantial conformance with the plans submitted and the project description, as approved by the Planning Commission on May 25, 2005, subject to any special conditions set forth below. The layout of the Lobby area, including the sound insulation, and roof deck is subject to further review and approval

by the Director of Community Development. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.

Land Use

2. (This condition replaces Condition No. 28- City Council Resolution No. 5770) The Inn may provide wedding, party, and other special event services in their Courtyard, Meeting Room, and Living Room, as a secondary service to the primary Inn use. These types of events are limited to 6:00 am to 11:00 p.m. Sunday through Thursday, and 6:00 am to 12:00 am (mid-night) Friday and Saturday. Events are limited to a maximum of 99 people, or whatever the maximum occupancy is as determined by the Building or Fire Code limits, whichever is less. The Director of Community Development may approve Temporary Use Permits for events which exceed 99 people, not to exceed the maximum occupancy as allowed by the Building or Fire Code limits. Events may not use the Town Square or other Public Open Areas unless prior approval is granted by the City. The availability of the Inn for special events shall not be marketed as the primary use.

Alcohol

3. (This condition replaces Condition No. 38- City Council Resolution No. 5770) The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of operation. The Hotel may provide full liquor service throughout the Hotel, including self-service in room "mini-bars", and a portable bar for special events. The service of alcohol at the Hotel shall be in conjunction with food. The hours of food service, and the associated alcohol service, shall be consistent with the project description, which is generally breakfast, evening appetizers and for special events. The Sale of alcoholic beverages for consumption off-premise is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject Master Use Permit.

New conditions

4. All hotel marketing, advertising, and promotions shall be limited to attracting potential hotel guests and event planners. The Wine Bar (now called "Zinc") and Sun Deck will not be marketed to the general public as separate hospitality attractions.
5. The Wine Bar shall limit its food menu to appetizers or "small plates" (or "tapas"), to qualify as a "bonafide eating place" as required by the ABC Type 47 license. The Wine Bar shall provide food service but shall not operate as a full scale "restaurant". Breakfast may be served daily in the Living Room, Porch, and/or Courtyard.
6. Shade Hotel shall not post any drink or food menus, or any drink or food signage outside of the hotel.
7. The Sun Deck shall stop regular alcohol service no later than 9:00 p.m. daily.
8. Alcohol service at events and functions shall stop thirty minutes prior to the hotel closing hours: 10:30 p.m., Sunday – Thursday; 11:30 p.m., Friday and Saturday.

Procedural

9. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.
10. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.
11. Lapse of Approval. The Master Use Permit Amendment shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.
12. 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.
13. Effective Date. Unless appealed to the City Council, the subject Master Use Permit Amendment shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.
14. Review. All provisions of the Master Use Permit Amendment are subject to review by the Community Development Department 6 months after occupancy and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Master Use Permit Amendment for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.
15. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.
16. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.
17. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action associated with the approval of this project brought against the City. In the event such a legal action is filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit said amount with the City or enter into an agreement with the City to pay such expenses as they become due.

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

I hereby certify that the foregoing is a full, true, and correct copy of the Resolution as adopted by the Planning Commission at its regular meeting of **May 25, 2005**, and that said Resolution was adopted by the following vote:

AYES: Chairman O'Connor, Vice-Chair Savikas, Commissioners Kuch and Simon

NOES: None

ABSTAIN: None

ABSENT: None

RICHARD THOMPSON
Secretary to the Planning Commission

Sarah Boeschen
Recording Secretary

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RESOLUTION NO. 6275

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MANHATTAN BEACH UPHOLDING AN APPEAL OF LIMITED CONDITIONS OF A PLANNING COMMISSION APPROVAL FOR AN AMENDMENT TO A MASTER USE PERMIT FOR MODIFICATIONS TO THE PREVIOUSLY APPROVED HOURS OF OPERATION, NOTIFICATION FOR EVENTS, ALLOWING EXPANDED FOOD SERVICE OPERATIONS, APPROVING VARIOUS NOISE MITIGATION MEASURES AND DENYING A HEIGHT VARIANCE FOR A 6-FOOT HIGH ROOFDECK NOISE BARRIER AT THE SHADE HOTEL, METLOX SITE, 1221 NORTH VALLEY DRIVE (MANHATTAN INN OPERATING COMPANY, LLC- MICHAEL A. ZISLIS, PRESIDENT)

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

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

- A. The Planning Commission of the City of Manhattan Beach conducted public hearings regarding the second Amendment to the Master Use Permit related to the Shade Hotel on June 24, 2009, July 22, 2009, October 28, 2009, May 12, 2010 and June 23, 2010. The public hearings were advertised pursuant to applicable law and testimony was invited and received, and on June 23, 2010, the public hearing was closed. The Planning Commission directed staff to bring back a final Resolution on July 28, 2010. The Planning Commission approved the Amendment for the Shade Hotel, and adopted Resolution No. PC 10-05 on July 28, 2010.
- B. On August 11, 2010, the applicant, Shade Hotel, and the neighborhood representative, Nate Hubbard, filed a joint appeal of limited conditions of the Planning Commission approval. The Shade and neighbors have agreed to minor revisions to conditions 12, 23, 28 and 31. The conditions relate to the valet service and skydeck.
- C. The City Council of the City of Manhattan Beach conducted a public hearing on September 7, 2010 to consider the appeal. Said hearing was advertised pursuant to applicable law, and testimony was invited and received.
- D. At the City Council hearing the City Council upheld the appeal and upheld the Planning Commission approval of the project with minor modifications to conditions 12, 23, 28 and 31.
- E. Manhattan Inn Operating Company, LLC is seeking approval of an Amendment to a Master Use Permit, to allow modifications to the previous approval. The three changes include: 1- Extension of hours of operation to midnight on Fridays, Saturdays and Holidays, except for the skydeck and other minor exceptions, 2- An increase to 125 people for special events (weddings, parties, etc.) without administrative approval, and 3- Expanded public food service (breakfast, lunch and evening "small plates"). Additionally, a Variance for six-foot high noise barriers around the north, south and east sides of the roofdeck is requested. The current Use Permit approval allows hours until 11:00 PM daily for the lobby bar and outside terrace, 10:00 PM daily for the roofdeck, and 11:00 PM Thursdays-Sundays and 12 midnight Fridays-Saturdays for special event use only for the Courtyard, 99 people for special events without notification, and limited food service for guests.
- F. In accordance with the Master Use Permit approval an Amendment to the existing Master Use Permit approval is required for the project.
- G. The subject property is located within the City of Manhattan Beach Coastal Zone, and the Coastal Development Permit for the Master Use Permit was issued by the California Coastal Commission. An amendment to the Coastal Permit will not be required to be processed as there are no relevant coastal issues related to the subject application.

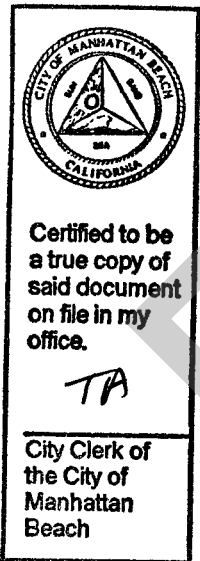


Certified to be a true copy of said document on file in my office.

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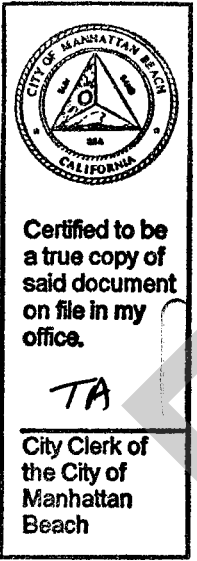
City Clerk of the City of Manhattan Beach

- H. An amendment to the Disposition and Development Agreement (DDA) may be required, and that action will be determined by the City Council.
- I. The applicant is Manhattan Inn Operating Company, LLC and the property owner is the City of Manhattan Beach.
- J. An Environmental Impact Report for the Metlox/Civic Center project was certified by the City of Manhattan Beach City Council on April 17, 2001 (State Clearinghouse No. 99121090), which includes the environmental clearance for the Metlox project. There have been no substantial changes to the project, the surrounding area or environment, and the facts associated with the project have not substantially changed from those evaluated in the certified EIR from an environmental impact viewpoint. Therefore, the existing certified EIR is a valid environmental document that adequately evaluates the environmental impacts of the project in accordance with the requirements of CEQA and the project can rely upon this document for conformance with the requirements of CEQA. The EIR includes Mitigation Measures and a Mitigation Monitoring and Reporting Program in accordance with the requirements of CEQA. The Environmental Impact Report is on file and available for public review at the City of Manhattan Beach Community Development Department, City Clerks office, the public Library, and on the City's website.
- K. The property is located within Area District III and is zoned Downtown Commercial. The properties to the west and south are also zoned Downtown Commercial, the property to the north is zoned Public and Semipublic, and the property to the east is zoned Open Space, with Single Family Residential and High Density Residential to the east past Valley and Ardmore Drives.
- L. The General Plan designation for the property is Downtown Commercial.
- M. The following is a summary of some of the key milestones for the Metlox site:
 - 1995- 96- The City Council authorized development of the Downtown Strategic Action Plan (DSAP) to provide a comprehensive approach and community vision for the Downtown including the Metlox site
 - 1997/98- The City purchased the Metlox property to control development and Master Plan the site
 - 1998- 2001 Numerous public meetings and workshops held to solicit public input on the site and Downtown.
 - December 1998- The City selected the Tolkin Group as a development partner
 - April 2001- The City Council certified the EIR
 - April 2002- The City Council approved the Disposition and Development Agreement (DDA)/Ground Lease
 - July 2002- Master Use Permit and Coastal Development Permit for the Metlox project approved by the City Council
 - November 2002- California Coastal Commission denied the appeal of the Coastal Development Permit, and unanimously approved the Permit
 - February 2003- Groundbreaking for the Metlox parking structure
 - January 2004- Grand opening of public parking structure with 460 parking spaces
 - April 2004- Shade Hotel construction commenced
 - September 2004- Construction of the Metlox commercial buildings started
 - May 2005- Planning Commission approved first Shade Amendment Resolution No. PC 05-08
- N. The Planning Commission of the City of Manhattan Beach conducted a public hearing regarding the first Amendment to the Master Use Permit for the Shade related to alcohol sales and special events at their regular scheduled meeting of May 25, 2005. The public hearing was advertised pursuant to applicable law and testimony was invited and received. The Planning Commission approved the Amendment for the Shade Hotel, and adopted Resolution No. PC 05-08. The facts and findings for that approval are included in the public records for that application.



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- O. The original approval (Condition No. 38- City Council Resolution No. 5770) allowed full liquor in self-service in-room mini-bars and beer and wine throughout the Hotel facility for guests only. The original approval (Condition No. 28- City Council Resolution No. 5770) also limited special events (weddings, parties, etc.) to 60 people.
- P. Resolution No. PC 05-08 allowed a Type 47 ABC license for the site, allowing full liquor open to the general public and including the service of food in order to allow the in-room mini-bars (Type 66 license), as well as the portable bar with full liquor (Type 66 license), all for on-site consumption of alcohol only, as well as events up to 99 people without approval of a Temporary Use Permit.
- Q. Portions of Resolution No. PC 05-08 have been subject to interpretation as the hotel is a 24-hour operation while the support services of the bar, food service and events are limited. Additionally, there are no definitions of special events, guests, closing, and other regulatory terms in the Resolution. One of the goals of this Amendment is to clarify definitions and language in the Resolution.
- R. Many neighboring residents at the Planning Commission public hearings have testified that Shade Hotel makes noise that discomforts and irritates "reasonable persons of normal sensitiveness," as defined by the subjective standard in Chapter 5.48 of the MBMC. The Manhattan Beach Police Department has responded to numerous calls regarding Shade disturbances, and for several of these incidents, has reports and recordings of noise from Shade.
- S. Neighbors indicate that taxi pickup and drop-off on Valley Drive create disturbances. The City established a taxi stand on Morningside Drive at 13th Street in 2009 to address this issue and has notified the taxi franchises of the requirements.
- T. Two independent acoustics analysis, dated October 21, 2009 and March 10, 2010, were conducted by Don Behrens & Associates under the direction of the Community Development Department. The reports indicate that noise from the Shade Hotel does not exceed the objective noise standards in the MBMC; the subjective standard was not evaluated in the reports. Actual noise measurements and continuous noise monitoring was conducted during large events on the skydeck, courtyard, lounge and terrace. A three-dimensional modeling of noise to assess various mitigation was also constructed. The reports proposed a variety of mitigation options including a front (east) entry vestibule, terrace enclosure, roofdeck extensions, west entry/exit/queue and taxi stand. Mitigation is incorporated into the conditions based on these recommendations, public hearing comments and Planning Commission discussion and direction.
- U. Due to the open design, the terrace has minimal soundproofing and constitutes a major noise source, particularly for residents south of 12th Street. Additionally, the front (east) entry door has noise leakage that impacts residents, largely between 12th and 13th Streets. The rooftop deck generates noise that largely impacts residents north of 13th Street.
- V. The primary use and purpose of Shade Hotel, is and will continue to be, to serve the community as a hotel offering first-class accommodations to visitors. The hotel may also offer event, function, food, and other similar support functions as secondary uses. Marketing and promotion of the hotel shall be consistent with these uses as provided in the conditions.
- W. Potential noise and other neighborhood impacts from Entertainment, as defined and regulated in Chapter 4.20 of the MBMC, will be addressed through the administrative review of the annual Entertainment Permit. The Entertainment Permit is a separate administrative permit, and is regulated independently from the land use entitlement of the Master Use Permit and Master Use Permit Amendment.
- X. 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.



- Y. This Resolution, upon its effectiveness, constitutes the Amendment to the Master Use Permit for the subject property. This Resolution supersedes Resolution No. PC 05-08 and Resolution No. PC 10-05. It also amends only Conditions No's 28 and 38 of Resolution No. 5770, all other conditions in that Resolution (unless amended by other separate Resolutions for other Metlox tenants) remain effective and in full force.
- Z. Based upon State law, and MBMC Section 10.84.060, relating to the Amendment to the Master Use Permit application for the proposed project, the following findings are hereby made:
1. The proposed location of the use is in accord with the objectives of this title and the purposes of the district in which the site is located since, the proposed amendments to the use permit for Shade Hotel is consistent with the Commercial Downtown designation. This area is specifically designated for commercial activity and services for residents and out-of-town visitors. Several other business operations in the area already engage in similar uses. The project provides a full range of services needed by residents of, and visitors to, the city and region. The project will strengthen the City's economic base, but also protect small businesses that serve city residents. The project protects surrounding residential uses from the potential adverse effects of inharmonious uses by minimizing the impact of commercial development on adjacent residential districts through the conditions of approval which require physical noise mitigation and operational revisions.
 2. The proposed location of the use and the proposed conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working on the proposed project site or in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City since, the proposed amended use permit is consistent with the General Plan for the Commercial Downtown designation, because it is granting additional privileges to already approved uses that will result in minimal fundamental change of those uses. Amending the use permit will have no environmental impact and will not be detrimental to the public health, safety, or welfare of persons residing or working in or adjacent to the location of the hotel facility. There will be no negative impact on properties or improvements in the vicinity, or on the general welfare of the city, due to the conditions. Additionally, the project is consistent with the following General Plan Goals and Policies:

GOALS AND POLICIES: LAND USE

Policy LU-5.2: Work with all commercial property owners bordering residential areas to mitigate impacts and use appropriate landscaping and buffering of residential neighborhoods.

Policy LU-5.4: Discourage the outdoor, commercial and industrial use of property adjacent to residential use.

Policies LU-5.7, 6.4 and 7.6: Recognize the unique qualities of mixed-use areas, and balance the needs of both the residential and commercial uses.

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

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

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

Policy LU-7.1: Encourage the upgrading and growth of businesses in the Downtown area to serve as a center for the community and to meet the needs of local residents and visitors.



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GOALS AND POLICIES: NOISE

Goal N-2: Incorporate noise considerations into land use planning decisions.

Policy N-2.2: Ensure acceptable noise levels near residences, schools, medical facilities, and other noise-sensitive areas.

Policy N-2.5: Require that the potential for noise be considered when approving new development to reduce the possibility of adverse effects related to noise generated by new development, as well as impacts from surrounding noise generators on the new development.

Policy N-3.4: Recognize in the Noise Ordinance that nighttime noise levels create a greater sensitivity than do daytime noise levels.

3. The proposed use will comply with the provisions of this title, including any specific condition required for the proposed use in the district in which it would be located since, the required notice and public hearing requirements have been met, all of the required findings have been addressed, and conditions will be required to be met prior to the implementation of the new conditions. The proposed amended use permit is consistent with the already approved primary and secondary uses of the facility.

4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to: traffic, parking, noise, vibration, odors, resident security and personal safety, and aesthetics, or create demands exceeding the capacity of public services and facilities which cannot be mitigated. All of the potential impacts related to the proposed project were evaluated and addressed in the Certified EIR. The Mitigation Measures applicable to the project will all be complied with. Conditions to conform to applicable Code standards will apply. Because the proposed amended use permit will not alter the fundamental use, purpose or character of the hotel facility, and because there will not be any change in occupancy or intensification of the property, the proposed amended use will not create adverse impacts on traffic or create demands exceeding the capacity of public services and facilities.

A.A. Based upon State law, and MBMC Section 10.84.060, relating to the Variance application for the proposed project, the following findings CAN NOT be made:

1. Because of special circumstances or conditions applicable to the subject property—including narrowness and hollowness or shape, exceptional topography, or the extraordinary or exceptional situations or conditions—strict application of the requirements of this title would result in peculiar and exceptional difficulties to, or exceptional and/or undue hardships upon, the owner of the property;

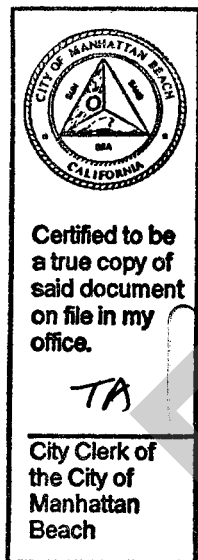
2. The relief may be granted without substantial detriment to the public good; without substantial impairment of affected natural resources; and not be detrimental or injurious to property or improvements in the vicinity of the development site, or to the public health, safety or general welfare; and

3. Granting the application is consistent with the purposes of this title and will not constitute a grant of special privilege inconsistent with limitations on other properties in the vicinity and in the same zoning district and area district.

SECTION 2. The City Council of the City of Manhattan Beach hereby APPROVES the subject Master Use Permit Amendment, subject to the following conditions, and DENIES the subject Variance.

Definitions

1. Closed. Music off and lights turned up in all public areas. Terrace, courtyard, skydeck, Zinc bar and Lobby, and all public areas vacated, except for staff throughout, as well as registered guests in the



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Lobby only. All members of the general public, including special event and function guests who are not registered guests, shall be out of the hotel. In the Zinc bar and lobby, terrace, courtyard, skydeck and all public areas, without exception, on or before closing, staff shall collect all glasses, bottles, cans, and drinks, including from registered guests, to comply with the ABC definition of closed, as "no sale, service, or consumption of alcoholic beverages."

2. Special event. An event in which an unaffiliated third party under contract has exclusive use of one or more venues or a portion of a venue. Attendees at special events shall have an invitation from the host client. The general public may not join nor participate in special events other than non-profit or charitable events such as Chamber events, Downtown Open House and Charity Education Wine Events.

3. Function. A "themed" function held periodically for the general public, up to twelve (12) per year, such as, Oktoberfest, Halloween, New Years, Valentines, St Patrick's Day, AVP, Surf Festival, Mothers Day, Fathers Day and Six-Man. Functions shall not include "spillover" of the general public from day-to-day operations from the Zinc bar and lobby, or any other area, into the Courtyard.

4. Registered Guest. A guest who occupies a room overnight. Privileges for registered guests extend to a limited number of their invitees only, and not the general public.

5. Invitee. Invited guests of a registered guest.

6. Marketing and Promotion. Any marketing, promotion or advertising, using any media, including but not limited to, fliers, newspapers, radio-TV, Internet, social networking sites, email to the general public and the Shade website. This does not include marketing and promotions to customers who have specifically signed up to be included on a Shade mailing, e-mailing or similar mass notification list.

7. Background music. Sound intensity anywhere in a room or venue not greater than 65 dBa.

8. Public Areas. Any public area or space where sales, service and consumption of alcoholic beverages is permitted.

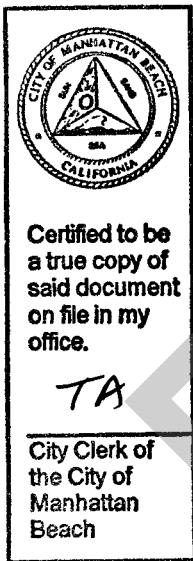
Entertainment and Noise

9. General- The Director of Community Development shall not reduce restrictions or conditions as set forth in this Amendment, without approval by the Planning Commission, with notice to property owners within a 300 foot radius with standard notice procedures.

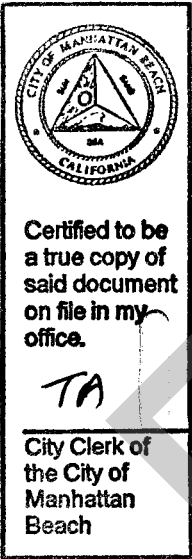
10. Entertainment and amplified sound- All amplified music and sound shall use the house system only and shall be limited to background music with the following exceptions;

- A. The Courtyard may have one annual function, for example, Oktoberfest, with live amplified entertainment, from 4 to 8 PM.
- B. The Courtyard may use amplification, other than the house system for background music and microphones, for wedding ceremonies only prior to 9 PM and not to exceed 30 minutes in length;
- C. The Zinc bar and lobby may have amplified DJ's, live entertainment or music, other than background music. All doors leading to the outside shall remain closed.

11. Terrace enclosure- A deployable means (glass or similar panels that roll or slide down from the top portion of the terrace) shall entirely enclose the terrace, including a closable south entrance that meets Building Safety and other City requirements. Existing walls shall have gaps acoustically sealed. The ceiling of the terrace shall have sound-absorbing fixtures installed. The enclosure and entire terrace area shall be acoustically sealed, designed and constructed to meet the City Noise consultants' acoustical standards consistent with their noise studies for the fully enclosed terrace. The terrace shall remain open at all times except, between 9 PM and 6 AM each day and when raining. Shade staff shall be responsible for enclosing and opening the terrace daily. If the terrace has drapes or other decorative features to enclose the area, they may only be closed during special events and when raining, or for shade.



- 1 12. Front (East) Entry Vestibule- A permanent front entrance vestibule, bonded and sealed to the building, shall be constructed to enclose the front doors. The vestibule shall be acoustically sealed, designed and constructed to meet the City Noise consultants' acoustical standards consistent with their noise studies. The vestibule shall also meet all Building Safety and other City requirements, including but not limited to emergency egress and disabled access. Between 9:00 PM and 6:00 AM on Fridays, Saturdays, New Years Eve and Sundays before Memorial Day and Labor Day, the following conditions shall apply: a) the front entrance doors shall be closed and only operable through the interlock/double door vestibule; b) the hotel clerk or other hotel employee shall only allow passage for disabled, registered hotel guests and valet patrons as permitted in Condition #28, and all others shall use the west entrance; c) the vestibule may also be operable with a hotel room key, and; d) only one set of doors may be opened at any time.
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- 6 13. Courtyard- Only special events and functions may use the courtyard. No general public gatherings permitted in the courtyard, and no "spillover" from the Zinc bar and lobby to other public areas.
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- 8 14. Courtyard-bar corridor wall- A new acoustic moveable wall shall be installed to separate the interior courtyard from the corridor north of the lobby bar. After 9 PM Friday, Saturday, New Years Eve, and Sundays before Memorial and Labor Day, and any day if the entry/exit queue is greater than 5 people for more than 15 minutes, both corridor walls (adjacent to the courtyard and the lobby bar) shall remain closed for the rest of the night, unless there is a special event or function using both the Courtyard and Zinc bar/ lobby. Whenever the Zinc bar and lounge has amplified sound, other than background music, after 9 PM the north acoustic wall shall remain closed. There shall be no sale, service or consumption of alcohol in the corridor when one or both moveable walls are closed.
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- 12 15. Skydeck- All amplified music and sound, including DJ's for weddings only, shall use the house system only. No live amplified music is permitted. Amplified sound is prohibited on the skydeck after 9 PM, except for background music. The hotel shall relocate house speakers nearer to floor-level, not atop glass windscreen posts. The location and number of the speakers shall be based on the recommendations from an audio specialist in cooperation with the City's noise consultant, and shall be designed to mitigate off-site noise impacts and maximize efficiency on-site.
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- 15 16. Sound audibility- The volume of music, entertainment, group singing, or voice, whether or not amplified, may not be audible outside of the hotel facilities to the following extent. For any length of time, except for the one function referenced in Condition No. 10 A., the noise may not dominate the background ambient noise, nor disturb surrounding residents, as defined in the MBMC noise regulations. After cessation of alcohol service in any venue or for any event or function, only background music is permitted.
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- 18 17. Temporary Use Permit- Special events and functions of more than 125 attendees require City notice and a temporary use permit.
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- 20 18. Entertainment Permit- Each year, the hotel shall apply for an annual entertainment permit on or before March 1, in accordance with Condition 40 in Resolution 5770, Metlox Master Use Permit.
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- 22 19. Resident notification- The hotel shall e-mail to residents who sign-up, the schedule of special events and functions sent to the City, excluding client information.
- 23 20. Balconies- A permanent notice shall be placed on the doors to the hotel room balconies informing guests to be respectful of the neighbors at all times and to make no noise on the balconies or outside after 10:00 PM.
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- 25 21. Exterior Doors- All exterior doors to the public areas of the hotel facility shall be closed after 9:00 PM on Fridays, Saturdays, Sundays before Memorial Day and Labor Day, New Years Eve, and daily for all special events and functions.
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- 27 22. Noise Compliance Verification- The privileges within this Use Permit for extension of hours of operation shall only be granted after the installation of the mitigation measures, implementation of the improvements and modifications to the operations of the facility. After completion of these measures, the Community Development Director, in cooperation with the Noise consultant, shall determine if the measures are effective and meeting the objective noise criteria and mitigation standards described in
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the previously submitted Noise reports. The neighbor representative may have input on the location, days and hours of the monitoring for any follow-up noise studies. The privileges and rights within this Use Permit shall not be effective unless the objective noise criteria and dBA reductions, as described in the previously submitted Noise reports, are achieved.

23. Hours for alcohol service

Alcohol service restricted to venues below; not permitted in any other public areas.		
<u>Venue/Event/Services</u>	<u>Venue Closing Time (Closed); Open 6 AM- per Cond. 39, Reso. 5770</u>	<u>End of Alcohol Service, (Before Closed in, Minutes)</u>
Zinc bar and lounge, Fridays-Saturdays and Sundays before Memorial Day and Labor Day	Midnight	20
Zinc bar and lounge, Sundays-Thursdays	11 PM	20
Terrace	11 PM Sun-Thu; midnight Fri-Sat and Sundays before Memorial Day and Labor Day	20
Conference (Green) Room(s)	11 PM Sun-Thu; midnight Fri-Sat and Sundays before Memorial Day and Labor Day	20
Courtyard- Special events	11 PM Sun-Thu; midnight Fri-Sat and Sundays before Memorial Day and Labor Day	20
Courtyard- Functions	10 PM	20
Skydeck	10 PM	20

Note 1. New Years Eve closed for all venues as regulated by MBMC- currently 1:00 AM, except the skydeck shall close at 10:00 PM.

General Conditions

24. Substantial Compliance- The proposed changes shall be in substantial conformance with the plans submitted, and the project description as approved by the Planning Commission, subject to any special conditions set forth in this amendment. The design, specifications and layout of sound mitigation measures is subject to further review and approval by the Director of Community Development, and the Planning Commission as determined to be necessary by the Director of Community Development. Any substantial deviation from the approved plans, or project description, shall have review and approval by the Planning Commission.

25. Occupancy Limits- Required occupancy loads shall not be exceeded and required access and exits shall remain unobstructed at all times. The exact occupancy numbers stated below are required to be posted on the site:

- Roof Deck – 92
- Lobby Bar (Zinc Lounge) – 159
- Patio to south of Zinc Lounge- 47
- Courtyard Area – 151
- Conference Room - 44

26. Terrace Use- The terrace shall not be a conditioned interior space as defined by the Building Code.



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1 27. Public property clean up- The Shade staff shall monitor the area so that Shade patrons do not litter adjacent public property, including but not limited to the sidewalk, street, Metlox Town Square and all other public areas at Metlox. The hotel staff shall police and promptly clean up all areas with any litter and spills after all special events and functions. Public Works may bill Shade for any special event and function related public property clean-up costs.

3 Ingress-Egress Control

4 28. Valet- The Shade valet service shall relocate away from the Shade east or south entrances after 5 10:00 PM on Fridays, Saturdays, Sundays before Memorial Day and Labor Day, New Years Eve, and after 10:00 PM for special events and functions any day of the week. Everyone, except for registered 6 hotel guests and disabled, shall be prohibited from picking up their vehicles from the Shade front (east) entrance. The hours and days may be modified to be more, but not less, restrictive as determined to be 7 necessary by the Director of Community Development. The valet shall keep all driving lanes, parking back up areas, and all vehicular and pedestrian accessways free and accessible to the general public, subject to 8 approval of the Director of Community Development.

9 29. Taxis- Hotel employees shall discourage the public from using taxis on Valley Drive after 9 PM. Taxi pickups and drop-offs for the general public at the Shade entrance shall be prohibited after 9 PM. 10 Everyone, except for registered hotel guests and disabled, shall be directed to the taxi stand on Morningside Drive and 13th Street, after 9 PM on Fridays, Saturdays, Sundays before Memorial Day and 11 Labor Day, New Years Eve and after special events and functions any day of the week. Hotel staff may call for a taxi to pickup registered guests and disabled at the entrance at any time.

12 30. Entry-Exit Queue- The hotel shall locate the entry and exit queue at the west side of the building as required in Condition 31, but the queue shall not extend past the south or north sides of the building.

13 31. West entry-exit- After 9:00 PM on Fridays, Saturdays, Sundays before Memorial Day and Labor 14 Day, New Years Eve, and after 9:00 PM for special events, and functions, everyone except registered hotel guests and disabled shall use the west door, opening on to the Metlox Plaza, to enter and exit the 15 hotel. The front east door that opens onto Valley Drive, and the south terrace doors shall not be used for entry and exit at these times, except registered hotel guests, disabled and valet patrons as permitted in 16 Condition #28, may use the front east door.

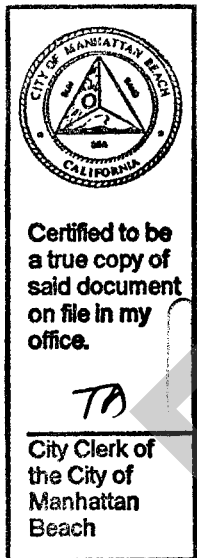
17 On Sundays through Thursdays, if more than five patrons are waiting for more than 15 minutes to 18 enter, staff shall establish the queue at the west side of the building for the rest of the night. Employees shall close and monitor the front (east) entry door as required to ensure access only by registered hotel 19 guests and the disabled, and that everyone else uses the west door. Employees shall remind the patrons as they depart to respect the neighbors and to minimize noise and disturbance.

20 The hours and days may be administratively modified in the annual entertainment permit to be more, but not less, restrictive as determined to be necessary by the Director of Community Development.

21 32. Staff parking- The hotel shall instruct their employees, contract employees, contractors servicing 22 events, and all others providing services to the Hotel to not park on the public streets east of Valley Drive, in the residential areas or in Parking Lot 8 (the lot in the median of Valley and Ardmore). All 23 parking shall be on the Metlox site or in other public parking structures or lots such as Lot 3.

24 33. Buses- Any large transportation such as buses, shuttles, or recreational vehicles shall not use the 25 hotel drop off area on the east side after 9 PM daily, but shall load and unload off of Morningside Drive or 13th Street. The vehicles shall observe and comply with all parking regulations in these areas.

26 34. Town Square- Special Events and functions may not use the Town Square or other Public Open 27 Areas unless prior approval is granted by the City. The applicant shall work cooperatively with the Management Co, landlord, any security personnel and the City to ensure that Shade facility patrons are not 28 gathering in the Town Square and public areas outside of the hotel and disturbing the neighbors after the hotel public areas are close. The doorman or other Shade employee shall ensure that patrons do not leave 29 the hotel facility premises with alcoholic beverages.



35. Front Drop Off- The drop off driving lane, in front of the hotel off Valley Drive, including the area at Valley and "12th Walk" by the bollards shall remain open, unobstructed and free of vehicles at all times, except for vehicles transitioning during valet drop off and pick up.

Food service

36. Food Service- The hotel may serve food in all public areas during the hours consistent with the service of alcohol. This shall not preclude 24-hour room service.

Marketing

37. Marketing-General- Any marketing and promotion of the facility will be first and foremost as a hotel use. The availability of the hotel for special events and functions shall not be marketed as the primary use. The hotel website may have pages that describe various venues, including costs and availability, but may not advertise pool parties.

38. Marketing-Bar and Functions- The hotel shall not advertise, market or promote drink or "happy hour" type of specials. Primary advertising and marketing shall be for the hotel, food and special events. Marketing and promotion for the bar and functions shall be secondary. The Zinc bar/lounge, terrace, and Skydeck will not be exclusively marketed to the general public as separate hospitality attractions.

39. Menu Posting- The hotel may post drink or food menus or signage outside of the hotel, with the exception of no posting of any drink or "happy hour" type of specials.

Procedural

40. Review. All provisions of the Master Use Permit Amendment are subject to review by the Community Development Department 6 months after completion of improvements and yearly thereafter. At any time in the future, the Planning Commission or City Council may review the Master Use Permit Amendment for the purposes of revocation or modification. Modification may consist of conditions deemed reasonable to mitigate or alleviate impacts to adjacent land uses.

41. Expiration. Unless appealed to the City Council, the subject Use Permit and Coastal Development Permit shall become effective after expiration of the time limits established by Manhattan Beach Municipal Code and Local Coastal Program.

42. Fish and Game. Pursuant to Public Resources Code Section 21089 (b) and Fish and Game Code Section 711.4 (c), the project is not operative, vested, or final until the required filing fees are paid.

43. Lapse of Approval. The Master Use Permit Amendment shall lapse three (3) years after its date of approval unless implemented or extended in accordance with Manhattan Beach Municipal Code (MBMC) Section 10.84.090.

44. Terms and Conditions are Perpetual. These terms and conditions shall be perpetual, and it is the intention of the Director of Community Development and the permittee to bind all future owners and possessors of the subject property to the terms and conditions. Further, the applicant shall record the conditions of approval of this Resolution with the Office of the County Clerk/Recorder of Los Angeles. The format of the recording instrument shall be reviewed and approved by the City Attorney.

45. Effective Date. Unless appealed to the City Council, the subject Master Use Permit Amendment shall become effective when all time limits for appeal as set forth in MBMC Section 10.100.030 have expired.

46. Interpretation. Any questions of intent or interpretation of any condition will be resolved by the Planning Commission.

47. Inspections. The Community Development Department staff shall be allowed to inspect the site and the development during construction at any time.



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office.

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City Clerk of
the City of
Manhattan
Beach

1 48. Legal Fees. The applicant agrees, as a condition of approval of this project, to pay all reasonable
2 legal and expert fees and expenses of the City of Manhattan Beach, in defending any legal action
3 associated with the approval of this project brought against the City. In the event such a legal action is
4 filed against the project, the City shall estimate its expenses for the litigation. Applicant shall deposit
5 said amount with the City or enter into an agreement with the City to pay such expenses as they
6 become due.

7 SECTION 3. Pursuant to Government Code Section 65009 and Code of Civil
8 Procedure Section 1094.6, any action or proceeding to attack, review, set aside, void or annul this
9 decision, or concerning any of the proceedings, acts, or determinations taken, done or made prior to
10 such decision or to determine the reasonableness, legality or validity of any condition attached to this
11 decision shall not be maintained by any person unless the action or proceeding is commenced within 90
12 days of the date of this resolution and the City Council is served within 120 days of the date of this
13 resolution. The City Clerk shall send a certified copy of the resolution to the applicant, and if any, the
14 appellant at the address of said person set forth in the record of the proceedings and such mailing shall
15 constitute the notice required by Code of Civil Procedure Section 1094.6.

16 SECTION 4. The City Clerk shall make this Resolution reasonably available for public
17 inspection within thirty (30) days of the date this Resolution is adopted.

18 SECTION 5. This resolution shall take effect immediately.

19 SECTION 6. The City Clerk shall certify to the adoption of this Resolution and
20 thenceforth and thereafter the same shall be in full force and effect

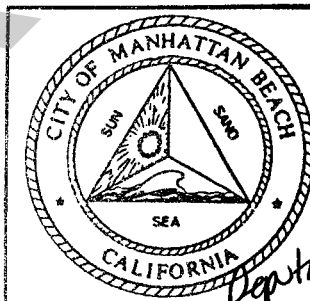
21 PASSED, APPROVED, and ADOPTED this 7th day of September, 2010.

22 Ayes: Tell, Powell, Cohen, Montgomery and Mayor Ward.
23 Noes: None.
24 Abstain: None.
25 Absent: None.

26 /s/ Mitch Ward
27 Mayor, City of Manhattan Beach, California

28 ATTEST:

29 /s/ Liza Tamura
30 City Clerk



31 Certified to be a true copy
32 of the original of said
document on file in my
office.

[Signature]
City Clerk of the City of
Manhattan Beach, California

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MASTER APPLICATION FORM

PAID
S/001-01333554
11-08-2013

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Office Use Only
Date Submitted: 11/8/13
Received By: [Signature]
F&G Check Submitted:

1221 N. Valley Drive Manhattan Beach CA
Project Address

See attached
Legal Description

Downtown Commercial
General Plan Designation

CD
Zoning Designation Area District

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

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

Submitted Application (check all that apply)

- | | |
|------------------------------------------------------------|--------------------------------------------------------------|
| <input type="checkbox"/> Appeal to PC/PPIC/BBA/CC | <input type="checkbox"/> Use Permit (Residential) |
| <input type="checkbox"/> Coastal Development Permit | <input checked="" type="checkbox"/> Use Permit (Commercial) |
| <input type="checkbox"/> Environmental Assessment | <input type="checkbox"/> Use Permit Amendment |
| <input type="checkbox"/> Minor Exception | <input type="checkbox"/> Variance |
| <input type="checkbox"/> Subdivision (Map Deposit)4300 | <input type="checkbox"/> Public Notification Fee / \$85 |
| <input type="checkbox"/> Subdivision (Tentative Map) | <input type="checkbox"/> Park/Rec Quimby Fee 4425 |
| <input type="checkbox"/> Subdivision (Final) | <input type="checkbox"/> Lot Merger/Adjustment/\$15 rec. fee |
| <input type="checkbox"/> Subdivision (Lot Line Adjustment) | <input type="checkbox"/> Other |

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

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

Amount Due: \$ 4740 (less Pre-Application Fee if submitted within past 3 months)

Receipt Number: _____ Date Paid: _____ Cashier: _____

Applicant(s)/Appellant(s) Information

Michael Zisli's
Name

321 12th Street Suite 112 Manhattan Beach, CA 90266
Mailing Address

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

Katie Kruff Richardson - Vice President 310 318-4819 Katie@zislisgroup.com
Contact Person (include relation to applicant/appellant) Phone number / e-mail

321 12th Street Suite 112 Manhattan Beach, CA 90266
Address,

[Signature]
Applicant(s)/Appellant(s) Signature Phone number (310) 704-8507

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

See Attached

**ATTACHMENT D
PC MTG 2-12-14**

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

OWNER'S AFFIDAVIT

STATE OF CALIFORNIA
 COUNTY OF LOS ANGELES

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

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

Michael Zislis

Print Name

321 12th Street Ste 112 Manhattan Beach CA 90266

Mailing Address

310 546-7800

Telephone

Subscribed and sworn to before me,
 this _____ day of _____, 20____
 in and for the County of _____
 State of _____

Notary Public

Fee Schedule Summary

Below are the fees typically associated with the corresponding applications. Additional fees not shown on this sheet may apply – refer to current City Fee Resolution (contact the Planning Department for assistance.) Fees are subject to annual adjustment.

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

Coastal Development Permit

Filing Fee (public hearing – no other discretionary approval required):	\$ 4,615	✉
Filing Fee (public hearing – other discretionary approvals required):	1,660	✉
Filing Fee (no public hearing required – administrative):	920	✉

Use Permit

Use Permit Filing Fee:	\$ 5,200	✉
Master Use Permit Filing Fee:	8,255	✉
Master Use Permit Amendment Filing Fee:	4,740	✉
Master Use Permit Conversion:	4,075	✉

Variance

Filing Fee:	\$ 5,160	✉
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Minor Exception

Filing Fee (without notice):	\$ 1,775	
Filing Fee (with notice):	2,020	✉

Subdivision

Certificate of Compliance:	\$ 1,560	
Final Parcel Map + mapping deposit:	515	
Final Tract Map + mapping deposit:	595	
Mapping Deposit (paid with Final Map application):	500	
Merger of Parcels or Lot Line Adjustment:	1,155	
Quimby (Parks & Recreation) fee (per unit/lot):	1,817	
Tentative Parcel Map (4 or less lots / units) No Public Hearing:	915	
Tentative Parcel Map (4 or less lots / units) Public Hearing:	3,325	✉
Tentative Tract Map (5 or more lots / units):	4,080	✉

Environmental Review (contact Planning Division for applicable fee)

Environmental Assessment (no Initial Study prepared):	\$ 215	
Environmental Assessment (if Initial Study is prepared):	2,260	
Fish and Game/CEQA Exemption County Clerk Posting Fee ² :	75	

✉ <i>Public Notification Fee</i> applies to all projects with public hearings and covers the city's costs of envelopes, postage and handling the mailing of public notices. Add this to filing fees above, as applicable:	\$ 85	
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²Make a separate \$75 check payable to LA County Clerk, (DO NOT PUT DATE ON CHECK)

OWNER'S AFFIDAVIT

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

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

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

Print Name

Mailing Address

Telephone

Subscribed and sworn to before me,

this 5 day of Feb., 2014

in and for the County of Los Angeles

State of CA

Notary Public

Fee Schedule Summary

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Master Use Permit Conversion:	4,740 ☒
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Variance	
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Subdivision	
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²Make a separate \$75 check payable to LA County Clerk, (DO NOT PUT DATE ON CHECK)

C:\PLANNING DIVISION\Former Checklists\Counsel Handouts\Master Application Form 2011.doc Revised 12-13-12

* OWNER DOES NOT warrant that the application is complete to the satisfaction of City.



ENVIRONMENTAL INFORMATION FORM

(to be completed by applicant)

CITY OF MANHATTAN BEACH
COMMUNITY DEVELOPMENT DEPARTMENT

Date Filed: 11-8-13

APPLICANT INFORMATION

Name: Manhattan Inn Operating Co
Address: 1221 N. Valley Drive
Phone number: 310-546-4995
Relationship to property: Tenant

Contact Person: Michael Zislis/Katie Kneft
Address: 321 12th St Suite 112
Phone number: 310.546.7800
Association to applicant: Manager

PROJECT LOCATION AND LAND USE

Project Address: 1221 N. Valley Drive Manhattan Beach, CA 90266
Assessor's Parcel Number: 8940-211-011
Legal Description: See attached
Area District, Zoning, General Plan Designation: Commercial Downtown
Surrounding Land Uses:
North Public West Downtown Commercial
South Downtown Commercial East Open Space
Existing Land Use: Commercial Hotel

PROJECT DESCRIPTION

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

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

If use is other than above, provide detailed operational characteristics and anticipated intensity of the development: See attached description.

	<u>Existing</u>	<u>Proposed</u>	<u>Required</u>	<u>Removed/ Demolished</u>
Project Site Area:	_____	_____	_____	_____
Building Floor Area:	_____	_____	_____	_____
Height of Structure(s)	_____	_____	_____	_____
Number of Floors/Stories:	_____	_____	_____	_____
Percent Lot Coverage:	_____	_____	_____	_____
Off-Street Parking:	_____	_____	_____	_____
Vehicle Loading Space:	_____	_____	_____	_____
Open Space/Landscaping:	_____	_____	_____	_____

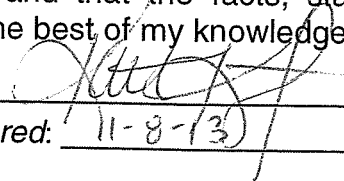
Proposed Grading:
 Cut _____ Fill _____ Balance _____ Imported _____ Exported _____

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

- | <u>Yes</u> | <u>No</u> | |
|------------|-------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| _____ | <input checked="" type="checkbox"/> | Changes in existing features or any bays, tidelands, beaches, lakes, or hills, or substantial alteration of ground contours? |
| _____ | <input checked="" type="checkbox"/> | Changes to a scenic vista or scenic highway? |
| _____ | <input checked="" type="checkbox"/> | A change in pattern, scale or character of a general area? |
| _____ | <input checked="" type="checkbox"/> | A generation of significant amount of solid waste or litter? |
| _____ | <input checked="" type="checkbox"/> | A violation of air quality regulations/requirements, or the creation of objectionable odors? |
| _____ | <input checked="" type="checkbox"/> | Water quality impacts (surface or ground), or affect drainage patters? |
| _____ | <input checked="" type="checkbox"/> | An increase in existing noise levels? |
| _____ | <input checked="" type="checkbox"/> | A site on filled land, or on a slope of 10% or more? |
| _____ | <input checked="" type="checkbox"/> | The use of potentially hazardous chemicals? |
| _____ | <input checked="" type="checkbox"/> | An increased demand for municipal services? |
| _____ | <input checked="" type="checkbox"/> | An increase in fuel consumption? |
| _____ | <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: 11-8-13

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SHADE HOTEL PROPOSED MASTER USE PERMIT AMENDMENT

Purpose of Application

Background

In 2002, by Resolution 5770, the City Council approved a Master Use Permit related to development of the long-vacant Metlox pottery site (the “Metlox MUP”). Consistent with the Downtown Commercial zoning of that site, this MUP provided for a full range of office, retail commercial, and service commercial uses serving the City’s residents and visitors. These commercial businesses now surround the central public square. The Metlox Plaza has proven to be a popular Manhattan Beach landmark. For example, residents have become fond of listening to musicians on summer Sunday afternoons and occasional performances by local school bands and orchestras. The farmer’s market each Tuesday has a particularly large following.

Shade Hotel is a key component of the success of Metlox Plaza. The Hotel is a popular meeting place and has drawn affluent visitors to our City and thus to the businesses operating in the downtown area.

In the decade since Res. 5770 was approved, various amendments to the Metlox MUP have been approved as Metlox Plaza grew in popularity and evolved with the City in general. Some of these amendments (particularly PC Res. 05-08) related to Shade Hotel and others supported other service businesses in the Metlox Plaza. These amendments have recognized that Manhattan Beach residents and visitors enjoy meeting and dining at the Metlox Plaza.

The new activity at Shade Hotel and elsewhere in Metlox Plaza undoubtedly has had an impact on the immediate neighbors. They can no longer enjoy the same level of tranquility they had before the Metlox site was developed. Ever since Metlox Plaza opened, some of the neighbors to the east have been critical of some of Shade Hotel’s operations. Because they have submitted materials in connection with this Application, their complaints will also be addressed in this summary.

Shade’s Food and Beverage Service.

By this current application, Shade Hotel seeks some modest changes to the Metlox MUP to confirm its right to provide general food and beverage services to hotel guests and to the Manhattan Beach community. The services contemplated by this application are central to the operation of any full-service hotel and are complementary to the public’s use and enjoyment of the Metlox Plaza.

Over the last decade, the Planning Commission and the City Council have increasingly encouraged open air dining as one of the appealing features of our beach community. Various *al fresco* dining establishments now encircle the Metlox Plaza. The public has every reason to expect that Shade Hotel, whose terrace overlooks the plaza, would have food-service hours and privileges comparable to those of surrounding businesses such as Petros, Pain Quotidien and Lemonade. There is no sound reason why the Metlox MUP should impose unique restrictions on this sort of activity at the Zinc Lounge and Zinc Terrace of Shade Hotel.

Specifically, this current application asks for an amendment to the Metlox MUP as applying to Shade Hotel (and its Zinc Lounge and Zinc Terrace) in the following particulars:

1. To state that Shade Hotel may serve meals during the hours of 6 a.m. to 11 p.m. daily.
2. To state that Shade Hotel may post menus in front of Zinc Terrace (similar to the way that menus are currently posted for Pain Quotidien and other surrounding establishments).
3. To state that Shade Hotel can market and advertise its restaurant and lounge (just as other surrounding establishments may market and advertise their services).
4. To state that service of alcohol on Shade Hotel's Skydeck shall stop at 9:30 p.m. daily (without changing the existing closing time of 10:00 p.m. daily on the Skydeck).

The activities covered by these terms do not involve late night hours or unusual activities. In fact, while confirming Shade's rights to serve food and beverage, these rules would still require Shade to close much earlier than the Metlox Plaza in general and most food establishments in Metlox Plaza and in the Downtown Commercial zone in general. Shade believes that these proposals are not controversial.

Impacts on Neighboring Property Owners.

Living in a community requires compromises from everyone. Activities that one group enjoys will frequently disturb others with different tastes or circumstances. Various provisions in the Municipal Code address the necessary balance. Zoning laws prescribe the sort of activity authorized for different parts of the City. Noise ordinances carefully define how much noise is too much for each such zone. Those established tradeoffs should be followed.

Those neighbors of Metlox Plaza who have complained in recent years have usually focused on Shade Hotel, which is most proximate to their property. Management of

Shade Hotel is sensitive to the interests of all segments of our community, including the concerns of this particular group as well as those who enjoy the Hotel's amenities. The Hotel has implemented many design and operational measures to mitigate any disturbances that may result from the activities of Shade Hotel and its various guests. We understand that living in a community involves compromises.

One Manhattan Beach resident (who is not a neighbor of Metlox Plaza) has been particularly relentless in castigating Shade Hotel and its principal owner, Michael Zislis. This is not the only campaign Mr. McPherson has launched against a Zislis business. His recent lawsuit against the City over the CUP for the Strand House failed at both the trial and appellate court. In rejecting Mr. McPherson's simultaneous "Accusation" to the California Alcoholic Beverage Control Commission, the Hearing Examiner concluded "This entire accusation is a sham." There may be a tendency to feel that where there is so much smoke there must be a fire. History demonstrates to the contrary.

Mr. McPherson and others expressed complaints about Shade Hotel at a City Council meeting on September 3, 2013. At that meeting, Councilwoman Amy Howorth suggested that it would be helpful to obtain an objective study of the situation to determine the true extent of any noise problem that may exist. Actually, such a study had already been done. In 2009, the City obtained a noise study (at Shade's expense). In this study, Behrens & Associates, Inc., concluded:

"The measured noise levels [detailed in that report] indicate that the noise from the Shade Hotel does not exceed the objective noise standards in the City's Municipal Code at any of the four measurement positions. While the measured noise levels on the Saturday night are generally above the noise standards, these levels are primarily due to ambient traffic noise and not noise from the Shade Hotel."

We have not seen a copy of the more recent report (assuming one was obtained). However, Shade Hotel has received a report from Behrens & Associates, Inc., dated November 11, 2013 (submitted with this application) that evaluated some potential noise mitigation measures (listed below). That recent report noted: "Measurements were made at the hotel specifically for this analysis and it was noted that the noise levels during our visit were lower than had previously been measured in 2009." This reflects the results of Shade's continuing efforts to respond to the concerns expressed by this group of neighbors.

Proposed Noise Mitigation Measures.

In connection with the current Application, Shade is proposing a series of noise mitigation steps that have been developed in connection with the above-mentioned analyses by Behrens and others. While not really related to the modest terms requested in this Application, these show Shade's sensitivity to the concerns expressed by neighbors. These proposed measures include installation of the following (at a total cost to Shade Hotel exceeding \$150,000):

- A. Acoustic laminated frosted floor-to-ceiling glass on the south east corner of Zinc Terrace (to replace the glass wall previously installed there as part of prior noise mitigation steps).
- B. Acoustic panels on the Zinc Terrace ceiling as specified by the sound engineers.
- C. Sound traps above each chandelier on the Zinc Terrace as designed by Behrens & Associates.
- D. A Class 1 revolving entry door with sound lock at the main east entrance to the Hotel. This step (the most expensive of the group) will be designed to assure satisfaction of the Sound Transmission Code (“STC”) rating of 50. Frankly, in addition to the substantial cost to Shade, this step will disturb the current architectural style of the Hotel and complicate hotel operations since this entrance is used (for example) to carry guests’ luggage in and out of the Hotel. Also, a separate non-revolving door will also need to be installed for purposes such as handicap access and fire egress.

These noise mitigation proposals are not in fact necessary for Shade to satisfy Municipal Code noise standards. These measures are merely some possible ways to further mitigate the concerns that some individuals have expressed about the effects of Shade Hotel’s operations on their particular circumstances.

Certain Prior Resolutions. Mr. McPherson and others have complained that certain prior noise mitigation proposals have not been implemented. The prior measures they are referring to deserve some mention here.

Finding O of PC Res. 05-08 stated that a retractable partition would be installed that would be “capable of” separating the Zinc Lounge from the Hotel reception area so that, in combination with acoustic features of the walls, an STC rating of 50 would be achieved. Shade Hotel believes that such rating is achieved anyway (even without the proposed revolving door). As a result, the installation of such a feature would be a meaningless expense (since the wall could and would remain “retracted” essentially all of the time). The feature would just be an eyesore undermining the four-star quality and appearance of the hotel and its lounge and lobby. This Application includes a clarification that this retractable wall is not required.

In 2010, the Planning Commission approved PC Res. 10-05, which involved compromises between Shade Hotel and those neighbors who were complaining. Some of Shade’s privileges were expanded and some new obligations were imposed on Shade. The Resolution called for Shade to make renovations as further mitigation of noises emanating from activities of Shade’s guests. Notably, the Resolution called for Shade to require Zinc Lounge guests to exit only out of the west emergency-exit door and to make various renovations necessary to make that possible. Following adoption of PC Res. 10-05, Shade management had discussions with various City departments about specific

requirements applying to those proposed renovations. Over time, it became apparent that building and fire Code rules now being applied by the City meant that such implementation (if possible at all) would require extensive remodeling of the hotel. As a result, PC Res. 10-05 was not implemented. By the express terms of that Resolution, the Resolution lapsed in its entirety.

Current Noise Ordinance Citation. Mr. McPherson has also pointed out that a citation (related to noise) was recently issued to Shade Hotel. In the early evening hours of November 14, 2013, a local charity sponsored a fashion show in Shade Hotel's courtyard. The audience briefly cheered at the conclusion of the show (around 8:00 p.m.). Based on that outburst, Shade Hotel was cited for violation of the Metlox MUP and the Municipal Code's noise ordinance. Shade does not believe that this incident violated either the MUP or the noise rules in the City's Municipal Code and will contest this citation.

Proposed Findings:

Based on the foregoing, it is proposed that the Commission find as follows:

1. The proposed location of the use is in accord with the objectives of Title 10 of the Manhattan Beach Municipal Code and purposes of the district in which the site is located;
2. The proposed location of the use and the purported conditions under which it would be operated or maintained will be consistent with the General Plan; will not be detrimental to the public health, safety or welfare of persons residing or working in or adjacent to the neighborhood of such use; and will not be detrimental to properties or improvements in the vicinity or to the general welfare of the City;
3. The proposed use will comply with the provisions of Title 10 of the Manhattan Beach Municipal Code, including any specific condition required for the proposed use in the district in which it would be located; and
4. The proposed use will not adversely impact nor be adversely impacted by nearby properties. Potential impacts are related but not necessarily limited to; traffic or 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.

Proposed MUP Amendment:

The existing MUP, as previously amended by PC Res. 05-08 is hereby amended as follows:

1. PC Res. 10-05 has lapsed and its terms are of no force or effect.

2. The Hotel shall be remodeled in substantial conformance with the plans submitted and the project description as approved by the Planning Commission on [February 12, 2014], subject to any special conditions set forth below. The remodeling features, including the sound insulation, is subject to further review and approval by the Director of Community Development. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.

3. The Hotel shall not be required to install a retractable partition between its Lounge and its reception area (as referred to in paragraph O of the Findings to PC Res. 05-08) since the STC rating of 50 is attainable without such partition.

4. Condition 2 of PC 05-08 (which replaced Condition No. 28 of City Council Res. No. 5770) is amended to read as follows:

The Hotel may provide wedding, party, and other special event services in its Courtyard, Terrace, Meeting Room, and Lounge, as a secondary service to the primary Hotel use. These types of events are limited to 6:00 a.m. to 11:00 p.m. Sunday through Thursday and 6:00 a.m. to 12:00 a.m. (mid-night) Friday and Saturday. Events are limited to a maximum of 99 people, or whatever the maximum occupancy is as determined by the Building or Fire Code limits, whichever is less. The Director of Community Development may approve Temporary Use Permits for events which exceed 99 people, not to exceed the maximum occupancy as allowed by the Building or Fire Code limits. Events may not use the Town Square or other Public Open Areas unless prior approval is granted by the City. The availability of the Hotel for special events shall not be marketed as the primary use.

5. The Hotel may provide full food service in its Lounge and on its Terrace from 6:00 a.m. to 11:00 p.m. daily and in the Courtyard and on the Skydeck from 8:00 a.m. to 10:00 p.m. daily.

6. Condition No. 3 of PC Res. 05-08, which replaced Condition No. 38 of City Council Res. No. 5770, is hereby amended to read as follows:

The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of operation. The Hotel may provide full liquor service throughout the Hotel, including self-service in room “mini-bars”, and a portable bar for special events. The service of alcohol at the Hotel shall be in conjunction with food. The hours of food service, and the associated alcohol services, at the Hotel shall be 6:00 a.m. to 11:00 p.m. daily. The sale of alcoholic beverages for consumption off-premises is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to

the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject master Use permit.

7. (This condition replaces Condition No. 4 of PC 05-08) The Hotel may market, advertise and promote its food, beverage and lounge activities to the extent permitted by Municipal Code terms in general.

8. (This condition replaces Condition No. 5 of PC 05-08) The Hotel may serve a full menu during its permitted hours.

9. (This condition replaces Condition No. 6 of PC 05-08) The Hotel may post menus and similar information outside the Hotel in accordance with generally applicable terms of the Municipal Code.

10. (This condition replaces Condition No. 7 of PC 05-08) The SkyDeck shall stop regular alcohol service no later than 9:30 p.m. daily.

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Proposed MUP Amendment:

The existing MUP, as previously amended by PC Res. 05-08 is hereby amended as follows:

1. PC Res. 10-05 has lapsed and its terms are of no force or effect.
2. The Hotel shall be remodeled in substantial conformance with the plans submitted and the project description as approved by the Planning Commission on February 12, 2014], subject to any special conditions set forth below. The remodeling features, including the sound insulation, is subject to further review and approval by the Director of Community Development. Any substantial deviation from the approved plans and project description must be reviewed and approved by the Planning Commission.
3. The Hotel shall not be required to install a retractable partition between its Lounge and its reception area (as referred to in paragraph O of the Findings to PC Res. 05-08) since the STC rating of 50 is attainable without such partition.
4. Condition 2 of PC 05-08 (which replaced Condition No. 28 of City Council Res. No. 5770) is amended to read as follows:

The Hotel Inn may provide wedding, party, and other special event services in ~~its~~ Courtyard, Terrace, Meeting Room, and Lounge Living Room, as a secondary service to the primary Hotel Inn use. These types of events are limited to 6:00 a.m. to 11:00 p.m. Sunday through Thursday and 6:00 a.m. to 12:00 a.m. (mid-night) Friday and Saturday. Events are limited to a maximum of 99 people, or whatever the maximum occupancy is as determined by the Building or Fire Code limits, whichever is less. The Director of Community Development may approve Temporary Use Permits for events which exceed 99 people, not to exceed the maximum occupancy as allowed by the Building or Fire Code limits. Events may not use the Town Square or other Public Open Areas unless prior approval is granted by the City. The availability of the Hotel Inn for special events shall not be marketed as the primary use.

5. The Hotel may provide full food service in its Lounge and on its Terrace from 6:00 a.m. to 11:00 p.m. daily and in the Courtyard and on the Skydeck from 8:00 a.m. to 10:00 p.m. daily.
6. Condition No. 3 of PC Res. 05-08, which replaced Condition No. 38 of City Council Res. No. 5770, is hereby amended to read as follows:

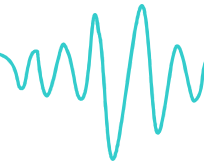
The two restaurants may provide full liquor service, which is incidental to, and in conjunction with, the service of food. Service of alcohol at the restaurants shall be in conjunction with the service of food at all times during all hours of

operation. The Hotel may provide full liquor service throughout the Hotel, including self-service in room “mini-bars”, and a portable bar for special events. The service of alcohol at the Hotel shall be in conjunction with food. The hours of food service, and the associated alcohol services, at the Hotel shall be 6:00 a.m. to 11:00 p.m. daily~~consistent with the project description, which is generally breakfast, evening appetizers and for special events.~~ The sale of alcoholic beverages for consumption off-premises is not approved with this Master Use Permit. This approval shall operate within all applicable State, County and City regulations governing the sale of alcohol prior to the start of business operations. Any violation of the regulations of the Department of Alcohol and Beverage Control as they pertain to the subject location, or of the City of Manhattan Beach, as they relate to the sale of alcohol, may result in the revocation and/or modification of the subject master Use permit.

7. (This condition replaces Condition No. 4 of PC 05-08) The Hotel may market, advertise and promote its food, beverage and lounge activities to the extent permitted by Municipal Code terms in general.
8. (This condition replaces Condition No. 5 of PC 05-08) The Hotel may serve a full menu during its permitted hours.
9. (This condition replaces Condition No. 6 of PC 05-08) The Hotel may post menus and similar information outside the Hotel in accordance with generally applicable terms of the Municipal Code.
10. (This condition replaces Condition No. 7 of PC 05-08) The SkyDeck shall stop regular alcohol service no later than 9:30 p.m. daily.

Behrens and Associates, Inc.

Acoustics, Noise and Vibration Consultants



February 4, 2014

Zislis Group
321 12th Street, Ste 112
Manhattan Beach, CA 90266

Attention: Mike Zislis

Subject: Shade Hotel Noise Mitigation Evaluation Report

Dear Mr. Zislis,

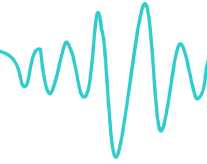
We have completed the noise mitigation evaluation for the Shade Hotel, located at 1221 N Valley Dr in the City of Manhattan Beach. The evaluation assessed the noise mitigation measures outlined in the architectural plans by Drasin Design dated December 10, 2013.

This evaluation was carried out to supplement our previous noise analyses of the hotel performed in 2009 and 2010. Our previous analyses assessed the noise levels of the various noise-producing areas of the hotel and the performance of noise mitigation measures that could be applied to these areas. Three main sources of noise were identified. These were the front entrance, the rooftop deck and the south terrace. This analysis considers the noise levels of the front entrance and south terrace only. A conclusion of our previous study was that noise levels would not be significantly reduced whenever there is activity on the rooftop deck due to the significant contribution to the overall noise levels from this source and the infeasibility of applying mitigation measures to this area. This analysis therefore only considers the condition when there is noise produced on the terrace and inside the Zinc Lounge but there is no significant noise produced the deck.

This report provides our assessment of the following mitigation measures:

- A revolving door in place of the existing front entrance doors and a new glass entrance door located to the north of the revolving door. The new entrance door would be used for disabled access only.
- A new glass panel system extending from the floor to the ceiling, partially enclosing the south terrace area east of the existing entrance. Curtains will partially enclose the area above and west of the entrance. All gaps around the existing glass panel system at the terrace area would be filled. Acoustically absorptive panels would be installed on the ceiling of the terrace area.

ATTACHMENT E
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Zislis Group
February 4, 2014
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This report provides noise modeling results for unmitigated and mitigated scenarios with the above measures implemented. The sound levels used in the models are the same as those used in our original reports. Measurements were made at the hotel specifically for this analysis and it was noted that the noise levels during our visit were lower than had previously been measured in 2009. However, the use of the original 2009 modeling data permits direct comparison of the noise contour maps in this report with those produced for our previous studies and therefore it is possible to directly compare the effectiveness of the various mitigation measures assessed in each report.

This report presents calibrated unmitigated noise maps and predicted unmitigated noise maps. In addition, 'noise difference maps are presented, which are calculated by subtracting the mitigated noise level from the unmitigated level at every point over the mapped area. A change in noise level of 5 dB is considered 'clearly noticeable' and this is the minimum value by that must be achieved for the noise reduction to be considered significant.

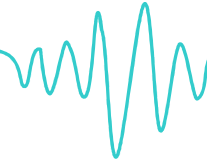
Front Entrance Noise (Figures 1 to 3)

The unmitigated noise map for the front entrance noise only is presented in Figure 1. This noise map indicates that the properties most affected by the entrance noise are those located directly opposite the entrance between 12th Street and 13th Street, and just south of 12th Street. The mitigated noise map is provided in Figure 2. The difference map in Figure 3 shows that the redesigned front entrance will reduce the noise by up to 5 dB at the residences. Therefore, the redesigned entrance can be considered an effective mitigation measure. In addition to reducing the average noise level, the revolving door will lessen the number of instances of short-duration increases in noise level that occur when the existing entrance doors are opened. Short duration increases in noise would occur when the new glass disabled access door is opened, which is expected to be an infrequent occurrence.

South Terrace Noise (Figures 4 to 6)

The unmitigated noise map for the terrace only is presented in Figure 4. This noise map shows the original unmitigated terrace scenario provided in our 2009 report with the curtains open. The noise map and difference map for the mitigated design are provided in Figures 5 and 6. The noise maps indicate that the south terrace's mitigation measures will reduce noise from this source by up to 7 dB at the residences. Therefore the mitigation measures proposed for the south terrace can be considered effective.

It is our opinion that the proposed glass panels around the top of the terrace are not critical to achieving a significant noise reduction. It is likely that a significant reduction will be achieved without the installation of these panels.



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Combined Noise Levels (Figures 7 to 9)

Noise maps showing the unmitigated and mitigated combined noise levels of the terrace and front entrance noise are provided in Figures 7 and 8 respectively. The noise difference map in Figure 9 shows that the overall reduction for the combined mitigated scenario is up to 6 dB at the residences. It is noted that the noise reduction at the residences south of 12th Street is better than at the residences on the north side. This is due to the fact that the properties on the south side of this street are exposed to more noise from the terrace than from the front entrance and the mitigation measures applied to the terrace are more effective than those applied to the front entrance.

The noise impact modeling was completed using SoundPLAN version 6.5 software. This noise model predicts noise levels based on the locations, noise levels and frequency spectra of the noise sources, and the geometry and reflective properties of the local terrain, buildings and barriers.

Recommendations

The following recommendations are provided to ensure the mitigation measures are implemented as effectively as possible:

1. The revolving door should have a Sound Transmission Class (STC) rating of at least 27 (doors manufactured by the International Revolving Door Company have STC ratings of 29 to 33).
2. The proposed 36" wide ingress/egress door should be a well-sealed and weather stripped assembly that provides an STC rating of at least 27.
3. The new glass and metal frame system should be well sealed without any gaps or openings. The openings around the new frame and the existing frame system should be sealed with a material that provides a surface density at least that of the existing glass.
4. The acoustically absorptive material to be installed on the terrace ceiling should have a Noise Reduction Coefficient (NRC) of at least 0.70.

Please contact the undersigned with any questions or comments.

Very truly yours,

Thomas Corbishley
Acoustical Engineer

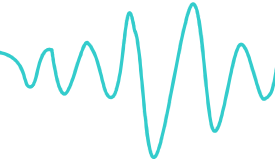
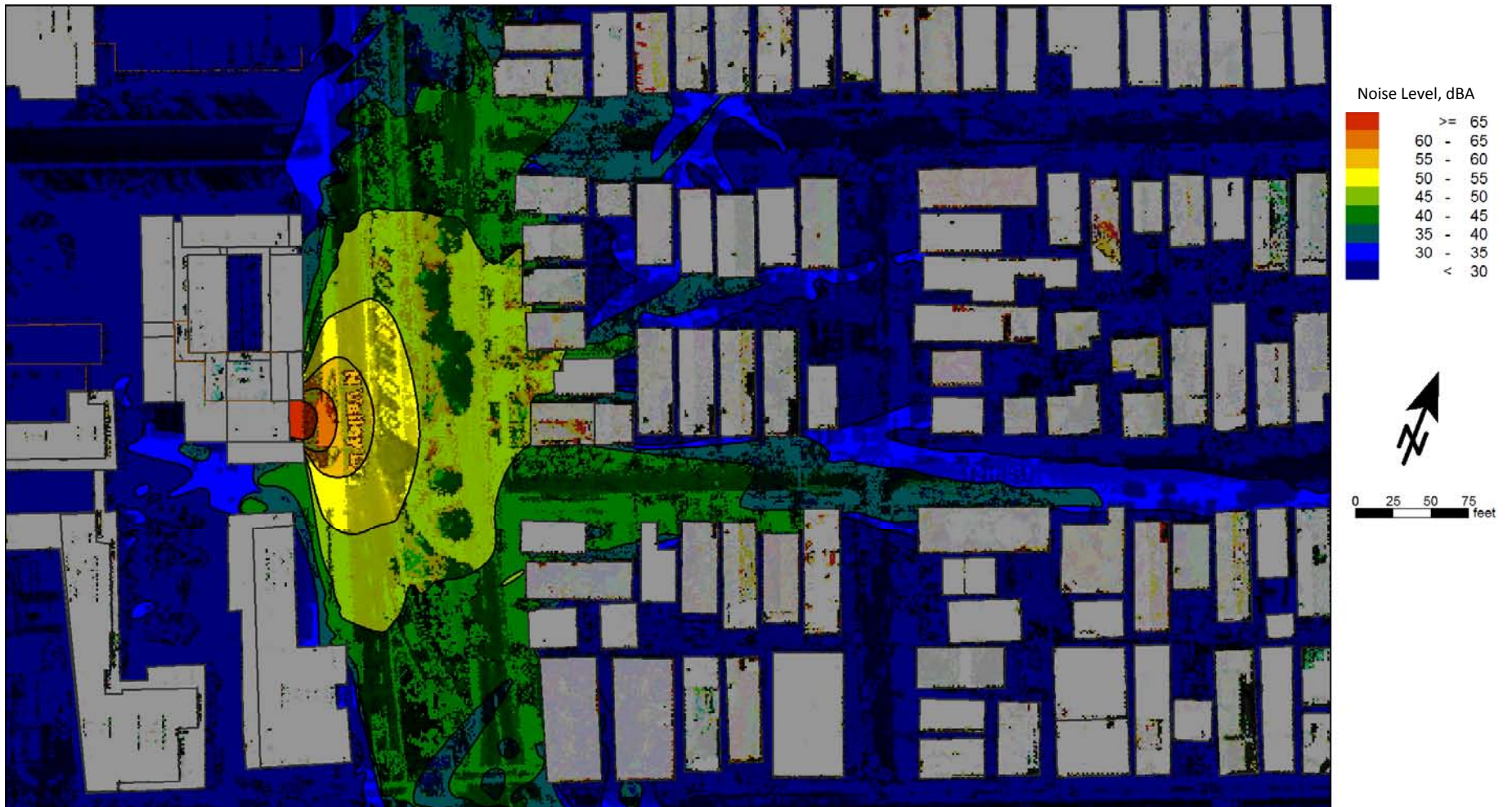


Figure 1. Unmitigated Average Noise Level at 1st Floor - Front Entrance Only



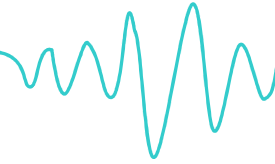
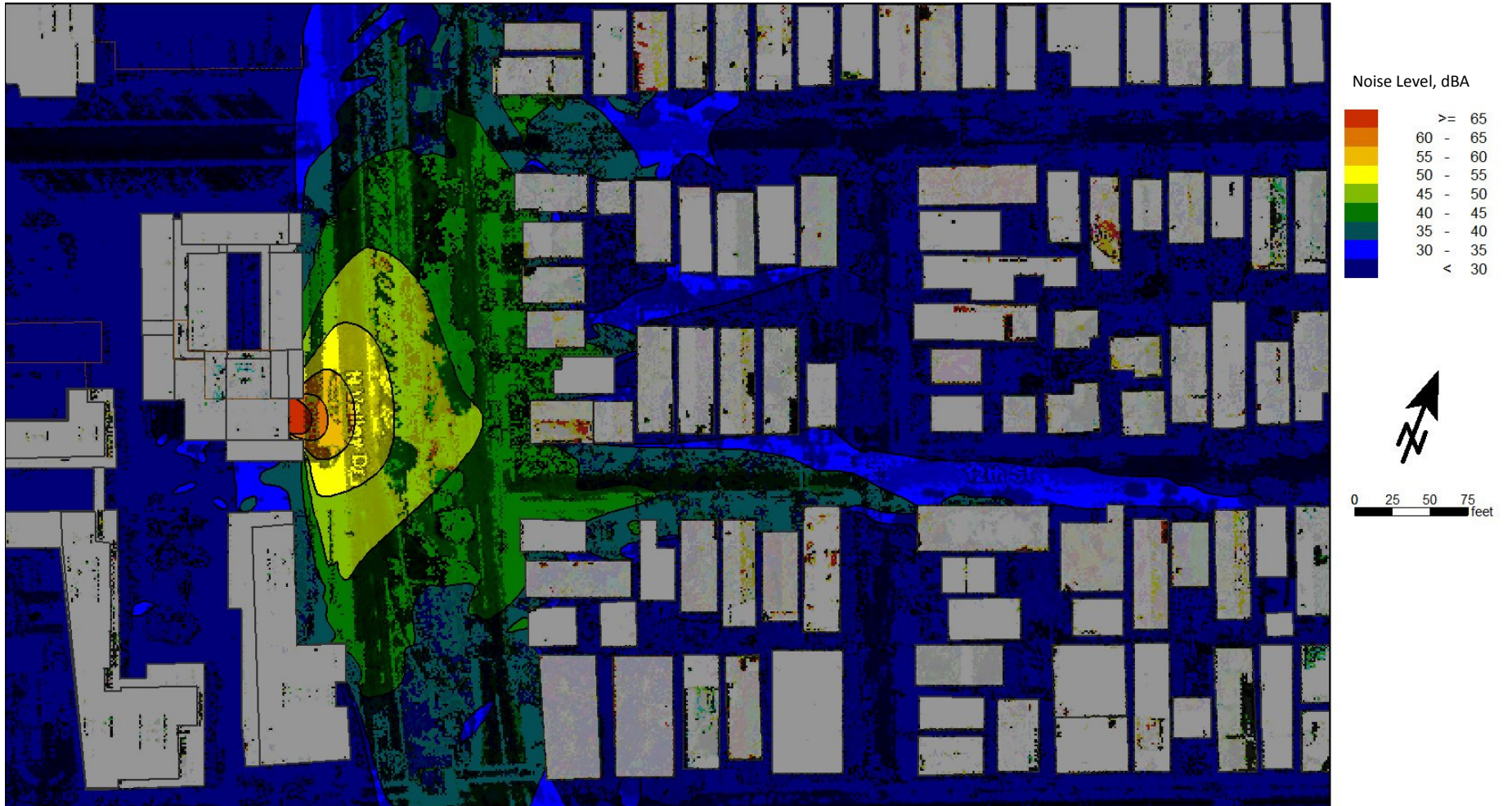


Figure 2. Mitigated Average Noise Level at 1st Floor - Front Entrance Only



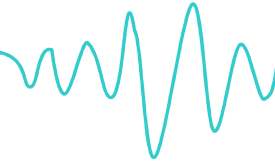
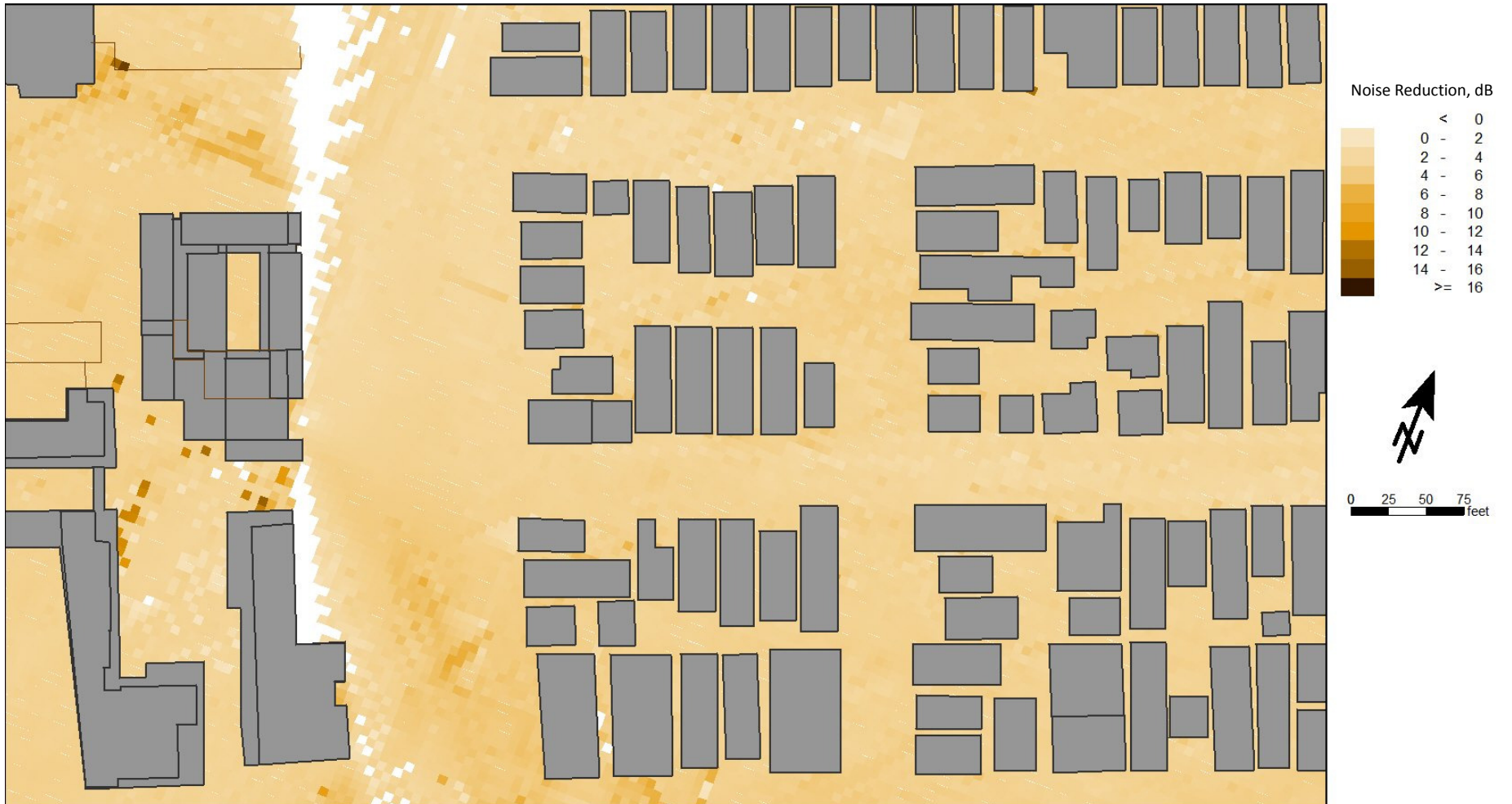


Figure 3. Noise Difference Map - Reduction of Front Entrance Noise at 1st Floor



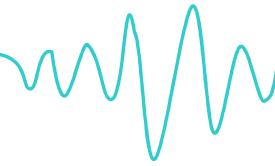
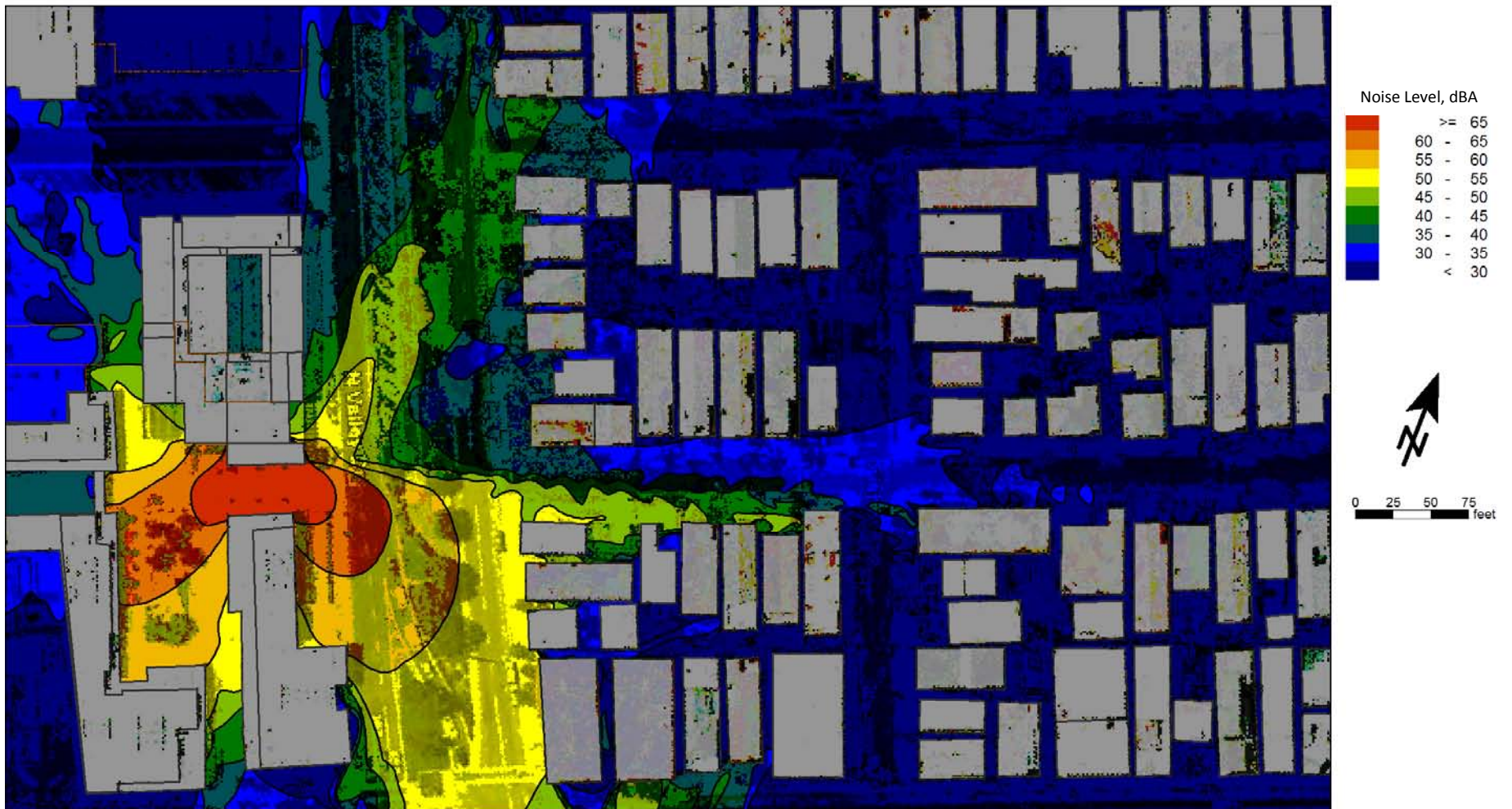


Figure 4. Unmitigated Average Noise Level at 1st Floor - South Terrace Only



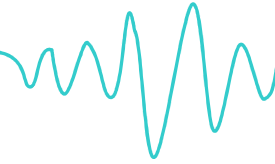
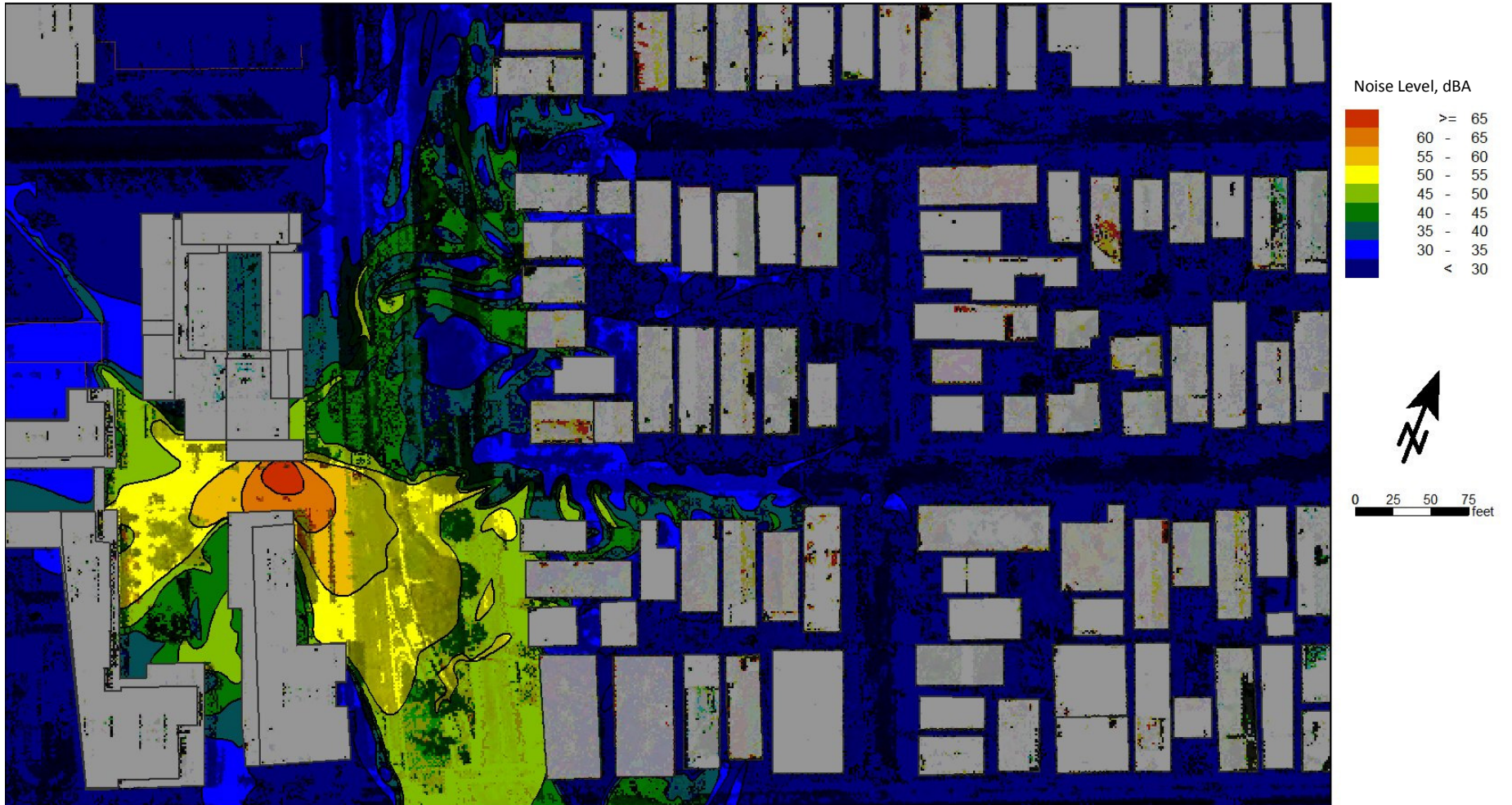


Figure 5. Mitigated Average Noise Level at 1st Floor - South Terrace Only



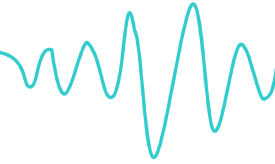
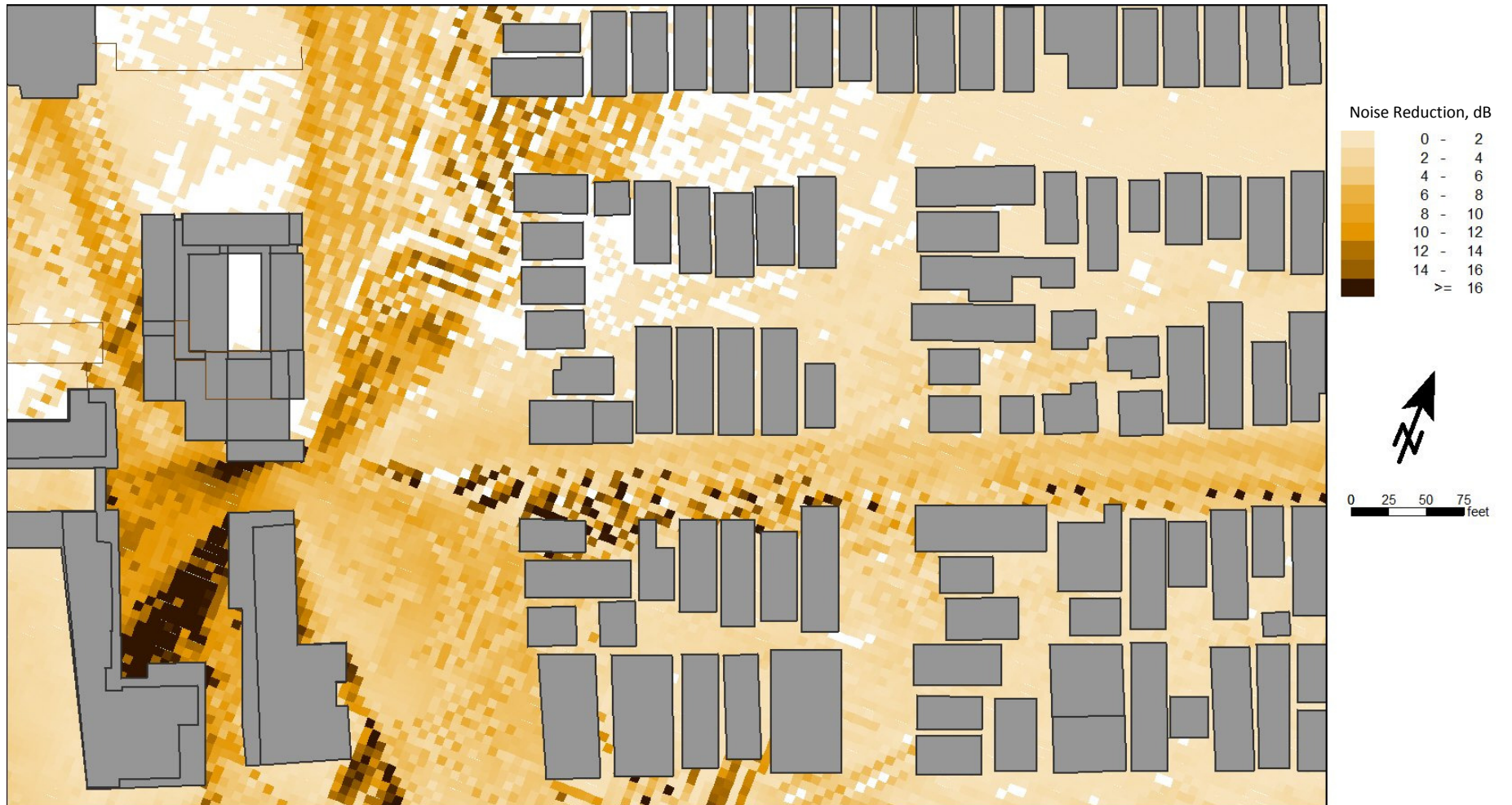


Figure 6. Noise Difference Map - Reduction of South Terrace Noise at 1st Floor



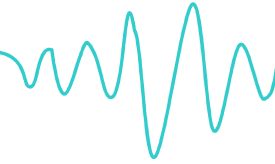
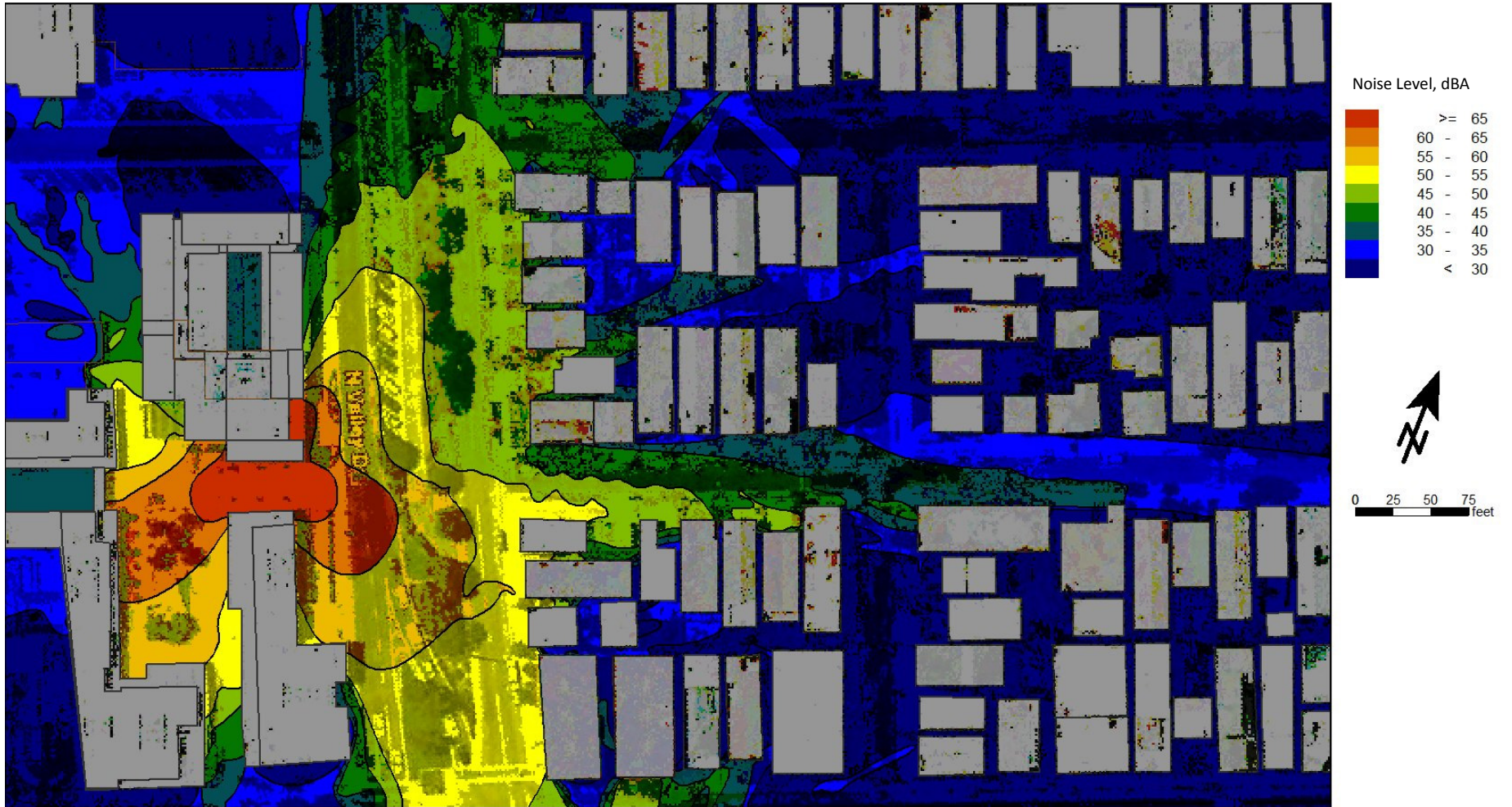


Figure 7. Unmitigated Average Noise Level at 1st Floor – Combined Front Entrance and South Terrace Noise



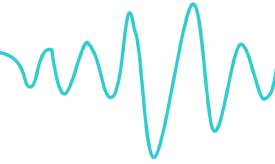
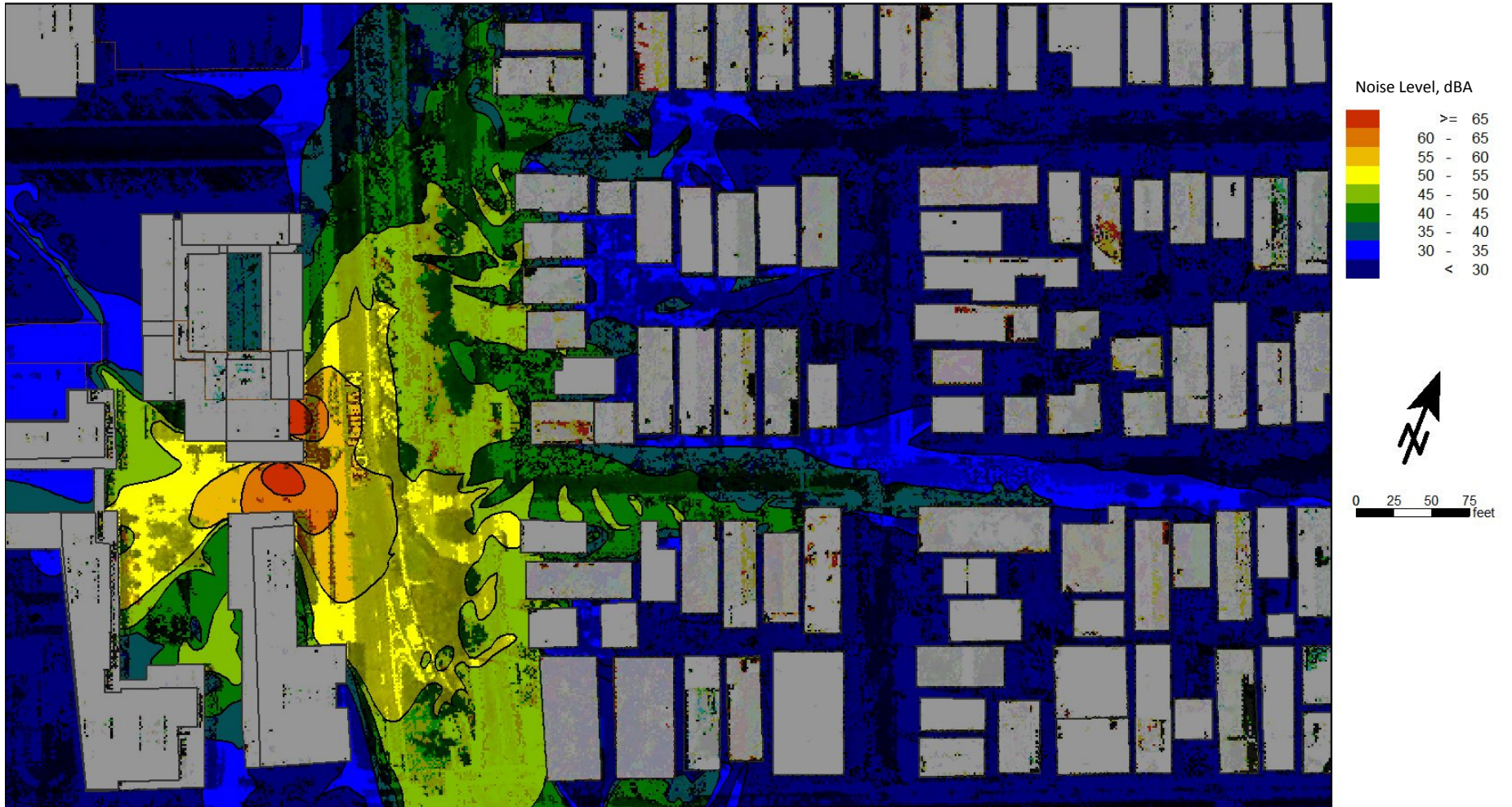


Figure 8. Mitigated Average Noise Level at 1st Floor – Combined Front Entrance and South Terrace Noise



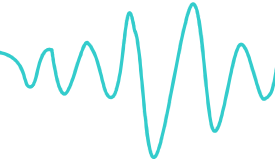


Figure 9. Noise Difference Map – Reduction of Combined Front Entrance and South Terrace Noise at 1st Floor

