



CITY OF CARSON

PLANNING COMMISSION STAFF REPORT

PUBLIC HEARING: May 10, 2016

SUBJECT: Design Overlay Review No. 1540-15

APPLICANT: Jerry N. Garner
11611 San Vicente Blvd, 10th Floor
Los Angeles, CA 90049

PROPERTY OWNER: VCG SouthBay Pavilion, LLC
11611 San Vicente Blvd, 10th Floor
Los Angeles, CA 90049

REQUEST: To reconfigure a portion of the Southbay Pavilion Mall to create a 16,691-square-foot space for a new tenant by removing a portion of the existing food court and modifications to the mall common area and the exterior of the building at a site zoned CR-D-MUR (Commercial, Regional-Design Overlay Review-Mixed Use Residential)

PROPERTIES INVOLVED: 20700 Avalon Boulevard

COMMISSION ACTION

____ Concurred with staff

____ Did not concur with staff

____ Other

COMMISSIONERS' VOTE

<u>AYE</u>	<u>NO</u>		<u>AYE</u>	<u>NO</u>	
		Chairman Diaz			Mitoma
		Vice-Chair Madrigal			Pimentel
		Andrews			Post
		Fe'esago			Thomas
		Guidry			

Item No. 9A

I. Introduction

Property Owner

VCG Southbay Pavilion, LLC
11611 San Vicente Blvd, 10th Floor
Los Angeles, CA 90049

Project Applicant:

Jerry N. Garner
11611 San Vicente Blvd, 10th Floor
Los Angeles, CA 90049

Project Description:

To reconfigure a portion of the Southbay Pavilion Mall to create a 16,691 square-foot space for a new tenant by removing a portion of the existing food court and modifications to the mall common area and the exterior of the building.

Background

Project Site and Surround Land Uses

SouthBay Pavilion Mall is an existing regional mall with an existing gross leasable area of 1,035,483 SF with 4,640 parking spaces that is anchored by Target, IKEA, Sears, and JCPenney, inclusive of the new 56,561 SF Cinemark Theater with 13 screens and 2,474 seats and a mix of 83 specialty stores and restaurants, including Old Navy, Chuck-E-Cheese's, Children's Place, Foot Action, and Daniel's Jewelry.

The properties to the north includes a park, a smaller shopping center, and single-family residences; to the east are apartments and light industrial uses; to the south are commercial businesses and a hotel; and to the west are offices and commercial uses.

Site Information	
General Plan Land Use	Mixed-Use Residential
Existing Zone District	CR-D-MUR (Commercial, Regional-Design Overlay Review-Mixed Use Residential)
Site Size	Approximately 71 acres
Present Use and Development	Regional Retail Shopping Center
Surrounding Uses/Zoning	Shopping center/CR-D-MUR (Commercial, Regional-Design Overlay Review-Mixed Use Residential)
Access	Ingress/Egress: Primary access from Avalon Blvd and secondary access from Dominguez Street, Del Amo Boulevard, and Leapwood Avenue.

Public Safety Issues

The SouthBay Pavilion has its own security team that patrols the mall. Major code enforcement issues have not been reported by the City's Public Safety Division.

II. Analysis

Parking

Attached is a focused parking demand study for the entire mall area (dated September 10, 2015) to determine if there is adequate parking for the proposed retail tenant (Exhibit No. 3). The City Traffic Engineer has reviewed the parking study and concurred with the study findings. Because of the varying peaking characteristics of the SouthBay Pavilion shopping center, the peak parking demand would be substantially lower than the number of spaces calculated by using the City's parking requirement for each individual land use. The parking demand parking study concluded that the weekday parking analysis for the entire center results in a minimum surplus of 766 spaces, while the weekend parking analysis results in a minimum surplus of 785 spaces. Therefore, the City Traffic Engineer determined that the number of parking spaces provided at the site would be sufficient to accommodate the existing mix of uses at the SouthBay Pavilion Mall as well as the conversion to a portion of an existing food court and the common area to a future retail tenant with approximately 16,691 square feet.

Elevations

The applicant proposes modifications to the southwest side of the existing mall entrance as well as the corner element. The mall entrance area as well as the corner of the building and the south elevation will be enhanced and upgraded to match the corporate architectural image of the new retail tenant. A few restaurant spaces at the corner will be relocated to make room for the new retail tenant. The exterior will be modified and will have earth tone paint colors with red trim and the existing awnings will remain.

To assist with the architectural review of the project, staff utilized the assistance of the City Architect. The City Architect was able to effectively ensure that the proposed project balanced the new tenant's corporate architectural image with the City's need to support compatibility with the existing South Bay Mall shopping center and pedestrian-scaled features.

III. Discussion

Issue – Signage

The new storefront elevation proposes a number of new retail signs as part of the building remodel.

Solution

The mall has a Sign Program in place, but it will need to be revised and reviewed by staff before it can be approved. This review will consider the general design and placement of the proposed signs in conjunction with Municipal Code section 9136.7.

IV. Environmental Review

Pursuant to Section 15303(c), New Construction, of the California Environmental Quality Act (CEQA) Guidelines, the project site is located in a developed, urbanized area and does not involve the use of hazardous substances other than what is typically used for new construction. Adequate public services and facilities are available and the project site is not considered environmentally sensitive. Therefore, the proposed project does not have the potential for causing a significant effect on the environment and is found to be categorically exempt.

V. Recommendation

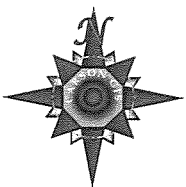
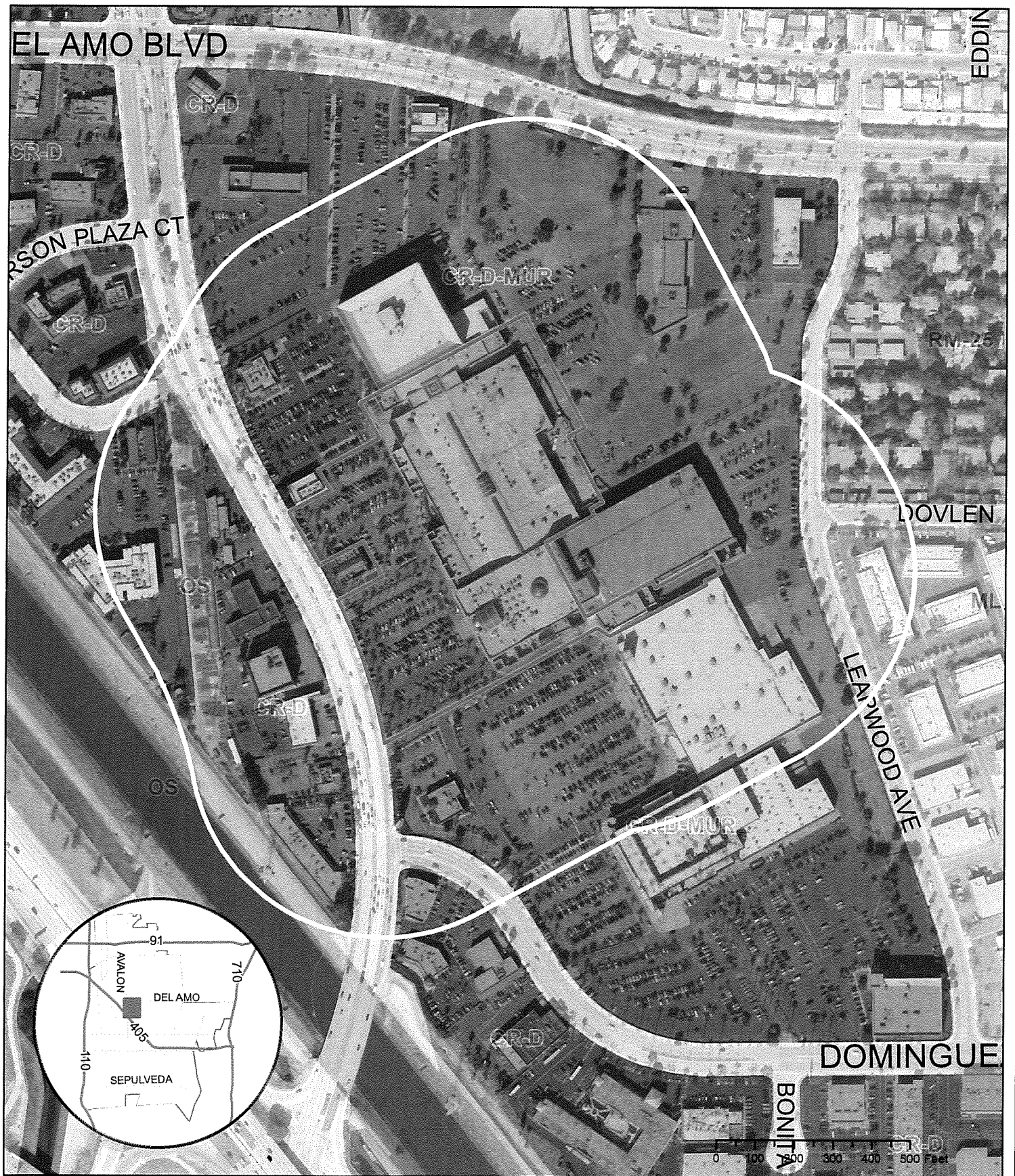
That the Planning Commission:

- **APPROVE** Design Overlay Review No. 1540-15 subject to the conditions attached as Exhibit “B” to the Resolution; and
- **WAIVE** further reading and **ADOPT** Resolution No. _____, APPROVING DESIGN OVERLAY REVIEW NO. 1540-15 TO RECONFIGURE A PORTION OF THE SOUTHBAY PAVILION MALL TO CREATE A 16,691 SQUARE-FOOT SPACE FOR A NEW TENANT BY REMOVING A PORTION OF THE EXISTING FOOD COURT AND MODIFICATIONS TO THE MALL COMMON AREA AND THE EXTERIOR OF THE BUILDING LOCATED AT 20700 S. AVALON BOULEVARD.

VI. Exhibits

1. Zoning Map
2. Proposed Resolution
3. Parking Study
4. Development Plans (under separate cover)

Prepared by: Peter Raktiprakorn, Assistant Planner



City of Carson **EXHIBIT NO. 01**
500 Foot Radius Map
20700 Avalon Blvd - Food Court Conversion



CITY OF CARSON
PLANNING COMMISSION
RESOLUTION NO. 15-

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF CARSON APPROVING DESIGN OVERLAY REVIEW NO. 1540-15 TO RECONFIGURE A PORTION OF THE SOUTHBAY PAVILION MALL TO CREATE A 16,691 SQUARE-FOOT SPACE FOR A NEW TENANT BY REMOVING A PORTION OF THE EXISTING FOOD COURT AND MODIFICATIONS TO THE MALL COMMON AREA AND THE EXTERIOR OF THE BUILDING LOCATED AT 20700 S. AVALON BOULEVARD.

THE PLANNING COMMISSION OF THE CITY OF CARSON, CALIFORNIA, HEREBY FINDS, RESOLVES AND ORDERS AS FOLLOWS:

Section 1. An application was duly filed by the applicant, Jerry N. Garner, on behalf of the property owner, VCG SouthBay Pavilion, LLC, with respect to the property located at 20700 South Avalon Boulevard, and described in Exhibit "A" attached hereto, requesting the approval of Design Overlay Review No. 1540-15 for the southeast corner exterior remodel and conversion portion of an existing food court area into retails use located at the SouthBay Pavilion shopping center.

A Planning Commission meeting was duly held on May 10, 2016, at 6:30 P.M. at City Hall, Council Chambers, 701 East Carson Street, Carson, California. A notice of time, place and purpose of the aforesaid meeting was duly given.

Section 2. Evidence, both written and oral, was duly presented to and considered by the Planning Commission at the aforesaid meeting.

Section 3. The Planning Commission finds that:

a) The proposed use and development is consistent with the General Plan, which designates the subject property for Mixed Use-Residential and commercial uses.

b) The proposed project is part of the SouthBay Pavilion shopping center and is compatible with the architecture and design of existing and anticipated development in the area, including site planning, land coverage, landscaping, appearance, scale of structures and open space.

c) The project site is within the SouthBay Pavilion shopping center and adequate parking spaces and circulation will be provided to assure the convenience and safety of pedestrians and vehicles. The proposed development will have direct access to Avalon Boulevard and secondary access to Dominguez Street via internal driveways within the parking lot of the shopping center.

d) A sign program for the South Bay Pavilion has been approved. All signage associated with this project will be revised to comply with the approved sign program in order to assure attractiveness and compatibility with the rest of the shopping center.

Section 4. Pursuant to Section 15303(c), New Construction, of the California Environmental Quality Act (CEQA) Guidelines, the project site is located in a developed, urbanized area and does not involve the use of hazardous substances other than what is typically used for new construction. Adequate public services and facilities are available and the project site is not considered environmentally sensitive. Therefore, the proposed project

does not have the potential for causing a significant effect on the environment and is found to be categorically exempt.

Section 5. Based on the aforementioned findings, the Commission hereby approves Design Overlay Review No. 1540-15 with respect to the property described in Section 1 hereof, subject to the conditions set forth in Exhibit "B" attached hereto.

Section 6. The Secretary shall certify to the adoption of the Resolution and shall transmit copies of the same to the applicant.

Section 7. This action shall become final and effective fifteen days after the adoption of this Resolution unless within such time an appeal is filed with the City Clerk in accordance with the provisions of the Carson Zoning Ordinance.

PASSED, APPROVED AND ADOPTED THIS 10th DAY OF MAY, 2016

CHAIRPERSON

ATTEST:

SECRETARY



CITY OF CARSON
COMMUNITY DEVELOPMENT DEPARTMENT
PLANNING DIVISION
EXHIBIT "A"
LEGAL DESCRIPTION
DESIGN OVERLAY REVIEW NO. 1540-15

Property Address: 20700 S. Avalon Boulevard

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AND IS DESCRIBED AS FOLLOWS:

PARCEL A:

PARCEL 5, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON A PARCEL NO. 2328 FILED IN BOOK 37 PAGES 4 TO 6 INCLUSIVE OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

APN: 7381-024-010

PARCEL B:

PARCEL 5 OF PARCEL MAP NO. 060509 IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON A MAP FILED IN BOOK 328, PAGES 87 THROUGH 94, INCLUSIVE, OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THEREFROM, ALL (100 PERCENT) OF THE OIL, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES WHICH LIE BELOW A PLANE PARALLEL TO AND 500 FEET BELOW THE NATURAL SURFACE OF SAID LAND WITHOUT HOWEVER, ANY RIGHT TO ENTER UPON THE SURFACE OF SAID LAND TO EXPLORE FOR, DEVELOP, OR REMOVE SAID SUBSTANCES, RECORDED NOVEMBER 8, 1963 IN BOOK D-2250 PAGE 752, OFFICIAL RECORDS, AS INSTRUMENT NO. 5444.

APN: 7381-024-024

PARCEL C:

PARCELS 3 AND 5 OF PARCEL MAP NO. 062572, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 351 PAGES 94 TO 100 INCLUSIVE, OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THEREFROM, ALL (100 PERCENT) OF THE OIL, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES WHICH LIE BELOW A PLANE PARALLEL TO AND 500 FEET BELOW THE NATURAL SURFACE OF SAID LAND WITHOUT



HOWEVER, ANY RIGHT TO ENTER UPON THE SURFACE OF SAID LAND TO EXPLORE FOR, DEVELOP, OR REMOVE SAID SUBSTANCES, RECORDED NOVEMBER 8, 1963 IN BOOK D-2250 PAGE 752, OFFICIAL RECORDS, AS INSTRUMENT NO. 5444.

APN: 7381-024-028 (Pcl 3) and 7381-024-030 (Pcl 5)

PARCEL D:

PORTION OF PARCEL 1 OF PARCEL MAP NO. 062572, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 351 PAGES 94 TO 100 INCLUSIVE, OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS PARCEL 1 AS SHOWN ON EXHIBIT "B" IN THAT CERTIFICATE OF COMPLIANCE NO. 226-08, RECORDED MARCH 4, 2008, INSTRUMENT NO. 08-375614, OFFICIAL RECORDS.

EXCEPT THEREFROM, ALL (100 PERCENT) OF THE OIL, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES WHICH LIE BELOW A PLANE PARALLEL TO AND 500 FEET BELOW THE NATURAL SURFACE OF SAID LAND WITHOUT HOWEVER, ANY RIGHT TO ENTER UPON THE SURFACE OF SAID LAND TO EXPLORE FOR, DEVELOP, OR REMOVE SAID SUBSTANCES, RECORDED NOVEMBER 8, 1963 IN BOOK D-2250 PAGE 752, OFFICIAL RECORDS, AS INSTRUMENT NO. 5444.

APN: (portion of) 7381-024-026 (aka 7381-024-032)

PARCEL E:

PORTION OF PARCEL 1 OF PARCEL MAP NO. 062572, IN THE CITY OF CARSON, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP FILED IN BOOK 351 PAGES 94 TO 100 INCLUSIVE, OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS PARCEL 3 AS SHOWN ON EXHIBIT "B" IN THAT CERTIFICATE OF COMPLIANCE NO. 226-08, RECORDED MARCH 4, 2008, INSTRUMENT NO. 08-375614, OFFICIAL RECORDS.

EXCEPT THEREFROM, ALL (100 PERCENT) OF THE OIL, GAS, PETROLEUM AND OTHER HYDROCARBON SUBSTANCES WHICH LIE BELOW A PLANE PARALLEL TO AND 500 FEET BELOW THE NATURAL SURFACE OF SAID LAND WITHOUT HOWEVER, ANY RIGHT TO ENTER UPON THE SURFACE OF SAID LAND TO EXPLORE FOR, DEVELOP, OR REMOVE SAID SUBSTANCES, RECORDED NOVEMBER 8, 1963 IN BOOK D-2250 PAGE 752, OFFICIAL RECORDS, AS INSTRUMENT NO. 5444.

APN: (portion of) 7381-024-026 (aka 7381-024-034)

PARCEL F:

NON-EXCLUSIVE EASEMENT FOR INGRESS AND EGRESS, THE PASSAGE AND PARKING OF VEHICLES, THE PASSAGE AND ACCOMMODATION OF PEDESTRIANS AND FOR THE INSTALLATION, OPERATION, MAINTENANCE, REPAIR, RELOCATION AND REMOVAL OF SEWERS, WATER, AND GAS MAINS, ELECTRICAL POWER LINES, TELEPHONE LINES AND OTHER UTILITY LINES, AND FOR FOOTINGS, SUPPORTS, CANOPIES, FLAG POLES, ROOF, BUILDING AND OTHER OVER-HANGS, AWNINGS, ALARM BELLS, SIGNS, LIGHTS AND LIGHTING DEVICES, AND OTHER SIMILAR APPURTENANCES OVER AND



ACROSS THOSE PORTIONS OF PARCELS 1, 3 AND 4 IN THE CITY OF CARSON, AS SHOWN ON PARCEL MAP NO. 2328 FILED IN BOOK 37, PAGES 4 TO 6 INCLUSIVE OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, INCLUDED WITHIN THE "COMMON AREA", ALL AS MORE PARTICULARLY SHOWN ON EXHIBIT B OF THAT CERTAIN INSTRUMENT CAPTIONED "CONSTRUCTION, OPERATION AND RECIPROCAL EASEMENT AGREEMENT" DATED FEBRUARY 25, 1972, EXECUTED BY DUNN CONSTRUCTION COMPANY, A CALIFORNIA PARTNERSHIP, BROADWAYHALE STORES, INC., A CALIFORNIA CORPORATION, NOW KNOWN AS CARTER HAWLEY HALE STORES, INC., A DELAWARE CORPORATION, J.C. PENNEY PROPERTIES, INC., A DELAWARE CORPORATION, AND SEARS, ROEBUCK AND CO., A NEW YORK CORPORATION, RECORDED MARCH 28, 1972, IN BOOK D-5407 PAGE 122, OFFICIAL RECORDS AS DOCUMENT NO. 2971 IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, AND AS SET FORTH IN AND CREATED BY SAID INSTRUMENT, AND AS MODIFIED BY AN INSTRUMENT ENTITLED "FIRST AMENDMENT TO CONSTRUCTION, OPERATION AND RECIPROCAL EASEMENT AGREEMENT" DATED FEBRUARY 6, 1992 AS INSTRUMENT NO. 92-206068, OFFICIAL RECORDS, AND AS AMENDED BY SECOND AMENDMENT RECORDED JANUARY 27, 2005 AS INSTRUMENT NO. 05-0197780 AND THIRD AMENDMENT RECORDED JANUARY 27, 2005 AS INSTRUMENT NO. 05-0197784 BOTH OF OFFICIAL RECORDS.

EXCEPT ANY PORTION THEREOF, INCLUDED WITHIN PARCELS A, B, C HERETOFORE MENTIONED.

APN: 7381-024-028,030,032,034,022,020,026

CITY OF CARSON
DEVELOPMENT SERVICES
PLANNING DIVISION
EXHIBIT "B"

DESIGN OVERLAY REVIEW NO. 1540-15

GENERAL CONDITIONS

1. If a building permit is not issued within one year of the date of approval of Design Overlay Review No. 1540-15, said permit shall be declared null and void unless an extension of time is requested prior to expiration and approved by the Planning Commission.
2. The approved Resolution, including the Conditions of Approval contained herein, and signed Affidavit of Acceptance, shall be copied in their entirety and placed directly onto a separate plan sheet behind the cover sheet of the development plans prior to Building and Safety plan check submittal. Said copies shall be included in all development plan submittals, including any revisions and the final working drawings.
3. The applicant shall comply with all city, county, state and federal regulations applicable to this project.
4. The applicant and property owner shall sign an Affidavit of Acceptance form and submit the document to the Planning Division within 30 days of receipt of the Planning Commission Resolution.
5. The applicant shall make any necessary site plan and design revisions to the site plan and elevations approved by the Planning Commission in order to comply with all the conditions of approval and applicable Zoning Ordinance provisions. Substantial revisions will require review by the Planning Commission.
6. The applicant shall submit two complete sets of plans and related documentation that conform to all the Conditions of Approval to be reviewed and approved by the Planning Division prior to the issuance of a building permit.
7. All buildings, grounds, parking areas and landscaping shall be maintained in a neat and orderly manner at all times.
8. Decision of the Planning Commission shall become effective and final 15 days after the date of its action unless an appeal is filed in accordance with Section 9173.4 of the Zoning Ordinance.
9. A modification of the conditions of this permit, including additions or deletions, may be considered upon filing of an application by the owner of the subject property or his/her authorized representative in accordance with Section 9173.1 of the Zoning Ordinance.
10. It is further made a condition of this approval that if any condition is violated or if any law, statute ordinance is violated, this permit may be revoked by the

Planning Commission or City Council, as may be applicable; provided the applicant has been given written notice to cease such violation and has failed to do so for a period of thirty days.

11. **Precedence of Conditions.** If any of the Conditions of Approval alter a commitment made by the applicant in another document, the conditions enumerated herein shall take precedence unless superseded by a Development Agreement, which shall govern over any conflicting provisions of any other approval.
12. **City Approvals.** All approvals by City, unless otherwise specified, shall be by the department head of the department requiring the condition. All agreements, covenants, easements, deposits and other documents required herein where City is a party shall be in a form approved by the City Attorney. The Developer shall pay the cost for review and approval of such agreements and deposit necessary funds pursuant to a deposit agreement.
13. **Deposit Account.** A trust deposit account shall be established for all deposits and fees required in all applicable conditions of approval of the project. The trust deposit shall be maintained with no deficits. The trust deposit shall be governed by a deposit agreement. The trust deposit account shall be maintained separate from other City funds and shall be non-interest bearing. City may make demands for additional deposits to cover all expenses over a period of 60 days and funds shall be deposited within 10 days of the request therefore, or work may cease on the Project.
14. The Applicant shall defend, indemnify and hold harmless the City of Carson, its agents, officers, or employees from any claims, damages, action, or proceeding against the City or its agents, officers, or employees to attack, set aside, void or annul, or in any way related to the approval of the City, its advisory agencies, appeal boards, or legislative body concerning to Design Overlay Review No. 1540-15. The City will promptly notify the Applicant of any such claim, action, or proceeding against the City and the Applicant will either undertake defense of the matter and pay the City's associated legal costs or will advance funds to pay for defense of the matter by the City Attorney. The City will cooperate fully in the defense. Notwithstanding the foregoing, the City retains the right to settle or abandon the matter without the Applicant's consent but should it do so, the City shall waive the indemnification herein, except, the City's decision to settle or abandon a matter following an adverse judgment or failure to appeal, shall not cause a waiver of the indemnification rights herein. The applicant shall provide a deposit in the amount of 100 % percent of the City's estimate, in its sole and absolute discretion, of the cost of litigation, including the cost of any award of attorney's fees, and shall make additional deposits as requested by the City to keep the deposit at such level. The City may ask for further security in the form of a deed of trust to land of equivalent value. If the applicant fails to provide or maintain the deposit, the City may abandon the action and the applicant shall pay all costs resulting therefrom and the City shall have no liability to the applicant.



AESTHETICS

15. There shall be no deviation of architectural design or details from the approved set of plans. Any alteration shall be first approved by the Planning Division.
16. All trash and unsightly area shall be removed or cleared out prior to the issuance of a building permit. The subject property shall be maintained at all times to present an attractive appearance to the satisfaction of the Planning Division.
17. Building materials shall be of matte finish in order to reduce glare and match the design of the main mall building.
18. Outdoor dining area elevations if being proposes shall be reviewed and approved by Planning Division prior to issuance of building permit for said project.

FENCES/WALLS/GRAFFITI

19. The applicant shall incorporate additional landscaping to screen and block specific project areas that could be subject to graffiti, as determined by the Planning Division.
20. Graffiti shall be removed from all project areas within three (3) days of written notification by the City of Carson. Should the graffiti problem persist more than twice in any calendar year, the matter may be brought before the Planning Commission for review and further consideration of site modifications (i.e., fencing, landscaping, chemical treatment, etc.).

LANDSCAPING/IRRIGATION

21. The applicant shall submit two sets of landscaping and irrigation plans drawn, stamped, and signed by a licensed landscape architect. Such plans are to be approved by the Planning Division prior to the issuance of any building permit.
22. The applicant shall comply with the provisions of Section 9168 of the Zoning Ordinance, "Water Efficient Landscaping."
23. Landscaping shall be provided with a permanently installed, automatic irrigation system and operated by an electrically-timed controller station set for early morning or late evening irrigation.
24. Landscaping and irrigation plans shall be stamped and signed by a licensed landscape architect and are to include, but are not limited to:
 - a. Annual flowers wherever possible;
 - b. Five and one gallon shrubs;
 - c. Flats of ground cover planted 8-inches on center; and
 - d. Tree height and plant materials to be approved by the project planner prior to installation.

25. Installation, maintenance, and repair of all landscaping shall be the responsibility of the property owner.
26. Additional landscaping shall be planted on the building planting areas facing Avalon Boulevard to enhance the existing bare landscaping. Landscaping to be planted shall be reviewed and approved by the Planning Division prior to installation.

LIGHTING

27. Onsite lighting shall conform to the requirements of the Carson Municipal Code and shall be directed downward and inward so as not to cause light and glare impacts onto adjacent properties and motorists.
28. Per Section 9138.17(D) of the Carson Municipal Code, the applicant shall provide illumination for all storefront entries.

PARKING

29. The required parking shall meet all applicable standards as outlined in the Carson Municipal Code.
30. All parking areas and driveways shall remain clear. No encroachment into parking areas and/or driveways shall be permitted.
31. Compact spaces shall be properly designated pursuant to Section 9162.43 of the Zoning Ordinance.
32. Parking spaces shall be provided with perimeter guards as provided in Section 9162.55 of the Zoning Ordinance.
33. Parking spaces shall be identified (marked) as provided in Section 9162.56 of the Zoning Ordinance.
34. All areas used for the movement parking, loading, repair or storage of vehicles shall be paved with either:
 - a. Concrete or asphaltic concrete to a minimum thickness of three and one-half inches over four inches of crushed aggregate base; or
 - b. Other surfacing material which, in the opinion of the Director of Engineering Services, provides equivalent life, service and appearance.
35. Parking for the handicapped shall comply with the requirements of Section 9162.42 of the Zoning Ordinance.

SIGNS

36. All signage shall comply with the requirements of the Carson Municipal Code and the approved sign program for the SouthBay Pavilion. Signs shall be reviewed and approved by the Planning Division and the South Bay Pavilion Shopping Center management prior to installation.

TRASH

37. Trash enclosure design shall comply with CMC requirements. Restaurant and retail trash shall be covered and be consistent with similar restaurant and retail approvals at the SouthBay Pavilion Center. The Planning Division shall review and approve the proposed cover prior to issuance of building permit for said project.
38. The proposed retail operations are encouraged to coordinate with the South Bay Environmental Services (SBESC), Waste Management or the County Sanitation District for programs that recycle wastes such as paper products rather than disposing them in a landfill.

BUILDING AND SAFETY - COUNTY OF LOS ANGELES

39. Appropriate permits shall be obtained for work that has been done on the property without required permits, or said work shall be removed. All work shall be brought into compliance with applicable codes.

BUSINESS LICENSE DEPARTMENT - CITY OF CARSON

40. Per Section 6310 of the Carson Municipal Code, all parties involved in the construction project, including but not limited to contractors and subcontractors, shall obtain a City Business License.

ENGINEERING SERVICES DEPARTMENT - CITY OF CARSON

The Department of Public Works recommends approval of the proposed project subject to the following conditions:

GENERAL

41. Any existing off-site improvements damaged during the construction shall be removed and reconstructed per City of Carson Standard plan and to the satisfaction of the City Engineer.
42. A construction permit is required for any work to be done in the public right-of-way. Construction bond for all the required improvements in the public right of way shall be submitted and approved.
43. Submit Proof of Worker's Compensation and Liability Insurance.

CERTIFICATE OF OCCUPANCY

Prior to issuance of **Certificate of Occupancy**, the proposed development is subject to the following:

44. Remove and replace any broken/damaged driveway approach within the public right of way along Avalon Boulevard abutting and serving this proposed development per City of Carson Standard and to the satisfaction of the City Engineer.
45. Remove and replace any broken or raised/sagged sidewalk, curb and gutter within the public right of way along Avalon Boulevard abutting this proposed development per City of Carson Standard and to the satisfaction of the City Engineer.

46. Repair existing sunken sewer manhole cover located off the northern Avalon Boulevard driveway approach to grade and coordinate inspection with Public Works Division within one month of project approval.

FIRE DEPARTMENT - COUNTY OF LOS ANGELES

47. Provide water mains, fire hydrants, and fire flows as required by the Fire Department.
48. All required fire hydrants shall be installed, tested and accepted prior to occupancy. Vehicular access must be provided and maintained serviceable throughout building remodel.

PUBLIC SAFETY - CITY OF CARSON

49. Ensure compliance with current seismic mitigation codes.

SHERIFF'S DEPARTMENT – COUNTY OF LOS ANGELES

50. Digital security cameras with remote internet access by the LA County Sheriff's Office shall be installed to monitor the premises by each restaurant tenant. Cameras shall be maintained in working order and surveillance footage shall be maintained for a minimum of 30 days on digital media and shared with law enforcement upon request.
51. Prior to certificate of occupancy, the applicant along with the tenants of the Pavilion Shopping Center shall pay fair share funding for one Sheriff Deputy being approximately \$168,000 dollars annually. The Sheriff's Department and the city of Carson may modify the annual cost for a Sheriff Deputy as deemed necessary for the fair share funding formula via the approval of a mutual service benefit agreement to be approved by the City Council. Upon final approval by the City Council, payments shall be made in a timely manner and in full compliance with applicable requirements to be established in the fair share agreement.
52. The applicant shall execute an agreement to comply with the CC&R's approved by the City Attorney's Office and owner of the shopping center.

**PARKING DEMAND ANALYSIS FOR
SOUTHBAY PAVILION MALL**
Carson, California
September 10, 2015

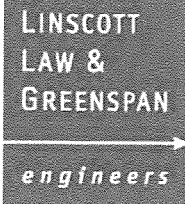
Prepared for:
VINTAGE REAL ESTATE, LLC
11611 San Vicente Boulevard 10th Floor
Los Angeles, CA 90049

LLG Ref. 2.13.3357.1

EXHIBIT NO. 03

**Linscott, Law &
Greenspan, Engineers**
2 Executive Circle
Suite 250
Irvine, CA 92614
949.825.6175 T
949.825.6173 F
www.llgengineers.com





Engineers & Planners

Traffic
Transportation
Parking

**Linscott, Law &
Greenspan, Engineers**

2 Executive Circle
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949.825.6175 r

949.825.6173 f

www.llgengineers.com

Pasadena

Irvine

San Diego

Woodland Hills

September 10, 2015

Mr. Jerry N. Garner, Senior Vice President of Development
Vintage Real Estate, LLC
11611 San Vicente Boulevard, 10th Floor
Los Angeles, CA 90049

LLG Reference No. 2.13.3357.1

Subject: **Parking Demand Analysis for the SouthBay Pavilion Mall
Renovation Project**
Carson, California

Dear Mr. Garner:

As requested, Linscott, Law, & Greenspan, Engineers (LLG) is pleased to submit this Parking Demand Analysis associated with conversion of the existing food court and mall common area at SouthBay Pavilion Mall to additional retail floor area. SouthBay Pavilion Mall is an existing regional mall that is generally located south of Del Amo Boulevard and east of Avalon Boulevard in the City of Carson, California. SouthBay Pavilion Mall has a total existing gross leasable area of approximately 1,035,483 square-feet (SF) with a parking supply of 4,640 parking spaces, anchored by Target, IKEA, Sears, and JCPenney, inclusive of the new 56,561 square-foot (SF) CineMark Theater. In addition, the mall includes a mix of 83 specialty stores and restaurants, including Old Navy, Chuck-E-Cheese's, Children's Place, Foot Action, and Daniel's Jewelry.

The proposed Project, as now defined, consists of the converting the existing food court, which now contains 12,929 SF of food uses/restaurant space, and mall common area to retail space that will be occupied by an approximately 21,915 SF retail store. Please note that this parking assessing includes the conversion of the existing Sears Auto Center into a 20,162 SF multi-tenant building with 8,146 SF of retail space and 12,016 SF of restaurant floor area and the parking implications associated with a future 4,526 SF Chick-fil-A fast-food restaurant.

Based on our understanding of the Project, a parking study is required by the City of Carson to determine the parking demand for the existing mall with the proposed Project, in combination with the future conversion of the Sears Auto Center and the

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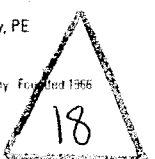
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This parking analysis evaluates the retail center’s parking requirements based on the City of Carson Municipal Code, as well as the methodology outlined in Urban Land Institute’s (ULI) *Shared Parking, 2nd Edition*, and in accordance with *City of Carson Municipal Code, Chapter 1 - Zoning, Part 6 – General Development Standards, Item 9162.24 Automobile Parking Spaces Required for Mixed Uses*.

SUMMARY OF FINDINGS AND CONCLUSIONS

1. The SouthBay Pavilion Mall is an existing regional mall with a total existing gross leasable area of 1,035,483 SF, which includes the new 56,561 SF CineMark Theater, and 4,640 parking spaces. The proposed Project includes the conversion of the existing food court/common area to an approximately 21,915 SF retail store that will house a future retail tenant. With the completion of the proposed Project, as well as conversion of the recently approved Sears Auto Center conversion and construction of an approved 4,526 SF Chick-fil-A restaurant, the SouthBay Pavilion Mall will have a total gross leasable area of 1,048,995 SF and a parking supply of 4,557 spaces.
2. This parking demand analysis evaluates the existing tenancy condition as well as with full occupancy of the SouthBay Pavilion Mall with the proposed Project, including the Chick-fil-A restaurant and the proposed Sears Auto Center Redevelopment project.
3. Direct application of City parking codes to the existing and future tenant mix of SouthBay Pavilion Mall and proposed Project results in an overall total parking requirement of 4,756 parking spaces for the entire regional mall. The entire site has a future parking supply of 4,557 spaces, which translates to theoretical deficiency of 199 spaces when compared to city code requirements.
4. Given the mix of tenancies at SouthBay Pavilion Mall, a shared parking analysis has been prepared and indicates that the available shared parking supply of 4,557 spaces will be sufficient to meet the projected peak parking demands of existing and proposed uses. The weekday parking analysis for the entire center results in a minimum surplus of 766 spaces, while the weekend parking analysis results in a minimum surplus of 785 spaces.

5. The results of the shared parking analysis indicates that adequate parking will be provided on site to accommodate the existing mix of uses at the SouthBay Pavilion Mall as well as the conversion of the existing 12,929 SF food court and up to 8,986 SF of common area to a future retail tenant with approximately 21,915 SF.

Our method of analysis, findings, and conclusions are described in detail in the following sections of this report.

PROJECT LOCATION AND DESCRIPTION

The SouthBay Pavilion Mall is generally located south Del Amo Boulevard, north of Dominguez Street, east of Avalon Boulevard and west of Leapwood Avenue in the City of Carson, California. *Figure 1*, located at the rear of this letter report, presents a Vicinity Map, which illustrates the general location of the Project site in the context of the surrounding street system. *Figure 2* presents an existing aerial photograph of the site, as well as the location of the proposed Project and future Chick-fil-A restaurant within the existing mall site. *Figure 3* presents the proposed site plan for SouthBay Pavilion Mall, and illustrates the existing buildings and parking areas, as well as the general location of the proposed Project.

SouthBay Pavilion Mall is an existing regional mall with an existing gross leasable area of 1,035,483 SF with 4,640 parking spaces¹ that is anchored by Target, IKEA, Sears, and JCPenney, inclusive of the new 56,561 SF CineMark Theater with 13 screens and 2,474 seats and a mix of 83 specialty stores and restaurants, including Old Navy, Chuck-E-Cheese's, Children's Place, Foot Action, and Daniel's Jewelry.

The proposed Project consists of the converting the existing food court, which now contains 12,929 SF of food uses/restaurant space, to retail space that will be occupied by an approximately 21,915 SF retail store. With the proposed conversion, up to 8,986 SF of open space/common area will be enclosed and absorbed into the future retail tenant space. In addition, with the proposed food court conversion, approximately 4,796 SF of retail designated floor area will be converted to food uses/restaurant space accommodate the existing food services that will be relocated with the implementation of the proposed Project.

As noted earlier, this analysis also considers the recently approved conversion of the existing 20,162 SF Sears Auto Center into a multi-tenant building with 8,146 SF of

¹ Source: Vintage Real Estate, LLC and Site Plans prepared by Perkowitz +Ruth.

retail space and 12,016 SF of restaurant floor area, as well as the future Chick-fil-A restaurant.

With Sears Auto Center conversion, the future Chick-fil-A and the completion of the proposed Project, SouthBay Pavilion Mall will have a future parking supply of 4,557 parking spaces and a total floor area of 1,048,995 SF that will consist of the following land uses/tenant mix:

Existing Development

- 730,806 SF of major retailers (includes Sears, JCPenney, Harbor Freight, Target and Ikea);
- 95,256 SF of Mall retail shops/stores;
- 56,561 SF theatre, with 13 screens and 2,474 seats (CineMark Theatres);
- 42,976 SF of restaurant/food court uses within the Mall;
- 25,569 SF of restaurant space within four (4) restaurant building pads (includes Buffalo Wild Wings, Olive Garden, Tony Roma's and Chili's);
- 13,720 SF of financial service/bank uses within two (2) building pads (includes Bank of America and Chase Bank);
- 8,100 SF of office use;
- 9,412 SF of medical-dental office use;
- 32,921 SF of health club; and
- 20,162 SF former Sears Auto Center.

Future Development

- Conversion of 12,929 SF food court and approximately 8,986 SF of mall common floor area to approximately 21,915 SF of retail space to house a new retail tenant resulting in a total proposed mall retail shops floor area of 112,375 SF (95,256 SF + 21,915 SF - 4,796 SF = 112,375 SF);
- Relocation of up to 4,796 SF of food court uses to vacant retail designated space, resulting in a total mall food uses/restaurant floor area of 34,843 SF (42,976 SF - 12,929 SF + 4,796 SF = 34,843 SF);
- 20,162 SF former Sears Auto Center to be converted to multi-tenant building with 8,146 SF of potential retail space located within the basement level of the existing building and 12,016 SF of restaurant located within four (4) tenant suites on the ground floor (approved use yet to be built); and
- 4,256 SF future Chick-fil-A restaurant (approved use yet to be built).

Review of the lower portion of *Table 1-1* identifies that the SouthBay Pavilion Mall, when considering the entire site, with the inclusion of the proposed Project and future approved uses, will result in a total code parking requirement of 4,756 spaces. The entire site has a proposed future parking supply of 4,557 spaces, which translates to a deficiency of 199 spaces when compared to city code requirements. Please note that the proposed Project actually results in a “net” decrease of 24 spaces when the retail and restaurant floor area mix in the “mall” is changed with the proposed Project.

However, this Code-based deficiency is not realistic because the simple application of City Code parking ratios considers each tenant as a standalone use, does not take into account the actual physical setting (conducive to shared parking and “synergy” between uses), and therefore likely overstates the actual parking needs for SouthBay Pavilion Mall.

The specific tenancy mix of SouthBay Pavilion Mall provides an opportunity to share parking spaces based on the utilization profile of each included land use component. The following section calculates the parking requirements for SouthBay Pavilion Mall based on the shared parking methodology approach.

SHARED PARKING ANALYSIS

Shared Parking Methodology

Accumulated experience in parking demand characteristics indicates that a mixing of land uses results in an overall parking need that is less than the sum of the individual peak requirements for each land use. Due to the existing and proposed mixed-use characteristics of SouthBay Pavilion Mall, opportunities to share parking likely occur now and can be expected to continue with full occupancy and completion of the proposed Project. The objective of this shared parking analysis is to forecast the peak parking requirements for the project based on the combined demand patterns of different tenancy types at the site.

Shared parking calculations recognize that different uses often experience individual peak parking demands at different times of day, or days of the week. When uses share common parking footprints, the total number of spaces needed to support the collective whole is determined by adding parking profiles (by time of day for weekdays versus weekend days), rather than individual peak ratios as represented in the City of Carson Municipal Code. In that way, the shared parking approach starts

from the City's own code ratios and results in the "design level" parking supply needs of a site.

It should be noted that the "demand" results of the shared parking calculation are intended to be used directly for comparison to site supply. No further adjustments or contingency additions are needed because such contingencies are already built into the peak parking ratios and time of day profiles used in the calculation.

There is an important common element between the traditional "code" and the shared parking calculation methodologies; the peak parking ratios or "highpoint" for each land use's parking profile typically equals the "code" parking ratio for that use. The analytical procedures for shared parking analyses are well documented in the *Shared Parking, 2nd Edition* publication by the Urban Land Institute (ULI).

Shared parking calculations for SouthBay Pavilion Mall utilize hourly parking accumulations developed from field studies of single developments in free-standing settings, where travel by private auto is maximized. These characteristics permit the means for calculating peak parking needs when land use types are combined. Further, the shared parking approach illustrates how, at other than peak parking demand times, an increasing surplus of spaces will service the overall needs of the center.

Key inputs in the shared parking analysis for each land use include:

- Peak parking demand by land use for visitors and employees.
- Adjustments for alternative modes of transportation, if applicable.
- Adjustment for internal capture (captive versus non-captive parking demand), if applicable.
- Hourly variations of parking demand.
- Weekday versus weekend adjustment factors
- Monthly adjustment factors to account for variations of parking demand over the year.
- City of Carson Parking Ratios per *Chapter 1 - Zoning, Part 6 – General Development Standards, Item 9162.21 Parking Spaces Required* in the *City of Carson Municipal Code*.

Please note that for this analysis, no monthly adjustment factors to account for variations of parking demand over the year and no alternative modes of transportation or internal capture adjustment factors were applied to provide a conservative parking demand forecast.

Shared Parking Ratios and Profiles

The hourly parking demand profiles (expressed in percent of peak demand) utilized in this analysis and applied to the SouthBay are based on profiles developed by the Urban Land Institute (ULI) and published in *Shared Parking, 2nd Edition*. The ULI publication presents hourly parking demand profiles for seven general land uses: office, retail, restaurant, cinema, residential (Central Business District: CBD and non-CBD), hotel (consisting of separate factors for guest rooms, restaurant/lounge, conference room, and convention area). These factors present a profile of parking demand over time and have been used directly, by land use type, in the analysis of this project.

Since the primary project component for the SouthBay Pavilion Mall is retail space, the ULI retail use profiles are applied directly. In doing so, there is an intermediate step in expressing ULI profiles as a percentage of the week-long peak, thus arriving at a weekday profile and weekend profile each expressed as a percentage of the baseline parking ratio (ULI actually starts with separate ratios for weekday and weekend day, and develops profiles for each accordingly; we've found it more convenient to translate both profiles to a percent of expected maximum demand, which, for retail, turns out to be on a Saturday). The resulting profiles represent the most likely hourly parking demand profile, and are applied to the City's retail parking ratio of 1 space per 300 SF of GFA. Peak demand for retail uses occurs between 1:00 PM–2:00 PM on weekdays, and 2:00 PM–4:00 PM on weekends. From *Table 1*, the mix of retail uses would have a total retail floor area of 851,327 SF, inclusive of 21,915 SF of retail floor area associated with the proposed Project, as well as the approved Sears Auto Center redevelopment project (730,806 SF + 95,256 SF + 20,162 SF + 21,915 SF – 12,016 SF – 4,796 SF = 851,327 SF).

The ULI *Shared Parking* publication includes several categories for restaurants. For this analysis, the parking profile for fine/casual dining restaurant, family (quick serve-type) restaurant and fast-food restaurant were all utilized as each of the categories match the restaurant tenant mix at SouthBay Pavilion Mall. To estimate the restaurant parking demand, a parking ratio of 1 space per 100 SF (which matches City code) is utilized. For fast-food uses peak demand occurs between 12:00 PM and 2:00 PM on weekdays and weekends. According to the *Shared Parking* publication, fine/casual dining restaurant uses are shown to experience peak demand between 7:00 PM and 10:00 PM on weekdays, and 8:00 PM and 9:00 PM on weekends, where as a family restaurant is shown to experience peak demand at noon on weekdays and weekends.

Based on a review of the current mix of food uses at SouthBay Pavilion Mall and Project uses, the restaurant space would fall into the following categories:

- ❑ 34,843 SF of Food Use, inclusive of food court within the mall (assumed to fall under the category of casual dining);
- ❑ 25,569 SF fine/casual dining space within four (4) restaurant pads;
- ❑ 12,016 SF of Food Uses for the Sears Auto Center conversion, assumed to fall under the category of family restaurant given tenant mix has not been determined; and
- ❑ 4,526 SF of fast-food restaurant with drive-through (future Chick-fil-A).

The ULI *Shared Parking* publication includes a cinema profile that is used in this evaluation. To estimate the theatres parking demand, a parking ratio of 1 space per 3 seats (which matched City code) is utilized and applied to the 2,474-seat, 13-screen, CineMark Theatre. A cinemas peak demand occurs between 8:00 and 10:00 PM on weekdays and weekends.

For health club uses, the parking profile in the ULI publication was used and applied to the City's Parking Code ratio of 1 space per 150 SF to forecast its weekday and weekend hourly demand of the existing 32,921 SF health club. Peak demand for health clubs/fitness centers occur between 6:00 PM–7:00 PM on weekdays, and 5:00 PM–6:00 PM on weekends.

For office uses, the parking profile in the ULI publication was used and applied to the City's Parking Code ratio of 1 space 300 SF of floor are to forecast its weekday and weekend hourly demand associated with 8,100 SF of office space. Peak demand for office occurs between 10:00 AM–11:00 AM and 2:00 PM–3:00 PM on weekdays, and 11:00 AM–12:00 PM on weekends.

The medical/dental office profiles were also directly derived from ULI. The peak-parking ratio for medical/dental office uses exactly equals the City's Parking Code requirement of 1 space per 300 SF of floor area. This ratio was applied to 9,412 SF of medical/dental office space.

The bank profiles were also directly derived from ULI. For bank uses peak demand occurs between 2:00 PM and 6:00 PM on weekdays, while the Saturday peak demand for bank uses occurs between 11:00 AM and 12:00 PM. The peak-parking ratio for office and bank uses exactly equals the City's Parking Code requirement of 1 space per 300 SF. This ratio was applied to 13,720 SF of financial services floor area that is provided within two bank pads that house Bank of America and Chase Bank.

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28