

CONDITIONS OF APPROVAL
231 Windsor Way
Application No. 1909-08 (SPR19-026)
November 7, 2019

Special Conditions:

The following approvals are granted for this project:

- a. Approval of a Mitigated Negative Declaration of Environmental Impact (MND 08-19).
- b. Site Plan Review approval for the Long Beach Cruise Terminal Landside improvements, consisting of:
 - 1) Expansion of the existing parking structure to the North and South to include approximately 650 parking stalls between levels two through five; and
 - 2) Fill and removal of an abandoned 450-foot long tunnel between Queens Highway South and the parking structure; and
 - 3) Reconfiguration of the leasehold traffic lanes to accommodate the expansion of the parking structure.

Plans and Construction

1. All work shall be carried out in accordance with the activities shown on plans received by the Department of Development services, Planning Bureau, dated June 22, 2018, except as modified herein:
2. Prior to the removal of any trees on site, Developer shall submit to the Planning Bureau/Development Services Department a listing of all trees to be removed. Spreadsheet will contain the following information: general location, approximate height, and species.
3. Applicant shall submit detailed landscaping and irrigation plans for all landscaped areas, including around the parking structure and any other landscaped area that will be refreshed. Said plans shall be submitted for review and approval in accordance with Chapter 21.42 of the City's Municipal Code. All detailed plan check plans shall be submitted as a separate plan check through the City's Building Department Plan Check process for review.
4. The landscaping shall be installed and maintained in accordance with the approved detailed plans. Any landscaping which fails to thrive shall be removed and replaced within seven (7) working days with an equivalent or better landscape material that is consistent with the overall landscaping theme throughout the Carnival leasehold area.
5. The applicant shall be responsible for coordinating the care and maintenance of landscaping located adjacent to the parking structure throughout the life of the project as well as the remainder of the Carnival leasehold area.

6. The applicant shall incorporate graphic frames along the new portions of the parking structure subject to approval of the Director of Development Services and/or the Designee. New frames shall match the existing color and material unless all are replaced, or a deliberate design is approved. Decorative graphic screens shall be displayed regularly as they provide screening of the parking structure. The graphics mesh shall be maintained free of graffiti and tears and replaced as needed.
7. The existing monument sign located at the southwest corner of the leasehold area which includes a Queen Mary propeller and corresponding plaque, shall be removed and retained. Applicant shall work with the City and the lessor of the Queen Mary property to incorporate new monument signage that includes the Queen Mary Propeller and corresponding plaque into the overall site. Updated and new monument sign shall be installed prior to the expansion of the existing parking structure receiving a certificate of occupancy.
8. Provide LED light fixtures throughout the parking structure in both the existing and proposed parking areas.
9. Applicant shall comply with the environmental covenants as imposed by the Harbor Department (Port of Long Beach) which includes, but is not limited to, participation in the Alternative Vessel Speed Reduction Program, Vessel IMO Compliance, Shore Power (regulations and reporting), general reporting and indirect greenhouse gas emission mitigation.
10. The Applicant shall comply with Section 8.80.160 of the City's Municipal Code which specifies a 45 dBA nighttime (10:00 p.m. to 7:00 a.m.) noise level limit at all times.
11. The Applicant shall establish a policy, as feasible, that meets Carnival's existing criteria to select and use local vendors that use clean vehicles and trucks to deliver materials to the Long Beach Cruise Terminal and service the cruise ships.
12. The Applicant shall comply with The South Coast Air Quality Management District's Rule 2202 relating to On-Road Motor Vehicle Mitigation Options as applicable.
13. The Applicant shall work with the operators of the cruise line to design and implement a shuttle bus program to encourage patrons and employees to carpool to and from the proposed project and provide on-ship vouchers to incentivize patrons and employees to use the shuttle bus program as feasible. Work with local and regional transit agencies and providers to connect the shuttle bus program with transit light rail stations, transit centers, and/or bus stops in the greater Los Angeles area and beyond.

14. The Applicant shall share the variety of various transportation options to the proposed project from popular destinations in the greater Los Angeles Area and beyond with both patrons and employees.
15. The Applicant shall consider implementation of Smart Parking Systems to reduce vehicle idling in the parking garage and quickly identify availability of parking spaces.
16. In accordance with the Building Bureau's Information Bulletin BU-050 and LBMC Section 18.47.050 (as amended) the Applicant shall provide a minimum of 25% of the new parking spaces shall be Electric Vehicle (EV) spaces and 5% of those such spaces shall have EV chargers installed.
17. Proposed waterside improvements require approval from the Harbor Department (Port of Long Beach) of a Harbor Development Permit.
18. Applicant shall obtain approvals and permits for the following as required:
 - a) City of Long Beach Harbor Department (Port of Long Beach)
 - Harbor Development Permit (for waterside improvements only)
 - New Water Lease Agreement
 - b) United States Army Corp of Engineers
 - Clean Water Act Section 404 Permit (for dredging activities)
 - Section 10 Permit (for dredging and installation of piles and dolphins)
 - c) California Coastal Commission
 - Federal Consistency Certification (for disposal of dredged materials at the LA-2 Ocean Dredge Material Disposal Site)
 - d) Los Angeles Regional Water Quality Control Board
 - National Pollution Discharge Elimination System Construction General Permit
 - e) National Oceanic and Atmospheric Administration Fisheries, Office of Protected Resources—Marine Mammal Protection Act
 - Incidental Harassment Authorization
19. Applicant shall work with Southern California Edison and/or the Public Works Department on proximity of the proposed south parking structure expansion and construction area to the overhead power lines located within the island parking area between South Harbor Scenic Drive and Windsor Way.
20. Applicant shall work with the Public Works Department on the proximity of the proposed south parking structure expansion and construction area to the street light fixtures adjacent to Windsor Way and South Harbor Scenic Drive.

21. Applicant shall provide temporary circulation plans for review and approval by the Public Works Department for all vehicles (automobiles, tour busses, shuttles, Uber Lyft, taxis, etc.) for during demolition and construction of the parking structure expansion.
22. Applicant shall submit an updated lighting plan for the exterior lighting around the parking structure once installed and complete.

Initial Study/ Mitigated Negative Declaration Mitigation Measures

23. The developer shall provide for compliance with all mitigation measures of the Initial Study/Mitigated Negative Declaration (IS/MND 08-19) that apply to this project. These mitigation measures are attached to these conditions of approval and by this reference made a part hereof.

Building and Safety Conditions

24. The applicant shall comply with all comments from the Long Beach Building and Safety Bureau dated on November 9, 2018 attached hereto as Exhibit "A".

Water Department Conditions

25. The applicant shall comply with all comments from the Long Beach Water Department dated on September 19, 2019.

Long Beach Energy Resources Conditions

26. The Applicant shall comply with all comments from the Long Beach energy Resources Department dated December 3, 2019.

PUBLIC WORKS COMMENTS/CONDITIONS

GENERAL REQUIREMENTS

The Applicant shall provide for the following to the satisfaction of the Director of Public Works:

Note: All right-of-way items referenced in these conditions involve private streets and City property/rights-of-way. Public street and right-of-way standards shall apply.

27. Prior to the start of any on-site/off-site excavation, demolition or construction, the Developer shall submit a construction plan for pedestrian protection, construction area perimeter fencing with custom-printed screen(s), street lane closures, construction staging, shoring excavations and the routing of construction vehicles (excavation hauling, concrete and other deliveries, etc.).

28. The Developer shall submit a Traffic Control Plan prepared by a registered Civil or Traffic Engineer in the State of California, with wet seal and signature, for review and approval by the Department of Public Works.
29. The Developer shall construct all off-site improvements needed to provide full Americans with Disabilities Act (ADA) accessibility compliance within the adjacent public right-of-way, to the satisfaction of the Director of Public Works. Public Works plan review is required for in-depth review of ADA compliancy. As determined during the plan check process, the Developer shall dedicate additional right-of-way necessary to satisfy unfulfilled ADA requirements.
30. Public improvements shall be constructed in accordance with Public Works construction standards, and per plans reviewed and approved by the Department of Public Works. The City's Public Works Engineering Standard Plans are available online at www.longbeach.gov/pw/resources/engineering/standard-plans. Prior to issuance of a building permit, detailed off-site improvement plans shall be prepared by a licensed Civil Engineer, stamped, signed and submitted to Public Works for review and approval. This is in addition to any plan check required by the Department of Development Services.
31. All conditions of approval, including cover letter signed by the Planning Officer and Case Planner, must be printed verbatim on all plans submitted for plan review to the Department of Public Works.
32. The Developer proposes architectural projection encroachments into the public right-of-way and adjacent leased area(s) that include architectural features. All architectural projection encroachments shall be corrected and/or constructed in compliance with California Building Code Chapter 32, and to the satisfaction of the interested agency or City department or be eliminated. Construction plans shall be submitted to the Department of Public Works and interested agency or City department for all projections over the private street right-of-way and adjacent leased area(s), to be reviewed for approval as to compliance with California Building Code Chapter 32, City standards and any applicable lease agreement(s), to the satisfaction of the Director of Public Works.

Note: The Developer's site plan shows portions of the proposed parking structure expansion extending over Windsor Way and Queen's Highway. Subject to approval of the proposed improvements, at a minimum, the Developer shall provide a 17-foot vertical clearance from the surface of the streets to the lowest part of the parking structure overhead.

PRIVATE STREET RIGHT-OF-WAY

33. The Developer's site plan proposes construction within the vicinity of existing underground/overhead utility lines and gas lines. The Developer shall be

responsible for resolving all matters of utility line encroachment to the satisfaction of the interested agency, City department, and the Director of Public Works.

Note: The Developer shall be responsible for the relocation of utility lines, full compliance with private right-of-way street standards, quitclaim of easements, and/or any new utility easements required in connection with this development; as structures cannot be built within an easement or dedicated area. The Developer's site plan shows potential conflicts with existing street lights and other existing facilities.

OFF-SITE IMPROVEMENTS

34. All public and private street improvements shall include, but may not be limited to, all required traffic signage and striping, the full-width reconstruction of the roadbed and structural cross-section, curbs, gutters, sidewalks, parkways and landscaping, street lighting, and all public utility fixtures required to satisfy the public utility or City department holding interest. The Developer shall submit detailed construction plans per Public Works Standard Specifications for review and approval by Public Works.
35. The Developer shall reconstruct cracked, deteriorated, or uplifted/depressed sections of roadway pavement, sidewalk, curb and gutter adjacent to the project site along Queen's Highway, to the satisfaction of the Director of Public Works. Sidewalk improvements shall be constructed with Portland cement concrete. All sidewalk removal limits shall consist of entire panel replacements (from joint line to joint line).
36. The Developer shall install Custom Printed Flex Mesh screen(s) along the perimeter of the development site, such as FenceScreen.com Series 311, or equivalent, fence screening, and provide for the printed graphic to the satisfaction of the Director of Public Works. The graphics shall depict positive images of the City or other artistic concepts. Prior to submitting the graphic design for printing, the Developer shall consult with the Department of Public Works to review and approve.
37. The Developer shall be responsible for the maintenance, repair and replacement of off-site improvements abutting the project boundary during construction of the on-site improvements, until final inspection of the on-site improvements by the City. All off-site improvements, adjacent to the development site and/or along the truck delivery route, found damaged as a result of construction activities shall be reconstructed or replaced by the Developer.
38. The Developer shall submit for approval a shoring plan, for any temporary or permanent tiebacks/soil nails that are required to extend beneath the public rights-of-way adjacent to the project site. Tiebacks/soil nails shall be installed, maintained and removed per the standards and requirement of Long Beach Municipal Code Chapter 14.08.

39. The Developer shall submit a grading plan with hydrology and hydraulic calculations showing building elevations and drainage pattern and slopes, for review and approval by the Director of Planning and Building Services and the Director of Public Works, for both rough and precise grading work, prior to issuance of a building permit.

TRAFFIC AND TRANSPORTATION

40. The Developer shall provide a trip generation and distribution analysis for the proposed development, prior to submittal of a traffic impact analysis. In addition, any physical street improvements must include a scaled drawing stamped by a registered Civil Engineer in the State of California. Any conditions generated by a traffic impact analysis shall be made a part of these conditions.
41. The Developer shall be responsible to improve certain traffic signal related equipment to current California Manual on Uniform Traffic Control Devices (CA MUTCD) and/or City of Long Beach standards, at the emergency traffic signal adjacent to the south side of the parking structure expansion along Harbor Scenic Drive. The traffic signal related equipment shall be within signalized intersections that are directly impacted by the Developer's project. If not existing, the Traffic Signal related equipment shall include, but may not be limited to the following:
 - i. All Traffic Signal indications shall be updated to 12" LED units.
 - ii. Vehicular detection shall be installed on all approaches to the signalized intersection. This may include presence, mid or advance detection per City direction. Options will include standard Type E loops or video detection.
 - iii. New Emergency Vehicle Pre-Emption (EVPE) equipment shall be installed at the signalized intersection. The equipment and installation must be completed per the most current City standard.
 - iv. A GPS Module shall be installed at the signalized intersection per the most current City standard.
 - v. The Developer may be asked to update the traffic signal controller located in the traffic signal cabinet. The existing traffic signal controller may not have the capability to handle the complexities of new traffic patterns that are directly related to the Developer's project. In such cases, the Developer will be asked to install a new traffic signal controller based on the most current City standard.
42. The Developer shall be responsible to implement the most recent Bicycle Master Plan of the City adjacent to the project site or contribute a fair share fee to the City for future implementation.
43. The Developer shall be responsible to provide new bicycle parking and related facilities adjacent to the project site, to the satisfaction of the City Traffic Engineer.
44. The size and configuration of all proposed driveways serving the project site shall be subject to review and approval of the City Traffic Engineer. Contact the

Transportation Mobility Bureau, at (562) 570-6331, to request additional information regarding driveway construction requirements.

45. The Developer shall salvage and reinstall all traffic signs that require temporary removal to accommodate new construction within the public right-of-way. All traffic signs shall be reinstalled to the satisfaction of the City Traffic Engineer.
46. The Developer shall replace all traffic signs and mounting poles damaged or misplaced as result of construction activities to the satisfaction of the City Traffic Engineer.
47. The Developer shall repaint all traffic striping and markings adjacent to the project site. The Developer shall contact the Transportation Mobility Bureau, at (562) 570-6331, to modify any existing curb marking zones adjacent to the project site.
48. All traffic control device installations, including pavement markings within the private parking garage and streets, shall be installed in accordance with the provisions of the CA MUTCD, 2014 or current edition (i.e. white parking stalls, stop signs, entry treatment signage, handicapped signage, etc.).

Standard Conditions – Plans, Permits, and Construction:

49. Prior to the issuance of a building permit, the applicant shall submit a revised set of plans reflecting all of the design changes set forth in the conditions of approval, to the satisfaction of the Director of Development Services.
50. All conditions of approval shall be printed verbatim on all plans submitted for plan review to the Department of Development Services. These conditions shall be printed on the site plan or a subsequent reference page.
51. The plans submitted for plan review shall explicitly call out and describe all materials, textures, accents, colors, window, door, planter, and paving details that were approved by the Site Plan Review Committee or the Planning Commission. No substantial changes shall be made without prior written approval of the Site Plan Review Committee or the Planning Commission.
52. Prior to the issuance of a building permit, the applicant shall depict all utility apparatus, such as, but not limited to, backflow devices and Edison transformers, on both the site plan and the landscape plan. These devices shall not be located in any front, side, or rear yard area that is adjacent to a public street. Furthermore, these devices shall be screened by landscaping or another screening method approved by the Director of Development Services.

53. The Director of Development Services is authorized to approve minor modifications to the approved design plans or to any of the conditions of approval if such modifications shall not significantly change or alter the approved project. Any major modifications shall be reviewed by the Zoning Administrator, Site Plan Review Committee, or Planning Commission, respectively.
54. All rooftop mechanical equipment shall be fully screened from public view. Said screening shall be architecturally compatible with the building in terms of theme, materials, colors and textures. If the screening is not specifically designed into the building, a rooftop mechanical equipment screening plan shall be submitted for approval by the Director of Development Services prior to the issuance of a building permit.
55. Upon plan approval and prior to issuance of a building permit, the applicant shall submit a reduced-size set of final construction plans for the project file.
56. A permit from the Department of Public Works shall be required for any work to be performed in or over the public right-of-way.
57. Any off-site improvements found to be damaged as a result of construction activities related to this project shall be replaced to the satisfaction of the Director of Public Works.
58. Separate building permits are required for fences, retaining walls, flagpoles, and pole mounted yard lighting foundations.
59. The applicant shall file a separate plan check submittal to the Long Beach Fire Department for review and approval prior to the issuance of a building permit.
60. Prior to the issuance of a building permit, the applicant shall submit architectural, landscaping and lighting drawings for the review and approval of the Police Department for their determination of compliance with Police Department security recommendations.

61. All structures shall conform to the Long Beach Building Code requirements. Notwithstanding this subject permit, all other required permits from the Building Bureau shall be secured. Site development, including landscaping, shall conform to the approved plans on file with the Department of Development Services. At least one set of approved plans containing Planning, Building, Fire, and, if applicable, Redevelopment and Health Department stamps shall be maintained at the job site, at all times for reference purposes during construction and final inspection.
62. For projects consisting of new buildings, parking lots, or landscaped area, the applicant shall submit complete landscape and irrigation plans for the approval of the Director of Development Services prior to the issuance of a building permit. The landscaping plan shall include drought tolerant street trees to be installed consistent with the specifications of the Street Tree Division of the Department of Public Works. Approved root guards shall be provided for all street trees. Turf shall be limited to less than 50 percent of the total landscaped area. The turf shall not be composed of bluegrass, fescue, rye, or other grasses with high water needs. 50 percent or more of the planted area (as measured in square feet of landscape) shall be comprised of drought-tolerant plants, to the satisfaction of the Director of Development Services.
63. For new construction, all landscaped areas shall comply with the State of California's model landscape ordinance. Landscaped areas shall be planted with drought tolerant plant materials and shall be provided with water conserving automatic irrigation systems designed to provide complete and adequate coverage to sustain and promote healthy plant life. The irrigation system shall not cause water to spray or flow across a public sidewalk.
64. All landscaping irrigation systems shall use high efficiency sprinkler nozzles. The models used and flow rates shall be specified on the landscaping plan. For residential-type or small-scale sprinkler systems, sprinkler head flow rates shall not exceed 1.00 GPM and shall be of the rotating type. Where feasible, drip irrigation shall be used instead. If an in-ground irrigation system is to be installed, such system shall be controlled by an automatic self-adjusting weather-based irrigation controller.
65. Permeable pavement shall be utilized where feasible, to the satisfaction of the Director of Development Services. Public right-of-way improvements shall be exempt from this requirement. If the feasibility of using permeable pavement is uncertain, it shall be the developer's responsibility to demonstrate that a given application of permeable pavement is not feasible, to the satisfaction of the Director of Development Services.
66. All outdoor fountains or water features shall utilize water recycling or re-circulation systems. The plans submitted for review shall specifically identify such systems.

67. Energy conserving equipment, lighting, and construction features shall be utilized in this project.
68. Low-flow fixtures shall be used for all lavatory faucets, kitchen faucets, showerheads, toilets, and urinals. Toilets may be either low-flow or dual flush. Maximum flow rates for each fixture type shall be as follows: lavatory faucet – 2.75 GPM, kitchen faucet – 2.20 GPM, showerhead – 2.00 GPM, toilet – 1.3 GPF, dual flush toilet – 0.8/1.6 GPF, urinal – 1.0 GPF. Plans submitted for review shall specifically identify such fixtures and flow rates.
69. Demolition, site preparation, and construction activities are limited to the following (except for the pouring of concrete which may occur as needed):
 - a. Weekdays and federal holidays: 7:00 a.m. to 7:00 p.m.;
 - b. Saturday: 9:00 a.m. - 6:00 p.m.; and
 - c. Sundays: not allowed

Standard Conditions – General:

70. This permit and all development rights hereunder shall terminate two years from the effective date of this permit unless construction is commenced or a time extension is granted, based on a written and approved request submitted prior to the expiration of the two-year period as provided in Section 21.21.406 of the Long Beach Municipal Code.
71. This permit shall be invalid if the owner(s) and/or applicant(s) have failed to return written acknowledgment of their acceptance of the conditions of approval on the *Conditions of Approval Acknowledgment Form* supplied by the Planning Bureau. This acknowledgment shall be submitted within 30 days from the effective date of approval (final action date or, if in the appealable area of the Coastal Zone, 21 days after the local final action date).
72. If, for any reason, there is a violation of any of the conditions of this permit or if the use/operation is found to be detrimental to the surrounding community, including public health, safety or general welfare, environmental quality or quality of life, such shall cause the City to initiate revocation and termination procedures of all rights granted herewith.
73. This approval is required to comply with these conditions of approval as long as the use is on the subject site. As such, the site shall allow periodic re-inspections, at the discretion of city officials, to verify compliance. The property owner shall reimburse the City for the inspection cost as per the special building inspection specifications established by City Council (Sec. 21.25.412, 21.25.212).

74. In the event of transfer of ownership of the property involved in this application, the new owner shall be fully informed of the permitted use and development of said property as set forth by this permit together with all conditions that are a part thereof. These specific requirements shall be recorded with all title conveyance documents at time of closing escrow.
75. Approval of this development project is expressly conditioned upon payment (prior to building permit issuance or prior to Certificate of Occupancy, as specified in the applicable Ordinance or Resolution for the specific fee) of impact fees, connection fees and other similar fees based upon additional facilities needed to accommodate new development at established City service level standards, including, but not limited to, sewer capacity charges, Park Fees and Transportation Impact Fees.
76. No publicly accessible telephones shall be maintained on the exterior of the premises. Any existing publicly accessible telephones shall be removed.
77. The property shall be developed and maintained in a neat, quiet, and orderly condition and operated in a manner so as not to be detrimental to adjacent properties and occupants.
78. The operator of the approved use shall prevent loitering in all parking and landscaping areas serving the use during and after hours of operation. The operator shall clean the parking and landscaping areas of trash and debris on a daily basis. Failure to do so shall be grounds for permit revocation. If loitering problems develop, the Director of Development Services may require additional preventative measures such as but not limited to, additional lighting or private security guards.
79. Exterior security bars and roll-up doors applied to windows and pedestrian building entrances shall be prohibited.
80. Any graffiti found on site shall be removed within 24 hours of its appearance.
81. All required utility easements shall be provided to the satisfaction of the concerned department, agency, or utility company.
82. All trash and refuse containers shall be fully screened from public view to the satisfaction of the Director of Development Services.
83. As a condition of any City approval, the applicant shall defend, indemnify, and hold harmless City and its agents, officers, and employees from any claim, action, or proceeding against City or its agents, officers, and employees to attack, set aside, void, or annul the approval of City concerning the processing of the proposal/entitlement or any action relating to, or arising out of, such approval. At the discretion of the City and with the approval of the City Attorney, a deposit of funds by the applicant may be required in an amount sufficient to cover the

anticipated litigation costs.