



CITY OF LONG BEACH

DEPARTMENT OF DEVELOPMENT SERVICES

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September 5, 2013

CHAIR AND PLANNING COMMISSIONERS
City of Long Beach
California

RECOMMENDATION:

Receive and file the report from The Boeing Company and concur with staff's finding that they have complied with the terms and conditions required under the Douglas Park Development Agreement, and fulfilled the requirements for the reporting period of January 2012 through December 2012. (District 5)

APPLICANT: Boeing Realty Corporation
4501 E. Conant Street
Long Beach, CA 90808
(Application No.1303-07)

DISCUSSION

In 2005, the City of Long Beach and the McDonnell Douglas Corporation, a wholly-owned subsidiary of The Boeing Company (Boeing), entered into a Development Agreement (Agreement) to allow for a mixed-use master planned community at 3855 Lakewood Boulevard, called Douglas Park (Exhibit A – Location Map). The Agreement was subsequently revised to address the rezone north of Cover Street which eliminated the residential land use and expanded the office, retail and light industrial land uses, rerouted bike paths, reconfigured and relocated open spaces, and restructured the financial contributions of Boeing. The Restated and Amended Development Agreement (DA) was approved in 2009 and recorded in May 2010.

2012 REPORTING PERIOD

Pursuant to Section 5.1 of the DA, an annual review is required to determine good faith compliance with the provisions of the DA. Boeing has submitted the annual report and staff has conducted its review (Exhibit B – Development Review Status Matrix). Major project activities that have occurred in 2012, include:

- Courtyard Marriott Hotel project-Phase I construction commenced March 2012. Project consists of an 89,455-square-foot hotel with 198 parking spaces, and two retail pads of approximately 5,000 square feet.
- Sares/Regis – Pacific Pointe North project building permits issued February 2012 and construction commenced December 2012. Project consists of four new

industrial buildings with the following square feet: 103,469 square feet, 87,112 square feet, 42,831 square feet and 35,272 square feet. The project also includes a total of 403 parking spaces.

- Sares/Regis – Pacific Pointe South project building permits issued November 2012. Project consists of three new industrial buildings of 131,423 square feet, 168,271 square feet, and 106,275 square feet, respectively.
- Entitlement rights and obligations of PD-32 transferred from The Boeing Company to Sares Regis Group first quarter 2012.

Staff has reviewed the submitted materials from Boeing and determined that all activity described in Exhibit B is substantial and that the applicant is in compliance with the terms of the Agreement. Staff recommends Planning Commission approval of the DA annual review.

Respectfully submitted,



DEREK BURNHAM *for*
PLANNING ADMINISTRATOR



AMY J. BODEK, AICP
DIRECTOR OF DEVELOPMENT SERVICES

AJB:DB:JW:CJ

Exhibits: A. Location Map
B. Development Review Status Matrix

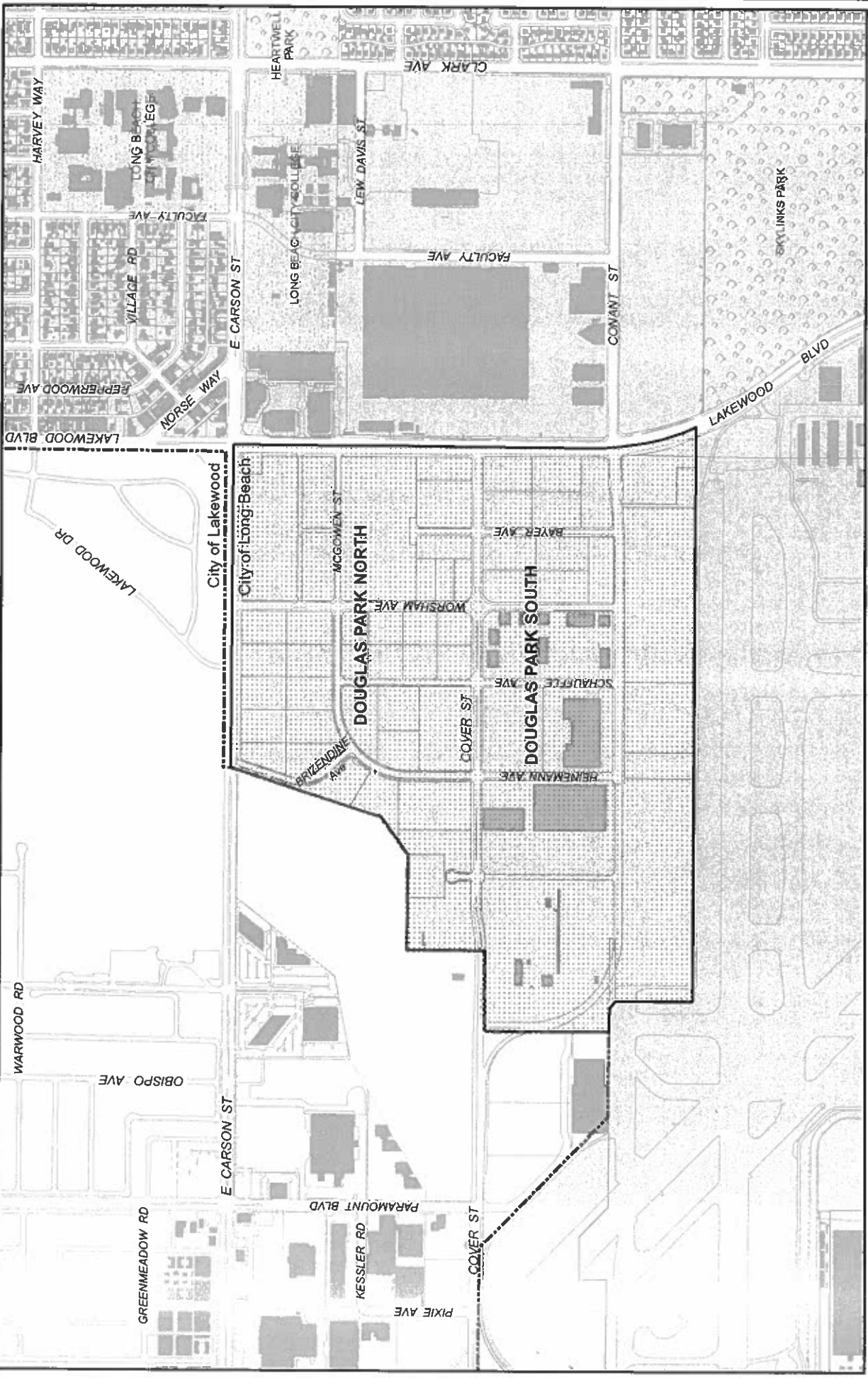
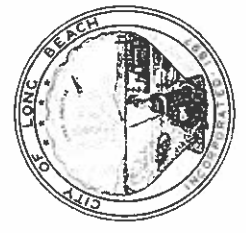


Exhibit A



Subject Property:

3855 Lakewood Blvd
 Application No. 1303-07
 Council District 5
 Zoning Code : PD-32 (SubArea : 1, 2, 3, 7, 8A, 8B)
 (Overlay : Main St, Mixed-Use)



ANNUAL REVIEW OF COMPLIANCE WITH THE TERMS OF THE AMENDED AND RESTATED DEVELOPMENT AGREEMENT 2013				7.1.13ds page 1
DA Ref	Description	Development Agreement Requirement	Itemized Compliance	2012 Work in Progress and Commitment to Perform
	Sares Regis/Boeing Sales Transactions closed 2011 & 2012	Entitlement rights and obligations transferred from Boeing to Sares Regis by Assignment.		
8.27 & 8.28	Transportation Demand Management Program -- ATCS Traffic Control Program	TBC shall implement a Transportation Demand Management Program as required by the Mitigation Monitoring Program including an ATCS Traffic Control Program. TBC shall incorporate transportation improvements to service the project and to reduce project related traffic impacts within the project area.	1) Preliminary discussions and planning for the ATCS Traffic Control Program began in mid 2005, 2) Technical memo presented for design comment's from all jurisdictions involved September 2006, 3) System design in process 4) ATCS Traffic Control Program construction will be complete and system operating December 2010.	Complete - Final reporting
3.3.3, 2.42 & 2.43	Phase 1 Infrastructure Plan review and approval - including traffic and utility improvements	The City will work with TBC in good faith to process and review the Ministerial Permits and Approvals and inspections in a timely manner. *Phase 1 On-Site Roadway Infrastructure.	Phase 1 Infrastructure Plans, including utility, on and off site street improvements, street lighting, and landscaping, approved by the various Public Works Departments November 1, 2006, Permit approval and commencement of work October/November 2006.	Complete - Final reporting
	On site construction Phase 1		Construction Start: Wet Utilities October 2006, balance of infrastructure construction began November 2006. Construction completed and accepted by the City of LB 10.26.09 City and County Final inspection acceptance and completion of construction of backbone storm drain September 2006. City and County Final inspection acceptance and completion of construction of the Phase 1 storm drain system December 2007.	Complete - Final reporting
	Park "A" - Douglas Plaza	Grading of Douglas Plaza	Park A's plan approval is complete, permits have been extended by the Building Dept. Construction is pending Water Quality Board's release to the City of Long Beach and site grading completed by City of Long Beach prior to commencement of park construction. City construction projected to begin March 2011. Boeing's park construction to follow immediately upon City completion. The cost associated with the grading of Douglas Plaza prepaid 2010. Construction complete and open to the public.	Complete - Final reporting
8.25.1	Off site construction Phase 1		Off-site construction complete and City acceptance 4th quarter 2009.	Complete - Final reporting
	Off Site Intersection Improvements per Exhibit F of the Development Agreement	Category B - Intersection Improvements and Category D Regional Transportation Improvements. Intersections itemized as follows: Carson / Lakewood, Cover / Lakewood, Conant / Lakewood, Carson / Worsham, Douglas Cir Drive / Lakewood, Carson / Paramount, DeLAmo	84% of the Off Site Intersection Improvements were completed in 2009 ahead of the trigger requirements of Exhibit F. Completed intersections include: Carson / Lakewood, Cover / Lakewood, Conant / Lakewood, Carson / Worsham, Douglas Cir Drive / Lakewood	Off Site Intersection Improvements completed December 2010. Cherry / N405 on-ramp has been designed and permitting will proceed to meet future trigger requirements in Exhibit F of the Amended and Restated Development Agreement.
	Bike Path	Bike Path as described per Exhibit E-1 of the Development Agreement	Class 1 Bike Path Improvements along Carson Street: Plans including landscape improvements submitted for City review November 2006. Plan approved and construction commenced July 07. Bike Path installed according to approved plan in 2008 but required rev	Complete - Final reporting
			Phase 1 Infrastructure - Complete with City acceptance 4th quarter 2009.	Complete - Final reporting
	Phase 2 Infrastructure Plan review and approval - including traffic and utility improvements	*Phase 2 On-Site Roadway Infrastructure* as described per Exhibit E-1 of the Development Agreement	Street Improvements for Phase 2 submitted for City review November 2006, Construction commenced October 2007, Completion and City acceptance 4th quarter 2009	Complete - Final reporting
	Enclave Fencing	Landscaping shall be installed on the eastern side of the Enclave fence from the north end of Building 15 to the southern property line upon installation of Phase 1 commercial infrastructure. Landscaping shall be installed on the northern side of the fence.	Enclave Fencing design approval obtained December 4, 2007. Boeing extended landscape screening from north end of building 15 to Cover Street for improved aesthetics.	Complete - Final reporting
	Phase 3 Infrastructure Plan review and approval - including traffic and utility improvements	*Phase 3 On-Site Roadway Infrastructure* as described per Exhibit E-1 of the Development Agreement	Phase 3 Infrastructure plans submitted July 27th, 2007. Construction completed and City acceptance 4th quarter 2009	Complete - Final reporting
	Final Maps	Conditions of Approval #1-6	First Final Map approved and recorded December 2006. Second Final Map approved and recorded December 2007.	Complete - Final reporting
1.51 & 2.4.2d	Infrastructure Design North of Cover-RoZone Area Phase 4	Phase 4 Infrastructure Plan review and approval - including traffic and utility improvements	*Phase 4 On-Site Roadway Infrastructure* as described per Exhibit E-1 of the Amended and Restated Development Agreement. Phase 4 infrastructure plans submitted March 2009. Construction to commence 3Qtr 2011.	Completed 2012.

ANNUAL REVIEW OF COMPLIANCE WITH THE TERMS OF THE AMENDED AND RESTATED DEVELOPMENT AGREEMENT 2013

DA Ref	Description	Development Agreement Requirement	Itemized Compliance	2012 Work in Progress and Commitment to Perform
3.3.3.2	Subsequent Discretionary Project Approvals	In order to provide the City with advance notice of upcoming applications for Discretionary Project Permits and Approvals, TBC shall supply to the City a list of the various Discretionary Permits which TBC reasonably anticipates will be requested each year.	1) Quarterly letter with matrix of anticipated Ministerial Permits & Approvals annotating the schedule, 2) Annual compliance letter with matrix.	1) TBC submitted updates of the anticipated Discretionary Permit and Approvals matrix through 2012.
3.3.3.1	Ministerial Permit & Approval List	In order to provide the City with advance notice of upcoming applications for Ministerial Permits and Approvals, TBC shall supply to the City a list of the various Ministerial Permits which TBC reasonably anticipates will be requested each year.	1) Quarterly letter with matrix of anticipated Ministerial Permits & Approvals annotating the schedule, 2) Annual compliance letter with matrix.	1) TBC submitted updates of the anticipated Discretionary Permit and Approvals matrix through 2012.
3.3.1	City Project Coordinator	In order to facilitate the expeditious completion of the Project, the City shall select a City Project Coordinator. Triggering event: City shall initiate selection upon agreement execution.	1) The City Project Coordinator position was awarded to James Kennelly, 2) Various meetings for clear communications required to expedite review coordination and the permit approval processes have been established. 3) Coordinator meetings continued through Boeing team with City points of contact.	Complete - Final reporting
8.45	Art and History Program	The project shall include a public art component reflecting the Property's historical significance or other thematic elements important to creating the project's new identity. Project shall submit a Public Art Master Plan.	1) Historical American Engineering Record (HAER) report completed, approved and delivered to agencies as required July 2006, 2) The Douglas Heritage Group has been established, 3) Art Program developed and approved May 2006, 4) Street Names selected and Commercial Gateway landscape completed August 2008, SCE pedestals relocated and power energized January 2011. Douglas Plaza's plan approval is complete; construction will immediately follow City's delivery of an environmentally clean and graded site. Construction complete and open to the public.	Obligation to install is transferred to Sares Regis pursuant to sales transaction that closed October 4th, 2012. Transfer document Declaration of Special Land Use Restrictions and Environmental Restrictions Recorded 10.4.2012. Property Owners Association shall own and maintain art elements after installation.
8.19	Jobs Program	TBC shall collaborate with Long Beach Jobs Initiative Team to implement a "JOBS" program with the goal of employing qualified LB residents or qualified graduates of an appropriate Jobs Initiative training program.	1) Pursuant to the DA requirements a Board of Directors was identified and the first meeting of Board occurred on November 17, 2005, 2) Meetings continue every 6 months and met accordingly 2006, 3) First annual contribution of \$100,000 was made by TBC, requirement completed / closed	Complete - Final reporting
8.23	Public Financing Districts	TBC may propose to initiate proceedings to form one or more Public Financing Districts with respect to the Property, to finance all or a portion of the costs to improve the property. Triggering event: Development	1) Public Finance Districts / CFD final agreement approval issued December 21, 2006, executed agreement and payment of costs for formation to the City of Long Beach in the amount of \$150,000 made by January 11, 2007, presented for City Council January 16, 2007. All funds received.	Complete - Final reporting
8.23.2	Maintenance CFD North of Cover	Schedule B	Documentation completed December 2010 for City Council approval January 2011. Completed.	Complete - Final reporting
8.30	Affordable Housing	The project will contribute to the affordable housing goals of the City. Triggering event: Payment due at execution of Development Agreement and resolution of a challenge should one occur.	1) First payment of \$250,000 was made upon resolution of the CEQA Litigation by check dated 2/15/06. All fees paid pursuant the Amended and Restated Douglas Park Development Agreement.	Complete - Final reporting
8.46	Infrastructure Payment	The project will contribute to the City's Infrastructure improvements. Triggering event: Initial payment due at execution of Development Agreement and resolution of a challenge should one occur.	1) Payment of 1/2 of the infrastructure payment of \$250,000 was made in good faith at the time of Grading Permit issuance for Phase 1 of the construction (10/05) due to the CEQA Litigation, 2) Payment of the balance due of \$125,000 was made upon resolution approval. 3) \$625,000 paid upon execution and recordation of the Amended and Restated Development Agreement as well as early payment of the \$125,000 required one year after recording (May 26th, 2011) of the Amended and Restated Development Agreement.	Complete - Final reporting
	ReZone Review & approval		Council Approval of ReZone for Douglas Park October 6, 2009	Complete - Final reporting
	Final Maps	ReZone Areas 1, 2, 3, & 4	Final Maps for Areas 1-4 submitted for technical review and approval 2010. Final Maps 1, 2, & 4 approved and in signature process February 2011.	Complete - Final reporting
	Amended & Restated Development Agreement		Amended and Restated Development Agreement approved and recorded May 26th, 2010.	Entitlement Assignments of rights and obligations to Sares Regis pursuant to certain sales transactions completed 2011 & 2012.
	EIR Addendum		EIR Addendum approved September 3, 2009	
2.4.3	CC&P's		1/20/2011 Recorded amended CC&P's to conform with the Amended and Restated Development Agreement	

Douglas Park Development ** Permit Matrix

List of the various Ministerial Permits and Approvals for 2013 - In Progress
 Per section 3.3.3.1 Ministerial Permits and Approvals of the Douglas Park Development Agreement, the following list is provided.
 Second Quarter Update - June 2013

Project Segment	Approximate Submittal Date *	Anticipated Date Permits/Approv	Anticipated Construction	Lead Technical Consultant	Comments
The Boeing Company:					
Segment 7 Infrastructure (Connects design for Segments 3 and 4 through enclave)	Oct-08	Mar-09	TBD	Barghausen Consulting Engineers, Inc.	Approved January '09 - Design only, construction permitting shall be at the time of Enclave Decommission.
Jensen Green Park & Gateways	Sep-11	Oct-11	TBD	Clarke & Green	Building, Planning and Public works plan check review approved. Transferred in sale to Sales Regis.
Building 10 Environmental Piping	Mar-11	May-11	TBD	EHS, Geosyntec, Hargis,	completed
North Carson Street Landscaping	Mar-11	May-11	Jun-11	Kimley Horn & Associates	Permit ready to issue November 2011. Transferred in sale to Sales Regis.
Sares Regis :					
Pacific Point North Permits - North of Cover Street.					
Permit Description		Issue Date	Completion / Sign Off Date		
Grading - 3651 Shaufele Ave		1/19/12	12/27/12	Thienes Engineering	completed
Grading - 3615 Shaufele Ave		1/19/13	12/27/12	Thienes Engineering	completed
Grading - 3660 McGowen Street		1/19/14	12/27/12	Thienes Engineering	completed
Grading - 3633 McGowen Street		1/19/15	12/27/12	Thienes Engineering	completed
Building - 3651 Shaufele Ave		2/16/12	12/27/12	DeRevere & Associates	completed
Building - 3615 Shaufele Ave		2/16/12	12/27/12	DeRevere & Associates	completed
Building - 3660 McGowen Street		2/16/12	12/27/12	DeRevere & Associates	completed
Building - 3633 McGowen Street		2/16/12	12/27/12	DeRevere & Associates	completed
Fire Sprinkler - 3615 Shaufele Ave		2/16/12	12/27/12	General Underground	completed
Fire Sprinkler - 3651 Shaufele Ave		2/16/12	12/27/12	General Underground	completed
Fire Sprinkler - 3660 McGowen Street		2/16/12	12/27/12	General Underground	completed
Fire Sprinkler - 3633 McGowen Street		2/16/12	12/27/12	General Underground	completed
Underground Fire Line - 3651 Shaufele Ave		2/16/12	12/27/12	General Underground	completed
Underground Fire Line - 3615 Shaufele Ave		2/16/12	12/27/12	General Underground	completed
Underground Fire Line - 3660 McGowen Street		2/16/12	12/27/12	General Underground	completed
Underground Fire Line - 3633 McGowen Street		2/16/12	12/27/12	General Underground	completed
Pacific Point South Permits - South of Conant Street.					
Street Improvement Plans		2/17/12	TBD	Thienes Engineering	Construction in process
Rough Grading - 3788 Conant Street		10/10/12	TBD	Thienes Engineering	Construction in process
Rough Grading - 4022 Conant Street		10/10/12	TBD	Thienes Engineering	Construction in process
Rough Grading - 4184 Conant Street		10/10/12	TBD	Thienes Engineering	Construction in process
Building - 3788 Conant Street		11/16/12	TBD	DeRevere & Associates	Construction in process
Building - 4022 Conant Street		11/27/12	TBD	DeRevere & Associates	Construction in process
Building - 4184 Conant Street		1/23/13	TBD	DeRevere & Associates	Construction in process