



# CITY OF LONG BEACH

# H-1

DEPARTMENT OF ECONOMIC AND PROPERTY DEVELOPMENT

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December 15, 2015

HONORABLE MAYOR AND CITY COUNCIL  
City of Long Beach  
California

## RECOMMENDATION:

1. Receive supporting documentation into the record; conclude the public hearing;
2. Adopt the attached Resolution certifying Supplemental EIR 02-15, adopting a Statement of Overriding Considerations and approving a Mitigation Monitoring and Reporting Program for the Long Beach Civic Center Project (The Project) (State Clearinghouse No. 2015041054);
3. Approve a Site Plan Review and Conditions of Approval in conjunction with the Project, a four-block development consisting of a new City Hall Building, a new Port Headquarters Building, a new Main Library, a redeveloped Lincoln Park, and private residential and commercial mixed-use buildings, in addition to parking garages, public street extensions of Chestnut and Cedar Avenues, related infrastructure and landscaping, and the demolition of (i) the former Long Beach Courthouse at 415 West Ocean Boulevard, (ii) the existing City Hall building at 333 W. Ocean Boulevard, and (iii) the existing Main Library at 101 Pacific Avenue in the Downtown Planned Development District (PD-30);
4. Declare attached ordinance (i) finding and determining that a Transportation Improvement Fee (TIF) credit is due for the Project in accordance with Section 18.17.110 of the Long Beach Municipal Code; and (ii) authorizing the City Manager to execute an agreement providing for a TIF credit, read the first time and laid over to the next regular meeting of the City Council for final reading;
5. Authorize the City Manager to execute (i) a Project Agreement for the design, build, finance, operation and maintenance of the Project by and among the City, the City of Long Beach, acting through its Board of Harbor Commissioners (the "Port"), and Plenary Edgemoor Civic Partners, LLC (the "Project Company") in substantially in the form attached hereto, and (ii) any other necessary documents related thereto, subject to a maximum Service Fee increase of \$500,000 annually (from \$15,758,639 in FY 16 dollars, to a maximum of \$16,258,639) due to possible interest rate increases or any other reason;
6. Authorize the City Manager to execute a Lenders' Direct Agreements by and among the City, the Port, the Project Company and Allianz, substantially in the form as provided in the Project Agreement;

7. Authorize the City Manager to execute a Lenders' Direct Agreement by and among the City, the Port, the Project Company and Sumitomo Mitsui Banking Corporation substantially in the form as provided in the Project Agreement;
8. Authorize the City Manager to execute (i) a Conveyance Agreement between the City and the Project Company (or its valid assignee) for the real property located at the southwest corner of 3<sup>rd</sup> Street and Pacific Avenue, substantially in the form as provided in the Project Agreement and (ii) any other necessary documents related thereto;
9. Authorize the City Manager to execute (i) a Conveyance Agreement between the City and the Project Company (or its valid assignee) for real property located southerly of the Broadway Garage bounded westerly by the southerly extension of Chestnut Street and bounded easterly by the southerly extension of Cedar Street, substantially in the form as provided in the Project Agreement, and (ii) any other necessary documents related thereto;
10. Authorize the City Manager to execute a Design-Builder Direct Agreement by and among the City, the Project Company and Clark Construction Group – California, LP, substantially in the form as provided in the Project Agreement;
11. Authorize the City Manager to execute an FM Contractor Direct Agreement by and among the City, the Project Company and Johnson Controls, Inc., substantially in the form as provided in the Project Agreement;
12. Authorize the City Manager to execute the Independent Building Expert Agreement by and among the City, the Port, the Project Company and an independent building expert to be determined, substantially in the form as provided in the Project Agreement, the cost of which is included in Project costs;
13. Authorize the City Manager to execute an Insurance Trust Agreement by and among the City, the Port, the Project Company and a collateral agent and insurance trustee, each to be determined, substantially in the form as provided in the Project Agreement;
14. Declare attached Proposition "L" ordinance read the first time and laid over to the next regular meeting of the City Council for final reading, which, pursuant to Section 1806 of the City Charter, makes findings and determinations regarding contracting of custodial, maintenance and security services;
15. Authorize the City Manager to execute an amendment to Contract No. 33344 with Arup North America Limited in the amount of \$3,376,299 for the City to change management, Project and contract management, commissioning and relocation services; and an additional \$652,996 for the Port, should the Port decide to proceed and, if so, to reimburse the City,
16. Authorize the City Manager to execute a Memorandum of Understanding (MOU) between the City and the Port, to provide for mutual performance obligations and internal cost allocations to ensure accurate Project cost accounting for construction costs, ongoing maintenance costs, utility costs and lifecycle replacement costs; and

17. Approve the expenditure and appropriation requests as described in the Fiscal Impact section. (Citywide)

### DISCUSSION

The need for a replacement Civic Center was first formally identified in 2007, when the Department of Public Works presented to the City Council a study identifying major seismic deficiencies of the existing City Hall building. The study concluded that extensive seismic renovations were needed to protect lives during a major seismic event, and that renovation, in conjunction with required building code upgrades, systems replacements, overall maintenance, and staff relocation during the retrofit period, would cost approximately \$170 million in 2013 dollars. The Main Library building was found to suffer from more debilitating seismic and building systems deficiencies. Findings of this original study were confirmed in a second study performed and presented to the City Council in 2013, at which point the City Council authorized staff to release a Request for Qualifications (RFQ) for the development, construction, and operation of a new Civic Center. The qualified development teams shortlisted in the RFQ process were then asked to respond to a Request for Proposals (RFP) to design, build, finance, operate, and maintain a new Civic Center (the "Project"). In December 2014, Plenary Edgemoor Civic Partners, LLC (PECP or Project Company) was selected unanimously by the City Council to develop the new Civic Center using a public-private partnership structure. Since that time, staff and PECP have been working diligently to pursue satisfactory terms and conditions that result in the delivery of the Project at a fixed cost, and including a 40-year operations and maintenance contract to maintain the Project facilities in good condition.

The Project area encompasses 15.87 acres and is comprised of two separate development sites: a large, three-block site that lies generally between Broadway to the north, Ocean Boulevard to the south, Pacific Avenue to the east, and Magnolia Avenue to the west, and a .9-acre parcel at 3<sup>rd</sup> Street and Pacific Avenue (Exhibit A – Location Map). The three-block core of the Civic Center Project consists of the Civic Block, Center Block, and the Library-Lincoln Park Block. The 3<sup>rd</sup> and Pacific Avenue site represents the fourth of the Civic Center Project development blocks.

The proposed Project would involve demolishing all existing buildings on the Project site, except the Broadway Garage, the Lincoln Garage, the Police Department administration building and Fire Station No. 1, and developing a new City Hall (City Hall), a new Port Headquarters Building for Harbor Department administration (Port Building) on the Civic Block, a new Main Library (New Main Library), a redeveloped Lincoln Park above the Lincoln Park Garage on the Library-Lincoln Park Block, and a residential and commercial mixed-use development on the Center Block. The Project also includes the site at 3<sup>rd</sup> and Pacific, which will be privately redeveloped with residential uses. In total, the Project includes six new buildings and three new parking garages, including a new subterranean garage below the Civic Block (Exhibit B – Plans). To date, over 100 meetings have been completed related to the Project occurring throughout the City, including three study sessions with the City Council, twenty-six community meetings, nine Council District meetings, three special purpose meetings, sixty-seven individual stakeholder meetings, a scoping meeting, two meetings with the Parks & Recreation Commission, and two meetings with the Planning Commission.

## SITE PLAN REVIEW

To support the new buildings and break up the super blocks to reestablish the small block grid of the historic downtown, the Project calls for the extension of Chestnut and Cedar Avenues between Broadway and Ocean Boulevard. Additionally, after completion of the Civic buildings, in Phase II of the Project, a section of 1st Street between Chestnut and Cedar Avenues would be developed and operated as a privately owned street. These new roadway segments would provide greater circulation and site accessibility, and feature pedestrian and bicycle-friendly amenities that facilitate visits to the Project site by means other than the automobile.

The Project Company's Civic Center proposal reflects an understanding of the PD-30 development standards and design criteria. All uses proposed for the Project are permitted by right. The three public buildings have been designed to meet the LEED Gold standard of building performance, and sustainable design principles played an integral part in shaping the architecture of these buildings and the design of open spaces on the Project site, including Lincoln Park and the civic plaza (Exhibit C – Findings).

The Civic Block is currently developed with the six-story, 277,000-square-foot Long Beach Courthouse and its surface parking lot. Since the opening of its replacement—the George Deukmejian Courthouse at 275 Magnolia Avenue— in September 2013, the Long Beach Courthouse has sat vacant and will be demolished as part of the Project. The Civic Block contains four major components: City Hall, Port Building, an open civic plaza, and a shared underground parking structure. The 11-story City Hall would stand approximately 165 feet tall and contain approximately 270,000 square feet of floor area. Like the current City Hall, it would house office space for elected officials and City staff, public service counters, meeting rooms, and a 250-seat Council Chamber. The Port Building would similarly contain 11 stories and stand approximately 163 feet tall. The Port Building's 240,000 square feet of floor area would primarily serve the administrative functions of the Harbor Department, which is currently headquartered at 4801 Airport Plaza Drive. The two buildings would be separated by a 73,000-square-foot civic plaza, which is designed as an outdoor gathering place for both formal and informal events. In addition to landscape and hardscape improvements, the plaza would feature a history loop, a spine connecting a variety of historic timeline markers that commemorate the rich history of the City and the Port. Elements to be included in the history loop within this block include the Police and Firefighter Memorial and the Patrick Vogel-designed bicycle sculpture, both of which would be relocated from their existing civic center locations. A parking structure containing approximately 509 parking stalls and shared infrastructure for the two buildings would be located beneath the site, accessible from Magnolia Avenue and Chestnut Avenue vehicle access points.

The City Hall and the Port Building would feature similar orientation, massing, and design. The broad sides of both buildings would face north and south in order to enhance energy performance and maximize their views of the City, Port of Long Beach, and the ocean. City Hall would feature a two-story textured precast concrete and glass podium that would extend out from the main high-rise tower of the building, giving it a more human scale from a pedestrian vantage point. The vertical, high-rise towers of each building would feature a glass curtain wall and metal panel system. Whereas City Hall's curtain wall would be more transparent, the Port

Building would feature solid, colored “shadow box” glass inserts that would pay homage to the rows of multi-colored shipping containers that have come to symbolize the port.

City Hall would be situated at the northern end of the Civic Block. A double-height, elliptical-shaped wing housing the Council Chamber would extend south, along Magnolia Avenue, from City Hall's tower. Along the broad side of the City Hall, adjacent to the plaza, the building features a two-story podium with a plaza level colonnade that would direct visitors to the building's main entry. Public entry into the Council Chamber would be provided through the main lobby. Situated on the southern end of the Civic Block, the Port Building would be located, symbolically and physically, closest to the ocean. It would feature entrances from both Ocean Boulevard and the civic plaza, and, like City Hall would be raised slightly off the adjacent street grade for an added sense of prominence.

The Center Block is currently developed with the 14-story, 283,000-square-foot Long Beach City Hall and the four-level Broadway parking structure. Development of the Center Block and its private uses represents Phase II of the Civic Center development, as the existing City Hall building will need to be in operation until the new City Hall is built. Once the new City Hall is operational, and existing staff have been relocated, the existing City Hall will be demolished and replaced with a two-building mixed-use development that could include up to 580 residential units, 32,000 square feet of retail space, and 8,000 square feet of restaurant space. A high-rise, 200-room hotel is also a potential Center Block component. An underground parking structure containing up to 725 parking stalls would service these uses, and the existing Broadway Garage would remain in place, for use by City employees and visitors of the Civic Center.

The Center Block's residential and commercial mixed-use developments would provide vibrancy and a continuous 24-hour presence to the overall Civic Center site, bringing a nighttime dynamic that is missing from the current Civic Center. Retail and restaurant spaces would line the ground floor of the two buildings, and the streetscape would feature wide sidewalks, decorative paving, street trees, and a curb-less street design. The specific developments on this block would come before the Planning Commission at a later date, with their own individual Site Plan Review once they are fully designed. It should be noted that the timing of development on this block is contingent upon favorable market conditions. It is possible that this site will remain vacant for some period of time should the real estate market soften.

The approximately 4.9 acre Library-Lincoln Park Block is currently developed with the two-story, 138,000-square-foot Main Library, Lincoln Park, and the subterranean, two-level Lincoln Garage. This garage serves City employees only, and will continue to be used exclusively for employee parking after required structural renovations are completed. The proposal calls for the demolition of the existing Main Library and construction of a two-story, 92,500-square-foot New Main Library building at the north end of the block. After the New Main Library is built within Lincoln Park, the existing Main Library would be demolished and the site would be redeveloped as part of the newly designed Lincoln Park. The existing Lincoln Garage would be structurally renovated to support the New Main Library above, and would include library support components on its upper level.

The location of the New Main Library, at the northern edge of the block and within the boundaries of Lincoln Park, reinforces the Broadway street edge and maximizes the amount of parkland compared to current conditions. Lincoln Park remains the same size, at approximately 4.9 acres, after redevelopment, and the usable open space will increase by nearly an acre compared to existing conditions. The New Main Library is designed as an open and inviting building with two main entrances, one to the north, off of Broadway, and the other to the south, accessible from Lincoln Park. The New Main Library would be constructed largely of natural materials, and would feature a deep roof overhang with wood beamed ceilings that extends out over the north end of the park, creating a porch-like effect that would provide shade for visitors. Its visually permeable facades would showcase views in and out of the library and help contribute to the illumination and activation of the surrounding urban environment.

Programmatic uses within and around Lincoln Park have been introduced to encourage a high level of use by the general public and draw Long Beach residents and visitors to the Civic Center. New programmatic elements include a children's play area, an enclosed dog park, and an open, 30,000-square-foot lawn that would allow for a variety of activities ranging from concerts and public celebrations, to outdoor activities such as picnics and Frisbee. New public restrooms are located adjacent to the dog park and along the 1<sup>st</sup> Street pedestrian promenade. At the southeastern corner of the park, a new permanent trellis would provide shade and shelter for park goers and help frame the park's edge. To further enrich the area's bicycle-friendly urban environment, new bicycle racks would be provided at strategic locations to encourage usage of alternative modes of transportation.

Lincoln Park would also feature a Cultural Loop that highlights public art, education, and local culture unique to Long Beach. Existing statues and art pieces, such as the eponymous statue of President Abraham Lincoln, the Bicentennial Clock Tower, and the Carnegie Library Cornerstone, will be repurposed and repositioned throughout the park. The Marlin Spike sculpture, on loan from Kilroy Industries, Inc., would be relocated from its existing location in Centennial Plaza to Lincoln Park. Staff will also work with the Project Company to relocate the historic civil war cannon, currently on loan to Shoreline Village, thereby returning the cannon to its traditional setting next to the Lincoln sculpture. The relocation of the cannon was discussed at both the Parks and Recreation Commission meeting on October 15, 2015 and the Planning Commission meeting on November 9, 2015. The Library-Lincoln Park Block's Cultural Loop would link with a History Loop that would run along 1<sup>st</sup> Street and through the plaza on the Civic Block. Accent lighting will highlight these and other unique items within the Civic Center's open space network. The selected hardscape and plant palette would align to the Downtown Plan's vision for urban park design. A diverse range of flowering accent trees and large canopy trees would be complemented by native, drought tolerant plantings, creating a comfortable ambiance and providing clear, open views throughout the park. With a large portion of the site over the underground Lincoln Garage, planting areas would be built-up in a series of concrete seat walls and platforms that would provide the necessary soil depths, create gentle grade changes, and allow for a variety of outdoor seating options. The City's Parks and Recreation Commission formally recommended approval of the park and its amenities on October 15, 2015.

The 3<sup>rd</sup> and Pacific Block is currently used as a surface parking lot. The proposal calls for the construction of a mid-rise, multi-family residential complex containing up to 200 units. A multi-level parking structure containing up to 250 parking stalls would support the development.

Similar to the Center Block's private development, this development will be processed under a separate Site Plan Review application and be subject to Planning Commission review.

As discussed above, and to achieve greater access to the Civic Block and Center Block, Chestnut Avenue would be extended from Broadway to Ocean Boulevard. This new roadway segment would feature an 80-foot right-of-way consisting of two traffic lanes (one in each direction), a single row of parallel parking stalls on the east side of the street, a Class II bicycle lane that would connect with the Broadway and 3<sup>rd</sup> Street bicycle boulevards north of the site and the Class II and Class III bicycle lanes south of the site, and 15-foot and 23-foot sidewalk/parkway areas on the east and west sides of the street, respectively. In addition to continuing to provide egress from the Broadway Garage, Chestnut Avenue would be used for service access to City Hall, the Port Building, and the Center Block's private developments. Permanent access to the Lincoln Garage may also come off Chestnut Avenue via a subterranean tunnel that would run beneath the Center Block to the Library-Lincoln Park Block. Alternatively, permanent access to the Lincoln Garage may be designed to come off Pacific Avenue. Final determination of the access routes will be made once additional structural studies are completed.

An extension of Cedar Avenue from Broadway to Ocean Boulevard would connect the Center Block and the Library-Lincoln Park Block and feature an 80-foot right-of-way consisting of two traffic lanes (one in each direction), one row of parallel parking in each direction, and 20-foot sidewalk/parkway areas. Until the Phase II commercial and residential developments are built, Cedar Avenue will be one of two vehicle access points to the Lincoln Garage, with the other access coming off Pacific Avenue.

Connecting the extended Chestnut and Cedar Avenues, a new extension of 1<sup>st</sup> Street would be constructed to provide greater east-west mobility and link the Civic Center area with the Metro Blue Line and Pacific Avenue and Pine Avenue commercial districts. This block would contain an 80-foot, curbsless, private roadway that would consist of two traffic lanes (one in each direction), one row of parallel parking in each direction, and identical 21-foot sidewalk/parkway areas north and south of the roadway. The street would be lined with active pedestrian-oriented commercial uses on the ground floor of these buildings. The 1<sup>st</sup> Street connection would tie the three blocks together and reinforce the idea that the Civic Center is a communal public space. Its wider sidewalks and narrow streets would favor pedestrians, and the street could be easily closed for farmer's markets, street fairs, and other outdoor events.

The proposed uses, and the buildings which would house them, form a coherent campus that both establishes a sense of civic identity for the site and integrates visually and physically with the surrounding downtown neighborhoods. Conditions of approval have been attached to the Project to ensure the design goals for the Project will be met and the infrastructure to adequately serve the development is in place. The Planning Commission formally recommended approval of the Site Plan on November 9, 2015. The Planning Commission further recommended that a condition of approval be added which would relocate the historic civil war cannon currently at Shoreline Village to Lincoln Park. This action was supported by the Parks and Recreation Commission as well. (Exhibit D – Conditions of Approval).

Public hearing notices were distributed on November 30, 2015, in accordance with the requirements of Chapter 21.21 of the Long Beach Municipal Code.

## ENVIRONMENTAL REVIEW

The City prepared a Program Environmental Impact Report (Final PEIR) for the Downtown Plan in accordance with the California Environmental Quality Act (CEQA). The PEIR was certified in January 2012. A Supplemental Environmental Impact Report (SEIR) has been prepared to examine the potential environmental effects of the proposed Civic Center Project (Exhibit E – SEIR). The SEIR tiers from the Final PEIR. In accordance with CEQA, the SEIR is a focused study of key issues that were not identified at a Project level as part of the Final PEIR.

The SEIR summarized the environmental impacts of the proposed Project, proposed mitigation measures, and residual impacts. These impacts are grouped by classes, with Class I impacts being defined as significant, unavoidable adverse impacts which require a statement of overriding considerations; Class II impacts being defined as significant adverse impacts that can be feasibly mitigated to levels less than significant; and Class III impacts, which are those found to be less than significant. Class I Project impacts associated with the proposed Project consist of Air Quality, Cultural Resources, and Noise and Vibration. Class II Project impacts were found in the areas of Aesthetics, Air Quality, and Noise and Vibration. Required mitigation, called for in the SEIR, includes:

- Demolition and construction site screening.
- Production of an Air Quality Safety Plan (in the event existing buildings are demolished by implosion).
- The use of low-VOC paint on all new building finishes.
- The creation of a Historic Artifact Collection Program.
- Archival documentation of historic artifacts, documents, and other objects of importance that is currently located in the existing City Hall and Library buildings.
- Noise and vibration measures for building demolition and new development.
- Fumigation of all buildings prior to their demolition.

The Draft SEIR was made available to the public on August 4, 2015, which started a CEQA-required 45-day EIR public comment period that ended on September 17, 2015. The City received a total of nine written comments submitted by public agencies, local interest groups, and a local citizen. Issues raised in these comment letters included possible landmark eligibility of the Old Courthouse and the City Hall-Main Library complex, establishing a historic preservation mitigation fund, Project vehicle trip generation, potential Project traffic impacts on I-710 intersections and interchanges, Project construction and operational air quality impacts, alternatives analysis, and possible shade/shadow effects on the new Library during winter months.

In addition, a Study Session was held at the August 20, 2015 Planning Commission meeting to offer an opportunity for public testimony on the Draft SEIR. Seven individuals, including two Planning Commissioners, provided verbal comments at this Study Session. Issues raised by the speakers involved status of existing mature trees, adequate funding for the New Main Library, location of residential uses with the Project site, availability of social services in the new Lincoln Park, building wind tunnel and glare effects, possible decorative water features,

and Project compliance with Leadership in Energy and Environmental Design (LEED) certification requirements.

Written responses to all verbal testimony at the Study Session and to all written comments received during the Draft SEIR public comment period are provided in the Final SEIR. This Final SEIR also includes the Draft SEIR text with minor edits based on public comments, as well as the Mitigation Monitoring and Reporting Program. Text edits provided in the Final SEIR did not substantially alter the Draft SEIR environmental analysis or change the conclusions of the Draft SEIR regarding potential Project environmental impacts.

The Final SEIR determined that the Project, even after compliance with all recommended mitigation measures, would result in the following significant adverse environmental effects: long-term air pollutant emissions from Project operations, exposure of sensitive receptors to short- and long-term emissions of toxic air contaminants, demolition of potential historic structures (Old Courthouse and City Hall-Main Library complex), and construction-related noise and vibration impacts. All of these unavoidable adverse impacts were previously identified in the Downtown Plan Final EIR. Certification of the Final SEIR will require approval of a Statement of Overriding Considerations that provides facts in support of the finding that the Project's economic, social and other benefits outweigh the adverse environmental effects of the Project and, therefore, such environmental effects would be considered acceptable when compared to the Project benefits. The preparation and public availability of this Final SEIR have been done in compliance with the provisions of CEQA statutes and the CEQA Guidelines. The Planning Commission formally recommended approval of the Final SEIR on November 10, 2015.

## THE PROJECT

**Alternatives:** Currently, the City faces significant liability associated with the seismic deficiencies of City Hall and the Main Library. These deficiencies have compelled City Council to consider a number of alternatives, including retrofitting and upgrading City Hall and the Main Library, purchasing or leasing office space in the Downtown to accommodate City Hall and Main Library functions, or building a new City Hall and Main Library. In any event, City Council did not support seeking funding from the residents through a bond or tax measure. Staff proceeded to analyze these alternatives within the constraints established by City Council.

The first alternative of retrofitting and upgrading City Hall was estimated to cost \$170 million in 2013 dollars. This did not include the Main Library. On October 22, 2013, further findings from a new seismic study were presented to City Council that identified additional seismic deficiencies and increased the cost to retrofit City Hall to an estimated \$194 million in 2014 dollars. Since there were no existing sources of funds to pay this cost, and since the resulting facility would still be functionally obsolete, energy inefficient, and likely not be available after a significant seismic event, City Council did not pursue this alternative further.

In analyzing the second alternative to lease or purchase office space in the Downtown, staff determined that only one office building in Downtown could accommodate the space needs of City Hall and Port Headquarters. This office building did not have sufficient vacancy at the time to enable the City to relocate promptly. Additionally, the scarcity of adequately sized buildings

in the Downtown served to eliminate any negotiating leverage the City might otherwise enjoy in seeking favorable lease terms. Even if favorable lease terms were negotiated, this alternative did not address the seismic concerns related to the Main Library. Lastly, there were no identified funds to acquire an office building, and leasing an office building would not allow the public to fully own its seat of government or control its future development, and is not a desirable arrangement for City government. After further consideration, City Council did not pursue this alternative further.

The third alternative contemplated building a new City Hall and Main Library. As this alternative was being analyzed while the Deukmejian Courthouse was being completed, staff had the opportunity to review the Public-Private Partnership under which the Deukmejian Courthouse was built. Under a design, build, finance, operate and maintain public-private partnership procurement process (P3 DBFOM), the value for money analysis conducted for the Deukmejian Courthouse determined that this procurement process offered the least expensive alternative when analyzed over the entire lifecycle of the building including long-term operations and maintenance.

**Public-Private Partnership (P3):** It is important to understand that a building delivered using a traditional design-bid-build procurement process may be less expensive to construct than a P3 DBFOM, but what is often overlooked is that the building will be more expensive to maintain over its lifecycle. The traditional design-bid-build approach, providing no attention to life-cycle maintenance in the design, is essentially the history of the existing City Hall. It was built approximately 40 years ago with materials and systems to achieve the lowest cost, and without an aggressive, ongoing operations, maintenance and lifecycle replacement program, the building has deteriorated faster than desired. Under the P3 DBFOM procurement model for the Deukmejian Courthouse, which focused on performance and quality in its design and construction, the value for money is realized over the life of the building, not just during its construction period.

Staff adopted this procurement model and modified it consistent with City Council's objectives not to burden the residents with any additional costs, and to provide a new City Hall, Main Library and revitalized Lincoln Park at the same, or nearly the same, cost as the City's current (2013) cost of occupancy and maintenance, indexed by inflation. Staff issued both an RFQ and RFP which included these restrictions and certain City Council enunciated Guiding Principles, which resulted in the proposed Project.

In order to achieve a similar value for money for the City, (by receiving a building at the end of a 40-year term that is still in good condition), it is important that the City leverage the P3 DBFOM procurement model to capture the benefits of an integrated design and suite of services that take into account long-term operations, maintenance and capital replacement obligations under a fixed price. Capturing these benefits over the long term can occur only if the complete scope of services provided by the Project Company through its facilities manager, Johnson Controls, Inc. (JCI) is received over the term of the agreement. Failure to include any aspect of the full scope of services would result in a compromised Facilities Management contract, limiting the responsibilities of JCI, degrading the overall maintenance level, possibly affecting the condition of the buildings at the end of the term, and disrupting the lifecycle reinvestment program. As a result, if City Council chooses to proceed with the Project, it is important to ensure that the entire scope of the JCI contract is implemented.

**Proposition L Analysis:** To determine whether the City is benefitting from utilizing JCI to perform the Facilities Management services instead of City's internal employees, the City conducted a Proposition L (Prop L) analysis. The Prop L analysis indicates that JCI is able to provide the Facilities Management services at a lesser cost than the services that would be provided by the City at a similar level and scope of services.

While the Proposition L analysis supports the proposed scope and cost as submitted by JCI, the City Manager has clearly stated that no existing City employee would lose their job as a result of the Project. Any employee that might be affected by contracting out service related to the operations and maintenance of City Hall will be guaranteed a job with the City in a similar function, at a similar salary, including similar benefits.

**Project Facilities:** There are a number of benefits derived from co-locating the Port Building with City Hall in the new Civic Center, including a central point of government in the City, economies of scale in construction, operation and maintenance, increased activity resulting from increased density, and synergies related to the use of Shared Rooms, Shared Facilities and a shared Civic Plaza. The City and the Port have worked closely and cooperatively to accurately allocate Shared Space so as to isolate Tidelands Funds. Included in these allocation formulae are the Central Utility Plant, solar photovoltaic system and utility yard; use by the City of the Port's subterranean garage for a data center, reprographics room and VIP parking; shared use of the loading dock, ramps, and mail rooms; Port's use of fleet and staff parking spaces in the Broadway Garage; shared use of the shared chambers, meeting rooms and common areas in City Hall; and shared use of the Civic Plaza. Certain metrics were used to allocate each element, with the majority of the allocations shared equally. The Central Utility Plant and solar photovoltaic system were allocated according to anticipated energy generation and consumption, with 56% percent allocated to the City and 44% allocated to the Port. The use of VIP parking in the Port's subterranean garage resulted in an allocation metric of 8% for the City and 92% for the Port based on the number of parking spaces used by each party.

**Seismic Resiliency:** The City Hall, Main Library and Port Building have been designed to a performance specification equivalent to a Resilience-based Earthquake Design Initiative standard (REDI) Gold standard. This standard provides a 50% confidence level that, under a design level earthquake (10% probability of occurring in 50 years, or more conveniently translated into a 7.2 to 7.5 level earthquake on the Richter Scale), there will be a very low probability of injuries, re-occupancy within two weeks, full functionality within a month and the building should experience less than a 5% financial loss as compared to the replacement value of the building. This performance standard is a significant enhancement to structural resiliency and makes it highly likely that all facilities will be operational shortly after a design level seismic event, so that governance can continue and City staff can provide for public safety and assist in re-building the City as necessary.

The existing Broadway Garage and Lincoln Garage will not enjoy this same resiliency as they have been built under much older building standards. The City will continue to bear the risks related to earthquakes, much as it currently does.

**Solar Photo-Voltaic System:** The Project will include a campus-wide solar photo-voltaic renewable energy system (PV System) that is intended to provide up to 25 percent of the

energy required for the campus. The PV System will be jointly owned by the City and Port and the costs therefore, and the energy generated therefrom, will be allocated consistent with the energy consumption model for the Central Utility Plant which generally allocates 56 percent to the City and 44 percent to the Port.

**Affordability:** As proposed, and discussed in detail earlier in this Council Letter, the Project provides the City with a new City Hall, New Main Library, revitalized Lincoln Park, a new Port Headquarters and substantial private development on land surplus to the civic needs. As a result of an appropriately extended outreach and education program, and development of the design performance requirements, the fixed price proposal that establishes the Project's cost and the City's Service Fee was updated and resubmitted more than one year after the initial response to the RFP. That extension in the time period resulted in an increase of construction costs related to escalation, including labor and materials. Additionally, the advancement of a basis of design and program development after the RFP was issued, the inclusion of community recommended design changes, and staff recommended enhancements to improve customer service, served to increase the cost of the Project. Lastly, re-allocation of ongoing Operations & Maintenance costs between the City and the Port was necessary to more accurately reflect the percentage participation of the Port occupancy within the entire Civic Center. While the various increases are well justified, staff and City Council have focused considerable attention on value engineering, and efficient office design and layout, to the extent that the Project now is reasonably affordable, particularly when compared not only to the alternatives, but also when compared to the "do nothing" alternative and the resultant exposure to seismic liability.

While City Council and staff's goal was to achieve an annual cost of \$12.6 million in 2013 dollars, the Project, with all its enhancements, escalations and reallocations, is anticipated to cost \$14.48 million in an annual Service Fee in 2013 dollars. This increase is not unreasonable considering the many changes to scope, reallocation of costs, and escalation costs, and will be manageable through future budget processes.

There should also be some consideration of the proper level of annual cost to operate and maintain existing City Hall. The 2013 update of the Facilities Condition Assessment Report by Parson for the Civic Center indicates a funding need of \$224 million over 35 years to bring the existing Civic Center into excellent condition. This reflects, on average, an additional annual investment of \$6.4 million over the next thirty five years, bringing the current \$12.6 budget to \$19 million in 2013 dollars. This compares favorably to the proposed \$14.48 million.

Additionally, staff is recommending that City Council authorize a City controlled design and construction contingency of \$4.5 million to fund necessary and prudent changes in a timely manner, so as to avoid any delay charges during construction. Including this contingency, the City's annual Service Fee would be \$14.71 million in 2013 dollars.

The Private Development proposed to be constructed in Phase II, will generate property taxes, retail sales taxes and possibly transient occupancy taxes. The estimated annual total of new taxes generated for the General Fund is \$940,000 per year (in 2013 dollars). As a result, the long term net cost to the City will be reduced to \$13.77 million in 2013 dollars including the contingency.

**Offsite Leases:** Separate from the direct Project costs, there are other annual costs that will continue after occupancy of the new Civic Center. These costs include offsite lease costs for those leases that were not absorbed within the new City Hall, and allocated costs that will continue regardless if the Project went forward or not.

Offsite leases represent the preponderance of the other annual costs and result primarily from two leases: Housing Authority and Workforce Development. Through analysis, staff determined that it would be more expensive to include the needed square footage into the new City Hall than it would be to simply lease space. Also, the parking demand for these two uses was too large to accommodate in the existing parking structures. Lastly, staff believes that these two services are more appropriately located in the community where they can be more convenient to their target population. For these reasons, staff determined that these leases should remain offsite.

**Impact Fees:** The Project Company is required to pay a Transportation Improvement Fee (TIF) of \$1,798,713. The Project Company is expected to expend approximately \$4,127,867.56 in transportation improvements. Section 18.17.110 of Long Beach Municipal Code permits applicants to apply for a TIF credit, not to exceed 100 percent of the amount due. Since the value of the improvements being provided by the Project Company exceeds the amount of the TIF, the entire amount of the TIF will be credited. This determination is supported by the Department of Public Works. An ordinance is required to allow for this credit to be granted.

**Temporary Parking Needs:** During Project construction, there will be a period of time when new footings will be required to be constructed in the Lincoln Garage to support the New Main Library. This period of time will be approximately ten months. During this ten-month period, City staff utilizing the Lincoln Garage for daily parking will need to use alternate facilities. These alternate facilities include the Broadway Garage, but will also include offsite locations, which may include the Convention Center and the County's Magnolia Avenue parking structure. For offsite locations, shuttles will be available for transport to and from City Hall and the Main Library. More information will be forthcoming as alternatives are vetted. The VIP parking area will not be affected, including parking for elected officials.

## PROJECT AGREEMENT

**General Background:** On December 9, 2014, City Council authorized the City Manager, among other things, to:

- Take all actions necessary to pursue enabling legislation in the event it is determined that such legislation would benefit the Project;
- Negotiate and execute an Exclusive Negotiation Agreement, Terms Sheet, Global Executory Agreement (now Project Agreement) and any other document or agreement necessary to effectuate the terms of the Project.
- During City Council deliberations on that date, City Council requested that the Global Executory Agreement (now Project Agreement) be brought back to City Council for consideration prior to execution.

Since that date, the City has submitted and supported, and the Governor has signed SB562, effective January 4, 2016, providing authority for the City to procure a new Civic Center through a public-private partnership that offers the best value to the City rather than lowest cost.

Additionally, many staff have invested hundreds hours with the Project Company in negotiating a Terms Sheet and, ultimately, a Project Agreement that provides the best value to the City for the delivery of a new Civic Center. City Council action this evening would authorize the City Manager to execute the Project Agreement and related documents.

The Project Agreement sets forth the terms and conditions of a P3 DBFOM that achieves the City Council's objectives. While the goal was to construct these facilities and provide for a life-cycle operations and maintenance contract all within the current (2013) annual costs of \$12.6 million to occupy and maintain the existing facilities, staff is pleased to present a Project that provides for the required facilities and life-cycle maintenance contract at a relatively small increase now totaling \$14.48 million in 2013 dollars. Including the recommended contingency, the annual Service Fee would be \$14.71 million in 2013 dollars. Considering the escalation costs resulting from the extended outreach period, the re-allocation of Operations and Maintenance costs between the City and the Port, the cost of community requested design changes and costs of staff recommended service-related enhancements including a specialized permit center, the Project delivers on City Council's objectives at a reasonable cost.

The City and the Port have negotiated a Project Agreement that sets forth, for the City and Port, jointly in some cases and separately in other cases, the Project. The Project Agreement is the document that will control this Public-Private Partnership through the 3.5-year design-build-finance period, which are similar for the City and the Port, and the 40-year operation, maintenance and life-cycle replacement period, which differs somewhat between the City and the Port. The Project Agreement controls the allocation of risk, the financing mechanisms, payment obligations, the terms, termination rights, termination payments, releases and indemnities, and defaults of each respective party. The Project Agreement sets forth the obligations and general responsibilities of the City, the Port and the Project Company and establishes certain terms, conditions and actions, the compliance with which is an obligation of the respective party.

**Memorandum of Understanding (MOU):** The City and the Port have spent considerable time refining language in the Project Agreement that appropriately allocates risks, payment obligations, one-time cost of improvements, ongoing costs of Operations and Maintenance, cost allocation and ownership of Shared Rooms and Shared Facilities. It is critical to the success of this Project to isolate and protect the unique requirements of the Tidelands Fund and to ensure that no City assets are funded through Tidelands sources when not appropriate, and that no Port assets are funded through City general fund sources. In that regard, the City and the Port have agreed upon certain percentage allocations of costs as they relate to one-time construction costs for the Shared Facilities and Shared Rooms, the ongoing costs for Operations and Maintenance of the Shared Facilities and Shared Rooms, the City's occupancy of certain portions of the Port's New Parking Facility and the pass-through of costs of Operations and Maintenance for certain elements of the Port Facility. The details of these allocations and sharing arrangements will be documented in the MOU between the City and the Port.

The Board of Harbor Commissioners and the staff of the Harbor Department have been particularly good partners and effective stewards as each party's unique interests have resulted in bi-lateral cooperation, coordination and agreement. Without such forthright and straightforward participation, this Project might not have been successful, and clearly would not have happened in such a condensed time frame.

**Risk Allocation:** The Project Agreement not only addresses the operative elements of the Project, but also the risk allocation of unlikely events as well. While the parties expect the Project to proceed as contemplated, extreme events of low risk are addressed in detail in the Project Agreement. In this regard, the Project Agreement considers risks related to Differing Site Conditions, Regulated Site Conditions, Possessory Interest Tax, Insurable and Uninsurable Force Majeure Events, Relief Events, Other Relief Events and Extended Relief Events. In these various low risk / high cost events, City staff carefully considered the likelihood of a risk to be realized, the cost associated with the realized risk, and the cost to the City for the Project Company to carry a substantial contingency to protect the Project Company from that risk.

Regulated Site Conditions: As an example, and as detailed in the Project Agreement, City staff proposes that the City bear the risk of Regulated Site Conditions at the Old Courthouse Site. A Regulated Site Condition is any unknown condition that is discovered during construction that requires oversight by a regulatory agency. This would include conditions such as an unknown Underground Storage Tank or the discovery of human remains or Native American artifacts. By assuming this risk, the City would bear the cost of addressing the Regulated Site Condition and the cost associated with any related delay to the Project. As the Old Courthouse Site has been fully developed since the mid-twentieth century and has been carefully and thoroughly analyzed and characterized by the Project Company, the risk level related to a Regulated Site Condition is quite small and would best be managed by the owner of the property. If the Project Company assumed this risk, the Project Company would need to carry a contingency to protect itself from this small risk, the cost of which to the City would be significant, as it would need to be financed and would be paid every year for 40 years, indexed by inflation. From both a risk perspective and a cost perspective, the City assuming this risk seems the most prudent approach.

Differing Site Conditions: Similarly, the risk associated with Differing Site Conditions is relatively small, but the potential costs are relatively high. The Project Company has spent considerable time and funds characterizing the geotechnical soils condition of the Old Courthouse Site. The Project Company is satisfied that the Old Courthouse Site can accommodate and support the Project as proposed. However, because there were limitations to site investigation due to the existing old courthouse building covering a portion of the Old Courthouse Site, there is a small likelihood that there could be differing site conditions under the old courthouse building in comparison to the vacant portions of the Old Courthouse Site. Geotechnical engineers believe that the soils conditions in the vacant portion of the Old Courthouse Site are highly likely to reflect the soils conditions under the old courthouse building, but this cannot be guaranteed. In this regard, staff believes it is prudent for the City to assume some level of risk rather than fund a large contingency over the term of the Project Agreement.

To prudently allocate risk relative to exposure to cost, staff have further negotiated with the Project Company to require that the Project Company fund the first \$1 million in additional cost related to Differing Site Conditions. After the first \$1 million in Project Company funded contingency is expended, the City and the Port will share equally the next \$1 million in additional cost. If there are costs above \$2 million, the City and Port shall meet to discuss whether to proceed to cover additional costs, or to terminate the Project Agreement and pay a Termination Fee.

Differing Site Conditions also apply to that portion of the Lincoln Park Garage that will support the New Main Library. Because the Project Company is unable to characterize the soil beneath the Lincoln Garage, which will need to be exposed in order to pour new concrete footings to support the New Main Library, staff is again recommending that the City assume a certain level of risk rather than fund a large and ongoing contingency.

Specifically as it relates to the New Main Library, the construction of this facility is not intended to start until after the excavation is complete at the Old Courthouse Site and any risk related to Differing Site Conditions at the Old Courthouse Site has been quantified and closed. Any remaining Project Company contingency for Differing Site Conditions will then be applied to the Lincoln Garage. Costs above the remaining contingency, if any, will be borne by the City without participation by the Port. The City may, instead, choose to terminate the Project Agreement and pay a Termination Fee.

In contrast, the City is not retaining any risk related to the Private Development Sites, including Differing Site Conditions and Regulated Site Conditions. Therefore, any soils conditions, both environmental and geotechnical, will be the responsibility of the Project Company and the City will bear no risk for this aspect of the Project.

Latent Structural Defects: The Project Company has determined that the limited destructive testing that was completed as part of its due diligence, indicates that the Lincoln Garage was constructed consistent with approved plans, so there is little risk of latent structural defects in the Lincoln Garage. However, the investigations of the existing concrete structures were not sufficiently exhaustive to confirm that there are no latent structural defects. Staff is again recommending to City Council to assume this reasonable level of risk rather than fund a large and ongoing contingency.

Possessory Interest Tax: City staff and outside legal counsel have investigated the potential for the County of Los Angeles to apply a possessory interest in the Project to the Project Company, which then requires the Project Company to pay a form of property tax. Outside legal counsel is of the opinion that the likelihood of a successful application of possessory interest in the Project to the Project Company is low. As a result, staff recommends that the City assume the risk of possessory interest tax, thereby reducing the contingency that the Project Company would need to carry to cover the low probability of assessment of possessory interest tax.

**Financing:** The Project Company shall be responsible for financing the cost of the City facilities, including City Hall, the New Main Library and the City's portion of the Shared Rooms and Shared Facilities. The financing will be comprised of debt and equity at a ratio of 92:8, respectively. The Developer equity, while more expensive than debt, is at-risk capital to ensure performance under the Project Agreement both during construction and long-term through the

Operations and Maintenance period. The City's annual Service Fee payment will be used by the Developer to pay all operating and maintenance costs, debt service, Project Company overhead, insurance, and remunerate equity.

**Contingency:** Staff is proposing that the City fund a contingency totaling \$4.5 million in order to quickly approve change orders that may be required to complete or improve the facility, in order not to delay the Project and expose the City to related delay charges. This contingency is proposed to be financed, which will increase the City's annual Service Fee from \$14.48 million to \$14.71 million in 2013 dollars.

**Independent Building Expert:** The parties to the Project Agreement shall contract with an Independent Building Expert (IBE), whose function includes ensuring that the facilities are constructed consistent with the approved plans and that the Project Company meets all requirements related to achieving Substantial Completion, Occupancy Readiness and Final Completion. The IBE's scope will include the dual role of Commissioning Agent. This provides overlapping and consistent oversight from the construction period through the commissioning period to ensure that the buildings, as constructed, are functioning as designed. The cost of the IBE is included in Project costs.

**Design and Construction Standards:** The design efforts by the Project Company, City, and Port during the negotiations process refined the original design submitted in response to the RFP, and resulted in standards for the design, construction and performance of the Project (D&C Standards). The contents of the D&C Standards will be the basis by which all subsequent design approvals are measured for compliance and intent as set forth by the review procedures contained in Project Agreement. The D&C Standards include a Basis of Design, conceptual designs, schematic designs, design and construction specifications, and comment logs capturing not only City and Port comments on the designs and specifications as they progressed, but also Project Company responses with commitments to address comments further during the Design Development Phase and Construction Drawings Phase of the Design-Build Work.

The Project Company shall have full responsibility for quality assurance and quality control for the Design-Build Work, including compliance with a Quality Management Plan, which shall be developed by a qualified quality management expert retained by the Project Company. Each of the City and the Port may, at its discretion, perform its own audits of the Quality Management Plan. For that purpose, the Project Company shall make available for review, upon request, all records relating to the Quality Management Plan. Additionally, the IBE shall conduct planned and systematic actions necessary to provide assurance to the City, the Port, and the Project Company that the quality of the their respective facilities shall conform with the requirements of the D&C Standards, Best Design-Build Practice, and Applicable Law.

**Project Labor Agreement:** The Project Company will be required to execute a Project Labor Agreement with the general contractor, who shall then require all sub-contractors to execute a similar agreement which will apply to all of the civic elements of the Project, including City Hall, the Main Library, the Port Building and Lincoln Park. The Private Development Sites will not be required to include a Project Labor Agreement.

**Union Hotel:** Any hotel/hospitality uses developed on the Private Development Sites shall require the execution of a labor peace agreement between the Project Company (or operator of the hotel) and a union in the Long Beach area representing hospitality industry employees.

**Leadership in Energy and Environmental Design (LEED):** The City and Port have established a minimum requirement of LEED NC Gold certification for the City Hall, the Port Headquarters and New Main Library. As a campus, the Project, along with Private Development on the 3<sup>rd</sup> and Pacific Site and Mid-Block Site, is anticipated to achieve LEED ND Gold due to the positive attributes and sound sustainable design of the proposed urban form and its relation to the surrounding downtown. If the Project Company takes all reasonable steps (as detailed in the Project Agreement) and LEED NC Gold certification is not obtained as a result of issues beyond its control, the Project Company shall pay established liquidated damages for City Hall at \$1 million and the New Main Library at \$500,000. The Port has established a similar liquidated damage amount of \$1 million for the Port Building.

If the Project Company fails to perform all reasonable steps, and LEED NC Gold Certification is not obtained, such failure shall constitute a Project Company event of default. Staff believe this is a reasonable compromise for a very small risk, given the track record of the design-build team in obtaining LEED certification.

**Commissioning:** Commissioning Requirements: The Project Company shall comply with all Commissioning requirements and shall prepare a detailed Commissioning Plan, include criteria for achieving LEED NC Gold certification, conduct Commissioning activities during design and construction, perform Commissioning tests sufficient to demonstrate Occupancy Readiness, and permit the City to observe Commissioning activities.

Furniture, Fixtures and Equipment: The Project Company is acquiring, furnishing and installing furniture, fixtures and equipment (FFE) for the City and the Port. The Project Company shall arrange and pay for the cost of acquisition, delivery and installation, however, JCI shall not maintain or replace FFE.

**Occupancy Readiness Conditions for City Facilities:** City Service Fee payments begin when the Initial Occupancy Date is achieved, which is the date on which Occupancy Readiness Conditions have been met for the first City Facility. City Payments will be prorated until all City Facilities achieve Occupancy Readiness. The initial project schedule contemplates achieving Occupancy Readiness for the City Hall, Port Headquarters and New Main Library at the same time in June 2019. The Project Company's failure to satisfy the Occupancy Readiness Conditions in respect of a City Facility by or before the Scheduled Occupancy Date for such City Facility, shall result in the loss of the Service Fee payment scheduled to be paid by the City during the period of delay. The current schedule is for City Hall and the New Main Library to be completed at the same time, avoiding prorating the City's Service Fee.

Occupancy Readiness Conditions for a facility includes the achievement of the following conditions:

- (1) Substantial Completion of construction has occurred;
- (2) The Facility in its entirety is ready for use for its intended purpose, except for Punch List Items;

- (3) The Architect has issued a letter of confirmation to the IBE indicating that all buildings and systems forming part of such Facility are ready for use, except for Punch List Items, and, to the best of its knowledge, have been designed and built in accordance with this Project Agreement;
- (4) There are no encumbrances registered or recorded on the City Site (in the case of a City Facility or the Shared Rooms) or Port Site (in the case of a Port Facility or a Shared Facility) other than Permitted Encumbrances;
- (5) The Project Company has completed Commissioning the Facility in accordance with the Commissioning Plan, and the Commissioning Tests have been successfully performed and satisfied (subject to such Commissioning which is identified in the Commissioning Plan to be conducted after the Occupancy Date with respect to such Facility);
- (6) A temporary or final certificate of occupancy has been issued for the Facility by the Superintendent of Building and Safety for the City's Department of Development Services, Building and Safety Bureau or a duly authorized representative in accordance with Applicable Law;
- (7) All other Governmental Bodies having jurisdiction have confirmed (and issued all pertinent Governmental Approvals or other documents in respect thereof) that all buildings and structures forming part of the Facility are ready for occupancy;
- (8) The Project Company has delivered a reasonable Master Maintenance Plan;
- (9) The Project Company has delivered a reasonable Relocation Plan;

The Project Company shall give the City or Port at least 60 days' prior written notice of the expected date upon which the Project Company expects to achieve Occupancy Readiness of a Facility.

**Operations and Maintenance (O&M):** O&M Generally: Commencing on the respective Occupancy Dates of each Facility, the Project Company, through its sub-contractor Johnson Controls, Incorporated (JCI), shall conduct all ordinary maintenance and repairs (except for Furniture, Fixtures and Equipment, and Chambers Audio-Visual systems) of all equipment, structures, improvements and grounds, keeping everything in good working order, condition and repair, in a neat and orderly condition, all in accordance with the Project Agreement, and the Key Performance Indicators. JCI shall operate, maintain, repair, replace and manage the City Facilities on a 24-hour per day, 7-day per week basis during the Term in accordance with the Facilities Management requirements. JCI shall furnish all labor, materials, equipment, supplies, tools, storage, transportation, insurance, sales, delivery, accounting, record-keeping and other things and kinds of services whatsoever necessary for the full performance of JCI's operation, maintenance, repair, replacement, management, obtaining and maintaining Governmental Approvals and related obligations under the Project Agreement. JCI shall maintain the City Facilities, Shared Facilities, and Shared Rooms, and certain Port facilities.

Exceptions to service: JCI will be responsible for only certain Facilities Management services for the Port Headquarters and will only provide routine operations and maintenance services for the Broadway Garage. JCI is not responsible for ordinary maintenance or major maintenance, repair or replacement of Furniture, Fixtures and Equipment or Owner Furnished Equipment.

Utilities: The Project Company shall arrange for and establish the supply of electric, gas, water, sewer and other utility service required for the Project. Any utility agreements shall be entered into by the City or the Port, as the case may be. The City shall timely pay all utility bills for the City Facilities, Shared Rooms, and Shared Facilities. Each month, JCI shall perform a reconciliation in respect of the City and Port utility bills for the Facilities to reflect the allocable energy consumption for the City and the Port in respect of the Shared Facilities and the Shared Rooms and other shared space. JCI shall provide such reconciliation to the City and the Port for their use in settling their respective energy costs. JCI shall also perform an annual reconciliation in respect of the City and Port energy bills for the given year to reflect the allocable energy production of the Facilities' PV System.

Ordinary Maintenance and Repair: JCI shall perform all normal and ordinary maintenance of the mechanical equipment, structures, improvements, grounds and all other property constituting the City Facilities, and shall keep each City Facility in good working order, condition and repair and in a neat and orderly condition, all in accordance with the Facilities Management requirements, and shall maintain the aesthetic quality of the City Facilities as originally constructed and in accordance with the design requirements. JCI shall provide or make provisions for all labor, materials, supplies, equipment, spare parts, consumables and services which are necessary for the normal and ordinary maintenance of the City Facilities, and shall conduct predictive, preventive and corrective maintenance of each City Facility as required by the Project Agreement.

Major Maintenance, Repair, and Replacements: JCI, in addition to its Ordinary Maintenance and Repair obligations, shall prepare, maintain and comply with its obligations under the Master Maintenance Plan required in the Project Agreement and shall perform all major maintenance, repair and replacement of the equipment, systems, structures, improvements and all other property constituting the City Facilities during the Term, including all maintenance, repair and replacement which may be characterized as "major" or "capital" in nature. The obligations of JCI are intended to assure that the City Facilities are fully, properly and regularly maintained, repaired and replaced in order to preserve their long-term reliability, durability, functionality and efficiency, and that in any event, the City Facilities are returned to the City at the end of the Term in a condition which fully complies with the Handback Requirements.

Facility Condition Index: JCI shall handback facilities with a Facility Condition Index (FCI) score of 0.20, or better, meaning that the condition of the facility will be 80% or better of replacement value which reflects a facility that is in good or better condition for each of the following over the Term and at Handback:

- a) City Hall, Shared Rooms, Shared Facilities, and the Port FM Facilities as a combined unit; and
- b) Library and Lincoln Park as a combined unit.

Further, JCI's Facilities Management program of maintenance, management, capital investment and lifecycle replacement over the entire 40-year maintenance period shall conform to that required to achieve an FCI score of 0.20 or better. This is a reduction from the RFP requirement of 0.15 or better; however, in lowering this performance threshold slightly, Staff

have been able to reduce the annual risk contingency needed to guarantee the 0.15 FCI at Handback without noticeably changing the ongoing and final condition of the facilities.

Vandalism: If any maintenance, repair or replacement of the Facilities is required due to vandalism, the Project Company shall perform such maintenance, repair or replacement, provided that, to the extent the cost of maintenance, repairs or replacement required due to vandalism exceeds an annual threshold allowance of \$10,000, the City shall pay the Project Company, as an extraordinary item in the Service Fee calculations, an amount equal to the amount by which such cost exceeds such threshold allowance. While \$10,000 annually might seem like a low threshold allowance, increasing the threshold simply increases the City's annual cost. Rather than fund an ongoing cost at a higher level, staff believes using a smaller allowance and funding any additional costs separately is the more prudent approach. As a comparison, the Deukmejian Courthouse uses a \$10,000 annual allowance.

Handback: Five years prior to the Expiration Date, JCI, the City and Port shall conduct a joint inspection and survey of the Facilities. If the survey indicates that any element of the covered Facilities, on the Expiration Date, shall not be in a condition consistent with the Handback Requirements, even after JCI implements the existing plans and programs required over the remainder of the Term, then within 60 days of completion of the survey, JCI shall deliver to the City and Port JCI's plan to perform the additional work necessary to meet the Handback Requirements, together with the cost estimated for the work. The City and Port shall then determine in good faith the amount (the "Handback Reserve") they reasonably believe necessary to complete the additional work required to meet the Handback Requirements and establish a reserve account that will be funded by reducing Service Fee payments in amounts equal to the Handback Reserve. At least 180 days prior to the Expiration Date, JCI, the City and the Port shall conduct a further joint inspection and survey of the condition of the covered Facilities and the progress of the handback work. On, or within five Business Days after the Expiration Date, the City and Port shall either:

- (1) Issue to JCI a handback certificate confirming compliance with the Handback Requirements, upon which the City and Port shall return any remaining Handback Reserve to JCI; or
- (2) Notify JCI of its joint decision not to issue the handback certificate, setting forth each element in which the covered facilities do not comply with the Handback Requirements and stating the City's and Port's joint estimate of the cost of completing all work required for the covered Facilities to comply with the Handback Requirements.

JCI may, within 30 days after receipt of the notice of non-compliance with the Handback Requirements, object to any matter set forth in the notice giving details of the grounds of each such objection and setting out JCI's proposals in respect of such matters. If any of the covered Facilities did not, at the Termination Date, comply in all respects with the Handback Requirements, JCI shall complete any work necessary to cause such compliance within 60 days of the Expiration Date so that the covered Facilities are in a condition which complies with the Handback Requirements. Alternatively, the Project Company may pay the City and the Port, no later than 60 days after the Expiration Date, an amount equal to the reasonable estimate of the cost of completing any outstanding handback work.

Facilities Management (FM) Security Package: JCI will provide the following security no later than six (6) months prior to the Scheduled Initial Occupancy Date:

- A Letter of Credit equal to six months of the average of the annual FM Service Fee and the average annual Life Cycle Payments;
- Limitation of liability not to exceed three times the sum of (i) the average of the annual FM Service Fee for the then current and remaining Calendar Years and (ii) the average of the annual Life Cycle Payments for the then current and remaining Calendar Years, up to a maximum of \$20,000,000 (Index Linked); and
- No Parent Company Guarantee is necessary, as the proposed Facilities Management Contractor (Johnson Controls Inc.) will be the counterparty to the Facilities Management Services Agreement.

Key Performance Indicators: JCI's performance shall be measured according to Key Performance Indicators (KPIs) provided for in the Project Agreement, including, but not limited to, preventative maintenance, elevator operations, customer satisfaction surveys, Service Work Order response and completion times, documentation, facility condition assessment, space temperature management, asset management, system availability, security staffing, and quality control inspection. Failure to meet KPIs will result in performance deductions to the Service Fee and Port Facilities Management Fee.

Service Work Orders: JCI shall respond to and complete all Service Work Orders (SWOs) within the times indicated in Table 1 below based on the following prioritization scheme:

- Priority 1 – Emergency, immediate response required – Situations requiring immediate action to return the City Facilities, Shared Facilities, and Shared Rooms, and covered Port FM facilities to normal operations, stopping accelerated deterioration, or correcting a safety hazard that imminently threatens life or serious injury to the public, and/or City and/or Port employees.
- Priority 2 – Urgent, necessary but not yet critical – Situations that will imminently become critical, if not corrected expeditiously, includes intermittent interruptions and/or potential safety hazards.
- Priority 3 – Routine – Conditions requiring appropriate attention to preclude deterioration or potential downtime and associated damage or higher costs if deferred further. Items representing a practical improvement to existing conditions. These items are not required for the most basic functions of the City Facilities, Shared Facilities, and Shared Rooms, and covered Port FM facilities but will improve the overall usability, accessibility, and/or reduce long-term maintenance.

Table 1: Service Work Order Response and Completion Times

Severity	Emergency	Urgent	Routine
Priority	1	2	3
During Hours of Operation			
Response Time	10 minutes	2 hours	24 hours
Completion Time	2 hours	8 hours	5 Business Days
Outside Hours of Operation			
Response Time	1 hour	Within 2 hours of start of next period of Hours of Operation	Next Business Day
Completion Time	2 hours	End of next Business Day	5 Business Days

**Unavailability:** JCI is responsible for ensuring that all and any spaces or rooms and normal access routes are in a state or condition that allow safe and convenient access to all persons who are entitled to enter, leave, occupy or use them, and are substantially complete, operational, safe, functional and fit for intended use, and meet all other requirements of this Project Agreement. When these conditions are not met an Unavailability Event has occurred and the Service Fee is reduced by a prescribed amount.

**Facilities Maintenance Service Failure:** means any failure by JCI, other than an Unavailability Event, to provide the FM Services in accordance with the Project Agreement and includes a failure to satisfy any Key Performance Indicator.

**Deductions:** If at any time after the Initial Occupancy Date an Unavailability Event or an FM Service Failure occurs, the City, and to a limited degree the Port, will be entitled to take Deductions from Service Fees for the relevant Billing Period, except that:

- c) the maximum aggregate of all Deductions that the City and Port can take from the Service Fee is the aggregate amount of the fees associated with FM Services for that Billing Period; and
- d) to the extent that an Unavailability Event or an FM Service Failure is the result of an Uninsurable Force Majeure Event, a Change in Law Event, or an Other Relief Event, the City and Port will not be entitled to make Deductions.

Of particular concern to the City is the availability of elevators, the timeframes for response and repair and the deduction related to unavailability. As it relates specifically to elevators, the following deductions apply if a certain number of elevators remain unavailable after the set response time expires for each day:

	During Operating Hours	After 12:00pm on days City Council or Board of Harbor Commissioner meet
One elevator	\$1,000	\$2,000
Two elevators	\$3,000	\$3,500
Three or four elevators	\$10,000	\$15,000
All elevators	75% of Total Unavailability for every room made inaccessible until such time service comes back for two or more elevators.	

If deductions total \$1.4 million or more occur during any consecutive twelve-month period, then an event of default is triggered and the City may terminate the Project Agreement.

**Punchlist Holdback:** If the Project Company fails to complete and rectify punch list items specified within 120 days of the Occupancy Date of a given Facility, the City or Port, as the case may be, may withhold from its respective payment, a holdback amount that is 200% of the amount estimated by the Independent Building Expert to complete and rectify the punch list items.

**Relocation Plan:** Six months in advance of the expected date upon which the Project Company expects to achieve Occupancy Readiness in respect of a Facility, the Project Company shall deliver a draft Relocation Plan in respect of such Facility to the City or the Port. The Project Company shall not be required to move the City or Port on a date certain, but shall assist with the relocation when the City and Port are ready in accordance with the Relocation Plan. Failure to provide evidence of a binding contract with a moving contractor by the later of (1) 30 days prior to the Scheduled Occupancy Date in respect of a Facility (other than Lincoln Park), or (2) 30 days after approval of the Relocation Plan by the City or the Port, as the case may be, then the Project Company shall make a single payment in the amount of \$500,000 to the City and the Port, and the City and the Port may unilaterally make alternate relocation arrangements. If the Project Company otherwise fails to comply with its material obligations under the Relocation Plan and such noncompliance is not corrected within 90 days of the date set forth for the satisfaction of such obligation in the Relocation Plan or the applicable Scheduled Occupancy Date, whichever first occurs, then the Project Company shall make a single payment of \$250,000 to the City and the Port, in which case the Project Company shall no longer have any obligation to or responsibility for relocating either of the City or the Port.

**Parking Garages:** Lincoln Garage: The Project Company will make certain structural improvements to Lincoln Garage in order to support the new Main Library that will be built above it. The City will not be able to use Lincoln Garage or the existing Main Library loading ramp for approximately ten months (August 2016 to June 2017) while the work is being performed. When the Lincoln Garage reopens, access will be from the existing access ramps

off of Broadway at Cedar Street into level B2 and internal ramping will be restriped to enable proper circulation. In addition, the Project Company will reserve an allowance of \$500,000 to cover the cost of any upgrades to the mechanical, electrical, plumbing, or fire protection systems in the Lincoln Garage, or any upgrades to the B1 and B2 parking areas of the Lincoln Garage required to comply with Applicable Law, and not for any other purpose. The Project Company will not be liable for latent structural defects in the existing Lincoln Garage, other than a latent structural defect that arises from the Project Company's improvements to the Lincoln Garage to support the Main Library.

Broadway Garage: The Project Company will not make improvements to the Broadway Garage. Access to this garage will remain unchanged as a result of the Project. The Project Company will not be liable for latent structural defects in the existing Broadway Garage.

**Private Development:** The Private Development Sites include the 3<sup>rd</sup> and Pacific Site and the Center Block Site. The 3<sup>rd</sup> and Pacific Site is proposed to be conveyed earlier than the Center Block Site and will be developed earlier as well. It is expected that the 3<sup>rd</sup> and Pacific Site will be conveyed at Financial Close of the Project.

Funds generated from the sale of the Pacific Site, up to \$8 million, shall be deposited into an escrow account to be used for Project costs. Any funds in excess of \$8 million may be held in an excess escrow account which can be used for Project costs at the discretion of the Project Company. If proceeds from the sale are less than \$8 million, the Project Company shall deposit any shortfall up to \$8 million into the escrow account to be used for Project costs.

The Center Block Site Conveyance Document will include the following obligations:

- A demolition permit for the old City Hall has been issued, with demolition of City Hall to be completed within nine months, unless mutually agreed to extend, and a bond is posted at the full cost of demolition;
- The redevelopment of Cedar Avenue between Broadway and Ocean Boulevard will be completed;
- Construction of a new access ramp structure off Chestnut Avenue or Cedar Avenue to service the loading docks for the Main Library will be completed; and

A portion of the funds generated from the sale of the Center Block Site, which are necessary to complete Lincoln Park, shall be deposited into an escrow account to be used for the completion of Lincoln Park.

Private Development Sites shall be conveyed in an As-Is condition and the Project Company, successors and assigns, shall release the City from any and all liability related to the condition of the property, including environmental and geotechnical conditions, Differing Site Conditions, and Regulated Site Conditions. Any residential development located on the Private Development Sites must provide a minimum of ten percent of the total number of units as moderate income units restricted for a period of 45 years for for-sale units, and a period of 55 years for rental units. An Affordable Housing Regulatory Agreement will be recorded as part of the conveyance of the Private Development Sites to ensure this obligation is met. Additionally,

the income affordability component is subject to annual monitoring and compliance by the City to ensure this obligation is continuously met. As part of today's actions, the City Council is requested to authorize the execution of Conveyance Documents for the Private Development Sites.

Attached as Exhibit F is the substantially final draft of the Project Agreement, and such final draft will not change in any material respects between the date of this Council Letter and execution of the Project Agreement, but may be amended to address changed factual circumstances, mistakes and comments from the City and Port lenders. The Exhibit F will not include Appendix 5, which contains full size plans and is too large to include but can be reviewed upon request, and Appendix 16 which is a confidential financial model.

### PROJECT SCHEDULE

The Project has been actively pursued since February 2013 when the City issued a Request for Qualifications to identify development consortiums sufficiently qualified to deliver a new Civic Center through a Public-Private Partnership. Since that time, the City issued a Request for Proposals, and, in December of 2014, selected the Project Company to partner with the City in delivery of the Civic Center. Since December 2014, the partners have moved diligently forward, anticipating today's public hearing on, among other things, entering a Project Agreement to design, build, finance, operate and maintain a new Civic Center. Should City Council choose to proceed and authorize the City Manager to execute the Project Agreement, the following milestones are anticipated to be achieved on the following dates:

- Courthouse abatement start date\*: November 23, 2015
- Financial Close: January 28, 2016
- Courthouse demolition start date\*: March 1, 2016
- Courthouse demolition completion date\*: June 1, 2016
- Construction start date: July 1, 2016
- Lincoln Park Demo start date: Mid-July, 2016
- Demo of Amphitheater start date: Mid-September, 2016
- Start Civic Center Foundations start date: May 2017
- Below-Grade Structures Complete: End of 2017
- Structures Complete: Early Summer, 2018
- Building Envelopes Completed: Early Fall 2018
- City Hall Scheduled Occupancy Date: June 30, 2019
- Library Scheduled Occupancy Date: June 30, 2019
- Port Building Scheduled Occupancy Date: June 30, 2019
- Start Demolition of Existing Library: July 29, 2019
- Lincoln Park Scheduled Occupancy Date: November 27, 2020
- Project Scheduled Occupancy Date: November 27, 2020
- Finish Demolition of Old City Hall: 9 months after relocation
- City and Port Long Stop Date: November 27, 2021

\* Not a part of the Project, but important to timely progress of the Project

CONSTRUCTION PERIOD

The overall construction period is anticipated to be approximately 54 months, beginning June 2016, with occupancy of City Hall, Port Headquarters and the new Main Library scheduled to occur in July 2019. After this date, demolition activities at the old Main Library should begin with the completion of Lincoln Park by November 2020. This period of time will require intense oversight and involvement to ensure timely delivery of the Project, built to the specifications detailed in the Design and Construction Services. This oversight is necessary in conjunction with, and in addition to, the Independent Building Expert involvement.

In order to ensure adequate oversight and management through the period to Financial Close, to provide Project and contract management services, and to achieve the expected cost limitations, quality outcomes and performance objectives, to establish clear protocols, regularly monitor progress and performance and proactively manage design changes and change orders during the construction period, and to provide overall Project and contract management, change management and commissioning and relocation assistance, staff recommends entering a Phase IV contract with Arup North America Limited (Arup) at a cost of \$3,376,299 to provide these services over the upcoming five year period. Additionally, authority is requested to increase the contract by an additional \$652,996 for Port related services during the construction period, should the Port decide to proceed and agree to reimburse the City. Total requested increase in the contract with Arup is \$4,029,295.

The Project is anticipated to generate the following jobs:

Civic Center:		Private Development:	
Direct Temporary (construction)	2,428	Direct Temporary (construction)	1,042
Direct Permanent	162	Direct Permanent	803
Indirect	917	Indirect	721
Induced	<u>1,256</u>	Induced	<u>701</u>
Total Civic Center	4,764	Total Private Development	3,268

FINANCIAL STRUCTURE

**Overall Financial Structure**

The Project uses a Public-Private Partnership (P3) structure in which a private for-profit entity (PECP or "The Project Company") Designs, Builds, Finances, Operates and Maintains (DBFOM) the Civic Center. The project also has a significant real estate component.

The City and the Port will enter into a Project Agreement (contract) with PECP. The Project Agreement will require PECP to finance the Civic Center Project which will be done through privately placed taxable debt and equity. The Project Agreement will also require PECP to design, build, operate, and maintain the Civic Center, which it will do through sub-contractors. The City will own the Civic Center, except for the Port Headquarters building wholly owned by the Port and common areas jointly owned by the City and the Port. The City's responsibilities

in the Project Agreement include: conveying land to the Port for the Port building, providing upfront cash funding, conveying a City-owned site at 3<sup>rd</sup> and Pacific (expected to occur in the near future), conveying the Center Block site to PECP or its designee, after the new City Hall is constructed and other conditions met, and making monthly "Service Fee" payments to PECP over approximately 40 years of occupancy. The Service Fee will cover debt service on the debt, return on the equity put into the Project, and operating and maintenance costs on the City Hall and Library buildings. In addition to the monthly Service Fee, the City will have other on-going annual costs associated with the Civic Center. There are also one-time costs associated with the Civic Center construction; these will primarily occur before occupancy.

A new common Central Utility Plant and associated Utility Yard will be built for the City Hall, Library and Port buildings to provide heating and cooling, and the Port and the City will share public space, some facilities, and conference rooms. Capital and operating costs have been allocated to the City and Port based on a number of agreed upon allocation factors.

The Port is financing the Port Headquarters building differently from how the City is financing the rest of the Civic Center, because the Port's financial structures are different from the City's. The Port building construction will be initially financed with short-term debt borrowed by PECP. PECP will design and construct the Port Headquarters building through the same sub-contractors as for the Civic Center. Then, in a turn-key transaction after construction is complete, the Port will purchase the completed building using cash, revenue bonds, selling non-revenue generating assets, or some combination. PECP will provide long-term operations and maintenance and lifecycle operations (replacement of equipment, etc., as it wears out) to fully maintain the City's portion of the Civic Center. The Port will use PECP for more limited operations and maintenance functions.

### **Sources and Uses of Funds**

The sources of funds to construct the Civic Center Project (not including the Port Headquarters building) come from privately placed taxable debt borrowed by PECP, from equity put into PECP by Plenary Group Concessions USA, Ltd. or its affiliates, from City cash and other City borrowing, and from the sale of City-owned land. The uses of funds (total construction related costs) include design and construction, pre-payment of the existing debt on the old City Hall and Library, transaction and financing costs, and pre-occupancy costs. Table 1 summarizes the estimated sources and uses of funds for the Project. The Port portion of the Project is financed by the Port, and is not included in the sources and uses in Table 1.

**Table 1: Civic Center Sources and Uses (not including the Port)**

In FY 16 \$ millions		%
<b>Sources</b>		
Private Placement Debt Borrowed By PECP	(236.66)	79%
Equity Funding by PECP Investors	(21.02)	7%
City Cash/Other borrowing	(10.78)	4%
Land Sales by the City	(29.70)	10%
<b>Total Sources</b>	<b>(298.17)</b>	<b>100%</b>
In FY 16 \$ millions		%
<b>Uses</b>		
Design, Construction, Contingency	218.09	73%
Prepayment of Existing Debt	17.60	6%
Transaction Costs and Fees	18.73	6%
Financing Costs and Fees	37.72	13%
Pre-Occupancy Costs	6.04	2%
<b>Total Uses</b>	<b>298.17</b>	<b>100%</b>

The design, construction, contingency line in Table 1 includes \$213.6 million for design and construction managed directly by PECP, as well as a \$4.5 million design contingency. The next section on “Partial Funding...” provides more detail on the City cash funding and land sales.

In addition to the City cash provided for construction as described in Table 1, there are also some additional one-time costs for the Project that the City will pay. The section after the next on “One-Time Costs...” provides more detail on that topic.

All costs are estimates, and will, to some degree, change. There is more discussion about the nature of the estimates in the Fiscal Impact section.

**Partial Funding from Funds Available, a Ten-Year Bond Issue, and Land Sales**

The Civic Center is partially funded as a result of the City directly contributing \$10.78 million in cash to fund construction costs. The sources of these funds include permit fees paid by PECP, previously collected park impact fees, other funds available from various funds, and partial proceeds from a ten-year bond anticipated to be issued in January 2016.

Table 2 summarizes all the cash funding for construction costs.

**Table 2: One-time Cash Funding for Construction Costs**  
(Reduces Annual Costs)

In FY 16 \$ millions	All Funds
Building Permit Fees paid by PECP and Used for Building Permit Center	(3.00)
Park Impact fees for Lincoln Park Improvements	(0.89)
Partial Proceeds from a Ten-Year Bond Issue	(2.39)
FY 15 Expenditure Savings from Departments	(2.00)
Use of SAP funds Available for Outward Promotion/Civic Engagement	(2.00)
Use of PEG Funds Available for Installation of Technical Improvements	(0.50)
<b>Total - One-Time City Funding for Construction</b>	<b>(10.78)</b>

The bond issue will include funding of an estimated \$8 million for the Civic Center. Part of that Civic Center bond funding will be used to pay for construction costs, and part will be used to pay for one-time costs related to the new Civic Center. Separately, the bond issue will also include funding for the courthouse demolition and the Pacific and 3<sup>rd</sup> Streets storm drain relocation projects. Neither of those projects are considered part of the Project. The debt service on the Civic Center portion of the bond issue (\$8 million) is estimated to be about \$965,000 a year for ten-years and paid from the General Fund. That debt service will be paid from additional property tax expected from the dissolution of the former Redevelopment Agency. The cost of the debt service is not included in the cost totals for the Civic Center.

The cash funding also includes funds available from General Fund FY 15 year-end departmental savings, from the Special Advertising and Promotion (SAP) Fund, and from the Public, Educational, Government Access (PEG) portion of Cable TV funds.

Construction funding is also provided by an expected \$29.7 million in partial proceeds from the sale of City land. The sale of the land will also spur development and economic growth. The detail of the proceeds used to help fund the Project from the land sales is shown in Table 3.

**Table 3: Land Sale Proceeds Used to Fund Construction Costs**  
(Reduces Annual Costs)

In FY 16 \$ millions	
<b>Detail of Land Sales by the City</b>	
Sale of Land to Port for Port Building	(8.00)
Sale of Land at 3rd and Pacific	(8.00)
Sale of Mid-Block (old City Hall site)	(13.70)
<b>Total City Proceeds from Land Sales</b>	<b>(29.70)</b>

### One-Time Costs and Their Funding Sources

The Project is projected to have one-time costs of \$9.71 million. These costs are in addition to the construction costs (uses) described above, and in addition to the costs funded in FY 15 for

basic environmental and due diligence studies, design, and negotiations. The one-time costs and their funding sources are shown in Table 4.

**Table 4: One-Time Costs and Their Funding Sources**

In FY 16 \$ millions	All Funds
<b>One-Time Costs</b>	
Transition Costs Between Old and New Facilities	1.70
TI Wireless/Distribution/AV, Temp Parking, Misc.	3.69
Advisor/Consultant Costs to Financial Close	0.79
Project Oversight During Construction	3.53
<b>Total - One-Time Costs</b>	<b>9.71</b>

  

In FY 16 \$ millions	All Funds
<b>Funding for One-Time Costs</b>	
Civic Center Fund Funds Available	(3.00)
Sales/Use Tax from Civic Center Construction Materials	(1.10)
Partial Proceeds from a Ten-Year Bond Issue	(5.61)
<b>Total - Funding for One-Time Costs</b>	<b>(9.71)</b>

These one-time costs include: transition costs as the City shuts down operations in the Old City Hall/Library and moves to the new Civic Center, technology equipment for the new Civic Center, advisor costs (bond counsel and financial advisors), and Project oversight costs during construction.

The one-time costs are proposed to be funded from a combination of funds available from the Civic Center fund, from future use tax to be received from the Project construction materials, and from partial proceeds of the ten-year bond expected to be issued in January 2016. Total City one-time funding, either for a direct contribution to construction costs or to pay for one-time costs, is \$20.49 million.

**Service Fee Payments to PECP**

The City will make monthly Service Fee payments to PECP for the cost of designing, building, financing, operating and maintaining the City Hall, Library, and various shared and public spaces. Lincoln Park will be maintained by the Parks, Recreation and Marine Department. The annual Service Fee is expected to be first paid in FY 19 (July 2019) and then continue until FY 61 (40 years plus some partial occupancy). The Service Fee increases annually using an index that is based 65% on a fixed growth rate of 2.18% and 35% on the Consumer Price Index (CPI), assumed for projection purposes to be at 2.4% annually (These numbers may change slightly at financial close due to adjustments in final financing terms and interest rates, but they will be substantially the same). There is also a separate component for energy costs. Energy costs are paid based on actual usage and rates. For cost projection purposes, energy costs are projected to increase at 4.5% annually. Although utility costs are paid directly by the City,

for comparison purposes in this analysis, electricity and gas, as the major utility costs, is shown as part of the Service Fee payment.

Table 5 shows the hypothetical Service Fee for FY 13 and FY 16 of \$14.71 million and \$15.76 million, respectively. The Service Fees in FY 13 and FY 16 are “hypothetical” because there are no Service Fees due in either year. The FY 13 year is shown for comparison with the original budget and that comparison is made in the Fiscal Impact Section below. The FY 16 year is shown because, the Project Agreement specifies the FY 16 Service Fee as the base Service Fee from which all inflation and growth assumptions begin. (The Project Agreement references two of the three components of the Service Fee: \$9,918,291 for the fixed growth fee, and \$5,340,618 for the variable growth component. There is also \$499,730 energy component.) Table 5 also shows the expected actual Service Fee payments in FY 20, FY 21, and FY 22. (The color coding of a column indicates the numbers will be used in a future table.)

**Table 5: Civic Center Service Fee by Year**

\$ in millions	Service Fee	Future Net Service Fee
FY 13 hypothetical	14.71	13.77
FY 16 Project Agreement base	15.76	14.75
FY 20	17.28	16.17
FY 21	17.69	16.55
FY 22	18.10	16.93

Once development occurs on the Center Block Site (where the old City Hall is now), additional tax revenue will be received and the net cost to the City is anticipated to decline by about \$1 million a year (in FY 16 \$). The “Future Net Service Fee” for each year is also shown. It is called “Future Net Service Fee” because development revenue will not be received until after FY 22. The “Future Net” column demonstrates the significant impact that development revenue will have in lowering the net Service Fee in the future.

**Other Annual Costs**

In addition to the Service Fee, the City will incur Other Annual Costs associated with the new Civic Center. The costs are detailed in Table 6.

**Table 6: Other Annual Costs**

In \$ millions	Hypothetical FY 13
Lease Costs That Continue	1.32
Allocated Costs That Continue	1.49
Services & Parking Costs	0.46
<b>Total - Other Related Costs</b>	<b>3.27</b>

The Other Annual Costs originate primarily from two areas. There will be continuing lease costs for City functions that were originally contemplated to move into the new Civic Center; and there will also be continuing general costs for City functions that were allocated to the old City Hall and Library and will continue to be incurred with the new Civic Center. There are also some relatively small direct service and parking costs. In total, these other annual costs are about \$3.27 million in FY 13 dollars. This is slightly below the \$3.4 million maximum estimate mentioned to City Council at the November 2014 Study Session on the Project. There are also new ongoing costs such as the increased cost for Police parking due to the loss of the old Courthouse parking lot, some maintenance of Lincoln Park, recycling services in the new City Hall and Library, minor garage maintenance, and ongoing management of the Project Agreement. As described earlier in this report, the City and the Port will have a Memorandum of Understanding (MOU) describing the operational and financial relationships between them with respect to the Civic Center. There is not expected to be any significant ongoing payment between the City and the Port, other than the flow through of the Port's maintenance costs, which will be reimbursed by the Port.

Table 7 shows the Other Annual Costs in the early years of actual occupancy of the Civic Center. FY 13 is hypothetical and is shown for comparison purposes only. The increase in other annual costs over time is due to inflation.

**Table 7: Other Annual Costs by Year**

\$ in millions	<u>Other Costs</u>
FY 13 hypothetical	3.27
FY 20	3.70
FY 21	3.79
FY 22	3.88

The Service Fee and Other Annual Costs, will be funded and paid for through the normal annual budget process. These costs will generally be allocated to the various funds whose operations utilize the Civic Center. The General Fund is expected to pay about 74% of the costs. The projected budget impact is described below in the Fiscal Impact section.

This matter was reviewed by Deputy City Attorney Rich Anthony and Finance Director John Gross on December 4, 2015.

**TIMING CONSIDERATIONS**

City Council action on December 15, 2015 is requested in order to ensure that the Project proceeds expeditiously and with the least risk of additional costs.

FISCAL IMPACT

**Budget Impact**

An objective for the P3 Civic Center project was that a new Civic Center be built for the annual cost (in FY 13 dollars) being spent to maintain the existing Civic Center. That cost became the base line budget for the new Civic Center and was estimated at \$12.6 million. That base line budget included space lease costs for City functions that were anticipated to move into the new Civic Center. In FY 13, the annual cost of maintaining old City Hall and the Library was the same as it was in 2005. Funding levels for operation and maintenance had not changed in eight years. The lack of an increase in cost is because the maintenance level of the old City Hall and Library is minimal and well below what it is required to maintain the building in reasonable condition. Because no other base cost projection is available, and because the City Hall and Library buildings are seismically at risk, this fiscal impact analysis assumes that the City would not attempt to maintain the buildings in good or even fair condition, but rather would just maintain them in habitable condition. While this substantially understates what would be a “normal” budget, it does represent the current status. The base line budget was adjusted from \$12.60 million to \$12.44 million to reflect a minor adjustment in parking garage revenue management. The base line budget over time is shown in Table 8. It increases the base line budget annually assuming no significant maintenance. These annual base line budget amounts form the basis of the budget impacts shown in this analysis.

**Table 8: Base Line Budget to Continue Occupying the Old City Hall and Library**  
(Nothing but essential repairs – continued deterioration)

\$ in millions	<b>Base Line Budget</b>
FY 13 (actual adjusted budget)	12.44
FY 20	13.92
FY 21	14.31
FY 22	14.71

The base line budget is the minimal spending level to keep the existing City Hall and Library operational; no regular maintenance

Based on the above budget assumption (no significant maintenance), the budgetary impact of the Service Fee is shown in Table 9.

**Table 9: Budget Impact of the Service Fee**

\$ in millions	Service Fee	Anticipated All Funds Base Line Budget	Variance Between Service Fee and All Funds Budget
FY 13 (actual adjusted budget)	14.71	12.44	2.27
FY 19 - Partial Occupancy Year - (Approx 3 months)	4.32	3.48	0.84
FY 20	17.28	13.92	3.36
FY 21	17.69	14.31	3.37
FY 22	18.10	14.71	3.38

After development occurs, budget Impact is about \$1 m less (FY 16 \$) each year, inflation adjusted

The FY 13 Service Fee is hypothetical and is shown for comparison purposes. In FY 13, the projected Civic Center Service Fee would have a \$2.27 million budget impact. The budget impact in FY 22 is \$3.38 million. The budget impact is not expected to change much after FY 22. If development revenue was received in these early years, the hypothetical budget impact would be reduced to \$1.33 million in FY 13 and \$2.21 million in FY 22. The reduction would be about \$1 million in FY 16 dollars, and is adjusted for inflation.

The Service Fee does not reflect the total ongoing cost of the Civic Center Project. As previously discussed, there are also other annual costs which need to be included as part of the total cost. When the other annual costs are added to the Service Fee, the budget impact increases. Table 10 shows the total budget impact for All Funds and for the General Fund.

**Table 10: Budget Impact of the Total Cost (Service Fee plus Other Annual Costs)**

\$ in millions	Variance Between Service Fee and All Funds Budget	Other Annual Costs	All Funds Anticipated Budget Impact Total	General Fund Anticipated Budget Impact Total
FY 13 (actual adjusted budget)	2.27	3.27	5.53	4.09
FY 19 - Partial Occupancy Year - (Approx 3 months)	0.84	0.93	1.77	1.29
FY 20	3.36	3.70	7.06	5.22
FY 21	3.37	3.79	7.17	5.29
FY 22	3.38	3.88	7.27	5.37

After development occurs, budget Impact is about \$1 m less (FY 16 \$) each year, inflation adjusted

The General Fund impact is about 74% of the All Funds impact. The budget impact is projected to be stable and minimal after FY 20. In FY 22, the budget impact is estimated at \$5.37 million for the General Fund and at \$4.20 million if development revenue had been received.

**Required New Annual Funding**

The effect of these costs on the actual budget in any year is generally less than the amounts shown above. This is because the operating budget in any year is only impacted by incremental costs, i.e., new costs. Once a budget impact is addressed in one year, it does not have to be funded with new budget additions in any future year. Table 11 reflects the actual impact on the budgeting process and how much new funding the City will require in any given year.

**Table 11: Required New Annual Funding**

\$ in millions	<u>Required New Annual Funding</u>	
	<u>All Funds</u>	<u>General Fund</u>
FY 19 - Partial Occupancy Year - (Approx 3 months)	1.77	1.29
FY 20	5.30	3.93
FY 21	0.10	0.07
FY 22	0.10	0.07

In the first (partial) occupancy year of FY 19, a projected \$1.29 million will need to be added to the General Fund budget. In FY 20, a projected \$3.93 million will need to be added. After that, little new funding is necessary. The total impact is slightly over 1% of the General Fund budget. In addition, once development revenue is received, there will be a reduction in the net budget requirement of about \$1 million a year (in FY 16 dollars). This funding requirement will be incorporated into the normal budget projections and process.

**Council Specified Limit on any Service Fee Increase Due To Interest Rate Changes After City Council Approval of the Project Agreement**

The interest rate on the debt issued by PECP impacts the amount of the Service Fee, but the interest rate will not be fixed until near or at Financial Close, currently scheduled in January 2016. Financial Close is the event where the debt transaction is finalized and money changes hands. The Service Fee could increase by the time of Financial Close because of interest rates or for other reasons. Staff recommends up to a \$500,000 annual increase as a reasonable limit on the Service Fee increase (about one-quarter of a percent in interest rate change) to allow the Project Agreement to move forward. Based on that Staff recommendation, the proposed City Council motion to authorize execution of the Project Agreement allows Staff to execute the Project Agreement at Financial Close as long as the FY 16 Service Fee is no more than \$500,000 above the Service Fee described in this Council Letter. Specifically, the amount may increase from \$15,758,639 to as much as \$16,258,639. City Council can change this allowed increase amount in the motion that approves execution of the Project Agreement. If the Service Fee is above that maximum, then Financial Close will not occur and the unexecuted Project Agreement will return to City Council for additional consideration. During the time of Council reconsideration, interest rates could go up or down. Delays could expose the Project to construction cost increases. As interest rates and other factors change and are reviewed between now and Financial Close, the various cost numbers in the Project Agreement may

change slightly, but the Service Fee at Financial Close will not be more than the limit set by the City Council.

### **General Risks and Uncertainties**

The P3 DBFOM mechanism serves to reduce construction and operating risks, such as risks during construction and uncertainties in the cost of maintenance over the long-term. However, all major projects have risk and uncertainty. The Civic Center is a large project and will have uncertainty, regardless of the method by which it is financed and constructed. This section identifies some of the larger risks and uncertainties, and those that may be unique to the financing and operating mechanism for the Project.

- Other annual costs and one-time costs could vary from estimates. Most of the other annual costs identified in this report are estimates, as are all the one-time costs. The accuracy of those estimates varies. A few examples (not an inclusive list) of these costs include:
  - Permanent parking for employees. Permanent parking has not been fully resolved, but is assumed to have minor ongoing cost impact.
  - Temporary parking for employees during construction. This cost has been roughly estimated and is included as a one-time cost.
  - Possessory Interest Tax (a form of property tax) on the Civic Center. The tax is assumed to be zero, as that is, by far, the most likely result; but there is some uncertainty as to the position of the Country Tax Assessor because of the P3 structure of the Project and the unwillingness of the Assessor to provide a tax assessment opinion prior to the execution of the Project Agreement.
  - There is a \$500,000 allowance for any costs that may be required to bring the Lincoln Garage up to Code should that be required. Any costs above that are City costs.
  - Construction costs may increase after financial close if there is a delay in making the site available for construction.
- Service level and utility costs could impact the Service Fee. The annual Service Fee will be impacted by any higher than projected electricity and gas usage, higher utility rates, and by any services used (such as security services) above that contracted with PECP.
- The \$4.5 million design contingency could be inadequate. The construction cost is guaranteed, as long as the Project starts on time and relief events (such as surprise environmental findings) do not occur. However, both the rapid process for the design of the building, which helped to lower construction costs by minimizing the impact of inflation, and the fact that the building is not yet fully designed, may increase the risk that the City will decide to make design changes after the Project Agreement has been approved. There is a \$4.5 million contingency built into the Project, specifically for design changes by the City. However, it is possible that this will not be enough. If that is the case, the City Council would then need to consider additional appropriations from one-time funds to cover additional City-directed change orders.

- There is uncertainty with regard to Center Block development timing, what the development will consist of, and the associated tax revenue. The development revenue that will result from development will help offset Civic Center costs and is expected to be significant, about \$1 million a year (FY 16 \$), inflation adjusted. The actual amount received could be more or less, depending on what type of development occurs.
- The City is responsible for any major improvements to existing garages. The Broadway and Lincoln Park garages are over 30 years old and will need significant improvements over time. This would be a cost even without a new Civic Center.
- The City has earthquake damage responsibility. However, the new Civic Center buildings are designed to be earthquake resilient and to allow quick restoration of operations after an earthquake.
- Completion of Lincoln Park and Demolition of the old City Hall are highly likely to occur. Technically, these projects rely on the assumption of the sale of the Center Block Site. However, the sale is very likely to occur and there are severe penalties to PECP for failure to complete Lincoln Park, as well as strong protections for the demolition of the Old City hall. As a result, the risk is felt to be low.
- Inflationary increases. The Service Fee the City pays to PECP increases annually. The increase is only 35% based on the actual annual inflation rate with the remaining 65% based on a fixed rate of 2.18% annually. This means that the Service Fee payments (exclusive of the energy portion) have more protection from higher inflation, but they do not increase as slowly as might be expected in a lower inflation environment. All of the financial models, including the numbers in this analysis, assume an annual CPI rate of 2.4%. While inflation is currently lower than that, the 2.4% represents a general expectation of the inflation rate in the future.
- Risk for termination, default, and relief events appear reasonable. The City Attorney's Office has determined that the risks and costs associated with termination, default, and relief events and the private financing are reasonable and will not place the City in undue hardship should these events occur.
- City is responsible for unusual losses and costs. PECP is responsible for all normal losses and costs, but if the issues are particularly unusual or costly, the City may have responsibility.
- Environmental Risks. The City has some environmental risk with regard to regulated site conditions and differing site conditions whereby it is possible that, after construction commences, issues will be found that will be the City's responsibility. The likelihood of this happening and being a material cost are considered to be low.

- Termination Payment. If the City does not execute the Project Agreement (i.e., Financial Close does not occur), PECP will be owed \$4 million. This is the same amount previously anticipated (inclusive of the stipend for submitting a compliant proposal) under the ENA currently in effect. Once Financial Close occurs, termination by the City may not be financially viable.

## **Appropriations**

To support the funding for this Project in the manner described in this Council Letter, a number of FY 16 appropriations are needed for construction costs and one-time costs. There is also an appropriation necessary for the present Exclusive Negotiation Agreement (ENA) period because of a change in accounting for the Port's share of costs during this negotiations period. Instead of the Port paying directly for its share of costs during the negotiations period, the City is now paying for the Port's share of costs and the Port is then reimbursing the City.

Appropriations are necessary to authorize the transfer of funds from various original sources to the Civic Center Fund. Appropriations are also needed to expend those funds once they have been collected in Civic Center Fund for the Project. The details of the appropriation follows and they are consistent with details provided in this Fiscal Impact Section.

An appropriation increase in the amount of \$28.49 million is requested in the Civic Center Fund (IS 380) in the Public Works Department (PW) to support Project construction costs (\$18.78 million) and one-time Project costs (\$9.71 million). The \$18.78 funding comes from \$8.39 million in various funds available, \$2.39 million from bond funds, and \$8 million from the proceeds of the sale of land to the Port. The \$9.71 million for one-time costs is supported by \$3.00 million from Civic Center funds available, \$1.1 million from the sales and use tax generated from the project, and \$5.61 million from bond funds, all as described below. The bond issuance is planned for January 2016. If funds are needed before the bond funds, the construction sales and use tax, or the Project Permit fees are available, it will be provided by General Fund Operating Reserves or the Development Services Fund funds available (as appropriate) and will be replenished from the proceeds of the bonds, the sales and use tax revenues, and building permit fees, as received.

An additional \$2.42 million in appropriation is needed because of an accounting change for City and Port legal and financial advisors during the ENA period. The Port was previously intended to pay its own costs, but instead, the City is paying for those costs and will be reimbursed by the Port. The appropriation is needed for the Port's estimated share of the costs.

The specific appropriations are as follows:

1. Increase appropriations in the Civic Center Fund (IS 380) in the Public Works Department (PW) by \$28,490,000 for Civic Center construction and one-time costs; \$6,100,000 of which is offset by Civic Center funds available and projected sales and use tax revenue from the new Civic Center Project construction. The remaining

\$22,390,000 in appropriation is offset by revenue transfers from other funds including bond proceeds and revenue for the sale of land to the Port.

2. Increase appropriations in the Civic Center Fund (IS 380) in the Public Works Department (PW) by \$3,143,205 to cover the Port's legal and financial advisors expenses during the ENA period; and increase appropriations in the Civic Center Fund (IS 380) in the Public Works Department (PW) by \$662,996 for Port contract management during construction, both of which are offset by Port reimbursements.
3. Increase appropriations in the Development Services Fund (EF 337) in the Development Services Department (DV) by \$3,000,000 for transfer to the Civic Center Fund (IS 380), offset by funds received for development fees associated with the Project;
4. Increase appropriations in the Capital Projects Fund (CP 201) in the Parks, Recreation and Marine Department (PR) by \$890,000 for transfer to the Civic Center Fund (IS 380) for Lincoln Park facility improvements, offset by Parks and Recreation Facilities Impact Fee;
5. Increase appropriations in the General Services Fund (IS 385) in the Technology and Innovation Department (TI) by \$500,000 for transfer to the Civic Center Fund (IS 380), offset by the Public, Education and Government Access (PEG) portion of Cable TV Franchise Fee;
6. Increase appropriations in the Special Advertising and Promotions Fund (SR 133) in the City Manager Department (CM) by \$2,000,000 for transfer to the Civic Center Fund (IS 380), offset by funds available.
7. Increase appropriations in the General Fund (GF) in the Citywide Activities Department (XC) by \$16,000,000 (adjusted for the exact amount available from bond proceeds) for transfer to the Civic Center Fund (IS 380). Of this amount, \$8,000,000 is offset by revenue from the sale of land to the Port for its headquarters and \$8,000,000 (or the amount available) is offset by the amount available from bond proceeds.

An appropriation in the amount of \$8.0 million for the purchase of the land for the Port headquarters has been included in the Port's FY 16 Capital Budget. The annual appropriations needed for the annual Service Fee and the Other Annual Costs will be placed into the appropriate fiscal year budget when needed, anticipated to begin with FY 19. An appropriation in the amount of \$1.1 million for Civic Center construction materials from the General Fund to the Civic Center Fund will be made in the years the transfer of sales and use tax proceeds occur.

SUGGESTED ACTION:

Approve recommendation.

Respectfully submitted,



MICHAEL P. CONWAY  
DIRECTOR OF ECONOMIC  
AND PROPERTY DEVELOPMENT



JOHN GROSS  
CFO/DIRECTOR OF  
FINANCIAL MANAGEMENT



STEPHEN SCOTT  
INTERIM DIRECTOR OF  
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AMY J. BODEK, AICP  
DIRECTOR OF  
DEVELOPMENT SERVICES



GLENDA WILLIAMS  
DIRECTOR OF LIBRARY SERVICES



ARA MALOYAN  
DIRECTOR OF PUBLIC WORKS

APPROVED:



PATRICK H. WEST  
CITY MANAGER

- Attachments:
- Exhibit A – Location Map
  - Exhibit B – Plans
  - Exhibit C – Findings
  - Exhibit D – Conditions of Approval
  - Exhibit E – SEIR 02-15 (SCH #2015041054)
  - Exhibit F – Project Agreement
  - City Council Resolution
  - City Council Ordinances

OFFICE OF THE CITY ATTORNEY  
CHARLES PARRIN, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664

1 RESOLUTION NO.  
2

3 A RESOLUTION OF THE CITY COUNCIL OF THE  
4 CITY OF LONG BEACH CERTIFYING THAT THE FINAL  
5 SUPPLEMENTAL ENVIRONMENTAL IMPACT REPORT  
6 FOR THE CIVIC CENTER PROJECT (STATE  
7 CLEARINGHOUSE NO. 2015041054) HAS BEEN  
8 COMPLETED IN ACCORDANCE WITH THE PROVISIONS  
9 OF THE CALIFORNIA ENVIRONMENTAL QUALITY ACT  
10 AND STATE AND LOCAL GUIDELINES AND MAKING  
11 CERTAIN FINDINGS AND DETERMINATIONS RELATIVE  
12 THERETO; ADOPTING A STATEMENT OF OVERRIDING  
13 CONSIDERATIONS, AND A MITIGATION MONITORING  
14 AND REPORTING PROGRAM (MMRP)  
15

16 WHEREAS, the City of Long Beach has proposed the Civic Center Project  
17 ("Project"). The proposed project involves demolishing existing buildings on the  
18 approximately 16-acre project site and developing a new City Hall, a new Port Building  
19 for Harbor Department Administration, a new and relocated Main Library, a redeveloped  
20 Lincoln Park, a residential development, and a commercial mixed use development. In  
21 total, the project includes six new buildings, three parking garages, related infrastructure  
22 and landscaping, and two new public street extensions of Chestnut Avenue and Cedar  
23 Avenue through the project site. Existing buildings that would be demolished include the  
24 former Long Beach Courthouse, Long Beach City Hall, and the Long Beach Main Library.  
25 The project site is within the Long Beach Downtown Plan project area.

26 Said Project is more fully described in the Draft Supplemental  
27 Environmental Impact Report (DSEIR), a copy of which DSEIR, including the complete  
28 Project description, is incorporated herein by this reference as though set forth in full,

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1 word for word.

2 WHEREAS, Project implementation will require certification of the Final  
3 Supplemental Environmental Impact Report (FSEIR) and approval of a Site Plan Review.

4 WHEREAS, the City began an evaluation of the proposed project by issuing  
5 a Notice of Preparation (NOP) that was circulated from April 16, 2015 to May 15, 2015. A  
6 Notice of Completion was prepared and filed with the State Office of Planning and  
7 Research on August 4, 2015. The Draft Supplemental Environmental Impact Report was  
8 completed on August 4, 2015, and circulated between August 4, 2015 and September  
9 17, 2015.

10 WHEREAS, on November 9, 2015, the Planning Commission conducted  
11 duly noticed public hearings on the DSEIR and FSEIR and the Project. At said time, the  
12 Planning Commission determined that the DSEIR and FSEIR were fully compliant with  
13 CEQA and the CEQA Guidelines and recommended that the City Council certify the  
14 DSEIR and FSEIR as being fully compliant with CEQA and that the City Council approve  
15 all applied for project entitlements as previously described in this resolution and in the  
16 DSEIR and FSEIR.

17 WHEREAS, implementation and construction of the Project constitutes a  
18 "project" as defined by CEQA, Public Resources Code Sections 21000 et seq., and the  
19 City of Long Beach is the Lead Agency for the Project under CEQA;

20 WHEREAS, it was determined during the initial processing of the Project  
21 that it could have potentially significant effects on the environment, requiring the  
22 preparation of a DSEIR;

23 WHEREAS, the City prepared full and complete responses to the  
24 comments received on the DSEIR, and distributed the responses in accordance with  
25 Public Resources Code section 21092.5;

26 WHEREAS, the City Council has reviewed and considered the information  
27 in, and the comments to, the DSEIR and the responses thereto, and the FSEIR at a duly  
28 noticed City Council meeting held on December 15, 2015, at which time evidence, both

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1 written and oral, was presented to and considered by the City Council;

2 WHEREAS, the City Council has read and considered all environmental  
3 documentation comprising the FSEIR, including the DSEIR, the comments and the  
4 responses to comments, and errata included in the FSEIR, and has determined that the  
5 FSEIR considers all potentially significant environmental impacts of the Project and is  
6 complete and adequate and fully complies with all requirements of CEQA;

7 WHEREAS, the City Council evaluated and considered all significant  
8 impacts, mitigation measures, and project alternatives identified in the DSEIR and  
9 FSEIR;

10 WHEREAS, CEQA and the State CEQA Guidelines require that where the  
11 decision of a public agency allows the occurrence of significant environmental effects that  
12 are identified in the FSEIR, but are not mitigated to a level of insignificance, that the  
13 public agency state in writing the reasons to support its action based on the FSEIR  
14 and/or other information in the record; and

15 WHEREAS, it is the policy of the City, in accordance with the provisions of  
16 CEQA and the State CEQA Guidelines, not to approve a project unless (i) all significant  
17 environmental impacts have been avoided or substantially lessened to the extent  
18 feasible, and (ii) any remaining unavoidable significant impacts are outweighed by  
19 specific economic, legal, social, technological, or other benefits of the project, and  
20 therefore considered "acceptable" under State CEQA Guidelines section 15093.

21 NOW, THEREFORE, the City Council of the City of Long Beach does  
22 hereby find, determine and resolve that:

23 Section 1. All of the above recitals are true and correct and are  
24 incorporated herein as though fully set forth.

25 Section 2. The City Council finds that the FSEIR is adequate and has  
26 been completed in compliance with CEQA and the State CEQA Guidelines.

27 Section 3. The City Council finds that the FSEIR, which reflects the City  
28 Council's independent judgment and analysis, is hereby adopted, approved, and certified

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1 as complete and adequate under CEQA.

2           Section 4. Pursuant to Public Resources Code Section 21081 and State  
3 CEQA Guidelines section 15091, the City Council has reviewed and hereby adopts the  
4 CEQA Findings and Facts in Support of Findings for the Civic Center Project as shown  
5 on the attached Exhibit "A", which document is incorporated herein by reference as  
6 though set forth in full, word for word.

7           Section 5. The City Council finds that on balance, there are specific  
8 considerations associated with the proposed Project that serve to override and outweigh  
9 those Project impacts that cannot be mitigated to a level of insignificance, and the City  
10 Council hereby adopts that certain document, and the contents thereof, entitled  
11 "Statement of Overriding Considerations" for the Civic Center Project, a copy of which is  
12 included in the attached Exhibit "A" and incorporated herein by this reference as though  
13 set forth in full, word for word.

14           Section 6. Although the FSEIR identifies certain significant  
15 environmental effects that would result if the Project is approved, most environmental  
16 effects can feasibly be avoided or mitigated and will be avoided or mitigated by the  
17 imposition of mitigation measures included with the FSEIR. Pursuant to Public  
18 Resources Code Section 21081.6, the City Council has reviewed and hereby adopts the  
19 Mitigation Monitoring and Reporting Program ("MMRP") as shown on Exhibit "B", which  
20 document is incorporated herein by reference as though set forth in full, word for word,  
21 together with any adopted corrections or modifications thereto, and further finds that the  
22 mitigation measures identified in the FSEIR are feasible, and specifically makes each  
23 mitigation measure a condition of project approval.

24           Section 7. Pursuant to State CEQA Guidelines section 15091(e), the  
25 record of proceedings relating to this matter has been made available to the public at,  
26 among other places, the Department of Development Services, 333 West Ocean  
27 Boulevard, 5th Floor, Long Beach, California, and is, and has been, available for review  
28 during normal business hours.

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Section 8. The information provided in the various staff reports submitted in connection with the Project, the corrections and modifications to the SDEIR, and FSEIR made in response to comments and any errata which were not previously recirculated, and the evidence presented in written and oral testimony at the public hearing, do not represent significant new information so as to require recirculation of the SFEIR pursuant to the Public Resources Code.

Section 9. This resolution shall take effect immediately upon its adoption by the City Council, and the City Clerk shall certify the vote adopting this resolution.

I hereby certify that the foregoing resolution was adopted by the City Council of the City of Long Beach at its meeting of \_\_\_\_\_, 2015, by the following vote:

Ayes: Councilmembers: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Noes: Councilmembers: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Absent: Councilmembers: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
City Clerk

OFFICE OF THE CITY ATTORNEY  
CHARLES PARRIN, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664

CITY OF LONG BEACH RESOLUTION NO. \_\_\_\_\_

**EXHIBIT "A"**

**FACTS, FINDINGS AND STATEMENT OF OVERRIDING  
CONSIDERATIONS REGARDING THE ENVIRONMENTAL  
EFFECTS FOR THE CIVIC CENTER PROJECT**

Lead Agency:

**City of Long Beach**  
**Development Services**  
333 W. Ocean Boulevard, 5<sup>th</sup> Floor  
Long Beach, California 90802  
Contact: Mr. Craig Chalfant, Planner  
(562) 570-6368

November 2015

## TABLE OF CONTENTS

I	Introduction .....	1
II	Description of Proposal.....	3
III	Effects Determined To Be Less Than Significant in the Civic Center Project SEIR Initial Study.....	5
IV	Effects Determined To Be Less Than Significant in the Civic Center Project Final SEIR.....	15
V	Effects Determined To Be Less Than Significant With Mitigation and Findings .....	17
VI	Environmental Effects That Remain Significant and Unavoidable After Mitigation and Findings.....	21
VII	STATEMENT OF OVERRIDING CONSIDERATIONS.....	32
A	Introduction.....	32
B	Significant Unavoidable Adverse Impacts.....	32
C	Statement of Overriding Considerations.....	33



## STATEMENT OF FACTS AND FINDINGS

### I INTRODUCTION

The California Environmental Quality Act (CEQA) requires a Lead Agency to issue two sets of findings prior to approving a project that will have a significant impact on the environment. The Statement of Facts and Findings is the first set of findings where the Lead Agency identifies the significant impacts, presents facts supporting the conclusions reached in the analysis, makes one or more of three findings for each impact, and explains the reasoning behind the agency's findings.

The following statement of facts and findings has been prepared in accordance with CEQA and Public Resources Code Section 21081. *CEQA Guidelines* Section 15091 (a) provides that:

*No public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects, accompanied by a brief explanation of the rationale for each finding.*

There are three possible finding categories available for the Statement of Facts and Findings pursuant to Section 15091 (a) of the *CEQA Guidelines*.

- (1) Changes or alterations have been required in, or incorporated into, the project which avoids or substantially lessens the significant environmental effect as identified in the final EIR.*
- (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.*
- (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR.*

The findings relevant to the Civic Center Project are presented in Sections V and VI.

The Statement of Overriding Considerations is the second set of findings. Where a project will cause unavoidable significant impacts, the Lead Agency may still approve the project where its benefits outweigh the adverse impacts. As provided in the Statement of Overriding Considerations, the Lead Agency sets forth specific reasoning by which benefits are balanced against effects, and approves the project.



The City of Long Beach, the CEQA Lead Agency, finds and declares that the Long Beach Civic Center Final Supplemental Environmental Impact Report (SEIR) has been completed in compliance with CEQA and the CEQA Guidelines. The City of Long Beach finds and certifies that the Final SEIR was reviewed and information contained in the SEIR was considered prior to any approval associated with the proposed Civic Center Project, herein referred to as the "project."

Based upon its review of the Final SEIR and the Downtown Plan Final EIR that the SEIR supplements, the Lead Agency finds that the SEIR is an adequate assessment of the potentially significant environmental impacts of the proposed project and represents the independent judgment of the City.

The remainder of this document is organized as follows:

- II. Description of project proposed for approval
- III. Effects determined to be less than significant in the Supplemental Initial Study
- IV. Effects determined to be less than significant
- V. Effects determined to be less than significant with mitigation and findings
- VI. Environmental effects that remain significant and unavoidable after mitigation and findings
- VII. Statement of Overriding Considerations



## II DESCRIPTION OF PROPOSAL

The proposed project involves demolishing existing buildings on the approximately 16-acre project site and developing six new buildings, three new parking garages, related infrastructure and landscaping, and two new public street extensions of Chestnut Avenue and Cedar Avenue through the project site. Existing buildings that would be demolished include the former Long Beach Courthouse, Long Beach City Hall, and Long Beach Main Library.

At the Civic Block, an 11-story, 240,000 gross square foot (gsf) Port Building would be constructed for Harbor Department administration. In addition, an 11-story, 270,000 gsf City Hall Building would be built in the Civic Block and share a common underground parking structure with the Port Building. At Lincoln Park, a new two-story, 92,000 gsf Main Library would be built on top of the existing Lincoln Parking Garage roof deck. The existing Main Library would then be demolished and redeveloped into a new Lincoln Park of approximately 3.17 acres. At the Third and Pacific Block, a seven-story, 235,000 gsf multi-family residential complex would be constructed with a parking structure. At the Center Block, a mixed use project would replace the existing City Hall structure and include up to 650,000 gsf of residential units, 32,000 gsf of retail, and 8,000 gsf of restaurant space. The development at the Center Block also includes an underground parking garage, a seven-story building adjacent to Ocean Boulevard, and a 36-story building adjacent to Broadway Garage.

The project site is located within the Long Beach Downtown Plan project area, which encompasses approximately 725 acres roughly bounded by the Los Angeles River on the west and Ocean Boulevard on the south. The north boundary generally follows portions of 7th and 10th streets and Anaheim Street, and the east boundary includes property land on both sides of Alamitos Avenue. Full implementation of the Downtown Plan could increase the density and intensity of existing Downtown land uses by allowing up to approximately: (1) 5,000 new residential units; (2) 1.5 million square feet of new office, civic, cultural, and similar uses; (3) 384,000 square feet of new retail; (4) 96,000 square feet of restaurants; and (5) 800 new hotel rooms. The additional development assumed in the Downtown Plan could occur over a 25-year time period.

The objectives of the proposed project are as follows:

- *Replace seismically deficient City Hall and Main Library in an expeditious manner.*
- *Reduce public safety hazards by eliminating the risk of fire, structural collapse, personal injury to trespassers, vandalism and crime, by demolishing the structurally unsound, abandoned, and deteriorated former Long Beach Courthouse building.*
- *Meet the long term goal of the Harbor Department to bring its headquarters downtown.*
- *Redevelop the Civic Center mega-block into a vibrant mix of public and private space, including a grand Civic Plaza, which asserts the value and importance of the public realm, and which functions as the City's center for governance, civic engagement and cultural and educational exchange.*
- *Consider opportunities to redevelop Old Courthouse site with public uses as part of the Civic Center mega-block redevelopment.*



- *Improve connections between the new Civic Center and greater Downtown through the reestablishment of the small block grid of the historic downtown street fabric and encouragement of a more pedestrian friendly environment.*
- *Redevelop the Main Library within Lincoln Park and ensure that future library space needs will be considered in the context of the changing role of the modern city library, and revolutionary change in media and technology that will influence the library of the future.*
- *Revitalize Lincoln Park into a destination park with amenities appropriate for visitors, residents and Downtown workers.*
- *Cap the City's ongoing maintenance costs, increase energy efficiency, and consolidate offsite City leases, when feasible.*
- *Consider private development elements and/or disposition of surplus property for private development, such as new housing, office, hotel and retail. If housing is proposed, 10 percent of all housing units must be affordable to moderate income persons.*
- *Design buildings to interface with the streets and draw pedestrians into the civic spaces. Proposed solutions must address the vision, guiding principles and design guidelines of the Downtown Plan 2012 (see Planned Development District Ordinance PD-30).*
- *Connect the Civic Center to surrounding business and residential uses. Be highly accessible to pedestrians and bicycles and include convenient automobile access. All private uses should complement the civic functions.*
- *Activate the perimeter streetscape, access points and all public components. Provide appropriate lighting and wayfinding signage for pedestrians, bicycles and automobiles.*



### III EFFECTS DETERMINED TO BE LESS THAN SIGNIFICANT IN THE CIVIC CENTER PROJECT SEIR INITIAL STUDY

The Initial Study prepared for the Civic Center Project and circulated with a Notice of Preparation (NOP) of a Draft SEIR made a less than significant environmental impact determination for each topic area listed below. For these issues, it was determined that the proposed Civic Center Project would not create any significant impact beyond that identified in the Downtown Plan Final EIR that the SEIR supplements.

#### AESTHETICS

**New source of substantial light and glare.** The Downtown Plan Final EIR determined that impacts related to light and glare would be significant but mitigable for the Downtown Plan. The Civic Center Project would be subject to the same general mitigation measures identified and analyzed in the Final EIR, specifically AES-2(a-d), which require submittal of lighting plans and specification building material plans and specifications, light fixture shielding, and window tinting. However, the project is within an urbanized area already characterized by high levels of light and glare and all project development would comply with existing City requirements as well as the light and glare measures included in the Downtown Plan Final EIR. Thus, no project-specific light/glare impacts beyond those identified in the Final EIR would occur.

#### AGRICULTURE RESOURCES

**No agricultural zones.** There are no agricultural zones or forest lands within Long Beach, which is a fully urbanized community that has been urbanized for over half a century. The Downtown Plan Final EIR determined that the Downtown Plan would not have any significant irreversible impacts on agricultural resources because the area is not conducive to agricultural production. The project site was included in the analysis of the Downtown Plan. Therefore, the Civic Center Project would not result in any significant impacts to agricultural resources.

#### AIR QUALITY

**Odors affecting a substantial number of people.** As stated in the Downtown Plan Final EIR, project construction activities associated with development of onsite land uses could result in odorous emissions from diesel exhaust generated by construction equipment. However, because of the temporary nature of these emissions and the highly diffusive properties of diesel exhaust, nearby receptors would not be affected by diesel exhaust odors associated with project construction and the impact related to the Downtown Plan was determined to be less than significant. The Civic Center Project would occur within the 25-year buildout assessed in the Downtown Plan Final EIR and would not include any uses expected to generate odors beyond what was considered in the Final EIR. Therefore, the Civic Center Project would not result in any new significant odor impacts to or increase the severity of significant odor impacts beyond those identified in the Downtown Plan Final EIR.



## BIOLOGICAL RESOURCES

**Native biological resources or habitats.** The City of Long Beach is a fully urbanized community that has been urbanized for over half a century. The Initial Study and Final EIR for the Downtown Plan (June 29, 2009) determined that the Downtown Plan would not have any significant impacts on biological resources, as the area does not include any native biological resources or habitats, nor is it within the area of any adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or state habitat conservation plan. The project area was included in this determination. The Civic Center Project would involve the relocation of Lincoln Park, which would require the removal of vegetation. All vegetation within the park is ornamental landscaping that does not include native biological resources or habitats. Therefore, the Civic Center Project would not result in any significant impacts to biological resources or increase the severity of significant impacts to biological resources beyond those identified in the Downtown Plan Final EIR.

## CULTURAL RESOURCES

**Archaeological resources and human remains.** The Downtown Plan Final EIR determined that the Downtown Plan would have a significant but mitigable impact on archaeological resources. This determination was due to the fact that no surveys could be conducted prior to onset of demolition or other ground-disturbing activities. The Civic Center Project would be subject to the same general mitigation measures identified and analyzed in the Final EIR, specifically CR-2(a) through CR-2(c), which require a qualified project archaeologist or archaeological monitor approved by the City to be present during excavation into native sediments; that the monitor shall also prepare a final report of any cultural resource finds; and that if human remains are encountered during excavation and grading activities, proper handling procedures shall be implemented, as regulated by the State Health and Safety Code. These measures apply to the Civic Center Project and would reduce impacts to a less than significant level.

**Paleontological resources and unique geologic features.** The Downtown Plan Final EIR determined that the Downtown Plan would have a significant but mitigable impact on paleontological resources. This determination was due to the fact that no surveys could be conducted prior to onset of demolition or other ground-disturbing activities. The Civic Center Project would be subject to the same general mitigation measures identified and analyzed in the Final EIR, specifically CR-3(a) and CR-3(b), which require a qualified paleontologist approved by the City to be present during excavation into native sediments and that if a potential fossil is found, the paleontologist shall be allowed to temporarily divert or redirect excavation in the area and evaluate the find. CR-3(b) specifies further procedures for the handling of any fossils. These measures apply to the Civic Center Project and would reduce impacts to a less than significant level.



## GEOLOGY AND SEISMICITY

**Landslides and soil erosion/loss of top soil.** The relatively level site conditions and extent of developed lands in the Downtown Plan project area and on the current project site would avoid potential impacts associated with landslides, erosion, and loss of top soil.

**On-site septic systems.** All development in the Downtown Plan project area, including the Civic Center Project site, would be served by the City's sewage disposal system.

**Exposure of people or structures involving rupture of known earthquake faults or strong seismic ground shaking.** As described in the Downtown Plan Final EIR, the Newport-Inglewood Fault Zone, which is mapped as an Alquist-Priolo Earthquake Fault Zone, is located within approximately two miles of the Downtown Plan area. Several other fault zones located within approximately five to 30 miles also have the potential to impact the area. Therefore, impacts related to seismically induced ground shaking were determined to be significant but mitigable. The Civic Center Project would be subject to the same general mitigation measures identified in the Downtown Plan Final EIR, specifically Geo-1, which requires that new construction or structural remodeling of buildings be engineered to withstand the expected ground acceleration that may occur at the site. The measure also requires structures to comply with applicable provisions of the most recent Uniform Building Code (UBC) adopted by the City of Long Beach. It was determined that this measure would reduce impacts to a less than significant level for all projects within the Downtown Plan area. With compliance with this measure, the Civic Center Project would not result in any new significant impacts related to Alquist-Priolo Earthquake Fault Zones or seismic ground shaking or increase the severity of significant impacts related to Alquist-Priolo Earthquake Fault Zones or seismic ground shaking beyond those identified in the Final EIR.

**Seismic-related ground failure, including liquefaction.** The Downtown Plan Final EIR determined that seismic activity could induce ground shaking that results in liquefaction and this impact would be significant but mitigable. Final EIR Measure Geo-2 requires that for any project involving a subterranean level, prior to issuance of a building permit for new structures, the City shall determine whether a comprehensive geotechnical investigation and geo-engineering study shall be completed. Adherence to this measure, which includes potential engineering measures to reduce liquefaction impacts, would ensure that impacts related to the Civic Center Project would also be less than significant. Therefore, the Civic Center Project would not result in any new significant liquefaction impacts or increase the severity of significant liquefaction impacts beyond those identified in the Downtown Plan Final EIR.

**Unstable or expansive soil.** The Downtown Plan Final EIR determined that the potential exists within the Downtown Plan area to encounter expansive soils or soils that are unstable or would become unstable as a result of new development. This could result in onsite or offsite lateral spreading or subsidence. The Civic Center Project would be subject to the same general mitigation measures identified and analyzed in the Final EIR, specifically Geo-3, which requires that the City Department of Development Services



determine the need for soil samples of final sub-grade areas and excavation sidewalls to be collected and analyzed for their expansion index. Implementation of this mitigation measure and any further engineering required, based on the City's determination as described in Geo-3, would reduce impacts to a less than significant level. Therefore, the Civic Center Project would not result in any new significant impacts related to expansive soils, lateral spreading, or subsidence or increase the severity of significant impacts related to expansive soils, lateral spreading, or subsidence beyond those identified in the Downtown Plan Final EIR.

## HAZARDS AND HAZARDOUS MATERIALS

**Airport safety hazards.** The nearest boundary of the Downtown Plan project area is located approximately three miles from the nearest airport/airstrip.

**Emergency plans.** The Downtown Plan and the currently proposed Civic Center Project may involve alterations to existing street patterns, but would maintain accessibility required.

**Wildland fire hazard.** The Downtown Plan project area, including the current Civic Center Project site, does not contain wildlands and is not adjacent to wildlands.

**Transport, use, and disposal of hazards.** The Downtown Plan Final EIR determined that the types of commercial and residential land uses envisioned for the Downtown Plan would not typically contain businesses involved in transport, use, or disposal of substantial quantities of hazardous materials. Impacts were determined to be significant but mitigable. The Civic Center Project would not create any significant environmental impacts beyond those identified in the Downtown Plan Final EIR.

**Hazards from demolition and renovation.** The Downtown Plan Final EIR Measures Haz-1(a) through Haz-1(c) would apply to the Civic Center Project. These measures would ensure that demolition and renovation of buildings potentially containing asbestos and lead-based paints and materials would avoid potential onsite impacts to construction workers as well as impacts from the release of hazardous materials from construction sites near residences, schools, or other properties. Surveys and proper handling procedures would be implemented prior to issuance of any demolition or renovation permits. The Civic Center Project would not create any significant environmental impacts beyond those identified in the Downtown Plan Final EIR.

**Industrial uses and storage of potentially hazardous materials.** The Downtown Plan Final EIR also determined that historic activity involving industrial uses and storage of potentially hazardous materials may have contaminated onsite soils and/or groundwater quality. This potential impact was significant but mitigable for the Downtown Plan and Measures Haz-3(a) through Haz-3(d) would apply to the Civic Center Project. All excavation and demolition projects conducted as part of the proposed project would be required to include contingency plans to be followed if contaminants are found or suspected, and appropriate sampling and remediation of soil and water must be completed. This would ensure that impacts would be reduced to a less than



significant level. Therefore, the Civic Center Project would not result in any new significant impacts related to hazards and hazardous materials or increase the severity of significant impacts related to hazards and hazardous materials beyond those identified in the Downtown Plan Final EIR.

## **HYDROLOGY AND WATER QUALITY**

**100-year flood zone/flooding.** The entire Downtown Plan project area, including the Civic Center Project site, is located outside of the 100-year flood zone.

**Dam or levee failure.** There are no dams or levees located within the vicinity of the Downtown Plan project area.

**Seiches and tsunamis.** The Downtown Plan project area, including the Civic Center Project site, is substantially protected from inundation from seiches and tsunamis by its elevation approximately 30 feet above mean sea level.

**Water quality.** The Downtown Plan Final EIR determined that construction activities associated with development of the Downtown Plan could result in discharge of urban pollutants into the City drainage system. This determination included impacts associated with construction of the proposed project, and the impacts were determined to be significant but mitigable. Measure Hydro-1 from the Downtown Plan Final EIR would apply to the Civic Center Project and would require a determination regarding the necessity of a Storm Water Pollution Prevention Plan (SWPPP) prior to issuance of a grading permit. Implementation of this measure and development of a SWPPP would reduce Civic Center Project-related impacts to water quality to a less than significant level. Therefore, the Civic Center Project would not result in any new significant impacts related to water quality or increase the severity of significant impacts related to water quality beyond those identified in the Downtown Plan Final EIR.

**Drainage pattern.** The Downtown Plan Final EIR determined that development of the Downtown Plan would generate urban pollutants and could also result in an increase in impervious surfaces. Impacts associated with these changes would be mitigated to a less than significant level with implementation of Final EIR Measure Hydro-2, which would be applicable to the proposed project. The measure requires the Department of Development Services to determine the necessity for a Standard Urban Stormwater Mitigation Plan (SUSMP) to be developed for the Civic Center Project and, if necessary, for the development of one to be completed. The measures included in the Downtown Plan Final EIR, as well as new, more stringent municipal separate storm sewer system (MS4s) requirements adopted since 2010, would apply to the Civic Center Project. The new MS4 requirements include Order No. R4-2014-0024 from the California Regional Water Quality Control Board for the Los Angeles Region covers all areas within Long Beach boundaries that drain into the MS4 with the objective of ensuring that discharges from the MS4 comply with water quality standards, including protecting the beneficial uses of receiving waters. The Order requires permittees (the City of Long Beach) to implement a Planning and Land Development Program pursuant to part VII.J for all new development, including smart growth practices, compact development, and Best



Management Practices. The new requirements, as well as the other permitting requirements, would ensure that the Civic Center Project would not result in new significant impacts related to drainage patterns or increase the severity of significant impacts related to drainage patterns beyond those identified in the Downtown Plan Final EIR.

**Stormwater drainage systems and runoff.** The Downtown Plan Final EIR determined that the increased intensity of land use associated with the Downtown Plan could increase the volume of stormwater discharges into existing storm drain infrastructure. Impacts to storm drain infrastructure were determined to be significant but mitigable. Downtown Plan Final EIR Measure Hydro-3 would apply to the Civic Center Project and requires that prior to issuance of a building permit, a determination must be made regarding the necessity of a drainage system analysis and/or Low Impact Development practices and strategies. This measure would reduce impacts from potentially increased volumes of stormwater discharges to a less than significant level for all projects within the Downtown Plan area. Therefore, the Civic Center Project would not result in any new significant impacts related to stormwater discharge or increase the severity of significant impacts related to stormwater discharge beyond those identified in the Downtown Plan Final EIR.

## LAND USE AND PLANNING

**Divide an established community.** As concluded in the Initial Study for the Downtown Plan, the Downtown Plan area, including the Civic Center Project site, is currently urbanized with street and circulation patterns that would not be altered by the Downtown Plan. The Downtown Plan would not have the potential to physically divide an established community and the Civic Center Project would not result in any new significant impacts related to physically dividing an established community or increase the severity of significant impacts related to physically dividing an established community beyond those identified in the Downtown Plan Final EIR.

**Conflict with the local HCP.** No habitat conservation plan applies to the Downtown Plan project area, including the Civic Center Project site.

**Conflict with land use plans, policies, or regulations.** The Downtown Plan Final EIR determined that implementation of the Downtown Plan would have a less than significant impact with regard to conflicts with land use plans, policies, or regulations. Development would be consistent with the Long Beach General Plan and the Downtown Plan. The Civic Center Project would be consistent with the Downtown Plan. All uses planned for the project are consistent with current zoning (Planned Development). The only zoning actions necessary for the Civic Center Project would be to make application for a general plan conformity finding and for a conditional use permit for the New Main Library. Therefore, the Civic Center Project would not result in any new significant impacts related to land use policies or increase the severity of significant impacts related to land use policies beyond those identified in the Downtown Plan Final EIR.



## MINERAL RESOURCES

**Loss of known or locally important mineral resources.** The Initial Study for the Downtown Plan determined that the Downtown Plan would not have any significant irreversible impacts on mineral resources, as the area does not include mineral resource sites designated on any City land use plan. The Civic Center Project is located within the area analyzed in the Initial Study for the Downtown Plan and no new mineral resources sites have been designated since the Downtown Plan's adoption. Therefore, the Civic Center Project would not result in any new significant impacts to mineral resources or increase the severity of significant impacts related to mineral resources beyond those identified in the Downtown Final EIR.

## NOISE

**Aircraft noise.** The Initial Study for the Downtown Plan determined that the Downtown Plan area is further than two miles from the Long Beach Airport and that there would be no impact associated with public or private airports. The Civic Center Project is located within the Downtown Plan area and is also greater than two miles from Long Beach Airport. Therefore, the proposed project would not result in any new significant noise impacts related to airport or increase the severity of significant noise impacts related to airports beyond those identified in the Downtown Plan Final EIR.

## POPULATION AND HOUSING

**Population growth.** The Downtown Plan Final EIR determined that because the Downtown Plan was intended to accommodate substantial population growth in the Downtown area, population growth impacts would be significant and unavoidable. Development of the Civic Center Project, including the population growth that it would generate by creating employment opportunities and adding a residential building, would be within the growth forecasts in the Downtown Plan, which included 14,500 new residents and 5,200 jobs. Therefore, the Civic Center Project would not result in any new significant population growth impacts or increase the severity of significant population growth impacts beyond those identified in the Downtown Plan Final EIR.

**Displaced houses and people.** The Downtown Plan Final EIR determined that development of the Downtown Plan would result in the displacement of substantial numbers of housing and people, which could create a need for construction of housing elsewhere. It was determined that this impact would be significant and unavoidable. Development of the Civic Center Project would not involve the displacement of any existing housing or the permanent displacement of any people. It would create additional residential units in three buildings. In the 2015 Biennial Homeless Count, the Long Beach Community Health Bureau counted approximately 41 homeless people encamping on the project site during the day. This population camps at Lincoln Park and within the Civic Center area during the day, but does not live or sleep on the project site overnight. Although displacement of this population is a social impact, because of the temporary nature of proposed construction, the project would not necessitate the construction of replacement housing elsewhere, which could result in adverse



environmental impacts. Therefore, the Civic Center Project would not result in any new significant impacts related to the displacement of people or housing or increase the severity of significant impacts related to the displacement of people or housing beyond those identified in the Downtown Plan Final EIR.

## **PUBLIC SERVICES**

**Fire protection.** Fire protection is provided by the Long Beach Fire Department (LBFD). The Downtown Plan Final EIR determined that the Downtown Plan would incrementally increase demands on the LBFD but that this increase would not require the construction of new fire protection facilities. The Civic Center Project is within the growth forecast considered in the Downtown Plan. Therefore, the Civic Center Project would not result in any new significant impacts to fire protection services or increase the severity of significant impacts to fire protection services beyond those identified in the Downtown Plan Final EIR.

**Police protection.** Police protection is provided by the Long Beach Police Department (LBPD). The Downtown Plan Final EIR determined that the Downtown Plan would incrementally increase demands on the LBPD and that this increase would have the potential to require the expansion or replacement of existing facilities. However, the potential impact from construction of such facilities was determined to be similar to the impact from construction of other development facilitated by the Downtown Plan and therefore would be less than significant. The Civic Center Project is within the growth forecast considered in the Downtown Plan. Therefore, the Civic Center Project would not result in any new significant impacts to police protection services or increase the severity of significant impacts to police protection services beyond those identified in the Downtown Plan Final EIR.

**Schools.** The Downtown Plan Final EIR determined that the Downtown Plan would generate an estimated 670 school-age students and that while this could adversely affect schools, payment of the required school impacts fees would reduce this impact to a less than significant level. The Civic Center Project is within the growth forecast considered as part of the Downtown Plan, and the developer of the private components of the project would be required pay school impact fees. Under Section 65996 of the California Government Code, the payment of such fees is deemed to fully mitigate the impacts of new development on school facilities. Therefore, the Civic Center Project would not result in any new significant impacts to schools or increase the severity of significant impacts to schools beyond those identified in the Downtown Plan Final EIR.

**Parks.** The Downtown Plan Final EIR determined that the Downtown Plan would have a significant and unavoidable impact on parks. Although applicants for residential development projects would be required to pay park and recreation facilities in-lieu fees, it would not be feasible to meet the City standard for parkland acreage per 1,000 residents. The Civic Center Project includes residential development that as a condition of approval would be required to pay in-lieu fees. Therefore, the Civic Center Project would not result in any new significant impacts to parks or increase the severity of significant impacts to parks beyond those identified in the Final EIR.



**Libraries and other public facilities.** Buildout of the Downtown Plan was determined to have the potential to incrementally increase demand for library services in the City, and cause demands for library services to exceed the capacity of the Main Library and at branch libraries that serve the Downtown Plan area. Expansion of the Main Library or development of an additional branch library to serve the Downtown Plan area may be necessary during the life of the plan. However, the potential impact from construction of new library facilities was found to be similar to the impact from construction of development as analyzed in the Downtown Plan Final EIR and would therefore be less than significant. The Civic Center Project may generate additional demand on libraries. It also includes development of a new Main Library, and these expanded facilities may serve the additional population. Therefore, the Civic Center Project would not result in any new significant impacts to libraries or other public facilities or increase the severity of significant impacts to libraries or other public facilities beyond those identified in the Downtown Plan Final EIR.

## RECREATION

**Parks and recreational facilities.** The City of Long Beach owns and operates approximately 3,100 acres of public land for recreation, including community parks, neighborhood parks, sports parks, open spaces, beaches, community centers, and marinas. While recreation impacts were not specifically addressed within the Downtown Plan Final EIR, impacts to parks and recreational facilities were discussed in the Final EIR Public Services section. The Civic Center Project would not create any recreation impacts beyond those identified in the Downtown Plan Final EIR.

## TRANSPORTATION AND TRAFFIC

**Air traffic patterns.** The nearest boundary of the Downtown Plan project area is located approximately three miles from the nearest airport/airstrip.

**Emergency access.** The Downtown Plan Final EIR determined that impacts related to emergency access would be less than significant because the Downtown Plan would not alter through-traffic operations for emergency vehicles or eliminate existing roads or cause more circuitous access conditions. The proposed project is within the parameters of the Downtown Plan. Therefore, the Civic Center Project would not result in any new significant impacts to emergency access or increase the severity of significant impacts to emergency access beyond those identified in the Downtown Plan Final EIR.

**Alternative transportation.** The Downtown Plan would support adopted policies for providing alternative transportation modes and the currently proposed Civic Center Project is consistent with the Downtown Plan.

## UTILITIES AND SERVICE SYSTEMS

**Wastewater treatment.** The Downtown Plan Final EIR determined that buildout of the Downtown Plan would incrementally increase wastewater treatment demand in the City. Wastewater treatment services would be supplied to the proposed project through



the Sanitation Districts of Los Angeles County (LACSD). Currently, a majority of the City's wastewater is delivered to the Joint Water Pollution Control Plant (JWPCP) of the LACSD. The remaining portion of the City's wastewater is delivered to the Long Beach Water Reclamation Plant (WRP) of the LACSD. Expansion of facilities would be sized and service phased in a manner that is consistent with the Southern California Association of Government's regional growth forecast. Treatment infrastructure serving the City has sufficient excess capacity to meet anticipated peak flow demands. Therefore, the impact on wastewater treatment facilities was determined to be less than significant. The Civic Center Project would implement the Downtown Plan, and the wastewater treatment demand was accounted for in the Downtown Plan Final EIR. Therefore, the Civic Center Project would not create any recreation impacts beyond those identified in the Downtown Plan Final EIR.

**Sufficient water supplies available.** The recent drought has led to restrictions on water use in southern California, increased incentives for water conservation, and the potential for water rationing during summer months. If MWD implements water rationing in the summer months, the proposed project would be required to comply with any additional restrictions on water use that the City implements, which may include additional restrictions on landscape irrigation and promotion of non-potable water use, such as grey water, as described in SWRCB's Resolution 2014-0038. Therefore, the Civic Center Project would not result in any new significant impacts to water supplies or increase the severity of significant impacts to water supplies beyond those identified in the Downtown Plan Final EIR.

**Landfill and solid waste.** Buildout of the Downtown Plan would incrementally increase solid waste disposal treatment demand in the City. Based on LACSD's operation of the Mesquite Regional Landfill, which is permitted for up to 20,000 tons per day for approximately 100 years, adequate landfill capacity exists to accommodate solid waste disposal needs of buildout under the Downtown Plan. The Downtown Plan Final EIR determined that impacts related to solid waste disposal would be significant but mitigable for the Downtown Plan. The Civic Center Project would be subject to the same general mitigation measures identified and analyzed in the Final EIR, specifically Utilities-3(a) through Utilities-3(d), which require verification that construction waste disposal services recycle all demolition and construction-related waste, the provisioning of temporary waste separation bins onsite during demolition and construction, and the provisioning of recycling bins and educational materials during operation of the project to residential and commercial tenants. The Downtown Plan Final EIR determined that impacts related to solid waste would be significant but mitigable for implementation of the Downtown Plan. The Civic Center Project is within the growth forecast considered in the Downtown Plan. Therefore, the Civic Center Project would not result in any new significant impacts related to solid waste or increase the severity of significant impacts related to solid waste beyond those identified in the Downtown Plan Final EIR.



#### IV EFFECTS DETERMINED TO BE LESS THAN SIGNIFICANT IN THE CIVIC CENTER PROJECT FINAL SEIR

The Civic Center Project Final SEIR studied several issues identified in the Initial Study as having potentially significant impacts, but for which the SEIR determined that the Civic Center Project would not create significant environmental impacts beyond those identified in the Downtown Plan Final EIR. These are discussed below.

##### AESTHETICS

**Project Effects on Visual Character.** The proposed project would alter site-specific visual features by replacing existing buildings and land uses, but would not substantially damage scenic resources, including those related to a scenic vista or state scenic highway.

**Shadows.** Shadows from high-rise structures would not fall on sensitive residential, public gathering, and school uses for more than three hours during winter months or for more than four hours during summer months.

##### AIR QUALITY

**AQMP forecasts.** The Civic Center Project would not directly or indirectly generate population growth beyond that anticipated in the Downtown Plan Final EIR and AQMP forecasts.

**Traffic emissions.** Civic Center Project traffic would generate CO emissions that have the potential to create high concentrations of CO or CO hotspots. However, traffic would not cause the level of service (LOS) of an intersection to change to E or F, nor would it increase the volume to capacity ratio (V/C) by two percent or more for intersections rated D or worse. Therefore, localized air quality impacts related to CO hotspots would be less than significant.

##### GREENHOUES GAS EMISSIONS

**GHG emissions.** Development associated with the Civic Center Project would generate additional GHG emissions beyond existing conditions from construction and operational activities. The Downtown Plan Final EIR determined that both construction and operational GHG emissions associated with buildout of the Downtown Plan Final EIR determined that both construction and operational GHG emissions associated with buildout of the Downtown Plan would result in significant and unavoidable impacts. The Civic Center Project would contribute to this impact. However, GHG emissions would not exceed the 6.6 MT CO<sub>2</sub>e per service population per year significance threshold as required by Downtown Plan Final EIR Mitigation Measure AQ-2, and no additional mitigation measures would be required.



**GHG plans.** The Civic Center Project would be consistent with the Climate Action Team GHG reduction strategies, the SCAG Sustainable Communities Strategy, and Long Beach Sustainable City Action Plan Goals.

## NOISE

**Expose persons to or generation of excessive ground-borne vibration.** Operational activities associated with the proposed project could generate ground-borne vibration. The Downtown Plan Final EIR determined that impacts related to operational vibration would be less than significant. The Civic Center Project would not result in additional impacts beyond those determined in the Downtown Plan Final EIR.

**Expose persons to traffic noise.** Traffic generated by the Civic Center Project is not anticipated to result in noise level increases along roadways in the project vicinity. Traffic-related increases in noise would not exceed City thresholds at sensitive receptor locations along affected roadway segments. The Downtown Plan Final EIR also determined that traffic-generated noise increases resulting from the Downtown Plan would be less than significant.

## TRANSPORTATION AND TRAFFIC

**Traffic.** Implementation of the proposed project would increase traffic on the surrounding street network. The Downtown Plan Final EIR determined that buildout of the Downtown Plan would result in Class I, significant and unavoidable, traffic impacts. The Civic Center Project would contribute to this impact; however, project-generated traffic would not cause any intersection to exceed City standards under existing plus project traffic conditions. Impacts associated with the Civic Center Project would be less than significant.

**Hazardous design.** The Civic Center Project does not include any hazardous design features. Impacts associated with the Civic Center Project would be less than significant.



## V EFFECTS DETERMINED TO BE LESS THAN SIGNIFICANT WITH MITIGATION AND FINDINGS

The City of Long Beach, having reviewed and considered the information contained in the Civic Center Project Final SEIR, finds, pursuant to California Public Resources Code 21081 (a)(1) and CEQA Guidelines 15091 (a)(1), that changes or alterations have been required in, or incorporated into, the Civic Center Project to avoid or substantially lessen to below a level of significance the following potentially significant environmental effects identified in the Civic Center Project Final SEIR in the following categories: Aesthetics, Air Quality, and Noise.

### AESTHETICS

**Visual character.** The Civic Center Project would alter existing visual characteristics of the project site and surroundings, but would be consistent with the Downtown Plan and would not degrade existing visual character or quality. While the Downtown Plan Final EIR determined that the buildout of the Downtown Plan would result in a less than significant impact, the Civic Center Project would result in temporary construction impacts to visual character and quality due to views of activities and staging of vehicles, equipment, and materials.

### Finding

- *Changes or alterations have been required in, or incorporated into, the project that avoid or substantially lessen the significant environmental effect as identified in the Civic Center Project Final SEIR.*

### Facts in Support of Finding

The visual characteristics associated with the Civic Center Project construction activities have been eliminated or substantially lessened to a less than significant level by virtue of a mitigation measure identified in the Civic Center Project Final SEIR.

#### *Mitigation Measure:*

- AES-2**     Construction Screening. Temporary fencing comprised of chain link or wood with screening material attached shall be used around the perimeter of the active construction site to buffer views of construction activities, as well as the staging of vehicles, equipment, and materials. In addition, the contractor shall affix or paint a plainly visible sign on publically accessible portions of the temporary fencing, with the following language: "POST NO BILLS." Such language shall appear at intervals of no less than 25 feet along the length of the publically accessible portions of the barrier. The contractor shall ensure through daily visual inspections that no unauthorized materials are posted on any temporary construction barriers or temporary pedestrian walkways, and that such temporary barriers and walkways are maintained in a visually attractive manner, including the prompt removal of graffiti, throughout the construction period.



Implementation of Measure AES-2 would reduce the additional impact associated with the Civic Center Project to a less than significant level.

## AIR QUALITY

**Onsite construction generating temporary emissions.** Onsite construction activity would generate temporary emissions. The Civic Center Project would contribute to emissions from construction, but would not generate emissions exceeding SCAQMD regional thresholds or LSTs. However, if demolition occurs by implosion, the Civic Center Project would result in significant impacts related to localized PM<sub>10</sub> emissions and asbestos exposure without additional mitigation.

### Finding

- *Changes or alterations have been required in, or incorporated into, the project that avoid or substantially lessen the significant environmental effect as identified in the Civic Center Project Final SEIR.*

### Facts in Support of Finding

The potential exposure to emissions from onsite construction have been eliminated or substantially lessened to a less than significant level by virtue of mitigation measures identified in the Downtown Plan Final EIR. Downtown Plan Final EIR Mitigation Measures AQ-1(a) through AQ-1(c) would apply as would the following mitigation measure from the Civic Center Project Final SEIR.

#### *Mitigation Measure:*

**AQ-2** Air Quality Safety Plan. If demolition occurs by implosion, the City shall approve an Air Quality Safety Plan that protects public health. The Plan shall be prepared with and approved by the South Coast Air Quality Management District. Public safety measures include:

- A radius around the project site in which the public is prevented from being outdoors.
- Advanced notification of potential particulate matter and asbestos exposure to all land uses within 1,000 feet of the project site.
- Notice that windows should be closed at all buildings within the safety radius during the implosion until the City has provided notice that particulate matter and asbestos concentrations have reached background concentrations.
- Air quality monitoring during the day of the implosion to confirm when particulate matter and asbestos concentrations have reached background concentrations.



Implementation of Measure AQ-2 would reduce the additional impact associated with the Civic Center Project to a less than significant level.

## **NOISE**

**Operational activities may expose residents to increased noise levels.** Operational activities associated with the Civic Center Project would generate noise that could exceed City of Long Beach standards at existing receptors. Residential uses proposed as part of the Civic Center Project may also be exposed to noise levels that exceed City standards. The Downtown Plan Final EIR determined that operation associated with buildout of the Downtown Plan would result in a potentially significant impact unless mitigation is incorporated. The Civic Center Project would contribute to this impact and mitigation would be required.

### **Finding**

- *Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the Civic Center Project Final SEIR.*

### **Facts in Support of Finding**

The potential noise impacts related to operational activities of the proposed project have been eliminated or substantially lessened to a less than significant level by virtue of mitigation measures identified in the Civic Center Project Final SEIR.

#### *Mitigation Measures:*

**Noise-2(a) Loading Areas.** The applicant shall submit site plans to the Department of Development Services showing that all loading and unloading areas would be oriented away from existing sensitive receptors and/or shielded by the proposed buildings such that the line-of-sight would be broken.

**Noise-2(b) Sound-Rated Windows and Glass Doors Near Commercial Uses.** The applicant shall install sound-rated windows and sliding glass doors on all residential units that are within 50 feet of commercial uses. Windows shall be at least STC 35 to ensure that commercial activities do not result in interior noise levels exceeding 35 dBA when the windows are closed.

Implementation of Measures Noise-2(a) and Noise-2(b) would reduce the additional impact associated with the Civic Center Project to a less than significant level.

**Sensitive receptors may be located in areas that exceed noise standards.** Noise levels at proposed sensitive receptors may exceed City thresholds for interior and exterior noise. The Downtown Plan Final EIR determined that the Downtown Plan would result in a Class II impact, potentially significant unless mitigation is incorporated, as it would allow sensitive receptors to be located in areas exceeding City noise standards. The Downtown Plan required site-specific noise analysis and mitigation for individual projects, and it was determined that the Civic Center Project would contribute to this impact and mitigation would be required.



## Finding

- *Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the Civic Center Project Final SEIR.*

## Facts in Support of Finding

The potential impacts related to location of sensitive receptors in areas that would exceed noise level standards have been eliminated or substantially lessened to a less than significant level by virtue of mitigation measures identified in the Civic Center Project Final SEIR.

### *Mitigation Measures:*

**Noise-6(a) Mechanical Ventilation.** The applicant shall provide mechanical ventilation in all residential units proposed along Broadway, Pacific Avenue, Third Street, Cedar Avenue, Chestnut Avenue, and First Street, so that windows can remain closed at the choice of the occupants to maintain interior noise levels below 35 dBA Ldn.

**Noise-6(b) Sound-Rated Windows and Sliding Glass Doors.** The applicant shall install sound-rated windows and sliding glass doors on the residential units that face Broadway, Pacific Avenue, Third Street, and Cedar Avenue, as well as the proposed library, such that interior noise levels would not exceed 35 dBA Ldn when the windows are closed.

Implementation of Measures Noise-6(a) and Noise-6(b) would reduce the additional impact associated with the Civic Center Project to a less than significant level.



## VI ENVIRONMENTAL EFFECTS THAT REMAIN SIGNIFICANT AND UNAVOIDABLE AFTER MITIGATION AND FINDINGS

The Civic Center Project Final SEIR identifies potentially significant environmental impacts within three issue areas that cannot be fully mitigated and are therefore considered significant and unavoidable. Those impacts are related to Air Quality, Cultural Resources, and Noise. The proposed Civic Center Project would increase the severity of these impacts beyond what was identified in the Downtown Plan Final EIR.

The City of Long Beach, having reviewed and considered the information contained in the Downtown Plan Final EIR and the Civic Center Project Final SEIR, finds, pursuant to California Public Resources Code 21081 (a)(3) and CEQA Guidelines 15091 (a)(3), that to the extent these impacts remain significant and unavoidable, such impacts are acceptable when weighed against the overriding social, economic, legal, technical, and other considerations set forth in the Statement of Overriding Considerations, included as Section VII of these Findings. The unavoidably significant impacts identified in the Downtown Plan Final EIR are discussed below, along with the appropriate findings per CEQA Guidelines Section 15091.

### AIR QUALITY

**Operational activities would generate air pollutant emissions in the long-term.** Operation of the proposed project would generate air pollutant emissions in the long-term. Emissions would not exceed SCAQMD operational significance thresholds for any criteria pollutants, except ROG. The Downtown Plan Final EIR determined that operational emissions associated with buildout of the Downtown Plan would result in a significant and unavoidable impact. Emissions associated with the Civic Center Project would also exceed SCAQMD operational thresholds and would make a substantial contribution to the unavoidably significant impact identified in the Downtown Plan Final EIR.

### Finding

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore, the adverse environmental effects are considered acceptable.*

### Facts in Support of Finding

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide facts in support of this finding. Any remaining, unavoidable significant effects are acceptable when balanced against the facts set forth therein. The following mitigation measures from the Downtown Plan Final EIR (AQ-2) and the Civic Center Project Final SEIR (AQ-3a and AQ-3b) would reduce impacts to the extent feasible:



*Mitigation Measures:*

**AQ-2** Mitigation to reduce mobile source emissions due to implementation of the Civic Center Project addresses reducing the number of motor vehicle trips and reducing the emissions of individual vehicles under the control of the project applicant(s). The following measures shall be implemented by project applicant(s) unless it can be demonstrated to the City that the measures would not be feasible.

- The project applicant(s) for all project phases shall require the commercial development operator(s) to operate, maintain, and promote a ride-share program for employees of the various businesses.
- The project applicant(s) for all project phases shall include one or more secure bicycle parking areas within the property and encourage bicycle riding for both employees and customers.
- The proposed structures shall be designed to meet current Title 24 + 20 percent energy efficiency standards and shall include photovoltaic cells on the rooftops to achieve an additional 25 percent reduction in electricity use on an average sunny day.
- The City shall ensure that all commercial developments include shower and locker facilities for employees to encourage bicycle, walking, and jogging as options for commuting.
- The project applicant(s) for all project phases shall require that all equipment operated by the businesses within the facility be electric or use non-diesel engines.
- All truck loading and unloading docks shall be equipped with one 110/208-volt power outlet for every two-dock door. Diesel trucks shall be prohibited from idling more than 5 minutes and must be required to connect to the 110/208-volt power to run any auxiliary equipment. Signs outlining the idling restrictions shall be provided.
- If, at the time of construction, SCAQMD, CARB, or EPA has adopted a regulation or new guidance applicable to mobile- and area-source emissions, compliance with the regulation or new guidance may completely or partially replace this mitigation if it is equal to or more effective than the mitigation contained herein, and if the City so permits. Such a determination shall be supported by a project-level analysis that is approved by the City.

**AQ-3(a)** Low-VOC Paint. The project applicant shall require all development operator(s) to use low-VOC paint on all interior and exterior surfaces. Paint should not exceed 50 g/L for all interior surfaces and exterior surfaces.

**AQ-3(b)** Low-VOC Paint. Provide electric and propane barbecue outlets in all residential outdoor areas.



**Exposure of receptors to short-term and long-term emissions.** Implementation of the proposed Downtown Plan would result in exposure of receptors to short- and long-term emissions of TACs from onsite and offsite stationary and mobile sources. Impacts from Port of Long Beach and offsite stationary sources, and onsite mobile sources were determined by the Downtown Plan Final EIR to be significant and unavoidable. The Civic Center Project would add residents within Downtown area and these residents would be exposed to the health risks associated with the Port of Long Beach that were identified in the Downtown Plan Final EIR. Thus, the Civic Center Project would make a substantial contribution to the unavoidably significant health risk impact identified in the Downtown Plan Final EIR.

### **Finding**

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore, the adverse environmental effects are considered acceptable.*

### **Facts in Support of Finding**

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide facts in support of this finding. Any remaining, unavoidable significant effects are acceptable when balanced against the facts set forth therein. The following mitigation measures from the Downtown Plan EIR do not directly apply to the proposed Civic Center Project, but would reduce the impacts associated with implementation of the Downtown Plan to the extent feasible:

#### *Mitigation Measures:*

- AQ-4(a)** The following measures shall be implemented to reduce exposure of sensitive receptors to operational emissions of TACs:
- Proposed commercial land uses that have the potential to emit TACs or host TAC-generating activity (e.g., loading docks) shall be located away from existing and proposed onsite sensitive receptors such that they do not expose sensitive receptors to TAC emissions that exceed an incremental increase of 10 in 1 million for the cancer risk and/or a noncarcinogenic Hazard Index of 1.0.
  - Where necessary to reduce exposure of sensitive receptors to an incremental increase of 10 in 1 million for the cancer risk and/or a noncarcinogenic Hazard Index of 1.0, proposed commercial and industrial land uses that would host diesel trucks shall incorporate idle-reduction strategies that reduce the main propulsion engine idling time through alternative technologies such as IdleAire, electrification of truck parking, and alternative energy sources for TRUs to allow diesel engines to be completely turned off.
  - Signs shall be posted in at all loading docks and truck loading areas to indicate that diesel-powered delivery trucks must be shut off when not in use for longer than 5 minutes on the premises. This measure is consistent



with the ATCM to Limit Diesel-Fueled Commercial Motor Vehicle Idling, which was approved by the California Office of Administrative Law in January 2005.

- Proposed facilities that would require the long-term use of diesel equipment and heavy-duty trucks shall develop a plan to reduce emissions, which may include such measures as scheduling activities when the residential uses are the least occupied, requiring equipment to be shut off when not in use, and prohibiting heavy trucks from idling.
- When determining the exact type of facility that would occupy the proposed commercial space, the City shall take into consideration its toxic-producing potential.
- Commercial land uses that accommodate more than 100 trucks per day, or 40 trucks equipped with TRUs, within 1,000 feet of sensitive receptors (e.g., residences or schools) shall perform a site-specific project-level HRA in accordance with SCAQMD guidance for projects generating or attracting vehicular trips, especially heavy-duty diesel-fueled vehicles (SCAQMD 2003b). If the incremental increase in cancer risk determined by the HRA exceeds the threshold of significance recommended by SCAQMD or ARB at the time (if any), then all feasible mitigation measures shall be employed to minimize the impact.

**AQ-4(b)** The City shall verify that the following measures are implemented by new developments to reduce exposure of sensitive receptors to emissions of TACs from POLB and stationary sources in the vicinity of the Downtown Plan project area:

- All proposed residences in the Downtown Plan Project area shall be equipped with filter systems with high Minimum Efficiency Reporting Value (MERV) for removal of small particles (such as 0.3 micron) at all air intake points to the home. All proposed residences shall be constructed with mechanical ventilation systems that would allow occupants to keep windows and doors closed and allow for the introduction of fresh outside air without the requirement of open windows.
- The heating, ventilation, and air conditioning (HVAC) systems shall be used to maintain all residential units under positive pressure at all times.
- An ongoing education and maintenance plan about the filtration systems associated with HVAC shall be developed and implemented for residences.
- To the extent feasible, sensitive receptors shall be located as far away from the POLB as possible.



## CULTURAL RESOURCES

**Historical resources would be impacted.** Construction of the proposed project would involve the demolition of the Old Courthouse and the Long Beach City Hall-Library Complex, which have been identified as historical resources for the purposes of CEQA. The Downtown Plan Final EIR determined that cultural resource impacts associated with buildout of the Downtown Plan would be significant and unavoidable. Demolition of the Old Courthouse and the Long Beach City Hall-Library Complex would substantially contribute to this unavoidably significant impact.

### Finding

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore the adverse environmental effects are considered acceptable.*

### Facts in Support of Finding

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide facts in support of this finding. Any remaining, unavoidable significant effects are acceptable when balanced against the facts set forth therein. The following mitigation measures would reduce the impacts to the extent feasible:

#### *Mitigation Measures:*

- CR-1(a)** Historic Artifact Collection Program. Impacts resulting from the demolition of the City Hall-Library Complex and Courthouse shall be minimized through development of an archival identification and collections program. The purpose of this program will be to identify the existing historic artifacts, documents and other objects that are currently stored at the Main Library, City Hall and Port of Long Beach facilities, as well as key components of the Old Courthouse and City Hall-Library Complex to be demolished, so that these important relics can be utilized in the future by researchers and the public for educational purposes. As part of the program, the City will itemize, catalogue and rehouse the items, and establish appropriate conservation and storage measures for long-term preservation. One possible location for rehousing items would be as a museum in the proposed project's new Library. Completion of this mitigation measure shall be monitored and enforced by the City of Long Beach Development Services Department.
- CR-1(b)** Building Documentation. Impacts resulting from the demolition of the City Hall-Library Complex and Old Courthouse shall be minimized through archival documentation of as-built and as-found condition. Prior to issuance of the first occupancy permit for the project, the lead agency shall ensure that documentation of the building is completed in accordance with the general guidelines of Historic American Building Survey (HABS) documentation. The documentation shall include large-format photographic recordation, a



historic narrative report, and compilation of historic research. The documentation shall be completed by a qualified architectural historian or historian who meets the Secretary of the Interior's Professional Qualification Standards for History and/or Architectural History. The original archival-quality documentation shall be offered as donated material to repositories that will make it available for current and future generations. Archival copies of the documentation also would be submitted to the City of Long Beach Development Services Department, the downtown branch of the Long Beach Public Library, and the Historical Society of Long Beach where it would be available to local researchers. Completion of this mitigation measure shall be monitored and enforced by the City of Long Beach Development Services Department.

## NOISE

**Construction-related activities would generate excess noise.** Construction-related activities associated with the Civic Center Project would generate noise that could exceed City of Long Beach standards at existing receptors. Residential uses included in the project may also be exposed to noise levels that exceed City standards. The Downtown Plan Final EIR determined that construction associated with buildout of the Downtown Plan would result in a potentially significant impact unless mitigation is incorporated. The proposed project would substantially contribute to this impact and mitigation would not reduce the impact to a less than significant level, so this is a significant and unavoidable impact.

### Finding

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore, the adverse environmental effects are considered acceptable.*

### Facts in Support of Finding

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide facts in support of this finding. Any remaining, unavoidable significant effects are acceptable when balanced against the facts set forth therein. In addition, the following mitigation measures would reduce impacts to the extent feasible:

#### *SEIR Mitigation Measure:*

**Noise-1** Noise Control Plan. If demolition occurs by implosion, the City shall approve a Noise Control Plan that protects public health and includes:

- A site-specific map that delineates the hearing damage radius.
- Safety measures to ensure that community members would not be within this radius during the implosion.



- Control measures designed by an implosion expert to reduce noise at the source of the implosion.
- A statement that all demolition-related damage shall be repaired.

*Downtown Plan EIR Mitigation Measures:*

**Noise-1(a)** The following measures shall be applied to proposed construction projects that are determined to have potential noise impacts from removal of existing pavement and structures, site grading and excavation, pile driving, building framing, and concrete pours and paving:

- All internal combustion-engine-driven equipment shall be equipped with mufflers that are in good operating condition and appropriate for the equipment.
- "Quiet" models of air compressors and other stationary construction equipment shall be employed where such technology exists.
- Stationary noise-generating equipment shall be located as far as reasonable from sensitive receptors when sensitive receptors adjoin or are within 150 feet of a construction site.
- Unnecessary idling of internal combustion engines (i.e., in excess of 5 minutes) shall be prohibited.
- Foundation pile holes shall be predrilled, as feasible based on geologic conditions, to minimize the number of impacts required to seat the pile.
- Construction-related traffic shall be routed along major roadways and away from noise-sensitive receptors.
- Construction activities, including the loading and unloading of materials and truck movements, shall be limited to the hours specified in the City Noise Ordinance (Section 8.80.202).
- Businesses, residences, and noise-sensitive land uses within 150 feet of construction sites shall be notified of the construction. The notification shall describe the activities anticipated, provide dates and hours, and provide contact information with a description of the complaint and response procedure.
- Each project implemented as part of the Plan shall designate a "construction liaison" that would be responsible for responding to any local complaints about construction noise. The liaison would determine the cause of the noise complaints (e.g., starting too early, bad muffler, etc.) and institute reasonable measures to correct the problem. A telephone number for the liaison shall be conspicuously posted at the construction site.
- If a noise complaint(s) is registered, the liaison, or project representative, shall retain a City-approved noise consultant to conduct noise measurements at the location that registered the complaint. The noise measurements shall be conducted for a minimum of 1 hour and shall include 1-minute intervals. The consultant shall prepare a letter report summarizing the measurements and potential measures to reduce noise levels to the maximum extent feasible. The letter report shall include all



measurement and calculation data used in determining impacts and resolutions. The letter report shall be provided to code enforcement for determining the adequacy and if the recommendations are adequate.

**Noise-1(b)** The City will require the following measures, where applicable based on noise level of source, proximity of receptors, and presence of intervening structures, to be incorporated into contract specifications for construction projects within 150 feet of existing residential uses implemented under the proposed Plan:

- Temporary noise barriers shall be constructed around construction sites adjacent to, or within 150 feet of, operational business, residences, or other noise-sensitive land uses. Temporary noise barriers shall be constructed of material with a minimum weight of 4 pounds per square foot with no gaps or perforations. Noise barriers may be constructed of, but are not limited to, 5/8 inch plywood, 5/8 inch oriented strand board, or hay bales.
- If a project-specific noise analysis determines that the barriers described above would not be sufficient to avoid a significant construction noise impact, a temporary sound control blanket barrier, shall be erected along building façades facing construction sites. This mitigation would only be necessary if conflicts occurred that were irresolvable by proper scheduling and other means of noise control were unavailable. The sound blankets are required to have a minimum breaking and tear strength of 120 pounds and 30 pounds, respectively. The sound blankets shall have a minimum sound transmission classification of 27 and noise reduction coefficient of 0.70. The sound blankets shall be of sufficient length to extend from the top of the building and drape on the ground or be sealed at the ground. The sound blankets shall have a minimum overlap of 2 inches.

**Construction-activities could generate ground-borne vibration.** Construction-activities associated with the proposed project could generate ground-borne vibration. The Downtown Plan Final EIR and Long Beach Courthouse Demolition Project Draft EIR determined that impacts related to construction-generated vibration would be significant and unavoidable. The Civic Center Project would substantially contribute to this impact; therefore, construction-related vibration would be a significant and unavoidable impact of the Civic Center Project.

### Finding

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore the adverse environmental effects are considered acceptable.*

### Facts in Support of Finding

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide facts in support of this finding. Any remaining, unavoidable



significant effects are acceptable when balanced against the facts set forth therein. In addition, the following mitigation measure would reduce the impacts to the extent feasible:

*SEIR Mitigation Measure:*

**Noise-3** Vibration Control Plan. If demolition occurs by implosion, the City shall approve a Vibration Control Plan that protects public health and adjacent buildings, and includes:

- A site-specific estimate of the potential zones of vibration perceptibility and building damage.
- A pre-construction survey to assess the foundations and facades of buildings within the damage zone.
- A post-construction survey to assess damage, if any, caused by implosion.
- A statement that all demolition-related damage shall be repaired.

*Downtown Plan EIR Mitigation Measures:*

**Noise-2(a)** The City shall review all construction projects for potential vibration-generating activities from demolition, excavation, pile-driving, and construction within 100 feet of existing structures and shall require site-specific vibration studies to be conducted to determine the area of impact and to identify appropriate mitigation measures. The studies shall, at a minimum, include the following:

- Identification of the project's vibration compaction activities, pile driving, and other vibration-generating activities that have the potential to generate ground-borne vibration; and the sensitivity of nearby structures to ground-borne vibration. This task should be conducted by a qualified structural engineer.
- A vibration monitoring and construction contingency plan to identify structures where monitoring would be conducted; establish a vibration monitoring schedule; define structure-specific vibration limits; and address the need to conduct photo, elevation, and crack surveys to document before and after construction conditions. Construction contingencies shall be identified for actions to be taken when vibration levels approached the defined vibration limits.
- Maintain a monitoring log of vibrations during initial demolition activities and during pile driving activities. Monitoring results may indicate the need for a more or less intensive measurement schedule.
- Vibration levels limits for suspension of construction activities and implementation of contingencies to either lower vibration levels or secure the affected structures.



- Post-construction survey on structures where either monitoring has indicated high vibration levels or complaints of damage have been made. Make appropriate repairs or compensation where damage has occurred as a result of construction activities.

**Noise-2(b)** Any construction activity that generates vibration exceeding the “vibration perception threshold” as specified in Municipal Code Section 8.80.200 at any school shall be scheduled at a time when school is not in session.

## **ALTERNATIVES**

The Civic Center Project SEIR studied four alternatives to the proposed project. These alternatives are described below.

**No Project (Alternative 1)** - This alternative assumes that the Civic Center Project is not constructed. It assumes that the project site would continue in its current condition and that the existing City Hall, Main Library, Lincoln Park, vacant former Long Beach Courthouse, and associated parking structures and parking lots would remain. However, implementation of the no project alternative at this time would not preclude development of the site at some point in the future.

**Downtown Plan Buildout of Civic Center Area (Alternative 2)** - The Downtown Plan EIR assumed development of up to 800 residential units, 460,000 gross square feet (GSF) of office/commercial floor area, 64,000 GSF of retail space and 16,000 GSF of restaurant uses for the Civic Center area in the Downtown Plan traffic analysis. This alternative assumes the existing Main Library and Lincoln Park would be retained and Lincoln Parking Garage would not be renovated. In addition, this alternative does not include the construction of a hotel. Because the existing Library and Lincoln Park would be retained, grading would be reduced in comparison to the proposed project to 11,200 cubic yards (cy) of import and 350,000 cy of export and the construction schedule would likely be reduced to 69 months. Similar to the proposed project, this alternative would include demolition of the former Courthouse and City Hall.

**Adaptive Reuse (Alternative 3)** - This alternative considers the potential impacts of rehabilitating the former Long Beach Courthouse to be adaptively reused primarily as City Hall and/or municipal offices. This alternative also considers the demolition of the City Hall-Library Complex to occur by means other than implosion. The Adaptive Reuse Alternative assumes the former Courthouse building would be rehabilitated for a government office use in conformance with the Secretary of the Interior Standards for the Treatment of Historic Properties. Rehabilitation of the building would be conducted in accordance with the California Historic Building Code, which allows for more flexible application of building regulations when impacting a historic resource. It is assumed that all identified character-defining features of the Courthouse building interior would be repaired and maintained in-situ to the highest degree feasible and in accordance with the Secretary’s Rehabilitation Standards and Guidelines. Nonetheless, the majority of these spaces would be altered to accommodate government office uses.



**Reduced Density (Alternative 4)** - This alternative involves reducing the amount of residential, commercial, and office/library uses proposed for the project site by five percent. Therefore, this alternative assumes the construction of 741 dwelling units, a 190-room hotel, 484,500 gross square feet (GSF) of office uses, 30,400 GSF of retail uses, 7,600 GSF of restaurant uses, and 87,400 GSF of library uses. It is assumed that the footprint of proposed land uses would remain the same; therefore, this alternative would utilize 3.17 acres of Lincoln Park as open space and would have the same overall grading as the proposed project. The construction schedule would be shorter than the proposed project and would occur over approximately 71 months.

### **Finding**

- *Specific economic, legal, social, technological, or other considerations, as discussed in the Statement of Overriding Considerations, outweigh the unavoidable adverse environmental effects; therefore the adverse environmental effects are considered acceptable.*

### **Facts in Support of Finding**

Alternative 1 would not meet any of the project objectives listed in Section II of these Findings. Alternative 2 would involve more overall development and greater overall impacts than the proposed project; therefore, it would not be environmentally superior to the proposed project. Alternative 3 would meet some project objectives, but to a lesser degree than the proposed project. In addition, adaptive reuse of the Courthouse would require substantial upgrades to the building's structural, mechanical, plumbing, fire protection, lighting and electrical systems as well as upgrades to meet disabled access regulations. While the gross building area is approximately 277,000 square feet, the net useable area for office conversion would be much less. The estimated usable office area would be in the 60 to 70 percent range or approximately 180,000 square feet. Seismic strengthening of the existing building structural systems is needed to remain habitable after a seismic event. The probable cost for rehabilitation of the former Courthouse and conversion to municipal office use would range from \$124,650,000 to \$138,500,000. Moreover, Alternative 3 would not eliminate impacts to cultural resources and would not meet the project objective of redeveloping the Civic Center mega-block into a vibrant mix of public and private space, including a grand Civic Plaza. Alternative 4 would meet most of the basic project objectives, but to a lesser degree than the proposed project. Moreover, Alternative 4 would not eliminate any of the unavoidably significant impacts identified for the proposed project.

The overriding social, economic and other considerations set forth in the Statement of Overriding Considerations provide additional facts in support of these findings. Any remaining, unavoidable significant effects are acceptable when balanced against the facts set forth therein.



## VII STATEMENT OF OVERRIDING CONSIDERATIONS

### A INTRODUCTION

The California Environmental Quality Act (CEQA) and the CEQA Guidelines provide in part the following:

- CEQA requires that the decision maker balance the benefits of a proposed project against its unavoidable environmental risks in determining whether to approve the project. If the benefits of the proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered “acceptable.”
- Where the decision of the public agency allows the occurrence of significant effects that are identified in an EIR, but are not avoided or substantially lessened, the agency must state in writing the reasons to support its action based on the EIR and/or other information in the record. This statement may be necessary if the agency also makes the finding under Section 15091 (a)(2) or (a)(3) of the *CEQA Guidelines*.
- If an agency makes a statement of overriding considerations, the statement should be included in the record of the project approval and should be mentioned in the Notice of Determination (Section 15093 of the *CEQA Guidelines*).

The City of Long Beach, having reviewed and considered the information contained in the Long Beach Downtown Plan Final EIR and the Civic Center Project Final SEIR, adopts the following Statement of Overriding Considerations, originally adopted for the Downtown Plan in January 2012, for the proposed Civic Center Project.

### B SIGNIFICANT UNAVOIDABLE ADVERSE IMPACTS

Although mitigation measures have been included where feasible for potential project impacts as described in the preceding findings, identified measures cannot bring impacts of the Downtown Plan to below a level of significance for the following issues:

- Aesthetics
- Air Quality
- Cultural Resources
- Greenhouse Gas Emissions
- Noise
- Population and Housing
- Public Services
- Traffic and Circulation



Moreover, the proposed Civic Center Project would increase the severity of or substantially contribute to Impacts in the following areas:

- Air Quality (long-term operation, exposure to health risk)
- Cultural Resources
- Noise (construction noise and vibration)

Details of these significant unavoidable adverse impacts are discussed in the Long Beach Downtown Plan Final EIR and the Civic Center Project Final SEIR.

## **C STATEMENT OF OVERRIDING CONSIDERATIONS**

The California Environmental Quality Act requires the lead agency to balance the benefits of a proposed project against its unavoidable environmental risks in determining whether to approve the project.

The City of Long Beach has determined that the significant unavoidable adverse impacts of the Downtown Plan to which the proposed Civic Center Project would incrementally contribute are acceptable and are outweighed by social, economic and other benefits.

1. The City of Long Beach finds that all feasible mitigation measures have been imposed to lessen impacts from the Downtown Plan and the Civic Center Project to less than significant levels.
2. Implementation of the Civic Center Project pursuant to the Downtown Plan will contribute to long-range development goals identified by the City in the General Plan Land Use Element and the 2010 Long Beach Strategic Plan. The Land Use Element adopted in July 1989 calls for Downtown Long Beach to “build its downtown into a multi-purpose activity center of regional significance...offering a wide variety of activities which result in an overall environment that is attractive and exciting during both the daylight and evening hours”, “support efforts aimed at preserving its significant historic and cultural places and buildings”, and achieving “architectural continuity with the downtown...through the quality of design, workmanship, and materials utilized.”
3. The Civic Center Project will contribute to implementation of the Downtown Plan, which will positively enhance Long Beach by facilitating redevelopment of the Downtown area with a mix of residential, commercial, and public uses in proximity to existing and planned employment, entertainment, retail, and transit opportunities.
4. The Civic Center Project will implement the Downtown Plan, which will enhance access to the Downtown Plan project area by providing a high quality pedestrian environment, efficient vehicular access, parking structures, bicycle-supporting facilities, and access to mass transit.
5. The Civic Center Project will enhance opportunities for private financial investments through employment and business opportunities.



6. By helping to implement the Downtown Plan, the Civic Center Project will strive for sustainability and utilize strategies to encourage efficient use of land and energy conservation. This will further the City's sustainability goals and reduce air pollution in the City.
7. By helping to implement the Downtown Plan, the Civic Center Project will enhance the economic vitality of the Downtown Plan project area and the City as a whole by facilitating economically viable non-residential development that will provide property tax, sales tax, and other revenue opportunities.
8. The Civic Center Project will replace seismically deficient City Hall and Main Library in an expeditious manner.
9. The Civic Center Project will reduce public safety hazards by eliminating the risk of fire, structural collapse, personal injury to trespassers, vandalism and crime, by demolishing the structurally unsound, abandoned, and deteriorated former Long Beach Courthouse building.
10. The Civic Center Project will meet the long term goal of the Harbor Department to bring its headquarters downtown.
11. The Civic Center Project will redevelop the Civic Center mega-block into a vibrant mix of public and private space, including a grand Civic Plaza, which asserts the value and importance of the public realm, and which functions as the City's center for governance, civic engagement and cultural and educational exchange.
12. The Civic Center Project will improve connections between the new Civic Center and greater Downtown through the reestablishment of the small block grid of the historic downtown street fabric and encouragement of a more pedestrian friendly environment.
13. The Civic Center Project will redevelop the Main Library within Lincoln Park and ensure that future library space needs will be considered in the context of the changing role of the modern city library, and revolutionary change in media and technology that will influence the library of the future.
14. The Civic Center Project will revitalize Lincoln Park into a destination park with amenities appropriate for visitors, residents and Downtown workers.
15. The Civic Center Project will provide needed new housing in downtown Long Beach, including housing that is affordable to moderate income persons.

Therefore, the City of Long Beach, having reviewed and considered the information contained in the Downtown Plan Final EIR and the Civic Center Project Final SEIR, adopts the Statement of Overriding Considerations that has been balanced against the unavoidable adverse impacts in reaching a decision on the Civic Center Project.



## EXHIBIT B

### CITY OF LONG BEACH CIVIC CENTER PROJECT

## MITIGATION MONITORING AND REPORTING PROGRAM

CEQA requires adoption of a monitoring and reporting program (MMRP) for the mitigation measures necessary to mitigate or avoid significant effects on the environment. The MMRP is designed to ensure compliance with adopted mitigation measures during project implementation.

This MMRP includes applicable mitigation measures from both the Downtown Plan Final Program Environmental Impact Report (PEIR) and the Civic Center Project Supplemental Environmental Impact Report (SEIR). For each measure, specifications are made herein that identify the action required and the monitoring that must occur. In addition, the party for verifying compliance with individual mitigation measures is identified.

In some cases, applicable measures from the Downtown Plan PEIR were fully or partially implemented as part of the Civic Center Project SEIR. In such cases, the MMRP indicates that no further action is required or revises the monitoring requirements outlined in the PEIR to reflect the specific circumstance for the Civic Center Project. When monitoring requirements from the PEIR and the SEIR differ, the requirements of the SEIR supersede those of the PEIR.

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<b>AESTHETICS</b>							
<b>DT Mitigation Measure AES-2(a) Lighting Plans and Specifications.</b> Prior to the issuance of building permits for new large development projects, the applicant shall submit lighting plans and specifications for all exterior lighting fixtures and light standards to the Development Services Department for review and approval. The plans shall include a photometric design study demonstrating that all outdoor light fixtures to be installed are designed or located in a manner as to contain the direct rays from the lights onsite and to minimize spillover of light onto surrounding properties or roadways. All parking structure lighting shall be shielded and directed away from residential uses. Rooftop decks and other similar amenities are encouraged in the Plan. Lighting for such features shall be designed so that light is directed so as to provide adequate security and minimal spill-over or nuisance lighting.	Review and approval of final building plans for individual project components	Prior to issuance of building permits	Once per individual project component	LBPWD, LBDS			
<b>DT Mitigation Measure AES-2(b) Building Material Specifications.</b> Prior to the issuance of any building permits for development projects, applicants shall submit plans and specifications for all building materials to the Development Services Department for review and approval. The Plan provides measures to ensure that the highest quality materials are used for new development projects. This is an important consideration, since high-quality materials last longer. Quality development provides an impression of permanence and can encourage additional private investment in Downtown Long Beach.	Review and approval of final building plans for individual project components	Prior to issuance of building permits	Once per individual project component	LBPWD, LBDS			

Key: LBPWD – City of Long Beach Public Works Department  
 LBDS – City of Long Beach Development Services Department  
 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<b>DT Mitigation Measure AES-2(c) Light Fixture Shielding.</b> Prior to the issuance of building permits for development projects within the Downtown Plan Project area, applicants shall demonstrate to the Development Services Department that all night lighting installed on private property within the project site shall be shielded, directed away from residential and other light-sensitive uses, and confined to the project site. Rooftop lighting, including rooftop decks, security lighting, or aviation warning lights, shall be in accordance with Airport/Federal Aviation Administration (FAA) requirements. Additionally, all lighting shall comply with all applicable Airport Land Use Plan (ALUP) Safety Policies and FAA regulations.	Review and approval of final building plans for individual project components	Prior to issuance of building permits	Once per individual project component	LBPWD, LBDS			
<b>DT Mitigation Measure AES-2(d) Window Tinting.</b> Prior to the issuance of any building permits, the applicant shall submit plans and specifications showing that building windows are manufactured or tinted to minimize glare from interior lighting and to minimize heat gain in accordance with energy conservation measures.	Review and approval of final building plans for individual project components	Prior to issuance of building permits	Once per individual project component	LBPWD, LBDS			
<b>DT Mitigation Measure AES-3 Shadow Impacts.</b> Prior to the issuance of building permits for any structure exceeding 75 feet in height or any structure that is adjacent to a light sensitive use and exceeds 45 feet in height, the applicant shall submit a shading study that includes calculations of the extent of shadowing arches for winter and equinox conditions. If feasible, projects shall be designed to avoid shading of light sensitive uses in excess of the significance thresholds outlined in this EIR. If avoidance of shadows exceeding significance thresholds is determined to be infeasible, the shadow impact will be disclosed as part of a project environmental impact report (EIR).	Implemented in Civic Center Project SEIR; no further action required	Prior to issuance of building permits	Once per individual project component	LBDS			

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 LBDS – City of Long Beach Development Services Department  
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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p><b>SEIR Mitigation Measure AES-2 Construction Screening.</b> Temporary fencing comprising of chainlink or wood with screening material attached shall be used around the perimeter of the active construction site to buffer views of construction activities, as well as the staging of vehicles, equipment, and materials. In addition, the contractor shall affix or paint a plainly visible sign on publically accessible portions of the temporary fencing, with the following language: "POST NO BILLS." Such language shall appear at intervals of no less than 25 feet along the length of the publically accessible portions of the barrier. The contractor shall ensure through daily visual inspections that no unauthorized materials are posted on any temporary construction barriers or temporary pedestrian walkways, and that such temporary barriers and walkways are maintained in a visually attractive manner, including the prompt removal of graffiti, throughout the construction period.</p>	<p>Verification that temporary fencing is installed around the perimeter of the construction site and that signs are posted on fencing</p>	<p>During construction</p>	<p>Periodically throughout construction</p>	<p>OCM</p>			
<b>AIR QUALITY</b>							
<p><b>DT Mitigation Measure AQ-1(a)</b> To reduce short-term construction emissions, the City shall require that all construction projects that would require use of heavy-duty (50 horsepower [hp] or more) off-road vehicles to be used during construction shall require their contractors to implement the Enhanced Exhaust Control Practices (listed below) or whatever mitigation measures are recommended by SCAQMD at the time individual portions of the site undergo construction.</p> <p><u>Enhanced Exhaust Control Practices</u></p> <ul style="list-style-type: none"> <li>The project applicant shall provide a plan for approval by the City, demonstrating that the heavy-duty (50 hp or more) off-road vehicles to be used in the construction project, including owned, leased, and subcontractor vehicles, will achieve a project-wide fleet-average 20 percent NO<sub>x</sub> reduction, 20 percent VOC reduction, and 45 percent particulate reduction compared to the 2011 ARB fleet average, as contained in the URBEMIS output sheets in Appendix C. Acceptable options for</li> </ul>	<p>Field verification of compliance for individual project components</p>	<p>During construction</p>	<p>Periodically throughout construction of individual project components</p>	<p>OCM</p>			

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<p>reducing emissions may include use of late-model engines, low-emission diesel products, alternative fuels, engine retrofit technology, after-treatment products, and/or other options as they become available. SCAQMD, which is the resource agency for air quality in the Project area, can be used in an advisory role to demonstrate fleet-wide reductions. SCAQMD's mitigation measures for off-road engines can be used to identify an equipment fleet that achieves this reduction (SCAQMD 2007b).</p> <ul style="list-style-type: none"> <li>The project applicant shall submit to the City a comprehensive inventory of all off-road construction equipment, equal to or greater than 50 hp, that would be used an aggregate of 40 or more hours during any portion of the construction project. The inventory shall include the hp rating, engine production year, and projected hours of use for each piece of equipment. The inventory shall be updated and submitted monthly throughout the duration of the project, except that an inventory shall not be required for any 30-day period in which no construction activity occurs. At least 48 hours prior to the use of heavy-duty off-road equipment, the project representative shall provide the City with the anticipated construction timeline including start date and name and phone number of the project manager and onsite foreman. A visual survey of all in-operation equipment shall be made at least weekly, and a monthly summary of the visual survey results shall be submitted throughout the duration of the project, except that the monthly summary shall not be required for any 30-day period in which no construction activity occurs. The monthly summary shall include the quantity and type of vehicles surveyed and the dates of each survey. SCAQMD staff and/or other officials may conduct periodic site inspections to determine compliance.</li> <li>If, at the time of construction, SCAQMD, CARB, or the EPA has adopted a regulation or new guidance applicable to construction emissions, compliance with the regulation or new guidance may completely or partially replace this mitigation if it is equal to or more</li> </ul>							

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<p>effective than the mitigation contained herein, and if the City so permits. Such a determination must be supported by a project-level analysis and be approved by the City.</p> <ul style="list-style-type: none"> <li>•</li> </ul>							
<p><b>DT Mitigation Measure AQ-1(b)</b> Prior to construction of each development phase of onsite land uses that are proposed within 1,500 feet of sensitive receptors, each project applicant shall perform a project-level CEQA analysis that includes a detailed LST analysis of construction-generated emissions of NO<sub>2</sub>, CO, PM<sub>10</sub>, and PM<sub>2.5</sub> to assess the impact at nearby sensitive receptors. The LST analysis shall be performed in accordance with applicable SCAQMD guidance that is in place at the time the analysis is performed. The project-level analysis shall incorporate detailed parameters of the construction equipment and activities, including the year during which construction would be performed, as well as the proximity of potentially affected receptors, including receptors proposed by the project that exist at the time the construction activity would occur.</p>	<p>Implemented in Civic Center Project SEIR; no further action required</p>						
<p><b>DT Mitigation Measure AQ-2</b> Mitigation to reduce mobile source emissions due to implementation of the Plan addresses reducing the number of motor vehicle trips and reducing the emissions of individual vehicles under the control of the project applicant(s). The following measures shall be implemented by project applicant(s) unless it can be demonstrated to the City that the measures would not be feasible.</p> <ul style="list-style-type: none"> <li>• The project applicant(s) for all project phases shall require the commercial development operator(s) to operate, maintain, and promote a ride-share program for employees of the various businesses.</li> <li>• The project applicant(s) for all project phases shall include one or more secure bicycle parking areas within the property and encourage bicycle riding for both employees and customers.</li> <li>• The proposed structures shall be designed to meet current Title 24 + 20 percent energy efficiency</li> </ul>	<p>Review and approval of final building plans for individual project components</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>OCM, LBDS</p>			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>standards and shall include photovoltaic cells on the rooftops to achieve an additional 25 percent reduction in electricity use on an average sunny day.</p> <ul style="list-style-type: none"> <li>The City shall ensure that all new commercial developments include or have access to convenient shower and locker facilities for employees to encourage bicycle, walking, and jogging as options for commuting.</li> <li>The project applicant(s) for all project phases shall require that all equipment operated by the businesses within the facility be electric or use non-diesel engines.</li> <li>All truck loading and unloading docks shall be equipped with one 110/208-volt power outlet for every two-dock door. Diesel trucks shall be prohibited from idling more than 5 minutes and must be required to connect to the 110/208-volt power to run any auxiliary equipment. Signs outlining the idling restrictions shall be provided.</li> </ul> <p>If, at the time of construction, SCAQMD, CARB, or EPA has adopted a regulation or new guidance applicable to mobile- and area-source emissions, compliance with the regulation or new guidance may completely or partially replace this mitigation if it is equal to or more effective than the mitigation contained herein, and if the City so permits. Such a determination shall be supported by a project-level analysis that is approved by the City.</p>							

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<p><b>DT Mitigation Measure AQ-4(a)</b> The following measures shall be implemented to reduce exposure of sensitive receptors to operational emissions of TACs:</p> <ul style="list-style-type: none"> <li>Proposed commercial land uses that have the potential to emit TACs or host TAC-generating activity (e.g., loading docks) shall be located away from existing and proposed onsite sensitive receptors such that they do not expose sensitive receptors to TAC emissions that exceed an incremental increase of 10 in 1 million for the cancer risk and/or a noncarcinogenic Hazard Index of 1.0.</li> <li>Where necessary to reduce exposure of sensitive receptors to an incremental increase of 10 in 1 million for the cancer risk and/or a noncarcinogenic Hazard Index of 1.0, proposed commercial and industrial land uses that would host diesel trucks shall incorporate idle-reduction strategies that reduce the main propulsion engine idling time through alternative technologies such as IdleAire, electrification of truck parking, and alternative energy sources for TRUs to allow diesel engines to be completely turned off.</li> <li>Signs shall be posted in at all loading docks and truck loading areas to indicate that diesel-powered delivery trucks must be shut off when not in use for longer than 5 minutes on the premises. This measure is consistent with the ATCM to Limit Diesel-Fueled Commercial Motor Vehicle Idling, which was approved by the California Office of Administrative Law in January 2005.</li> <li>Proposed facilities that would require the long-term use of diesel equipment and heavy-duty trucks shall develop a plan to reduce emissions, which may include such measures as scheduling activities when the residential uses are the least occupied, requiring equipment to be shut off when not in use, and prohibiting heavy trucks from idling.</li> <li>When determining the exact type of facility that would occupy the proposed commercial space, the City shall take into consideration its toxic-producing potential.</li> </ul>	<p>HRA implemented in Civic Center Project SEIR; verification of compliance with requirements related to diesel equipment and signage required during final building plan review</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project involving loading docks and/or diesel equipment</p>	<p>OCM, LBDS</p>			

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<ul style="list-style-type: none"> <li>Commercial land uses that accommodate more than 100 trucks per day, or 40 trucks equipped with TRUs, within 1,000 feet of sensitive receptors (e.g., residences or schools) shall perform a site-specific project-level HRA in accordance with SCAQMD guidance for projects generating or attracting vehicular trips, especially heavy-duty diesel-fueled vehicles (SCAQMD 2003b). If the incremental increase in cancer risk determined by the HRA exceeds the threshold of significance recommended by SCAQMD or ARB at the time (if any), then all feasible mitigation measures shall be employed to minimize the impact.</li> </ul>							
<p><b>DT Mitigation Measure AQ-4(b)</b> The City shall verify that the following measures are implemented by new developments to reduce exposure of sensitive receptors to emissions of TACs from POLB and stationary sources in the vicinity of the Downtown Plan Project area:</p> <ul style="list-style-type: none"> <li>All proposed residences in the Downtown Plan Project area shall be equipped with filter systems with high Minimum Efficiency Reporting Value (MERV) for removal of small particles (such as 0.3 micron) at all air intake points to the home. All proposed residences shall be constructed with mechanical ventilation systems that would allow occupants to keep windows and doors closed and allow for the introduction of fresh outside air without the requirement of open windows.</li> <li>The heating, ventilation, and air conditioning (HVAC) systems shall be used to maintain all residential units under positive pressure at all times.</li> <li>An ongoing education and maintenance plan about the filtration systems associated with HVAC shall be developed and implemented for residences.</li> <li>To the extent feasible, sensitive receptors shall be located as far away from the POLB as possible.</li> </ul>	Review of final building plans to verify that required systems are included	Prior to issuance of building permits	Once per each residential building	OCM, LBDS			

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<p><b>DT Mitigation Measure AQ-5</b> The following additional guidelines, which are recommended in ARB's <i>Land Use Handbook: A Community Health Perspective</i> (ARB 2005) shall be implemented. The guidelines are considered to be advisory and not regulatory:</p> <p>Sensitive receptors, such as residential units and daycare centers, shall not be located in the same building as dry-cleaning operations that use perchloroethylene. Dry-cleaning operations that use perchloroethylene shall not be located within 300 feet of any sensitive receptor. A setback of 500 feet shall be provided for operations with two or more machines.</p>	Review of occupancy clearance required for any proposed dry cleaning operation	Prior to issuance of occupancy permits	Once per individual dry cleaning operation proposal	OCM, LBDS			
<p><b>DT Mitigation Measure AQ-6</b> The following mitigation measures shall be implemented to control exposure of sensitive receptors to operational odorous emissions. The City shall ensure that all project applicant(s) implement the following measures:</p> <ul style="list-style-type: none"> <li>The City shall consider the odor-producing potential of land uses when reviewing future development proposals and when the exact type of facility that would occupy areas zoned for commercial, industrial, or mixed-use land uses is determined. Facilities that have the potential to emit objectionable odors shall be located as far away as feasible from existing and proposed sensitive receptors.</li> <li>Before the approval of building permits, odor-control devices shall be identified to mitigate the exposure of receptors to objectionable odors if a potential odor-producing source is to occupy an area zoned for commercial land use. The identified odor-control devices shall be installed before the issuance of certificates of occupancy for the potentially odor-producing use. The odor-producing potential of a source and control devices shall be determined in coordination with SCAQMD and based on the number of complaints associated with existing sources of the same nature.</li> <li>Truck loading docks and delivery areas shall be located as far away as feasible from existing and proposed</li> </ul>	Review and approval of final building plans and applicant-proposed odor control methods for individual project components	Prior to issuance of building permits	Once per individual project component involving potential odor issues	OCM, LBDS			

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>sensitive receptors.</p> <ul style="list-style-type: none"> <li>Signs shall be posted at all loading docks and truck loading areas to indicate that diesel-powered delivery trucks must be shut off when not in use for longer than 5 minutes on the premises in order to reduce idling emissions. This measure is consistent with the ATCM to Limit Diesel-Fueled Commercial Motor Vehicle Idling, which was approved by California's Office of Administrative Law in January 2005. (This measure is also required by Mitigation Measure AQ-4 to limit TAC emissions.)</li> <li>Proposed commercial and industrial land uses that have the potential to host diesel trucks shall incorporate idle-reduction strategies that reduce the main propulsion engine idling time through alternative technologies such as, IdleAire, electrification of truck parking, and alternative energy sources for TRUs to allow diesel engines to be completely turned off. (This measure is also required by Mitigation Measure AQ-4 to limit TAC emissions.)</li> </ul> <p>In addition, mitigation measures identified under AQ-4(b) to reduce indoor exposure to TACs would also result in a reduction in the intensity of offensive odors from the surrounding odor sources.</p>							
<p><b>SEIR Mitigation Measure AQ-2 Air Quality Safety Plan.</b> If demolition occurs by implosion, the City shall approve an Air Quality Safety Plan that protects public health. The Plan shall be prepared with and approved by the South Coast Air Quality Management District. Public safety measures include:</p> <ul style="list-style-type: none"> <li>A radius around the project site in which the public is prevented from being outdoors.</li> <li>Advanced notification of potential particulate matter and asbestos exposure to all land uses within 1,000 feet of the project site.</li> <li>Notice that windows shall be closed at all buildings within the safety radius during the implosion until the City has provided notice that particulate matter and</li> </ul>	<p>Verification that an Air Quality Safety Plan approval by the South Coast Air Quality Management District has been prepared</p>	<p>Prior to issuance of demolition permit</p>	<p>Once per each demolition involving implosion</p>	<p>LBDS</p>			

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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asbestos concentrations have reached background concentrations. • Air quality monitoring during the day of the implosion to confirm when particulate matter and asbestos concentrations have reached background concentrations.							
<b>SEIR Mitigation Measure AQ-3(a) Low VOC Paint.</b> The project applicant shall require all development operator(s) to use low-VOC paint on all interior and exterior surfaces. Paint should not exceed 50 g/L for all interior surfaces and exterior surfaces.	Review and approval of final building plans to verify use of low-VOC paint	Prior to issuance of building permits	Once per individual project component	OCM, LBDS			
<b>SEIR Mitigation Measure AQ-3(b) Barbecue Outlets.</b> Provide electric and propane barbecue outlets in all residential outdoor areas.	Review and approval of final building plans to verify that electric and propane barbecue outlets are provided in all outdoor areas	Prior to issuance of building permits	Once per individual project component	OCM, LBDS			
<b>CULTURAL RESOURCES</b>							
<b>DT Mitigation Measure CR-1(a)</b> The City shall encourage the designation as local landmarks of 21 properties identified in Table 4.3-3 with the "Desired Outcome" of "Pursue Local Designation." The City will encourage the on-going maintenance and appropriate adaptive reuse of all properties in Table 4.3-2 (existing landmarks), and Table 4.3-3 as historic resources.	Review and approval of final building plans involving potential historic resources	Prior to issuance of demolition permits	Once per individual project component with the potential to adversely affect historic resources	LBDS			
<b>DT Mitigation Measure CR-1(b)</b> The following procedures shall be followed prior to issuance of a demolition permit or a building permit for alteration of any property listed in the Historic Survey Report (ICF Jones & Stokes 2009) by Status Code 3S, 3CS, 5S1, or 5S3; designated as a Historic Landmark (City of Long Beach 2010a); listed in Tables 4.3-2 and 4.3-3 of this PEIR, or other property 45 years of age or older that was not previously determined by the Historic Survey Report to be ineligible for National Register, California Register, or Local Landmark (Status Code 6L and 6Z):  <u>Notification of Historic Preservation Staff</u>	Partially implemented in Civic Center Project SEIR; documentation program remains to be prepared to the satisfaction of the City Development Services Department	Prior to issuance of demolition permits	Once per individual project component with the potential to adversely affect historic resources	LBPWD, LBDS			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>Historic Preservation staff in the City Development Services Department shall be notified upon receipt of any demolition permit or building permit for alteration of any property listed in the Historic Survey Report or other property 45 years of age or older that was not previously determined by the Historic Survey Report to be ineligible for National Register, California Register, or Local Landmark (Status Code 6L and 6Z)</p> <p><u>Determination of Need for Historic Property Survey</u></p> <p>In consultation with Historic Preservation staff, the City Development Services Department shall determine whether a formal historic property survey is needed and may require that the owner or applicant provide photographs of the property, including each building façade, with details of windows, siding, eaves, and streetscape views, and copies of the County Assessor and City building records, in order to make this determination.</p> <p><u>Determination of Eligibility</u></p> <p>If City Development Services Department staff determines that the property may be eligible for designation, the property shall be referred to the Cultural Heritage Commission, whose determination of eligibility shall be considered as part of the environmental determination for the project in accordance with CEQA.</p> <p><u>Documentation Program</u></p> <p>If the Cultural Heritage Commission determines that the property is eligible for historic listing, the City Development Services Department shall, in lieu of preservation, require that prior to demolition or alteration a Documentation Program be prepared to the satisfaction of the City Development Services Department, which shall include the following:</p> <p>A. Photo Documentation</p> <p>Documentation shall include professional quality photographs of the structure prior to demolition with 35 mm black and white photographs, 4" x 6" standard format, taken of all four elevations and with close-ups</p>							

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>of select architectural elements, such as but not limited to, roof/wall junctions, window treatments, decorative hardware, any other elements of the building's exterior or interior, or other property features identified by the City Development Services Department to be documented. Photographs shall be of archival quality and easily reproducible.</p> <p>B. Required Drawings Measured drawings of the building's exterior elevations depicting existing conditions or other relevant features shall be produced from recorded, accurate measurements. If portions of the building are not accessible for measurement or cannot be reproduced from historic sources, they should not be drawn, but clearly labeled as not accessible. Drawings shall be produced in ink on translucent material or archivally stable material (blue-line drawings are acceptable). Standard drawing sizes are 19" x 24" or 24" x 36" and standard scale is 1/4" = 1 foot.</p> <p>C. Archival Storage Xerox copies or CD of the photographs and one set of the measured drawings shall be submitted for archival storage with the City Development Services Department; and one set of original photographs, negatives, and measured drawings shall be submitted for archival storage with such other historical repository identified by the City Development Services Department.</p>							

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 SEIR – Civic Center Project Supplemental EIR

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<b>DT Mitigation Measure CR-2(a)</b> A qualified project archaeologist or archaeological monitor approved by the City in advance of any ground-disturbing activities shall be present during excavation into native sediments and shall have the authority to halt excavation for inspection and protection of cultural resources. The archaeological monitor shall be empowered to halt or redirect ground-disturbing activities to allow the find to be evaluated. If the archaeological monitor determines the find to be significant, the project applicant and the City shall be notified and an appropriate treatment plan for the resources shall be prepared. The treatment plan shall include notification of a Native American representative and shall consider whether the resource should be preserved in place or removed to an appropriate repository as identified by the City.	Verification that a qualified monitor has been retained for individual project components involving excavation in native sediments; field verification of monitoring	Verification that a monitor has been retained prior to issuance of demolition permit; field verification during construction	Once for verification that a monitor has been retained; periodically throughout construction for field verification	LBDS, OCM			
<b>DT Mitigation Measure CR-2(b)</b> The project archaeologist shall prepare a final report of the find for review and approval by the City and shall include a description of the resources unearthed, if any, treatment of the resources, and evaluation of the resources with respect to the California Register of Historic Resources and the National Register of Historic Places. The report shall be filed with the California Historic Resources Information System South Central Coastal Information Center. If the resources are found to be significant, a separate report including the results of the recovery and evaluation process shall be prepared.	Review and approval of report (if required)	Prior to re-initiating work (if resources unearthed)	As needed throughout construction	LBDS, OCM			

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 SEIR – Civic Center Project Supplemental EIR

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<p><b>DT Mitigation Measure CR-2(c)</b> If human remains are encountered during excavation and grading activities, State Health and Safety Code Section 7050.5 requires that no further disturbance shall occur until the County Coroner has made the necessary findings as to origin and disposition pursuant to Public Resources Code Section 5097.98. If the remains are determined to be of Native American descent, the coroner is to notify the Native American Heritage Commission (NAHC) within 24 hours. The NAHC will then identify the person(s) thought to be the Most Likely Descendent, who will help determine what course of action should be taken in dealing with the remains. Preservation in place and project design alternatives shall be considered as possible courses of action by the project applicant, the City, and the Most Likely Descendent.</p>	<p>Verification that County Coroner and/or NAHC consultation has occurred (if human remains unearthed)</p>	<p>Prior to re-initiating work (if human remains unearthed)</p>	<p>As needed throughout construction</p>	<p>LBDS, OCM</p>			
<p><b>DT Mitigation Measure CR-3(a)</b> A qualified paleontologist approved by the City in advance of any ground-disturbing activities shall be present during excavation into native sediments and shall have the authority to halt excavation for inspection and protection of paleontological resources. Monitoring shall consist of visually inspecting fresh exposures of rock for fossil remains and, where appropriate, collection of sediment samples for further analysis. The frequency of inspections shall be based on the rate of excavation and grading activities, the materials being excavated, the depth of excavation, and, if found, the abundance and type of fossils encountered.</p>	<p>Verification that a qualified paleontologist has been retained for individual project components involving excavation of native sediments; field verification of monitoring</p>	<p>Verification that a monitor has been retained prior to issuance of demolition permit; field verification during construction</p>	<p>Once for verification that a monitor has been retained; periodically throughout construction for field verification</p>	<p>LBDS, OCM</p>			

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					Initial	Date	Comments
<p><b>DT Mitigation Measure CR-3(b)</b> If a potential fossil is found, the paleontologist shall be allowed to temporarily divert or redirect excavation and grading in the area of the exposed fossil to evaluate and, if necessary, salvage the find. All fossils encountered and recovered shall be prepared to the point of identification and catalogued before they are donated to their final repository. Any fossils collected shall be donated to a public, non-profit institution with a research interest in the materials, such as the Natural History Museum of Los Angeles County and shall be accompanied by a report on the fossils collected and their significance, and notes, maps, and photographs of the salvage effort.</p>	<p>Verification that any paleontological resources identified during grading and construction of individual project components have been appropriately salvaged</p>	<p>Prior to re-initiating work (if fossils unearthed)</p>	<p>As necessary throughout construction of individual project components</p>	<p>LBDS, OCM</p>			
<p><b>SEIR Mitigation Measure CR-1(a) <u>Historic Artifact Collection Program</u></b>. Impacts resulting from the demolition of the City Hall-Library Complex and Courthouse shall be minimized through development of an archival identification and collections program. The purpose of this program will be to identify the existing historic artifacts, documents and other objects that are currently stored at the Main Library, City Hall and Port of Long Beach facilities, as well as key components of the Old Courthouse and City Hall-Library Complex to be demolished, so that these important relics can be utilized in the future by researchers and the public for educational purposes. As part of the program, the City will itemize, catalogue and rehouse the items, and establish appropriate conservation and storage measures for long-term preservation. One possible location for rehousing items would be as a museum in the proposed project's new Library.</p>	<p>Identification of existing historic artifacts, documents, and other objects; itemize, cataloguing and rehousing of items</p>	<p>Prior to issuance of demolition permits</p>	<p>Once</p>	<p>LBDS</p>			

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 LBDS – City of Long Beach Development Services Department  
 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p><b>SEIR Mitigation Measure CR-1(b) Building Documentation.</b> Impacts resulting from the demolition of the City Hall-Library Complex and Old Courthouse shall be minimized through archival documentation of as-built and as-found condition. Prior to issuance of the first occupancy permit for the project, the lead agency shall ensure that documentation of the building is completed in accordance with the general guidelines of Historic American Building Survey (HABS) documentation. The documentation shall include large-format photographic recordation, a historic narrative report, and compilation of historic research. The documentation shall be completed by a qualified architectural historian or historian who meets the Secretary of the Interior's Professional Qualification Standards for History and/or Architectural History. The original archival-quality documentation shall be offered as donated material to repositories that will make it available for current and future generations. Archival copies of the documentation also would be submitted to the City of Long Beach Development Services Department, the downtown branch of the Long Beach Public Library, and the Historical Society of Long Beach where it would be available to local researchers.</p>	<p>Verification that archival documentation of the City Hall-Library Complex has been completed</p>	<p>Prior to issuance of demolition permits</p>	<p>Once</p>	<p>LBDS</p>			
<p><b>GEOLOGY AND SEISMICITY</b></p>							
<p><b>DT Mitigation Measure Geo-1</b> New construction or structural remodeling of buildings proposed within the Project area shall be engineered to withstand the expected ground acceleration that may occur at the project site. The calculated design base ground motion for each project site shall take into consideration the soil type, potential for liquefaction, and the most current and applicable seismic attenuation methods that are available. All onsite structures shall comply with applicable provisions of the most recent UBC adopted by the City of Long Beach.</p>	<p>Review and approval of final building plans for individual project components</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBPWD, OCM</p>			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p><b>DT Mitigation Measure Geo-2</b> Prior to issuance of a building permit for new structures, the City Department of Development Services shall determine, based on building height, depth, and location, whether a comprehensive geotechnical investigation and geo-engineering study shall be completed to adequately assess the liquefaction potential and compaction design of the soils underlying the proposed bottom grade of the structure. If a geotechnical investigation is required, borings shall be completed to at least 50 feet below the lowest proposed finished grade of the structure or 20 feet below the lowest caisson or footing (whichever is deeper). If these soils are confirmed to be prone to seismically induced liquefaction, appropriate techniques to minimize liquefaction potential shall be prescribed and implemented. All onsite structures shall comply with applicable methods of the UBC and California Building Code. Suitable measures to reduce liquefaction impacts could include specialized design of foundations by a structural engineer, removal or treatment of liquefiable soils to reduce the potential for liquefaction, drainage to lower the groundwater table to below the level of liquefiable soils, in-situ densification of soils, or other alterations to the sub-grade characteristics.</p>	<p>Review and approval of geotechnical investigations for individual project components and verification that appropriate standards have been incorporated into final building plans</p>	<p>Geotechnical investigation and final building plan review prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBPWD, OCM</p>			
<p><b>DT Mitigation Measure Geo-3</b> Prior to issuance of a building permit for new structures, the City Department of Development Services shall determine the need for soil samples of final sub-grade areas and excavation sidewalls to be collected and analyzed for their expansion index. For areas where the expansion index is found to be greater than 20, grading and foundation designs shall be engineered to withstand the existing conditions. The expansion testing may be omitted if the grading and foundations are engineered to withstand the presence of highly expansive soils.</p>	<p>Review and approval of final building plans for individual project components</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBDS</p>			

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<b>GREENHOUSE GAS EMISSIONS</b>							
<b>DT Mitigation Measure GHG-1(a) Implement Mitigation Measure AQ-1.</b> Implementation of the mitigation measures described in Section 4.2, Air Quality, of the Downtown Plan PEIR, which would reduce construction emissions of criteria air pollutants and precursors, would also act to reduce GHG emissions associated with implementation of the Project. The construction mitigation measures for exhaust emissions are relevant to the global climate change impact because both criteria air pollutant and GHG emissions are frequently associated with combustion byproducts.	Review and approval of final building plans to verify compliance with applicable measures	Prior to issuance of building permits	Once per individual project component	LBDS			
<b>DT Mitigation Measure GHG-1(b) Implement Additional Measures to Control Construction-Generated GHG Emissions.</b> To further reduce construction-generated GHG emissions, the project applicant(s) of all public and private developments shall implement all feasible measures for reducing GHG emissions associated with construction that are recommended by the City and/or SCAQMD at the time individual portions of the site undergo construction. Such measures may reduce GHG exhaust emissions from the use of onsite equipment, worker commute trips, and truck trips carrying materials and equipment to and from the project site, as well as GHG emissions embodied in the materials selected for construction (e.g., concrete). Other measures may pertain to the materials used in construction. Prior to the construction of each development phase, the project applicant(s) shall obtain the most current list of GHG-reduction measures that are recommended by the City and/or SCAQMD and stipulate that these measures be implemented during the appropriate construction phase. The project applicant(s) for any particular development phase may submit to the City a report that substantiates why specific measures are considered infeasible for construction of that particular development phase and/or at that point in time. The report, including the substantiation for not implementing particular GHG-reduction measures, shall be approved by the City. The City's recommended measures for reducing	Verification that construction specifications include City and SCAQMD recommended measures; field verification of compliance	Construction specification review and approval prior to issuance of grading permits; field verification during construction	Once per individual project component for construction specification review/approval; field verification periodically throughout construction	LBDS, OCM			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>construction-related GHG emissions at the time of writing the Downtown Plan PEIR are listed below and the project applicant(s) shall, at a minimum, be required to implement the following:</p> <ul style="list-style-type: none"> <li>• Improve fuel efficiency from construction equipment:                             <ul style="list-style-type: none"> <li>○ reduce unnecessary idling (modify work practices, install auxiliary power for driver comfort),</li> <li>○ perform equipment maintenance (inspections, detect failures early, corrections),</li> <li>○ train equipment operators in proper use of equipment,</li> <li>○ use the proper size of equipment for the job, and</li> <li>○ use equipment with new technologies (repowered engines, electric drive trains).</li> </ul> </li> <li>• Use alternative fuels for electricity generators and welders at construction sites such as propane or solar, or use electrical power.</li> <li>• Use an ARB-approved low-carbon fuel, such as biodiesel or renewable diesel for construction equipment (emissions of NO<sub>x</sub> from the use of low carbon fuel must be reviewed and increases mitigated). Additional information about low-carbon fuels is available from ARB's Low Carbon Fuel Standard Program (ARB 2010a).</li> <li>• Encourage and provide carpools, shuttle vans, transit passes and/or secure bicycle parking for construction worker commutes.</li> <li>• Reduce electricity use in the construction office by using compact fluorescent bulbs, powering off computers every day, and replacing heating and cooling units with more efficient ones.</li> <li>• Recycle or salvage non-hazardous construction and demolition debris (goal of at least 75 percent by weight).</li> <li>• Use locally sourced or recycled materials for construction materials (goal of at least 20 percent based on costs for building materials, and based on</li> </ul>							

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					Initial	Date	Comments
<p>volume for roadway, parking lot, sidewalk, and curb materials).</p> <ul style="list-style-type: none"> <li>Minimize the amount of concrete used for paved surfaces or use a low carbon concrete option.</li> <li>Produce concrete onsite if determined to be less emissive than transporting ready mix.</li> <li>Use EPA-certified SmartWay trucks for deliveries and equipment transport. Additional information about the SmartWay Transport Partnership Program is available from ARB's Heavy-Duty Vehicle GHG Measure (ARB 2010b) and EPA (EPA 2010).</li> <li>Develop a plan to efficiently use water for adequate dust control. This may consist of the use of non-potable water from a local source.</li> </ul>							
<p><b>DT Mitigation Measure GHG-2(a) Implement Mitigation Measure AQ-3.</b> Implementation of the mitigation measures described in Section 4.2, which would reduce operational emissions of criteria air pollutants and precursors, would also act to reduce GHG emissions associated with implementation of the Project. The operational mitigation measures for exhaust emissions are relevant to the global climate change impact because both criteria air pollutant and GHG emissions are frequently associated with combustion byproducts.</p>	<p>Verification that required measures have been incorporated into final building plans for individual project components</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBDS</p>			
<p><b>DT Mitigation Measure GHG-2(b) Implement Additional Measures to Reduce Operational GHG Emissions.</b> For each increment of new development within the Project area requiring a discretionary approval (e.g., tentative subdivision map, conditional use permit, improvement plan), measures that reduce GHG emissions to the extent feasible and to the extent appropriate with respect to the state's progress at the time toward meeting GHG emissions reductions required by the California Global Warming Solutions Act of 2006 (AB 32) shall be imposed, as follows:</p> <ul style="list-style-type: none"> <li>The project applicant shall incorporate feasible GHG reduction measures that, in combination with existing</li> </ul>	<p>Verification that required measures have been incorporated into final building plans for individual project components</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBDS</p>			

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 LBDS – City of Long Beach Development Services Department  
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DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p>and future regulatory measures developed under AB 32, will reduce GHG emissions associated with the operation of future project development phases and supporting roadway and infrastructure improvements by an amount sufficient to achieve the goal of 6.6 CO<sub>2</sub>e/SP/year, if it is feasible to do so. The feasibility of potential GHG reduction measures shall be evaluated by the City at the time each phase of development is proposed to allow for ongoing innovations in GHG reduction technologies and incentives created in the regulatory environment.</p> <ul style="list-style-type: none"> <li>• For each increment of new development, the project applicant shall obtain a list of potentially feasible GHG reduction measures to be considered in the development design from the City. The City's list of potentially feasible GHG reduction measures shall reflect the current state of the regulatory environment, which will continuously evolve under the mandate of AB 32. The project applicant(s) shall then submit to the City a mitigation report that contains an analysis demonstrating which GHG reduction measures are feasible for the associated reduction in GHG emissions, and the resulting CO<sub>2</sub>e/SP/year metric. The report shall also demonstrate why measures not selected are considered infeasible. The mitigation report must be reviewed and approved by the City for the project applicant(s) to receive the City's discretionary approval for the applicable increment of development. In determining what measures should appropriately be imposed by a local government under the circumstances, the following factors shall be considered: <ul style="list-style-type: none"> <li>○ The extent to which rates of GHG emissions generated by motor vehicles traveling to, from, and within the Project site are projected to decrease over time as a result of regulations, policies, and/or plans that have already been adopted or may be adopted in the future by ARB or other public agency pursuant to AB 32, or by EPA;</li> </ul> </li> </ul>							

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					Initial	Date	Comments
<ul style="list-style-type: none"> <li>○ The extent to which mobile-source GHG emissions, which at the time of writing this PEIR comprise a substantial portion of the state’s GHG inventory, can also be reduced through design measures that result in trip reductions and reductions in trip length;</li> <li>○ The extent to which GHG emissions emitted by the mix of power generation operated by SCE, the electrical utility that will serve the Project site, are projected to decrease pursuant to the Renewables Portfolio Standard required by SB 1078 and SB 107, as well as any future regulations, policies, and/or plans adopted by the federal and state governments that reduce GHG emissions from power generation;</li> <li>○ The extent to which replacement of CCR Title 24 with the California Green Building Standards Code or other similar requirements will result in new buildings being more energy efficient and consequently more GHG efficient;</li> <li>○ The extent to which any stationary sources of GHG emissions that would be operated on a proposed land use (e.g., industrial) are already subject to regulations, policies, and/or plans that reduce GHG emissions, particularly any future regulations that will be developed as part of ARB’s implementation of AB 32, or other pertinent regulations on stationary sources that have the indirect effect of reducing GHG emissions;</li> <li>○ The extent to which the feasibility of existing GHG reduction technologies may change in the future, and to which innovation in GHG reduction technologies will continue, effecting cost-benefit analyses that determine economic feasibility; and</li> <li>○ Whether the total costs of proposed mitigation for GHG emissions, together with other mitigation measures required for the proposed development, are so great that a reasonably prudent property owner would not proceed with the project in the face of such costs.</li> </ul> <ul style="list-style-type: none"> <li>● In considering how much, and what kind of, mitigation is</li> </ul>							

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p>necessary in light of these factors, the following list of options shall be considered, though the list is not intended to be exhaustive, as GHG-emission reduction strategies and their respective feasibility are likely to evolve over time. These measures are derived from multiple sources including the Mitigation Measure Summary in Appendix B of the California Air Pollution Control Officer's Association (CAPCOA) white paper, <i>CEQA &amp; Climate Change</i> (CAPCOA 2008); CAPCOA's <i>Model Policies for Greenhouse Gases in General Plans</i> (CAPCOA 2009); and the California Attorney General's Office publication, <i>The California Environmental Quality Act: Addressing Global Warming Impacts at the Local Agency Level</i> (California Attorney General's Office 2010).</p> <p><b>Energy Efficiency</b></p> <ul style="list-style-type: none"> <li>○ Include clean alternative energy features to promote energy self-sufficiency (e.g., photovoltaic cells, solar thermal electricity systems, small wind turbines).</li> <li>○ Design buildings to meet CEC Tier II requirements (e.g., exceeding the requirements of Title 24 [as of 2007] by 20 percent).</li> <li>○ Site buildings to take advantage of shade and prevailing winds and design landscaping and sun screens to reduce energy use.</li> <li>○ Install efficient lighting in all buildings (including residential). Also install lighting control systems, where practical. Use daylight as an integral part of lighting systems in all buildings.</li> <li>○ Install light-colored "cool" pavements, and strategically located shade trees along all bicycle and pedestrian routes.</li> </ul> <p><b>Water Conservation and Efficiency</b></p> <ul style="list-style-type: none"> <li>○ With the exception of ornamental shade trees, use water-efficient landscapes with native, drought-resistant species in all public area and commercial landscaping. Use water-efficient turf in parks and</li> </ul>							

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p>other turf-dependent spaces.</p> <ul style="list-style-type: none"> <li>o Install the infrastructure to use reclaimed water for landscape irrigation and/or washing cars.</li> <li>o Install water-efficient irrigation systems and devices, such as soil moisture-based irrigation controls.</li> <li>o Design buildings and lots to be water efficient. Only install water-efficient fixtures and appliances.</li> <li>o Restrict watering methods (e.g., prohibit systems that apply water to non-vegetated surfaces) and control runoff. Prohibit businesses from using pressure washers for cleaning driveways, parking lots, sidewalks, and street surfaces. These restrictions should be included in the Covenants, Conditions, and Restrictions of the community.</li> <li>o Provide education about water conservation and available programs and incentives.</li> <li>o To reduce storm water runoff, which typically bogs down wastewater treatment systems and increases their energy consumption, construct driveways to single-family detached residences and parking lots and driveways of multi-family residential uses, with pervious surfaces. Possible designs include Hollywood drives (two concrete strips with vegetation or aggregate in between) and/or the use of porous concrete, porous asphalt, turf blocks, or pervious pavers.</li> </ul> <p><b>Solid Waste Measures</b></p> <ul style="list-style-type: none"> <li>o Reuse and recycle construction and demolition waste (including, but not limited to, soil, vegetation, concrete, lumber, metal, and cardboard).</li> <li>o Provide interior and exterior storage areas for recyclables and green waste at all buildings.</li> <li>o Provide adequate recycling containers in public areas, including parks, school grounds, golf courses, and pedestrian zones in areas of mixed-use development.</li> <li>o Provide education and publicity about reducing</li> </ul>							

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
waste and available recycling services.  <b>Transportation and Motor Vehicles</b> <ul style="list-style-type: none"> <li>○ Promote ride-sharing programs and employment centers (e.g., by designating a certain percentage of parking spaces for ride-sharing vehicles, designating adequate passenger loading zones and waiting areas for ride-share vehicles, and providing a website or message board for coordinating ride-sharing).</li> <li>○ Provide the necessary facilities and infrastructure in all land use types to encourage the use of low- or zero-emission vehicles (e.g., electric vehicle charging facilities and conveniently located alternative fueling stations).</li> <li>○ At industrial and commercial land uses, all forklifts, "yard trucks," or vehicles that are predominately used onsite at non-residential land uses shall be electric-powered or powered by biofuels (such as biodiesel [B100]) that are produced from waste products, or shall use other technologies that do not rely on direct fossil fuel consumption.</li> </ul>							

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 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<b>HAZARDS AND HAZARDOUS MATERIALS</b>							
<b>DT Mitigation Measure Haz-1(a)</b> Prior to issuance of a demolition or renovation permit, a lead-based paint and asbestos survey shall be performed by a licensed sampling company. The lead-based paint survey shall be prepared for any structures pre-dating 1982; an asbestos survey shall be performed for asbestos-containing insulation for any structure pre-dating 1986; and an asbestos survey shall be performed for asbestos-containing drywall for all structures for which drywall is to be removed. All testing procedures shall follow California and federal protocol. The lead-based paint and asbestos survey report shall quantify the areas of lead-based paint and asbestos-containing materials pursuant to California and federal standards.	Review and approval of survey findings for individual project components involving demolition of a pre-1986 structure; verification that abatement has been conducted	Prior to issuance of demolition permits	Once per individual project component involving demolition of a pre-1986 structure	LBDS			
<b>DT Mitigation Measure Haz-1(b)</b> Prior to any demolition or renovation, onsite structures that contain asbestos must have the asbestos-containing material removed according to proper abatement procedures recommended by the asbestos consultant. All abatement activities shall be in compliance with California and federal OSHA and SCAQMD requirements. Only asbestos trained and certified abatement personnel shall be allowed to perform asbestos abatement. All asbestos-containing material removed from onsite structures shall be hauled to a licensed receiving facility and disposed of under proper manifest by a transportation company certified to handle asbestos. Following completion of the asbestos abatement, the asbestos consultant shall provide a report documenting the abatement procedures used, the volume of asbestos-containing material removed, where the material was moved to, and transportation and disposal manifests or dump tickets. The abatement report shall be prepared for the property owner or other responsible party and a copy shall be submitted to the City of Long Beach prior to issuance of a demolition or construction permit.	Review and approval of survey findings for individual project components involving demolition of a pre-1986 structure; verification that abatement has been conducted	Prior to issuance of demolition permits	Once per individual project component involving demolition of a pre-1986 structure	LBDS			

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 LBDS – City of Long Beach Development Services Department  
 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p><b>DT Mitigation Measure Haz-1(c)</b> Prior to the issuance of a permit for the renovation or demolition of any structure, a licensed lead-based paint consultant shall be contracted to evaluate the structure for lead-based paint. If lead-based paint is discovered, it shall be removed according to proper abatement procedures recommended by the consultant. All abatement activities shall be in compliance with California and federal OSHA and SCAQMD requirements. Only lead-based paint trained and certified abatement personnel shall be allowed to perform abatement activities. All lead-based paint removed from these structures shall be hauled and disposed of by a transportation company licensed to transport this type of material. In addition, the material shall be taken to a landfill or receiving facility licensed to accept the waste. Following completion of the lead-based paint abatement, the lead-based paint consultant shall provide a report documenting the abatement procedures used, the volume of lead-based paint removed, where the material was moved to, and transportation and disposal manifests or dump tickets. The abatement report shall be prepared for the property owner or other responsible party, with a copy submitted to the City of Long Beach prior to issuance of a demolition or construction permit.</p>	<p>Review and approval of survey findings for individual project components involving demolition of a pre-1982 structure; verification that abatement has been conducted</p>	<p>Prior to issuance of demolition permit</p>	<p>Once per individual project component involving demolition of a pre-1982 structure</p>	<p>LBDS, OCM</p>			

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 LBDS – City of Long Beach Development Services Department  
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 SEIR – Civic Center Project Supplemental EIR

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<p><b>DT Mitigation Measure Haz-3(a)</b> All excavation and demolition projects conducted within the Project area shall be required to prepare a contingency plan to identify appropriate measures to be followed if contaminants are found or suspected or if structural features that could be associated with contaminants or hazardous materials are suspected or discovered. The contingency plan shall identify personnel to be notified, emergency contacts, and a sampling protocol to be implemented. The excavation and demolition contractors shall be made aware of the possibility of encountering unknown hazardous materials and shall be provided with appropriate contact and notification information. The contingency plan shall include a provision stating under what circumstances it would be safe to continue with the excavation or demolition, and shall identify the person authorized to make that determination.</p>	<p>Review and approval of Contingency Plan prior to issuance of grading permits for individual project components</p>	<p>Prior to issuance of grading permits</p>	<p>Once per individual project component</p>	<p>LBDS, OCM</p>			
<p><b>DT Mitigation Measure Haz-3(b)</b> If contaminants are detected, the results of the soil sampling shall be forwarded to the local regulatory agency (Long Beach/Signal Hill Certified Unified Program Agency [CUPA], LARWQCB, or the state DTSC). Prior to any other ground disturbing activities at the site, the regulatory agency shall have reviewed the data and signed off on the property or such additional investigation or remedial activities that are deemed necessary have been completed and regulatory agency approval has been received.</p> <p>Groundwater is subject to pre-treatment during de-watering activities to meet National Pollutant Discharge Elimination System (NPDES) Construction Dewatering permit limits. The construction activities shall conform to the NPDES requirements. The RWQCB requires the water to be tested for possible pollutants. The developer shall collect groundwater samples from existing site wells to determine pre-treatment system requirements for extracted groundwater. A water treatment system shall be designed and installed for treatment of extracted groundwater removed during dewatering activities so that such water complies with the applicable RWQCB and NPDES permit</p>	<p>Verification that a RWQCB de-water and discharge permit has been obtained for individual project components (if necessary)</p>	<p>Prior to issuance of demolition permits</p>	<p>As necessary for individual project components</p>	<p>LBDS</p>			

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 LBDS – City of Long Beach Development Services Department  
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DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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standards before disposal.							
<b>DT Mitigation Measure Haz-3(c)</b> If concentrations of contaminants warrant site remediation, contaminated materials shall be remediated either prior to construction of structures or concurrent with construction. The contaminated materials shall be remediated under the supervision of an environmental consultant licensed to oversee such remediation. The remediation program shall also be approved by a regulatory oversight agency (Long Beach/Signal Hill CUPA, LARWQCB, or the state DTSC). All proper waste handling and disposal procedures shall be followed. Upon completion of the remediation, the environmental consultant shall prepare a report summarizing the project, the remediation approach implemented, the analytical results after completion of the remediation, and all waste disposal or treatment manifests.	Verification that remediation has occurred for individual project components (if necessary)	Prior to issuance of grading permits	As necessary for individual project components	LBDS			
<b>DT Mitigation Measure Haz-3(d)</b> If during the soil sampling, groundwater contamination is suspected or soil contamination is detected at depths at which groundwater could be encountered during demolition or construction, a groundwater sampling assessment shall be performed. If contaminants are detected in groundwater at levels that exceed maximum contaminant levels for those constituents in drinking water, or if the contaminants exceed health risk standards such as Preliminary Remediation Goals, 1 in 1 million cancer risk, or a health risk index above 1, the results of the groundwater sampling shall be forwarded to the appropriate regulatory agency (Long Beach/Signal Hill CUPA, LARWQCB, or the State DTSC). Prior to any other ground-disturbing activities at the site, the regulatory agency shall have reviewed the data and signed off on the property or such additional investigation or remedial activities that are deemed necessary have been completed and regulatory agency approval has been received.	Verification that site closure has been obtained from the applicable regulatory body for individual project components	Review prior to issuance of demolition permit; field verification during construction	Review; as needed throughout construction for field verification	LBDS			

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DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<b>HYDROLOGY AND WATER QUALITY</b>							
<p><b>DT Mitigation Measure Hydro-1</b> Prior to issuance of a grading permit, the City Department of Development Services shall determine the need for the developer to prepare a SWPPP for the site. If required, the SWPPP shall be submitted for review and approval by the Department of Development Services prior to the issuance of any grading or building permits. The SWPPP shall fully comply with City and LARWQCB requirements and shall contain specific BMPs to be implemented during project construction to reduce erosion and sedimentation to the maximum extent practicable. The following BMPs or equivalent measures to control pollutant runoff shall be included within the project's grading and construction plans, if applicable:</p> <p><u>Pollutant Escape: Deterrence</u></p> <ul style="list-style-type: none"> <li>• Cover all storage areas, including soil piles, fuel and chemical depots. Protect from rain and wind with plastic sheets and temporary roofs.</li> <li>• Implement tracking controls to reduce the tracking of sediment and debris from the construction site. At a minimum, entrances and exits shall be inspected daily and controls implemented as needed.</li> <li>• Implement street sweeping and vacuuming as needed and as required.</li> </ul> <p><u>Pollutant Containment Areas</u></p> <ul style="list-style-type: none"> <li>• Locate all construction-related equipment and related processes that contain or generate pollutants (i.e., fuel, lubricants, solvents, cement dust, and slurry) in isolated areas with proper protection from escape.</li> <li>• Locate construction-related equipment and processes that contain or generate pollutants in secure areas, away from storm drains and gutters.</li> <li>• Place construction-related equipment and processes that contain or generate pollutants in bermed and plastic-lined depressions to contain all materials within</li> </ul>	Review and approval of final grading and construction plans for individual project components to verify compliance with applicable SWPPP requirements	Prior to issuance of grading permits	Once per individual project component for which an SWPPP is required	LBDS, OCM			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p>that site in the event of accidental release or spill.</p> <ul style="list-style-type: none"> <li>• Park, fuel, and clean all vehicles and equipment in one designated, contained area.</li> </ul> <p><u>Pollutant Detainment Methods</u></p> <ul style="list-style-type: none"> <li>• Protect downstream drainages from escaping pollutants by capturing materials carried in runoff and preventing transport from the site. Examples of detainment methods that retard movement of water and separate sediment and other contaminants are silt fences, hay bales, sand bags, berms, and silt and debris basins.</li> </ul> <p><u>Recycling/Disposal</u></p> <ul style="list-style-type: none"> <li>• Develop a protocol for maintaining a clean site. This includes proper recycling of construction-related materials and equipment fluids (i.e., concrete dust, cutting slurry, motor oil, and lubricants).</li> <li>• Provide disposal facilities. Develop a protocol for cleanup and disposal of small construction wastes (i.e., dry concrete).</li> </ul> <p><u>Hazardous Materials Identification and Response</u></p> <ul style="list-style-type: none"> <li>• Develop a protocol for identifying risk operations and materials. Include protocol for identifying source and distribution of spilled materials.</li> <li>• Provide a protocol for proper clean-up of equipment and construction materials, and disposal of spilled substances and associated cleanup materials.</li> <li>• Provide an emergency response plan that includes contingencies for assembling response teams and immediately notifying appropriate agencies.</li> </ul>							

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<b>DT Mitigation Measure Hydro-2</b> Prior to issuance of a building permit, the Department of Development Services shall determine the need for the developer to prepare a SUSMP for the site. If required, the SUSMP shall be submitted for review and approval by the Department of Development Services prior to the issuance of any building permits. The City's review shall include a determination of whether installation of pollutant removal technology in existing or proposed storm drains adjacent to the project site should be required. The City's review is required to confirm that the SUSMP is consistent with the City's NPDES Permit No. CAS 004003 or a subsequently issued NPDES permit applicable at the time of project construction. A SUSMP consistent with the City's NPDES permit shall be incorporated into the project design plans prior to issuance of any building permits.	Review and approval of SUSMP for individual project components for which an SUSMP is required	prior to issuance of grading permits	Once per individual project component for which an SUSMP is required	LBDS			
<b>DT Mitigation Measure Hydro-3</b> Prior to issuance of a building permit, the City Stormwater Management Division shall determine the need for the developer to conduct an analysis of the existing stormwater drainage system and to identify improvements needed to accommodate any projected increased runoff that would result from the proposed Project. The evaluation conducted by the developer shall include a determination of whether Low Impact Development (LID) practices and strategies should be incorporated into the project to reduce post-development peak stormwater runoff discharge rates to not exceed the estimated pre-development discharge rates.	Verification that required review of storm drain systems has been conducted for individual project components and that needed improvements have been incorporated	Prior to issuance of building permits	Once per individual project component	LBDS, LBPWD			
<b>NOISE</b>							
<b>DT Mitigation Measure Noise-1(a)</b> The following measures shall be applied to proposed construction projects that are determined to have potential noise impacts from removal of existing pavement and structures, site grading and excavation, pile driving, building framing, and concrete pours and paving:  <ul style="list-style-type: none"> <li>All internal combustion-engine-driven equipment shall be equipped with mufflers that are in good operating condition and appropriate for the equipment.</li> </ul>	Review of construction specifications to verify incorporation of applicable requirements; field verification of compliance	Construction specification review prior to issuance of demolition permits; field verification during construction	Once per individual project component for construction specification review; field verification periodically throughout construction of	LBDS, OCM			

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<ul style="list-style-type: none"> <li>• "Quiet" models of air compressors and other stationary construction equipment shall be employed where such technology exists.</li> <li>• Stationary noise-generating equipment shall be located as far as reasonable from sensitive receptors when sensitive receptors adjoin or are within 150 feet of a construction site.</li> <li>• Unnecessary idling of internal combustion engines (i.e., in excess of 5 minutes) shall be prohibited.</li> <li>• Foundation pile holes shall be predrilled, as feasible based on geologic conditions, to minimize the number of impacts required to seat the pile.</li> <li>• Construction-related traffic shall be routed along major roadways and away from noise-sensitive receptors.</li> <li>• Construction activities, including the loading and unloading of materials and truck movements, shall be limited to the hours specified in the City Noise Ordinance (Section 8.80.202).</li> <li>• Businesses, residences, and noise-sensitive land uses within 150 feet of construction sites shall be notified of the construction. The notification shall describe the activities anticipated, provide dates and hours, and provide contact information with a description of the complaint and response procedure.</li> <li>• Each project implemented as part of the Plan shall designate a "construction liaison" that would be responsible for responding to any local complaints about construction noise. The liaison would determine the cause of the noise complaints (e.g., starting too early, bad muffler, etc.) and institute reasonable measures to correct the problem. A telephone number for the liaison shall be conspicuously posted at the construction site.</li> <li>• If a noise complaint(s) is registered, the liaison, or project representative, shall retain a City-approved noise consultant to conduct noise measurements at the location that registered the complaint. The noise measurements shall be conducted for a minimum of 1</li> </ul>			individual project components				

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hour and shall include 1-minute intervals. The consultant shall prepare a letter report summarizing the measurements and potential measures to reduce noise levels to the maximum extent feasible. The letter report shall include all measurement and calculation data used in determining impacts and resolutions. The letter report shall be provided to code enforcement for determining the adequacy and if the recommendations are adequate.							
<p><b>DT Mitigation Measure Noise-1(b)</b> The City will require the following measures, where applicable based on noise level of source, proximity of receptors, and presence of intervening structures, to be incorporated into contract specifications for construction projects within 150 feet of existing residential uses implemented under the proposed Plan:</p> <ul style="list-style-type: none"> <li>• Temporary noise barriers shall be constructed around construction sites adjacent to, or within 150 feet of, operational business, residences, or other noise-sensitive land uses. Temporary noise barriers shall be constructed of material with a minimum weight of 4 pounds per square foot with no gaps or perforations. Noise barriers may be constructed of, but are not limited to, 5/8-inch plywood, 5/8-inch oriented strand board, or hay bales.</li> </ul> <p>If a project-specific noise analysis determines that the barriers described above would not be sufficient to avoid a significant construction noise impact, a temporary sound control blanket barrier, shall be erected along building façades facing construction sites. This mitigation would only be necessary if conflicts occurred that were irresolvable by proper scheduling and other means of noise control were unavailable. The sound blankets are required to have a minimum breaking and tear strength of 120 pounds and 30 pounds, respectively. The sound blankets shall have a minimum sound transmission classification of 27 and noise reduction coefficient of 0.70. The sound blankets shall be of sufficient length to extend from the top of the building and drape on the ground or be sealed at the ground. The sound blankets shall have a</p>	Verification that construction specifications for individual project components within 150 feet of noise sensitive uses incorporate applicable requirements; field verification of compliance	Construction specification review prior to issuance of demolition permits; field verification during construction	Once per individual project component for construction specification review; field verification periodically throughout construction of individual project components	LBDS, OCM			

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					Initial	Date	Comments
<p>minimum overlap of 2 inches.</p> <p><b>DT Mitigation Measure Noise-2</b> The City shall review all construction projects for potential vibration-generating activities from demolition, excavation, pile-driving, and construction within 100 feet of existing structures and shall require site-specific vibration studies to be conducted to determine the area of impact and to identify appropriate mitigation measures. The studies shall, at a minimum, include the following:</p> <ul style="list-style-type: none"> <li>• Identification of the project's vibration compaction activities, pile driving, and other vibration-generating activities that have the potential to generate ground-borne vibration; and the sensitivity of nearby structures to ground-borne vibration. This task should be conducted by a qualified structural engineer.</li> <li>• A vibration monitoring and construction contingency plan to identify structures where monitoring would be conducted; establish a vibration monitoring schedule; define structure-specific vibration limits; and address the need to conduct photo, elevation, and crack surveys to document before and after construction conditions. Construction contingencies shall be identified for actions to be taken when vibration levels approached the defined vibration limits.</li> <li>• Maintain a monitoring log of vibrations during initial demolition activities and during pile driving activities. Monitoring results may indicate the need for a more or less intensive measurement schedule.</li> <li>• Vibration levels limits for suspension of construction activities and implementation of contingencies to either lower vibration levels or secure the affected structures.</li> <li>• Post-construction survey on structures where either monitoring has indicated high vibration levels or complaints of damage have been made. Make appropriate repairs or compensation where damage has occurred as a result of construction activities.</li> </ul>	<p>Vibration analysis conducted as part of the SEIR; verification that vibration plans, ongoing monitoring, and post-construction survey are conducted is required</p>	<p>Verification that vibration analysis and plan prepared prior to issuance of demolition/grading permits; verification that monitoring log maintained through construction; verification that post-construction survey conducted prior to issuance of occupancy permits</p>	<p>Once per individual project component for vibration analysis/plan and post-construction survey; periodically throughout construction for monitoring log</p>	<p>LBDS, OCM</p>			
<p><b>DT Mitigation Measure Noise-5</b> In areas where new residential development would be exposed to <math>L_{dn}</math> of greater than 65 dBA, the City will require site-specific</p>	<p>Implemented in Civic Center Project SEIR; no further action is</p>						

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<p>noise studies prior to issuance of building permits to determine the area of impact and to present appropriate mitigation measures, which may include, but are not limited to the following:</p> <ul style="list-style-type: none"> <li>Utilize site planning to minimize noise in shared residential outdoor activity areas by locating the areas behind the buildings or in courtyards, or orienting the terraces to alleyways rather than streets, whenever possible.</li> <li>Provide mechanical ventilation in all residential units proposed along roadways or in areas where noise levels could exceed 65 dBA L<sub>dn</sub> so that windows can remain closed at the choice of the occupants to maintain interior noise levels below 45 dBA L<sub>dn</sub>.</li> </ul> <p>Install sound-rated windows and construction methods to provide the requisite noise control for residential units proposed along roadways or in areas where noise levels could exceed 70 dBA L<sub>dn</sub>.</p>	required						
<p><b>DT Mitigation Measure Noise-6</b> In areas where new residential development would be located adjacent to commercial uses, the City will require site-specific noise studies prior to issuance of building permits to determine the area of impact and to present appropriate mitigation measures, which may include, but are not limited to the following:</p> <ul style="list-style-type: none"> <li>Require the placement of loading and unloading areas so that commercial buildings shield nearby residential land uses from noise generated by loading dock and delivery activities. If necessary, additional sound barriers shall be constructed on the commercial sites to protect nearby noise sensitive uses.</li> <li>Require the placement of all commercial HVAC machinery to be placed within mechanical equipment rooms wherever possible.</li> </ul> <p>Require the provision of localized noise barriers or rooftop parapets around HVAC, cooling towers, and mechanical equipment so that line-of-sight to the noise source from the property line of the noise sensitive receptors is blocked.</p>	Implemented in Civic Center Project SEIR; no further action is required						

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<b>DT Mitigation Measure Noise-7</b> The project developer shall retain the services of a qualified acoustical engineer with expertise in design of building sound isolations, who shall submit a signed report to the City during plan check for review and approval, which demonstrates that the proposed building design for the residential uses and the hotel building achieves an interior sound environment of 45 dBA (CNEL), as required by City's building code.	Verification that a signed acoustical report has been submitted by the applicant for individual project components	Prior to issuance of building permits	Once per individual project component	LBDS			
<b>SEIR Mitigation Measure Noise-1 Noise Control Plan.</b> If demolition occurs by implosion, the City shall approve a Noise Control Plan that protects public health and includes: <ul style="list-style-type: none"> <li>• A site-specific map that delineates the hearing damage radius.</li> <li>• Safety measures to ensure that community members would not be within this radius during implosion.</li> <li>• Control measures designed by an implosion expert to reduce noise at the source of the implosion.</li> <li>• A statement that all demolition-related damage shall be repaired.</li> </ul>	Verification that a Noise Control Plan is prepared	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			
<b>SEIR Mitigation Measure Noise-2(a) Loading Areas.</b> The applicant shall submit site plans to the Department of Development Services showing that all loading and unloading areas would be oriented away from existing sensitive receptors and/or shielded by the proposed buildings such that the line-of-sight would be broken.	Review of final building plans to verify that loading areas are oriented away from existing sensitive receptors	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			
<b>SEIR Mitigation Measure Noise-2(b) Sound-Rated Windows and Glass Doors Near Commercial Uses.</b> The applicant shall install sound-rated windows and sliding glass doors on all residential units that are within 50 feet of commercial uses. Windows shall be at least STC 35 to ensure that commercial activities do not result in interior noise levels exceeding 35 dBA when the windows are closed.	Review of final building plans to verify use of sound-rated windows and glass doors	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			
<b>SEIR Mitigation Measure Noise-3 Vibration Control Plan.</b> If demolition occurs by implosion, the City shall approve a Vibration Control Plan that promotes public health and adjacent buildings, and includes: <ul style="list-style-type: none"> <li>• A site-specific estimate of the potential zones of</li> </ul>	Verification that a Vibration Control Plan is prepared	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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vibration perceptibility and building damage. <ul style="list-style-type: none"> <li>• A pre-construction survey to assess the foundations and facades of buildings within the damage zone.</li> <li>• A post-construction survey to assess damage, if any, caused by implosion.</li> <li>• A statement that all demolition-related damage shall be repaired.</li> </ul>							
<b>SEIR Mitigation Measure Noise-6(a) Mechanical Ventilation.</b> The applicant shall provide mechanical ventilation in all residential units proposed along Broadway, Pacific Avenue, Third Street, Cedar Avenue, Chestnut Avenue, and First Street so that windows can remain closed at the choice of the occupants to maintain interior noise levels below 35 dBA Ldn.	Review of final building plans to verify use of mechanical ventilation in all residential units	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			
<b>SEIR Mitigation Measure Noise-6(b) Sound-Rated Windows and Sliding Glass Doors.</b> The applicant shall install sound-rated windows and sliding glass doors on the residential units that face Broadway, Pacific Avenue, Third Street, and Cedar Avenue, as well as the proposed library, such that interior noise levels would not exceed 35 dBA Ldn when the windows are closed.	Review of final building plans to verify use of sound-rated windows and sliding glass doors on residential units	Prior to issuance of building permits	Once per individual project component	LBDS, OCM			
<b>Traffic and Circulation</b>							
<b>DT Mitigation Measure Traf-1(a)</b> As the system's capacity is reached, it will become important to manage the street system in a more efficient and coordinated manner. Improvements to the Project area transportation system are proposed as part of the overall Downtown development, including improvements that have been required of other area projects previously approved by the City. Therefore, the mitigation focuses on improvements that would not require significant additional rights-of-way and are achievable within the life of the Plan. There are five proposed mitigation measures for the Downtown Plan, as follows: <ol style="list-style-type: none"> <li>1. Implement traffic control system improvements in Downtown on selected arterials.</li> <li>2. Improve the Alamitos Avenue corridor via removal of selected parking spaces and the implementation of</li> </ol>	Implemented in Civic Center Project SEIR; no further action is required						

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
additional travel lanes plus bike lanes in each direction. 3. Reconfigure the 6th Street and 7th Street intersections with Martin Luther King Jr. Avenue and Alamitos Avenue for safety and traffic flow enhancements. 4. Enhance freeway access to I-710 to and from Downtown Long Beach. 5. Implement transit facilities and programs to encourage public transit usage and Transportation Demand Management Policies.							
<b>DT Mitigation Measure Traf-1(b)</b> A series of traffic signal system improvements are recommended in Downtown to accommodate the anticipated growth in travel. The following traffic signal system improvements are recommended as part of this mitigation measure:  1. Implement Adaptive Traffic Signal Control System (ATCS) improvements throughout Downtown consistent with currently planned improvements on Ocean Boulevard and Atlantic Avenue. Streets that are proposed to be included in the ATCS as a mitigation measure for the Downtown Long Beach Strategic Plan include the following: <ul style="list-style-type: none"> <li>• Alamitos Avenue north of Ocean Boulevard</li> <li>• Pine Avenue north of Ocean Boulevard</li> <li>• Pacific Avenue north of Ocean Boulevard</li> <li>• 7th Street from I-710 to Alamitos Avenue</li> <li>• 6th Street from I-710 to Alamitos Avenue</li> <li>• Broadway from I-710 to Alamitos Avenue</li> <li>• Ocean Boulevard from Shoreline to Alamitos Avenue (to join the proposed system starting at Alamitos Avenue)</li> <li>• Others as needed, to be determined by the City Traffic Engineer and Public Works Director</li> </ul> 2. Implement pan/tilt/zoom Closed Circuit Television Camera (CCTV) surveillance and communications with power and control capability to the Department of Public Works to monitor real-time traffic operations	Based on SEIR traffic analysis, these DT PEIR requirements not specifically needed for the Civic Center Project; no further action required						

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<p>from rooftops of selected new buildings as needed and to be determined based on the location of appropriate new high-rise structures along the Alamitos Avenue, Shoreline Drive, and Ocean Boulevard corridors.</p> <p>3. Implement transit signal priority for Long Beach Boulevard and upgrade traffic signal system equipment and operations along the Blue Line light rail route.</p> <p>4. Upgrade and improve traffic signal equipment throughout Downtown for safety and operational enhancements.</p>							
<p><b>DT Mitigation Measure Traf-1(c)</b> As part of this mitigation measure, a number of intersections would receive major or minor signal modifications, depending on their current status. In addition to the enhancements listed, other potential improvements that can be included are:</p> <ul style="list-style-type: none"> <li>• Bicycle improvements (detection, signalization, etc.)</li> <li>• In-pavement LED crosswalk lights</li> <li>• Automatic pedestrian detection (i.e., infrared, microwave, or video detection)</li> <li>• Illuminated push buttons</li> <li>• Countdown pedestrian signals</li> <li>• Adaptive pedestrian clearance (increasing the flashing DON'T WALK time based on location of pedestrians in the crosswalk)</li> <li>• Enhanced signal equipment including mast arms, poles, signal heads, and other necessary enhancements for safety and operations</li> </ul> <p>Communications enhancements as needed to tie the system together with the Traffic Control Center in City Hall.</p>	<p>Review of traffic impacts completed as part of the Civic Center Project SEIR; no specific requirements identified, but final building plans to be reviewed to determine whether listed improvements would enhance conditions at study intersections</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>				
<p><b>DT Mitigation Measure Traf-1(d) <u>Traffic Calming and Pedestrian Amenities</u></b>. Appropriate traffic calming and pedestrian amenities shall be provided in conjunction with development projects. Potential improvements include corner curb extensions, enhanced paving of crosswalks, and pedestrian-activated signals at mid-block crossings to make it easier for pedestrians to cross the street and to</p>	<p>Review and approval of improvement plans for individual project components to verify compliance with City requirements</p>	<p>Prior to issuance of building permits</p>	<p>Once per individual project component</p>	<p>LBPWD</p>			

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Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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make them more visible to motorists. Other potential improvements include wider sidewalks in locations where the existing sidewalks are less than 10 feet wide, pedestrian-scale street lights, and street furniture (City of Long Beach 2005).							
<b>DT Traf-1(e)</b> Currently, due to on-street parking, there is only one lane of travel on Alamitos Avenue in the southbound direction between 3rd Street and Broadway. Parking spaces on the west side of Alamitos Avenue will be removed, the street will be restriped and reconstructed, a bike lane will be added in each direction of travel, and the street will provide for two travel lanes in each direction plus exclusive left turn lanes from 7th Street to Ocean Boulevard. Traffic signal enhancements to implement the Alamitos Avenue improvements shall also be implemented as needed.	Not applicable to location of project site						
<b>DT Traf-1(f)</b> Developments in the project area will be required to coordinate with area transit providers to accommodate and encourage transit use by residents and patrons. For non-residential sites, appropriate programs and facilities will be included to encourage car and van pooling, provide information on transportation alternatives, and encourage trip reduction strategies in accordance with the City's TDM policies for non-residential development.	Review and approval of improvement plans for individual project components to verify compliance with City requirements	Prior to issuance of building permits	Once per individual project component	LBPWD, LBDS			

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 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
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<b>UTILITIES/SERVICE SYSTEMS</b>							
<b>DT Mitigation Measure Utilities-3(a)</b> All construction related to Project implementation shall include verification by the construction contractor that all companies providing waste disposal services recycle all demolition and construction-related wastes. The contract specifying recycled waste service shall be submitted to the City Building Official prior to approval of the certificate of occupancy	Verification that construction specifications for individual project components include use of a waste disposal company that recycles demolition and construction wastes	Prior to issuance of demolition or building permits	Once per individual project component	LBDS			
<b>DT Mitigation Measure Utilities-3(b)</b> In order to facilitate onsite separation and recycling of construction related wastes, all construction contractors shall provide temporary waste separation bins onsite during demolition and construction.	Review and approval of construction waste management plan for individual project components; field verification of compliance	Review and approval of construction waste management plan prior to issuance of demolition permit; field verification during construction	Once per individual project component for plan review; periodically throughout construction	LBDS, OCM			
<b>DT Mitigation Measure Utilities-3(c)</b> All future developments in the Project area shall include recycling bins at appropriate locations to promote recycling of paper, metal, glass, and all other recyclable materials. Materials from these bins shall be collected on a regular basis consistent with the City's refuse disposal program.	Review and approval of final building plans for individual project components; field verification of compliance	Building plan review and approval prior to issuance of building permit; field verification prior to issuance of occupancy permits	Once per individual project component for building plan review and approval; once for field verification	LBDS			
<b>DT Mitigation Measure Utilities-3(d)</b> All Project area residents and commercial tenants shall be provided with educational materials on the proper management and disposal of household hazardous waste, in accordance with educational materials made available by the Los Angeles County Department of Public Works.	Verification that educational materials are made available to project occupants of individual project components	Prior to issuance of occupancy permits	Once per individual project component	LBDS			
<b>OTHER CEQA</b>							

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 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

Mitigation Measure/Condition of Approval	Action Required	When Monitoring to Occur	Monitoring Frequency	Responsible Agency or Party	Compliance Verification		
					Initial	Date	Comments
<b>SEIR Mitigation Measure Other-1 Fumigation.</b> Prior to issuance of demolition permits, the project applicant shall fumigate all buildings.	Verification that fumigation has occurred	Prior to issuance of demolition permits	Once per individual project component	LBDS			

Key: LBPWD – City of Long Beach Public Works Department  
 LBDS – City of Long Beach Development Services Department  
 OCM – Onsite Construction Manager

DT – Downtown Plan Final EIR  
 SEIR – Civic Center Project Supplemental EIR

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OFFICE OF THE CITY ATTORNEY  
CHARLES PARKIN, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664

1 WHEREAS, Developer seeks offset of the Transportation Improvement Fee  
2 in the amount of \$1,798,713.00; and

3 WHEREAS, such offset and credit is authorized under Section 18.17 of the  
4 Municipal Code; and

5 WHEREAS, Developer has filed an application for a credit against the  
6 Transportation Improvement Fees in accordance with the requirements of Section  
7 18.17.110 of the Municipal Code, together with sufficient supporting documentation of  
8 certain expenditures related to the Civic Center Project.

9 NOW, THEREFORE, the City Council of the City of Long Beach ordains as  
10 follows:

11 Section 1. Having reviewed the Application for Credit filed by the Developer  
12 and all other documentary evidence before it, the City Council hereby finds and  
13 determines that Edgemoor Infrastructure and Real Estate are due a credit in the amount  
14 of \$1,798,713.00 against the Transportation Improvement Fee otherwise payable in  
15 connection with the Project.

16 Section 2. The City Manager is authorized to execute an agreement with  
17 Edgemoor Infrastructure and Real Estate together with all other documents necessary to  
18 carry out the terms thereof, regarding the construction of certain transportation  
19 improvements in connection with the Civic Center Project in the City of Long Beach.

20 Section 3. The City Clerk shall certify to the passage of this ordinance by  
21 the City Council and cause it to be posted in three conspicuous places in the City of Long  
22 Beach, and it shall take effect on the thirty-first day after it is approved by the Mayor.

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I hereby certify that the foregoing ordinance was adopted by the City Council of the City of Long Beach at its meeting of \_\_\_\_\_, 2015, by the following vote:

Ayes: Councilmembers: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Noes: Councilmembers: \_\_\_\_\_

\_\_\_\_\_

Absent: Councilmembers: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
City Clerk

Approved: \_\_\_\_\_

\_\_\_\_\_  
Mayor

OFFICE OF THE CITY ATTORNEY  
CHARLES PARKER, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664

**LONG BEACH CIVIC CENTER**  
**City Hall/Port Building**

Magnolia Ave		Total
	Demolition	\$17,283.20
	Sidewalk, and other Concrete Work	\$105,666.39
	Asphalt Paving	\$26,000.00
	Earthwork	\$17,700.80
	Additional SWPPP	\$6,886.10
	Water, storm drain and other utilities	\$32,500.00
	Street trees, soil, irrigation and other Landscape	\$43,898.60
	Electrical	\$26,000.00
	<b>Total Magnolia Ave</b>	<b>\$275,935.08</b>
Ocean Boulevard		Total
	Demolition	\$31,693.21
	Sidewalk, bus pad and other Concrete Work	\$193,766.64
	Asphalt Paving	\$65,000.00
	Earthwork	\$36,480.60
	Additional SWPPP	\$16,526.64
	Water, storm drain, and other utilities	\$45,500.00
	Street trees, soil, irrigation and other Landscape	\$129,492.79
	Signals, and other Electrical	\$154,815.66
	<b>Total Ocean Boulevard</b>	<b>\$673,275.55</b>
Chestnut Ave		Total
	Demolition	\$22,651.13
	Sidewalk, bus pads, crossings and other Concrete Work	\$138,484.97
	Asphalt Paving	\$178,886.50
	Earthwork	\$72,703.96
	Additional SWPPP	\$45,448.26
	Water, storm drain, and other utilities	\$469,215.50
	Street trees, soil, irrigation and other Landscape	\$53,187.97
	Signals, street lights and other Electrical	\$65,000.00
	<b>Total Chestnut Ave</b>	<b>\$1,045,578.28</b>
<b>Total City Hall/Port Building</b>		<b>\$1,994,788.91</b>

**Lincoln Park/Library**

Broadway		Total
	Demolition	\$9,254.64
	Sidewalk, crossing and other Concrete Work	\$55,052.45
	Asphalt Paving	\$12,645.36
	Earthwork	\$23,794.68
	Additional SWPPP	\$7,820.54

	Water, storm drain, and other utilities	\$129,784.24
	Street trees, soil, irrigation and other Landscape	\$8,190.00
	Electrical	\$42,105.70
	Total Broadway	\$288,647.61
Pacific Avenue		Total
	Demolition	\$26,441.83
	Sidewalk, bus pads, crossings and other Concrete Work	\$157,292.72
	Asphalt Paving	\$36,129.60
	Earthwork	\$67,984.80
	Additional SWPPP	\$22,344.40
	Water, storm drain, and other utilities	\$249,585.07
	Street trees, soil, irrigation and other Landscape	\$23,400.00
	Electrical	\$120,302.00
	Total Pacific Avenue	\$703,480.42
Ocean Boulevard		Total
	Demolition	\$13,881.96
	Sidewalk and other Concrete Work	\$82,578.68
	Asphalt Paving	\$18,968.04
	Earthwork	\$35,692.02
	Additional SWPPP	\$11,730.81
	Water, storm drain, and other utilities	\$359,402.50
	other Landscape	\$12,285.00
	other Electrical	\$63,158.55
	Total Ocean Boulevard	\$597,697.56
Cedar Avenue		Total
	Demolition	\$16,526.14
	Sidewalk, crossings and other Concrete Work	\$98,307.95
	Asphalt Paving	\$22,581.00
	Earthwork	\$42,490.50
	Additional SWPPP	\$13,965.25
	Water, storm drain, and other utilities	\$259,568.47
	Street trees, soil, irrigation and other Landscape	\$14,625.00
	Street lights and other electrical	\$75,188.75
	Total Cedar Avenue	\$543,253.06
Total Lincoln Park/Library		\$2,133,078.65
GRAND TOTAL		\$4,127,867.56

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ORDINANCE NO.

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF LONG BEACH MAKING FINDINGS AND DETERMINATIONS REGARDING CONTRACTING FOR WORK USUALLY PERFORMED BY CITY EMPLOYEES AND AUTHORIZING THE CITY MANAGER TO ENTER A CONTRACT WITH PLENARY EDGEMOOR CIVIC PARTNERS, LLC, FOR CUSTODIAL, MAINTENANCE AND SECURITY SERVICES

WHEREAS, the City employees currently perform custodial, maintenance and security services at the existing City Hall building (collectively, the "Building Services"); and

WHEREAS, the City intends to contract with Plenary Edgemoor Civic Partners, LLC ("Project Company") for the design, construction, financing, operation and maintenance of a new Civic Center ("Civic Center Project"), which shall include a new City Hall building; and

WHEREAS, in connection with the Civic Center Project the City desires to contract for Building Services in connection with the overall Civic Center Project contract, provided that the Building Services can be performed by the Project Company as efficiently, effectively and at an estimated lower cost to the City than if the services were performed by employees of the City; and

WHEREAS, the Department of Financial Management has caused The PFM Group to prepare a Proposition L Study dated November 11, 2015 (the "Prop L Study") in order to analyze future costs for the Building Services in detail; and

WHEREAS, the Department of Financial Management, using the Prop L

1 Study, has calculated the annual cost to the City if the Building Services were performed  
2 by the Project Company and the costs to the City if the Building Services were performed  
3 by City employees; and

4 WHEREAS, based on these calculations, the City Council desires to make  
5 the findings and determinations required by the City Charter and to authorize a contract  
6 for the Building Services;

7 NOW, THEREFORE, the City Council of the City of Long Beach ordains as  
8 follows:

9 Section 1. The Department of Financial Management has calculated the  
10 following annual costs of performing the Building Services:

11 City Cost:	\$3,420,719
12 Contract or Cost:	\$2,895,109
13 Annual Savings:	\$625,610

14  
15 Section 2. The City Council finds and determines that the Building  
16 Services can be performed by the Project Company as efficiently, effectively and at a  
17 lower cost to the City than if the same Building Services were performed by employees of  
18 the City.

19  
20 Section 3. The City Council has considered all other relevant factors and  
21 finds and determines that the performance of the Building Services by the Project  
22 Company will not be detrimental or adverse to the best interests of the citizens of the  
23 City.

24  
25 Section 4. City employees who hold the classifications identified in  
26 Appendix C of the Prop L Study, and who are assigned to the Civic Center Facility  
27 through June 30, 2019, shall not be reduced in hours, position, duties, or compensation  
28

OFFICE OF THE CITY ATTORNEY  
ROBERT E. SHANNON, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664

1 as a result of the execution of a contract with the Project Company, unless the employee  
2 and the City mutually agree otherwise.

3 Section 5. The City Manager is authorized to execute a contract with the  
4 Project Company for the performance of the Building Services for a term of up to forty  
5 (40) years.

6  
7 Section 6. The City Clerk shall certify to the passage of this ordinance by  
8 the City Council and cause it to be posted in three (3) conspicuous places in the City of  
9 Long Beach, and it shall take effect on the thirty-first (31st) day after it is approved by the  
10 Mayor.

11 I hereby certify that the foregoing ordinance was adopted by the City  
12 Council of the City of Long Beach at its meeting of December 15, 2015, by the following  
13 vote:

14 Ayes: Councilmembers: \_\_\_\_\_

15 \_\_\_\_\_

16 \_\_\_\_\_

17 Noes: Councilmembers: \_\_\_\_\_

18 \_\_\_\_\_

19 Absent: Councilmembers: \_\_\_\_\_

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21 \_\_\_\_\_  
22 City Clerk

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Approved: \_\_\_\_\_  
(Date)

\_\_\_\_\_  
Mayor

OFFICE OF THE CITY ATTORNEY  
ROBERT E. SHANNON, City Attorney  
333 West Ocean Boulevard, 11th Floor  
Long Beach, CA 90802-4664