

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF COMMERCE, CALIFORNIA CERTIFYING THE FINAL ENVIRONMENTAL IMPACT REPORT (SCH# 2019080312) (“EIR”) FOR THE MODELO PROJECT AS ADEQUATE AND COMPLETE; ADOPTING FINDINGS OF FACTS PER PUBLIC RESOURCES CODE SECTION 20181(a); ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS FOR THE EIR; ADOPTING THE MITIGATION MONITORING AND REPORTING PROGRAM FOR THE EIR; AND APPROVING SITE PLAN NO. 997 REVIEW, MASTER SIGN PLAN, AND VESTING TENTATIVE TRACT MAP NO. 83334.

WHEREAS, on August 19, 2019 Comstock Gage LLC filed an application with the City for a Site Plan Review, Vesting Tentative Tract Map, Master Sign Plan, Zone Change, General Plan Amendment, Development Agreement, and a specific plan known as the Modelo Specific Plan, a district-level policy plan, which includes design and development standards, including for heights, densities, uses, parking, signs, open space and landscaping, as well as land use designations, parking standards and administrative procedures for development of a mixed residential and commercial use project located approximately at 7316 East Gage Avenue and 6364 Zindell Avenue (APNs 6357-018-005, 6357-019-904, 6357-019-905 and 6357-018-900), known as the Modelo project (“Project”). Collectively, these requests are referred to herein as the “Entitlements.” and

WHEREAS, adoption or approval of the Entitlements constitutes a “project” under the California Environmental Quality Act (CEQA), Public Resources Code Section 21000 *et seq.*, Title 14 California Code of Regulations Section 15000 *et seq.* (CEQA Guidelines); and

WHEREAS, an Environmental Impact Report (EIR), State Clearinghouse No. 2019080312, has been prepared analyzing the Modelo Project and the Entitlements in accordance with the CEQA Guidelines Section 15161 (Project EIR); and

WHEREAS, the City prepared and circulated a Notice of Preparation (NOP) for the Draft EIR to the public, responsible agencies and other interested persons on August 19, 2019 for a 30-day public review period; and

WHEREAS, on August 24, 2019, the City held a Scoping Meeting to gather public input on the Modelo Project and proposed EIR; and

WHEREAS, in response to the NOP, 54 written comment letters were received during the NOP public review period and for which the Draft EIR was prepared for the Project assessing its environmental impact in compliance with CEQA; and

WHEREAS, the City circulated the Draft EIR to the public, responsible agencies and other persons for their review and comment for 45 days from July 16, 2020 through August 31, 2020; and

WHEREAS, on August 1, 2020, and in accordance with the Safer at Home Orders by the State of California and the County of Los Angeles a community meeting was held at Veterans Memorial Park to discuss the Draft EIR and receive comments from the public; and

WHEREAS, the City received 19 comment letters on the Draft EIR during the 2020 public review period and for which those comments were responded to in writing as part of the final EIR; and

WHEREAS, the Final EIR and responses to all public comments received were published to the public on November 19, 2021; and

WHEREAS, on January 19, 2022 the City of Commerce Planning Commission conducted a public hearing and reviewed all material comprising the Final EIR; Specific Plan No. 21-01; Zone Change 21-01; General Plan Amendment 21-01; Site Plan No. 997; Master Sign Plan; Vesting Tentative Tract Map No. 83334; and Development Agreement; and

WHEREAS, on February 15, 2022 the City of Commerce City Council conducted a public hearing and reviewed all material comprising the Final EIR; Specific Plan No. 21-01; Zone Change 21-01; General Plan Amendment 21-01; Site Plan No. 997; Master Sign Plan; Master Sign Plan; Vesting Tentative Tract Map NO. 83334; Development Agreement; and the whole of the administrative record in its determinations regarding the proposed Project; and

WHEREAS, the City Council finds that the Final EIR contains all required environmental documentation and is adequate.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF COMMERCE DOES HEREBY RESOLVE AS FOLLOWS:

The foregoing recitals are true and correct and incorporated herein by reference.

Section 1. ENVIRONMENTAL IMPACT REPORT

1. Contents of the Final EIR. Pursuant to CEQA Guidelines Section 15132, the Final EIR, which is attached hereto and incorporated herein by this reference as Exhibit 1, includes the Draft EIR (State Clearinghouse No. 2019080312) dated July 2020, the Draft EIR appendices, the Final EIR dated November 2021 including new and revised appendices based on public comments received, all documents and other materials listed as references and/or incorporated into the Draft EIR and Final EIR, all public comments received on the Draft EIR and the

City's responses thereto, and all other documents and information incorporated by the City as set forth in the Final EIR.

2. The findings contained in the Findings of Facts and Statement of Overriding Considerations with respect to the significant impacts identified in the Final EIR, are true and correct, and are based upon substantial evidence in the record. The Findings of Facts and Statement of Overriding Considerations are attached hereto and are incorporated herein by this reference as Exhibit 2.
3. The Final EIR has identified all significant environmental impacts of the Project and there are no known potentially significant environmental impacts not addressed in the Final EIR.
4. All significant environmental impacts of the Project are set forth in the Findings of Facts and Statement of Overriding Considerations.
5. Although the Final EIR identifies certain significant environmental impacts which would result if the Project is approved, all significant impacts that can be feasibly avoided or mitigated will be avoided or mitigated by imposition of conditions on the Project and the imposition of mitigation measures attached hereto as set forth in the Findings of Fact and Statement of Overriding Considerations, as well as the Mitigation Monitoring and Reporting Program which is attached hereto and incorporated herein as Exhibit 3.
6. Potential mitigation measures and project alternatives not incorporated into the Project were rejected as infeasible, based upon specific economic, social, and other considerations as set forth in the Findings of Fact and Statement of Overriding Considerations.
7. The significant impacts of the Project, as identified in the Findings of Fact and Statement of Overriding Considerations which will have not been reduced to a level of insignificance will have been substantially reduced in their impacts by the imposition of conditions on the Project and the imposition of mitigation measures. The City Council finds that it has given great weight to the significant unavoidable adverse environmental impacts, but the significant unavoidable adverse impacts are outweighed by the economic, social and other benefits of the Project as set forth in the Findings of Fact and Statement of Overriding Considerations.
8. The Final EIR has described a reasonable range of alternatives to the Project.
9. A good faith effort has been made to seek out and incorporate all points of view in the preparation of the Final EIR.
10. The City of Commerce City Council, in its independent judgment based on a review of the whole of the administrative record, certifies that the Final EIR for the Modelo Project is adequate and complete in that it addresses the

environmental effects of the proposed Project and fully complies with the requirements of CEQA and the CEQA Guidelines.

Section 2. SITE PLAN

Pursuant to Commerce Municipal Code Section 19.39.680, approval or disapproval of any Site Plan application shall be based upon the following factors and principles:

- 1. Compliance with all applicable provisions of this Title 19.** *The newly proposed mixed-use Project will comply with all applicable requirements of the Commerce Municipal Code and the Modelo Specific Plan (No. 21-01). The proposed uses, intensity of use, and development standards are permitted within the Modelo Specific Plan, the purpose of which is to establish development and land use standards appropriate for a mixed-use project consisting of residential, commercial, entertainment, recreational and civic uses. The requirements of the Specific Plan are intended to provide safeguards and to establish adequate buffer distances between uses that pose potentially adverse public health, safety, and welfare impacts and land uses in adjacent, more restrictive zone districts. As stated, the subject Project will meet all applicable requirements of Title 19 and the Modelo Specific Plan.*
- 2. Suitability of the site for the particular use or development intended.** *The site currently consists of the Veterans Memorial Park and an undeveloped vacant lot ("Project Site"). The proposed Project is the ideal use for the Project Site. The Project Site contains closed, former landfills, operated by predecessor owners of the Applicant from 1948 to 1954. The Project Site is currently underutilized and possesses significant development constraints given the existence of the inactive former landfills and the substantial cost required to excavate and remove landfill materials. As a part of the Project, the Applicant will, at its cost, excavate and remove the buried waste and replace it with clean fill material under the direction of the Los Angeles Regional Water Quality Control Board. The Project will therefore result in a transformation of what has long been an eyesore to a clean site that is ready to be put to its highest and best use.*

Once the Project Site is remediated, the Applicant will construct the Modelo Project, which will consist of a balanced mix of up to 850 townhomes, apartments, and other types of for sale and rental residential units, and up to 165,000 square feet of commercial, entertainment and public space. Key commercial uses may include, but not be limited to, the following: grocery store, pharmacy, multi-screen movie-theatre or entertainment space, arcade/bowling/family venue, fitness and wellness gym, various restaurants, a sports-bar, a breakfast-venue, a Latino arts or Los Angeleno-regional museum and public gallery space. The Applicant will also construct a revitalized, state of the art park for the City that may include a new Community Center, a multi-disciplinary sports complex, including youth baseball, youth and adult soccer, futsal, basketball, indoor volleyball and open green space as well as walking and bike paths, open parkland, all-inclusive playground and

splashpad, picnic and barbecue area. The Project Site is ideally situated for the all-inclusive type of community that is proposed by the Modelo Project. It will provide the residential neighborhoods surrounding the Project Site and throughout the City with a brand new entertainment, retail, civic, and recreational destination. It will bring much needed community amenities to this area of the City, including grocery, pharmacy, and fitness options, as well as revitalized community amenities. Located near major thoroughfares at the intersection of several cities including Pico Rivera, Bell Gardens, Maywood, and Montebello, as well as adjacent to the I-5 Freeway, the entertainment, residential, and retail options will draw in new visitors and residents to the City.

The Project will also beautify the surrounding area and improve its value as a recreational destination by including abundant open and green space, and publicly accessible amenities, including open parkland, walking and bicycle paths on the Project Site, all of which will draw visitors into the Project Site as well as tie the Project Site into the Los Angeles River and the Rio Hondo River tributary and existing bike path.

3. **Physical layout of the total development, including the application of prescribed development standards.** *The Project shall be so arranged to further the policies of the General Plan and zoning regulation including, but not limited to, avoiding traffic congestion, ensuring the protection of public health, safety, and general welfare, and preventing adverse effects on neighboring properties. The Modelo Project will further the policies in the Commerce General Plan. The site has the "Modelo Specific Plan" land use designation, which is intended to support the uses such as those being proposed. Adequate safeguards will be provided to ensure the protection of the public health, safety, and welfare. The Modelo Specific Plan's purpose is to implement the vision for the reuse and recycling of land through the establishment of land uses, design criteria, development regulations, infrastructure plans and implementation procedures that will guide development in an orderly fashion, consistent with City policies and procedures. To ensure that the Modelo Project will not diminish traffic infrastructure capacity for the neighboring properties, the Applicant will be constructing traffic improvements at nine intersections near the project site, as described as project design features in more detail in the Final Environmental Impact Report, State Clearinghouse No. 201908312, as well as additional shading, seating, signage and other improvements for bus stops in the Modelo Project vicinity.*
4. **Consistency with all elements of the General plan.** *General Plans are required to not only be consistent with a City's zoning ordinance, but they must also be internally consistent. Therefore, individual elements must be consistent with one another. If a project is consistent with one element of a General Plan, it should therefore be consistent with the rest of the document. The Project includes a General Plan Amendment changing the land use map designation of the Project site from Low Density Residential, Public Facility, and Commercial Manufacturing to Modelo Specific Plan. The Project approvals also include a zone change for the*

Project site from Public Facility and Commercial Manufacturing to Modelo Specific Plan. These changes will assure that the Site Plan and other Project entitlements are consistent with the General Plan as Amended. The subject project includes consistency with following policies in the Community Development Element of the General Plan:

Community Development Policy 1.1. The City of Commerce will continue to promote land use compatibility.

Community Development Policy 1.3 -The City of Commerce will continue to implement specific standards for new commercial developments located adjacent to residential neighborhoods in order to ensure that adequate buffers are provided so that negative impacts such as noise, light pollution, truck use, and traffic may be mitigated.

Community Development Policy 2.3. The City of Commerce will promote the development of larger, more efficient, commercial retail shopping centers as opposed to smaller “strip commercial” centers.

Community Development Policy 4.1. The City of Commerce will explore the feasibility of developing an area devoted to active family recreation.

Community Development Policy 4.2. The City of Commerce will promote the development of commercial enterprises that provide family- entertainment.

Community Development Policy 5.1. The City of Commerce will promote the development of new housing for all income groups.

Community Development Policy 6.1. The City of Commerce will promote the creation of “area themes” to enhance the city’s living and working environment.

Community Development Policy 6.2 -The City of Commerce will require new commercial and industrial development to employ architectural and site design techniques that will promote quality and efficient development.

Community Development Policy 6.3. The City of Commerce will require new commercial and industrial development to employ architectural and site design techniques that will promote quality and efficient development.

Transportation Policy 1.3. The City of Commerce will implement the standards for roadways identified in the Transportation Element in the planning and construction of future street improvements in the City.

Transportation Policy 3.4. The City of Commerce will promote the development of safe and convenient pedestrian access between residential neighborhoods and the parks and schools that serve those neighborhoods.

Transportation Policy 4.3. The City of Commerce will require that the cost of new transportation-related improvements be borne by the developments that create the need for such improvements.

Transportation Policy 5.1. The City of Commerce will ensure that adequate off-street parking and loading facilities are provided for businesses and residences in the City.

Housing Policy 1.1. The City of Commerce will strive to provide a diverse inventory of housing that meets the needs of those who desire to reside in the City.

Housing Policy 1.2. The City of Commerce will promote the development of a wide range of housing by location, type, and price to meet the existing and future needs of the City.

Housing Policy 1.4. The City of Commerce will promote the development of new housing for low-through upper-income households.

Housing Policy 1.5. The City of Commerce will explore opportunities for new residential development within those areas of the City occupied by vacant, obsolete commercial and industrial uses.

Housing Policy 4.1 -The City of Commerce will ensure that new higher-density residential projects are kept at a scale (number of units, height, etc.) compatible in design with adjacent residential areas.

Housing Policy 4.3. The City of Commerce will encourage quality construction in new residential development and require all properties to be maintained to the greatest extent possible.

Resource Management Policy 2.4. The City of Commerce will explore opportunities for the development of a city museum and cultural center.

Resources Management Policy 4.5. The City of Commerce will require that at least five percent of the site area of all new commercial and industrial developments be landscaped.

Resource Management Policy 5.2. The City of Commerce will strive to create more “green space” and recreational facilities that will accommodate skateboarding, roller hockey, and field soccer programming.

Resource Management Policy 5.3. The City of Commerce will continue to upgrade existing facilities to improve park appearance and utility.

Resource Management Policy 5.4. The City of Commerce will expand Veteran’s Park and Bristow Park to include such facilities as soccer fields and basketball courts.

Safety Policy 4.1. The City of Commerce will ensure that appropriate mitigation measures relative to soil contamination and soils characteristics (subsidence, erosion, etc.) are required for development and redevelopment in order to reduce hazards.

The abovementioned policies, along with other policies and elements identified in the General Plan will help contribute to an orderly pattern of development in the City, while helping to contribute to the City's economic well-being.

- 5. Suitability and functional development design; however, such approval shall not be interpreted to require a particular style or type of architecture.** *The Project is designed to meet the City's development standards, including those related to height, residential density and commercial intensity. The Project was also evaluated to ensure it met the City's site planning criteria and design guidelines as detailed in the Modelo Specific Plan. The Project meets the intent and standards set forth in the Commerce Municipal Code; therefore the proposed building and use are suitable for the Project Site and its surroundings.*

Section 3. VESTING TENTATIVE SUBDIVISION MAP

The California Subdivision Map Act requires that the City Council make the following findings before approving this subdivision.

6. Government Code Section 66473.5(a).

- a. **The proposed subdivision, with the provisions for the design and improvement, are consistent with the General Plan required by Article 5 (commencing with Section 65300) of Chapter 3 of Division 1 of the Government Code, or any specific plan adopted pursuant to Article 8 (commencing with Section 65450) of Chapter 3 of Division 1 of the Government Code.** *Vesting Tentative Tract Map No. 83334 is consistent with all elements of the City's General Plan as amended. The Amended General Plan Land Use designation on the subject site is Modelo Specific Plan. The proposal includes the implementation of a Specific Plan and a zone change and zone text amendment that will ensure the proposal is in full compliance with all provisions of the Amended General Plan.*

7. **Section 66474:**

- a. **The site is physically suitable for the proposed density of development.** *The subject site is physically suitable to accommodate the density proposed by the applicant. The Project site has a land area of approximately 17.5 acres and will be developed in accordance with a new Specific Plan that will set forth the permissible density for the site.*
- b. **The subdivision or proposed improvements will not cause substantial environmental damage or substantially and avoidably injure fish, wildlife, or their habitat.** *The proposed Project will not cause substantial environmental damage or substantially and unavoidably injure fish, wildlife, or their habitat. As part of the proposal, the site will be remediated, therefore improving the environmental condition on the Property. In addition, the EIR analyzes the potential impacts to biological resources and found that all potential impacts to biological resources were either less than significant or able to be mitigated to less than significant with the imposition of mitigation measures, which are required to be implemented by the Project applicant.*
- c. **The subdivision or type of improvement will not cause serious public health problems.** *The subdivision or type of improvements will not likely cause serious public health problems because the Project will be required to comply with the highest, review by both City and State agencies, including the California State Water Resources Control Board.*
- d. **The proposed subdivision and improvements will not conflict with the easements for access through or the use of the property within the**

proposed subdivision. *The subdivision or type of improvement will not conflict with easements, acquired by the public at large, for access through or use of, property within the proposed subdivision. Any situation that may conflict with this provision will be subject to the discretion of the easement holder.*

8. Section 66474.6

- a. The discharge of waste from the proposed subdivision into the existing community sewer system will not violate existing requirements of the Water Code.** *The subdivision or type of improvement will not violate any existing requirements of the Water Code. The discharge of waste from the site will need approval by the Sanitation District which will ensure that no existing requirements of the Water Code are violated.*

Section 4. SIGN MASTER PLAN

- 9. Master Sign Plan** - *Master Sign Plans are regulated by Chapter 19.25.130, and are intended to allow for creativity and flexibility for unique situations, or large developments such as Modelo. The proposed Sign Master Plan that is included as part of the Modelo Specific Plan and is an attachment to this report is intended to provide for control and supersede inconsistencies with the regulations of the base sign standards. In this case, the Modelo Master Sign Plan includes provisions for exterior-facing signage as well as in-project (within site) signs, both of which provide wayfinding for visitors to navigate to, from and in and around the site, as well as to provide promotional opportunities for grocery, restaurant, and commercial tenants as well as for the Community Center and Museum, with the goal to provide an invitation to Southern California and nearby cities to visit the site's retail and museum amenities and enjoy the Model environment created by Modelo. The Plan provides for specific placement, sizing and specifications for signs throughout the Project as well as for light standard banners and monument signs that are outside of the Project. As proposed, all signs will be in keeping with design standards that honor the Latin American design influences with an eye toward a model 21st century design.*

Section 5. APPROVAL

Based on the finding contained in this Resolution, the facts contained in the Staff Report and the facts presented at the public hearing on this matter, the City of Commerce City Council does hereby (1) certify the Final Environmental Impact Report (SCH# 2019080312) ("EIR") for the Modelo Project as adequate and complete; (2) adopt Findings of Fact per Public Resources Code Section 20181(a); (3) adopt a Statement of Overriding Considerations for the EIR; (4) adopt the Mitigation Monitoring and Reporting Program for the EIR; (5) approve Site Plan No. 997 Review, (6) approve the Master Sign Plan, and (7) approve Vesting Tentative Tract Map No. 83334 subject to the conditions set forth in this Resolution.

Section 6. CONDITIONS OF APPROVAL

All of the approvals of the City Council contained in this Resolution shall be subject to the following project conditions:

1. Where conflicts between the Development Agreement (DA), the Specific Plan, or the conditions discussed herein exist, then the DA shall take precedent. If it is unclear the Director of Economic Development and Planning shall have the authority to interpret and provide direction.
2. A Specific Plan approval is valid and in effect and granted pursuant to the provisions of Title 19 of the Commerce Municipal Code and shall be valid only on the property for which it was granted and only for the improvements for which it is granted and further, shall continue to be valid upon change of ownership of the property or any lawfully existing building or structure on the property.
3. Applicant shall construct the Community Element, including the Parcel-Specific Infrastructure specific to the Community Element, and the Off-Site Improvements as outlined in the DA. Capitalized terms not otherwise defined in these conditions of approval shall be as defined in the DA.
4. All conditions shall be binding upon the applicants, their successors and assigns; shall run with the land; shall limit and control the issuance and validity of certificates of occupancy; and shall restrict and limit the construction, location, and use and maintenance of all land and structures within the development.
5. Prior to the issuance of the grading permit for the remediation, the applicant shall have commenced discussions with Caltrans for road improvements at the intersection of Gage Avenue and Slauson Avenue. Prior to issuance of the first certificate of occupancy, applicant shall have received any needed approval from Caltrans of the plans for road improvements at the intersection of Gage Avenue and Slauson Avenue.
6. The applicant shall make available a name and contact number of person(s) that will be tasked with overseeing and answering any questions, concerns, or complaints that individuals may have regarding on-going construction activities at the subject site. This name and number shall be placed in a conspicuous outward facing location for those in the general area to see.
7. The applicant shall work with both the City and all applicable non-city agencies to seek permission to establish a new driveway access to the northernmost portion of the site, and either through Slauson Avenue or Telegraph Road.
8. During construction, all roadways shall be kept open to traffic unless temporary closures are required for installation of off-site improvements. A traffic control plan and measures will be in place when roadway work is required.

9. All roads directly adjacent to the subject site used to access the site during construction shall be swept/and or watered as needed to reduce fugitive dust from the proposed project site.
10. The property shall be developed and maintained in a neat, quiet, and orderly condition in compliance with the City's Municipal Code and construction guidelines and operated in a manner so as not to be detrimental to adjacent properties and occupants.
11. Contractors and subcontractors engaged in the construction activities of the project shall obtain a business license and all required permits from the City of Commerce.
12. A truck haul route shall be prepared and made available to staff. This report shall also be subject to the review and approval of the Public Works Department.
13. The operation must comply with all pertinent South Coast Air Quality Management District (SCAQMD) regulations, if applicable.
14. All required permits by all permitting agencies shall be obtained for operation of said use and any construction associated with the subject request.
15. Construction activities shall be permitted between the hours of 7:00 a.m. to 6:00 p.m. Monday through Saturday.
16. Storage of onsite materials related to construction activities shall be contained within the project. Materials for off-site improvements will be stored securely adjacent to the work being performed.
17. If applicable, the applicant is responsible to work with Caltrans in obtaining any necessary permits that are subject to authority and review. This includes, but is not limited to signage, road improvements, and road network adjustments.
18. If required by Caltrans, all LED signage shall dim during evening and overnight hours to limit the glaring as seen from the Freeway.
19. The applicant shall demonstrate how this proposal is in compliance with Division 23, Section 19.37.710, Art in Public Places.
20. A minimum of 2,223 parking spaces shall be provide at all times. In the event of a change, the applicant shall notify the City in writing of the intent to replace/reduce the number of parking spaces.

21. All parking areas shall be clearly identified. The surface parking area must be striped to clearly indicate the location and extent of vehicle parking, maneuvering areas, and drive aisles.
22. If the Director of Economic Development and Planning determines that a situation detrimental to the public health, safety, and welfare has arisen due to the subject operation based on substantial evidence and in accordance with the City's Municipal Code, the Director may require changes to the operation, additional studies to be undertaken, and the implementation of additional measures to protect the public's interest.
23. The project will be required to comply with all programs adopted by the City for the reduction of solid waste.
24. The Director of Economic Development and Planning shall have the authority to initiate proceedings to suspend, revise or revoke the entitlements, including these conditions of approval, pursuant to the procedures set forth in the City's Municipal Code.
25. The operation must comply with all pertinent South Coast Air Quality Management District (SCAQMD) regulations. The applicant and future tenants shall be required to obtain all pertinent operating permits from the SCAQMD. Proof of permits or proof of exemption shall be provided prior to issuance of a building permit from the City of Commerce.
26. The applicant, and the contractors, must adhere to all requirements governing the handling, removal, and disposal of asbestos-containing materials, lead paint, and other hazardous substances and materials that may be encountered during demolition. The applicant must obtain all regional agency approval, with copies provided to the Chief Building Official if so requested prior to the issuance of any demolition or grading permits. Documentation as to the amount, type of, and evidence of the disposal of materials to an appropriate hazardous material landfill site shall be provided to the Chief Building Official if so requested prior to the issuance of a Certificate of Occupancy.
27. A City of Commerce Business License, if required, shall be obtained and renewed as required by the City of Commerce for all uses within the project site.
28. The Director of Economic Development and Planning Services is authorized, if requested by the applicant, to make minor modifications to the approved plans or any of the conditions if such modifications shall achieve substantially the same results as would strict compliance with said plans and conditions.
29. The applicant shall return a signed and notarized Affidavit of Acceptance of Conditions within fifteen (15) days following the final project approval.

30. All construction drawings and plans, including the project's landscaping plans, must be submitted for review and approval pursuant to the City's standard plan check and permitting processes, or as otherwise provided in the Development Agreement. Changes to the plans may be required to meet the standards and all applicable requirements of the City of Commerce and other reviewing agencies.
31. All requirements and conditions set forth in the Specific Plan document shall be implemented, including those related to infrastructure. This includes, but are not limited to, undergrounding all utility lines (if permitted by the applicable utility companies) serving the project and any offsite installation of curbs, sidewalks, street and driveway paving, and street lighting.
32. Development associated with this approval shall be in substantial compliance with the approved Specific Plan and all plans (site plan, landscape plan, elevations, and alike) contained therein.
33. Amendments to the Specific Plan shall be processed in the manner required for a general plan amendment, as set forth in Division 6 of Chapter 19.39 of the Commerce Municipal Code.

Building and Safety

34. The second sheet of building plans is to list all City of Commerce conditions of approval and to include a copy of the Planning Commission Decision letter. This information shall be incorporated into the plans prior to the first submittal for plan check.
35. *Except as required to carry out the Remedial Action Plan (RAP) approved by Los Angeles Regional Water Control Board (RWQCB) or any RWQCB-approved remedial design implementation plans (RDIP) associated with the RAP, the City will not issue building permits to Applicant for vertical construction of the parking structure until the RWQCB accepts a Completion Report verifying completion of the RAP for any portion of the site covered by the building permit.*
36. School District Fees shall be paid to the School District in compliance with California Education Code Section 17620(b).
37. Fees shall be paid to the County of Los Angeles Sanitation District prior to issuance of the building permit for vertical construction.
38. Approval is required from the Los Angeles County Health Department for restaurants.

39. Approval is required from the Los Angeles County Health Department for food handling and/or storage.
40. Applicant shall prepare and submit suggested addressing and unit numbers to Building Official prior submitting plans for plan review , and an application to assign unit numbers shall be filed with Building Division prior to plan check submittal.
41. In accordance with paragraph 5538(b) of the California Business and Professions Code, plans are to be prepared and stamped by a licensed architect.
42. Structural calculations prepared under the direction of an architect, civil engineer or structural engineer shall be provided.
43. A geotechnical and soils investigation report is required, the duties of the soils engineer of record, as indicated on the first sheet of the approved plans, shall include the following:
 - a) Observation of cleared areas and benches prepared to receive fill;
 - b) Observation of the removal of all unsuitable soils and other materials;
 - c) The approval of soils to be used as fill material;
 - d) Inspection of compaction and placement of fill;
 - e) The testing of compacted fills; and
 - f) The inspection of review of drainage devices.
44. The owner should if feasible retain the soils engineer preparing the Preliminary Soils and/or Geotechnical Investigation accepted by the City for observation of all grading, site preparation, and compaction testing. Observation and testing shall not be performed by another soils and/or geotechnical engineer unless the new engineer is accepted by the Public Works Department.
45. A grading and drainage plan shall be approved prior to issuance of the building permit for vertical construction. The grading and drainage plan shall indicate how all storm drainage including contributory drainage from adjacent lots is carried to the public way or drainage structure approved to receive storm water.
46. Redevelopment project with land disturbing activity that would result in the replacement of 5,000 square feet or more of impervious surface area on an already developed site on Planning Priority Project categories shall comply with Low Impact Development (“LID”) requirements per City Ordinance.
47. Foundation inspection will not be made until the excavation has been surveyed and the depth of the footings has been determined to be in accordance with the approved plans by a deputy inspector or structural engineer licensed by the State of California. THIS NOTE IS TO BE PLACED ON THE FOUNDATION PLAN IN A PROMINENT LOCATION.

48. Electrical plan check is required.
49. Mechanical plan check is required.
50. Plumbing plan check is required.
51. Plumbing fixtures shall be provided as required by the Chapter 4 of the California Plumbing Code. Additional fixtures may be required if not in compliance.
52. Project shall comply with the CalGreen Nonresidential mandatory requirements.
53. Project shall comply with the CalGreen Residential mandatory requirements.
54. No form work or other construction materials will be permitted to encroach into adjacent property without written approval of the affected property owner.
55. Demolition permit is required for any existing buildings which are to be demolished.
56. Separate plan review and permit is required for each detached retaining wall.
57. Separate plan review and permit is required for each detached structure.
58. All applicable State of California disability access regulations for accessibility and adaptability shall be complied with.
59. The project will abide by and comply with the California Building Code, as such may be amended by the Commerce Municipal Code, at the time of plan check.
60. Prior to the issuance of building permit, a written consent shall be obtained from the current easement holder(s) for any proposed development encroaching into existing easement(s) or any easements affected by the development shall be revised or vacated.
61. A reciprocal easement for ingress and egress, sanitary sewer, utility, drainage, water shall be provided for each property that does not front on or have direct access to the public way. Services to each property shall be underground and shall be located in a trench within this easement.
62. Building permits shall not be issued until the final map has been prepared to the satisfaction of the Building Official.

Public Works Conditions

63. Grind and overlay Zindell Ave, Kuhl Dr and the portion of Gage Ave between Slauson Ave. and Zindell Ave. with 2 inches of Asphalt rubber hot mix, and implement aesthetic improvements per plans that will be submitted by the applicant and approved by the Building Official. AC paving type (specifications to be provided by city). The exact limit of grinding and overlay shall be determined and marked in the field by the Public Works inspector. At the City's discretion Applicant may be granted an in-lieu fee instead of street paving for Gage Avenue and if so, Applicant shall pay in-lieu fee for the street rehabilitation. The in-lieu fees shall be calculated during plan review.
64. Plant Parkway Trees on Zindell Ave consistent with the Modelo design. Applicant shall submit a landscaping plan that shall be subject to City's approval, which shall not be unreasonably withheld.
65. Conduct a street lighting study on Zindell Ave and Kuhl Dr for City's the approval and install lighting on Zindell Ave and Kuhl Dr consistent with the Modelo design. Applicant shall submit a lighting plan that shall be subject to City's approval, which shall not be unreasonably withheld.
66. Underground all overhead utilities (if permitted by the applicable utility companies) on Zindell Ave, Kuhl Dr and the portion of Gage Ave between Slauson Ave. and Zindell Ave.. Applicant at the City's discretion may pay in lieu fees to the City for the required undergrounding work. Applicant shall prepare an engineer's estimate including contingencies for the City's review.
67. Dedicate Corner cut off and construct ADA ramps and full width sidewalk within the frontage of the property on Zindell Ave.
68. Dedicate adequate right of way for street purposes. Dedications shall be to the discretion of the Public Works Director, or his/her designees.
69. Comply with all mitigation measures in the certified development EIR.
70. Site Drainage not retained on site shall be collected and deposited in the storm drain or similar structure or device, and if necessary, filtered per NPDES regulations. Site storm and/or nuisance water shall not flow across the city sidewalk.
71. Comply with requirements of Los Angeles County for construction of new storm drain and connection to the existing and or new catch basin the public right of way. Grant adequate easement to LAC for ownership and maintenance of storm drains.
72. Construct /reconstruct new catch basin at the end of Zindell Ave. to handle site and street drainage per LA County Flood Control requirements
73. Construct curb return type driveways for ingress and egress purposes

74. Sewer capacity Study shall be prepared for the City's review and approve by the City Engineer or his/her designee. The radius of the study shall be Commerce city limits. If sewer is found to be inadequate, sewer improvement plans shall be submitted to the City for approval and required improvements shall be made at the sole cost to the property owner/developer.
75. Conduct a water capacity study per requirements of Cal Water and the City.
76. Execute a covenant agreement with the City for ingress and egress from/to the City parks.
77. Any and all required improvements required as part of EIR and/or Traffic Report within the State Right of way shall meet Caltrans requirements, if applicable.

TRAFFIC STUDY REQUIREMENTS (If applicable)

78. Applicant shall complete all transportation improvements which are (a) outlined as project design features in the Final Environmental Impact Report, and (b) deemed feasible by the City Engineer, Caltrans, or other jurisdiction with regulatory authority over the subject improvement. Prior to issuance of the first certificate of occupancy for the project, the applicant shall show proof of substantial progress on said improvements.
79. All transportation improvements shown in the traffic study, if any, shall be made at the sole cost to the property owner/developer.
80. Execute and record a Landscape and Maintenance Agreement for Landscape and Irrigation within public right-of-way adjacent to the subject development and submit related design plan.
81. Underground all utility services (if permitted by the applicable utility companies) that will serve the property. Show services to the proposed development on the offsite plans.
82. Any existing improvement in the public right of way that is damaged, made off-grade during construction, including but not limited to the following: traffic signals, light standards, aprons, sidewalk, curb ramps, curb, and/or gutter, shall be removed, repaired, and/or replaced with the appropriated SPPWC Standard or as directed by the Public Works.
83. All new and existing, non-complying driveway aprons shall be constructed in accordance with SPPWC standards and shall provide a minimum 4 feet wide path of travel at no more than 2% cross-slope at the top of apron. Where limited parkway width occurs, the sidewalk shall be depressed at the back of apron to provide a disabled access complying path of travel across the

driveway apron. Top of driveway apron shall be 5 feet minimum from any trees, power poles, traffic signal controllers, electric services, or similar improvements in the public right-of-way.

84. All existing driveways aprons to be closed shall be removed and replaced with new curb, gutter, and sidewalk constructed in accordance with SPPWC standards.
85. It is applicant's responsibility to obtain necessary permits before commencing work within the public right of way.
86. All work in the public right-of-way shall be done in accordance with established City standards or as directed by the Director of Public Works and/or the City Engineer.
87. In the event of any court action or proceeding challenging the validity of the Project or any of the Project approvals, the applicant shall defend, indemnify and hold harmless, at its own expense, the City and its officers, officials, members, agents, employees, consultants and representatives from and against the action or proceeding, except for those acts, errors, and/or omissions caused or alleged to be caused by the negligence or willful misconduct of the City (or its officers, officials, members, agents, employees, or representatives). In such instance, the City shall have the right to choose the defense counsel to represent the City subject to the reasonable approval of the applicant, which approval shall not be unreasonably withheld or delayed. In the event of such court action or proceeding described in this condition and the applicant is not named as a party or real party in interest, the applicant may petition the court to intervene in the action as a named party in such court action or proceeding, in which case the applicant shall have the right to defend, at its own expense, itself and the challenged actions in accordance with this condition. To the extent a joint defense is not inconsistent with either the City's or applicant's claims or defenses in any such court action or proceeding, the applicant and the City shall cooperate with each other in any such defense as either the applicant or the City may reasonably request. Neither the City nor applicant may resolve such challenge without the written agreement of the other to the extent they have mutually agreed in writing to a joint defense on an asserted claim or cause of action or to jointly bring a claim or cause of action. In the event the applicant fails or refuses to be a party in any challenge to the Project and/or the Project approvals, the applicant shall continue to perform its obligations under this condition to defend, indemnify, and hold harmless the City. If the cost of defending any challenge, claim, court action or proceeding against the City challenging the validity of the Project or any of the Project approvals is covered by insurance payable to the City, including the City as a participant with the Joint Powers Insurance Authority, the costs of defense shall be borne by the City, but only to the extent of such insurance coverage. This condition shall become operative upon approval of any of the Project approvals.

Added Per Agreement

88. All on-road diesel-powered haul trucks shall be replaced by 2017 or newer model year trucks, whenever feasible. If Model Year 2017 or newer diesel haul trucks cannot be feasibly obtained for all on-road Project construction truck trips, all remaining haul trucks used for Project construction shall be alternative fuel trucks, such as electric, natural gas, or biofueled trucks, where feasible.
89. All off-road construction equipment, equal to or greater than 50 horsepower, used during Project construction, including owned, leased, and subcontractor vehicles, shall, if commercially or economically available, meet United States Environmental Protection Agency ("USEPA") Tier 4 Final emissions standards to reduce exhaust emissions. In the event that Tier 4 Final construction equipment is not commercially or economically available, the Developer may utilize lower tier construction equipment outfitted with Best Available Control Technology ("BACT") devices which provide equivalent emission reductions, including but not limited to CARB-certified Level 3 Diesel Particulate Filters ("DPF"). In neither are available, all construction equipment shall be outfitted with best available control technology ("BACT") devices certified by the California Air Resources Board ("CARB") which achieve emissions reductions that are no less than what could be achieved by a Level 3 diesel emissions control strategy for a similarly sized engine as defined by CARB regulations.
90. Developer, in conjunction with its Tenant(s), shall devise an Energy Conservation Plan to address energy use at the Project site, which shall incorporate economically feasible measures designed to minimize energy use, including but not limited to: proposals for decreasing energy use during construction and operation, usage of alternative fuels for construction vehicles and backup generators, and proposed measures for reducing peak energy demands. The Plan shall not rely solely on air quality mitigation or compliance with Title 24 and CalGreen to constitute the entirety of energy use conservation measures implemented under the Plan.
91. Use CARB-certified or electric landscaping equipment in Project and tenant operations for all exterior common spaces and landscaping.
92. The number of EV charging stations installed at the Project site shall exceed the number of EV charging stations required by CalGreen codes by 20%, and shall include a minimum of 10 EV-installed DC fast chargers.
93. Electric vehicles, partial zero emission vehicles, hybrids and compressed natural gas vehicles shall be provided preferential parking locations in retail and community center parking areas, subject to restrictions as reasonably determined by the Developer.
94. During Project construction, Project shall deploy temporary barriers using STC 20-25 blankets on a tubular steel frame/scaffolding or 3 PSF wood frame

barriers (e.g., using 3/4" thick plywood). The barriers shall overlap or otherwise be constructed to avoid gaps of any size, and should be high enough to block line of sight between the construction noise sources and windows of existing homes within 1,000 feet of the Project

Section 7. This Resolution shall take effect upon its adoption.

PASSED, APPROVED AND ADOPTED this _____ day of _____, 2022.

Leonard Mendoza, Mayor

ATTEST:

Lena Shumway, City Clerk