

## CONDITIONS OF APPROVAL

(As Modified by the City Planning Commission at its meeting on August 10, 2023)

Pursuant to Sections 12.37 I.3, 12.24 and 16.05 of the Los Angeles Municipal Code, the following conditions are hereby imposed upon the use of the subject property:

1. All other use, height and area regulations of the Municipal Code and all other applicable government/regulatory agencies shall be strictly complied with in the development and use of the property, except as such regulations are herein specifically varied or required.
2. Site Development. The use and development of the property shall be in substantial conformance with the plans submitted with the application and marked Exhibit "A", except as may be revised as a result of this action.
3. The authorized use shall be conducted at all times with due regard for the character of the surrounding district, and the right is reserved to the Director to impose additional corrective Conditions, if, in the Director's opinion, such Conditions are proven necessary for the protection of persons in the neighborhood or occupants of adjacent property.
4. All graffiti on the site shall be removed or painted over to match the color of the surface to which it is applied within 24 hours of its occurrence.
5. A copy of the first page of this grant and all Conditions and/or any subsequent appeal of this grant and its resultant Conditions and/or letters of clarification shall be printed on the building plans submitted to the Department of City Planning and the Department of Building and Safety for purposes of having a building permit issued at any time during the term of this grant.
6. Prior to the effectuation of this grant, a covenant acknowledging and agreeing to comply with all the terms and conditions established herein shall be recorded in the County Recorder's Office. The agreement (standard master covenant and agreement form CP-6770) shall run with the land and shall be binding on any subsequent owners, heirs or assigns. The agreement with the conditions attached must be submitted to the Department of City Planning for approval before being recorded. After recordation, a certified copy bearing the Recorder's number and date shall be provided for inclusion in case file.

### **"Major" Development Project/Site Plan Review Conditions**

7. Authorized herein is the construction use and maintenance of a new development consisting of 510,621 square feet of film and television production studios, creative offices, retail, and accessory related uses with on-site associated parking including 109,957 square feet of production studios and related space, 388,286 square feet of creative office and 12,378 square feet of retail within the project site.
8. **Solar Energy Panels.** The project shall comply with Section 99.05.211.1 of the LAMC.
9. **Parking.** Parking shall meet requirements pursuant to LAMC Section 12.21 A.4. or consistent with AB 2097.
10. **Electric Vehicle Parking.** All electric vehicle charging spaces (EV Spaces) and electric vehicle charging stations (EVCS) shall comply with the regulations outlined in Section 99.05.106 of Article 9, Chapter IX of the LAMC.
11. **Circulation.** The applicant shall submit a parking and driveway plan to the Los Angeles Department of Transportation (LADOT) for approval. Review and approval of the driveways

should be coordinated with DOT's Citywide Planning Coordination Section (201 North Figueroa Street, 5th Floor, Room 550, at 213-482-7024).

12. **Vesting Tentative Tract.** The project shall comply with the terms and conditions under Vesting Tentative Tract No. 83478 (VTT- 83478).

### **Main Conditional Use Conditions**

13. Authorized herein is the sale and dispensing of a full line of alcoholic beverages for on-site consumption, in conjunction with a 6,031 square foot of ground floor restaurant with 3,291 square feet of outdoor space at the corner of St Andrews Place and Santa Monica Boulevard; a 2,468 ground floor restaurant with 800 square feet of outdoor space at the corner of Wilton Place and Santa Monica Boulevard; 2,083 square feet of indoor area and 1,150 square feet of outdoor area of third floor tenant amenity space; and throughout the site's office towers, office bungalows, production studios, and outdoor terrace during special events. The grant shall be subject to the following limitations:

- A. The hours of operation shall be limited to 7:30 a.m. to 11:00 p.m. daily.
- B. Indoor seating shall be limited to a maximum of 166 indoor seats for the ground floor restaurant at the corner of St Andrews Place and Santa Monica Boulevard; a maximum of 61 indoor seats for the ground floor restaurant at the corner of Wilton Place and Santa Monica Boulevard; and a maximum of 87 indoor seats in the third floor tenant amenity space. The number of seats shall not exceed the maximum allowable occupant load as determined by the Department of Building and Safety.
- C. Outdoor seating shall be limited to a maximum of 185 outdoor seats for the ground floor restaurant at the corner of St Andrews Place and Santa Monica Boulevard; a maximum of 54 outdoor seats for the ground floor restaurant at the corner of Wilton Place and Santa Monica Boulevard; and a maximum of 72 outdoor seats in the third floor tenant amenity space. The final number of seats and their location may be modified by the Department of Building and Safety in order to provide accessibility and required clearances from existing structures.

14. **Main Plan Approval (MPA) Requirement.** Each individual venue shall be subject to a Main Plan Approval (MPA) determination pursuant to Section 12.24-M of the Los Angeles Municipal Code in order to implement and utilize the Master Conditional Use authorization granted. The purpose of the Master Plan Approval determination is to review each proposed venue in greater detail and to tailor site-specific conditions of approval for each of the premises including but not limited to hours of operation, seating capacity, size, security, live entertainment, the length of a term grant and/or any requirement for a subsequent MPA application to evaluate compliance and effectiveness of the conditions of approval. The Zoning Administrator may impose more restrictive or less restrictive conditions on each individual tenant at the time of review of each Plan Approval application.

15. **MPA Public Hearing Requirement.** A public hearing for any Master Plan Approval (MPA) request may be waived at the discretion of the Chief Zoning Administrator.

16. Notwithstanding approved "Exhibit A" and the Conditions above, this grant recognizes that there may be changes resulting from identified tenants, which may result in smaller or larger restaurants, different locations, and/or a reduced number of restaurants than those originally proposed and identified in "Exhibit A". Such outcome is permitted provided that the other conditions noted herein, specifically those related to the combined maximum interior floor areas, maximum interior and exterior seating numbers, maximum (total) number of

establishments authorized under this grant, and the maximum number of establishments approved for each type of grant in the Conditions above are not exceeded. The sale and dispensing of beer and wine may be provided in lieu of a full line of alcoholic beverages at any of the establishments approved for a full line of alcoholic beverages (but not the reverse), provided that the maximum (total) number of establishments authorized for alcoholic beverages is not exceeded, and subject to all other conditions of this grant.

17. After hour use shall be prohibited, except routine clean-up. This includes but is not limited to private or promotional events, special events, excluding any activities which are issued film permits by the City.
18. Parking shall be provided in compliance with the Municipal Code and to the satisfaction of the Department of Building and Safety. No variance from the parking requirements has been requested or granted herein.
19. Coin operated game machines, pool tables or similar game activities or equipment shall not be permitted. Official California State lottery games and machines are allowed.
20. There shall be no Adult Entertainment of any type pursuant to LAMC Section 12.70.
21. **STAR/LEAD/RBS Training.** Within the first six months of operation, all employees involved with the sale of alcohol shall enroll in the Los Angeles Police Department "Standardized Training for Alcohol Retailers" (STAR) or Department of Alcoholic Beverage Control "Licensee Education on Alcohol and Drugs" (LEAD) training program or the Responsible Beverage Service (RBS) Training Program. Upon completion of such training, the applicant shall request the Police Department or Department of Alcohol Beverage Control to issue a letter identifying which employees completed the training. STAR or LEAD or RBS training shall be conducted for all new hires within three months of their employment.
22. The applicant shall be responsible for monitoring both patron and employee conduct on the premises and within the parking areas under his/her control to assure such conduct does not adversely affect or detract from the quality of life for adjoining property owners, and businesses.

### **Project Design Features**

23. During construction, the Project will implement appropriate temporary security measures including security fencing (e.g., chain-link fencing), low-level security lighting and locked entry (e.g., padlock gates or guard restricted access) to limit access by the general public. Regular and multiple security patrols during non-construction hours (e.g., nighttime hours, weekends, and holidays) will also be provided. During construction activities, the Contractor will document the security measures; and the documentation will be made available to the Construction Monitor.
24. The Project will provide an extensive 24-hours-a-day/7-day-a-week security program during Project operations to ensure the safety of employees and other visitors to the Project Site. The Project will incorporate strategies in design and planning, as well as active security features. On-site security measures during Project operation will include:
  - a. Provision of on-site security personnel whose duties will include but not be limited to the following:
    - Monitoring entrances and exits;
    - Patrolling the perimeter of the property;
    - Controlling and monitoring activities in the public spaces;

- Managing and monitoring fire/life/safety systems; and
  - Controlling and monitoring activities in the parking facilities.
- b. Installation of industry standard security lighting at recommended locations including parking areas, pathways, and curbside drop-off areas;
  - c. Installation of closed-circuit security cameras at select locations including (but not limited to) entry and exit points, lobby areas, outdoor open spaces, and parking areas;
  - d. Provision of adequate lighting of parking areas, elevators, and lobbies to reduce areas of concealment;
  - e. Provision of lighting of building entries and open spaces to provide pedestrian orientation and to clearly identify a secure route between the parking areas and access points; and
  - f. Prominent posting of contact information for on-site security staff throughout the Project Site.
25. Prior to the issuance of a building permit, the Project Applicant or its successor will consult with LAPD's Crime Prevention Unit regarding the incorporation of any additional crime prevention features appropriate for the design of the Project.
26. Upon completion of Project construction and prior to the issuance of a certificate of occupancy, the Applicant will submit a diagram of the Project Site to LAPD's Hollywood Division Commanding Officer that includes access routes and any additional information that might facilitate police response.
27. Construction Noise.
- a. Use of noise control devices, such as equipment mufflers, enclosures, and barriers. Natural and artificial barriers such as ground elevation changes and existing buildings can shield construction noise. Stage construction operations as far from noise sensitive uses as possible.
  - b. Avoid residential areas when planning haul truck routes and locate the haul truck staging/ingress/egress area as far away from noise sensitive uses as possible.
  - c. Maintain all sound-reducing devices and restrictions throughout the construction period.
  - d. Replace noisy equipment with quieter equipment (for example, rubber-tired equipment rather than track equipment).
  - e. Change the timing and/or sequence of the noisiest construction operations to avoid sensitive times of the day.
28. The construction contractor shall construct at least a 0.5 inch plywood noise barrier surrounding a truck-sized opening in the noise barrier along Virginia Avenue, near St Andrews Place. This plywood noise barrier shall block the line-of-sight from the closest sensitive receptors on the northern side of Virginia Avenue to the haul trucks entering and exiting the Project Site at this location. The construction contractor shall limit the number of haul trucks utilizing the Virginia Avenue access to the Project Site and require that the majority of haul

truck activity access the Project Site from a location on the southern portion of St Andrews Place, at a distance of approximately 104 feet from the building façade of the closest sensitive receptor (located on the northwestern corner of Virginia Avenue and St Andrews Place).

29. Transportation Demand Management Program. A preliminary TDM program shall be prepared and provided for DOT review prior to the issuance of the first building permit for this project and a final TDM program approved by DOT is required prior to the issuance of the first certificate of occupancy for the Project. The TDM program shall include, but shall not be limited to, the following strategies:

- Reduced Parking Supply – This strategy changes the Project’s parking supply to provide less than the amount of vehicle parking required by direct application of the LAMC requirements without consideration of parking reduction permitted in the code. Per direct application of the LAMC for the Project would be required to provide 1,012 parking spaces. The Project will apply reductions through replacement of each vehicle space with 4 bicycle spaces for a total of 981 vehicle parking spaces.
- Bicycle Infrastructure – Include Bike Parking per LAMC - This strategy involves implementation of short and long-term bicycle parking to support safe and comfortable bicycle travel by providing parking facilities at destinations under existing LAMC regulations applicable to the Project. The Project is required to, and will provide, a minimum of 162 bicycle parking spaces.
- Bicycle Infrastructure – Include Bike Parking and Showers - This strategy involves implementation of additional end of trip bicycle facilities to support safe and comfortable bicycle travel by providing amenities at the Project. This Project will provide up to 10 showers and 162 secure lockers.

30. Prior to the issuance of a building permit for the Project, a detailed Construction Staging and Traffic Management Plan (CSTMP) would be submitted to LADOT’s Citywide Temporary Traffic Control Section or Permit Plan Review Section for review and approval prior to the start of any construction work. The plan would show the location of any roadway or sidewalk closures, traffic detours, haul routes, hours of operation, protective devices, warning signs and access to abutting properties. The CSTMP would formalize how construction would be carried out and identify specific actions that will be required to reduce effects on the surrounding community. The CSTMP will be based on the nature and timing of the specific construction activities and other projects in the vicinity of the Project Site. Construction management meetings with City Staff and other surrounding construction Related Project representatives (i.e., construction contractors) whose projects will potentially be under construction at around the same time as the Project shall be conducted bimonthly, or as otherwise determined appropriate by City Staff. This coordination will ensure construction activities of the concurrent Related Projects and associated hauling activities are managed in collaboration with one another and the Project. LADOT also recommends that all construction related truck traffic be restricted to off-peak hours. The CSTMP would include, but not be limited to, the following elements as appropriate:

- Emergency access shall be maintained to the Project Site during construction through marked emergency access points approved by the Los Angeles Fire Department (LAFD).
- Construction worker parking on nearby residential streets shall be prohibited.
- Worker parking shall be provided on-site or in designated off-site public parking areas.
- Temporary traffic control during all construction activities adjacent to public rights-of-way shall be provided to improve traffic flow on public roadways (e.g., flag men).
- Construction-related deliveries, haul trips, etc., shall be scheduled so as to occur outside the commuter peak hours to the extent feasible, to reduce the effect on traffic flow on surrounding streets.

- Construction-related vehicles shall be prohibited from parking on surrounding public streets.
- Safety precautions for pedestrians and bicyclists shall be obtained through such measures as alternate routing and protection barriers as appropriate, especially as it pertains to maintaining safe routes to schools, particularly Metropolitan High School.
- Covered walkways shall be provided where pedestrians are exposed to potential injury from falling objects.
- Applicant shall keep sidewalk open during construction until only when it is absolutely required to close or block sidewalk for construction staging. Sidewalk shall be reopened as soon as reasonably feasible taking construction and construction staging into account.
- In the event of a lane or sidewalk closure, traffic and/or pedestrians shall be routed around any such lane or sidewalk closures.
- The locations of the off-site truck staging shall be identified to include, staging in a legal area, and which would detail measures to ensure that trucks use the specified haul route, and do not travel through nearby residential neighborhoods.
- There would be coordination with nearby projects, that have potential overlapping construction timeframes, to schedule vehicle movements to ensure that there are no vehicles waiting off-site and impeding public traffic flow on the surrounding streets.

### **Mitigations Measures**

31. The construction contractor shall not use large bulldozer or caisson drill within 80 feet of the façade of the residential uses located west, north and south of the Project Site nor shall the construction contractor use a vibratory roller within 136 feet of the residential uses located north of the Project Site.
32. In the event that cultural resources are discovered during project activities, all work in the immediate vicinity of the find (within a 60-foot buffer) shall cease and a qualified archaeologist meeting Secretary of Interior standards shall assess the find. Work on the portions of the Project outside of the buffered area may continue during this assessment period. The Fernandeano Tataviam Band of Mission Indians (FTBMI) shall be contacted regarding any pre-contact and/or post-contact finds and be provided information after the archaeologist makes their initial assessment of the nature of the find, so as to provide Tribal input with regards to significance and treatment. Should the find be deemed significant in accordance with applicable law, the Project applicant shall retain a professional Native American monitor procured by the FTBMI to observe all remaining ground-disturbing activities including, but not limited to, excavating, digging, trenching, plowing, drilling, tunneling, quarrying, grading, leveling, clearing, driving posts, auguring, blasting, stripping topsoil or similar activity, and archaeological work. The Lead Agency and/or applicant shall, in good faith, consult with the FTBMI on the disposition and treatment of any Tribal Cultural Resource encountered during all ground disturbing activities pursuant to the process set forth below
  - a. Upon a discovery of a potential tribal cultural resource, the Applicant, or its successor, shall immediately stop all ground disturbance activities and contact the following: (1) all California Native American tribes that have informed the City they are traditionally and culturally affiliated with the geographic area of the proposed Project, and (2) Department of City Planning, Office of Historic Resources (OHR).
  - b. If OHR determines, pursuant to Public Resources Code Section 21074 (a)(2), that the object or artifact appears to be a tribal cultural resource in its discretion and supported by substantial evidence, the City shall provide any affected tribe a

reasonable period of time, not less than 14 days, to conduct a site visit and make recommendations to the Applicant, or its successor, and the City regarding the monitoring of future ground disturbance activities, as well as the treatment and disposition of any discovered tribal cultural resources.

- c. The Applicant, or its successor, shall implement the tribe's recommendations if a qualified archaeologist retained by the City and paid for by the Applicant, or its successor, in consultation with the tribal monitor, reasonably conclude that the tribe's recommendations are reasonable and feasible.
- d. In addition to any recommendations from the applicable tribe(s), a qualified archeologist shall develop a list of actions that shall be taken to avoid or minimize impacts to the identified tribal cultural resources substantially consistent with best practices identified by the Native American Heritage Commission and in compliance with any applicable federal, state or local law, rule or regulation.
- e. If the Applicant, or its successor, does not accept a particular recommendation determined to be reasonable and feasible by the qualified archaeologist or qualified tribal monitor, the Applicant, or its successor, may request mediation by a mediator agreed to by the Applicant, or its successor, and the City. The mediator must have the requisite professional qualifications and experience to mediate such a dispute. The City shall make the determination as to whether the mediator is at least minimally qualified to mediate the dispute. After making a reasonable effort to mediate this particular dispute, the City may:
  - (1) require the recommendation be implemented as originally proposed by the archaeologist or tribal monitor;
  - (2) require the recommendation, as modified by the City, be implemented as it is at least as equally effective to mitigate a potentially significant impact;
  - (3) require a substitute recommendation be implemented that is at least as equally effective to mitigate a potentially significant impact to a tribal cultural resource; or
  - (4) not require the recommendation be implemented because it is not necessary to mitigate a significant impacts to tribal cultural resources.The Applicant, or its successor, shall pay all costs and fees associated with the mediation.
- f. The Applicant, or its successor, may recommence ground disturbance activities outside of a specified radius of the discovery site, so long as this radius has been reviewed by both the qualified archaeologist and qualified tribal monitor and determined to be reasonable and appropriate.
- g. The Applicant, or its successor, may recommence ground disturbance activities inside of the specified radius of the discovery site only after it has complied with all of the recommendations developed and approved pursuant to the process set forth in Items b through e above.
- h. Copies of any subsequent prehistoric archaeological study, tribal cultural resources study or report, detailing the nature of any significant tribal cultural resources, remedial actions taken, and disposition of any significant tribal cultural resources shall be submitted to the SCCIC at California state University, Fullerton and to the Native American Heritage Commission for inclusion in its Sacred Lands File.
- i. Notwithstanding Item h above, any information that the Department of City Planning, in consultation with the City Attorney's Office, determines to be confidential in nature shall be excluded from submission to the SCCIC or provided

to the public under the applicable provisions of the California Public Records Act, California Public Resources Code, section 6254(r), and handled in compliance with the City's AB 52 Confidentiality Protocols.

### **Administrative Conditions**

33. **Approvals, Verification and Submittals.** Copies of any approvals, guarantees or verification of consultations, reviews or approval, plans, etc., as may be required by the subject conditions, shall be provided to the Department of City Planning for placement in the subject file.
34. **Code Compliance.** All area, height and use regulations of the zone classification of the subject property shall be complied with, except wherein these conditions explicitly allow otherwise.
35. **Covenant.** Prior to the issuance of any permits relative to this matter, an agreement concerning all the information contained in these conditions shall be recorded in the County Recorder's Office. The agreement shall run with the land and shall be binding on any subsequent property owners, heirs or assign. The agreement must be submitted to the Department of City Planning for approval before being recorded. After recordation, a copy bearing the Recorder's number and date shall be provided to the Department of City Planning for attachment to the file.
36. **Definition.** Any agencies, public officials or legislation referenced in these conditions shall mean those agencies, public offices, legislation or their successors, designees or amendment to any legislation.
37. **Enforcement.** Compliance with these conditions and the intent of these conditions shall be to the satisfaction of the Department of City Planning and any designated agency, or the agency's successor and in accordance with any stated laws or regulations, or any amendments thereto.
38. **Building Plans.** A copy of the first page of this grant and all Conditions and/or any subsequent appeal of this grant and its resultant Conditions and/or letters of clarification shall be printed on the building plans submitted to the Development Services Center and the Department of Building and Safety for purposes of having a building permit issued.
39. **Corrective Conditions.** The authorized use shall be conducted at all times with due regard for the character of the surrounding district, and the right is reserved to the City Planning Commission, or the Director pursuant to Section 12.27.1 of the Municipal Code, to impose additional corrective conditions, if, in the Commission's or Director's opinion, such conditions are proven necessary for the protection of persons in the neighborhood or occupants of adjacent property.
40. **Expedited Processing Section.** Prior to the clearance of any conditions, the applicant shall show proof that all fees have been paid to the Department of City Planning, Expedited Processing Section.
41. **INDEMNIFICATION AND REIMBURSEMENT OF LITIGATION COSTS.**

Applicant shall do all of the following:

- a. Defend, indemnify and hold harmless the City from any and all actions against the City relating to or arising out of the City's processing and approval of this entitlement, including

but not limited to, an action to attack, challenge, set aside, void, or otherwise modify or annul the approval of the entitlement, the environmental review of the entitlement, or the approval of subsequent permit decisions, or to claim personal property damage, including from inverse condemnation or any other constitutional claim.

- b. Reimburse the City for any and all costs incurred in defense of an action related to or arising out of the City's processing and approval of the entitlement, including but not limited to payment of all court costs and attorney's fees, costs of any judgments or awards against the City (including an award of attorney's fees), damages, and/or settlement costs.
- c. Submit an initial deposit for the City's litigation costs to the City within 10 days' notice of the City tendering defense to the applicant and requesting a deposit. The initial deposit shall be in an amount set by the City Attorney's Office, in its sole discretion, based on the nature and scope of action, but in no event shall the initial deposit be less than \$50,000. The City's failure to notice or collect the deposit does not relieve the applicant from responsibility to reimburse the City pursuant to the requirement in paragraph (b).
- d. Submit supplemental deposits upon notice by the City. Supplemental deposits may be required in an increased amount from the initial deposit if found necessary by the City to protect the City's interests. The City's failure to notice or collect the deposit does not relieve the applicant from responsibility to reimburse the City pursuant to the requirement in paragraph (b).
- e. If the City determines it necessary to protect the City's interest, execute an indemnity and reimbursement agreement with the City under terms consistent with the requirements of this condition.

The City shall notify the applicant within a reasonable period of time of its receipt of any action and the City shall cooperate in the defense. If the City fails to notify the applicant of any claim, action, or proceeding in a reasonable time, or if the City fails to reasonably cooperate in the defense, the applicant shall not thereafter be responsible to defend, indemnify or hold harmless the City.

The City shall have the sole right to choose its counsel, including the City Attorney's office or outside counsel. At its sole discretion, the City may participate at its own expense in the defense of any action, but such participation shall not relieve the applicant of any obligation imposed by this condition. In the event the applicant fails to comply with this condition, in whole or in part, the City may withdraw its defense of the action, void its approval of the entitlement, or take any other action. The City retains the right to make all decisions with respect to its representations in any legal proceeding, including its inherent right to abandon or settle litigation.

For purposes of this condition, the following definitions apply:

"City" shall be defined to include the City, its agents, officers, boards, commissions, committees, employees, and volunteers.

"Action" shall be defined to include suits, proceedings (including those held under alternative dispute resolution procedures), claims, or lawsuits. Actions include actions, as defined herein, alleging failure to comply with any federal, state or local law.

Nothing in the definitions included in this paragraph are intended to limit the rights of the City or the obligations of the applicant otherwise created by this condition.