II. PROJECT DESCRIPTION

The purpose of this section is to describe the characteristics and objectives of the City Market of Los Angeles Project ("Project"). As discussed below, the Project would involve the construction and operation of a new mixed-use development within an existing 10-acre site that is currently developed and known as the City Market of Los Angeles. The Project description below includes a discussion of the following features: a) Project location and boundaries; b) history of the Project Site; c) Project background; d) existing zoning and General Plan land use designations, e) existing land uses; f) statement of Project objectives; g) Project characteristics; and h) Intended Uses of the EIR.

A. PROJECT LOCATION AND BOUNDARIES

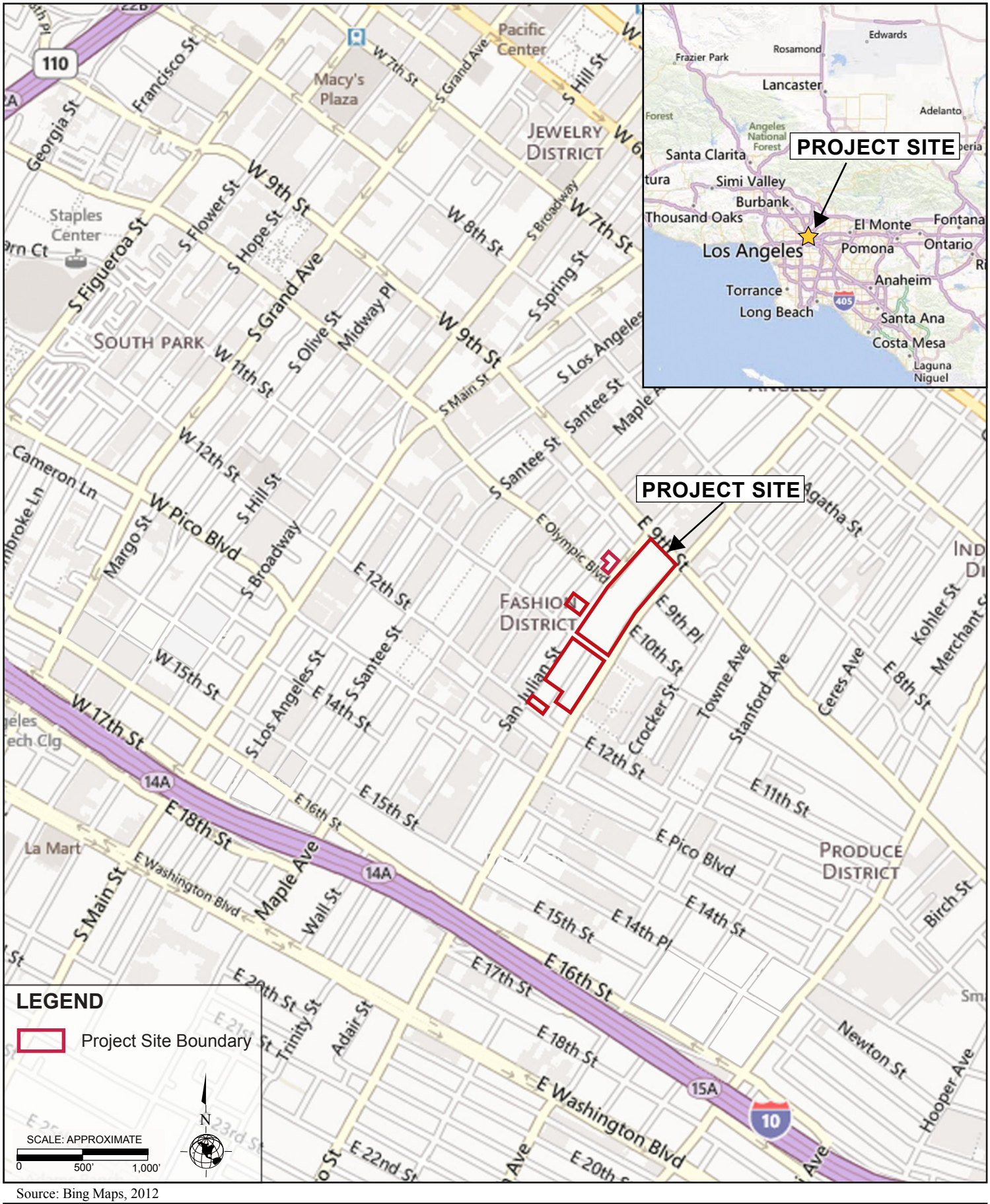
As shown in Figure II-1, Project Location Map, the Project Site encompasses several lots covering approximately 10 acres of land within the Central City Community Planning Area of the City of Los Angeles. The Project Site is generally bounded by 9th Street to the north, San Pedro Street to the east, 12th Street to the south and San Julian Street to the west with two outlying parcels situated on the west side of San Julian between 11th Street and 9th Street. A list of the property addresses and assessor parcel numbers associated with the Project Site are identified in Table II-1, Project Site Addresses and Assessor Parcel Numbers.

As shown in Figure II-2, Project Context Map, the Project Site is located within a heavily developed area of downtown the Los Angeles. The Project Site is situated in the southeastern area of the downtown core, and centrally located within the Fashion District. The Project Site is within a 1-mile radius (e.g., 20-minute walk) of several important cultural and civic destinations, including the Convention Center, Staples Center and L.A. Live, South Park, the Broadway Theater District, City Hall and the LA Civic Center, the Financial District, the Jewelry District, and Bunker Hill.

The Project Site is regionally accessible via I-10 (Santa Monica Freeway), located approximately 0.33 mile to the south of the Project Site, and I/SR 110 (Harbor Freeway), located approximately 1.2 miles to the west. Downtown Union Station is located approximately 1.5 miles to the north of the Project Site.

B. HISTORY OF THE PROJECT SITE

The Project Site is located within the boundaries of the original city limits of Los Angeles. In the late 19th century the area was subdivided as home sites. Early Sanborn Fire Insurance Maps indicate that the area was nearly built out with one and two story single-family residences, duplexes, and flats by the turn of the 20th century.



Source: Bing Maps, 2012

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Figure II-1
Project Location Map

Table II-2
Project Site Addresses and Assessor Parcel Numbers

BLOCK 1

APN: 514-501-8006

901 S San Pedro St.	900 S San Julian St.	604 E 9th St.
903 S San Pedro St.	902 S San Julian St.	606 E 9th St.
905 S San Pedro St.	904 S San Julian St.	608 E 9th St.
907 S San Pedro St.	906 S San Julian St.	610 E 9th St.
909 S San Pedro St.	908 S San Julian St.	612 E 9th St.
911 S San Pedro St.	910 S San Julian St.	614 E 9th St.
913 S San Pedro St.	912 S San Julian St.	616 E 9th St.
915 S San Pedro St.	914 S San Julian St.	618 E 9th St.
917 S San Pedro St.	916 S San Julian St.	620 E 9th St
919 S San Pedro St.	918 S San Julian St.	622 E 9th St.
921 S San Pedro St.	920 S San Julian St.	624 E 9th St.
923 S San Pedro St.	922 S San Julian St.	626 E 9th St.
925 S San Pedro St.	924 S San Julian St.	628 E 9th St.
927 S San Pedro St.	926 S San Julian St.	630 E 9th St.
929 S San Pedro St.	928 S San Julian St.	632 E 9th St.
931 S San Pedro St.	930 S San Julian St.	634 E 9th St.
933 S San Pedro St.	932 S San Julian St.	636 E 9th St.
935 S San Pedro St.	934 S San Julian St.	638 E 9th St.
937 S San Pedro St.	936 S San Julian St.	640 E 9th St.
939 S San Pedro St.	938 S San Julian St.	642 E 9th St.
941 S San Pedro St.	940 S San Julian St.	644 E 9th St.
943 S San Pedro St.	942 S San Julian St.	646 E 9th St.
945 S San Pedro St.	944 S San Julian St.	648 E 9th St.
947 S San Pedro St.	946 S San Julian St.	650 E 9th St.
949 S San Pedro St.	948 S San Julian St.	620 E 9th St
953 S San Pedro St.	950 S San Julian St.	652 E 9th St.
955 S San Pedro St.	951 S San Julian St.	654 E 9th St.
987 S San Pedro St.	952 S San Julian St.	
989 S San Pedro St.	954 S San Julian St.	
991 S San Pedro St.	956 S San Julian St.	
993 S San Pedro St.	958 S San Julian St.	
995 S San Pedro St.	960 S San Julian St.	
997 S San Pedro St.	962 S San Julian St.	
999 S San Pedro St.	964 S San Julian St.	
1001 S San Pedro St.	966 S San Julian St.	
1003 S San Pedro St.	968 S San Julian St.	
1005 S San Pedro St.	970 S San Julian St.	
1009 S San Pedro St.	972 S San Julian St.	
1007 S San Pedro St.	974 S San Julian St.	
1011 S San Pedro St.	976 S San Julian St.	
1013 S San Pedro St.	978 S San Julian St.	
1015 S San Pedro St.	980 S San Julian St.	
1017 S San Pedro St.	982 S San Julian St.	
1019 S San Pedro St.	984 S San Julian St.	
1021 S San Pedro St.	986 S San Julian St.	
1023 S San Pedro St.	988 S San Julian St.	
1025 S San Pedro St.	990 S San Julian St.	
1027 S San Pedro St.	992 S San Julian St.	
1029 S San Pedro St.	994 S San Julian St.	
1031 S San Pedro St.	996 S San Julian St.	
1033 S San Pedro St.	998 S San Julian St.	
1035 S San Pedro St.	1000 S San Julian St.	
1037 S San Pedro St.	1002 S San Julian St.	
1039 S San Pedro St.	1004 S San Julian St.	
1041 S San Pedro St.	1006 S San Julian St.	
1057 S San Pedro St.	1010 S San Julian St.	
	1012 S San Julian St.	
	1020 S San Julian St.	
	1022 S San Julian St.	
	1024 S San Julian St.	
	1026 S San Julian St.	
	1030 S San Julian St.	
	1032 S San Julian St.	
	1034 S San Julian St.	
	1036 S San Julian St.	
	1038 S San Julian St.	

BLOCK 2

APN: 5145-025-001

612 E. 11th St
614 E. 11th St
616 E. 11th St
618 E. 11th St
620 E. 11th St
622 E. 11th St
624 E. 11th St
1100 S. San Julian St.
1102 S. San Julian St.
1104 S. San Julian St.
1106 S. San Julian St.
1108 S. San Julian St.
1110 S. San Julian St.
1112 S. San Julian St.
1114 S. San Julian St.
1116 S. San Julian St.
1118 S. San Julian St.

APN: 5145-025-007

1101 S. San Pedro St.
1103 S. San Pedro St.

APN: 5145-025-008

1113 S. San Pedro St.
1115 S. San Pedro St.
1117 S. San Pedro St.
1111 S. San Pedro St.
1109 S. San Pedro St.
1109 1/2 S. San Pedro St.
1107 S. San Pedro St.
1105 S. San Pedro St.
1119 S. San Pedro St.
1123 S. San Pedro St.
1121 S. San Pedro St.

APN: 5145-025-010

1129 S. San Pedro St.
1131 S. San Pedro St.
1133 S. San Pedro St.

APN: 5145-025-009

1125 S. San Pedro St.
1127 S. San Pedro St.

APN: 5145-025-011

1145 S. San Pedro St.
1143 S. San Pedro St.
1141 S. San Pedro St.
1139 S. San Pedro St.
1139 1/2 S. San Pedro St.
1137 S. San Pedro St.
1135 S. San Pedro St.

APN: 5145-025-002

1126 S. San Julian St.
1128 S. San Julian St.
1130 S. San Julian St.

APN: 5145-025-006

1150 S. San Julian St.
1154 S. San Julian St.

BLOCK 3

APN: 5145-019-021

1027 S. San Julian St.

APN: 5145-019-015

1021 S. San Julian St.
1023 S. San Julian St.

BLOCK 4

APN: 5145-017-029

941 S San Julian St.
943 S San Julian St.
945 S San Julian St.

APN: 5145-017-028

No Address

APN: 5145-017-027

933 S. San Julian St.

APN: 5145-017-026

929 S. San Julian St.

Source: Bing Maps, Bird's Eye View, 2013

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Figure II-2
Project Context Map

In 1909, the character of the area was dramatically altered by the completion of the City Market of Los Angeles, at the corner of 9th and San Pedro Streets. The City Market of Los Angeles was a wholesale produce market owned by a cooperative of Anglo-American, Japanese-American, and Chinese-American farmers. When the City Market of Los Angeles was constructed in 1909 it covered more than six acres. The new produce market was serviced by spur tracks from the electric railroad line on Central Avenue; shipments were brought into the market along the electric railroad tracks on 9th Street.[1]

In 1918, the City Market of Los Angeles began to develop the southwest end of the block between 9th and 11th Streets, and moved south of 11th Street as well. The market buildings south of 11th Street never became as popular as those to the north and were primarily used as warehouse space as opposed to selling space.[2] In the 1940s, freestanding sheds for conducting produce sales were constructed in the paved area between the original market buildings, reflecting the increased prominence of trucks as a primary form of shipment.

By 1940, the City Market of Los Angeles had grown to be one of the largest wholesale produce facilities in the country. New practices in the industry at mid-century began to contribute to the slow decline of wholesale produce markets like City Market. By the mid-1960s, wholesale produce markets like City Market and the Los Angeles Union Terminal Market nearby were considered relics of a past era, ones that were "creaking and straining to meet the requirements of modern food distribution in a metropolitan area of more than seven million."[3] They were no longer viewed as effective or relevant, as the city and demand for produce rapidly grew. In 2009 the City Market of Los Angeles closed. Since 2009, a number of buildings which had fallen into disrepair and which were not viable for renovation or repair have been demolished. A discussion of the buildings that remain on the Project Site is provided below under subheading C, Existing Land Uses.

C. EXISTING LAND USE AND ZONING DESIGNATIONS

1. General Plan

The City of Los Angeles' General Plan Land Use Element is made up of 35 Community Planning Areas. The Project Site is located within the Central City Community Planning Area. The General Plan land use designation for the Project Site is "Light Manufacturing." The Central City Plan area is composed of nine districts: Civic Center, Bunker Hill, Financial Core, Convention Center/Arena, South Park, Center City/Historic Core, Little Tokyo, Central City East and South Markets. The Project Site is located in the South Markets District, which is described as the hub for garment sales and retailing and manufacturing, the produce industry, the flower wholesale industry, toy industry, and serves as a staging area and major distribution point for the region. Other uses in the district include wholesale and warehousing, and a variety of other manufacturing and industrial uses.

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1 *"Six Acre Paved Area in New Market," Los Angeles Times, June 17, 1909, p. II 3.*

2 *Information obtained in email communication with Randy Yamamoto, Secretary/Treasurer of the City Market of Los Angeles, August 28, 2012.*

3 *Harry Trimborn, "Produce Markets Here Called Costly Relics," Los Angeles Times, December 27, 1966, p. 9A.*

2. Zoning

The Project Site is currently zoned for M2-2D (Light Manufacturing). The M2 designation corresponds to the Light Manufacturing land use designation and permits light manufacturing land uses. Pursuant to LAMC Section 12.21.1.A.2, the total floor area contained in all the buildings on a lot in Height District No. 2 shall not exceed six times the buildable area of said lot (*Amended by Ord. No. 161,684, Effective 11/3/86*). However, the D condition limits the allowable floor area ratio (FAR) on the Project Site to 3:1.

3. City Center Redevelopment Project Area

The portions of the Project Site north of 11th Street including all of Block 1, 3 and 4, as shown in Figure II-7, fall within the boundaries of the City Center Redevelopment Project Area. More specifically, this area of the Project Site is located within the City Markets Development Subarea of the Redevelopment Plan.

4. Incentive Area Designations

The Project Site is also located within a designated State Enterprise Zone (ZI No. 2374), the greater Downtown Housing Incentive Area (*ZI NO. 2385, Effective 9/23/07*), and the Downtown Adaptive Reuse Incentive Area *(Subdivision 26 of Subsection A of Section 12.22 of the LAMC, effective 12/20/01).*

D. EXISTING LAND USES

The Project Site is currently developed with a number of existing commercial land uses and activities, including wholesale/storage uses, retail/cafe uses, and commercial offices. As summarized in Table II-2, Existing Land Uses on the Project Site, there are 18 buildings/structures located within the Project Site. The location of each building/structure is identified in Figure II-3, Existing Conditions Plot Plan.

As shown in Figure II-3, there are seven remaining structures on Block 1; eleven buildings/structures on Block 2, and surface parking lots on Blocks 3 and 4. In total, there is approximately 115,249 square feet of improved structural floor area within the Project Site, of which only 59,000 square feet is currently occupied and operational. The occupied floor area represents the active uses that were occupied/operational at the time the NOP was prepared (February 2013). Photographs depicting the existing conditions of the Project Site are provided in Figures II-4 through II-6, respectively.

Table II-2
Existing Land Uses on the Project Site

Location	Land Use Type	Developed Floor Area (square feet)	Occupied Floor Area (Square Feet)
Block 1 – Site 1	Vacant	--	--
Block 1 – Site 2	Vacant	--	--
Block 1 – Site 3	Structure #1: Concrete frame/remnant	--	--
Block 1 – Site 4	Structure #2: Concrete frame/remnant	--	--
Block 1 – Site 5	Bldg. #6: Warehouse/shipping	7,000 sf	7,000 sf
Block 1 – Site 6	Vacant	--	
Block 1 – Site 7	Bldg. #3: Bank Bldg. #3: Office Structure #4: Steel structural canopy	4,000 sf 4,000 sf --	4,000 sf 4,000 sf --
Block 1 – Site 8	Bldg. #7: Warehouse Structure #5: Steel structural canopy	11,000 sf --	11,000 sf --
Block 2 – Site 1 Block 2 – Site 1	Bldg. #17: Wholesale (50%) Bldg. #17: CMLA Studio Bldg. #18: Storage	4,000 sf 4,000 sf 3,000 sf	4,000 sf 4,000 sf 3,000 sf
Block 2 – Site 2 Block 2 – Site 2	Bldg. #8: Wholesale/retail (cafe) Bldg. #9: Wholesale Bldg. #10: Wholesale (unoccupied)	9,900 sf 11,000 sf [a] 6,199 sf [a]	5,000 sf 11,000 sf 0 sf
Block 2 – Site 3	Bldg. #11: Wholesale (unoccupied) Bldg. #12: Wholesale Bldg. #13: Wholesale (unoccupied)	5,000 sf [a] 6,000 sf 6,200 sf	0 sf 6,000 sf 0 sf
Block 2 – Site 4	Bldg. #14: Wholesale (unoccupied)	10,430 sf	0 sf
Block 2 – Site 5	Bldg. #16: Wholesale (unoccupied)	23,520 sf	0 sf
Block 2 – Site 6	Structure #15: Steel structural canopy	--	--
Block 3 – Site 1	Vacant (surface parking)	--	--
Block 4 – Site 1	Vacant (surface parking)	--	--
TOTAL		**115,249 sf**	**59,000 sf**

Notes:
[a] *Buildings 10, 11 and 12 are shown as one building on ZIMAS with an approximate 22,199 sf improved structure. The floor area for each building/unit is approximate. The occupied floor area was provided by Hanson LA.*

Source: Department of City Planning Zoning and Map Access System (ZIMAS), City Market of Los Angeles and Hanson LA, 2013.

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BLOCK 3
SITE 1
BLOCK 4
SITE 1
17. Wholesale
16. Unoccupied
15. Parking
SITE 5
18. Storage
SITE 1
SITE 6
BLOCK 2
14. Unoccupied
13. Wholesale
12. Middle Unit Occupied
11. Unoccupied
10. Unoccupied
9. Structural Frame
8. Wholesale
SITE 4
SITE 3
SITE 2
7. 50% Warehouse Space
6. Logistics Company
SITE 8
SITE 5
5. Canopy
BLOCK 1
4. Canopy
SITE 7
SITE 6
3. Bank/ Office
2. Structural Frame
SITE 4
SITE 1
SITE 3
SITE 2
1. Structural Frame
IMAGE NOT TO SCALE

Source: Hanson LA, 2013

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Figure II-3
Existing Conditions Plot Plan

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View 1: Looking south down San Pedro Street from the northwest corner of 9th Street and San Pedro Street.

View 2: Looking southwest, along the west side of San Pedro Street, from the northeast corner of 9th Street and San Pedro Street.

View 3: Looking southwest across San Pedro Street from the east side of San Pedro at 9th Place.

View 4: Looking northwest across San Pedro Street from the east side of San Pedro at 11th Street.

View 5: Looking northwest across 11th Street from the southwest corner of 11th Street and San Pedro Street.

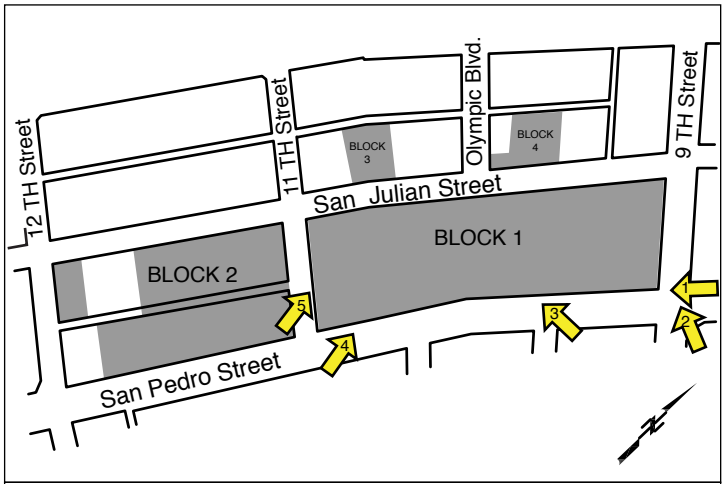

PHOTO LOCATION MAP

Project Site Boundaries # Photograph Location/Orientation

Source: Parker Environmental Consultants, 2012

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Figure II-4
Photographs of the Project Site
Views 1-5

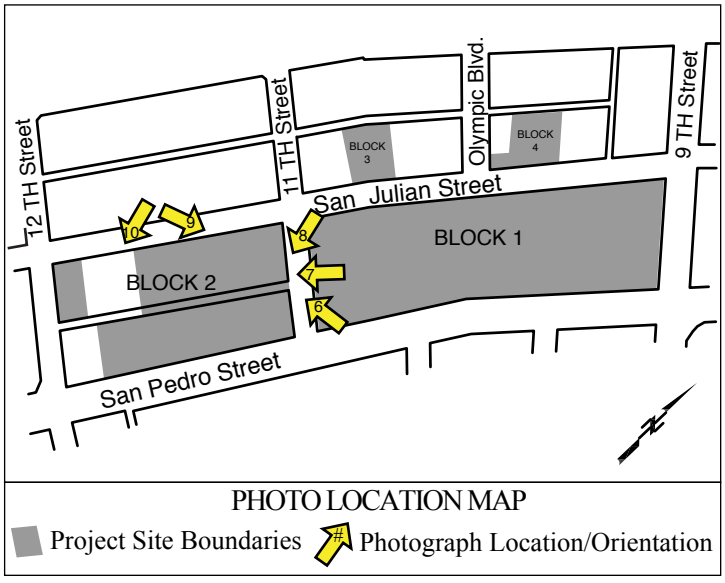
View 6: Looking west down 11th Street from the northwest corner of 11th Street and San Pedro Street.

View 7: Looking south from the north side of 11th Street between San Pedro Street and San Julian Street.

View 8: Looking east across 11th Street from the north side of 11th Street at San Julian Street.

View 9: Looking east across San Julian Street from the west side of San Julian Street midblock between 12th and 11th Streets.

View 10: Looking south across San Julian Street from the west side of San Julian midblock between 11th and 12th Streets.



Source: Parker Environmental Consultants, 2012

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Figure II-5
Photographs of the Project Site
Views 6-10

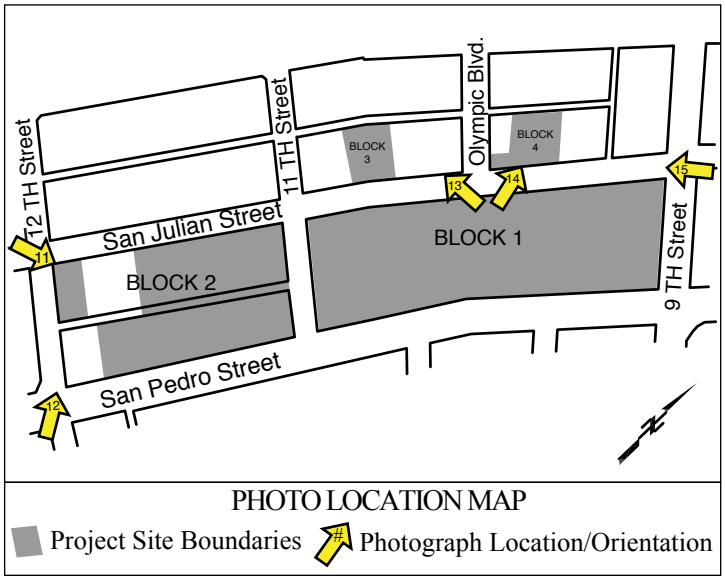
View 11: Looking northeast down 12th Street from the southwest corner of 12th Street and San Julian Street.

View 12: Looking west down 12th Street from the southeast corner of 12th Street and San Pedro Street.

View 13: Looking southwest across San Julian Street from the east side of San Julian Street looking south from Olympic Boulevard.

View 14: Looking northwest across San Julian Street from the east side of San Julian Street midblock between 12th and Olymic Boulevard.

View 15: Looking south across 9th Street from the northeast corner of San Julian Street and 9th Street.



Source: Parker Environmental Consultants, 2012

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Figure II-6
Photographs of the Project Site
Views 11-15

E. STATEMENT OF PROJECT OBJECTIVES

In the broadest sense, the primary overarching goal of the Project is to develop the underutilized site of the "Ninth Street Market": the City Market of Los Angeles, into a vibrant mixed-use development highlighting educational, commercial, creative office spaces, residential, hotel, and retail/entertainment land uses; to enhance the activity level and bring a lively destination option for the City of Los Angeles; to harmoniously interact with the Fashion District's current economic mix and to provide catalyst for new market trends amongst the more than 100 square blocks of the Fashion District. Some specific ways in which this will be accomplished include the following:

1. To provide an economically viable project for the Owner, which has owned and operated the land as a produce market since the turn of the last century (1909);

2. To contribute to the revitalization of the Fashion District by providing an example of "smart-growth" infill development consisting of all the mixed uses defined above; and help promote the idea of "complete streets." To support the Fashion District in its own Specific Plan programming and growth opportunities;

3. To develop the entire Project Site, over time, with iconic and modern architecture features providing a sense of place with thoughtful recognition of the social, cultural and economic legacy of The City Market of Los Angeles; and to aid in the proliferation of local public transit in every feasible way;

4. To meet the anticipated demand for residential land uses in a job-rich subregion as well as luxury accommodations. This will create a better balance of housing and employment opportunities;

5. To integrate safe and secure spaces through project design, while also including public spaces, such as open space, pedestrian paseos and walkways to be open to the public;

6. To provide a state-of-the-art sustainability program to be incorporated into all stages of the Project buildout and operation;

7. To promote a safe pedestrian-oriented environment through enhanced pedestrian connections and bicycle pathways in a mixed-use project, which integrates housing with on-site educational and employment opportunities;

8. To enhance the visual appearance and appeal of the neighborhood in a meaningful way, by providing perimeter and interior landscaping to help cultivate an aesthetically pleasing experience for all visitors to the Fashion District, and that will, by example, also encourage others to do likewise;

9. To promote local and regional land use and mobility objectives and reduce vehicular trips by integrating a mix of land uses and jobs in close proximity to the City's historic core, Art and Entertainment District, South Park, and Industrial Eastside Districts;

10. To provide open and green space, walkways, plazas and other gathering spaces and connections necessary to promote pedestrian linkages between the Project;

11. To establish uniform development standards and criteria for the mix of land uses, bulk/height, parking and loading, architectural features, landscape treatment, signage, lighting, and sustainability, that promote the long-term development of the Project Site within the larger neighborhood context;

12. To incorporate sustainable and responsible building design features to promote further resource conservation including, waste reduction and conservation of electricity and water. Building design and construction will promote efficient use of materials and energy;

13. To provide high rise towers that may act as a beacon and anchor for the Fashion District;

14. To provide a high-density urbanizing development capable of having a catalytic effect on the surrounding community; and

15. To provide place-making signage to create a sense of place and excitement to render the project financially feasible.

F. PROJECT CHARACTERISTICS

1. Project Overview

The Project Site is known at the "City Market of Los Angeles" and is currently improved with approximately 115,249 square feet of improvements, including warehouse, wholesale, retail, office, and surface parking uses. As previously shown in Table II-2, above, many of the existing structure are currently vacant and/or unoccupied. The Project is anticipated to be built out over a 25-year period and would include the construction of approximately 945 multiple residential dwelling units, a maximum of 210 hotel rooms, approximately 294,641 square feet of commercial (including medical and general office) and manufacturing uses, approximately 224,862 square feet of retail floor area (including restaurants, bars, event space, wholesale uses and a cinema with approximately 744 seats), and approximately 312,112 square feet of corporate/educational campus floor area. In total the Project will include up to approximately 1,719,658 square feet of floor area.

The Project would include approximately 3,671 parking spaces in structured and below grade parking area. Proposed building heights would range from three stories to 38 stories (e.g. a maximum of 435 feet above grade). A summary of the land uses and amount of gross square feet of development and building floor area as defined by the LAMC is presented in Table II-3, below.

Table II-3
Proposed Development Program Metrics

	Site Area (sf)		Education	Residential		Hotel		Retail	Office	Total Floor Area	FAR [a]
	Pre-Dedicated Lot Area	Post-Dedicated Lot Area	(sf)	(sf)	Units	(sf)	Rms	(sf)	(sf)		
Block 1											
Site 1	30,722	30,619	172,332	-	-	-	-	-	-	172,332	5.61
Site 2	20,672	18,592	71,305	-	-	-	-	-	-	71,305	3.45
Site 3	46,394	46,074	68,475	-	-	-	-	4,867	-	73,342	1.58
Site 4	10,476	11,023	-	-	-	-	-	6,467	-	6,467	0.62
Site 5	38,565	39,186	-	306,600	370	-	-	21,568	-	328,168	8.51
Site 6	28,083	26,283	-	70,400	86	-	-	13,695	-	84,095	2.99
Site 7	39,673	37,539	-	242,900	293	-	-	29,073	-	271,973	6.86
Site 8	30,458	30,751	-	62,100	75	-	-	16,955	-	79,055	2.60
Block 1 Subtotal	**245,043**	**240,067**	**312,112**	**682,000**	**824**	**-**	**-**	**92,625**	**-**	**1,086,737**	**4.43**
Block 2											
Site 1	32,698	32,456	-	42,066	53	-	-	5,651	-	47,717	1.47
Site 2	23,755	22,213	-	-	-	-	-	55,770	-	55,770	2.51
Site 3	21,323	20,272	-	-	-	-	-	4,186	257,548	261,734	12.91
Site 4	23,760	22,639	-	-	-	-	-	15,346	-	15,346	0.68
Site 5	22,542	22,542	-	-	-	-	-	36,268	20,779	57,047	2.53
Site 6	15,993	15,561	-	-	-	-	-	6,935	16,314	23,249	1.49
Block 2 Subtotal	**140,071**	**135,683**	**-**	**42,066**	**53**	**-**	**-**	**124,156**	**294,641**	**460,863**	**3.40**
Block 3											
Site 1	22,392	22,885	-	52,262	68	-	-	2,236	-	54,498	2.43
Block 3 Subtotal	**22,392**	**22,885**	**-**	**52,262**	**68**	**-**	**-**	**2,236**	**-**	**54,498**	2.43
Block 4											
Site 1	16,349	16,600	-	-	-	111,715	210	5,845	-	117,560	7.19
Block 4 Subtotal	**16,349**	**16,600**	**-**	**-**	**-**	**111,715**	**210**	**5,845**	**-**	**117,560**	7.19
Project Total	**423,855**	**415,235**	**312,112**	**776,328**	**945**	**111,715**	**210**	**224,862**	**294,641**	**1,719,658**	**4.10**

[a] For purposes of calculating the average FAR, Blocks 1, 3 and 4 are based on pre-dedicated lot area pursuant to the Greater Downtown Housing Incentive Area (ZI NO. 2385, Effective 9/23/07). Block 2 is not located within this incentive area and thus the FAR calculations are based on post-dedicated lot area.
Source: Hanson LA and City Market of Los Angeles, 2015.

The development program is comprised of 16 development sites located on 4 blocks. As depicted in Figure II-7, Project Development Sites, Block 1 encompasses 8 development sites; Block 2 includes 6 development Sites; and Blocks 3 and 4 are each comprised of one development Site. An illustration of the proposed Ground Level Site Plan is depicted in Figure II-8. Figures II-9 and II-10 depict the Podium Level and Below Grade Site Plans, respectively. An aerial perspective illustration of the proposed site plan is depicted in Figure II-11.

Table II-4
Educational Development Program Summary

Program	Building GSF	Total # of Students	Auditorium/ Assembly Seats
Block 1			
Site 1			
Education Building 1	172,332	750	250
Site 2			
Education Building 2	71,305	300	0
Site 3			
Education Building 3	68,475	350	250
Total	**312,112**	**1,400**	**500**
Source: Hanson LA, 2013.			

2. Proposed Land Uses

As stated above, the Project proposes a mix of land uses to provide for a vibrant and creative mixed-use development. Anchored by a proposed institution/educational or corporate campus, the Project will include an assemblage of land uses including education/institutional, multi-family residential, hotel, retail/entertainment, and commercial office land uses. The specific components and features envisioned for each land use are presented in further detail below.

a. Education/Institutional

The higher education campus will provide classroom and support space for up to 1,400 students. The education campus will be supported by approximately 312,112 gross square feet of development, with auditorium/assembly space to accommodate approximately 500 seats. As depicted in Figure II-12, Education Campus Program, the higher education campus is intended for the northern end of Block 1 within development Sites 1, 2, and 3. Designed as a campus, the Project will be able to accommodate either a single institution in multiple buildings or multiple institutions in their own buildings or portions thereof. The educational facilities must have sufficient connectivity to the ancillary open space, and residential, office and hotel uses so as to create synergy amongst them. A summary of the educational component metrics is provided in Table II-4, Educational Development Program.

As part of the requested entitlements, the Applicant is requesting the flexibility to buildout the educational/institutional component either as an educational campus or a corporate office campus. For purposes of the environmental analysis contained within this EIR, the environmental impact of the highest

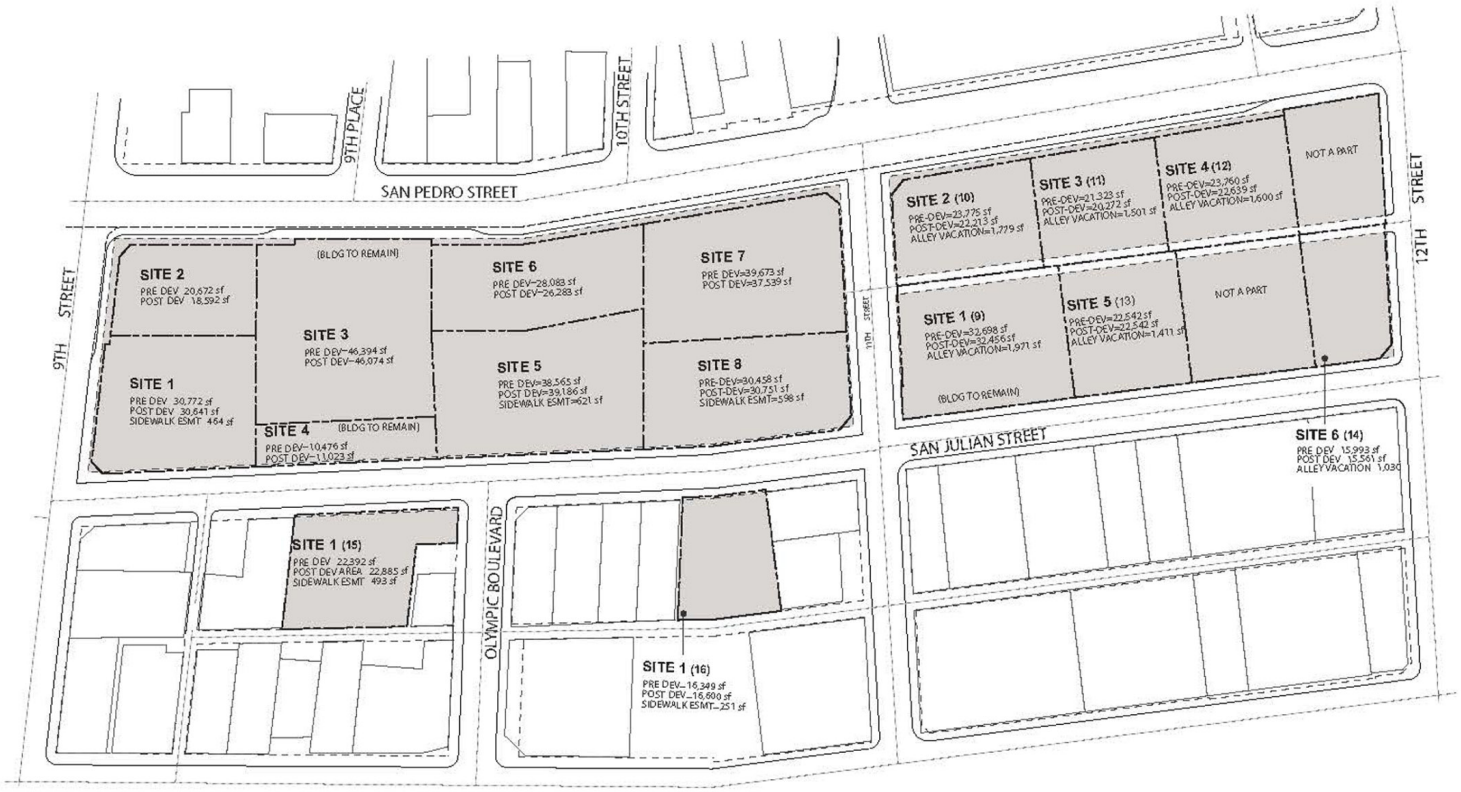

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-7
Project Development Sites

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-8
Ground Level Site Plan

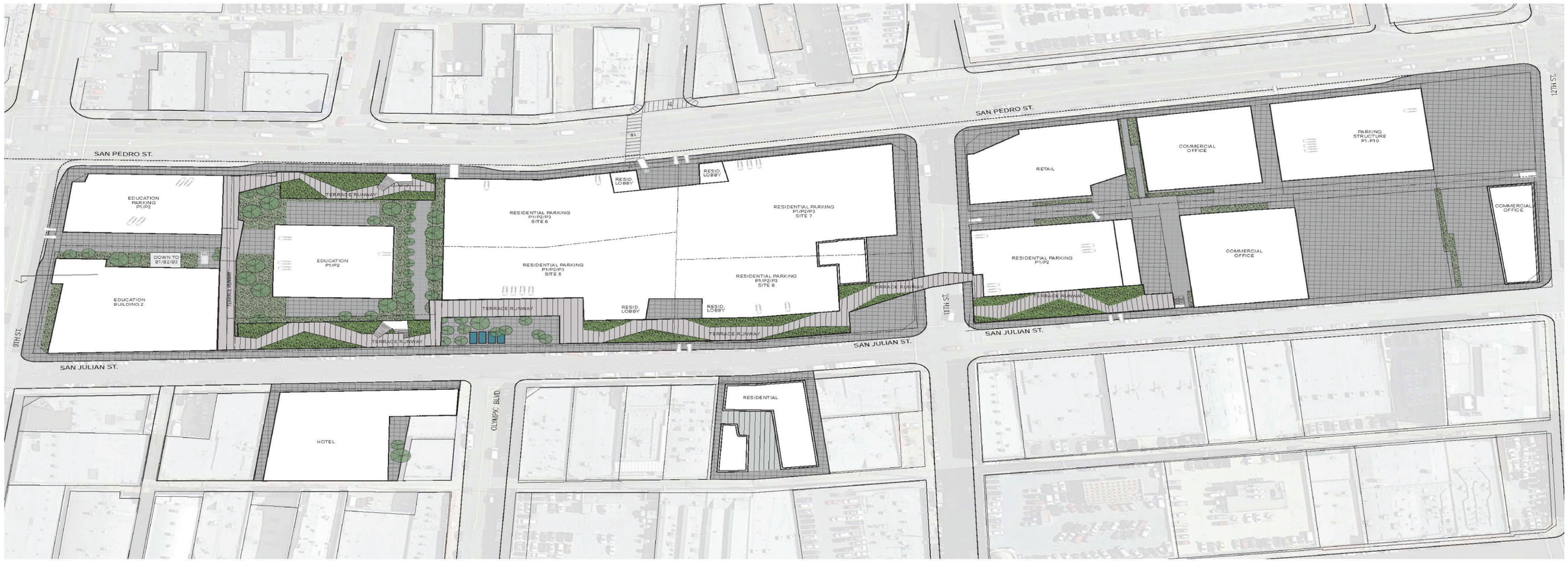

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

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Figure II-9
Podium Level Plan

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-10
Below Grade Plan

IMAGE NOT TO SCALE

Source: Hanson LA, April 30, 2013

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Figure II-11
Aerial Perspective

EDUCATION CAMPUS PROGRAM

BLOCK 1

	SITE 1	SITE 2	SITE 3	SITE 4	TOTALS
EDUCATION	172,332	71,305	68,475		312,112
RETAIL			4,867	6,647	11,514

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

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Figure II-12
Education Campus Program

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generating use was applied. For example, for purposes of evaluating the Project's traffic impacts the trip generation rates for a commercial office complex were applied, as the peak hour trip rates for office uses are higher than educational uses.

b. Residential

The residential buildings, which are stacked over ground level retail and podium parking, will be appropriately sized apartments to accommodate students, professionals and those residents working in the neighborhood. The housing will consist of mid-rise and high-rise buildings. As summarized in Table II-5, Proposed Residential Development Program Summary, below, the residential component will include up to 945 multi-family residential housing units, comprised of approximately 526 one-bedroom units, 263 two-bedroom units, 88 three-bedroom units, and 68 live/work lofts. The location and massing of the residential program within the context of the larger master plan is illustrated in Figure II-13, Residential/Hotel Development Program. A mid-rise loft building on the east side of San Julian is envisioned as live-work lofts. The location of the residential component within the overall site plan program is depicted in Figure II-13, Residential/Hotel Program.

Table II-5
Proposed Residential Development Program Summary

Program	Building Area (GSF)	Floor Area (Net SF) [a]	Average Unit Size	1 BR (60%)	2BR (30%)	3 BR (10%)	Lofts	Total Units
Block 1								
Site 5								
Residential Tower 5	370,798	306,600	800 sf	222	111	37	-	370
Site 6								
Residential/Low Rise 6	85,675	70,400	800 sf	51	26	9	-	86
Site 7								
Residential Tower 7	292,659	242,900	800 sf	176	88	29	-	293
Site 8								
Residential/Low Rise 8	74,967	62,100	800 sf	45	22	8	-	75
Block 1 Total	**824,099**	**682,000**	**-**	**494**	**247**	**83**	**-**	**824**
Block 2								
Site 1								
Residential	52,582	42,066	800 sf	32	16	5	-	53
Block 3								
Site 1								
Live/Work Lofts	68,123	52,262	800 sf	-	-	-	68	68
Residential Total	**944,804**	**776,328**		**526**	**263**	**88**	**68**	**945**

Notes:

[a] *The term "net square feet" is defined in LAMC Section 14.5.3. Floor area is defined as the area in square feet confined within the exterior walls of a building, but not including the area of the following: exterior walls, stairways, shafts, rooms housing building operating equipment or machinery, parking areas with associated driveways and ramps, space for the landing of helicopters, basement storage areas.*

Source: Hanson LA, 2013.

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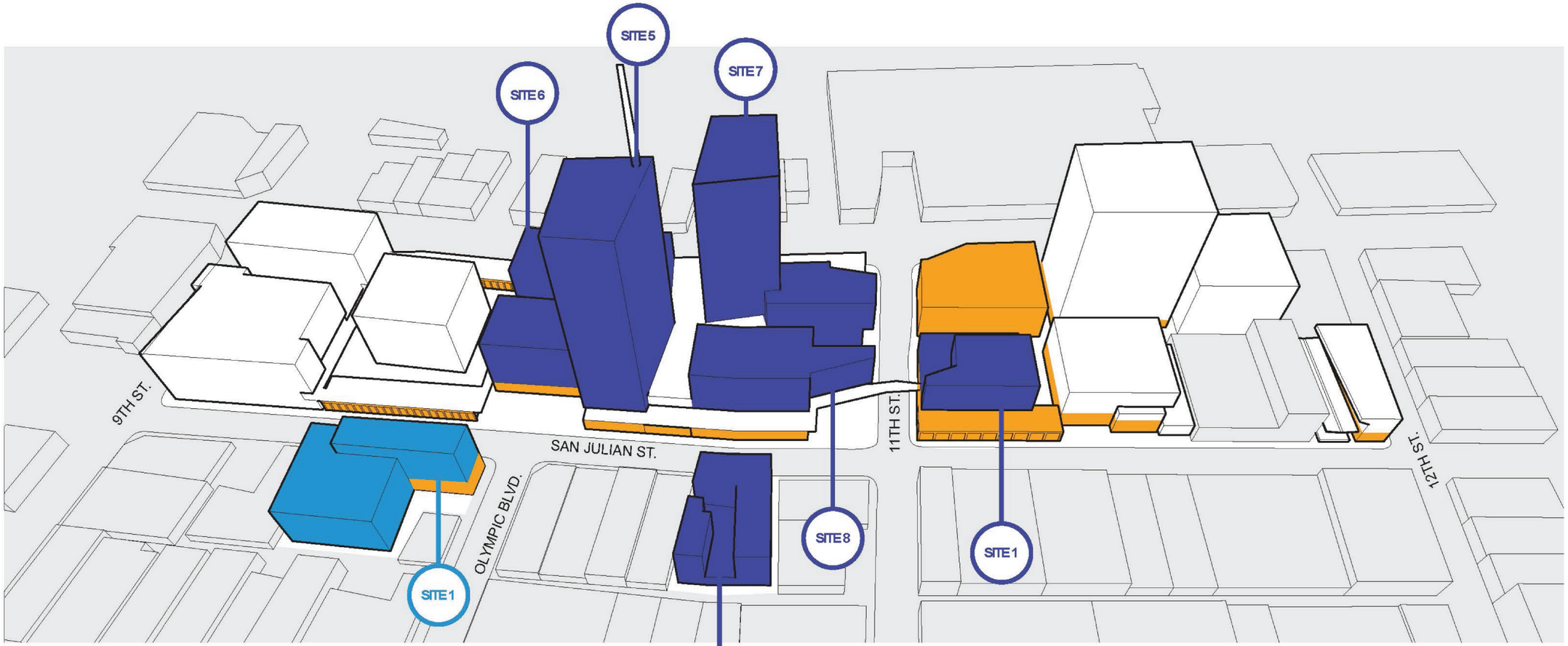

RESIDENTIAL/HOTEL PROGRAM

BLOCK 1

	SITE 5	SITE 6	SITE 7	SITE 8	2 SITE 1	3 SITE 1	4 SITE 1	TOTALS
HOUSING	371	86	293	75	53	68		945
HOTEL							210	210
RETAIL	36,268	6,935	4,867	6,467	5,651	2,236	5,845	68,269

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

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Figure II-13
Residential Hotel Program

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c. Hotel

As depicted in Figure II-13, the hotel component is located on Block 4 of the overall site plan. Situated at the corner of Olympic Boulevard and San Julian Street will be a mid-size hotel that will cater to out of town business people visiting the Fashion District and visitors to the school. The hotel will provide accommodations to business people and buyers coming to the Fashion District as well as serve visitors to the educational campus. As summarized in Table II-6, Hotel Development Program Summary, the hotel component is envisioned to include approximately 210 rooms with approximately 111,715 gross square feet. Amenities provided within the hotel program may include a rooftop pool and bar, exercise room, full-scale restaurant and lounge.

Table II-6
Hotel Development Program Summary

Program	Building GSF	Total # of Rooms
Block 4		
Site 1		
Hotel Building A	40,915	77
Hotel Building B	70,800	133
Total	**111,715**	**210**
Source: Hanson LA, 2013.		

d. Retail

The retail component of the Project will include approximately 224,862 square feet of retail, wholesale, and entertainment related uses (including restaurants, bars, event space, wholesale uses and a cinema with approximately 744 seats). As shown in Figure II-14, Retail Program, retail uses will be an integral component of the ground floor for each of the development sites. Local shops, sit down restaurants, cafes, a grocery store, entertainment including a nightclub, movie theaters, and commercial/creative office space are among the mix of retail land uses envisioned to activate the pedestrian environment and complement the on-site educational, residential and hotel land uses. The cinema/theater use may include up to 744 seats in approximately 37,180 square feet of floor area.

e. Commercial Office

As shown in Figure II-15, Commercial Office Program, the commercial and creative office land uses are intended for the south block (Block 2), on Sites 3, 5 and 6. Approximately 294,641 square feet of commercial office space is proposed. It is envisioned that the office use may include a mix of general office, creative office space and/or medical office space.

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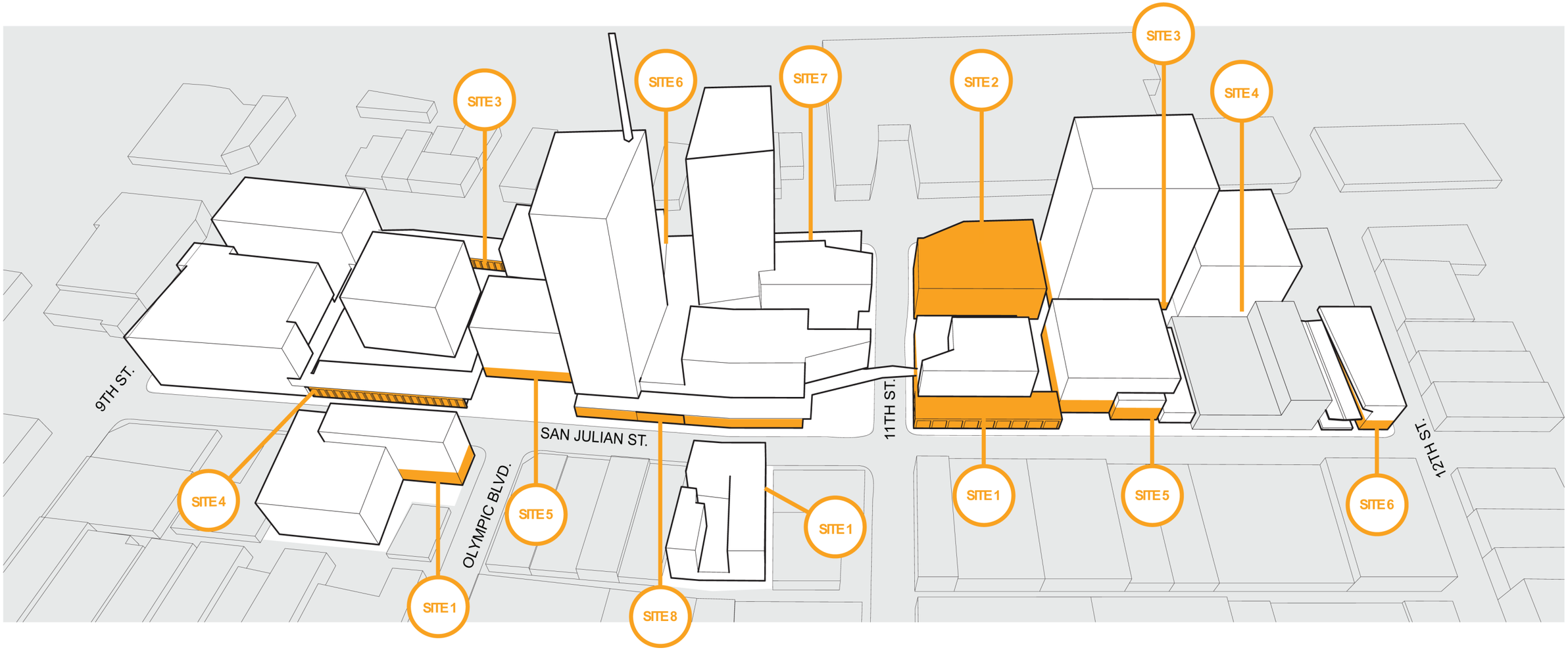

BLOCK 1

							2						3	4	
	SITE 3	SITE 4	SITE 5	SITE 6	SITE 7	SITE 8	SITE 1	SITE 2	SITE 3	SITE 4	SITE 5	SITE 6	SITE 1	SITE 1	TOTALS
RETAIL	4,867	6,467	21,568	13,695	29,073	16,955	5,651	55,770	4,186	15,346	36,268	6,935	2,236	5,845	224,862

IMAGE NOT TO SCALE

Source: Hanson LA, April 30, 2013

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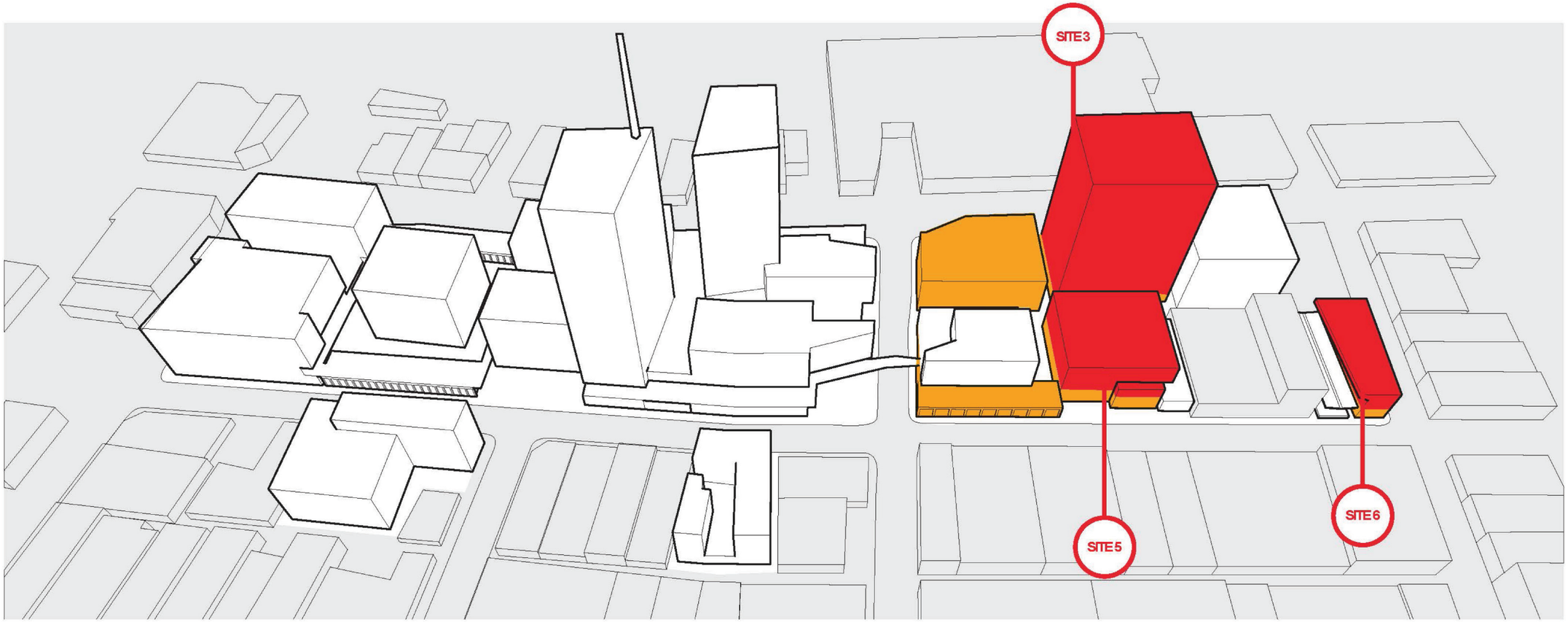
Figure II-14
Retail Program



COMMERCIAL OFFICE PROGRAM

BLOCK 2

	SITE 3	SITE 5	SITE 6	TOTALS
COMMERCIAL OFFICE	257,548	20,779	16,314	294,641
RETAIL	4,186	36,268	6,935	47,389

IMAGE NOT TO SCALE

Source: Hanson LA, October 2, 2013

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Figure II-15
Commercial Office Program

3. General Plan Amendment and Zone Change Request

The following discussed the major aspects of the entitlement requests that define the project. For a detailed list of all of the requested entitlements, see Subsection H, Intended Uses of the EIR, below.

a. Proposed General Plan Amendment

The Project Site is currently designated for Light Manufacturing land uses by the General Plan. In accordance with Section 11.5.6 of the LAMC, as authorized by the Los Angeles Charter Section 555, the Applicant is requesting approval of a General Plan Amendment to (1) add a new plan designation of General Commercial with a corresponding zone of C2, and existing Footnote No. 4 added to the designation, and (2) a General Plan Amendment to change the land use designation from from Light Manufacturing ("LM") to General Commercial ("GC") in order to make the General Plan consistent with the requested C2 zone change.

b. Proposed Zone Change

The Project Site is currently zoned for M2-2D (Light Manufacturing). Pursuant to Section 12.32 F of the LAMC, the Applicant is requesting approval of a zone change from M2-2D to C2-2 to permit the construction of the Project as described above. As part of the zone change, the Applicant is seeking to change the Height District from "-2D" to "-2." The "D" condition currently associated with the Project Site's zoning limits the allowable floor area ratio (FAR) to 3:1. The Applicant is requesting to eliminate the "D" condition to allow for the Project's proposed FAR of 4.1:1.

4. Floor Area Averaging

The Project includes a conditional use request for floor area averaging for a unified mixed-use development pursuant to Section 12.24.W.19 of the LAMC. As shown in Table II-1, the Project Site is comprised of multiple contiguous lots and parcels with a total lot area of 406,313 net square feet. The request would allow the averaging of floor area ratios for buildings within the Project Site to achieve an optimal organization of uses and placement of building density and massing. FAR averaging would be permitted even if buildings on each individual lot or buildings on each development site exceed the permitted floor area ratio for a given lot. However, the total floor area for the Project Site will not exceed the maximum proposed FAR of 4.1:1 over the entire Project Site. However, a maximum FAR of 4.43:1 will be permitted on Block 1, 3.40:1 FAR on Block 2, 2.53:1 FAR on Block 3 and 7.19:1 of Block 4. Pursuant to LAMC requirements, the FAR averaging will require the long-term operation of the Project as a unified development as well as implementation of design elements and functional linkages such as pedestrian and vehicular connections unifying the Project. Additionally, the Project will include common architectural and landscape features that unify the Project Site.

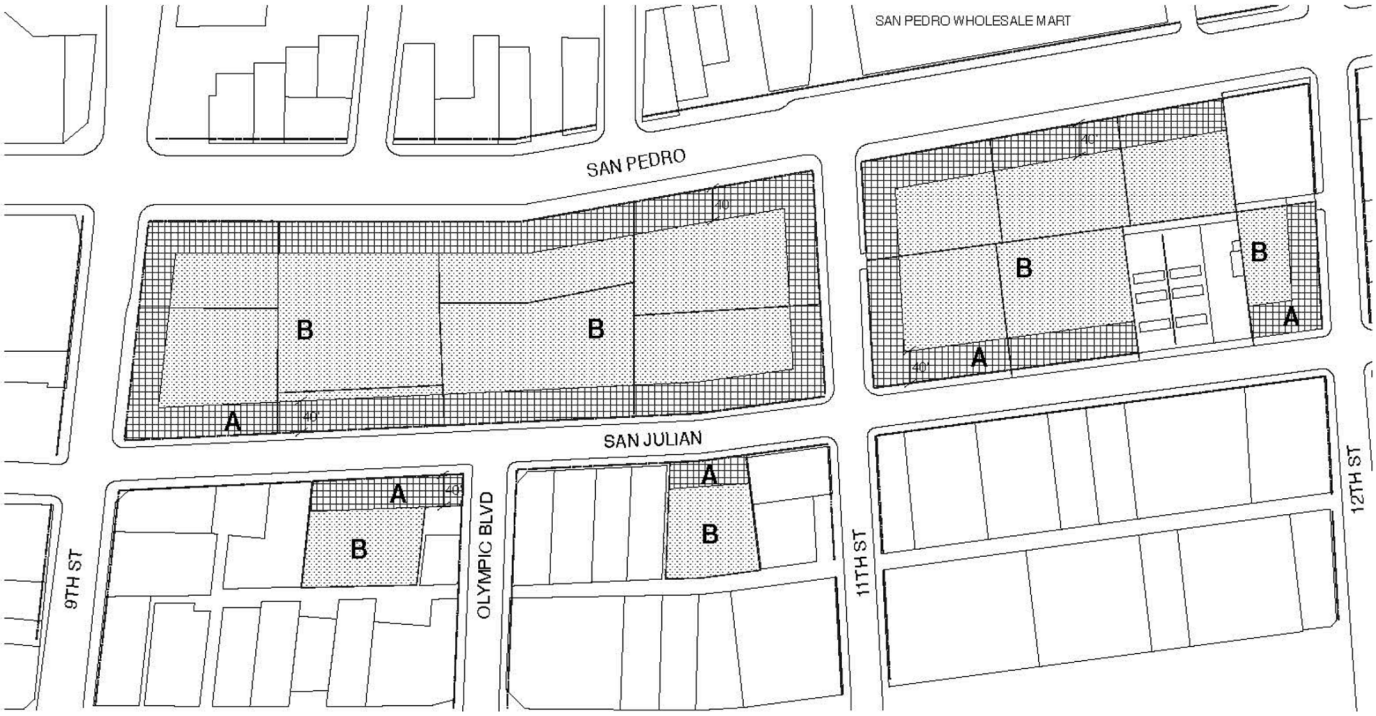
5. Scale and Massing

The Project proposes various height guidelines establishing maximum building height zones and structural building setbacks to control the scale and massing of the proposed development program. The Project would include two primary height zones, as identified in Figure II-16, Building Height Guidelines. The primary height zones include the following:

- Height Zone A would permit development to a maximum of 150 feet above ground zone and would be located within the first 40 feet of the property lines fronting the adjacent roadways.

- Height Zone B would permit development to a maximum of 455 feet above grade level and would be located on the interior of the lots setback approximately 40 feet from the adjacent property line fronting the adjacent roadways.

In addition to the primary height zones, the Project included a set of secondary zones for each development site. The secondary height zones, identified as A, B, C, and D, generally reflect the vertical zones from grade level to the highest structural roof level. For Block 1, Development Sites 1-4, and Blocks 3 and 4, there are three secondary Zones proposed: Zone A (0-20 feet), Zone B (20-50 feet above grade) and 50 to 100 feet above grade. An architectural axonometric illustration is presented in Figure II-17. For Block 1, Development Sites 5-8, and Block 2, Sites 1-6, four separate secondary height zones are proposed: Zone A (0-20 feet), Zone B (20-50 feet above grade), Zone C (50 to 100 feet above grade) and Zone D (100 to 455 feet above grade). Architectural axonometric illustrations for Block 1, Development Sites 5-8, and Block 2, Sites 1-6 are presented in Figures II-18 and II-19, respectively. Architectural axonometric illustrations for Blocks 3 and 4 are presented in Figures II-20 and II-21, respectively. An architectural rendering depicting a longitudinal cross section of the Project is presented in Figure II-22, Longitudinal Section.



HEIGHT GUIDELINES

A BUILDING HEIGHT 150' MAX

B BUILDING HEIGHT 455' MAX

IMAGE NOT TO SCALE

Source: Hanson LA, May 7, 2013

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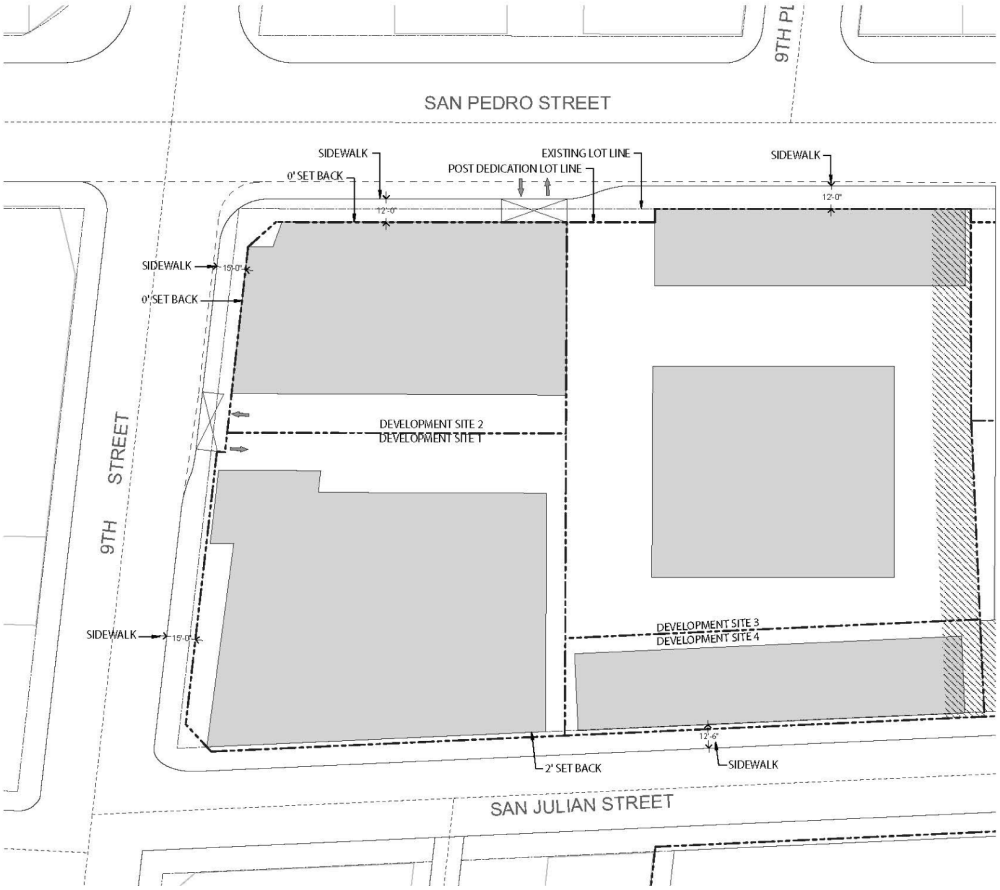
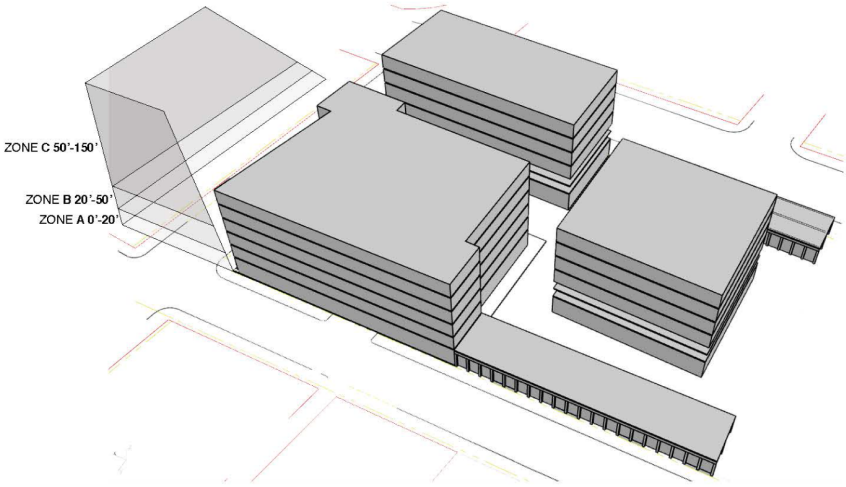
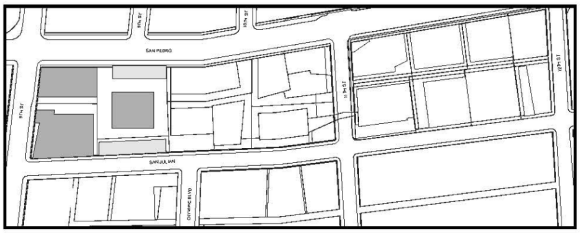
Figure II-16
Building Height Guidelines



BLOCK 1 SITE 1-4



BLOCK 1 SITE 1-4 HEIGHT ZONES



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Source: Hanson LA, October 2, 2013

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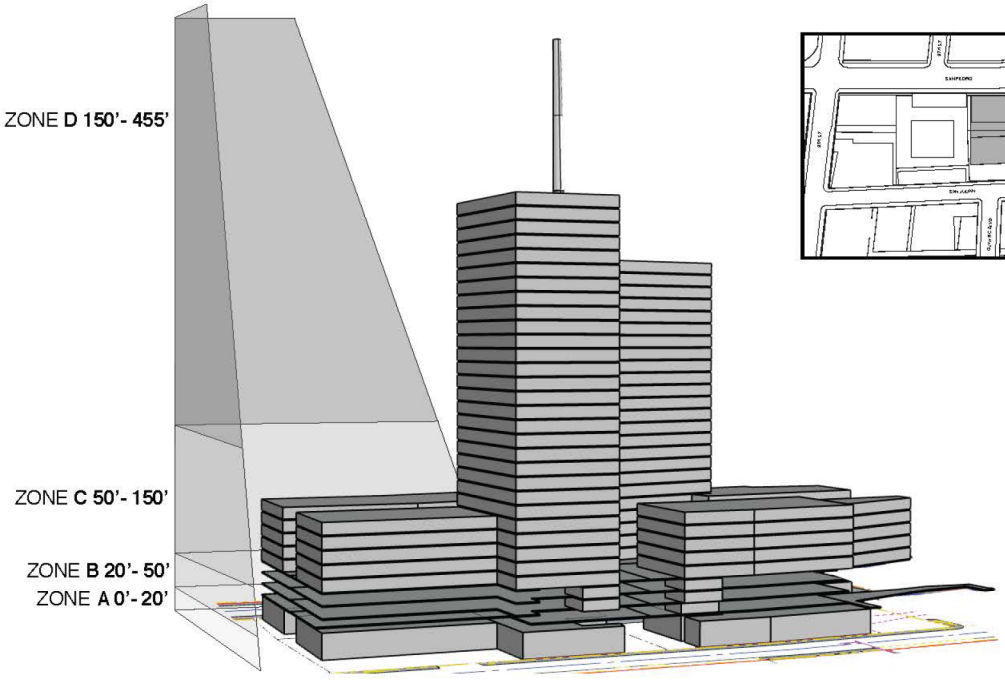
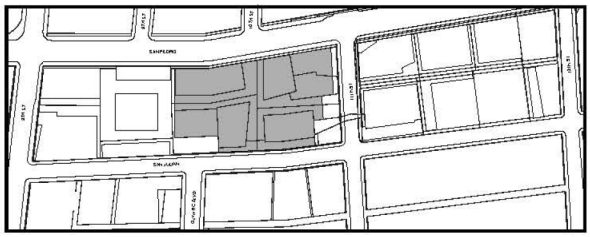
Figure II-17
Block 1 Site 1 - 4 Height Zones

BLOCK 1 SITE 5-8





BLOCK 1 SITE 5-8 HEIGHT ZONES

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Source: Hanson LA, October 2, 2013

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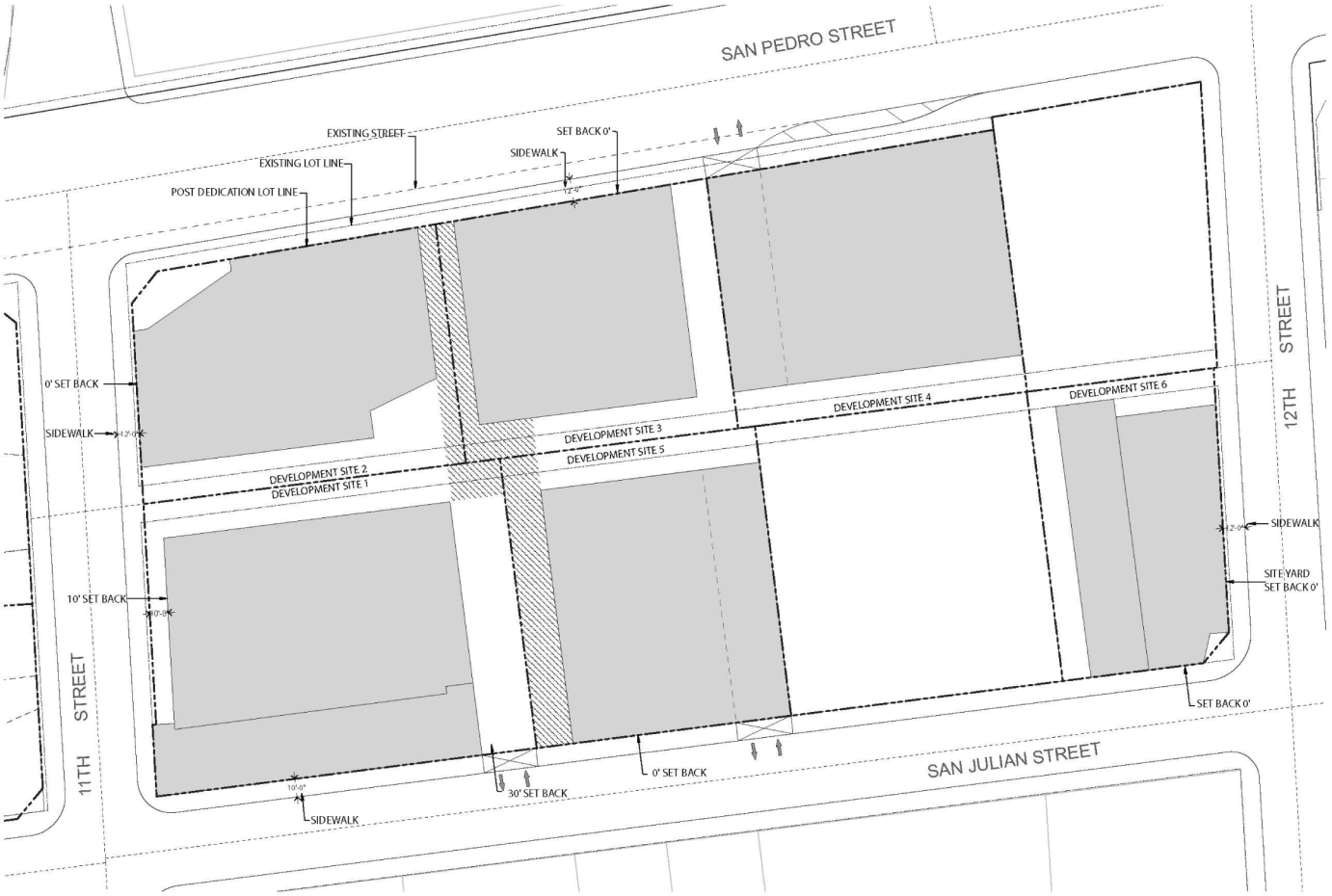
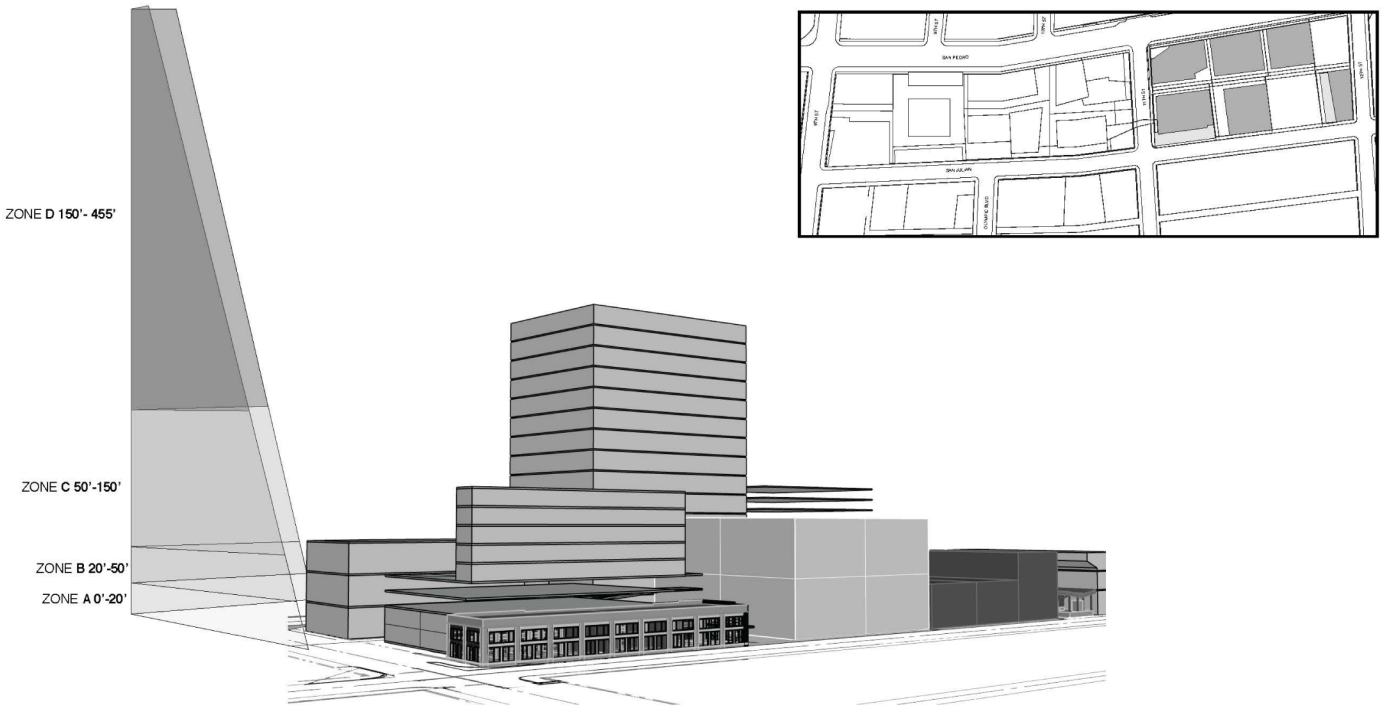
Figure II-18
Block 1 Site 5 - 8 Height Zones



BLOCK 2 SITE 1- 6



BLOCK 2 1-6 HEIGHT ZONES

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Source: Hanson LA, October 2, 2013

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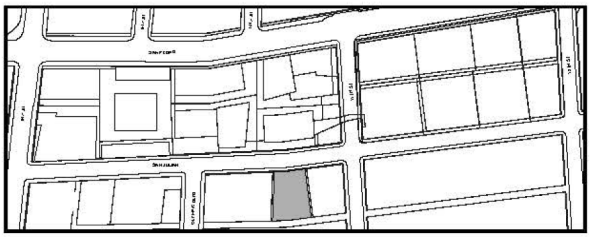
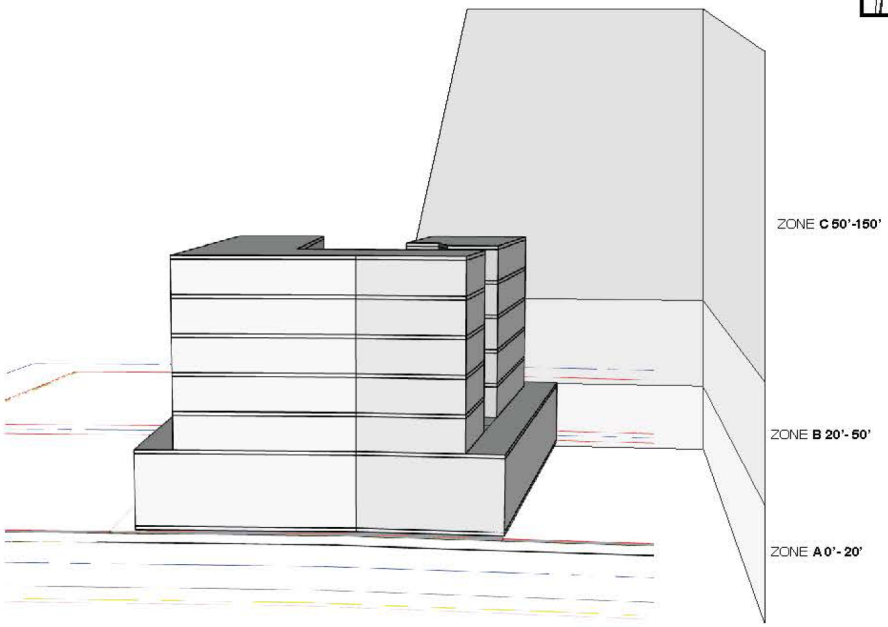
Figure II-19
Block 2 Site 1 - 6 Height Zones

BLOCK 3 SITE 1





BLOCK 3 SITE 1 HEIGHT ZONES

IMAGES NOT TO SCALE

Source: Hanson LA, October 2, 2013

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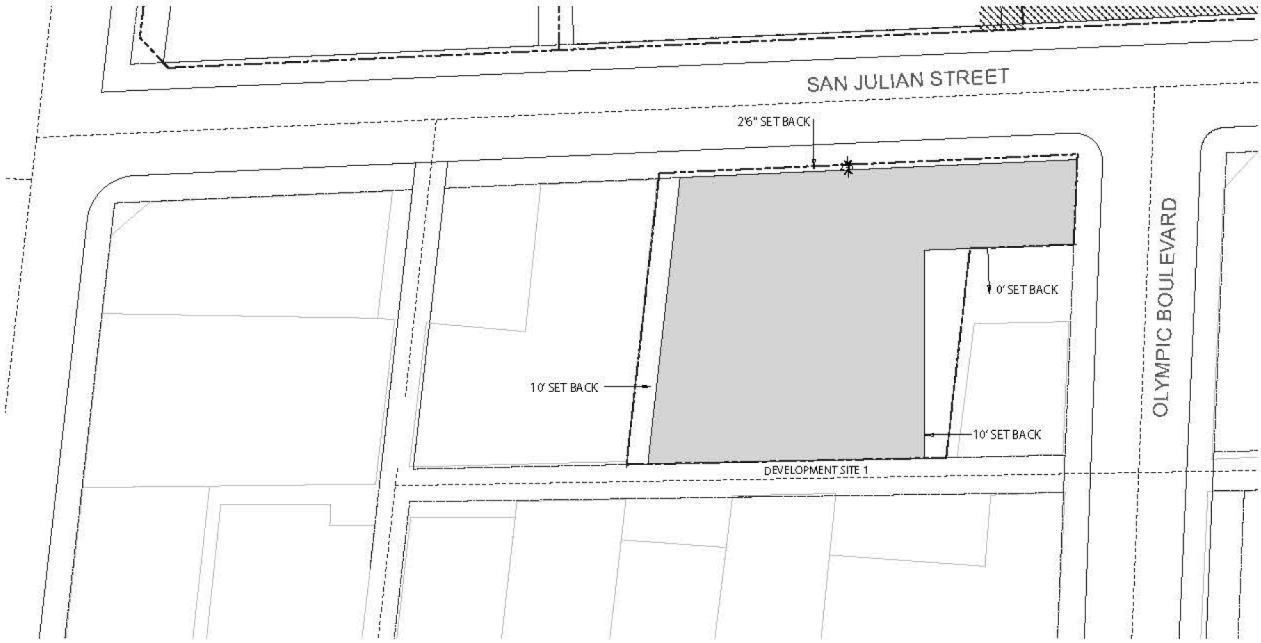
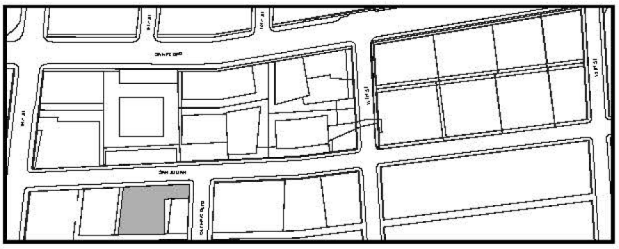
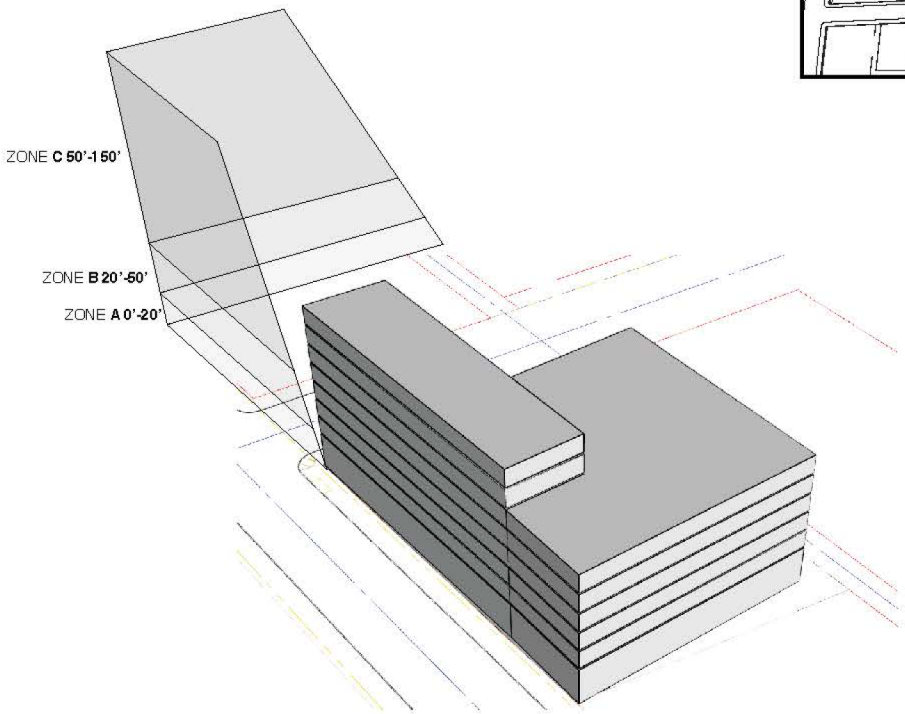
Figure II-20
Block 3 Site 1 Height Zones



BLOCK 4 SITE 1





BLOCK 4 SITE 1 HEIGHT ZONES

IMAGES NOT TO SCALE

Source: Hanson LA, October 2, 2013

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Figure II-21
Block 4 Site 1 Height Zones

IMAGE NOT TO SCALE

Source: Hanson LA, April 30, 2013

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Figure II-22
Longitudinal Section

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6. Signage Program

The proposed signage program includes a comprehensive set of development standards and guidelines related to signage and illumination as it relates to the unified development program.

The proposed signage program includes two Sub-Districts, District A and District B, as shown on Figure II-23, City Market Sign District Sub Areas, and three Vertical Sign Zones, as shown on Figures II-24 and II-25, Proposed Signage Program Elevations. A site plan depicting the proposed locations of the wall signs and projecting signs is depicted in Figure II-26, Proposed Signage Program – Wall Signs and Projecting Signs. The proposed locations of the proposed supergraphic and digital signs are identified in Figure II-27, Proposed Signage Program, Supergraphic and Digital Display Signs. The proposed locations of the high-rise signs and rooftop display signs are shown in Figure II-28, Proposed Signage Program, High-Rise and Rooftop Display Signs. The regulations for the Proposed City Market SUD are described in further detail below.

a. Permitted and Prohibited Signs

The proposed signage development standards will include regulations to permit certain types of signage within the proposed SUD area. The types of signs that are expressly permitted and prohibited by the proposed SUD ordinance are summarized in Table II-7, City Market SUD - Permitted and Non Permitted Signs.

Table II-7
City Market SUD - Permitted Signs and Prohibited Signs

Permitted Signs	Prohibited Signs
1. Architectural Ledge Signs	1. Billboard Signs
2. Awning Signs	2. Cabinet Signs or conventional plastic faced box, canister, or can signs
3. Digital Display Signs	3. Captive Balloon Signs
4. High Rise Signs	4. Illuminated Architectural Canopy Signs
5. Neon Signs	5. Internally Illuminated Awning Signs
6. On-Site Signs	6. Inflatable Devices
7. Pedestrian Signs	7. Signs covering exterior doors and windows (whether operable or inoperable), rescue windows or other openings that serve habitable floor area, except for Digital Display Signs, as regulated by this Ordinance
8. Pole Signs	
9. Projecting Signs	
10. Roof Signs	
11. Supergraphic Signs	
12. Wall Signs	
13. Window Signs	
Source: Hanson LA and Sussman/Prejza & Company, Inc.,, October 2013.	

b. Sign Sub-Districts

For sign regulation purposes, the City Market Sign District includes the following Sub-Districts, all as shown on Figure II-23, City Market Sign District Sub Areas:

(1) Sub-District A: Sub-District A signage will face primarily toward San Pedro Street, 11th Street, 12th Street, and 9th Street. Signage permitted in Sub-District A will include Digital Display Signs, Supergraphic Signs, Wall Signs, and Projecting Signs.

(2) Sub-District B: Sub-District B signage will face primarily toward San Julian Street. The signage contained in Sub-District B is intended to be more restrained than the signage contained in Sub-District A and to promote a peaceful living environment without undue visual impact upon residential uses in the nearby neighborhoods.

(3) Prohibited Locations of Sign Types by Sub-District. In addition to the regulations of the Code arid those regulations elsewhere in this Ordinance, the following signs are prohibited in the following Sub-Districts within the City Market Sign District:

(a) Sub-District A: Roof Signs.

(b) Sub-District B: Digital Displays, with the exception of Roof Signs.

c. Vertical Sign Zones

For sign regulation purposes, the City Market Sign District area is divided into three Vertical Sign Zones, as shown on Figures II-24 and II-25, Proposed Signage Program Elevations. The purpose of the Vertical Sign Zones is to address different sign viewing distances, including pedestrian views from street level, pedestrian views from a distance, and views from vehicles. The Vertical Sign Zones include the following zones:

(1) Vertical Sign Zone 1: Vertical Sign Zone 1 shall be located at the ground floor level, defined as 0 feet to 20 feet above grade;

(2) Vertical Sign Zone 2: Vertical Sign Zone 2 shall be located at the podium or mid-level of multi-story buildings, defined as 20 feet to 150 feet above grade; and

(3) Vertical Sign Zone 3: Vertical Sign Zone 3 shall be located at the upper levels of mid-to high-rise buildings, defined as above 150 feet above grade.

(4) Permitted Locations of Sign Types by Vertical Sign Zone. Notwithstanding those signs that are both permitted by the Code and not prohibited by the proposed SUD Ordinance, the signs identified in Table II-8, below, are the only sign types permitted in the following Vertical Sign Zones within the City Market Sign District, subject to the regulations of the proposed Ordinance:

Table II-8
Permitted Signs within Vertical Sign Zones

Vertical Sign Zone	Permitted Signs
Zone 1	Wall Signs, Projecting Signs, Pedestrian Signs, Window Signs
Zone 2	Wall Signs, Projecting Signs, Digital Display Signs, Supergraphic Signs, Window Signs
Zone 3	High Rise Signs, Roof Signs
Source: Hanson LA and Sussman/Prejza & Company, Inc., , October 2013.	

With respect to the off-site advertising program, the Project proposes to include up to 78,517 square feet of signage display area distributed throughout the Project Site with signage types consisting of digital displays, high rise signs, projecting signs, roof signs, supergraphic signs, and wall signs. The total area of signage for each signage type is presented in Table II-9, Proposed Signage Program Sign Area Totals.

Table II-9
Proposed Signage Program Sign Area Totals

Sign Types	Sign Area (square feet)
D. Digital Display Signs	28,151
H. High Rise Signs	3,600
P. Projecting Signs	2,560
R. Roof Signs	15,600
S. Supergraphics Signs	19,254
W. Wall Signs	9,352
TOTAL	**78,517**
Source: Hanson LA and Sussman/Prejza & Company, Inc., October2013.	

The defining project design features of the proposed SUD program are identified as follows:

- Sign Sub-District B contains only static signs with no animation.
- Sign Sub-District A permits animation and Digital Display Signs.
- Any Digital Display Signs will permit only changeable displays at a constant 8 second interval. 50% of the total area of all Digital Signs may be full motion displays.
- Only Signs that are affixed to an occupied building or structure shall be permitted.
- A maximum area of 40% of any given facade may be occupied by Digital Display or Supergraphic Signs, with the exception of Parking Structures whose facades may be occupied up to a maximum area of 80%.
- Roof Signs shall allow LED graphics.
- Roof Signs shall be limited to the display of "on-site" tenant graphics and icons only.
- High Rise Signs shall be permitted for on-site tenant messaging only and shall be static. LED lighting shall be permitted for icon and graphics illumination.
- The installation of graphic and text based banners will be allowed on a temporary basis as permitted by Los Angeles Sign Ordinance.
- Digital Displays shall be limited in their hours of operation, and may only be illuminated between the hours of 7 A.M. and 12 A.M.

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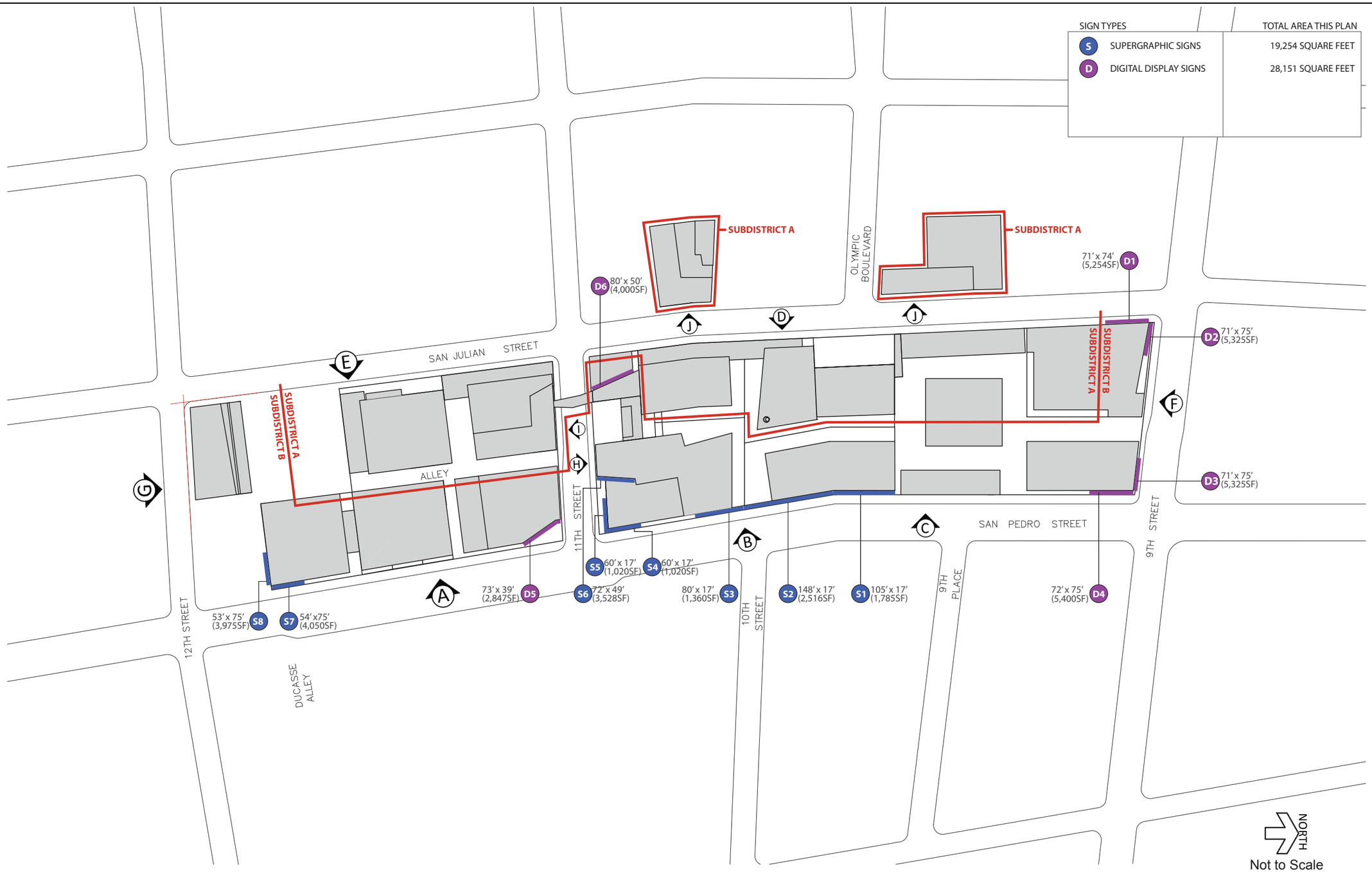

Source: Sussman/Prejza & Company, Inc., September 21, 2013

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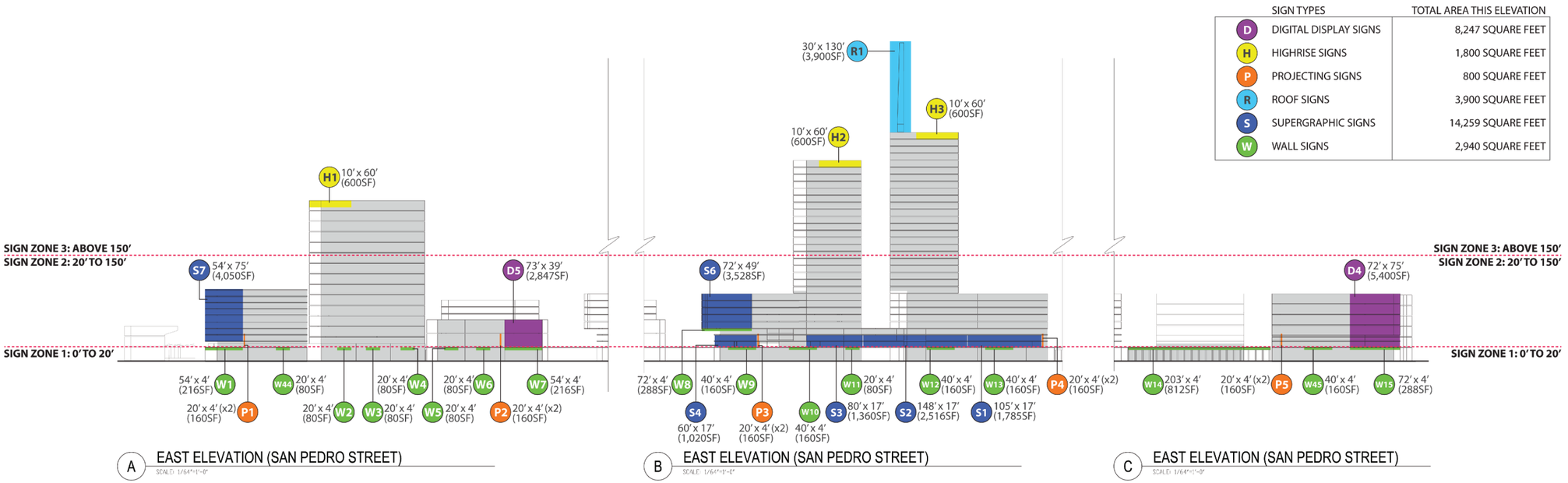
Figure II-23
Proposed City Market Sign District Sub Areas



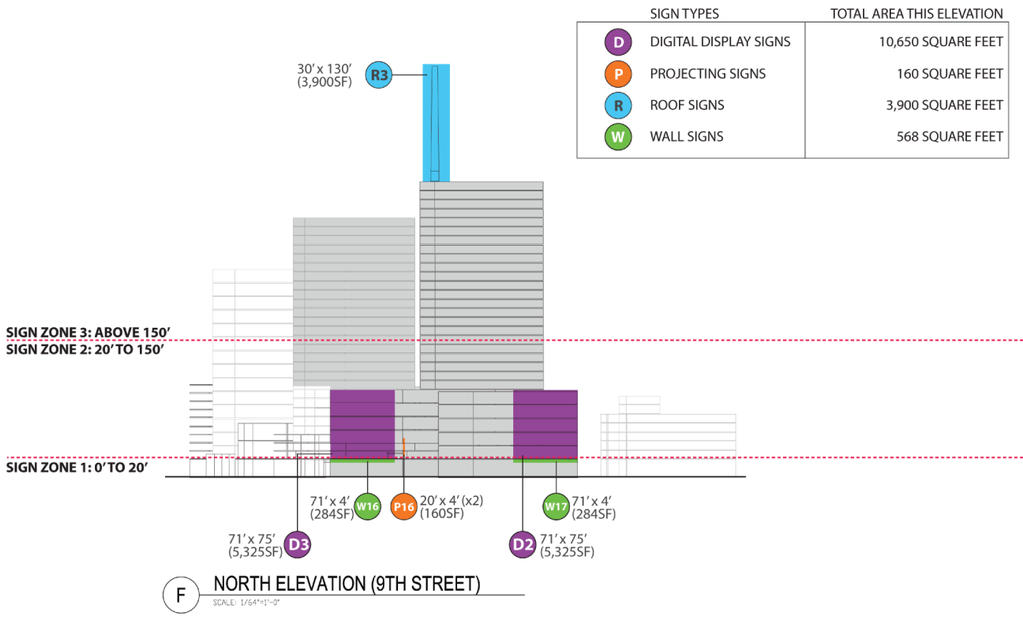
CITY MARKET EAST AND WEST ELEVATIONS

1/64" = 1'-0"

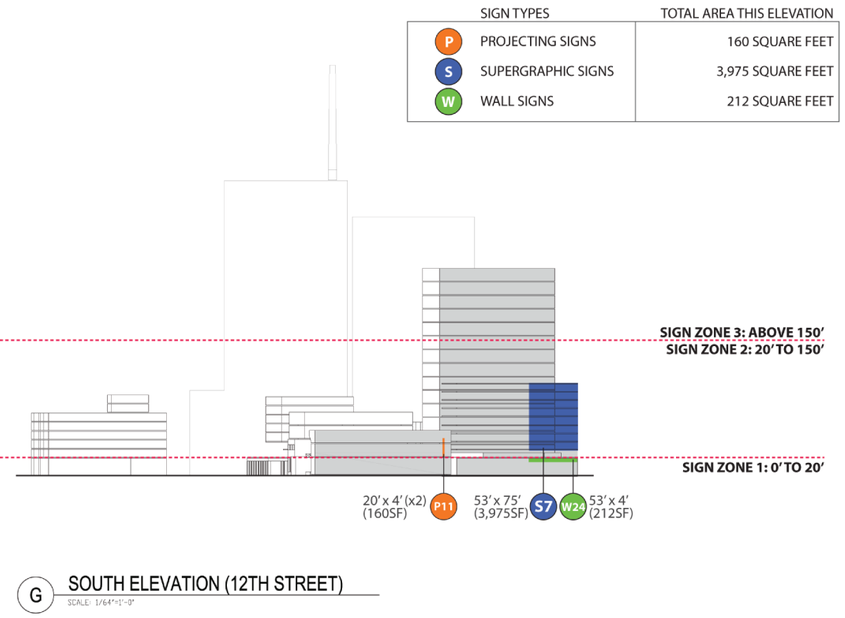
Source: Sussman/Prejza & Company, Inc., September 21, 2013

PARKER ENVIRONMENTAL CONSULTANTS

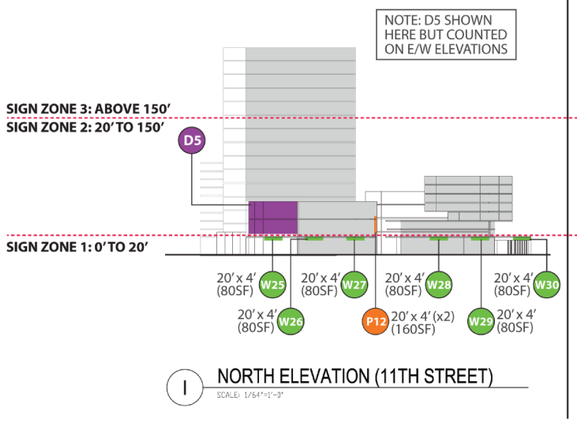
Figure II-24
Proposed Signage Program - East and West Elevations



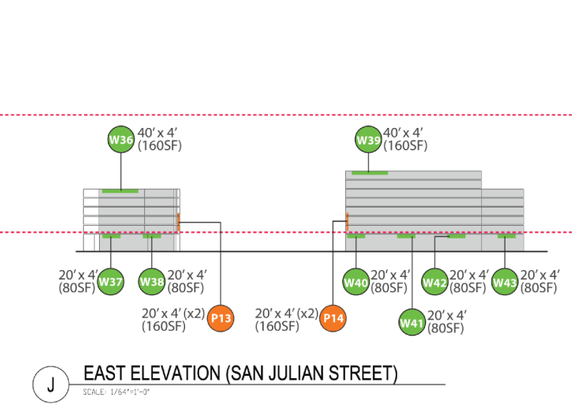
F NORTH ELEVATION (9TH STREET)
SCALE: 1/64"=1'-0"



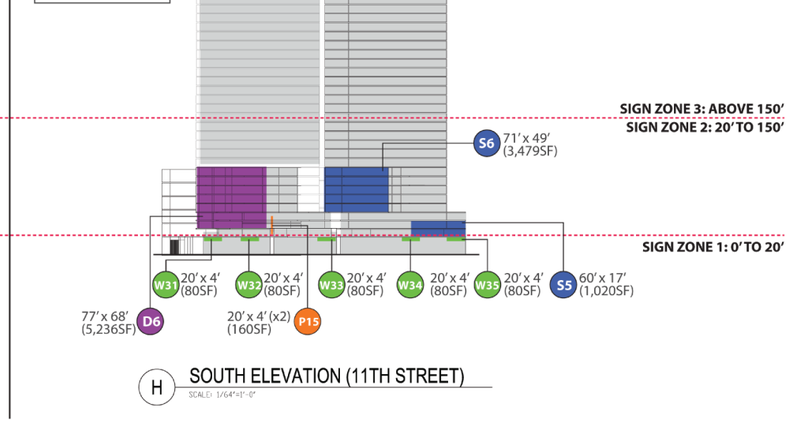
G SOUTH ELEVATION (12TH STREET)
SCALE: 1/64"=1'-0"



I NORTH ELEVATION (11TH STREET)
SCALE: 1/64"=1'-0"



J EAST ELEVATION (SAN JULIAN STREET)
SCALE: 1/64"=1'-0"



H SOUTH ELEVATION (11TH STREET)
SCALE: 1/64"=1'-0"

CITY MARKET NORTH, SOUTH AND EAST ELEVATIONS

1/64" = 1'-0"

Source: Sussman/Prejza & Company, Inc., September 21, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-25
Proposed Signage Program - North, South and East Elevations

SIGN TYPES	TOTAL AREA THIS PLAN
W WALL SIGNS	9,352 SQUARE FEET
P PROJECTING SIGNS	2,560 SQUARE FEET

CITY MARKET SITE PLAN

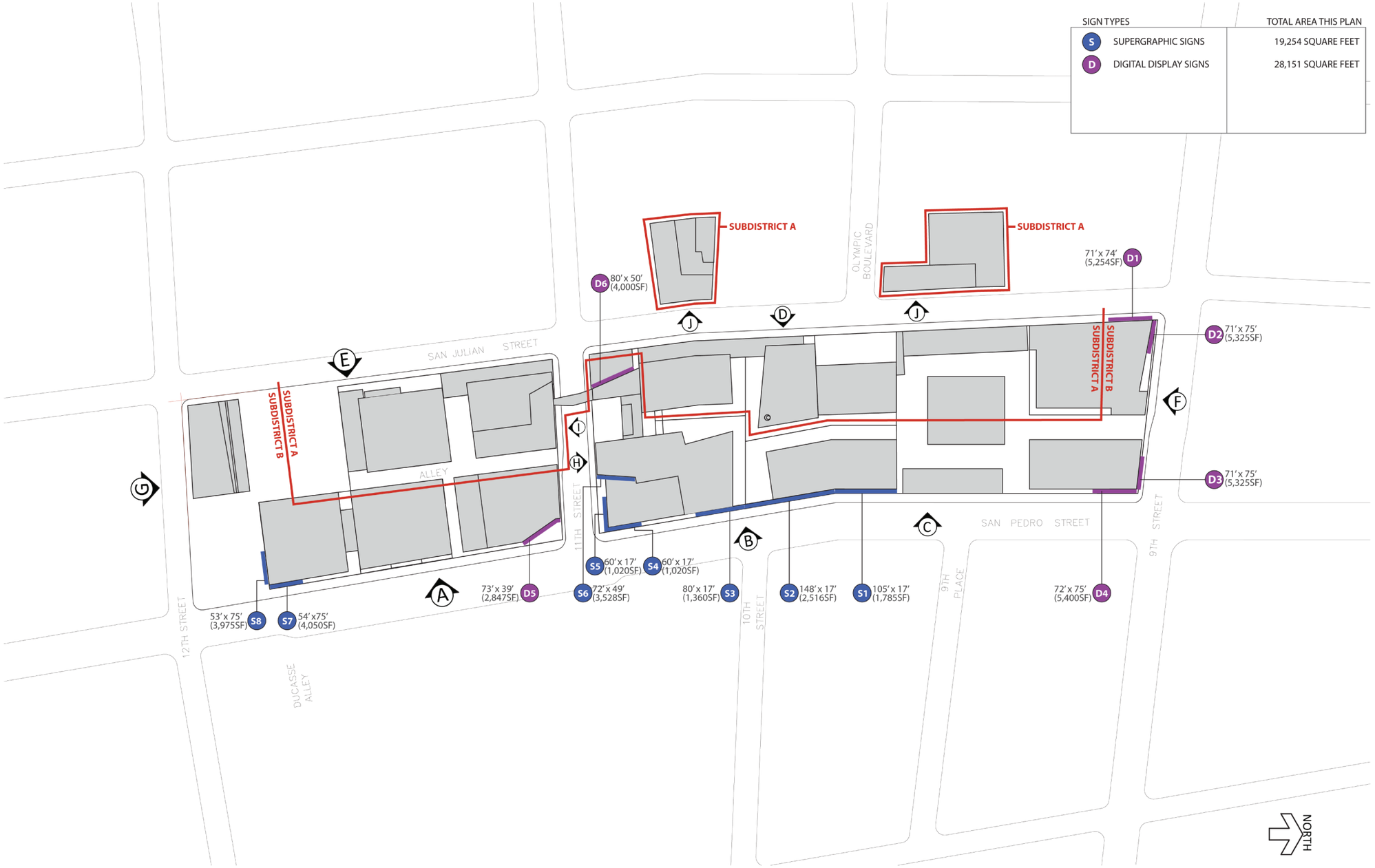
1/64" = 1'-0"

Source: Sussman/Prejza & Company, Inc., September 21, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-26
Proposed Signage Program - Wall Signs and Projecting Signs

SIGN TYPES		TOTAL AREA THIS PLAN
S	SUPERGRAPHIC SIGNS	19,254 SQUARE FEET
D	DIGITAL DISPLAY SIGNS	28,151 SQUARE FEET



CITY MARKET SITE PLAN

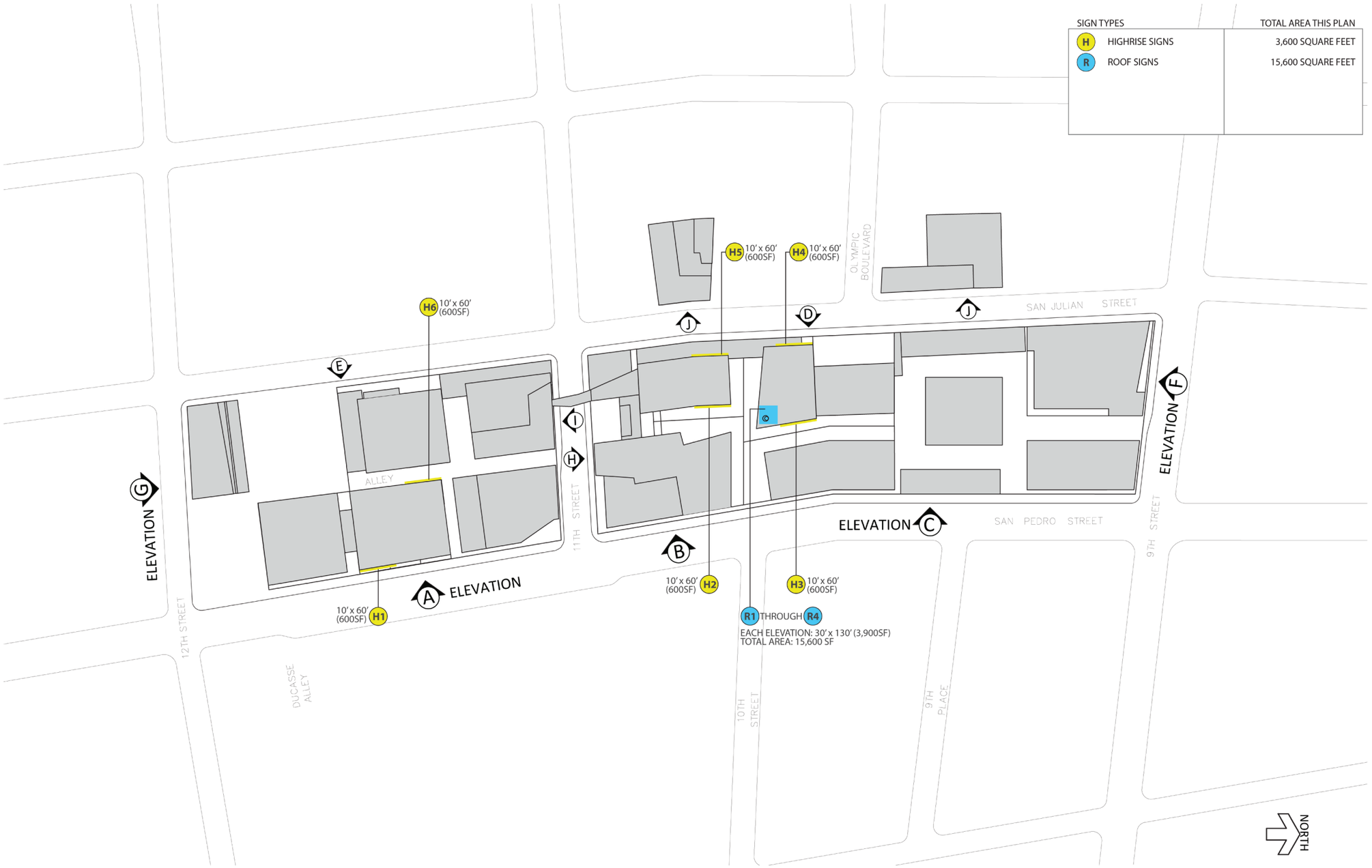
1/64" = 1'-0"

Source: Sussman/Prejza & Company, Inc., September 21, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-27
Proposed Signage Program - Supergraphic Signs

SIGN TYPES		TOTAL AREA THIS PLAN
H	HIGHRISE SIGNS	3,600 SQUARE FEET
R	ROOF SIGNS	15,600 SQUARE FEET



CITY MARKET SITE PLAN

1/64" = 1'-0"

Source: Sussman/Prejza & Company, Inc., September 21, 2013

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Figure II-28
Proposed Signage Program - Highrise Signs and Roof Signs

6. Landscaping/Open Space

Open space will be one of the features of the project providing an amenity to those that live at City Market as well as those in the immediate neighborhood. As illustrated in Figure II-29, Open Space Ground Level Plan, the ground level will have two piazzas and two mid-block crossings. At the second level there will be a linear park, inspired by the market buildings that occupied the site and the highline in Chelsea (See Figure II-30, Open Space Podium Level Plan). The elevated linear park will parallel San Julian Street approximately 20 feet above grade level, connecting the south block to the north block, and extending through to the educational campus to make an east west connection from San Julian Street on the west to San Pedro Street on the east. At the podium level the outdoor terraces and pool decks will be amenity spaces for the residents. A site plan illustration depicting the open space and amenity areas for the terrace level is presented in Figure II-31.

7. Transportation and Circulation

a. Project Access and Driveways

Parking garages will be located on each of the development blocks. The anticipated location of project driveways to access the parking garages is shown in Figure IV.K-15 in Section IV.K, Transportation and Traffic. The parking provided for the educational/office uses located on Block 1 and the parking provided for the residential units located in Block 2 will be dedicated to those specific uses respectively and will be physically separate from the commercial parking. The commercial parking will generally be accessible to all commercial uses.

(1) Block 1 Access

Block 1 will comprise the educational/office uses, local and destination retail/commercial uses, and residential uses. Access to parking provided for the educational/office uses will only be available from an unsignalized driveway located on 9th Street. This driveway will be restricted to right-in right-out movements. Service vehicle access consists of an entry driveway located on 9th Street, west of the parking driveway, and an exit driveway on San Pedro Street located between 9th Street and 9th Place. The residential/commercial garage access for Block 1 will be located along both San Pedro Street and San Julian Street approximately mid-block between Olympic Boulevard and 11th Street. These driveways will be unsignalized and will allow all movements. These driveways will also serve the retail/commercial components of Block 1.

Two additional service driveways are provided for truck and service vehicles accessing the residential/commercial portion of Block 1. These driveways consist of an entry driveway located along San Pedro Street, south of 9th Place, and an exit driveway located across from 10th Street.

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IMAGE NOT TO SCALE

Source: Hanson LA, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-29
Open Space Ground Level Plan

IMAGE NOT TO SCALE

Source: Hanson LA, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-30
Open Space Podium Level Plan

IMAGE NOT TO SCALE

Source: Hanson LA, 2013

PARKER ENVIRONMENTAL CONSULTANTS

Figure II-31
Open Space Terrace Level Plan

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(2) Block 2 Access

This block will include a small amount of residential units, an office tower and several retail/commercial uses including restaurants and a cinema. A multi-story parking garage will be constructed for use by both the office and retail uses with access from San Pedro Street, approximately mid-block between 11th Street and 12th Street. This will be an unsignalized driveway that will allow only right in/right out movements. This garage will also be accessible via a full movement unsignalized driveway on San Julian Street.

A second driveway, located on San Julian Street south of 11th Street, will provide access to a second parking garage for use by both office and retail uses. This will be an unsignalized driveway that will allow all movements.

A third driveway will be provided on 11th Street, mid-block between San Pedro Street and San Julian Street and will provide access to the residential-only parking. This will be an unsignalized driveway that will allow all movements.

All truck and service vehicle access for Block 2 will be provided by the entering the existing alley between San Pedro Street and San Julian Street from 11th Street. These vehicles will exit the site using the driveway on 11th Street.

(3) Block 3 Access

This block will consist of a single residential building located along the western side of San Julian Street between Olympic Boulevard and 11th Street. Access will be provided from the alley located between San Julian Street and Wall Street.

(4) Block 4 Access

This block will consist of a single building housing a hotel located along the western side of San Julian Street between 9th Street and Olympic Boulevard. Access will be provided from the alley located between San Julian Street and Wall Street.

b. Traffic-Related Project Design Features

The project design includes the following features to improve the pedestrian environment and provide for on-site facilities to reduce the need to make trips off-site.

- Improve sidewalks where needed and possible.
- Widen sidewalks fronting site according to Downtown Street Standards.
    - San Pedro Street between 9th and 12th Street.
    - 9th Street between San Julian to San Pedro Street.
    - 11th Street between San Julian to San Pedro Street (both sides).
    - 12th Street between San Julian and San Pedro.
- Add pedestrian amenities such as: shade, benches, pedestrian-scale lighting, etc.
- Provide pedestrian-scale shops along street frontages.

- Provide mid-block paseos, pedestrian plazas/courtyards, and elevated terrace walkways.
- Provide one or two "Parklets."
- Provide a variety (mixed use) of land uses within Project.
- Provide on-site facilities such as ATM machines, cafeterias, and convenience shopping.

c. Project Roadway Improvements

San Julian Street currently operates as a one-way facility southbound between 9th Street and 11th Street. This directional orientation was implemented at the request of the Project Applicant many years ago to facilitate the original uses located on the Project Site. As a project design feature, the directional orientation of San Julian Street will be changed back to a two-way facility along the segment between 9th Street and 11th Street. This conversion would create a more consistent roadway network surrounding the Project Site and provide improved access to all land uses located along this roadway segment.

The proposed conversion of San Julian Street from a one-way to two-way facility was included in the traffic analysis described in Section IV.K-1, Transportation and Circulation.

d. Trip Reduction Measures

The Project proposes the following mitigation measures to encourage the use of non-auto modes and reduce vehicle trips:

- Improve pedestrian linkages to neighborhood (e.g. improve sidewalks, widen crosswalks adjacent to the Project).
- Provide sidewalk bike racks (including near bus stops).
- Provide physical space for Bikeshare Facility at the Project Site.
- Provide a Bike Hub/Station at the site that could include:
    - Showers
    - Secure, long-term parking
    - Maintenance and repair Bicycle Store.
- Facilitate rideshare through an on-site transportation coordinator.
- Encourage and facilitate vanpool for project employees, students, etc.
- Provide on-site area for car-share facility.
- Provide on-site facility with information on car-sharing, vanpools, taxis (e.g. kiosk, concierge, or transportation office).
- Provide emergency or late-night ride homes for transit users or carpoolers who unexpectedly leave work early or late and can't take bus/train/carpool.

e. Transit and Parking Measures

The Project proposes the following mitigation measures to encourage the use of transit and reduce parking demand:

- Provide transit information center/concierge/store/kiosks on-site (include sale of transit passes).

- Encourage implementation of bus shelters in area of Project.
- Reroute Downtown DASH E from Pico Boulevard to 12th Street between San Pedro and Los Angeles Street to provide direct access to the site.
- Unbundle parking from housing cost.
- Implement parking cash-out programs for Project land uses as appropriate.

8. Parking

Parking for the Project will be provided in accordance with the LAMC requirements, except where otherwise stated within the Development Regulations. On-site parking will be located underground throughout the site and at the podium above the retail. Service and loading dock access will be accommodated by using existing alleys and internal ground level service streets. The parking program for the entire unified development would include approximately 3,671 parking spaces. As shown on Figure II-10, Below Grade Plan, on-site parking would largely be provided in subterranean parking garages beneath each development site. A stand alone, multi-level above-grade parking structure is proposed on Lot 12 (Block 2, Site 4) to support the commercial office, retail and entertainment uses. A summary of the parking supply by block is presented in Table II-10, Proposed Parking Summary by Block. A summary of the proposed parking by land use type in relation to the LAMC Code requirements is presented in Table II-11, Proposed Parking Summary by Land Use.

Table II-10
Proposed Parking Summary by Block

Block	Parking Supply
Block 1	2,428
Block 2	1,049
Block 3	83
Block 4	111
TOTAL	**3,671**

Source: The Mobility Group, October 2013

Table II-11
Proposed Parking Summary by Land Use

Land Use	Spaces Required by Code	Spaces Proposed	Spaces Proposed Above Code
Education	724	725	+1
Retail/Restaurant	375	472	+97
Cinema	149	190	+41
Residential	966	1,168	+202
Hotel	43	111	+68
Office	821	1,005	+184
TOTAL	**3,079**	**3,671**	**592**

Source: The Mobility Group, 2013

9. Master CUP for Alcohol

As part of the overall development program, it is envisioned that various tenants and operators within the unified development will seek Conditional Use Permits for the on-site sale and consumption of alcoholic beverages. The Project is seeking a master CUP to facilitate the sale and consumption of alcoholic beverages within the various hotel, retail, restaurant, and entertainment uses for the long-term operational life of the Project. In accordance with Section 12.24 W 1 of the LAMC, the Applicant is seeking approval of a Master CUP for the off- and on-site sales of alcoholic beverages in retail establishments, bars and restaurants. Specifically, the Applicant is requesting 3 total off-site sales permits with 2 offering a full line of alcohol and 1 offering beer and wine and 14 on-site sales permits with 11 offering a full line of alcohol and 3 offering beer and wine.

10. Environmental Design Features

The Applicant is committed to developing an energy efficient, sustainable, and environmentally-friendly Project. The Project would be designed to meet, at a minimum, a certification level of Leadership in Energy and Environmental Design (LEED) Silver standards or its equivalent. In addition to the Project's sustainable feature as an infill development lot, sustainable design features may include: roof- or building-mounted photovoltaic panels; building-integrated photovoltaic cells; day-lighting of work areas; operable windows and fresh air circulation; dual piping to enable the use of recycled water; water efficient fixtures; and recycling during demolition and construction.

In consultation with the Los Angeles Department of Water and Power (LADWP), the Applicant has committed to implementing several water conservation strategies in to the Project's design features that go above and beyond the regulatory compliance measures already imposed by the L.A Green Building Code and other applicable ordinances. These features include the following commitments:

- Reduction of overall use of potable water by 20 percent from that allowed under the CBC, per the City Ordinance Number 181480. This applies to water closets, urinals, lavatory faucets, kitchen faucets, and showerheads;
- Showers with no more than one showerhead per stall shall be used at common residential units, hotel rooms, fitness centers, and commercial uses;
- High Efficiency Clothes Washers (Commercial & Residential) with a water factor of 4.5 or less shall be required;
- Individual metering and billing shall be required for water use at separate commercial spaces;
- Cooling tower conductivity controllers or cooling tower pH conductivity controllers shall be utilized;
- Water-Saving Pool Filters shall be utilized for pools;
- Leak Detection System for swimming pools and Jacuzzis shall be utilized;
- Weather based irrigation controller shall be installed;
- Drought Tolerant Plants – 40% of total landscaping area shall consist of drought tolerant plants;
- California Native Plants – 30% of total landscaping area shall consist of native plants;
- Drip/ Subsurface Irrigation (Micro-Irrigation) shall be utilized;

- Rotating Sprinkler Nozzles for Landscape Irrigation – 0.5 gallons per minute – lawn areas only shall be utilized;
- Micro-Spray shall be utilized where applicable;
- The landscape plan shall include proper Hydro-zoning (grouping plants with similar water requirements together);
- The landscape plan shall include zoned irrigation for a planting area of approximately 46,000 square feet with a plant factor of 0.45;
- Landscaping Contouring shall be incorporated to minimize precipitation runoff;
- Less than 5% of total open space area shall consist of turf;
- Separate metering or sub-metering shall be incorporated for exterior landscaping water use;
- Building commissioning shall be conducted to ensure that systems are operating as designed.

The Developer has also committed to comply with the City of Los Angeles Low Impact Development Ordinance (City Ordinance No. 181899) and to implement Best Management Practices that have stormwater recharge or reuse benefits for the entire Project as applicable:

- Dry Well Infiltration Basin (drainage area of +/-15 acres) – captures first-flush stormwater, removes particulate pollutants and some soluble pollutants, and contributes toward recharging groundwater;

- Catch Basin Insert (on-site specific) - a device that can be inserted into a proposed catch basin or trench drain to provide some level of runoff contaminant removal.

12. Phasing Strategy

It is anticipated that the Project would be developed in phases subject to the allowances and limitations set forth by the Development Agreement. In accordance with the terms of the proposed Development Agreement, the Project could be built out over a 25-year period. Although phasing is not fixed, for analytical purposes, it is anticipated that the development of the Project would occur in four general phases as illustrated in Figure II-32, Conceptual Phasing Strategy. The amount of floor area and type of land uses to be built throughout each phase is identified in Table II-12, Conceptual Development Phasing Plan. As shown in Table II-12, approximately 357,590 square feet of new development would be developed within the first five years of development. The first phase of development would include approximately 68,475 square feet of educational floor area, 121 dwelling units, 210 hotel rooms, and approximately 80,836 square feet of retail uses. Through the second phase (years 5 - 10), it is anticipated that approximately 567,467 square feet of floor area would be added to the Project Site, including approximately 172,332 square feet of educational uses, 446 dwelling units, and 38,523 square feet of retail floor area. The third phase of development (from years 10-20) is anticipated to include the addition of approximately 449,399 square feet of new floor area, including approximately 71,305 square feet of educational uses, 86 dwelling units, approximately 276,327 square feet of commercial office space, and approximately 33,227 square feet of retail space. The final phase (through years 20-25) is anticipated to

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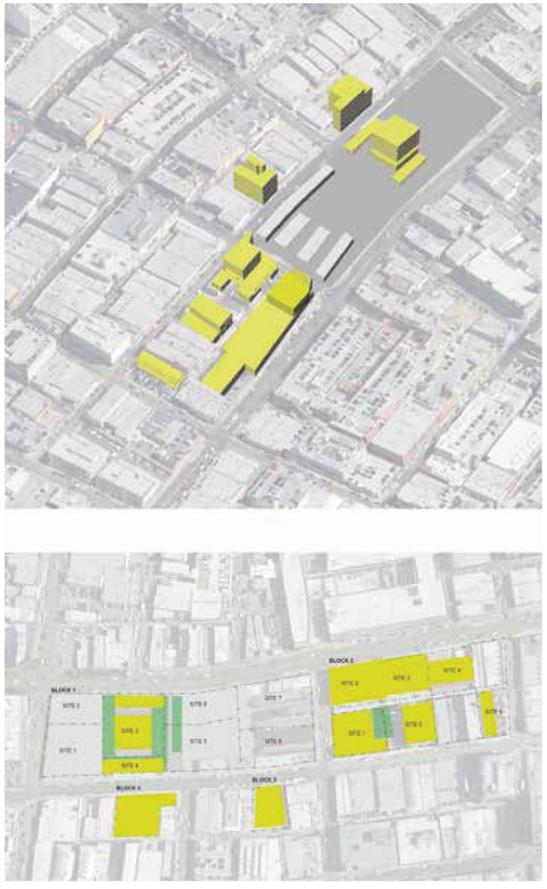
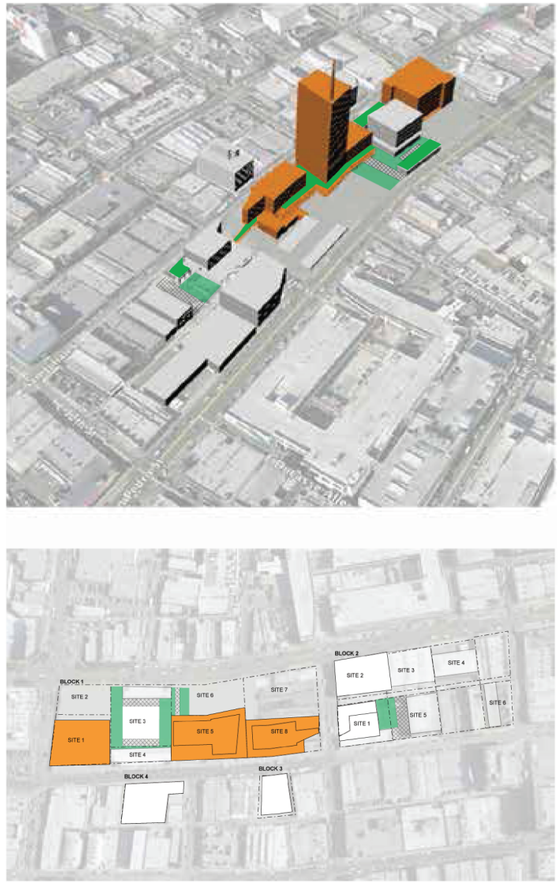
PHASING STRATEGY

0-5 YEARS



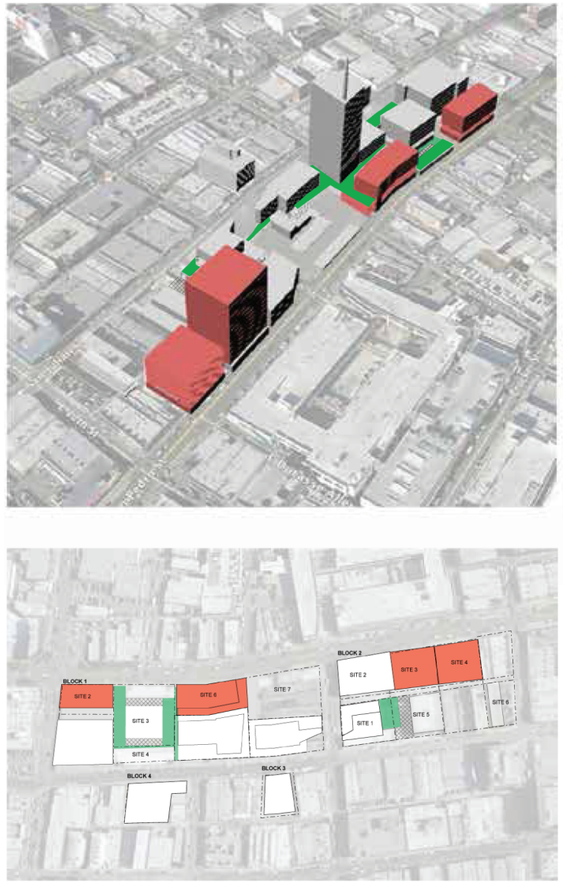
121 residential units
68,475 education
80,836 sf retail
210 room hotel

5-10 YEARS



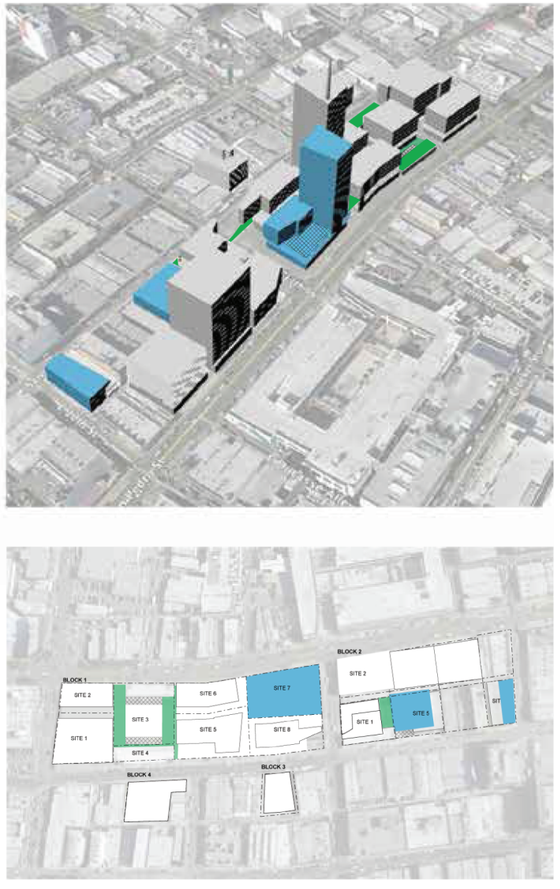
446 residential units
172,332 sf education
38,523 sf retail

10-20 YEARS



86 residential units
71,305 sf education
33,227 sf retail
278,327 sf commercial

20-25 YEARS



293 residential units
72,276 sf retail
16,314 sf commercial

IMAGE NOT TO SCALE

Source: Hanson LA, April 30, 2013

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Figure II-32
Conceptual Phasing Strategy

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Table II-12
Conceptual Development Program Phasing Strategy

Land Uses	0-5 Years	5-10 Years	10-20 Years	20-25 Years	Total
Education	68,475 sf	172,332 sf	71,305 sf	--	312,112 sf
Residential	96,564 sf (121 DUs)	356,612 sf (446 DUs)	68,540 sf (86 DUs)	234,127 sf (293 DU)	755,843 sf (945 DUs)
Hotel	111,715 sf (210 rooms)	--	--	--	111,715 sf (210 rooms)
Commercial	--	--	276,327 sf	16,314 sf	292,641 sf
Retail/Entertainment	80,836 sf	38,523 sf	33,227 sf	72,276 sf	224,862 sf
Total	357,590 sf	567,467 sf	449,399 sf	322,717 sf	1,697,173 sf

Source: Hanson LA, 2013.

include the addition of approximately 322,717 square feet of development comprised of 293 dwelling units, approximately 16,314 square feet of commercial office space, and approximately 72,276 square feet of retail/entertainment uses.

For site planning purposes, this analysis assumes that all of the structures currently existing on the Project Site will be demolished to allow for new development, with the exception of the building located at 1122 San Julian Street (also identified herein as Building 16 on Block 2). This structure, which has been identified as eligible for listing as a historic resource, is proposed to be retained in place. Any improvements to this structure would be in conformance with the Secretary of the Interior's Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings. The Project may also retain and incorporate several of the other existing buildings, remnant concrete frames, and/or structural canopies into the final design. It is conservatively estimated that approximately 91,729 square feet of the 115,249 square feet of existing floor area would be demolished upon completion of the final phase of Project development. Demolition would occur with the buildout of each development site. In addition, earthwork, excavation and the associated soil export for each phase would be phased in accordance with the planned development for each sites in accordance with the Program Phasing Strategy described above. It is estimated that the proposed earthwork and excavation activities would generate approximately 372,600 cubic yards of soil material, which would be exported to off-site fill sites or inert landfills.

G. INTENDED USES OF THE EIR

The intended uses of the Draft EIR include providing environmental clearance through CEQA for all discretionary actions that may be required for the development of the Project. Pursuant to CEQA, as a project-level EIR, the analysis contained in this report is detailed and specific enough to provide the decision makers and the community the information necessary to understand the environmental impacts of the Project. It also identifies effective and necessary mitigation measures to mitigate the potentially adverse impacts of the Project.

1. Lead Agency

For purposes of this EIR, the City of Los Angeles is the designated lead agency with primary approval authority over the requested land use entitlements. This EIR contemplates implementation of the Development Agreement, which affords the Applicant the flexibility to develop the Project Site over a multi-year period in response to market demands. The Applicant, The City Market of Los Angeles, requests approval of the following discretionary actions:

1. Pursuant to California Government Code Sections 65864-65869.5, the Applicant respectfully requests approval of a Development Agreement ("DA") for a period of 25 years.

2. Pursuant to LAMC Section 11.5.6, as authorized by the Los Angeles Charter Section 555, the Applicant respectfully requests approval of the following:
    a. A General Plan Amendment to the Central City Community Plan to add a new plan designation of General Commercial with a corresponding zone of C2, and existing Footnote No. 4 added to the designation, and

    b. A General Plan Amendment to change the land use designation from Light Manufacturing ("LM") to General Commercial ("GC").

3. Pursuant to LAMC Section 12.32 F, the Applicant respectfully requests approval of a zone change from M2-2D to C2-2 to permit the construction of the project described herein.

4. Pursuant to LAMC Section 12.32 F, the Applicant respectfully requests approval of a Height District change from -2D to -2.

    a. The Applicant is requesting an amendment of the "D" condition in order to eliminate the 3:1 FAR limitation that currently exists.

5. Pursuant to LAMC Section 12.32 S, the Applicant respectfully requests approval of a Supplemental Use District to permit a sign district covering the Property in order to enhance the theme and unique qualities of the entire Project.

6. Pursuant to LAMC Section 12.24W19 the Applicant respectfully requests CUP approval of FAR averaging in a unified development not to exceed 4.1:1 FAR over the entire Site. However, a maximum FAR of 4.43:1 will be permitted on Block 1, 3.40:1 FAR on Block 2, 2.53:1 FAR on Block 3 and 7.19:1 on Block 4.

7. Pursuant to LAMC Section 16.05, the Applicant respectfully requests the Site Plan Review findings be made a part of the discretionary approvals. This requirement is triggered:

    a. as required by LAMC Section 12.24 U14 (c) (2) for major development projects, and

    b. as a result of adding more than 49 residential units.

8. Pursuant to LAMC Section 12.27, the Applicant respectfully requests approval of a variance from LAMC 12.21 G 2 and (a) (3):

    a. To provide 160 trees in lieu of the 236 required.

9. Pursuant to LAMC Section 12.24 W 1, the Applicant respectfully requests approval of a Master CUP for the off- and on-site sales of alcoholic beverages in retail establishments, bars and restaurants. Specifically, the Applicant is requesting:

    a. 3 total off-site sales permits with 2 offering a full line of alcohol and 1 offering beer and wine.

    b. 20 on-site sales permits with 17 offering a full line of alcohol and 3 offering beer and wine.

10. Pursuant to LAMC Section 17.01, the Applicant respectfully requests approval of an Airspace Tentative Tract Map to permit the merger and re-subdivision of the land and the creation of four ground lots containing 14 air space lots necessary to facilitate the development of a mixed-use project as proposed.

    a. The Applicant is also requesting the vacation of the alley located within Block 2 of the site which is surrounded by San Pedro, San Julian, 12th and 11th Streets.

    b. Merge that portion of San Julian Street (approx. 2 ft.) which is over dedicated.

    c. Reduction from the Advisory Agency's Parking Policy to allow parking to be calculated based on LAMC.

In addition to the specific discretionary actions identified above, several discretionary approvals may be required from various responsible agencies, including but not limited to demolition, grading, excavation, and foundation permits, and haul route approval.

2. Responsible Agencies

A responsible agency is a public agency other than the lead agency with discretionary approval authority over a portion of a CEQA project. In addition to the discretionary actions that will be requested from the lead agency as identified above, certain responsible agencies with jurisdiction over certain aspects of the Project may be required to provide additional permits or have permitting authority over the Project. These agencies are as follows:

- Air Quality Management District (AQMD) (permitting authority over localized and regional air quality impacts and enforcement of any applicable air quality mitigation measures).
- Regional Water Quality Control Board (permitting authority over surface water runoff and water quality impacts with enforcement of any applicable mitigation measures).