

**AGENDA  
FOR THE SPECIAL MEETING OF THE  
LOS ANGELES MEMORIAL COLISEUM COMMISSION**

**Thursday, September 17, 2015 at 2:30 p.m.**  
Coliseum Commission Room<sup>1</sup>  
3911 South Figueroa Street, Los Angeles, CA 90037  
<http://lamcc.lacounty.gov>

**MEMBERS:**

|                       |  |
|-----------------------|--|
| County of Los Angeles | Mr. Mark Ridley-Thomas, President              |
|                       | Mr. Don Knabe, Alternate                       |
| State of California   | Mr. William Chadwick, Vice President           |
| City of Los Angeles   | Mr. Curren D. Price, Jr.                       |
|                       | Mr. Tom LaBonge, Alternate                     |
| State Senate          | Mr. Ricardo Lara <sup>2</sup>                  |
| State Assembly        | Mr. Reginald B. Jones-Sawyer, Sr. <sup>2</sup> |

**STAFF:**

|  |                       |
|--|-----------------------|
| Chief Administrative Officer/Secretary | Mr. Robert E. Osborne |
| Treasurer                              | Mr. Joseph Kelly      |
| Controller                             | Mr. John Naimo        |
| Co-Counsel                             | Mr. Thomas Faughnan   |
| Co-Counsel                             | Ms. Noreen Vincent    |

At the discretion of the Los Angeles Memorial Coliseum Commission (the "Commission"), all items appearing in this Agenda, whether or not expressly listed for action, may be deliberated and may be subject to action by the Commission.

**AGENDA POSTED:**

Wednesday, September 16, 2015 at 2:30 p.m.

**OPEN SESSION**

- 1. CALL TO ORDER**
- 2. ROLL CALL**
- 3. PRESIDENT'S COMMENTS**
- 4. PUBLIC COMMENT**

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<sup>1</sup> Entry at Gate 33A

<sup>2</sup> Ex-officio, non-voting

5. **UPDATE ON THE LOS ANGELES FOOTBALL CLUB'S (LAFC) HISTORIC INTERPRETATIVE AND LOCAL WORKER HIRE PLANS**
6. **PROPOSED ADDENDUM TO THE CERTIFIED ENVIRONMENTAL IMPACT REPORT FOR THE LOS ANGELES MEMORIAL SPORTS ARENA REDEVELOPMENT PROJECT (THE PROJECT)**
  - A. Consideration of Addendum to the Previously Certified Environmental Impact Report for the Project.
  - B. Consideration of the proposed California Environmental Quality Act Findings and Statement of Overriding Considerations for the Project.
  - C. Consideration of the proposed Mitigation Monitoring Program for the Project.
7. **PROPOSED PROJECT AGREEMENT BETWEEN THE LOS ANGELES MEMORIAL COLISEUM COMMISSION AND THE UNIVERSITY OF SOUTHERN CALIFORNIA**
8. **ADJOURNMENT**

NOTICE: The regular and special meetings of the Coliseum Commission are open to the public. A member of the public may address the Commission on any Agenda item, and a request to address the Commission must be submitted in person prior to the start of the meeting. The Commission may limit the public input on any item, based on the number of people requesting to speak and the business of the Commission. In addition, a member of the public has the right to address the Commission on items of interest which is within the subject matter jurisdiction of the Commission during the Public Comment portion of the Agenda.

As a covered entity under Title II of the Americans with Disabilities Act, the Coliseum Commission does not discriminate on the basis of disability and, upon request, will provide reasonable accommodations to ensure equal access to its programs, services and activities. Sign language interpreters, assistive listening devices, or other auxiliary aids and/or services may be provided upon request. To ensure availability, your request should be received at least 48 hours in advance of the need. Requests received less than 48 hours prior to the need will be accommodated to the best of the Commission's ability. For more information or to declare a need, contact the Commission's administrative offices at (213) 893-0202.

Persons having matters before the Los Angeles Memorial Coliseum Commission should read the following notice in connection with prohibited contributions to members of this agency.

**NOTICE TO PERSONS HAVING MATTERS BEFORE THIS  
AGENCY REGARDING PROHIBITED CONTRIBUTIONS**

Any person to a proceeding before this Commission involving a license, permit, or other entitlement (including all entitlements for land use, contracts -- other than competitively bid labor or personal employment contracts -- and all franchises) must disclose on the record any contributions in excess of \$250.00 to any elected or appointed officer of the Commission, including alternates, made within the preceding 12 months by the party, or his or her agent. The California contributions limitations of Government Code Section 84308 also prohibit contributions in excess of \$250.00 for three months following the date of any final decision rendered by the Commission in such proceeding. Commissioners who have received such contributions within the past 12 months may not participate in the proceeding. Also, Commissioners may not receive such contributions while a matter affecting a contributor is pending.

**EX-OFFICIO MEMBERS**

STATE SENATOR  
RICARDO LARA

ASSEMBLYMEMBER  
REGINALD JONES-SAWYER

ROBERT E. OSBORNE  
CHIEF ADMINISTRATIVE OFFICER  
SECRETARY



**SITE OF 1932 AND 1984  
OLYMPICS ATHLETICS COMPETITION  
OPENING & CLOSING CEREMONIES**



**SITE OF 1984 OLYMPICS  
BOXING COMPETITION**

**COMMISSION MEMBERS**

**STATE OF CALIFORNIA**  
WILLIAM CHADWICK  
VICE PRESIDENT

**COUNTY OF LOS ANGELES**  
MARK RIDLEY-THOMAS  
PRESIDENT

DON KNABE (Alternate)

**CITY OF LOS ANGELES**  
CURREN D. PRICE, JR.

TOM LaBONGE (Alternate)

**LOS ANGELES MEMORIAL COLISEUM COMMISSION**

3911 South Figueroa Street, Los Angeles, CA 90037

**AGENDA ITEM #5**

**UPDATE ON THE LOS ANGELES FOOTBALL CLUB'S  
HISTORIC INTERPRETATIVE AND LOCAL WORKER HIRE PLANS**

**ROBERT E. OSBORNE**

**Proposed Action:** After discussion and consideration of any comments received on the Los Angeles Football Club's historic interpretative and local worker hire plans, as shown in Attachments 5-a and 5-b, **receive and file** the two (2) letters dated September 10, 2015 received by the Commission's Chief Administrative Officer from the Los Angeles Football Club's Owner/Managing Partner.

Background

During the Los Angeles Memorial Coliseum Commission's Special Meeting held on May 28, 2015, the Los Angeles Football Club (LAFB) presented an overview of its plans for the redevelopment of the Los Angeles Memorial Sports Arena into a 22,000 seat professional soccer stadium. The new facilities would include a world football museum, office space, restaurants, and retail space.

The Commission instructed the Chief Administrative Officer to report the details of LAFB's local worker hire plan and required that the redevelopment of the Los Angeles Memorial Sports Arena include an historic interpretive program.

On September 10, 2015, Mr. Tom Penn, LAFB's Owner/Managing Partner, sent two (2) letters outlining LAFB's historic interpretive (**Attachment 5-a**) and local worker hire (**Attachment 5-b**) programs.

## Historic Interpretive Program

L AFC has hired Galvin Preservation Associates, Inc., to help review three (3) options as elements that could be included in the final design of the stadium development.

The first option is **exhibits**. Indoor and/or outdoor exhibits would highlight momentous occasions and specific artifacts and objects. The most effective exhibits are incorporated into the building's design. While an indoor exhibit could be located within the proposed soccer museum, outdoor exhibits allow telling a full story.

The second option is **documentaries**. Documentaries are helpful in telling the stories about important individuals and events. Distribution is a potential downfall. While L AFC can link to the documentary from its website, it would likely reach only an audience that researches online.

The third option is **publications**. Publications including books, brochures, and pamphlets are popular as they are easily portable. Publications can be taken home as souvenirs and can be translated into many languages.

I recommend that L AFC consider implementing at least two (2) of these options for greater impact.

## Local Worker Hire Program

L AFC has committed to a goal of **40%** or more of total construction labor hours fulfilled by locally hired workers, and **40%** of long-term stadium operations be worked by locally hired workers. Ground-breaking is expected during the August-September 2016 period.

The primary residency preference area is the area that is within five-miles of the project site. A secondary residency area is the area that is greater than five-miles and less than ten-miles away from the project site. In addition, all workers residing in County of Los Angeles zip codes that have unemployment rates in excess of 150% of the County average also as a secondary residency preference area.

A Project Labor Agreement is being negotiated between L AFC and PCL Construction and the local worker hire program will be incorporated into that agreement. L AFC is "steadfast" in ensuring that the stadium construction is a union project.

Failing to reach the 40% local hiring goal during the construction phase would result in PCL's construction fee being reduced by as much as \$500,000. L AFC would benefit financially from the reduction in fees. I recommend that L AFC be requested to deposit all penalty-related cost savings, if any, into a special account, and the funds deposited into that account be used to support workforce development initiatives for the local community.

I also recommend that L AFC be requested to report the progress of their local worker hire program to the Commission quarterly.

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**LOS ANGELES  
FOOTBALL CLUB**



September 10, 2015

Robert Osborne  
Executive Director  
Los Angeles Memorial Coliseum  
500 W. Temple St., Rm. 383  
Los Angeles, CA 90012

RE: Los Angeles Football Club Historic Interpretative Plan

Dear Mr. Osborne,

Pursuant to discussion at the Coliseum Commission meeting on May 28<sup>th</sup>, 2015, the ownership of the Los Angeles Football Club (“Lafc”) has begun to develop an interpretative program to honor the history of the Sports Arena. Lafc has retained the firm of Galvin Preservation Associates, Inc., and together, are reviewing the following options as elements that could be included in the final design of the Lafc MLS Stadium development.

A. Exhibits: A popular option for public consumption as well as to highlight around events, exhibits are an effective tool to highlight momentous occasions as well as specific artifacts and objects that are related to the political, sports and entertainment history of the Sports Arena. The most effective exhibits are those that are planned and incorporated into the design of the new building, either outdoors or indoors. In this particular circumstance, a soccer museum is being contemplated as part of the ancillary spaces and could be combined with a section devoted to the history of the Sports Arena. In addition, exhibits can be combined with public art, and thus more impactful. Outdoor exhibits on this site can be designed as free standing kiosks or as paving in the sidewalk. Outdoor exhibits could be placed in multiple locations surrounding the stadium, thus enabling a larger audience reach. Indoor exhibits that are being considered include panels on a wall or some dynamic presentation incorporated into the museum. Generally, the sense is that there is greater opportunity to tell a full story with an outdoor exhibit rather than an indoor experience, as space may be a consideration and the permanence of the exhibit is a factor.

B. Documentaries: Documentaries are helpful in telling the stories about important individuals and events associated with an edifice such as the Sports Arena. They can provide the audience with a sense of the life that once filled the space, above and beyond the physical attributes that may correlate to the Sports Arena. A documentary is an option that Lafc is considering; however, distribution is a potential downfall to this alternative. While Lafc can link to the documentary from its website, it would likely reach an audience that researches online, but not necessarily the visitor to the site. Another approach will need to be incorporated into the distribution model to ensure that it is available on site as well. Furthermore, a documentary requires detailing of components that will be included versus that which will not, as the time frame to captivate interest will be limited. Thus, it may constrain the amount and manner of historical data that can be shared with the public. Lafc is evaluating this option in conjunction with understanding the breadth of information that will need to be incorporated into a potential documentary.

C. Publications: Publications including books, brochures and pamphlets are a popular form of interpretative documentation as it provides an alternative that is easily portable. Publications can provide general or detailed information about the history of the subject edifice, and have the ability to reach an audience beyond those who visit the locale. Brochures/pamphlets can be made available at the new stadium and taken home by the visitors as souvenirs, and can be translated into many languages, or targeted to different types of audiences (ie. children vs. adults). LAFC is reviewing the elements that would be needed to consider undertaking a publication about the site.

The ownership and project management team of LAFC is currently working with the architects and GPA to develop the vision for the interpretative plan so as to integrate the memory of the noteworthy activities that took place at the Sports Arena into the larger development of the new stadium. The LAFC ownership will further refine and select an approach for the interpretative plan over the next four months.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tom Penn', with a stylized flourish at the end.

TOM PENN  
Owner/Managing Partner  
Los Angeles Football Club

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**LOS ANGELES  
FOOTBALL CLUB**



September 10, 2015

Robert Osborne  
Executive Director  
Los Angeles Memorial Coliseum  
500 W. Temple St., Rm. 383  
Los Angeles, CA 90012

Re: Los Angeles Football Club Local Hire Plan

Dear Mr. Osborne,

The Los Angeles Football Club ("LAFC") is pleased to commit to a minimum of 40% local hire goal for both the construction employment through the duration of the project, as well as the long term operational hires for the stadium operations. We are currently developing a plan that will target a five (5) mile radius from the project site as a primary residency preference area, and an additional five (5) mile radius from the project site (total of 10 miles) plus all zip codes that have unemployment rates in excess of 150% of the County of Los Angeles average, as the secondary residency preference area. A map is attached for additional detail.

To provide additional detail, with regard to the construction phase of the project, contractors that have employees within their existing workforce, who reside in the local hire primary residence area or in the secondary preference areas, will count toward the Local Worker Hiring Requirement. Toward that end, the goal is to have a minimum of 40% of total construction labor hours fulfilled from the primary and secondary residence preference areas. Given that we are currently negotiating a Project Labor Agreement ("PLA") and steadfast in ensuring that the this project is a union project, we will also be working with the Unions to target employee candidates from their "out of work" lists focused on those zip codes in the primary and secondary preference areas, as well as apprentices that will develop skills in various construction trades. The Local Worker Hiring program will be enacted with a goal of creating jobs within the community by hiring local, unemployed individuals as part of the workforce, and will assist contractors in creating opportunities for disadvantaged and veteran candidates as well. It is expected that there will be up to 1200 construction jobs created as a result of the stadium construction.

With regard to the long term operation, the same geographic preference zip codes and target areas will be used to hire the permanent employees for the stadium and ancillary uses. It is anticipated that up to 1800 permanent, full-time jobs will be created resulting from the long-term operation of the stadium, concessions and ancillary uses. In addition, LAFC is currently contemplating a culinary and hospitality training program that can be tied to the retail/restaurant uses that will be sited within the project.

LAFC is currently negotiating its agreement with PCL, the General Contractor for the development. Included in the agreement are a series of financial penalties that are tied to the achievement of both the MBE/WBE/DBE and the Local Hiring goals. With regard to the local hiring goals, should PCL not meet the minimum 40% figure, the contract reflects a sliding scale of financial penalties of up to \$500,000.

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<http://www.LAFC.com/>

4751 Wilshire Boulevard • 3rd Floor • Los Angeles • CA • 90010

Lastly, critical to the solicitation of the local hire workforce is the outreach mechanism. LAFC is committed to working with the local and regional worksorce centers, the unions, the various job training organizations, and the multitude of job sourcing facilities throughout the City and County of Los Angeles. In an effort to be proactive, LAFC and PCL will be holding an MBE/WBE/DBE subcontractors event prior to the end of the calendar year and will begin outreach and solicitation for the local hire workforce during the early part of the 2<sup>nd</sup> quarter of 2016. LAFC expects to begin pre-construction, abatement and pre-demolition activities by May, 2016, and is scheduled to break ground on the development within 105 days thereafter.

LAFC is pleased to participate in a robust local hiring program that will provide benefits to the residents of the adjacent LAFC neighborhoods and the larger region. The owners of LAFC are committed to being active members of the local community and trust that the \$2.9 billion of economic output over the next 30 years resulting from this development will serve as another jewel in the ongoing renaissance of South Los Angeles. We look forward to continuing to work with the Commission as we pursue our entitlements and as we prepare for the debut new Los Angeles soccer franchise.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tom Penn', with a stylized flourish extending to the left.

TOM PENN  
Owner/Managing Partner  
Los Angeles Football Club



**EX-OFFICIO MEMBERS**

STATE SENATOR  
RICARDO LARA

ASSEMBLYMEMBER  
REGINALD JONES-SAWYER

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3911 South Figueroa Street, Los Angeles, CA 90037

**AGENDA ITEM #6**

**PROPOSED ADDENDUM TO THE CERTIFIED ENVIRONMENTAL IMPACT REPORT  
FOR THE LOS ANGELES MEMORIAL SPORTS ARENA REDEVELOPMENT  
PROJECT**

**ROBERT E. OSBORNE  
THOMAS J. FAUGHNAN**

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**Proposed Actions:**

1. Confirm that the Addendum (Attachment 6-1) to the previously certified final Environmental Impact Report ("EIR") for the Los Angeles Memorial Sports Arena Redevelopment Project (the "Project") has been completed in compliance with the California Environmental Quality Act ("CEQA") and reflects the independent judgment and analysis of the Commission; find that the Commission has reviewed and considered the information contained in the Addendum and the final EIR prior to approving the Project Agreement (Agenda Item #7) and approve the Addendum;
2. Adopt the proposed CEQA Findings and Statement of Overriding Considerations for the Project (Attachment 6-2); and
3. Adopt the proposed Mitigation Monitoring Program for the Project (Attachment 6-3).

## **Background**

In 2010, serving as lead agency, the Commission determined that an EIR should be prepared for the Project in accordance with the requirements of CEQA (Pub. Res. Code §21000 et seq.; 14 Cal. Code Regs. §15000 et seq.). In compliance with CEQA Section 21080.4 and Section 15082 of the State CEQA Guidelines, the Commission circulated a Notice of Preparation ("NOP") to state, regional, and local agencies, and members of the general public for a 30-day review period starting on April 19, 2010 and ending on May 19, 2010. The NOP was subsequently re-circulated for a period running from May 27, 2010 to June 30, 2010, to announce a public scoping meeting would be held to solicit comments from the general public and responsible agencies with regard to the scope of the EIR.

The public scoping meeting was held on June 16, 2010 at the Commission's Board Room at 3939 S. Figueroa Street, in Los Angeles, California. Written comment letters responding to the NOPs were submitted to the Commission by public agencies and interested organizations. Appendix A to the EIR contains copies of each NOP, the scoping meeting attendance sign-in sheet, and all written comments submitted to the Commission in response to the NOPs.

The EIR analyzed the demolition of the Sports Arena and the development of two potential options on the Project Site: (1) a multiple-use space that would serve as a public venue for civic gatherings, celebratory and entertainment events, (e.g. festivals, carnivals, rallies, concerts) and other similar uses (Multi-Use Project); or (2) a Major League Soccer ("MLS") Stadium with a permanent seating capacity of approximately 22,000 seats and associated amenities such as restrooms, concessions, press facilities, spectator viewing areas, luxury suites and club seating, and locker and dressing facilities ("Original Stadium Project"). As required by CEQA, the Draft EIR was prepared and circulated during a 45-day public review period that began on November 15, 2010 and ended on December 30, 2010. Pursuant to Section 15088 of the CEQA Guidelines, the Commission, as lead agency, reviewed all comments received during the review period for the Draft EIR and responded to each comment in Section III of the Final EIR.

The Commission published the Final EIR on January 21, 2011. The Final EIR is intended to serve as an information document for public agency decision-makers and the general public regarding the objectives and components of the proposed project. The Final EIR addresses the environmental effects associated with implementation of each project Option, identifies feasible mitigation measures and alternatives that may be adopted to reduce or eliminate these impacts, and includes written responses to all comments received on the Draft EIR during the public review period. Copies of the Draft EIR, Final EIR, and EIR Appendices were made available for public review on the Commission's website and at its administrative offices during normal business hours at the Sports Arena ticket office. On February 2, 2011, the Commission, acting as lead agency, certified the Final EIR ("Certified EIR") (State Clearinghouse No. 2010041059).

After the Certified EIR was approved by the Commission, the Commission leased the Sports Arena and the Project Site to the University of Southern California ("USC") with

permitted uses including those approved under the Certified EIR. USC and the Los Angeles Football Club ("Lafc") now seek approval of certain modifications to the Original Stadium Project in order to develop the proposed Lafc Stadium on the Project Site. The Lafc Stadium would consist of the Original Stadium Project (reconfigured on the Project Site) together with the addition of up to approximately 105,900 square feet of ancillary facility floor area (up to approximately 119,000 gross square feet), including the following uses and floor areas: up to approximately 30,250 square feet of office and conference facility space, including no more than 21,250 square feet of office space; an approximately 36,000-square-foot "World Football" museum; up to approximately 27,750 square feet of team store or other retail space; and up to approximately 11,900 square feet of restaurant uses. It also includes signage and lighting programs to support stadium operations.

In accordance CEQA Guidelines Section 15164, the Addendum was released on September 4, 2015. The Addendum analyzes the Lafc Stadium project to determine whether it would result in any new significant environmental impacts that were not identified in the Certified EIR, or whether the previously identified significant impacts would be substantially more severe.

The Addendum demonstrates that the Lafc Stadium would not result in any new significant impacts compared to those evaluated and disclosed in the Certified EIR for the Original Stadium Project, nor would it substantially increase the severity of previously identified significant impacts. In addition, the Addendum demonstrates that there are no substantial changes to the circumstances under which the Original Stadium Project analyzed in the Certified EIR would have been undertaken, and no new information of substantial importance which was not known and could not have been known when the Certified EIR was certified has been identified. Therefore, the minor changes resulting from the Lafc Stadium project do not meet the standards for a Subsequent or Supplemental EIR pursuant to CEQA Guidelines Section 15162.

In addition to the Addendum, the CEQA Findings and Statement of Overriding Considerations, and Mitigation Monitoring Program have been prepared in compliance with CEQA for your consideration and approval.

Upon the Commission's approval of the Project Agreement, we will file a Notice of Determination with the County Clerk in accordance with Section 21152(a) of the California Public Resources Code.

# LOS ANGELES MEMORIAL SPORTS ARENA REDEVELOPMENT PROJECT ADDENDUM MITIGATION MONITORING PROGRAM

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                                       | Monitoring Phase               | Responsible Agency                               | Compliance Verification |      |
|---|---|--------------------------------|--|-------------------------|------|
|   |   |                                |  | Initial                 | Date |
| <b>Aesthetics</b>   |   |                                |  |                         |      |
| <b>Project Design Features</b>  |   |                                |  |                         |      |
| <p><b>PDF A-1:</b> The perimeter of the Project Site shall be screened during primary construction activities to limit views of construction activities.</p> <p><b>PDF A-2:</b> Stadium field lighting shall be designed based on Major League Soccer (MLS) standards that stipulate the use of high performance lights with good color and good glare control.</p> <p><b>PDF A-3:</b> The Project's field lighting shall be implemented in accordance with the zones established in Figure 34 of the Lighting Study.</p> <p><b>PDF A-4:</b> Design elements shall be incorporated to limit the direct view of the light source surface for all stadium light fixtures and to ensure that the light source cannot be seen from adjacent residential properties or the public right-of-way. Such design elements could include one or more of the following: use of light fixtures that comply with the ratings specified in CALGreen Table 5.106B; use of light fixtures with a focused output where the output angles greater than 20 degrees from beam centerline do not exceed 500 candelas; glare shields and louvers attached to the front face of</p> | Plan approval; Field check to confirm implementation. | Pre-Construction; Construction | Los Angeles Memorial Coliseum Commission (LAMCC) |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                        | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|--|------------------|--------------------|-------------------------|------|
|  |  |                  |                    | Initial                 | Date |
| <p>the light fixture; and/or architectural screens to conceal the direct view of the LED light fixtures from the center of Figueroa Street to the east and the Coliseum District Specific Plan boundary to the north, south, and west.</p> <p><b>PDF A-5:</b> All light sources, including illuminated signage, shall comply with CALGreen (Part 11 of Title 24, California Code of Regulations).</p> <p><b>PDF A-6:</b> Signage luminance shall not exceed 800 candelas per square meter after sunset or before sunrise.</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM A-1:</b> Outdoor lighting shall be designed and installed with shielding such that the light source cannot be seen from adjacent residential properties or the public right-of-way.</p> <p><b>MM A-2:</b> The exterior of the proposed structure shall be constructed of materials such as, but not limited to, high -performance and/or non-reflective tinted glass (no mirror-like tints or films) and pre-cast concrete or fabricated wall surfaces to minimize glare and reflected heat.</p> |  |                  |                    |                         |      |
| <b>Agriculture and Forestry Resources</b>  |  |                  |                    |                         |      |
| No project design features or mitigation measures are proposed or required.  | N/A                                    | N/A              | N/A                | N/A                     | N/A  |
| <b>Air Quality</b>   |  |                  |                    |                         |      |
| <b>Project Design Features</b>   |  |                  |                    |                         |      |
| <b>PDF C-1:</b> Off-road diesel-powered construction equipment greater than 50 horsepower, that will be used an aggregate of 40 or more hours during any portion of construction activities, shall meet Tier 3 off-  | Field check to confirm implementation. | Construction     | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
|   |                 |                  |                    | Initial                 | Date |
| <p>road emissions standards.</p> <p><b>PDF C-2:</b> The Project Applicant shall encourage construction contractors to apply for South Coast Air Quality Management District Surplus Off-Road Opt-In for NO<sub>x</sub> (SOON) funds, should they be applicable and available at the time of construction initiation. The “SOON” program accelerates clean up of off-road diesel vehicles, such as heavy duty construction equipment. More information on this program can be found at the following website: <a href="http://www.aqmd.gov/home/programs/business/business-detail?title=off-road-diesel-engines">www.aqmd.gov/home/programs/business/business-detail?title=off-road-diesel-engines</a>.</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM B-1:</b> The Applicant shall comply with SCAQMD Rule 403—Fugitive Dust. Examples of the types of dust control measures currently required and recommended include, but are not limited to, the following:</p> <ul style="list-style-type: none"> <li>• Water active grading/excavation sites and unpaved surfaces at least three times daily;</li> <li>• Sweep daily (with water sweepers) all paved construction parking areas and staging areas;</li> <li>• Provide daily clean-up of mud and dirt carried onto paved streets from the site;</li> <li>• Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site;</li> <li>• Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more; and</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                        | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|--|------------------|--------------------|-------------------------|------|
|   |  |                  |                    | Initial                 | Date |
| <ul style="list-style-type: none"> <li>An information sign shall be posted at the entrance to each construction site that identifies the permitted construction hours and provides a telephone number to call and receive information about the construction project or to report complaints regarding excessive fugitive dust generation. Any reasonable complaints shall be rectified within 24 hours of their receipt.</li> </ul> <p><b>MM B-2:</b> The Applicant shall use low-VOC paints for all interior and exterior surfaces.</p>   |  |                  |                    |                         |      |
| <b>Biological Resources</b>   |  |                  |                    |                         |      |
| No project design features or mitigation measures are proposed or required.   | N/A                                    | N/A              | N/A                | N/A                     | N/A  |
| <b>Cultural Resources—Archeological and Paleontological Resources</b>   |  |                  |                    |                         |      |
| <p><b>Project Design Features</b></p> <p><b>PDF E-1:</b> A qualified paleontologist shall be retained to perform periodic inspections of excavation and grading activities of the Project Site where excavations into the older Quaternary Alluvium may occur. The services of a qualified paleontologist shall be secured by contacting the Natural History Museum of Los Angeles County. The frequency of inspections shall be based on consultation with the consulting paleontologist and will depend on the rate of excavation and grading activities, the materials being excavated, and if found, the abundance and type of fossils encountered. Monitoring shall consist of visually inspecting fresh exposures of rock for larger fossil remains and, where appropriate, collecting wet or dry screened sediment samples of promising horizons for smaller fossil remains.</p> | Field check to confirm implementation. | Construction     | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                                 | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|---|------------------|--------------------|-------------------------|------|
|  |   |                  |                    | Initial                 | Date |
| <p>If a potential fossil is found, the paleontologist shall be allowed to temporarily divert or redirect grading and excavation activities in the area of the exposed fossil to facilitate evaluation and, if necessary, salvage. At the paleontologist's discretion and to reduce any construction delay, the grading and excavation contractor shall assist in removing rock samples for initial processing. Any fossils encountered and recovered shall be prepared to the point of identification and catalogued before they are donated to their final repository. Any fossils collected should be donated to a public, non-profit institution with a research interest in the materials, such as the Natural History Museum of Los Angeles County. Accompanying notes, maps, and photographs shall also be filed at the repository. If fossils are found, following the completion of the above tasks, the paleontologist shall prepare a report summarizing the results of the monitoring and salvaging efforts, the methodology used in these efforts, as well as a description of the fossils collected and their significance. The report shall be submitted by the applicant to the lead agency, the Natural History Museum of Los Angeles County, and representatives of other appropriate or concerned agencies to signify the satisfactory completion of the Project and required mitigation measures.</p> |   |                  |                    |                         |      |
| <b>Cultural Resources—Historic Resources</b>   |   |                  |                    |                         |      |
| <p><b>Project-Specific Mitigation Measures</b><br/> <b>MM D-1:</b> Prior to the issuance of a demolition permit, a report documenting the architectural and historical features of the Sports Arena shall be</p>   | Report submittal; issuance of demolition permit | Pre-Construction | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                 | Monitoring Phase | Responsible Agency                            | Compliance Verification |      |
|---|---------------------------------|------------------|---|-------------------------|------|
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| <p>prepared and offered to the Southern California Information Center at California State University, Fullerton, and the City. The report shall include the following:</p> <ul style="list-style-type: none"> <li>a) A written report according to the Historic American Building Survey (HABS) narrative format, which includes historical and descriptive information, including site history, historic context, a significance statement, and character-defining features;</li> <li>b) Duplicates of historic photographs, if available;</li> <li>c) Duplicates of existing drawings including plans, elevations, and sections, if available; and</li> <li>d) Large format (4-inch by 5-inch negative or larger), archival photographs based on HABS guidelines, and 35 millimeter photographs of additional spaces and features not documented in large format. The photographs shall be keyed to a floor and site plan to show the location of each photograph taken. Views shall include the setting, important site features including select landscape, all exterior elevations, detailed views of significant exterior architectural features, and interior views of significant spaces and features.</li> </ul> |                                 |                  |   |                         |      |
| <b>Geology and Soils</b>  |                                 |                  |   |                         |      |
| <p><b>Project Design Features</b><br/> <b>PDF F-1:</b> A final design-level geotechnical, geologic, and seismic hazard investigation report that complies with all applicable State and local code</p>  | Report submittal; plan approval | Pre-Construction | Los Angeles Department of Building and Safety |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>requirements shall be prepared for the Modified Project by a qualified geotechnical engineer and certified engineering geologist and shall be submitted the Los Angeles Department of Building and Safety, consistent with City of Los Angeles Building Code requirements. The site-specific geotechnical report shall be prepared to the written satisfaction of the City of Los Angeles Department of Building and Safety. The site-specific geotechnical report shall address each of the recommendations provided in the <i>Preliminary Geotechnical Engineering Report, Los Angeles Football Club Stadium, Los Angeles, California</i> (Geotechnical Report), prepared by Langan Engineering and Environmental Services, July 24, 2015, including, but not limited to the following, and as may be amended in accordance with future regulatory requirements:</p> <ul style="list-style-type: none"> <li>• Shallow foundations bearing on alluvial soils at the proposed stadium foundation elevation or engineered fill shall be designed with an allowable bearing pressure of 6,000 pounds per square foot (psf) or 3,000 psf, respectively. An increase of 33 percent can be used for temporary or transient loading such as seismic or wind. The minimum lateral dimension of isolated footings shall not be less than 48 inches and shall be embedded at least 24 inches below surrounding grade. In order to minimize differential settlement between the proposed Ancillary Uses and Northwest Plaza structures and the stadium structure, expansion joints shall be installed between</li> </ul> |                 |                  | (LADBS)            |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
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| <p>any structural connection features.</p> <ul style="list-style-type: none"> <li>• Should portions of the proposed structures require the additional support of deep foundation systems due to higher, concentrated compression and/or uplift loads, deep foundations shall consist of drilled piles (i.e., Cast-in-Drilled-Hole (CIDH), or Augered Cast-in-Place (ACIP)) piles) that are sized in accordance with the sizing parameters provided in Section 6.2.2 of the Geotechnical Report. A pre-construction test pile and pile load test program shall be implemented with a minimum of four (4) test piles as outlined in Section 6.2.2 of the Geotechnical Report.</li> <li>• The lowest proposed floor slab shall be designed as a slab-on-grade bearing following the recommendations outlined in Section 6.3 of the Geotechnical Report.</li> <li>• Below-grade walls shall be designed to resist soil and surcharge pressures using the parameters provided in Section 6.4 of the Geotechnical Report.</li> <li>• Damp-proofing (such as Grace Water Shield water barrier membrane or equivalent) shall be utilized in below-grade closed areas that may house equipment, finishes, or occupants that could be adversely impacted by moisture intrusion.</li> <li>• A perimeter foundation drain shall be installed to collect and route any accumulated water to the site drainage system.</li> <li>• Trees with deep-rooted or widespread rooted systems or vegetation shall not be planted</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>within 30 feet of below-grade walls.</p> <ul style="list-style-type: none"> <li>Utility subgrade shall be confirmed to be free of standing water, firm, and unyielding prior to placement of bedding material. Utility trenches above pipe bedding shall be backfilled in accordance with the recommendations provided in the Geotechnical Report for fill compaction requirements using either previously excavated soil (if suitable), or with approved imported material.</li> <li>After completion of excavation, including removal of all below grade remnants, stripping, grubbing, removal of asphalt, base course material, the soil subgrade shall be compacted in-place by proofrolling with at least 6 passes of a vibratory roller compactor having a minimum static drum weight of 5 tons. Any areas exhibiting rutting or pumping shall be removed and replaced with compacted engineered fill material. All fills should be selected and placed in accordance with the placement and compaction criteria discussed in Section 7.3 of the Geotechnical Report.</li> <li>Temporary excavations shall be constructed in accordance with Cal/OSHA requirements. Temporary slopes may be excavated at a 2H:1V (horizontal to vertical). Steeper slopes may be excavated with a maximum slope of 1.5H:1V (horizontal to vertical) may be excavated where acceptable by Cal/OSHA and the inspecting Geotechnical Engineer.</li> <li>If perched groundwater is encountered during</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                                       | Monitoring Phase            | Responsible Agency | Compliance Verification |      |
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| <p>Modified Project construction, temporary construction dewatering, where required, shall be performed using conventional gravity routing and collection in sump pits, with pumping performed as needed to dispose of any water accumulated in these areas.</p> <ul style="list-style-type: none"> <li>All new construction work shall be performed so as not to adversely impact or cause loss of support to structures, hardscape, and landscape elements, paving, or utilities to remain. A pre-construction condition documentation comprised of photographic and videographic documentation of accessible and visible areas of neighboring landscaped, and hardscaped areas including pavements and sidewalks shall be performed prior to initiating construction activities at the Project Site and submitted to the Los Angeles Department of Building and Safety.</li> </ul> |   |                             |                    |                         |      |
| <b>Greenhouse Gas Emissions</b>   |   |                             |                    |                         |      |
| <p><b>Project Design Features</b></p> <p><b>PDF G-1:</b> The Modified Project shall be designed to be capable of achieving at least Silver certification under the U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED)-BD+C or LEED-ND Rating System (v.3), or equivalent green building standards.</p> <p><b>PDF G-2:</b> The Modified Project shall comply with the required measures of the 2013 Los Angeles Green Building Code and shall implement additional efficiency measures to achieve a reduction in energy consumption that is greater than 25 percent relative to the ASHRAE</p>   | Plan approval; Field check to confirm implementation. | Pre-Construction; Operation | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                                    | Monitoring Phase               | Responsible Agency | Compliance Verification |      |
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| <p>90.1-2007 standard, but no less than minimum compliance with the 2013 California energy efficiency standards (Title 24, Part 6). Energy efficiency shall be achieved through building design and through the incorporation of energy-efficient heating, ventilation, and air conditioning (HVAC) systems, lighting, and appliances.</p> <p><b>PDF G-3:</b> The Modified Project shall include the following measures to promote the use of alternative modes of travel and reduce vehicle miles traveled:</p> <ul style="list-style-type: none"> <li>• Transit accessibility improvements to facilitate transit use (e.g., wayfinding signage, walkways, etc.)</li> <li>• Ten percent of the parking spaces provided in the Modified Project's VIP parking lot on the Project Site shall be constructed to accommodate the future placement of facilities for the recharging of electric vehicles</li> <li>• Reduced price Metro transit passes for project employees</li> <li>• Printed transit information on tickets</li> </ul> |  |                                |                    |                         |      |
| <b>Hazards and Hazardous Materials</b>  |  |                                |                    |                         |      |
| <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MP-H-1:</b> Prior to the issuance of a demolition permit, a geophysical survey shall be prepared in the area of the identified potential historical gasoline tank (i.e., near the southern boundary line of the Project Site). If a storage tank is identified during the geophysical survey or uncovered during subsequent construction and/or demolition activities, the tank shall be removed (abandoned) in accordance with applicable federal, state, and</p>   | Survey preparation; issuance of demolition permit. | Pre-Construction; construction | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>local laws, to the satisfaction of the California Department of Conservation Division of Oil, Gas, and Geothermal Resources (DOGGR), the South Coast Air Quality Management District (SCAQMD), the Los Angeles Regional Water Quality Control Board (RWQCB), and/or the City of Los Angeles Fire Department (LAFD), as applicable. Soil sampling of the tank excavation site shall be completed by personnel appropriately trained in accordance with the Occupational Safety and Health Administration (OSHA) Hazardous Waste Operations and Emergency Response Standard (HAZWOPER). If contamination is detected above acceptable regulatory levels, remediation activities shall be conducted. The remediation could consist of excavation and disposal of impacted soil; in-situ treatment; and/or vapor extraction. If necessary, remedial efforts shall be conducted under the oversight of regulatory agencies including, but not limited to, the Department of Toxic Substances Control (DTSC); the LAFD; and the RWQCB.</p> <p><b>MP-H-2:</b> If soil contamination is identified during the soil sampling procedures outlined in Mitigation Measure MP-H-1, prior to issuance of a permit(s) for activities involving construction dewatering, evidence shall be provided to the Los Angeles Department of Building and Safety that a valid National Pollutant Discharge Elimination System (NPDES) or Industrial Waste Discharge Permit is in place. The NPDES or Industrial Waste Discharge Permit shall include provisions for evaluating the groundwater for potential contamination and, if necessary, the need for</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required  | Monitoring Phase                                | Responsible Agency | Compliance Verification |      |
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|  |  |   |                    | Initial                 | Date |
| treatment of dewatering discharge.   |  |   |                    |                         |      |
| <b>Hydrology and Water Quality</b>   |  |   |                    |                         |      |
| <b>Project-Specific Mitigation Measures</b>  |  |   |                    |                         |      |
| <b>MM E-1:</b> The Applicant shall ensure that a Stormwater Pollution Prevention Plan (SWPPP) is prepared and implemented during construction. The SWPPP shall be prepared to the satisfaction of the City of Los Angeles Department of Building and Safety prior to the issuance of building permits.<br><br><b>MM E-2:</b> The Applicant must prepare and implement a SUSMP, in accordance with the LA County RWQCB MS4 Program. The SUSMP shall be submitted and prepared to the satisfaction of the City of Los Angeles Department of Building and Safety.<br><br><b>MM E-3:</b> The Applicant must comply with LARWQCB's General NPDES Permit and General Waste Discharge Requirements (WDRs) (Order No. R4-2003-0111, NPDES No. CAG994004) governing construction-related dewatering discharges (the "General Dewatering Permit"). | Plan approval;<br>Field check to confirm implementation. | Pre-Construction;<br>Construction;<br>Operation | LADBS              |                         |      |
| <b>Land Use and Planning</b>   |  |   |                    |                         |      |
| <b>Project-Specific Mitigation Measures</b>  |  |   |                    |                         |      |
| <b>MM F-1:</b> The Applicant shall obtain all applicable permits from the Building and Safety Department (and other state and municipal agencies, as may be required) for Project construction actions.  | Plan approval  | Pre-Construction                                | LADBS              |                         |      |
| <b>Mineral Resources</b>   |  |   |                    |                         |      |
| No project design features or mitigation measures are proposed or required.  | N/A  | N/A   | N/A                | N/A                     | N/A  |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                                       | Monitoring Phase                          | Responsible Agency   | Compliance Verification |      |
|--|---|---|--|-------------------------|------|
|  |   |   |  | Initial                 | Date |
| <b>Noise</b>   |   |   |  |                         |      |
| <b>Code-Required Measures</b>  |   |   |  |                         |      |
| <b>CR G-1:</b> The Applicant shall comply with the LAMC, which prohibits the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible.   | Plan approval; Field check to confirm implementation. | Pre-Construction; Construction; Operation | LAMCC; LADBS; Los Angeles Department of Transportation (LADOT) |                         |      |
| <b>CR G-2:</b> The Applicant shall ensure exterior construction and demolition activities are limited to the hours of 7:00 A.M. to 6:00 P.M. Monday through Friday, and 8:00 A.M. to 6:00 P.M. on Saturday.  |   |   |  |                         |      |
| <b>Project Design Features</b>   |   |   |  |                         |      |
| <b>PDF L-1:</b> During non-event days, the amplified program sound system shall be designed so as not to exceed a maximum noise level of 85 dBA L <sub>eq</sub> and 75 dBA L <sub>eq</sub> at a distance of 50 feet within the Northwest Plaza and the Figueroa Street frontage, respectively.   |   |   |  |                         |      |
| <b>Project-Specific Mitigation Measures</b>  |   |   |  |                         |      |
| <b>MM G-1:</b> The Applicant shall prepare a Construction Management Plan detailing proposed haul routes and staging areas for the transportation of materials and equipment, with consideration for sensitive uses in the neighborhood. The Construction Management Plan shall be submitted for approval by LADOT and the Department of Building and Safety prior to the issuance of any permits. The Construction Management Plan shall include the following requirements: <ul style="list-style-type: none"> <li>The preferred haul route to and from the Project Site shall be Martin Luther King, Jr. Boulevard to and from the Harbor Freeway.</li> </ul> |   |   |  |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>Trucks shall not be permitted to travel along local residential streets.</p> <ul style="list-style-type: none"> <li>• A flagman shall be placed at the truck entry and exit from the Project Site onto Martin Luther King, Jr. Boulevard to control the flow of exiting trucks.</li> <li>• Deliveries and pick-ups of construction materials shall be scheduled during non-peak travel periods to the degree possible and coordinated to reduce the potential of trucks waiting to load or unload for protracted periods of time.</li> <li>• Access shall remain unobstructed for land uses in proximity to the Project Site during construction of the Modified Project.</li> <li>• In the event of a lane or sidewalk closure, a worksite traffic control plan, approved by the City of Los Angeles, shall be implemented to route traffic or pedestrians around any such lane or sidewalk closures.</li> <li>• The locations of truck staging shall be identified and measures shall be included to ensure that trucks use the specified haul route and do not travel through nearby residential neighborhoods.</li> <li>• Vehicle movements shall be scheduled to minimize vehicles waiting off-site and impeding public traffic flow on the surrounding streets.</li> <li>• Requirements shall be established for the loading, unloading, and storage of materials on the Project Site.</li> <li>• Requirements shall be established for the</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
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| <p>temporary removal of parking spaces, time limits for the reduction of travel lanes, and closing or diversion of pedestrian facilities to ensure the safety of pedestrian and access to local businesses.</p> <ul style="list-style-type: none"> <li>• The Applicant shall coordinate with the City and emergency service providers to ensure adequate access is maintained to the Project Site and neighboring businesses.</li> <li>• If the construction periods for the Modified Project and the My Figueroa street improvement project overlap, the Applicant shall coordinate with the City to minimize the potential combined effects of the two projects to the extent possible.</li> </ul> <p><b>MM G-2:</b> The Applicant shall ensure all construction equipment engines be properly tuned and muffled according to manufacturers' specifications. For example, Table IV.G-6 in the Certified EIR indicates that noise levels of 82 dBA at 50 feet could be reduced to a noise level of 76 dBA at 100 feet with the proper use of mufflers.</p> <p><b>MM G-3:</b> Adjacent museums and residents shall be given regular notification of major construction activities and their durations. A visible and readable sign (at a distance of 50 feet) shall be posted on the construction site identifying a telephone number where residents can inquire about the construction process and register complaints.</p> <p><b>MM G-4:</b> The perimeter of the Project Site shall be enclosed with a temporary barrier wall for security and noise protection purposes during project construction. This barrier wall shall consist of a solid, heavy vinyl material or 0.75-inch plywood</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                                       | Monitoring Phase               | Responsible Agency                        | Compliance Verification |      |
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|  |   |                                |   | Initial                 | Date |
| positioned to block direct line of sight from the active construction areas and other open space areas and sensitive uses.   |   |                                |   |                         |      |
| <b>Population, Housing, and Employment</b>   |   |                                |   |                         |      |
| No project design features or mitigation measures are proposed or required.  | N/A   | N/A                            | N/A                                       | N/A                     | N/A  |
| <b>Public Services—Fire Services</b>   |   |                                |   |                         |      |
| <b>Project-Specific Mitigation Measures</b>  |   |                                |   |                         |      |
| <p><b>MM H.1-1:</b> Sprinkler systems shall be required throughout any structure to be built, consistent with the LAMC requirements for public venue structures (Section 57.903).</p> <p><b>MM H.1-2:</b> All first-story portions of any commercial or industrial building must be within 300 feet of an approved fire hydrant (Section 57.507.3.2).</p> <p><b>MM H.1-3:</b> The maximum distance between fire flow hydrants on the roads and fire lanes in a high-density residential and commercial area is 300 feet.</p> <p><b>MM H.1-4:</b> Any person owning or having control of any facility, structure, group of structures or premises shall provide and maintain Fire Department access (Section 57.4701.4).</p> <p><b>MM H.1-5:</b> If any portion of the first story exterior walls of any building structure is more than 150 feet from the edge of the roadway of an approved street, an approved fire lane shall be provided so that such portion is within 150 feet of the edge of the fire lane. (Section 57.503.1.4)</p> <p><b>MM H.1-6:</b> When required access is provided by an improved street, fire lane or combination of both which results in a dead-end in access of 700 feet</p> | Plan approval; Field check to confirm implementation. | Pre-Construction; Construction | LAMCC; Los Angeles Fire Department (LAFD) |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>in length from the nearest cross street, at least one additional ingress-egress roadway shall be provided in such a manner that an alternative means of ingress-egress is accomplished (Section 57.503.1.5).</p> <p><b>MM H.1-7:</b> All public and private streets shall be dedicated and improved in conformance with Board of Public Works, Standard Dimension Plan, Number D-22549.</p> <p><b>MM H.1-8:</b> Construction of public or private roadways in the proposed development shall not exceed 15 percent in grade.</p> <p><b>MM H.1-9:</b> Fire lanes, where required, and dead ending streets, shall terminate in a cul-de-sac or other approved turning area.</p> <p><b>MM H.1-10:</b> All access roads, including fire lanes, shall be maintained in an unobstructed manner. Removal of obstructions shall be at the owner's expense. The entrance to all required fire lanes or required private driveways shall be posted with a sign no less than three square feet in area (Section 57.503.4.2).</p> <p><b>MM H.1-11:</b> Fire lane width shall not be less than 20 feet. When a fire lane must accommodate the operation of Fire Department aerial ladder apparatus or where fire hydrants are installed, those portions shall not be less than 28 feet in width. The Fire Department may require additional vehicular access where buildings exceed 28 feet in height.</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                        | Monitoring Phase        | Responsible Agency                          | Compliance Verification |      |
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| <b>Public Services—Police Protection</b>  |  |                         |   |                         |      |
| <b><i>Project-Specific Mitigation Measures</i></b>  |  |                         |   |                         |      |
| <p><b>H.2-1:</b> The Applicant shall erect temporary fencing around the Project Site during construction activities to secure the Project Site and discourage trespassers.</p> <p><b>H.2-2:</b> Event Sponsors at the Project Site shall employ private security guards to monitor and secure the Project Site during events and deter any potential criminal activity.</p> <p><b>H.2-3:</b> The Applicant shall develop and implement a Security Plan in consultation with the LAPD outlining the security services and features to be provided in conjunction with the Project. The plan shall be coordinated with the LAPD and a copy of the said plan shall be filed with the LAPD Central Bureau commanding Officer. Said security plan may include some or all of the following components:</p> <ul style="list-style-type: none"> <li>i. Provisions for an on-site private security force that shall provide 24-hour presence. Security officers shall be responsible for patrolling all common areas including the back service corridors and walkways, parking lots, and stairwells.</li> <li>ii. The VIP parking lot on the Project Site shall be fitted with emergency features such as closed circuit television (CCTV) or emergency call boxes that would provide a direct connection with the on-site security force or the LAPD 911 emergency response system.</li> <li>iii. The proposed security shall incorporate low level and directional lighting features to</li> </ul> | Field check to confirm implementation. | Construction; Operation | LAMCC; Los Angeles Police Department (LAPD) |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                                       | Monitoring Phase                          | Responsible Agency | Compliance Verification |      |
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| effectively illuminate project entryways, seating areas, lobbies, elevators, service areas, and parking areas with sufficient illumination and minimum dead space to eliminate areas of concealment. Full cut-off fixtures shall be installed that minimize glare from the light source and provide light downward and inward to structures to maximize visibility.   |   |   |                    |                         |      |
| <b>Public Services—Schools</b>  |   |   |                    |                         |      |
| No project design features or mitigation measures are proposed or required.   | N/A   | N/A                                       | N/A                | N/A                     | N/A  |
| <b>Public Services—Park and Recreation</b>  |   |   |                    |                         |      |
| No project design features or mitigation measures are proposed or required.   | N/A   | N/A                                       | N/A                | N/A                     | N/A  |
| <b>Public Services—Other Public Facilities</b>  |   |   |                    |                         |      |
| No project design features or mitigation measures are proposed or required.   | N/A   | N/A                                       | N/A                | N/A                     | N/A  |
| <b>Traffic/Transportation/Parking</b>   |   |   |                    |                         |      |
| <b>Project Design Features</b><br><b>PDF O-1:</b> The Applicant shall coordinate construction parking through the Exposition Park General Manager. To the degree that any portion of Parking Lot 6 is required for parking for events occurring in Exposition Park during Modified Project construction, adequate parking supplies shall be provided either by requiring all construction workers to park on the Project Site during those events, or requiring the Applicant to secure temporary off-site parking facilities for event users in the numerous nearby lots (such as those maintained by the University of Southern | Plan approval; Field check to confirm implementation. | Pre-Construction; Construction; Operation | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
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| <p>California).</p> <p><b>PDF O-2:</b> If the maximum permitted amount of office floor area (i.e., 21,250 square feet) is developed, attendance at morning conference facility functions on non-event days shall be limited to 261 attendees, and attendance at evening conference facility functions on non-event days shall be limited to 430 attendees. For every reduction of 850 square feet in office space floor area that is ultimately built in the Modified Project, the number of persons attending functions in the conference facility could be increased by 5.6 persons for morning conference facility functions on non-event days, and by 3.0 persons for evening conference facility functions on non-event days.</p> <p><b>PDF O-3:</b> The museum, team store, other retail uses, and all restaurant uses shall not open for business until 10:00 A.M. or later.</p> <p><b>PDF O-4:</b> For periods at least two hours before, during, and two hours after games/events at the proposed stadium, the Ancillary Uses shall be open only to ticket-holding game/event patrons. For events at the adjacent Coliseum reasonably anticipated to equal or exceed 25,000 patrons in attendance, including USC home football games, the Ancillary Uses shall be open only to ticket-holding patrons of those events for periods at least three hours before, during, and two hours after the events.</p> <p><b>PDF O-5:</b> Construction activities shall be scheduled so that no more than 70 construction worker vehicles are scheduled to arrive at the Project Site between the hours of 7:00 A.M. and 9:00 A.M.</p> <p><b>PDF O-6:</b> The Applicant shall coordinate with Metro on</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|-----------------|------------------|--------------------|-------------------------|------|
|  |                 |                  |                    | Initial                 | Date |
| <p>appropriate service levels for Metro transit services on stadium event days, including but not limited to the Expo Light Rail.</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM G-1:</b> The Applicant shall prepare a Construction Management Plan detailing proposed haul routes and staging areas for the transportation of materials and equipment, with consideration for sensitive uses in the neighborhood. The Construction Management Plan shall be submitted for approval by LADOT and the Department of Building and Safety prior to the issuance of any permits. The Construction Management Plan shall include the following requirements:</p> <ul style="list-style-type: none"> <li>• The preferred haul route to and from the Project Site shall be Martin Luther King, Jr. Boulevard to and from the Harbor Freeway. Trucks shall not be permitted to travel along local residential streets.</li> <li>• A flagman shall be placed at the truck entry and exit from the Project Site onto Martin Luther King, Jr. Boulevard to control the flow of exiting trucks.</li> <li>• Deliveries and pick-ups of construction materials shall be scheduled during non-peak travel periods to the degree possible and coordinated to reduce the potential of trucks waiting to load or unload for protracted periods of time.</li> <li>• Access shall remain unobstructed for land uses in proximity to the Project Site during construction of the Modified Project.</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
|   |                 |                  |                    | Initial                 | Date |
| <ul style="list-style-type: none"> <li>• In the event of a lane or sidewalk closure, a worksite traffic control plan, approved by the City of Los Angeles, shall be implemented to route traffic or pedestrians around any such lane or sidewalk closures.</li> <li>• The locations of truck staging shall be identified and measures shall be included to ensure that trucks use the specified haul route and do not travel through nearby residential neighborhoods.</li> <li>• Vehicle movements shall be scheduled to minimize vehicles waiting off-site and impeding public traffic flow on the surrounding streets.</li> <li>• Requirements shall be established for the loading, unloading, and storage of materials on the Project Site.</li> <li>• Requirements shall be established for the temporary removal of parking spaces, time limits for the reduction of travel lanes, and closing or diversion of pedestrian facilities to ensure the safety of pedestrian and access to local businesses.</li> <li>• The Applicant shall coordinate with the City and emergency service providers to ensure adequate access is maintained to the Project Site and neighboring businesses.</li> <li>• If the construction periods for the Modified Project and the My Figueroa Street improvement project overlap, the Applicant shall coordinate with the City to minimize the potential combined effects of the two projects to the extent possible.</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                                       | Monitoring Phase            | Responsible Agency | Compliance Verification |      |
|--|---|-----------------------------|--------------------|-------------------------|------|
|  |   |                             |                    | Initial                 | Date |
| <p><b>MM J-1:</b> Combined with the Coliseum, the campus supervised by the Coliseum Commission currently holds events ranging from 500 to 93,000 people in attendance. The Applicant and USC shall schedule events at the two facilities in such a manner that the event attendance size at the two venues combined does not exceed 93,000 people.</p> <p><b>MM J-2:</b> The Applicant shall coordinate with Metro Bus Operation Control Special Events Coordinator at 213-922-4632 and LADOT Staff regarding construction activities that may affect Metro and LADOT bus line operations.</p>   |   |                             |                    |                         |      |
| <b>Utilities and Service Systems—Wastewater</b>  |   |                             |                    |                         |      |
| No project design features or mitigation measures are proposed or required.  | N/A   | N/A                         | N/A                | N/A                     | N/A  |
| <b>Utilities and Service Systems—Water</b>   |   |                             |                    |                         |      |
| <p><b>Project Design Features</b></p> <p><b>PDF P-1:</b> The Modified Project would reduce indoor potable water demand by at least 20 percent below Section 5.303.3 of the 2013 California Green Building Standards Code—January 1, 2014, Errata.</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM I.2-1:</b> The Project shall comply with Ordinance No. 170,978 (Water Management Ordinance), which imposes numerous water conservation measures in landscape, installation, and maintenance (e.g., use drip irrigation and soak hoses in lieu of sprinklers to lower the amount of water lost to evaporation and overspray, set automatic sprinkler systems to irrigate during the early</p> | Plan approval; Field check to confirm implementation. | Pre-Construction; Operation | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|-----------------|------------------|--------------------|-------------------------|------|
|  |                 |                  |                    | Initial                 | Date |
| <p>morning or evening hours to minimize water loss due to evaporation, and water less in the cooler months and during the rainy season). In addition, the Department of Water and Power requires the following conservation measures for all new development in the City of Los Angeles:</p> <ul style="list-style-type: none"> <li>• High-efficiency toilets (1.28 gallons per flush or less, includes dual flush);</li> <li>• High-efficiency dual flush toilets in single-use bathrooms;</li> <li>• High-efficiency urinals (0.125 gallons per flush or less, includes waterless urinals);</li> <li>• Restroom faucet flow rate of 0.35 gallons per minute or less;</li> <li>• Public restroom self-closing faucets;</li> <li>• Showerhead flow rate of 1.5 gallons per minute or less;</li> <li>• Limit of one showerhead per shower stall;</li> <li>• High-efficiency clothes washers (water factor of 6.0 or less);</li> <li>• High-efficiency dishwashers (ENERGY STAR rated);</li> <li>• Use of tankless and on-demand water heaters as feasible;</li> <li>• Cooling towers must be operated at a minimum of 5.5 cycles of concentration;</li> <li>• Require onsite water recycling systems for wastewater discharge for commercial laundries, dye houses, food processing, certain manufacturing operations, etc. (subject to a payback threshold of five years or less). Mandate water recycling system for</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
|   |                 |                  |                    | Initial                 | Date |
| <p>all new car wash facilities.</p> <ul style="list-style-type: none"> <li>• Strict prohibition of single-pass cooling; (Note: Single-pass cooling refers to the use of potable water to extract heat from process equipment)</li> <li>• Irrigation system requirements:                             <ul style="list-style-type: none"> <li>– Weather-based irrigation controller with rain shutoff;</li> <li>– Flow sensor and master valve shutoff (large landscapes);</li> <li>– Matched precipitation (flow) rates for sprinkler heads;</li> <li>– Drip/microspray/subsurface irrigation where appropriate;</li> <li>– Minimum irrigation system distribution uniformity of 75 percent;</li> <li>– Proper hydro-zoning, turf minimization and use of native/drought tolerant plant materials;</li> <li>– Use of landscape contouring to minimize precipitation runoff;</li> </ul> </li> <li>• Metering:                             <ul style="list-style-type: none"> <li>– All irrigated landscapes of 5,000 square feet or more require separate metering or submetering;</li> </ul> </li> <li>• Mandated use of recycled water (where available) for appropriate end uses (irrigation, cooling towers, sanitary);</li> <li>• Standard Urban Stormwater Mitigation Plan (SUSMP): Compliance with all City of Los Angeles SUSMP requirements, and encouraging implementation of Best</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required                        | Monitoring Phase        | Responsible Agency | Compliance Verification |      |
|--|--|-------------------------|--------------------|-------------------------|------|
|  |  |                         |                    | Initial                 | Date |
| Management Practices that have stormwater recharge or reuse benefits.  |  |                         |                    |                         |      |
| <b>Utilities and Service Systems—Solid Waste</b>   |  |                         |                    |                         |      |
| <p><b>PDF P-2:</b> A minimum of 20 percent of all Construction Specifications Institute (CSI) divisions three through ten building materials and products for development, measured by cost, shall consist of pre-consumer and post-consumer recycled content and shall be manufactured within a 500-mile radius of the Project Site.</p> <p><b>PDF P-3:</b> During operation, the Modified Project shall:</p> <ul style="list-style-type: none"> <li>• Divert solid waste from landfills through robust recycling, the donation of durable goods, and implementing a front-of-house composting program that includes sourcing biodegradable concessions packaging. The composting program shall incorporate appropriate odor management practices to reduce odor emissions at adjacent receptors. Examples of such practices include nutrient balance, temperature, moisture content, and aeration control.</li> <li>• Utilize a minimum of 90 percent of on-going consumable paper, janitorial, and lighting products that meet the following criteria: <ul style="list-style-type: none"> <li>– Bio-based materials and/or chemicals</li> <li>– Minimal presence of exposure to potentially harmful chemicals</li> <li>– No Volatile Organic Compounds (VOC)</li> <li>– Biodegradable</li> <li>– Non-toxic</li> </ul> </li> </ul> | Field check to confirm implementation. | Construction; Operation | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required                                       | Monitoring Phase                          | Responsible Agency | Compliance Verification |      |
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|   |   |   |                    | Initial                 | Date |
| <p>– Low flammability</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM I.4-1:</b> The Applicant shall develop a construction and demolition debris recycling program to divert a minimum of 75 percent of construction related solid waste and demolition debris from area landfills.</p> <p><b>MM I.4-2:</b> The Applicant shall develop an operational project recycling plan that includes the design and allocation of recycling collection and storage space in the Project. The Applicant shall demonstrate through annual compliance reports submitted to the City of Los Angeles Department of Public Works, Bureau of Sanitation, an annual operational diversion rate of at least 40 percent.</p>  |   |   |                    |                         |      |
| <b>Utilities and Service Systems—Energy</b>   |   |   |                    |                         |      |
| <p><b>Project Design Features</b></p> <p><b>PDF P-4:</b> The Modified Project shall explore the feasibility of additional energy efficiency options as applicable to demonstrate compliance with AIA2030 challenge goal of 60-percent reduction from the 2003 Commercial Building Energy Consumption Standard (CBECS) for “Public Assembly—Recreation” facilities. The CBECS baseline for similar building types is 65 kBtu/sf. In order to achieve a 60-percent reduction the Modified Project shall investigate setting an energy consumption goal of 26 kBtu/sf.</p> <p><b>PDF P-5:</b> The Modified Project shall explore the feasibility of achieving a 10-percent reduction in energy use below the 2013 California energy efficiency standards (Title 24, Part 6). In so doing, the Modified Project shall register for the savings of</p> | Plan approval; Field check to confirm implementation. | Pre-Construction; Construction; Operation | LAMCC              |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>   | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|---|-----------------|------------------|--------------------|-------------------------|------|
|   |                 |                  |                    | Initial                 | Date |
| <p>the design program.</p> <p><b>Project-Specific Mitigation Measures</b></p> <p><b>MM I.3-1:</b> Built-in appliances, refrigerators, and space-conditioning equipment shall exceed the minimum efficiency levels mandated in the California Code of Regulations.</p> <p><b>MM I.3-2:</b> The Applicant shall install high-efficiency air conditioning controlled by a computerized energy-management system in the office and retail spaces that provides the following:</p> <ul style="list-style-type: none"> <li>• A variable air-volume system that results in minimum energy consumption and avoid hot water energy consumption for terminal reheat;</li> <li>• A 100-percent outdoor air-economizer cycle to obtain free cooling in appropriate climate zones during dry climatic periods;</li> <li>• Sequentially staged operation of air conditioning equipment in accordance with building demands;</li> <li>• The isolation of air conditioning to any selected floor to floors; and</li> <li>• Where feasible, reduce building conditioning load by reducing the amount of conditioned building area.</li> </ul> <p><b>MM I.3-3:</b> The Proposed Project shall be designed in a manner that utilizes Cascade (i.e., passively transferred) ventilation air from high-priority areas before exhausted, thereby decreasing the volume of ventilation air required. For example, air could be passively transferred from occupied space to corridors then to mechanical spaces before being</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|-----------------|------------------|--------------------|-------------------------|------|
|  |                 |                  |                    | Initial                 | Date |
| <p>exhausted.</p> <p><b>MM I.3-4:</b> The Applicant shall incorporate a recycle lighting system heat for space heating during cool weather. Exhaust lighting-system heat from buildings, via ceiling plenum, shall be used to reduce cooling loads in warm weather.</p> <p><b>MM I.3-5:</b> The Applicant shall install low and medium static-pressure terminal units and ductwork to reduce energy consumption by air-distribution systems.</p> <p><b>MM I.3-6:</b> The Applicant shall ensure that buildings are well sealed to prevent outside air from infiltrating and increasing interior space-conditioning loads.</p> <p><b>MM I.3-7:</b> The Applicant shall conduct a performance check of the installed space-conditioning system prior to the issuance of the certificate of occupancy to ensure that energy-efficiency measures incorporated into the Project operate as designed.</p> <p><b>MM I.3-8:</b> Exterior walls shall be finished with light-colored materials and high-emissivity characteristics to reduce cooling loads. Interior walls shall be finished with light-colored materials to reflect more light and, thus, increase lighting efficiency.</p> <p><b>MM I.3-9:</b> White, high albedo, and reflective material shall be used for roofing in order to meet California standards for reflectivity and emissivity to reject heat, and be Energy Star rated.</p> <p><b>MM I.3-10:</b> Thermal insulation that exceeds requirements established by the California Code of Regulations shall be installed in walls and ceilings in accordance with the following specifications as feasible:</p> <ul style="list-style-type: none"> <li>• Exterior walls abutting to conditioned spaces:</li> </ul> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|-----------------|------------------|--------------------|-------------------------|------|
|  |                 |                  |                    | Initial                 | Date |
| <p>R-60</p> <ul style="list-style-type: none"> <li>Roof areas abutting conditioned spaces: R-80<sup>b</sup></li> </ul> <p><b>MM I.3-11:</b> Window systems shall be designed to reduce thermal gain and loss, thus reducing cooling loads during warm weather and heating loads during cool weather.</p> <p><b>MM I.3-12:</b> The Applicant shall install heating-rejecting window treatments, such as films, blinds, draperies, or other on appropriate exposures.</p> <p><b>MM I.3-13:</b> The Applicant shall install light-emitting diode (LED), fluorescent, and high-intensity-discharge (HID) lamps, which give the highest light output per watt of electricity consumed, wherever possible including all street and parking lot lighting to reduce electricity consumption. Reflectors shall be used to direct maximum levels of light to work surfaces.</p> <p><b>MM I.3-14:</b> The Applicant shall install photosensitive controls and dimmable electronic ballasts to maximize the use of natural daylight available and reduce artificial lighting load.</p> <p><b>MM I.3-15:</b> The Applicant shall install occupant-controlled light switches and thermostats to permit individual adjustment of lighting, heating, and cooling to avoid unnecessary energy consumption.</p> <p><b>MM I.3-16:</b> The Applicant shall install time-controlled interior and exterior public area lighting limited to that necessary for safety and security.</p> <p><b>MM I.3-17:</b> Mechanical systems (HVAC) and lighting building shall be controlled with timing systems to prevent accidental or inappropriate conditioning or lighting of unoccupied space.</p> |                 |                  |                    |                         |      |

| Mitigation Measure / Project Design Features <sup>a</sup>  | Action Required | Monitoring Phase | Responsible Agency | Compliance Verification |      |
|--|-----------------|------------------|--------------------|-------------------------|------|
|  |                 |                  |                    | Initial                 | Date |
| <p><b>MM I.3-18:</b> The Applicant shall incorporate windowless walls or passive solar inset of windows into the Project for appropriate exposures.</p> <p><b>MM I.3-19:</b> Design Project shall focus pedestrian activity within sheltered outdoor areas.</p>  |                 |                  |                    |                         |      |
| <p><sup>a</sup> PDF = Project Design Features<br/> MM = The “MM” and “CR” prefixes identify mitigation measures and code-required measures set forth in the Certified EIR for the Original Stadium Project.<br/> MP = The “MP” prefix identifies mitigation measures set forth in the Addendum for the Modified Project that would be implemented in addition to the mitigation measures set forth in the Certified EIR for the Original Stadium Project.</p> <p><sup>b</sup> Insulation is rated in terms of thermal resistance, called R-value, which indicates the resistance to heat flow. The higher the R-value, the greater the insulating effectiveness. The R-value of thermal insulation depends on the type of material, its thickness, and its density.</p> <p>Source: Eyestone Environmental, 2015.</p> |                 |                  |                    |                         |      |

**EX-OFFICIO MEMBERS**

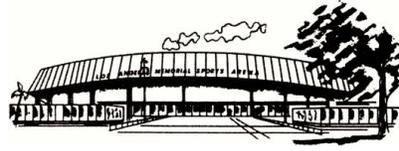
STATE SENATOR  
RICARDO LARA

ASSEMBLYMEMBER  
REGINALD JONES-SAWYER

ROBERT E. OSBORNE  
CHIEF ADMINISTRATIVE OFFICER  
SECRETARY



**SITE OF 1932 AND 1984  
OLYMPICS ATHLETICS COMPETITION  
OPENING & CLOSING CEREMONIES**



**SITE OF 1984 OLYMPICS  
BOXING COMPETITION**

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VICE PRESIDENT

**COUNTY OF LOS ANGELES**  
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DON KNABE (Alternate)

**CITY OF LOS ANGELES**  
CURREN D. PRICE, JR.

TOM LaBONGE (Alternate)

**LOS ANGELES MEMORIAL COLISEUM COMMISSION**

3911 South Figueroa Street, Los Angeles, CA 90037

**AGENDA ITEM #7**

**PROPOSED PROJECT AGREEMENT BETWEEN THE LOS ANGELES MEMORIAL COLISEUM COMMISSION AND THE UNIVERSITY OF SOUTHERN CALIFORNIA**

**ROBERT E. OSBORNE  
THOMAS J. FAUGHNAN**

**Proposed Action:**

**Approve** the Project Agreement between the Los Angeles Memorial Coliseum Commission and the University of Southern California ("Project Agreement"), as shown in Attachment 7-a.

The proposed action will authorize USC to proceed with the redevelopment project as detailed in the Addendum to the previously certified Environmental Impact Report ("EIR") for the Project (Agenda Item #6).

Background

Article 12 of the Second Amendment to the Lease and Agreement by and between the Commission and USC authorizes USC to demolish and replace the Sports Arena with improvements that are permitted by applicable land use laws and consistent with the public benefit requirements of the Commission's lease with the State for the Sports Arena Property. In 2011, the Commission certified a final environmental impact report for the Sports Arena Property that reviewed and considered the environmental impacts of improving the Sports Arena Property with a soccer stadium or an event space.

On May 18, 2015, USC and LAFC announced their proposal to redevelop the Sports Arena Property with a soccer stadium. The Commission will need to approve the

sublease of the Sports Arena Property to LAFC. LAFC will also need to apply to the City of Los Angeles for entitlements for the Project.

### The Project Agreement

The purpose of the Project Agreement is to have the Commission and USC agree that USC has the right to proceed with the Project. It further provides for the acknowledgement of the parties that the project site has not been fully acquired and that the Commission agrees to cooperate in the assembling of all the necessary parcels. Approval of the Project Agreement is subject to the Commission's approval of the Agenda Item #6, the Addendum to the previously certified EIR for the project, the California Environment Quality Act ("CEQA") Findings and Statement of Overriding Considerations, and the Mitigation Monitoring Program for the Project.

Approval of the Project Agreement will permit USC to proceed with obtaining entitlements for the Project from the City while the sublease agreement between USC and LAFC is finalized. As noted above, the sublease to LAFC will be subject to the further approval of the Commission.

## PROJECT AGREEMENT

**THIS PROJECT AGREEMENT** (this “**Agreement**”) is made and entered into as of September \_\_\_, 2015, by and between the **LOS ANGELES MEMORIAL COLISEUM COMMISSION**, a joint powers authority entity created by agreement among public agencies pursuant to Title 1, Division 7, Chapter 5 (Section 6500 et seq.) of the California Government Code (“**Commission**”), and the **UNIVERSITY OF SOUTHERN CALIFORNIA**, a California nonprofit public benefit corporation (“**USC**”).

### RECITALS

A. USC and LAFC Sports, LLC, a Delaware limited liability company (“**LAFC**”) are involved in ongoing negotiations concerning the redevelopment of the Los Angeles Memorial Sports Arena to provide a soccer stadium in accordance with the Final Environmental Impact Report for the Redevelopment of the Los Angeles Memorial Sports Arena dated January 21, 2011 (the “**Final EIR**”), to be located on the approximately 15-acre site identified in the Final EIR (“**Project Site**”). In conjunction with the proposed redevelopment project (the “**Project**”) for the Sports Arena Property (as hereinafter defined), an Addendum to the Final EIR (the “**Addendum**”) analyzing the Project has been submitted to the Commission for review and approval.

B. Commission and the California Science Center (the “**State**”) are parties to that certain Sports Arena Agreement, Lease and Easement dated January 3, 1956 (as amended, the “**Sports Arena Ground Lease**”) whereby the Commission leased certain property (the “**Sports Arena Ground Lease Property**”), as more particularly described in the Sports Arena Ground Lease, on which the existing Los Angeles Memorial Sports Arena is situated.

C. Commission and USC are parties to that certain Lease and Agreement dated May 14, 2008, as amended by that certain First Amendment to Lease and Agreement dated November 4, 2010 (collectively the “**Prior Agreement**”) for the lease by the Commission to USC of the Coliseum Property as more particularly described and depicted in the Prior Agreement. Commission and USC previously amended the Prior Agreement pursuant to that certain Second Amendment to Lease and Agreement dated as of July 29, 2013 (the “**USC Lease**”), whereby the Sports Arena Property (as defined in the USC Lease) was added to the premises leased by USC, in addition to the Coliseum Property. The Sports Arena Ground Lease, the USC Lease and other agreements to which the State, the Commission and/or USC are parties relating to the Sports Arena Property are sometimes collectively referred to herein as the “**Existing Sports Arena Documents.**” Commission retains all of its approval rights under the USC Lease and recognizes that USC and LAFC may request its consideration of additional agreements at a future date.

D. The parties hereto now desire to enter into this Agreement to confirm Commission’s acknowledgment of USC’s right to proceed with the Project analyzed in the Addendum as an authorized redevelopment of the Sports Arena Property under the USC Lease and for its location on the Project Site.

**NOW, THEREFORE**, in consideration of the foregoing recitals (the terms of which are incorporated herein by this reference), the mutual covenants and agreements contained herein, and for other good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged, Commission and USC hereby agree as follows:

1. USC Right to Proceed with Project. Commission hereby acknowledges, confirms and agrees that USC (including its permitted successors, subtenants and assigns) shall have the right to proceed with the Project analyzed in the Addendum and acknowledged by Commission as an authorized redevelopment of the Sports Arena Property under the USC Lease; provided, however, that Commission reserves and retains any and all rights that it may have under the USC Lease to approve matters pertaining to or relating to the Project.

2. Project Site. The parties acknowledge that the Project is intended to be built on the Project Site; however: (i) certain discrepancies in the legal description and boundary of the Sports Arena Property under certain of the Existing Sports Arena Documents were recently discovered relating to (A) an approximately 2.90 acre parcel located adjacent to the Sports Arena Ground Lease Property (the “**Adjacent Parcel**”) that is leased by Commission from the State pursuant to that certain Agreement and Lease for Parcel Adjacent to Arena dated January 3, 1956 (the “**Adjacent Parcel Lease of 1955**”), and (B) Lot P as shown on the Map recorded in Book 4, Page 352 of Miscellaneous Records in the Office of the Los Angeles County Recorder (“**Lot P**”) which, together with the Adjacent Parcel are sometimes, collectively, the “**Required Parcels**”); and (ii) the Commission’s rights under the Adjacent Parcel Lease of 1955 are limited by its terms. Commission and USC agree to reasonably cooperate, in coordination with LAFC, to (1) pursue all rights and/or corrective documents reasonably required to include the Required Parcels in the Existing Sports Arena Documents (to the extent not currently included) to enable the Project to proceed on the entire Project Site, and (2) remove certain limitations in the Adjacent Parcel Lease of 1955 as reasonably required by LAFC for the Project, in each case provided that agreements can be reached upon terms and conditions which are satisfactory in form and substance to each of the parties hereto.

3. Successors. This Agreement shall inure to the benefit of, and shall be binding upon, the parties hereto and their permitted successors, subtenants and/or assigns.

4. Applicable Law. This Agreement shall be governed by and construed according to the laws of the State of California.

5. Notices. Any notice or demand to be given by one party to the other shall be given in the manner and to the address for notices set forth in the USC Lease.

6. Authority of the Parties. Each of the parties executing this Agreement hereby represents and warrants to the others that it has all requisite power and authority, corporate or otherwise, to enter into and deliver this Agreement.

7. Counterparts. This Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same Agreement. Delivery of an executed counterpart of

a signature page to this Agreement via email shall be effective as delivery of a manually executed counterpart of this Agreement.

8. Further Assurances. Each party hereby covenants that it will, at any time and from time to time upon request of the other, and without the assumption of any additional liability, execute and deliver such further documents and do such further acts as such party may reasonably request in order to fully effectuate the purpose of this Agreement.

*[remainder of page left intentionally blank; signature page to follow]*

**IN WITNESS WHEREOF**, the foregoing Agreement has been executed by the parties hereto as of the date first set forth above.

**LOS ANGELES MEMORIAL  
COLISEUM COMMISSION**

**UNIVERSITY OF SOUTHERN  
CALIFORNIA**

By: \_\_\_\_\_  
Name: Mark Ridley-Thomas  
Title: President

By: \_\_\_\_\_  
Name: Todd Dickey  
Title: Senior Vice President, Administration

APPROVED AS TO FORM:

By: \_\_\_\_\_  
Thomas J. Faughnan  
Commission Legal Counsel

APPROVED AS TO FORM:

By: \_\_\_\_\_  
Munger, Tolles & Olson LLP